

**MEP**  
**INFRASTRUCTURE**  
**DEVELOPERS**  
**PVT LTD**  
**ANNUAL REPORT**  
**FOR**  
**THE**  
**FINANCIAL YEAR**  
**2013-14**

## NOTICE

**NOTICE** is hereby given that the **12<sup>th</sup> Annual General Meeting** of the Members of **MEP INFRASTRUCTURE DEVELOPERS PRIVATE LIMITED**, will be held on **Thursday**, the **14<sup>th</sup>** day of **August 2014** at 11.00 a.m. at A-412, boomerang, Chandivali Farm Road, Near Chandivali Studio, Andheri (East), Mumbai 400 072 to transact the following business :

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Profit and Loss Account for the year ended 31<sup>st</sup> March, 2014 and Balance Sheet as at date and the reports of the Directors and Auditors.
2. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to Section 139 of the Companies Act, 2013, along with The Companies (Audit and Auditors) Rules, 2014 and any other applicable provisions, if any, of the Companies Act, 2013, M/s. B S R and Co Chartered Accountants, Mumbai (Registration No. 128510W) being the retiring auditors, be and are hereby re-appointed as Joint Statutory Auditors of the Company, to hold office for a period of 5 (Five) years from the conclusion of this meeting until the conclusion of 17<sup>th</sup> Annual General Meeting of the Company at a remuneration as may be decided by the Board of Directors in consultation with the Joint Statutory Auditors in addition to the re-imburement of service tax and actual out-of-pocket expenses incurred in connection with the audit of accounts of the Company for the Financial Year."

3. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to Section 139 of the Companies Act, 2013, along with The Companies (Audit and Auditors) Rules, 2014 and any other applicable provisions, if any, of the Companies Act, 2013, M/s. Parikh, Joshi & Kothare, Chartered Accountants (Firm Registration No. 107547W) being the retiring auditors, be and are hereby re-appointed as Joint Statutory Auditors of the Company to hold office for a period of 5 (Five) years from the conclusion of this meeting until the conclusion of 17<sup>th</sup> Annual General Meeting of the Company at a remuneration as may be decided by the Board of Directors in consultation with the Joint Statutory Auditors in addition to the re-imburement of service tax and actual out-of-pocket expenses incurred in connection with the audit of accounts of the Company for the Financial Year."

### **SPECIAL BUSINESS:**

4. To Consider and if thought fit, to pass with or without modification(s), the following Resolution, as an **Special Resolution**:

**"RESOLVED THAT** pursuant to Section 180 (1) (c) of Companies Act, 2013 and other applicable provisions, if any, consent of the Company be and is hereby accorded to borrow any sum or sums of money, from time to time for the purpose of the Company, upon such terms and conditions and with/without security, as the



Board of Directors may, in its absolute discretion, think fit and proper, notwithstanding the fact that the money or monies to be borrowed together with the monies already borrowed by the company (apart from the temporary loans obtained from the company's bankers in the ordinary course of business) may exceed, at any time, the aggregate of the paid up capital of the Company and its free reserves, (that is to say, reserved not set apart for any specific purpose), apart from the temporary loans obtained from the Company's banker in the ordinary Course of Business, provided, however, that the total amount of such borrowings shall not exceed, at any time, a sum of Rs. 1500 Crores (Rupees Fifteen Hundred Crores) and the Board of Directors be and is hereby empowered and authorised to arrange or fix the terms and conditions of all such monies to be borrowed from time to time as to interest repayment, security or otherwise howsoever as it may think fit.

**"RESOLVED FURTHER THAT** Board of Directors be and is hereby further authorised to create mortgages and/or charges on such properties of the Company as it may think fit and for that purpose to execute such documents, papers, deeds, and writings containing such conditions and covenants as the Board may think fit and to take all such steps as may be necessary or desirable to give effect to this Resolution."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorise to severally delegate all or any of its power herein conferred to any Committee of Directors or Director or Directors or any other officer of the Company, in order to give effect to the above resolution."

5. To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

**"RESOLVED THAT** the consent of Company be and is hereby accorded under Section 180 (1) (a) and other applicable provisions, if any, of the Companies Act, 2013, as amended or restated, to mortgage and/or charge, in addition to the mortgaged and/or charges created/ to be created by the Company, on such terms as the Board may determine, all or any of the immovable and movable properties, tangible and/or intangible properties of the Company, wherever situated, both present and future or the whole or substantially the whole of the undertaking or undertakings of the company together with the power to take over management of the business and concern of the Company in certain events of default in favour of the Banks, Financial Institutions and other Bodies Corporate (hereafter known as lenders) for securing the borrowings of the Company availed/ to be availed for an amount not exceeding Rs. 1500 Crores (Rupees Fifteen Hundred Crores Only) and / or equivalent thereto in any foreign currency together with interest at respective agreed rates, and all other monies payable in terms of loan agreements or any other document entered into/ to be entered into between the Company and the lenders in respect of such loans / borrowings and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in tat behalf and agreed to between the Board of Directors or Committee thereof and the lender(s).

**"RESOLVED FURTHER THAT** The Board of Directors be and is hereby authorise to undertake all such acts, deeds and things to finalise and execute all such deeds, documents and writings as may be deemed necessary, proper, desirable and expedient in its absolute discretion, to enable this resolution and to settle any question, difficulty or doubt that may arise in this regard."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorise to severally delegate all or any of its power herein conferred to any Committee of Directors or Director or Directors or any other officer of the Company, in order to give effect to the above resolution."

6. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:-

**"RESOLVED THAT** pursuant to the provisions of the Section 196, 197, 198 and other applicable provisions, if any read with Schedule V to the Companies Act, 2013 (including any Statutory Modification(s) or reenactments thereof, for the time being in force), the approval of the members of the Company be and is hereby accorded for confirming the appointment of Mr. Jayant D. Mhaiskar as Vice Chairman & Managing Director of the Company with effect from 21<sup>st</sup> May, 2014 and a remuneration payable to him for a period of 5 years with effect from 1<sup>st</sup> July, 2014 on the terms and conditions as set out hereunder with the liberty to Board of Directors (hereinafter referred to as " the Board" which term shall be deemed to include any Committee which the Board may constitute to exercise its powers, including the powers conferred by this resolution) to alter and vary the terms and conditions of the said appointment and / or remuneration within the parameters of the applicable laws or any amendments thereto.

**TENURE:** 5 (five) years with effect from 1<sup>st</sup> July, 2014.

**FUNCTIONS:** Mr. Jayant D. Mhaiskar shall have substantial powers of management subject to direction, control and superintendence of the Board of Directors.

**SALARY:** Rs. 10,00,000/- per month.

**PROVIDENT FUND:** Company's contribution towards provident fund as per the rules of the Company for the time being in force and subject to provisions of respective statutory enactment.

**MEDICAL REIMBURSEMENT:** Reimbursement of expenses incurred for self and family in accordance with the rules of the Company and subject to provisions of respective statutory enactment.

**LEAVE TRAVEL CONCESSION:** Reimbursement of expenses incurred for self and family once in a year in accordance with the rules of the Company and subject to provisions of respective statutory enactment.

**BONUS, GRATUITY & LEAVE ENCASHMENT:** As per rules of the Company and subject to provisions of respective statutory enactment.

**SITTING FEES:** Mr. Jayant D. Mhaskar shall not be entitled to any sitting fees.

**"RESOLVED FURTHER THAT** wherein a financial year during the currency of his tenure, the Company has adequate profits, the remuneration payable to him shall be proportionately increased within the maximum permissible limit prescribed in the Companies Act, 2013."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorised to increase or revise the salary, from time to time during the tenure of said five years subject to the provisions of the Companies Act, 2013 AND THAT the said increase or revision shall also be subject to overall limit on remuneration payable to all managerial personnel taken together, as laid down in the Companies Act, 2013 read with Schedule V thereto."

**"RESOLVED FURTHER THAT** the Board or any other person authorized by the board in this regard, be and is hereby authorized to do all such acts, deeds and things as may be necessary, desirable or expedient for giving effect to this resolution."

7. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:-

**"RESOLVED THAT** pursuant to the provisions of the Section 196, 197, 198 and other applicable provisions, if any read with Schedule V to the Companies Act, 2013 (including any Statutory Modification(s) or reenactments thereof, for the time being in force), the approval of the members of the Company be and is hereby accorded for confirmation of Mr. Murzash Manekshana as Whole Time Director of the Company for a period of 5 years with effect from 1<sup>st</sup> July, 2014 on the terms and conditions as set out hereunder with the liberty to Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include any Committee which the Board may constitute to exercise its powers, including the powers conferred by this resolution) to alter and vary the terms and conditions of the said appointment and / or remuneration within the parameters of the applicable laws or any amendments thereto.

**TENURE:** 5 (five) years with effect from 1<sup>st</sup> July, 2014.

**FUNCTIONS:** Mr. Murzash Manekshana shall be responsible for the day to day affairs relating to the business operations of the Company subject to direction, control and superintendence of the Board of Directors.

**SALARY:** Rs. 10,00,000/- per month.

**PROVIDENT FUND:** Company's contribution towards provident fund as per the rules of the Company for the time being in force and subject to provisions of respective statutory enactment.

**MEDICAL REIMBURSEMENT:** Reimbursement of expenses incurred for self and family in accordance with the rules of the Company and subject to provisions of respective statutory enactment.

**LEAVE TRAVEL CONCESSION:** Reimbursement of expenses incurred for self and family once in a year in accordance with the rules of the Company and subject to provisions of respective statutory enactment.

**BONUS, GRATUITY & LEAVE ENCASHMENT:** As per rules of the Company and subject to provisions of respective statutory enactment.

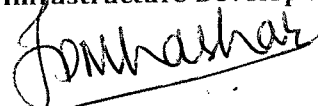
**SITTING FEES:** Mr. Murzash Manekshana shall not be entitled to any sitting fees.

**"RESOLVED FURTHER THAT** wherein a financial year during the currency of his tenure, the Company has adequate profits, the remuneration payable to him shall be proportionately increased within the maximum permissible limit prescribed in the Companies Act, 2013."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorised to increase or revise the salary, from time to time during the tenure of said five years subject to the provisions of the Companies Act, 2013 AND THAT the said increase or revision shall also be subject to overall limit on remuneration payable to all managerial personnel taken together, as laid down in the Companies Act, 2013 read with Schedule V thereto."

**"RESOLVED FURTHER THAT** the Board or any other person authorized by the board in this regard, be and is hereby authorized to do all such acts, deeds and things as may be necessary, desirable or expedient for giving effect to this resolution."

By Order of the Board of Directors of  
MEP Infrastructure Developers Pvt Ltd

  
Managing Director

Place: **Mumbai**  
Dated: **11.08.2014**

**Notes:**

1. A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.
2. A person can act as a proxy on behalf of members not exceeding Fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
4. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Ordinary Business to be transacted at the Meeting is annexed hereto.
5. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.

**EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS  
OF SECTION 102 THE COMPANIES ACT, 2013**

**ITEM NO. 4**

As per the provisions of Section 180 (1) (c) of Companies Act, 2013, the Board of Directors of the Company cannot, except with the consent of the Company in General Meeting, borrow monies, apart from temporary loans obtained from the Company's bankers in the ordinary course of business, in excess of the aggregate of the paid up capital and the free reserve of the Company, that is to say, reserve not set apart for any specific purpose.

Presently, Company is exempted from the purview of the Section 293 (1) (a) and 293 (1)(c) of the Companies Act, 1956. Company is planning to convert itself in to a Public limited Company and for that purpose it is necessary to obtain the permission of the shareholders to borrow the funds from the Banks/ Financial Institution under the Companies Act 2013.

The Resolution set out at item no. 4 of the notice is put forth for consideration of the members pursuant to the provisions of Section 180 (1) (c) of Companies Act, 2013 to enable the Directors to borrow up to a sum of Rs. 1500 crore (Rupees Fifteen hundred crore). The Board of Directors has vide its resolution passed at its meeting held on August 11, 2014 unanimously authorised as stated above.

None of the Directors, of the Company or their relatives are concerned or in any way interested in this resolution. The Board of Directors recommends this enabling resolution for approval of the members.

**ITEM NO. 5**

The Company propose a resolution authorizing Board to borrow loan upto maximum of Rs.1500 crore (Rupees Fifteen hundred crore). In order to borrow loans from Banks, institutions, etc. the Board also needs authorization to mortgage/ hypothecate the assets of the Company as security /collateral security. In order to mortgage or hypothecate the assets of the company the consent of shareholders is required under Section 180 (1) (a) of Companies Act, 2013, authorising the Board of Directors with necessary powers. The Board of Directors has vide its resolution passed at its meeting held on August 11, 2014 unanimously authorised as stated above.

None of the Directors, of the Company or their relatives are concerned or in any way interested in this resolution. The Board of Directors recommends this enabling resolution for approval of the members.

**ITEM NO. 6**

Mr. Jayant D. Mhaiskar is the Managing Director since 7<sup>th</sup> February, 2007. Considering the growth of the Company. He restrained himself and agreed not to draw any remuneration from the Company. However the Board of Directors had the prerogative to decide about the remuneration payable to him. Mr. Mhaiskar was entrusted with the responsibility of overall management of the affairs of the Company, subject to the supervision, control of the Board of Directors. During his tenure as the Managing Director, the Company has reached many a



milestones and have been able to expand to the current position within a short period of time. Considering his valuable contribution to the growth of the Company and his expertise and knowledge in the business of the Company, the Board of Directors at their meeting held on 21<sup>st</sup> May, 2014 had re-designated Mr. Mhaiskar as Vice Chairman and Managing Director of your Company.

Considering the valuable contribution and the efforts Mr. Mhaiskar has put during his tenure as the Managing Director, the Board now recommends for confirmation of his appointment as Vice Chairman and Managing Director with effect from 21<sup>st</sup> May, 2014 and remuneration payable to Mr. Mhaiskar with effect from 1<sup>st</sup> July, 2014 for a period of 5 (five) years.

As per the Schedule V of the Companies Act, 2013, your Company can pay managerial remuneration to the extent of Rs.60,00,000/- per annum which is within the prescribed limits. The consent of the Members approval by way of Special Resolution is required if the remuneration exceeds the said limit.

The appointment of Mr. Jayant D. Mhaiskar, as Vice Chairman and Managing Director of the Company is in accordance with the provisions of Companies Act, 2013 read with Schedule V thereto and requires approval of the members of the Company in General Meeting.

None of the Directors of the Company except Mr. Dattatray P. Mhaiskar, Mrs. Anuya J. Mhaiskar are concerned or interested in the said resolution.


#### **ITEM NO. 7**

Mr. Murzash Manekshana was inducted in the Board with effect from 2<sup>nd</sup> November, 2012. And was entrusted with the responsibility of handling all the day to day affairs of the company, subject to the supervision and control of the Board of Directors of the Company. Considering the professional approach, knowledge and his vision on business of the Company and the valuable contribution towards business growth the Board recommends his appointment for a period of 5 (five) years as the Whole Time Director of the Company with effect from 1<sup>st</sup> July, 2014 and also remuneration on the terms and conditions mentioned in Notice.

The appointment of Mr. Manekshana, as Whole Time Director of the Company is in accordance with the provisions of Companies Act, 2013 read with Schedule V thereto and requires approval of the members of the Company in General Meeting.

None of the Directors of the Company is concerned or interested in the said resolution.

**By Order of the Board of Directors of  
MEP Infrastructure Developers Pvt Ltd**

  
Managing Director

Place: **Mumbai**  
Dated: **11.08.2014**

## DIRECTOR'S REPORT

**To,  
 The Members,  
 MEP INFRASTRUCTURE DEVELOPERS PRIVATE LIMITED**

The Directors are pleased to present the 12<sup>th</sup> Annual Report together with Audited Accounts for the financial year ended as at 31<sup>st</sup> March, 2014.

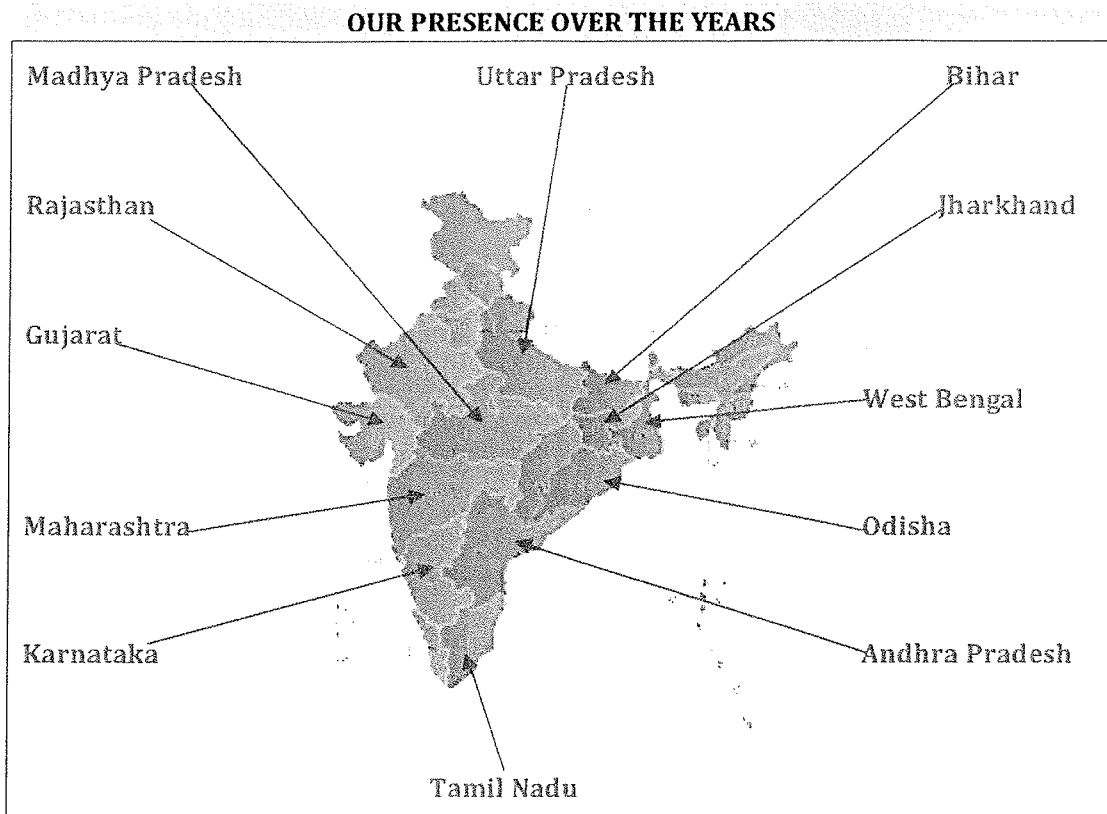
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|----------------------------------|
| <b><i>FINANCIAL RESULTS:</i></b> |
|----------------------------------|

|  | <i>For the year ended on<br/>March 31, 2014</i> | <i>For the year ended on<br/>March 31, 2013</i> |
|--|---|---|
|  | <b>(INR in Lakhs)</b>                           | <b>(INR in Lakhs)</b>                           |
| Income   | 48,666.98                                       | 91,175.76                                       |
| Other Income                                       | 1,271.69  | 455.01  |
| <b>Total Income</b>                                | <b>49,938.67</b>                                | <b>91,630.77</b>                                |
| Expenditure  | 49,420.35                                       | 88,756.56                                       |
| <b>Profit Before Tax</b>                           | <b>518.32</b>                                   | <b>2,874.21</b>                                 |
| <b>Total Tax Expense</b>                           | <b>174.71</b>                                   | <b>2,429.83</b>                                 |
| <b>Profit After Tax, before prior period items</b> | <b>343.61</b>                                   | <b>444.38</b>                                   |
| <b>Prior Period Expenses</b>                       | <b>(98.75)</b>                                  | <b>(38.45)</b>                                  |
| <b>Net Profit</b>                                  | <b>244.86</b>                                   | <b>405.93</b>                                   |
| <b>Surplus carried to Balance Sheet</b>            | <b>11,750.56</b>                                | <b>11,505.70</b>                                |

### **PERFORMANCE :**

During the year under review the Revenue from Operations of your Company was Rs.48,666.98 Lacs, as against Rs.91175.76 Lacs in the previous year and Other Income during stood at Rs.1271.69 as against Rs.455.01 Lacs in the previous year. The expenditure incurred by the Company was Rs. 49,420.35 compared to Rs. 88,745.56 Lacs in previous year. The Profit Before Tax ("PBT") has reduced during the year due to lower Revenue from Operations and stood at Rs.518.32 Lacs against PBT of Rs.2,874.21 Lacs in the previous financial year. The Net Profit after tax for the year ended 31<sup>st</sup> March 2014 stood at Rs.244.86 Lacs as against Rs. 405.93 Lacs for the previous year. The decrease in our revenue from operations during the fiscal year 2014 was mainly due to decrease in revenue from toll and octroi collection on account of completion of Short Term toll collection projects during fiscal year 2014 resulting in reduced revenue till commencement of new or re-awarded projects.

### **OUTLOOK & REVIEW:**



Your Company endeavors for its presence in states which have not been reached till date.

Your Company has been carrying out the OMT and Tolling projects awarded by

- National Highways Authority of India (NHAI),
- Maharashtra State Road Development Corporation Ltd (MSRDC),
- Hooghly River Bridge Commissioners (a statutory Organisation under the Govt. of West Bengal) Kolkata.(HRBC),
- Rajasthan State Road Development & Construction Corporation Ltd. (RSRDC),
- Road Infrastructure Development Company of Rajasthan Ltd. (RIDCOR),

through its Subsidiaries / Special Purpose Vehicle (SPVs).

| <b>SUBSIDIARIES / SPECIAL PURPOSE VEHICLES (SPV's)</b>                                 |  |
|--|--|
| <b>TOLLING PROJECTS</b>  |  |
| MEP Infrastructure Pvt Ltd<br>(For Mumbai Entry Points)                                | MEP RGSL Toll Bridge Pvt Ltd<br>(For Rajiv Gandhi Sea Link Project)      |
| Rideema Toll Bridge Pvt Ltd<br>(Toll Collection Arm)                                   | MEP IRDP Solapur Toll Road Pvt Ltd<br>(For Solapur Entry Points)         |
| Raima Manpower & Consultancy Services Pvt Ltd<br>(For Kini-Tasawade Project)           | Rideema Toll Pvt Ltd<br>(Toll Collection Arm)                            |
| Raima Ventures Pvt Ltd<br>(For RIDCOR Project)   | Baramati Tollways Pvt Ltd<br>(Toll Collection and BOT Arm)               |
| <b>OMT PROJECTS</b>  |  |
| MEP Hyderabad Bangalore Toll Road Pvt Ltd<br>(For Hyderabad Bangalore OMT Project)     | MEP Chennai Bypass Toll Road Pvt Ltd<br>(For Chennai Bypass OMT Project) |
| Raima Toll Road Pvt Ltd<br>(For Madurai-Tirunelveli-Panagudi- Kanyakumari OMT Project) |  |
| <b>EPC ARM</b>   |  |
| MEP Highway Solutions Pvt Ltd  |  |

During the year under review your Company successfully bid for Projects floated by **PROJECTS - MAHARASHTRA STATE ROAD DEVELOPMENT CORPORATION LTD (MSRDC)**.

- ❖ For collection of toll at Kini Toll Plaza
- ❖ For collection of toll at Tasawade Toll Plaza

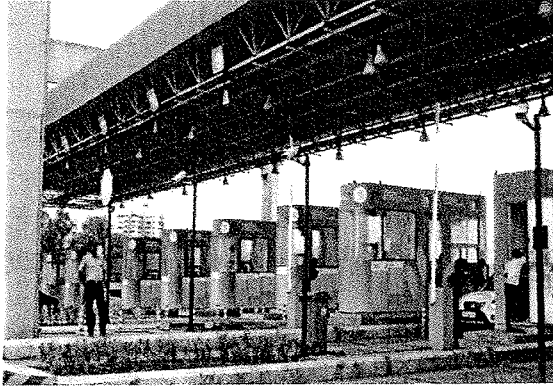


- ✓ The Project is being carried out by one of the Subsidiary of the Company viz. **Raima Manpower & Consultancy Services Pvt Ltd.**
- ✓ The Commercial Operations successfully commenced from **29<sup>th</sup> May, 2014.**
- ✓ The term of the Contract is 2(two) years commencing from the Commercial Operation Date.
- ✓ The project's total contractual amount is Rs.22, 707 Lacs.

- ✓ The project has collection of toll at 2 (two) toll stations near Kini and Tasawade on National Highway No.4.

❖ **Operation & Maintenance of Rajiv Gandhi Sea Link & Toll Collection :**

The Rajiv Gandhi Sea Link is 5 km long carriageway project and has 16 operated lanes for toll collection.



- ✓ The Project is being carried out by one of the Subsidiary of the Company viz. **MEP RGSL Toll Bridge Pvt. Ltd.**
- ✓ The Commercial Operations successfully commenced from **6<sup>th</sup> February, 2014.**
- ✓ The term of the Contract is 3(three) years commencing from the Commercial Operation Date
- ✓ The project's total contractual amount is Rs. 22,770 Lacs.

*As per the CRISIL Research - "Assessment of Operate-Maintain-Transfer (OMT) and Toll Collection Market for Road Projects in India" published on June, 2014, your Company is a leading player in the OMT field, given the number of OMT projects, quality of project stretches awarded to your Company by NHAI and MSRDC and the maximum number of lane kilometres maintained by your Company under OMT projects. Your Company is a also leading player in the business of toll collection based on the total number of projects bid for and won by the company in 2011-12, 2012-13 and 2013-14.*

## ***CAPITAL STRUCTURE***

To strengthen the Equity base of the Company the Authorised Share Capital has been increased from Rs. 150,00,00,000/- (Rupees One Hundred Fifty Crores only) divided into 15,00,00,000 (Fifteen Crores) Equity Shares of Rs. 10/- each to Rs. 200,00,00,000/- (Rupees Two Hundred Crores only) divided into 20,00,00,000 (Twenty Crores) Equity Shares of Rs.10/- each.

## ***DIVIDEND***

To conserve its financial resources and to utilize funds for the growth opportunities of the Company, your Directors do not recommend any dividend for the current year.

## ***CORPORATE GOVERNANCE***

The Company believes that adherence of global standard of Corporate Governance is essential for enhancing the stakeholders' value and achievement of long term corporate goals. The Company's philosophies on Corporate Governance stress the importance of transparency, accountability and protection of stakeholders' interests. The Board conducts periodic review of business plans and monitors performance and compliance with the regulatory requirements.

## **DEPOSITS**

The Company has not accepted any Deposits from Public.

## **DIRECTORS**

During the year under review there has been no change in the Board of Directors of your Company.

## **SUBSIDIARIES**

During the year under review, the subsidiary companies of your Company continue to contribute to the overall growth of the Company.

Your Company's continuing with its vision to carry its business operations also through its subsidiaries and associate companies which are formed to complete the projects in hand.

### **MEP INFRASTRUCTURE PVT LTD**

*[A SPV for Mumbai Entry Points for the project awarded by Maharashtra State Road Development Corpn Ltd (MSRDC)]*

- Your Company is the 99.99% Holding Company of MEP Infrastructure Private Limited.
- A statement under section 212(5) of the Companies Act, 1956 in respect of the subsidiary Company is annexed.
- Audited statements of Account along with the report of the Board of Directors of MEP Infrastructure Private Limited and the Auditors Report thereon for the year ended 31st March, 2014 are also annexed.

### **RAIMA VENTURES PVT LTD**

*[A SPV for carrying out the projects awarded by Road Infrastructure Development Company of Rajasthan Limited (RIDCOR)]*

- Your Company is the 99.99% Holding Company of Raima Ventures Private Limited.
- A statement under section 212(5) of the Companies Act, 1956 in respect of the subsidiary Company is annexed.
- Audited statements of Account along with the report of the Board of Directors of Raima Ventures Private Limited and the Auditors Report thereon for the year ended 31st March, 2014 are also annexed.

### **RIDEEMA TOLL PVT LTD**

*[A SPV for acting as a Toll Collection and OMT Arm)*

- Your Company is the 99.54% Holding Company of Rideema Toll Private Limited.
- A statement under section 212(5) of the Companies Act, 1956 in respect of the

subsidiary Company is annexed.

#### **BARAMATI TOLLWAYS PVT LTD**

*[A step down SPV acting as a Toll Collection and BOT Arm]*

➤ Audited statements of Account along with the report of the Board of Directors of Rideema Toll Private Limited and the Auditors Report thereon for the year ended 31st March, 2014 are also annexed.

➤ Your Company is having one step down subsidiary i.e. Baramati Tollways Private Limited through Rideema Toll Private Limited.

➤ A statement under section 212(5) of the Companies Act, 1956 in respect of the subsidiary Company is annexed.

➤ Audited statements of Account along with the report of the Board of Directors of Baramati Tollways Private Limited and the Auditors Report thereon for the year ended 31st March, 2014 are also annexed.

#### **RIDEEMA TOLL BRIDGE PVT LTD**

*[A SPV for the project of Collection of Toll at Vidyasagar Setu, Kolkata awarded by Hooghly River Bridge Commissioners(HRBC)]*

➤ Your Company is the 99.99% Holding Company of Rideema Toll Bridge Private Limited.

➤ A statement under section 212(5) of the Companies Act, 1956 in respect of the subsidiary Company is annexed.

➤ Audited statements of Account along with the report of the Board of Directors of Rideema Toll Bridge Private Limited and the Auditors Report thereon for the year ended 31st March, 2014 are also annexed.

#### **MEP NAGZARI TOLL ROAD PVT LTD**

*[A SPV for the project of Collection of Toll at Nagzari-Kherda-Karanja Project, Dist Amravati awarded by Maharashtra State Road Development Corpn Ltd (MSRDC)]*

➤ Your Company is the 99.96% Holding Company of MEP Nagzari Toll Road Private Limited.

➤ A statement under section 212(5) of the Companies Act, 1956 in respect of the subsidiary Company is annexed.

➤ Audited statements of Account along with the report of the Board of Directors of MEP Nagzari Toll Road Private Limited and the Auditors Report thereon for the year ended 31st March, 2014 are also annexed.

**MEP IRDP SOLAPUR TOLL ROAD PVT LTD**

*[A SPV for the project of Collection of Toll at IRDP Solapur viz. Solapur Entry Points awarded by Maharashtra State Road Development Corpn Ltd (MSRDC)]*

- Your Company is the 99.98% Holding Company of MEP IRDP Solapur Toll Road Private Limited.
- A statement under section 212(5) of the Companies Act, 1956 in respect of the subsidiary Company is annexed.
- Audited statements of Account along with the report of the Board of Directors of MEP IRDP Solapur Toll Road Private Limited and the Auditors Report thereon for the year ended 31st March, 2014 are also annexed.

**MEP HYDERABAD BANGALORE TOLL ROAD PVT LTD**

*[A SPV for the Hyderabad Bangalore OMT project awarded by National Highways Authority of India (NHAI)]*

- Your Company is the 51% Holding Company of MEP Hyderabad Bangalore Toll Road Private Limited.
- A statement under section 212(5) of the Companies Act, 1956 in respect of the subsidiary Company is annexed.
- Audited statements of Account along with the report of the Board of Directors of MEP Hyderabad Bangalore Toll Road Private Limited and the Auditors Report thereon for the year ended 31st March, 2014 are also annexed.

**MEP CHENNAI BYPASS TOLL ROAD PVT LTD**

*[A SPV for the Chennai Bypass OMT project awarded by National Highways Authority of India (NHAI)]*

- Your Company is the 100% Holding Company of MEP Chennai Bypass Toll Road Private Limited.
- A statement under section 212(5) of the Companies Act, 1956 in respect of the subsidiary Company is annexed.
- Audited statements of Account along with the report of the Board of Directors of MEP Chennai Bypass Toll Road Private Limited and the Auditors Report thereon for the year ended 31st March, 2014 are also annexed.

**RAIMA TOLL ROAD PVT LTD**

*[A SPV for the Madurai-Tirunelveli-Panagudi-Kanyakumari OMT Project awarded by National Highways Authority of India (NHAI)]*

- Your Company is the 100% Holding Company of Raima Toll Road Private Limited.
- A statement under section 212(5) of the Companies Act, 1956 in respect of the subsidiary Company is annexed.



**MEP HAMIRPUR BUS TERMINAL PVT LTD**

*[A SPV for Bus Terminal DBOT Project]*

➤ Audited statements of Account along with the report of the Board of Directors of Raima Toll Road Private Limited and the Auditors Report thereon for the year ended 31st March, 2014 are also annexed.

➤ Your Company is the 99.98% Holding Company of MEP Hamirpur Bus Terminal Private Limited.

➤ A statement under section 212(5) of the Companies Act, 1956 in respect of the subsidiary Company is annexed.

➤ Audited statements of Account along with the report of the Board of Directors of MEP Hamirpur Bus Terminal Private Limited and the Auditors Report thereon for the year ended 31st March, 2014 are also annexed.

**MEP UNA BUS TERMINAL PVT LTD**

*[A SPV for Bus Terminal DBOT Project]*

➤ Your Company is the 99.96% Holding Company of MEP Una Bus Terminal Private Limited.

➤ A statement under section 212(5) of the Companies Act, 1956 in respect of the subsidiary Company is annexed.

➤ Audited statements of Account along with the report of the Board of Directors of MEP Una Bus Terminal Private Limited and the Auditors Report thereon for the year ended 31st March, 2014 are also annexed

**MEP HIGHWAY SOLUTIONS PVT LTD**

*[A SPV acting as an EPC Arm]*

➤ Your Company is the 99.99% Holding Company of MEP Highway Solutions Private Limited.

➤ A statement under section 212(5) of the Companies Act, 1956 in respect of the subsidiary Company is annexed.

➤ Audited statements of Account along with the report of the Board of Directors of MEP Highway Solutions Private Limited and the Auditors Report thereon for the year ended 31st March, 2014 are also annexed.

**MEP RGSL TOLL BRIDGE PVT LTD**

*[Rajiv Gandhi Sea Link Project]*

➤ Your Company is the 100% Holding Company of MEP RGSL Toll Bridge Private Limited.

- A statement under section 212(5) of the Companies Act, 1956 in respect of the subsidiary Company is annexed.
- Audited statements of Account along with the report of the Board of Directors of MEP RGSL Toll Bridge Private Limited and the Auditors Report thereon for the year ended 31st March, 2014 are also annexed.
- Your Company is the 100% Holding Company of Raima Manpower & Consultancy Services Private Limited.
- The Company became subsidiary w.e.f. 12<sup>th</sup> April, 2014, hence the statement under section 212(5) of the Companies Act, 1956 in respect of the subsidiary Company is not required to be annexed.

**RAIMA MANPOWER & CONSULTANCY SERVICES PVT LTD**

*[Kini-Tasawade Project]*

***AUDITORS***

Your Company's Joint Auditors, M/s. B S R and Co Chartered Accountants (Registration No. 128510W) and M/s. Parikh, Joshi & Kothare, Chartered Accountants (Firm Registration No. 107547W), retire at the ensuing Annual General Meeting and being eligible, have offered themselves for re-appointment. The Board has recommended their re-appointment for a period of five years in accordance with Section 139 of the Companies Act, 2013. Appropriate resolution seeking your approval to the said re-appointment is appearing in the Notice convening the 12<sup>th</sup> Annual General Meeting of the Company.

***CLARIFICATION ON AUDITORS QUALIFICATIONS***

*Your Board's reply to the Auditors qualification in Para (ix) (a) of Annexure to the Independent Auditors' Report:*

As stated in the auditors' report, the Company has been generally regular in depositing with the appropriate authorities undisputed statutory dues, except the delays in paying VAT and TCS. These amounts are paid subsequent to the balance sheet date and the management has taken steps to avoid delays in statutory payments.

*Your Board's reply to the Auditors qualification in Para (xi) of Annexure to the Independent Auditors' Report:*

The management is taking best efforts to service the debts taken by the Company on time. However, there were delays in repayment of certain required prepayment of loans ranging from Rs.19.05 Lacs to Rs.3,750.00 Lacs to a Bank. Of these amounts your Company has already repaid the entire amount subsequent to the Balance Sheet date. Your Company is committed for better times ahead and is hopeful of an improved business prospects in coming years.

## ***DIRECTORS' RESPONSIBILITY STATEMENT***

As required under Section 217 (2AA) of the Companies Act, 1956 your Directors confirm that:

- i) in the preparation of Annual Accounts for the financial year 2013-2014, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii) they have selected such accounting policies and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March , 2014 and profit of the Company for the year ended as at 31st March , 2014;
- iii) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act for safeguarding the assets of the Company and for preventing and detecting the fraud and other irregularities; and
- iv) they have prepared the annual accounts on a going concern basis.

## ***PARTICULARS OF EMPLOYEES***

The information required under Section 217(2A) of the Companies Act, 1956 and rules made thereunder is provided in Annexure forming part of the Report. In terms of Section 219(1)(b)(iv) of the Companies Act, 1956, the Directors' Report and Accounts are being sent to the members excluding the aforesaid Annexure. Any member interested in obtaining copy of the Annexure may write to the Company Secretary at the Registered Office of the Company.

## ***CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO***

Whenever possible Company took steps to conserve the energy, however the Company did not acquire any technology during the year.

There are no export related activities of the Company.

The Foreign Exchange earnings and outgo during for the year ended 31st March, 2014 were:

|                           |   | <b>31<sup>st</sup> March, 2014</b> | <b>31<sup>st</sup> March, 2013</b> |
|---------------------------|---|------------------------------------|------------------------------------|
| Foreign Exchange Earnings | : | NIL                                | NIL                                |
| Foreign Exchange Outgo    |   | NIL                                | Rs.10.70 Lacs                      |

## ***INDUSTRIAL RELATIONS***

Your Company operates in a infrastructure sector and the importance of human assets cannot be underscored and accordingly Personnel function has been substantially reinforced during the year. The Industrial relations during the year 2013-14 were very cordial and harmonious.

During the year the Company has implemented various measures to build a strong, adaptive and matured corporate structure which is flexible, responsive and simple.

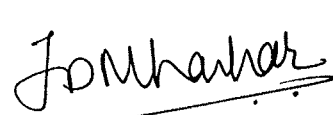
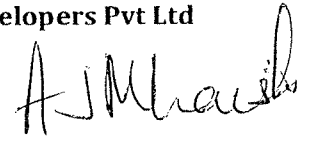
## ***ACKNOWLEDGEMENT***

Your Directors wish to express their grateful appreciation for the valuable support and cooperation received from lenders, business associates, banks, financial institutions, shareholders and society at large.

Your Directors take this opportunity to thank Maharashtra State Road Development Corporation Limited, National Highways Authority of India and its subsidiaries, Rajasthan State Road Development & Construction Corporation Ltd, Road Infrastructure Development Company of Rajasthan Ltd and Hoogly River Bridge Commissioner. Your Directors also thank Ministry of Corporate Affairs, stakeholders, advocates and solicitors and business associates for their continuous support and look forward to their support.

Your Directors also place on record, their appreciation for the contribution, commitment and dedication of the employees of the Company and its subsidiaries at all levels.

**For and behalf of the Board of Directors of  
MEP Infrastructure Developers Pvt Ltd**

**Chairman/Director**

**Director**


Place: **Mumbai**  
Date: **11.08.2014**

**ANNEXURE TO DIRECTORS' REPORT**

**STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956, RELATING  
TO SUBSIDIARY COMPANIES**

1. Name of Subsidiary : **MEP INFRASTRUCTRE PRIVATE LIMITED**
  
2. The financial year of subsidiary ended on : 31<sup>st</sup> March, 2014
  
3. Holding Company's interest
  - (i) No. of shares held : 83,23,998 Equity Shares of Rs. 10/- each
  - (ii) % of Shareholding : 73.99%
  
4. The net aggregate amount of the Subsidiary's Profit/ (Loss) so far as it concerns members of the Holding Company and is not dealt with in the holding Company's A/cs. : Rs. (4,708.73 lacs)
  
5. The aggregate amount of the Subsidiary's Profit/(Loss) dealt with in the holding Company's A/cs. : NIL

**For and behalf of the Board of Directors of  
MEP Infrastructure Developers Pvt. Ltd**

  
Chairman/Director

  
Director

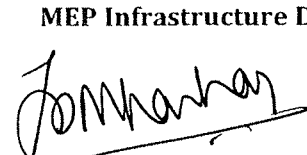
Place: **Mumbai**  
Date: **11.08.2014**

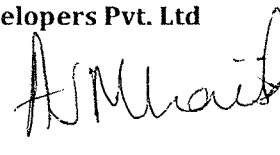
**ANNEXURE TO DIRECTORS' REPORT**

**STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956, RELATING  
TO SUBSIDIARY COMPANIES**

1. Name of Subsidiary : **RAIMA VENTURES PRIVATE LIMITED**
  
2. The financial year of subsidiary ended on : 31<sup>st</sup> March, 2014
  
3. Holding Company's interest  
(i) No. of shares held : 1,14,98,850 Equity Shares of Rs. 10/- each.  
(ii) % of Shareholding : 99.99%
  
4. The net aggregate amount of the Subsidiary's Profit/ (Loss) so far as it concerns members of the Holding Company and is not dealt with in the holding Company's A/cs. : Rs. (93.19 Lacs)
  
5. The aggregate amount of the Subsidiary's Profit/(Loss) dealt with in the holding Company's A/cs. : NIL

**For and behalf of the Board of Directors of  
MEP Infrastructure Developers Pvt. Ltd**

  
Chairman/Director

  
Director

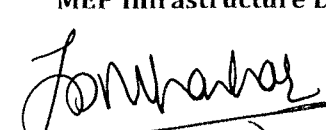
Place: **Mumbai**  
Date: **11.08.2014**

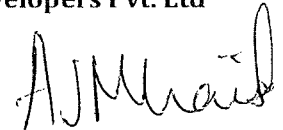
**ANNEXURE TO DIRECTORS' REPORT**

**STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956, RELATING  
TO SUBSIDIARY COMPANIES**

1. Name of Subsidiary : **RIDEEMA TOLL PRIVATE LIMITED**
  
2. The financial year of subsidiary ended on : 31<sup>st</sup> March, 2014
  
3. Holding Company's interest
  - (i) No. of shares held : 2488400 Equity Shares of Rs. 100/- each.
  - (ii) % of Shareholding : 99.54%
  
4. The net aggregate amount of the Subsidiary's Profit/ (Loss) so far as it concerns members of the Holding Company and is not dealt with in the holding Company's A/cs. : (Rs. 919.03 Lacs)
  
5. The aggregate amount of the Subsidiary's Profit/(Loss) dealt with in the holding Company's A/cs. : NIL

**For and behalf of the Board of Directors of  
MEP Infrastructure Developers Pvt. Ltd**

  
Chairman/Director

  
Director

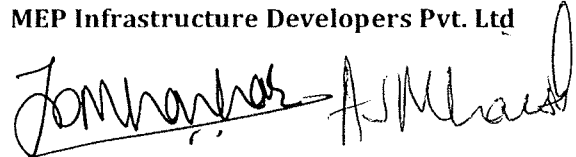
Place: **Mumbai**  
Date: **11.08.2014**

**ANNEXURE TO DIRECTORS' REPORT**

**STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956, RELATING  
TO SUBSIDIARY COMPANIES**

1. Name of Subsidiary : **BARAMATI TOLLWAYS PRIVATE LIMITED  
THROUGH RIDEEMA TOLL PRIVATE LIMITED**
  
2. The financial year of subsidiary ended on : 31<sup>st</sup> March, 2014
  
3. Holding Company's interest
  - (i) No. of shares held : 29999800 Equity Shares of Rs. 10/- each.
  - (ii) % of Shareholding : 100% (Limited to 99.54%)
  
4. The net aggregate amount of the Subsidiary's Profit/ (Loss) so far as it concerns members of the Holding Company and is not dealt with in the holding Company's A/cs. : (Rs. 1,022.63 Lacs)
  
5. The aggregate amount of the Subsidiary's Profit/(Loss) dealt with in the holding Company's A/cs. : NIL

**For and behalf of the Board of Directors of  
MEP Infrastructure Developers Pvt. Ltd**



**Chairman/Director**

**Director**

Place: **Mumbai**  
Date: **11.08.2014**

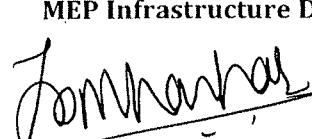


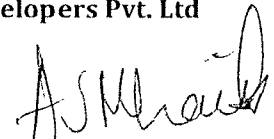
**ANNEXURE TO DIRECTORS' REPORT**

**STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956, RELATING  
TO SUBSIDIARY COMPANIES.**

1. Name of Subsidiary : **RIDEEMA TOLL BRIDGE PRIVATE LIMITED**
  
2. The financial year of subsidiary ended on : 31<sup>st</sup> March, 2014
  
3. Holding Company's interest
  - (i) No. of shares held : 26979800 Equity Shares of Rs. 10/- each.
  - (ii) % of Shareholding : 99.99%
  
4. The net aggregate amount of the Subsidiary's Profit/ (Loss) so far as it concerns members of the Holding Company and is not dealt with in the holding Company's A/cs. : Rs. 101.77 Lacs
  
5. The aggregate amount of the Subsidiary's Profit/(Loss) dealt with in the holding Company's A/cs. : NIL

**For and behalf of the Board of Directors of  
MEP Infrastructure Developers Pvt. Ltd**

  
**Chairman/Director**

  
**Director**

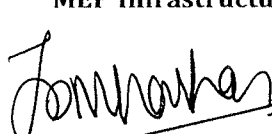
Place: **Mumbai**  
Date: **11.08.2014**

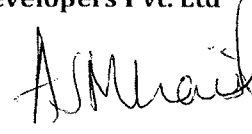
**ANNEXURE TO DIRECTORS' REPORT**

**STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956, RELATING  
TO SUBSIDIARY COMPANIES**

1. Name of Subsidiary : **MEP NAGZARI TOLL ROAD PRIVATE LIMITED**
  
2. The financial year of subsidiary ended on : 31<sup>st</sup> March, 2014
  
3. Holding Company's interest
  - (i) No. of shares held : 639800 Equity Shares of Rs. 10/- each.
  - (ii) % of Shareholding : 99.96%
  
4. The net aggregate amount of the Subsidiary's Profit/ (Loss) so far as it concerns members of the Holding Company and is not dealt with in the holding Company's A/cs. : (Rs. 288.18 Lacs)
  
5. The aggregate amount of the Subsidiary's Profit/(Loss) dealt with in the holding Company's A/cs. : NIL

**For and behalf of the Board of Directors of  
MEP Infrastructure Developers Pvt. Ltd**

  
Chairman/Director

  
Director

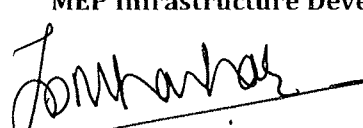
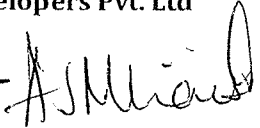
Place: **Mumbai**  
Date: **11.08.2014**

**ANNEXURE TO DIRECTORS' REPORT**

**STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956, RELATING  
TO SUBSIDIARY COMPANIES**

1. Name of Subsidiary : **MEP IRDP SOLAPUR TOLL ROAD PRIVATE LIMITED**
  
2. The financial year of subsidiary ended on : 31<sup>st</sup> March, 2014
  
3. Holding Company's interest
  - (i) No. of shares held : 819800 Equity Shares of Rs. 10/- each.
  - (ii) % of Shareholding : 99.98%
  
4. The net aggregate amount of the Subsidiary's Profit/ (Loss) so far as it concerns members of the Holding Company and is not dealt with in the holding Company's A/cs. : (Rs. 116.70 Lacs)
  
5. The aggregate amount of the Subsidiary's Profit/(Loss) dealt with in the holding Company's A/cs. : NIL

**For and behalf of the Board of Directors of  
MEP Infrastructure Developers Pvt. Ltd**

**Chairman/Director**

**Director**

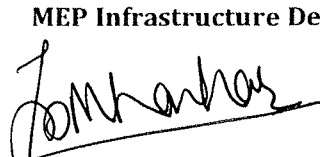
Place: **Mumbai**  
Date: **11.08.2014**

**ANNEXURE TO DIRECTORS' REPORT**

**STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956, RELATING  
TO SUBSIDIARY COMPANIES**

1. Name of Subsidiary : **MEP HYDERBAD BANGALORE TOLL ROAD  
PRIVATE LIMITED**
  
2. The financial year of subsidiary ended on : 31<sup>st</sup> March, 2014
  
3. Holding Company's interest
  - (i) No. of shares held : 5100 Equity Shares of Rs. 10/- each.
  - (ii) % of Shareholding : 51.00%
  
4. The net aggregate amount of the Subsidiary's Profit/ (Loss) so far as it concerns members of the Holding Company and is not dealt with in the holding Company's A/cs. : Rs. 91.62 Lacs
  
5. The aggregate amount of the Subsidiary's Profit/(Loss) dealt with in the holding Company's A/cs. : NIL

**For and behalf of the Board of Directors of  
MEP Infrastructure Developers Pvt. Ltd**

  
**Chairman/Director**

  
**Director**

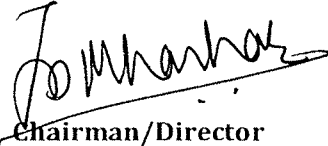
Place: **Mumbai**  
Date: **11.08.2014**

**ANNEXURE TO DIRECTORS' REPORT**

**STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956, RELATING  
TO SUBSIDIARY COMPANIES**

1. Name of Subsidiary : **MEP CHENNAI BYPASS TOLL ROAD PRIVATE LIMITED**
  
2. The financial year of subsidiary ended on : 31<sup>st</sup> March, 2014
  
3. Holding Company's interest
  - (i) No. of shares held : 3999980 Equity Shares of Rs. 10/- each.
  - (ii) % of Shareholding : 100%
  
4. The net aggregate amount of the Subsidiary's Profit/ (Loss) so far as it concerns members of the Holding Company and is not dealt with in the holding Company's A/cs. : (Rs. 5,008.50 Lacs)
  
5. The aggregate amount of the Subsidiary's Profit/(Loss) dealt with in the holding Company's A/cs. : NIL

**For and behalf of the Board of Directors of  
MEP Infrastructure Developers Pvt. Ltd**

  
Chairman/Director

Director

Place: **Mumbai**  
Date: **11.08.2014**

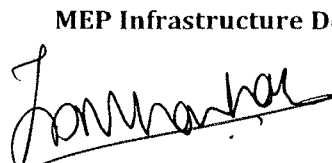


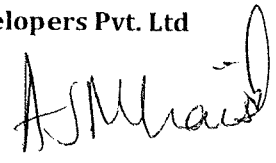
**ANNEXURE TO DIRECTORS' REPORT**

**STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956, RELATING  
TO SUBSIDIARY COMPANIES**

1. Name of Subsidiary : **RAIMA TOLL ROAD PRIVATE LIMITED**
  
2. The financial year of subsidiary ended on : 31<sup>st</sup> March, 2014
  
3. Holding Company's interest
  - (i) No. of shares held : 6999980 Equity Shares of Rs. 10/- each.
  - (ii) % of Shareholding : 100%
  
4. The net aggregate amount of the Subsidiary's Profit/ (Loss) so far as it concerns members of the Holding Company and is not dealt with in the holding Company's A/cs. : (Rs. 159.04 Lacs)
  
5. The aggregate amount of the Subsidiary's Profit/(Loss) dealt with in the holding Company's A/cs. : NIL

**For and behalf of the Board of Directors of  
MEP Infrastructure Developers Pvt. Ltd**

  
Chairman/Director

  
Director


Place: **Mumbai**  
Date: **11.08.2014**

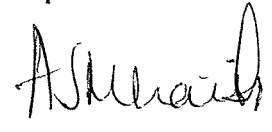
**ANNEXURE TO DIRECTORS' REPORT**

**STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956, RELATING  
TO SUBSIDIARY COMPANIES.**

1. Name of Subsidiary : **MEP HAMIRPUR BUS TERMINAL PRIVATE LIMITED**
  
2. The financial year of subsidiary ended on : 31<sup>st</sup> March, 2014
  
3. Holding Company's interest
  - (i) No. of shares held : 954800 Equity Shares of Rs. 10/- each.
  - (ii) % of Shareholding : 99.98%
  
4. The net aggregate amount of the Subsidiary's Profit/ (Loss) so far as it concerns members of the Holding Company and is not dealt with in the holding Company's A/cs. : (Rs. 20.09 Lacs)
  
5. The aggregate amount of the Subsidiary's Profit/(Loss) dealt with in the holding Company's A/cs. : NIL

**For and behalf of the Board of Directors of  
MEP Infrastructure Developers Pvt. Ltd**

  
Chairman/Director

  
Director

Place: **Mumbai**  
Date: **11.08.2014**

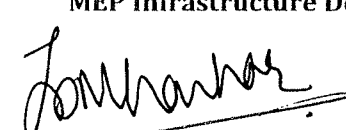


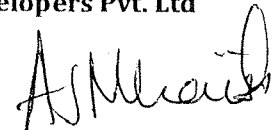
**ANNEXURE TO DIRECTORS' REPORT**

**STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956, RELATING  
TO SUBSIDIARY COMPANIES**

1. Name of Subsidiary : **MEP UNA BUS TERMINAL PRIVATE LIMITED**
  
2. The financial year of subsidiary ended on : 31<sup>st</sup> March, 2014
  
3. Holding Company's interest
  - (i) No. of shares held : 649800 Equity Shares of Rs. 10/- each.
  - (ii) % of Shareholding : 99.96%
  
4. The net aggregate amount of the Subsidiary's Profit/ (Loss) so far as it concerns members of the Holding Company and is not dealt with in the holding Company's A/cs. : (Rs. 12.17 Lacs)
  
5. The aggregate amount of the Subsidiary's Profit/(Loss) dealt with in the holding Company's A/cs. : NIL

**For and behalf of the Board of Directors of  
MEP Infrastructure Developers Pvt. Ltd**

  
Chairman/Director

  
Director

Place: **Mumbai**  
Date: **11.08.2014**

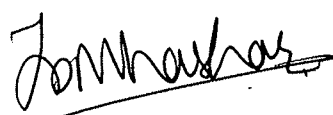
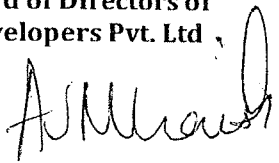


**ANNEXURE TO DIRECTORS' REPORT**

**STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956, RELATING  
TO SUBSIDIARY COMPANIES**

1. Name of Subsidiary : **MEP HIGHWAY SOLUTIONS PRIVATE LIMITED**
  
2. The financial year of subsidiary ended on : 31<sup>st</sup> March, 2014
  
3. Holding Company's interest
  - (i) No. of shares held : 3144800 Equity Shares of Rs. 10/- each.
  - (ii) % of Shareholding : 99.99%
  
4. The net aggregate amount of the Subsidiary's Profit/ (Loss) so far as it concerns members of the Holding Company and is not dealt with in the holding Company's A/cs. : Rs. 92.25 Lacs
  
5. The aggregate amount of the Subsidiary's Profit/(Loss) dealt with in the holding Company's A/cs. : NIL

**For and behalf of the Board of Directors of  
MEP Infrastructure Developers Pvt. Ltd ,**

**Chairman/Director**

**Director**

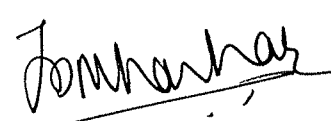
Place: **Mumbai**  
Date: **11.08.2014**

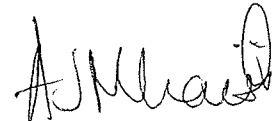
**ANNEXURE TO DIRECTORS' REPORT**

**STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956, RELATING  
TO SUBSIDIARY COMPANIES**

1. Name of Subsidiary : **MEP RGSL TOLL BRIDGE PRIVATE LIMITED**
  
2. The financial year of subsidiary ended on : 31<sup>st</sup> March, 2014
  
3. Holding Company's interest
  - (i) No. of shares held : 3999800 Equity Shares of Rs. 10/- each.
  - (ii) % of Shareholding : 100%
  
4. The net aggregate amount of the Subsidiary's Profit/ (Loss) so far as it concerns members of the Holding Company and is not dealt with in the holding Company's A/cs. : (Rs. 33.53 Lacs)
  
5. The aggregate amount of the Subsidiary's Profit/(Loss) dealt with in the holding Company's A/cs. : NIL

**For and behalf of the Board of Directors of  
MEP Infrastructure Developers Pvt. Ltd**

  
Chairman/Director

  
Director

Place: **Mumbai**  
Date: **11.08.2014**

**MEP Infrastructure Developers  
Private Limited**

Financial statements  
together with the  
Independent Auditors' Report  
for the year ended 31 March 2014

# MEP Infrastructure Developers Private Limited

## Financial statements together with Independent Auditors' Report

for the year ended 31 March 2014

| <i>Contents</i>                   | <i>Pages</i> |
|-----------------------------------|--------------|
| Auditors' Report                  | 3 – 8        |
| Balance sheet                     | 9            |
| Statement of profit and loss      | 10           |
| Cash flow statement               | 11 – 12      |
| Notes to the financial statements | 13 – 43      |

## **Independent Auditors' Report**

To the Members of

**MEP Infrastructure Developers Private Limited:**

### **Report on the financial statements**

We have audited the accompanying financial statements of MEP Infrastructure Developers Private Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2014 and the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

### **Management's responsibility for the financial statements**

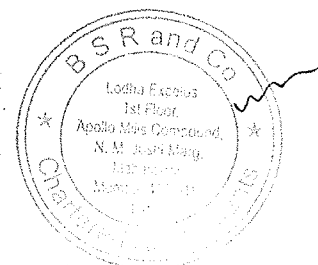
Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of Section 211 of 'the Companies Act, 1956' (the 'Act') read with the General Circular 15 / 2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### **Auditor's responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purposes of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



## Independent Auditors' Report (Continued)

### MEP Infrastructure Developers Private Limited

#### Opinion


In our opinion, and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and, give a true and fair view in conformity with the accounting principles generally accepted in India:

- i. in the case of the Balance Sheet, of the state of affairs of the Company as at 31 March 2014;
- ii. in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and,
- iii. in case of Cash Flow Statement, of the cash flows for the year ended on that date.

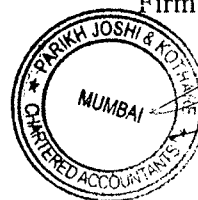
#### Report on Other Legal and Regulatory Requirements

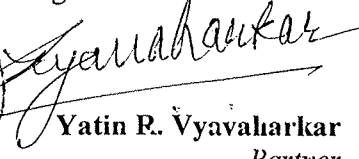
1. As required by the Companies (Auditor's Report) Order, 2003 ('the Order') issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
  - (a) we have 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 appears from our examination of those books;
  - (c) the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this report are in agreement with the books of account;
  - (d) in our opinion, the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Act; and
  - (e) on the basis of written representations received from the directors as on 31 March 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Act.

For **B S R and Co**  
Chartered Accountants  
Firm's Registration No: 128510W

  
**Vijay Mathur**  
Partner  
Membership No: 046476  
Mumbai  
11 August 2014

For **Parikh Joshi & Kothare**  
Chartered Accountants  
Firm's Registration No: 107547W



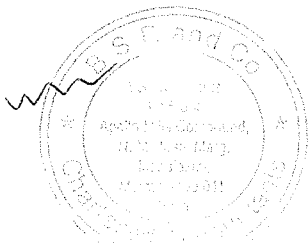
  
**Yatin R. Vyavaharkar**  
Partner  
Membership No: 033915  
Mumbai  
11 August 2014

# MEP Infrastructure Developers Private Limited

## Annexure to the Independent Auditors' Report – 31 March 2014

(Referred to in our report of even date)

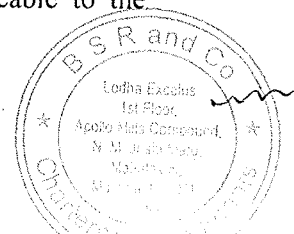
- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a phased programme of physical verification of its fixed assets by which all fixed assets are verified over a period of two years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, certain fixed assets were physically verified during the year and no material discrepancies were noticed on such verification.
- (c) Fixed assets disposed off during the year are not substantial, and hence, do not affect the going concern assumption.
- (ii) The Company is engaged in toll collection business and in road repair and maintenance work. Accordingly, it does not hold any physical inventories. Thus, paragraph 4(ii) of the Order is not applicable to the Company during the year.
- (iii) (a) During the year, the Company has granted loans to fifteen companies and an enterprise over which significant influence is exercised by key managerial personnel covered in the register maintained under Section 301 of the Act. The maximum amount outstanding during the year was Rs 18,955.54 lakhs and the balance as at the year-end was Rs 10,505.37 lakhs.
- (b) Of the above, loans to seven subsidiaries and an enterprise over which significant influence is exercised by key managerial personnel are interest free. Having regard to the management's representation that the interest free loans given to subsidiaries are from the Company's own funds and are in the interest of the Company's business, the terms and conditions are not, prima facie, prejudicial to the interest of the Company
- In addition to the matter stated in the above paragraph, in our opinion, the rate of interest and other terms and conditions on which the loans have been granted to the other eight companies listed in the register maintained under Section 301 of the Act, are not, prima facie, prejudicial to the interest of the Company.
- (c) According to the information and explanations made available to us, the amounts of such loans and interest where applicable, have been duly repaid by the companies and other parties covered in the register maintained under Section 301 of the Act as and when demanded by the Company, and thus, there has been no default in the repayments.
- (d) There is no overdue amount of more than Rupees one lakh in respect of loans granted to any of the companies and other parties listed in the register maintained under Section 301 the Act.
- (e) During the year, the Company has taken loans from seven companies and two key management person covered in the register maintained under Section 301 of the Act. The maximum amount outstanding during the year was Rs 14,415.19 lakhs and the year-end balance of such loan was Rs 3,123.78 lakhs.



# MEP Infrastructure Developers Private Limited

## Annexure to the Independent Auditors' Report – 31 March 2014 (Continued)

- (f) In our opinion, the terms and conditions on which the interest free loan had been taken from the five companies and two key management person listed in the register maintained under Section 301 of the Act, are not, prima facie, prejudicial to the interest of the Company.
- (g) In the case of loans taken from the five companies and two key management person listed in the register maintained under Section 301 of the Act, the Company was regular in repaying the principal and interest amounts as stipulated in the loan agreement.
- (iv) In our opinion and according to the information and explanations given to us, and having regard to the explanation that purchases of certain items of fixed assets are for the Company's specialised requirements, in respect of which comparable prices are not available, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchase of fixed assets and with regard to the sale of services. The Company does not have any purchase of inventory and sale of goods during the year. We have not observed any major weakness in the internal control system during the course of the audit.
- (v) (a) In our opinion and according to the information and explanations given to us, the particulars of contracts or arrangements referred to in Section 301 of the Act have been entered in the register required to be maintained under that section.
- (b) In our opinion, and according to the information and explanations given to us, the transactions made in pursuance of contracts and arrangements referred to in (a) above and exceeding the value of Rupees five lakhs with any party during the year have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- (vi) The Company has not accepted any deposits from the public.
- (vii) In our opinion, the Company has an internal audit system commensurate with its size and the nature of its business.
- (viii) The Central Government has not prescribed the maintenance of cost records under Section 209 (1) (d) of the Act, for any of the services rendered by the Company.
- (ix) (a) According to the information and explanations given to us and, on the basis of our examination of the records of the Company, the Company is generally regular in depositing with the appropriate authorities undisputed statutory dues including Provident fund, Employee's State Insurance, Income-tax, Wealth Tax, Sales-tax and other material statutory dues though there have been slight delays in few cases in depositing Provident Fund, Employees' State Insurance, Income-tax and Sales-tax. However, there are major delays in few cases in depositing Provident fund though the amounts involved are not material, and there were major delays in few cases in depositing Service tax and Income-tax dues where the amounts involved are material, and the said amounts have been subsequently deposited. As explained to us, the Company did not have any dues on account of Investor Education and Protection Fund. According to the information and explanations given to us, dues on account of Excise duty, Customs duty and Cess are not applicable to the Company.





# MEP Infrastructure Developers Private Limited

## Annexure to the Independent Auditors' Report – 31 March 2014 (Continued)

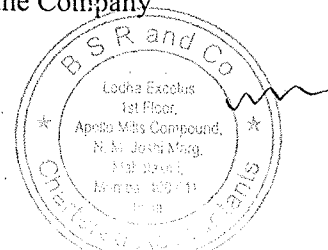
According to the information and explanations given to us, no undisputed amounts payable in respect of Provident fund, Employee's State Insurance, Income tax, Service tax and other material statutory dues were in arrears as at 31 March 2014 for a period of more than six months from the date they became payable, except in case of the following

| Name of the Statute      | Nature of Dues          | Amount (Rs. in lakhs) | Period to which the amount relates | Due Date                                | Date of Payment   |
|--------------------------|-------------------------|-----------------------|------------------------------------|---|-------------------|
| Sales Tax                | Value Added Tax         | 1.49                  | January 2013                       | Within 21 days from end of each month   | 28 September 2013 |
| The Income-tax Act, 1961 | Tax Collected at Source | 76.62                 | AY 2014-15                         | Within 7 days from the end of the month | 11 July 2014      |

- (b) According to the information and explanations given to us, there are no dues of Income-tax, Sales-tax and Wealth Tax which have not been deposited with the appropriate authorities on account of any dispute. According to the information and explanations given to us, dues on account of Excise duty, Customs duty and Cess are not applicable to the Company. The particulars of amounts of Service Tax as at 31 March 2014 disputed by authorities are as follows –

| Name of the Statute   | Nature of the Dues | Amount (Rs. in lakhs) | Period to which the amount relates | Forum where dispute is pending                              |
|-----------------------|--------------------|-----------------------|------------------------------------|---|
| The Finance Act, 1994 | Service Tax        | 8,171.18              | 2007-08 to 2011-12                 | Customs, Excise and Service Tax Appellate Tribunal (CESTAT) |

- (x) The Company does not have any accumulated losses at the end of the current financial year and has not incurred cash losses in the current financial year and in the immediately preceding year.
- (xi) According to the information and explanations given to us, the Company has not defaulted in repayment of dues to its banks or to any financial institutions *except for repayment of principal dues ranging from Rs 19.05 lakhs to Rs 3,750.00 lakhs due to the banks which was overdue for a period ranging from 1 day to 31 days. The amounts as mentioned above have been repaid on various dates during the year as well as subsequent to the date of the Balance Sheet.*
- The Company did not have any outstanding debentures during the year.
- (xii) The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) In our opinion and according to the information and explanations given to us, the Company is not a chit fund / nidhi / mutual benefit fund / society.

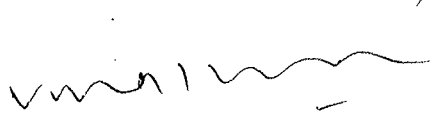


# MEP Infrastructure Developers Private Limited

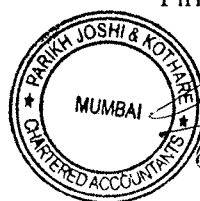
## Annexure to the Independent Auditors' Report – 31 March 2014 (Continued)

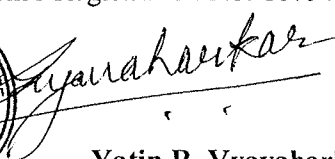
- (xiv) In our opinion and according to the information and explanations given to us, the Company is not dealing or trading in shares, securities, debentures and other investments.
- (xv) In our opinion and according to the information and explanations given to us, the terms and conditions on which the Company has given guarantees for loans taken by others from banks or financial institutions are not, prima facie, prejudicial to the interest of the Company.
- (xvi) In our opinion and according to the information and explanations given to us, the term loans taken by the Company have been applied for the purpose for which they were raised.
- (xvii) According to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we are of the opinion that the funds raised on short term basis have not been used for long-term investments.
- (xviii) The Company has not made any preferential allotment of shares to companies, firms and parties covered in the register maintained under Section 301 of the Act.
- (xix) The Company did not have any outstanding debentures during the year.
- (xx) The Company has not raised any money by public issues during the year.
- (xxi) According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

For **B S R and Co**  
Chartered Accountants  
Firm's Registration No: 128510W

  
**Vijay Mathur**  
Partner  
Membership No: 046476  
Mumbai  
11 August 2014

For **Parikh Joshi & Kothare**  
Chartered Accountants  
Firm's Registration No: 107547W



  
**Yatin R. Vyavaharkar**  
Partner  
Membership No: 033915  
Mumbai  
11 August 2014

# MEP Infrastructure Developers Private Limited

## Balance Sheet

as at 31 March 2014

(Currency: Indian rupees in lakhs)

|                                | Notes | 31 March 2014           | 31 March 2013           |
|--------------------------------|-------|-------------------------|-------------------------|
| <b>EQUITY AND LIABILITIES</b>  |       |                         |                         |
| <b>Shareholders' funds</b>     |       |                         |                         |
| Share capital                  | 3     | 10,000.00               | 10,000.00               |
| Reserves and surplus           | 4     | 11,750.56               | 11,505.70               |
|                                |       | <u>21,750.56</u>        | <u>21,505.70</u>        |
| <b>Non-current liabilities</b> |       |                         |                         |
| Long-term borrowings           | 5     | 2,835.75                | 7,219.92                |
| Long-term provisions           | 6     | 96.66                   | 106.16                  |
|                                |       | <u>2,932.41</u>         | <u>7,326.07</u>         |
| <b>Current liabilities</b>     |       |                         |                         |
| Short-term borrowings          | 7     | 10,637.81               | 1,329.46                |
| Trade payables                 | 8     | 2,990.42                | 1,714.79                |
| Other current liabilities      | 9     | 9,284.99                | 10,298.59               |
| Short-term provisions          | 6     | 25.47                   | 27.85                   |
|                                |       | <u>22,938.69</u>        | <u>13,370.68</u>        |
| <b>TOTAL</b>                   |       | <u><u>47,621.66</u></u> | <u><u>42,202.46</u></u> |
| <b>ASSETS</b>                  |       |                         |                         |
| <b>Non-current assets</b>      |       |                         |                         |
| Fixed assets                   |       |                         |                         |
| - Tangible fixed assets        | 10    | 1,487.75                | 1,157.60                |
| Non-current investments        | 11    | 7,087.40                | 3,180.75                |
| Deferred tax assets            | 12    | 99.20                   | 68.47                   |
| Long-term loans and advances   | 13    | 16,098.67               | 18,772.23               |
| Other non-current assets       | 14    | 389.60                  | 470.12                  |
|                                |       | <u>25,162.62</u>        | <u>23,649.17</u>        |
| <b>Current assets</b>          |       |                         |                         |
| Trade receivables              | 15    | 2,321.71                | 2,608.34                |
| Cash and bank balances         | 16    | 2,759.61                | 2,914.32                |
| Short-term loans and advances  | 17    | 16,561.79               | 12,937.75               |
| Other current assets           | 18    | 815.93                  | 92.88                   |
|                                |       | <u>22,459.04</u>        | <u>18,553.29</u>        |
| <b>TOTAL</b>                   |       | <u><u>47,621.66</u></u> | <u><u>42,202.46</u></u> |

Significant accounting policies

2

Notes to the financial statements

3-25

The notes referred to above form an integral part of the financial statements.

As per our report of even date attached.

For B S R and Co

Chartered Accountants

Firm's Registration No: 128510W

For Parikh Joshi & Kothare

Chartered Accountants

Firm's Registration No: 107547W

Vijay Mathur

Partner

Membership No: 046476

Mumbai

Yatin R. Vyavaharkar

Partner

Membership No: 033915

Mumbai



For and on behalf of Board of Directors of  
MEP Infrastructure Developers Private Limited

*Jayant D. Mhaikar*

Jayant D. Mhaikar  
Managing Director

*Anuya J. Mhaikar*

Anuya J. Mhaikar  
Director

*M. Sankaranarayanan*

M. Sankaranarayanan  
Chief Financial Officer

Mumbai

*Shridhar Phadke*

Shridhar Phadke  
Company Secretary

# MEP Infrastructure Developers Private Limited

## Statement of Profit and Loss

for the period ended 31 March 2014

(Currency: Indian rupees in lakhs)

|   | Notes | 31 March 2014    | 31 March 2013    |
|---|-------|------------------|------------------|
| <b>Income</b>   |       |                  |                  |
| Revenue from operations   | 19    | 48,666.98        | 91,175.76        |
| Other income  | 20    | 1,271.69         | 455.01           |
| <b>Total revenue</b>  |       | <b>49,938.67</b> | <b>91,630.77</b> |
| <b>Expenses</b>   |       |                  |                  |
| Operating and maintenance expenses                                | 21    | 43,159.31        | 79,822.88        |
| Employee benefits   | 22    | 1,785.34         | 4,010.75         |
| Depreciation  | 10    | 262.55           | 178.39           |
| Finance costs   | 23    | 2,679.10         | 2,808.65         |
| Other expenses  | 24    | 1,534.05         | 1,935.89         |
| <b>Total expenses</b>   |       | <b>49,420.35</b> | <b>88,756.56</b> |
| <b>Profit before tax</b>  |       | <b>518.32</b>    | <b>2,874.21</b>  |
| <b>Tax expenses</b>   |       |                  |                  |
| Current tax   |       |                  |                  |
| - Current year  |       | 221.79           | 1,002.70         |
| - Prior period tax  |       | (16.35)          | 1,451.79         |
| Deferred tax (credit)   | 12    | (30.73)          | (24.66)          |
| <b>Profit after tax, before prior period items</b>                |       | <b>343.61</b>    | <b>444.38</b>    |
| Prior period expenses/(income)                                    |       | 98.75            | 38.45            |
| <b>Profit after tax</b>   |       | <b>244.86</b>    | <b>405.93</b>    |
| <b>Earnings per equity share</b>                                  |       |                  |                  |
| - Basic and diluted   | 25.5  | 0.24             | 0.41             |
| <b>[(Nominal value per shares Rs 10) (previous year : Rs 10)]</b> |       |                  |                  |

Significant accounting policies

2

Notes to the financial statements

3- 25

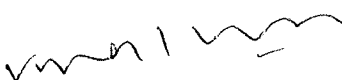
The notes referred to above form an integral part of the financial statements.

As per our report of even date attached.

For B S R and Co

Chartered Accountants

Firm's Registration No: 128510W



Vijay Mathur

Partner

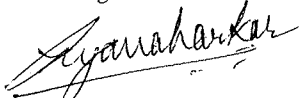
Membership No: 046476

Mumbai

For Parikh Joshi & Kothare

Chartered Accountants

Firm's Registration No: 107547W



Yatin R. Vyavaharkar

Partner

Membership No: 033915

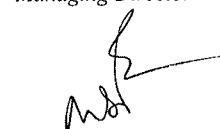
Mumbai



For and on behalf of Board of Directors of  
MEP Infrastructure Developers Private Limited

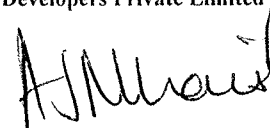


Jayant D. Mhaiskar  
Managing Director



M. Sankaranarayanan  
Chief Financial Officer

Mumbai



Anuya J. Mhaiskar  
Director



Shridhar Phadke  
Company Secretary

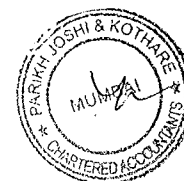
# MEP Infrastructure Developers Private Limited

## Cash Flow Statement

for the period ended 31 March 2014

(Currency: Indian rupees in lakhs)

|  | 31 March 2014         | 31 March 2013 |
|--|-----------------------|---------------|
| <b>Cash flows from operating activities</b>  |                       |               |
| <b>Net profit before tax and prior period expenses</b>   | <b>518.32</b>         | 2,874.21      |
| Adjustments:   |                       |               |
| Depreciation   | 262.55                | 178.39        |
| Prior period expenses  | (98.75)               | (38.45)       |
| Interest income  | (1,143.17)            | (132.45)      |
| Dividend income  | (0.19)                |               |
| Loss on fixed assets written off   | 28.59                 | -             |
| Fixed Assets written off   | 1.86                  | 10.75         |
| Provision for wealth tax   | 2.80                  | 0.30          |
| Finance cost   | 2,679.10              | 2,808.64      |
| Provisions no longer required written back   | (122.68)              | (303.31)      |
| <b>Operating profit before working capital changes</b>   | <b>2,128.43</b>       | 5,398.08      |
| <b>Adjustments for movements in working capital</b>  |                       |               |
| (Increase)/ Decrease in loans and advances   | (2,592.89)            | 51,653.28     |
| (Increase)/ Decrease in trade receivables  | 286.63                | (2,272.62)    |
| Increase/ (Decrease) in trade payables   | 1,379.23              | (498.61)      |
| Increase/ (Decrease) in provisions   | (11.33)               | 36.25         |
| Increase/ (Decrease) in other current liabilities  | (133.04)              | (43.68)       |
| <b>Cash generated from operations</b>  | <b>1,057.03</b>       | 54,272.71     |
| Income taxes paid  | (329.62)              | (981.76)      |
| <b>Net cash provided/(used) in operating activities</b>  | <b>(A) 727.41</b>     | 53,290.95     |
| <b>Cash flows from investing activities</b>  |                       |               |
| Purchase of tangible fixed assets  | (701.78)              | (393.89)      |
| Proceeds from sale of shares   | 300.00                | -             |
| Proceeds from sale of fixed assets   | 78.61                 | -             |
| Investment of fixed deposits   | (2,653.85)            | (1,503.00)    |
| Redemption / maturity of fixed deposits  | 2,967.71              | 931.39        |
| Investment in subsidiaries and Enterprises over which significant influence is exercised by key management personnel | (2,440.05)            | (305.45)      |
| Interest received  | 419.11                | 90.57         |
| Dividend received  | 0.19                  | -             |
| <b>Net cash (used)/provided by investing activities</b>  | <b>(B) (2,030.06)</b> | (1,180.37)    |
| <b>Cash flows from financing activities</b>  |                       |               |
| Proceeds from issue of shares  | -                     | -             |
| Proceeds from borrowings   | 14,968.29             | 11,527.67     |
| Repayment of borrowings  | (11,046.35)           | (62,978.73)   |
| Finance cost paid  | (2,541.67)            | (2,721.51)    |
| <b>Net cash (used)/provided by financing activities</b>  | <b>(C) 1,380.27</b>   | (54,172.57)   |
| <b>Net increase in cash and cash equivalents</b>   | <b>(A+B+C) 77.62</b>  | (2,062.00)    |
| Cash and cash equivalents at beginning of the year   | 1,802.53              | 3,864.50      |
| <b>Cash and cash equivalents at end of year (refer note 1 below)</b>   | <b>1,880.15</b>       | 1,802.53      |



# MEP Infrastructure Developers Private Limited

## Cash Flow Statement (Continued)

for the year ended 31 March 2014

(Currency: Indian rupees in lakhs)

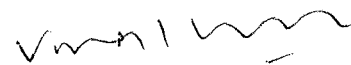
|  | 31 March 2014   | 31 March 2013   |
|--|-----------------|-----------------|
| <b>Notes to the Cash Flow Statement</b>          |                 |                 |
| <b>1 Components of cash and cash equivalents</b> |                 |                 |
| Cash on hand                                     | 1,247.82        | 1,199.25        |
| Balance with banks                               |                 |                 |
| - Current accounts                               | 632.33          | 603.28          |
|  | <u>1,880.15</u> | <u>1,802.53</u> |

- 2 The Cash flow statements has been prepared under the indirect method as set out in Accounting Standard - 3 ('AS-3') on cash flow statements prescribed in Companies (Accounting Standard) Rules, 2006

The notes referred above form an integral part of the financial statements.

As per our report of even date attached.

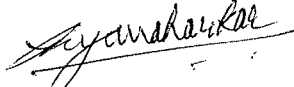
For B S R and Co  
Chartered Accountants  
Firm's Registration No: 128510W



Vijay Mathur  
Partner  
Membership No: 046476

Mumbai

For Parikh Joshi & Kothare  
Chartered Accountants  
Firm's Registration No: 107547W

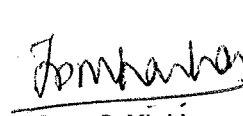


Yatin R. Vyavaharkar  
Partner  
Membership No: 033915

Mumbai



For and on behalf of Board of Directors of  
MEP Infrastructure Developers Private Limited

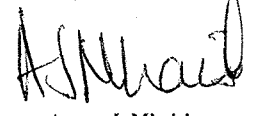


Jayant D. Mhaiskar  
Managing Director



M. Sankaranarayanan  
Chief Financial Officer

Mumbai



Anuya J. Mhaiskar  
Director



Shridhar Phadke  
Company Secretary

# MEP Infrastructure Developers Private Limited

## Notes to financial statements

for the year ended 31 March 2014

(Currency: Indian rupees in lakhs)

### 1 Company overview

MEP Infrastructure Developers Private Limited ('MEPIDPL' or 'the Company') was incorporated on 8 August 2002 under Companies Act, 1956 ('the Act'). The Company is into the business of collection of toll as per the contract entered with various authorities and also in the providing road, repair and maintenance service to its subsidiary.

The Company has undertaken following contracts for toll collection:

Rajasthan State Road Development & Construction Corporation Limited, 'RSRDC' at Gazipur & Phulwada.

Maharashtra State Road Development Corporation Limited, 'MSRDC' at:

- Rajiv Gandhi Sea Link (for Bandra Worli Sea Link Project) along with maintenance.
- Katari - Gove

Road Infrastructure Development Company of Rajasthan Limited, 'RIDCOR' at:

- Alwar - Bhiwadi
- Lalsot - Kota

National Highways Authority of India, 'NHAI' at:

| Toll Name              |                    |
|------------------------|--------------------|
| Amakatadu Marur        | Kelapur            |
| Athur                  | Khemana            |
| Bankapur               | Marur              |
| Baretha                | Nathavalasa        |
| Belhyad                | Palsi              |
| Bryghat                | Pantkoti           |
| Chamari                | Parinur            |
| Cheena Samudram        | Parsoni            |
| Chirle - Karanjade     | Pippalwada         |
| Choundha               | Purwameer          |
| Dankuni                | Srirampur          |
| Dasna                  | Tundla             |
| Dastan                 | Visakhapatnam Port |
| Gurau (Semra-Atikabad) |                    |

The Company is a subsidiary of Ideal Toll & Infrastructure Private Limited ('the Holding Company'), a company incorporated in India.

### 2 Significant accounting policies

#### 2.1 Basis of preparation of financial statements

The financial statements are prepared under the historical cost convention, on the accrual basis of accounting in accordance with the accounting principles generally accepted in India ('Indian GAAP') and comply with the Companies (Accounting Standards) Rules, 2006 issued by the Central Government and the relevant provisions of Companies Act, 1956 ('the Act') to the extent applicable. The financials are presented in Indian rupees, rounded off to nearest lakhs, with two decimals except earnings per share data and where mentioned otherwise.

#### 2.2 Current/non-current classification

An asset is classified as current when it satisfies any of the following criteria:

- it is expected to be realised in, or is intended for sale or consumption in, the entity's normal operating cycle;
- it is expected to be realised within twelve months after the Balance Sheet date; or
- it is cash or a cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the Balance Sheet date.

All other assets are classified as non-current.

A liability is classified as current when it satisfies any of the following criteria:

- it is expected to be settled in, the entity's normal operating cycle;
- it is due to be settled within twelve months after the Balance Sheet date; or
- the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the Balance Sheet date.

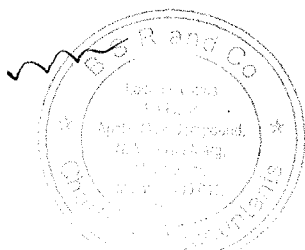
All other liabilities are classified as non-current.

#### Operating cycle

Based on the nature of services and the time between the acquisition of assets and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current, non-current classification of assets and liabilities.

#### 2.3 Use of estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the reported period. Management believes that the estimates made in the preparation of the financial statements are prudent and reasonable. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.



# MEP Infrastructure Developers Private Limited

## Notes to financial statements (Continued)

for the year ended 31 March 2014

(Currency: Indian rupees in lakhs)

### 2 Significant accounting policies (Continued)

#### 2.4 Revenue recognition

Revenue is recognised to the extent it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

##### Toll collection

Revenue from toll collection is recognised on actual collection of revenue and in case of contractual terms with certain customers the same is recognised on an accrual basis

##### Road repair and maintenance

Revenue from road repair and maintenance work is recognised upon completion of services as per contractual terms.

##### Interest income

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable. Dividends are recorded as and when the same is received.

#### 2.5 Fixed assets

##### Tangible fixed assets

Tangible assets are stated at cost less accumulated depreciation and impairment loss, if any. Cost comprises of purchase price and any attributable cost such as duties, freight, borrowing costs, erection and commissioning expenses incurred in bringing the asset to its working condition for its intended use.

Expenditure incurred on acquisition / construction of fixed assets which are not ready for their intended use as at the Balance Sheet date are disclosed under capital work -in -progress.

#### 2.6 Depreciation

Depreciation is provided pro-rata to the period of use on the written down value method, at rates prescribed in Schedule XIV of the Act. Depreciation on addition/deletion of fixed assets during the year is provided on pro-rata basis from / to the date of addition/deletion. Fixed Asset costing up to Rs. 5,000 individually are fully depreciated in the year of purchase.

#### 2.7 Impairment of assets

The carrying amounts of assets are reviewed at each Balance Sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. Recoverable amount is the greater of assets value in use and net selling price. After impairment if any, depreciation is provided on the revised carrying amount of the asset over its remaining useful life. Previously recognised impairment loss is increased or reversed on changes in internal /external factors.

#### 2.8 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur. Borrowing costs consists of interest and other cost that an entity incurs in connection with the borrowing of funds.

#### 2.9 Investments

Long term investments are valued at cost, less provision for other than temporary diminution in value, if any. Current investments are valued at the lower of cost and fair value.

#### 2.10 Employee benefits

##### i) Short term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of ex-gratia are recognized in the period in which the employee renders the related service.

##### ii) Post employment benefits

###### Defined contribution plans

###### Provident fund

The Company's contribution to defined contribution plans such as Provident Fund, Employee State Insurance and Maharashtra Labour Welfare Fund are recognised in the Statement of Profit and Loss on accrual basis.

###### Defined benefit plans

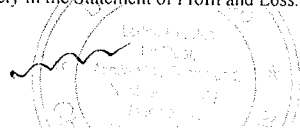
###### Gratuity

The Company's gratuity benefit scheme is a defined benefit plan. The Company's net obligation in respect of the gratuity benefit scheme is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any plan asset is deducted.

The present value of the obligation under such defined benefit plan is determined based on actuarial valuation using the projected unit credit method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plan, are based on the market yields on Government securities as at the Balance Sheet date.

When the calculation results in a benefit to the Company, the recognized asset is limited to the net total of any unrecognized actuarial losses and past service costs and the present value of any future refunds from the plan or reductions in future contributions to the plan. Actuarial gains and losses are recognized immediately in the Statement of Profit and Loss.





# MEP Infrastructure Developers Private Limited

## Notes to financial statements (Continued)

for the year ended 31 March 2014

(Currency: Indian rupees in lakhs)

### 2 Significant accounting policies (Continued)

#### 2.11 Operating leases

Assets acquired under leases other than finance leases are classified as operating leases. The total lease rentals (including scheduled rental increases) in respect of an asset taken on operating lease are charged to the Statement of Profit and Loss on a straight line basis over the lease term unless another systematic basis is more representative of the time pattern of the benefit.

#### 2.12 Taxation

##### Income tax and deferred tax

Income tax expense comprises current income tax (i.e. amount of tax for the period determined in accordance with the income tax law) and deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the year) and reversal of timing differences of earlier years. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is a virtual certainty of realization of such assets. Deferred tax assets are reviewed at each Balance Sheet date and written down or written up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realised.

##### Minimum alternate tax (MAT)

Minimum alternate tax (MAT) credit is recognised as an asset only when, and only to the extent there is convincing evidence that the Company will pay normal income tax during the specified period for which the MAT credit can be carried forward or set off against the normal tax liability. MAT credit entitlement is reviewed at each Balance Sheet date and written down to the extent there is no convincing evidence to the effect that the Company will pay normal income tax during the specified period.

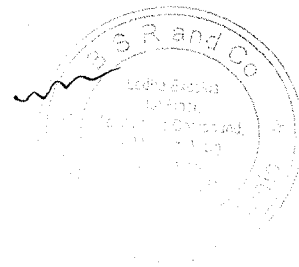
#### 2.13 Earning per share (EPS)

Basic earning per share is calculated by dividing the net profit/loss for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the period.

Diluted EPS is computed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the period except where the result would be anti dilutive.

#### 2.14 Provisions and contingencies

The Company recognises a provision when there is present obligation as a result of a past (or obligating) event that probably requires an outflow of resources and reliable estimate can be made of the amount of the obligation. A disclosure for the contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made.



# MEP Infrastructure Developers Private Limited

## Notes to financial statements (Continued)

as at 31 March 2014

(Currency: Indian rupees in lakhs)

### 3 Share capital

|  | 31 March 2014    | 31 March 2013    |
|--|------------------|------------------|
| <b>Authorised</b>  |                  |                  |
| 150,000,000 (previous year : 105,000,000) equity shares of Rs 10 each            | 15,000.00        | 10,500.00        |
| <b>Issued, subscribed and paid-up</b>  |                  |                  |
| 100,000,000 (previous year : 100,000,000) equity shares of Rs 10 each fully paid | 10,000.00        | 10,000.00        |
|  | <u>10,000.00</u> | <u>10,000.00</u> |

#### (a) Reconciliation of shares outstanding at the beginning and at the end of the year

|   | 31 March 2014      |                  | 31 March 2013      |                  |
|---|--------------------|------------------|--------------------|------------------|
|   | No. of shares      | Amount           | No. of shares      | Amount           |
| Shares outstanding, beginning of the year | 100,000,000        | 10,000.00        | 100,000,000        | 10,000.00        |
| Shares issued during the year             | -                  | -                | -                  | -                |
| Shares outstanding, end of the year       | <u>100,000,000</u> | <u>10,000.00</u> | <u>100,000,000</u> | <u>10,000.00</u> |

#### (b) Rights, preferences and restrictions attached to equity shares

The company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets. The equity shareholders are entitled to receive dividend as declared from time to time subject to payment of dividend to preference shareholders. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to its share of the paid-up equity capital of the Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable have not been paid. Failure to pay any amount called up on shares may lead to forfeiture of the shares.

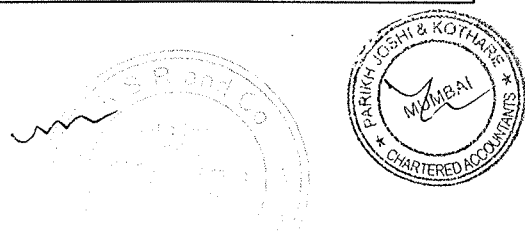
On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts in proportion to the number of equity shares held.

#### (c) Shares held by its holding company

|   | 31 March 2014     |                 | 31 March 2013     |                 |
|---|-------------------|-----------------|-------------------|-----------------|
|   | No. of shares     | Amount          | No. of shares     | Amount          |
| <b>Equity shares of Rs 10 each fully paid held by:</b>        |                   |                 |                   |                 |
| Ideal Toll & Infrastructure Private Limited (Holding Company) | 51,419,300        | 5,141.93        | 51,419,300        | 5,141.93        |
|   | <u>51,419,300</u> | <u>5,141.93</u> | <u>51,419,300</u> | <u>5,141.93</u> |

#### (d) Particulars of shareholders holding more than 5% shares:

| Name of Shareholder  | 31 March 2014     |               | 31 March 2013     |               |
|--|-------------------|---------------|-------------------|---------------|
|  | No. of shares     | %             | No. of shares     | %             |
| <b>Equity shares of Rs 10 each fully paid held by:</b>                   |                   |               |                   |               |
| Ideal Toll & Infrastructure Private Limited (Holding Company)            | 51,419,300        | 51.42%        | 51,419,300        | 51.42%        |
| Dattatray Mhaiskar jointly with Sudha Dattatray Mhaiskar (Directors)     | 25,218,780        | 25.22%        | 25,218,780        | 25.22%        |
| Jayant Dattatray Mhaiskar jointly with Anuya Jayant Mhaiskar (Directors) | 11,227,920        | 11.23%        | 11,227,920        | 11.23%        |
| Jayant Dattatray Mhaiskar (Managing Director)                            | 11,003,300        | 11.00%        | 11,003,300        | 11.00%        |
|  | <u>98,869,300</u> | <u>98.87%</u> | <u>98,869,300</u> | <u>98.87%</u> |



# MEP Infrastructure Developers Private Limited

## Notes to financial statements (Continued)

as at 31 March 2014

(Currency: Indian rupees in lakhs)

### 4 Reserves and surplus

|  | 31 March 2014    | 31 March 2013    |
|--|------------------|------------------|
| <b>Surplus in the Statement of Profit and Loss</b>     |                  |                  |
| At the commencement of the year                        | 11,505.70        | 11,099.77        |
| Profit for the year                                    | 244.86           | 405.93           |
| <b>Net surplus in the Statement of Profit and Loss</b> | <b>11,750.56</b> | <b>11,505.70</b> |

### 5 Long-term borrowings

|   | Non-current portion |                 | Current portion |                 |
|---|---------------------|-----------------|-----------------|-----------------|
|   | 31 March 2014       | 31 March 2013   | 31 March 2014   | 31 March 2013   |
| <b>Secured loans</b>                        |                     |                 |                 |                 |
| <b>Term loans</b>                           |                     |                 |                 |                 |
| - from banks                                | 610.00              | 7,150.96        | 7,735.42        | 9,546.52        |
|   | <u>610.00</u>       | <u>7,150.96</u> | <u>7,735.42</u> | <u>9,546.52</u> |
| <b>Vehicle loans</b>                        |                     |                 |                 |                 |
| - from banks                                | 305.42              | 16.19           | 78.29           | 9.17            |
| - from financial institutions               | 3.00                | 52.77           | 10.58           | 70.86           |
|   | <u>308.42</u>       | <u>68.96</u>    | <u>88.87</u>    | <u>80.03</u>    |
| <b>Unsecured loans from related parties</b> |                     |                 |                 |                 |
| - from subsidiaries companies               | 1,917.33            | -               | 800.00          | -               |
|   | <u>1,917.33</u>     | <u>-</u>        | <u>800.00</u>   | <u>-</u>        |
|   | <u>2,835.75</u>     | <u>7,219.92</u> | <u>8,624.29</u> | <u>9,626.55</u> |

#### 1) Term loans

- A) Term loan includes loan from a bank amounting to Rs Nil (previous year : Rs 8,895.94 lakhs) which is secured by way of first charge of hypothecation / assignment / security interest on the escrow account of the projects financed.

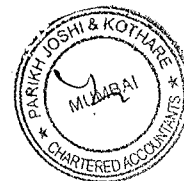
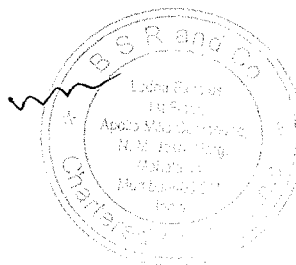
Further, the term loan is also secured by corporate guarantee from Ideal Toll & Infrastructure Private Limited, the holding company and personal guarantee given by Mr. J.D. Mhaiskar, Managing Director of the Company. The term loan carries an interest rate calculated on the base rate of the bank plus a spread ranging from 3% - 3.25% p.a. The term loan is repayable at the end of 24 months from the date of first drawdown or on the receipt of the earnest money deposit or performance security from the authority whichever is earlier.

- B) Term loan includes loan from a bank amounting to Rs 7,495.42 lakhs (previous year : Rs 7,500 lakhs) which is secured by way of first charge of hypothecation / assignment / security interest on escrow account of the projects financed and also, by pledge of 500,000 equity shares and negative lien on 250,000 equity shares from IRB Infrastructure Developers Private Limited held by the promoters of the Company.

Further, the term loan is also secured by corporate guarantee given by Ideal Toll & Infrastructure Private Limited, the holding company and personal guarantee given by Mr. J.D. Mhaiskar & Mr. D.P. Mhaiskar, Directors of the Company. The term loan carries an interest rate calculated on base rate of the bank plus a spread of 350 basis points. The term loan is repayable in two equal installments of Rs 3,750.00 lakhs from 1 March 2014.

- C) Term loan includes a loan from a bank amounting to Rs 850.00 lakhs (previous year : Nil ) which is secured by way of assignment / hypothecation of receivables to be generated from the Toll collection account of the projects financed.

Further, the term loan is also secured by corporate guarantee given by Ideal Toll & Infrastructure Private Limited, the holding company and personal guarantee given by Mr. J.D. Mhaiskar , Director of the Company. The term loan carries an interest rate of 13% p.a. The term loan is repayable in 35 unequal monthly installments commencing from the date of first disbursement.



# MEP Infrastructure Developers Private Limited

## Notes to financial statements (Continued)

as at 31 March 2014

(Currency: Indian rupees in lakhs)

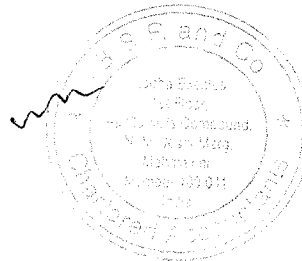
### II) Vehicle loans

- A) Vehicle loans from banks of Rs 383.72 lakhs (previous year : Rs 25.36 lakhs) carrying interest rates ranging from 9.89% - 12.38% p.a. The loans are repayable in 36 monthly installments along with interest. The loans are secured by way of hypothecation of the respective vehicles.
- B) Vehicle loans include loan from various financial institutions of Rs 13.58 lakhs (previous year : Rs 123.62 lakhs) carrying an interest rate ranging from 10.83% - 12.34% p.a. The loans are repayable in 35 monthly installments along with interest. The loans are secured by way of hypothecation of the respective vehicles.

### 5 Long-term borrowings (Continued)

#### III) Unsecured loans from related parties

- A) Unsecured loan from Raina Ventures Private Limited a subsidiary, of Rs 461.32 lakhs (previous year : Nil) was taken on 31 October 2013 and is repayable in three equal installments at the end of the 8th, 9th and 10th years from the date of disbursement. The loan carries an interest rate of 12.5% p.a.
- B) Unsecured loan from MEP RGSL Toll Bridge Private Limited a subsidiary, of Rs 2,244.78 lakhs (previous year : Nil) was taken on 24 March 2014 and is repayable in three equal installments at the end of the 8th, 9th and 10th years from the date of disbursement. The loan carries an interest rate of 9.5% p.a.
- C) Interest free unsecured loan from MEP IRDP Solapur Toll Road Private Limited, a subsidiary, of Rs 11.23 lakhs (previous year : Nil) was taken on 2 June 2013 and is repayable in three equal installments at the end of the 8th, 9th and 10th years from the date of disbursement.



# MEP Infrastructure Developers Private Limited

## Notes to financial statements (Continued)

as at 31 March 2014

(Currency: Indian rupees in lakhs)

### 6 Provisions

|                                     | Non-current portion |               | Current portion |               |
|-------------------------------------|---------------------|---------------|-----------------|---------------|
|                                     | 31 March 2014       | 31 March 2013 | 31 March 2014   | 31 March 2013 |
| Provision for employee benefits     |                     |               |                 |               |
| -Gratuity payable (refer note 25.7) | 96.66               | 103.71        | 22.67           | 24.25         |
| -Compensated absences               | -                   | 2.45          | -               | 0.29          |
| Provision for wealth tax            | -                   | -             | 2.80            | 3.31          |
|                                     | <u>96.66</u>        | <u>106.16</u> | <u>25.47</u>    | <u>27.85</u>  |

### 7 Short-term borrowings

|                                     | 31 March 2014 |  | 31 March 2013    |                 |
|-------------------------------------|---------------|--|------------------|-----------------|
|                                     |               |  |                  |                 |
| Term loan (secured)                 |               |  |                  |                 |
| - from banks                        |               |  | 236.75           | -               |
| Working capital loan (secured)      |               |  |                  |                 |
| - from banks                        |               |  | -                | 1,097.49        |
| - from financial institutions       |               |  | -                | -               |
| Loans repayable on demand (secured) |               |  |                  |                 |
| - from bank                         |               |  | 9,994.60         | -               |
| Unsecured loan from related parties |               |  | 406.46           | 231.97          |
|                                     |               |  | <u>10,637.81</u> | <u>1,329.46</u> |

#### I) Term loan

Term Loans from bank amounting to Rs 236.75 lakhs (previous year : Nil) is secured as below :

- assignment / hypothecation of receivables to be generated from the Toll collection account of the projects financed;
- Personnel Guarantee given by Mr. J.D. Mhaikar & Mr. D.P. Mhaikar, directors of the Company;
- Corporate guarantee given by Ideal Toll and Infrastructure Private Limited, (Holding Company);
- The term loan carries an interest rate of 2.35% p.a. below the Bank's Prime Lending Rate subject to minimum of 13% p.a.
- The loan is repayable in 12 equal monthly installments from the date of first drawdown.

#### II) Loans repayable on demand

A) Loans repayable on demand include an overdraft facility from a bank amounting to Rs 5,000.00 lakhs (previous year : Nil) which is secured as below:

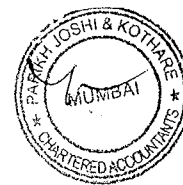
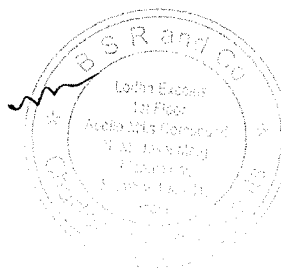
- First charge / hypothecation / assignment of security interest on Escrow account;
- Personnel guarantee given by Mr. J.D. Mhaikar & Mr. D.P. Mhaikar, directors of the Company;
- Corporate guarantee given by Ideal Toll and Infrastructure Private Limited, (Holding Company);
- Loan carries an interest rate calculated on the base rate of the bank plus a spread of 3% p.a.

B) Loans repayable on demand include an overdraft facility from a bank amounting to Rs 4,994.60 lakhs (previous year : Nil) which is secured as below:

- First charge / hypothecation / assignment of security interest on Escrow account;
- First charge by way of hypothecation of all the movable assets, present and future, of the projects financed.
- First charge on receivable of the projects financed.
- Personnel Guarantee given by Mr. J.D. Mhaikar, director of the Company;
- Corporate guarantee given by Ideal Toll and Infrastructure Private Limited, (Holding Company);
- Loan carries an interest rate calculated on the base rate of the bank plus a spread of 2.25% p.a.

#### III) Unsecured loans

Interest free unsecured loan from Ideal Toll & Infrastructure Private Limited (Holding Company) of Rs 406.46 lakhs (previous year : Rs 219.00 lakhs) is repayable on demand.



# MEP Infrastructure Developers Private Limited

## Notes to financial statements (Continued)

as at 31 March 2014

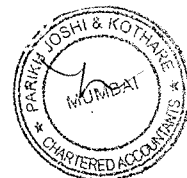
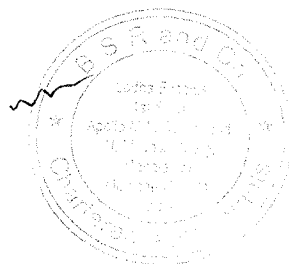
(Currency: Indian rupees in lakhs)

### 8 Trade payables

|   | 31 March 2014   | 31 March 2013   |
|---|-----------------|-----------------|
| Trade payable towards goods purchased and services received         |                 |                 |
| - dues of micro enterprises and small enterprises (refer note 25.6) | 0.56            | 5.34            |
| - other creditors   | 2,989.86        | 1,709.45        |
|   | <u>2,990.42</u> | <u>1,714.79</u> |

### 9 Other current liabilities

|   | 31 March 2014   | 31 March 2013    |
|---|-----------------|------------------|
| Current maturities of long-term borrowings (refer note 5) | 8,624.29        | 9,626.54         |
| Interest accrued but not due on borrowings                | 29.06           | 0.90             |
| Interest accrued and due on borrowings                    | 196.84          | 87.57            |
| Employee benefits expense payable                         | 210.77          | 262.78           |
| Statutory dues payable                                    |                 |                  |
| - Tax deducted at source                                  | 22.69           | 52.52            |
| - Provident fund  | 8.58            | 14.45            |
| - Profession tax  | 1.75            | 3.46             |
| - ESIC  | 4.40            | 7.33             |
| - VAT   | 9.83            | 0.93             |
| - Service tax   | 1.05            | -                |
| Other liabilities   | 175.73          | 242.08           |
|   | <u>9,284.99</u> | <u>10,298.59</u> |



# MEP Infrastructure Developers Private Limited

## Notes to financial statements (Continued) as at 31 March 2014

(Currency: Indian rupees in lakhs)

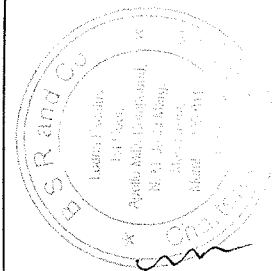
### 10 Fixed assets 31 March 2014

| Particulars             | Gross block           |               |                 | Depreciation           |                       |               | Net block       |                        |                        |
|-------------------------|-----------------------|---------------|-----------------|------------------------|-----------------------|---------------|-----------------|------------------------|------------------------|
|                         | As at<br>1 April 2013 | Additions     | Sale / Deletion | As at<br>31 March 2014 | As at<br>1 April 2013 | For the year  | Sale / Deletion | As at<br>31 March 2014 | As at<br>31 March 2014 |
| Tangible assets         |                       |               |                 |                        |                       |               |                 |                        |                        |
| Office premises*        | 464.50                | -             | -               | 464.50                 | 24.53                 | 22.00         | -               | 46.52                  | 417.97                 |
| Vehicles                | 579.11                | 579.53        | 98.11           | 1,060.52               | 316.99                | 148.38        | 53.52           | 411.86                 | 648.66                 |
| Computer system         | 150.01                | 60.84         | 17.49           | 193.35                 | 72.59                 | 36.84         | 7.87            | 101.56                 | 91.79                  |
| Toll equipments         | 194.72                | 38.68         | 58.81           | 174.59                 | 42.73                 | 16.27         | 7.53            | 51.47                  | 123.12                 |
| Office equipments       | 74.47                 | 16.39         | 5.98            | 84.89                  | 10.99                 | 9.18          | 3.01            | 17.16                  | 67.73                  |
| Furnitures and fixtures | 183.24                | 6.34          | 1.47            | 188.11                 | 20.62                 | 29.88         | 0.87            | 49.64                  | 138.48                 |
|                         | <b>1,646.05</b>       | <b>701.78</b> | <b>181.86</b>   | <b>2,165.96</b>        | <b>488.45</b>         | <b>262.55</b> | <b>72.80</b>    | <b>678.21</b>          | <b>1,487.75</b>        |

\* Office premise is under mortgage with a financial institution for a loan taken by an associate (enterprise over which significant influence is exercised by key managerial personnel)

### 31 March 2013

| Particulars             | Gross block           |               |                 | Depreciation           |                       |               | Net block    |                        |                        |
|-------------------------|-----------------------|---------------|-----------------|------------------------|-----------------------|---------------|--------------|------------------------|------------------------|
|                         | As at<br>1 April 2012 | Additions     | Sale / Deletion | As at<br>31 March 2013 | As at<br>1 April 2012 | For the year  | Adjustment   | As at<br>31 March 2013 | As at<br>31 March 2013 |
| Tangible assets         |                       |               |                 |                        |                       |               |              |                        |                        |
| Office premises         | 464.50                | -             | -               | 464.50                 | -                     | 24.53         | -            | 24.53                  | 439.97                 |
| Vehicles                | 537.23                | 43.06         | 1.18            | 579.11                 | 238.61                | 78.77         | 0.38         | 316.99                 | 262.11                 |
| Computer system         | 120.54                | 52.18         | 22.71           | 150.01                 | 45.60                 | 36.41         | 9.43         | 72.59                  | 77.42                  |
| Toll equipments         | 82.04                 | 121.53        | 8.85            | 194.72                 | 27.57                 | 15.95         | 0.79         | 42.73                  | 151.99                 |
| Office equipments       | 38.54                 | 36.69         | 0.76            | 74.47                  | 4.65                  | 6.58          | 0.24         | 10.99                  | 63.49                  |
| Furnitures and fixtures | 42.82                 | 140.42        | -               | 183.24                 | 4.47                  | 16.15         | -            | 20.62                  | 162.62                 |
|                         | <b>1,285.67</b>       | <b>393.88</b> | <b>33.50</b>    | <b>1,646.05</b>        | <b>320.90</b>         | <b>178.39</b> | <b>10.84</b> | <b>488.45</b>          | <b>1,157.60</b>        |



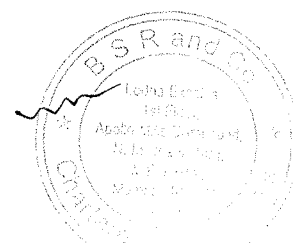
# MEP Infrastructure Developers Private Limited

## Notes to financial statements (Continued)

as at 31 March 2014

(Currency: Indian rupees in lakhs)

|   | 31 March 2014   | 31 March 2013   |
|---|-----------------|-----------------|
| <b>11 Non-current investments</b>   |                 |                 |
| <b>A) Trade investments</b>   |                 |                 |
| <i>(Valued at cost)</i>   |                 |                 |
| <b>In equity shares of subsidiary companies</b>   |                 |                 |
| <b>Unquoted, fully paid up</b>  |                 |                 |
| 83,23,998 (previous year : 6,187,500) equity shares of MEP Infrastructure Private Limited of Rs 10 each.        | 1,046.05        | 618.75          |
| 11,498,850 (previous year : 11,498,850) equity shares of Raima Ventures Private Limited of Rs 10 each.          | 1,149.89        | 1,149.89        |
| 2,488,400 (previous year : 1,101,000) equity shares of Rideema Toll Private Limited of Rs 100 each.             | 2,488.40        | 1,101.00        |
| 954,800 (previous year : 9,800) equity shares of MEP Hamirpur Bus Terminal Private Limited of Rs 10 each.       | 95.48           | 0.98            |
| 649,800 (previous year : 9,800) equity shares of MEP Una Bus Terminal Private Limited of Rs 10 each.            | 64.98           | 0.98            |
| 3,999,980 (previous year : 9,980) equity shares of MEP Chennai Bypass Toll Road Private Limited of Rs 10 each.  | 400.00          | 1.00            |
| 5,100 (previous year : 5,100) equity shares of MEP Hyderabad Bangalore Toll Road Private Limited of Rs 10 each. | 0.51            | 0.51            |
| 6,999,980 (previous year : 9,980) equity shares of Raima Toll Road Private Limited of Rs 10 each.               | 700.00          | 1.00            |
| 639,800 (previous year : 9,800) equity shares of MEP Nagzari Toll Road Private Limited of Rs 10 each.           | 63.98           | 0.98            |
| 819,800 (previous year : 9,800) equity shares of MEP IRDP Solapur Toll Road Private Limited of Rs 10 each.      | 81.98           | 0.98            |
| 2,679,800 (previous year : 9,800) equity shares of Rideema Toll Bridge Private Limited of Rs 10 each.           | 267.98          | 0.98            |
| 3,144,800 (previous year : Nil) equity shares of MEP Highway Solutions Private Limited of Rs 10 each.           | 314.48          | -               |
| 3,999,800 (previous year : Nil) equity shares of MEP RGSL Toll Bridge Private Limited of Rs 10 each.            | 399.98          | -               |
| <b>Enterprises over which significant influence is exercised by key managerial personnel</b>                    |                 |                 |
| <b>Unquoted, fully paid up</b>  |                 |                 |
| Nil (previous year : 3,000,000) equity shares of Ideal Energy Projects Limited of Rs 10 each.                   | -               | 300.00          |
| 3,300 (previous year : 3,300) equity shares of A J Tolls Private Limited of Rs 100 each.                        | 3.30            | 3.30            |
| <b>B) Other investments</b>   |                 |                 |
| <i>(Valued at cost)</i>   |                 |                 |
| <b>Unquoted, fully paid up</b>  |                 |                 |
| 4,000 (previous year : 4,000) equity shares of Jankalyan Sahakari Bank Limited of Rs 10 each.                   | 0.40            | 0.40            |
| 20,000 (previous year : Nil) equity shares of The Kalyan Janata Sahakari Bank Limited of Rs 25 each.            | 5.00            | -               |
| 9,980 (previous year : Nil) equity shares of Thane Janata Sahakari Bank Limited of Rs 50 each.                  | 4.99            | -               |
|   | <b>7,087.40</b> | <b>3,180.75</b> |





# MEP Infrastructure Developers Private Limited

## Notes to financial statements (Continued)

as at 31 March 2014

(Currency: Indian rupees in lakhs)

### 12 Deferred tax assets

#### Deferred tax assets

Excess of depreciation on fixed assets provided in accounts over depreciation / amortisation under income tax law

Provision for employee benefits

31 March 2014 31 March 2013

58.64 26.07

40.56 42.40

99.20 68.47

### 13 Long-term loans and advances

(Unsecured, considered good)

|   | Non-current portion |                  | Current portion |                 |
|---|---------------------|------------------|-----------------|-----------------|
|   | 31 March 2014       | 31 March 2013    | 31 March 2014   | 31 March 2013   |
| <b>To related parties:</b>  |                     |                  |                 |                 |
| Loans and advances [refer note 13(a)]   | 1,005.38            | 2,490.84         | -               | 116.82          |
| Advance consideration for acquisition of equity shares  | 11,065.42           | 14,694.34        | -               | -               |
| Capital advances [refer note 13(c)]   | 2,750.00            | -                | -               | -               |
| <b>To parties other than related parties:</b>   |                     |                  |                 |                 |
| Loans to employees  | -                   | 28.63            | 33.69           | 27.79           |
| Advance income tax and fringe benefit tax (net of provisions of Rs 1,002.70; previous year Rs 7,867.90 lakhs) | 955.67              | 831.49           | -               | -               |
| Balance due from government authorities   | -                   | 0.62             | -               | -               |
| Capital advances  | -                   | 10.00            | -               | -               |
| Prepaid expenses  | 266.21              | 311.17           | 179.59          | 57.77           |
| Performance security  | -                   | 350.00           | 4,058.35        | 6,144.84        |
| Other security deposits   | 55.99               | 55.14            | 1.36            | 1.36            |
|   | <u>16,098.67</u>    | <u>18,772.23</u> | <u>4,272.99</u> | <u>6,348.58</u> |

#### (a) Loans and advances to related parties

31 March 2014 31 March 2013

##### I Holding company

- To Ideal Toll & Infrastructure Private Limited (Maximum outstanding during the year Rs 0.03 lakhs ; previous year Rs 1,086.76 lakhs) - 0.03

##### II Subsidiary companies

- MEP Chennai Bypass Toll Road Private Limited (Maximum outstanding during the year Rs 1,015.11 lakhs; previous year Rs 878.82 lakhs) 502.85 878.82

- Rideema Toll Private Limited (Maximum outstanding during the year Rs 200 lakhs; previous year Rs 200 lakhs) - 200.00

- MEP Hamirpur Bus Terminal Private Limited (Maximum outstanding during the year Rs 0.61 lakhs; previous year Rs Nil) 0.61

- MEP Una Bus Terminal Private Limited (Maximum outstanding during the year Rs 1.92 lakhs; previous year Rs Nil) 1.92 -

##### III Fellow subsidiary

- Baramati Tollways Private Limited (Maximum outstanding during the year Rs 1,203.07 lakhs; previous year Rs 827.96 lakhs) - 827.96

##### IV Enterprises over which significant influence is exercised by key managerial personnel

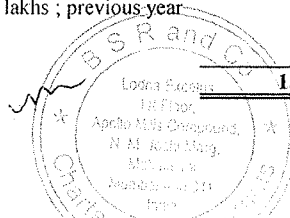
- A J Tolls Private Limited (Maximum outstanding during the year Rs 500.00 lakhs; previous year Rs 773.03 lakhs) 500.00 401.82

- Ideal Energy Projects Limited (Maximum outstanding during the year Rs 26.27 lakhs; previous year Rs 19.36 lakhs) - 19.36

- Ideal Road Builders Private Limited (Maximum outstanding during the year Rs 50.28 lakhs ; previous year Rs 50.28 lakhs) - 50.28

- Rideema Enterprises (Maximum outstanding during the year Rs 112.58 lakhs ; previous year Rs 112.58 lakhs) - 112.58

1,005.38 2,490.85



# MEP Infrastructure Developers Private Limited

## Notes to financial statements (Continued)

as at 31 March 2014

(Currency: Indian rupees in lakhs)

### 13 Long-term loans and advances (Continued)

#### (b) Advance against acquisition of the equity shares

##### I Subsidiary companies

|   |           |          |
|---|-----------|----------|
| MEP Infrastructure Private Limited                | 10,075.00 | 5,541.25 |
| MEP Chennai Bypass Toll Road Private Limited      | -         | 388.47   |
| MEP Hamirpur Bus Terminal Private Limited         | -         | 92.84    |
| MEP Hyderabad Bangalore Toll Road Private Limited | -         | 804.39   |
| MEP IRDP Solapur Toll Road Private Limited        | -         | 86.82    |
| MEP Nagzari Toll Road Private Limited             | -         | 62.90    |
| MEP Una Bus Terminal Private Limited              | -         | 64.40    |
| Raima Toll Road Private Limited                   | -         | 600.00   |
| Rideema Toll Private Limited                      | -         | -        |
| Rideema Toll Bridge Private Limited               | -         | 267.42   |
| MEP RGSL Toll Bridge Private Limited              | -         | 0.11     |
| MEP Highway Solutions Private Limited             | 200.00    | 0.11     |

##### II Enterprises over which significant influence exercised by key management personnel

|                                   |       |        |
|-----------------------------------|-------|--------|
| MEP Toll Gates Private Limited    | 0.16  | 0.11   |
| Ideal Hospitality Private Limited | 90.00 | 110.00 |
| Ideal Energy Projects Limited     | 0.48  | 450.00 |

|                  |                 |
|------------------|-----------------|
| <u>10,365.64</u> | <u>8,468.80</u> |
|------------------|-----------------|

|   |        |          |
|---|--------|----------|
| III Advance to Ideal Toll & Infrastructure Private Limited (Holding Company) for acquisition of its equity holding in MEP Infrastructure Private Limited (Subsidiary Company) | 584.80 | 6,110.55 |
|---|--------|----------|

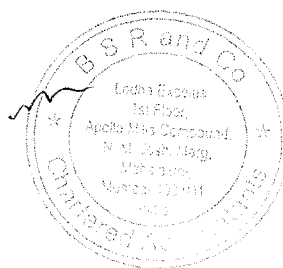
|   |        |        |
|---|--------|--------|
| IV Advance to Rideema Toll Private Limited (Subsidiary Company) for acquisition of its equity holding in Baramati Toll Private Limited (Subsidiary Company) | 114.98 | 114.98 |
|---|--------|--------|

##### (c) Capital advances to related parties

|   |                 |          |
|---|-----------------|----------|
| Ideal Toll & Infrastructure Private Limited (Maximum outstanding during the year Rs 2,750.00 lakhs; previous year Rs Nil) | 2,750.00        | -        |
|   | <u>2,750.00</u> | <u>-</u> |

### 14 Other non-current assets

|  | 31 March 2014 | 31 March 2013 |
|--|---------------|---------------|
| Fixed deposits with banks with maturity period more than twelve months from reporting date (refer note 16) | 378.88        | 460.42        |
| Interest accrued on fixed deposits   | 10.72         | 9.70          |
|  | <u>389.60</u> | <u>470.12</u> |



# MEP Infrastructure Developers Private Limited

## Notes to financial statements (Continued)

as at 31 March 2014

(Currency: Indian rupees in lakhs)

### 15 Trade receivables

(Unsecured, considered good)

|  | 31 March 2014   | 31 March 2013   |
|--|-----------------|-----------------|
| Receivable outstanding for a period exceeding six months from the date they became due for payment | -               | 2,177.03        |
| Other receivables  | 2,321.71        | 431.31          |
|  | <u>2,321.71</u> | <u>2,608.34</u> |

\* Trade receivables of Rs 2,312.20 lakhs (previous year : Rs 2,608.34 lakhs) are due from related parties as below (also refer note 25.10)

|  | 31 March 2014   | 31 March 2013   |
|--|-----------------|-----------------|
| <b>Subsidiary company</b>  |                 |                 |
| - MEP Hyderabad Bangalore Toll Road Private Limited  | 47.83           | -               |
| - MEP RGSL Toll Bridge Private Limited   | 22.61           | -               |
| <b>Enterprises over which significant influence is exercised by key managerial personnel</b> |                 |                 |
| - D S Enterprises  | 2,241.76        | 2,608.34        |
|  | <u>2,312.20</u> | <u>2,608.34</u> |

### 16 Cash and bank balances

#### Cash and cash equivalents

|                       | 31 March 2014   | 31 March 2013   |
|-----------------------|-----------------|-----------------|
| Balances with banks   |                 |                 |
| - in current accounts | 610.48          | 603.28          |
| - in fixed deposits   | 21.85           | -               |
| Cash on hand          | 1,247.82        | 1,199.25        |
|                       | <u>1,880.15</u> | <u>1,802.53</u> |
| Other bank balances   | 879.46          | 1,111.79        |
|                       | <u>2,759.61</u> | <u>2,914.32</u> |

#### Details of bank balances/deposits

|  |                 |                 |
|--|-----------------|-----------------|
| Bank balances available on demand/deposits with original maturity of 3 months or less included under 'Cash and cash equivalents' | 632.33          | 603.28          |
| Bank deposits due to mature within 12 months of the reporting date included under 'Other bank balances'                          | 879.46          | 1,111.79        |
| Bank deposits due to mature after 12 months of the reporting date included under 'Other non current assets' (refer note 14)      | 378.88          | 460.42          |
|  | <u>1,890.67</u> | <u>2,175.49</u> |

#### Notes

Bank deposit includes fixed deposits with various banks of Rs 1,280.20 lakhs (31 March 2013 : Rs 1,148.51 lakhs), which are provided as a lien for bank guarantee given to authorities.



# MEP Infrastructure Developers Private Limited

## Notes to financial statements (Continued)

as at 31 March 2014

(Currency: Indian rupees in lakhs)

### 17 Short-term loans and advances

(Unsecured, considered good)

#### To related parties

|  | 31 March 2014 | 31 March 2013 |
|--|---------------|---------------|
| Current portion of long term loans and advances [refer note 13]                | -             | 116.82        |
| Advance consideration for acquisition of preference shares [refer note 17 (a)] | 2,000.00      | 5,210.81      |
| Other advances [refer note 17 (b)]   | 9,499.97      | 13.42         |

#### To parties other than related parties

|   |                  |                  |
|---|------------------|------------------|
| Current portion of long term loans and advances [refer note 13] | 4,272.99         | 6,231.76         |
| Advances recoverable in cash or kind                            | 768.92           | 595.62           |
| Advances to suppliers   | 1.70             | -                |
| Advances for authority payment                                  | 18.21            | 204.92           |
| Bid security / earnest money deposit                            | -                | 564.40           |
|   | <u>16,561.79</u> | <u>12,937.75</u> |

#### (a) Advance consideration for acquisition of preference shares

##### I Subsidiary Company

|                                   |   |          |
|-----------------------------------|---|----------|
| Baramati Tollways Private Limited | - | 1,221.37 |
|-----------------------------------|---|----------|

##### II Enterprises over which significant influence is exercised by key managerial personnel

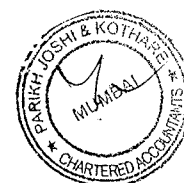
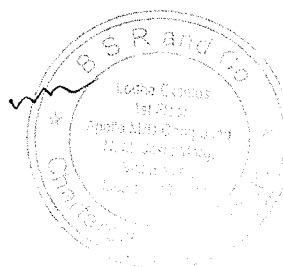
|                                   |                 |                 |
|-----------------------------------|-----------------|-----------------|
| A J Tolls Private Limited         | -               | 989.44          |
| Ideal Hospitality Private Limited | 2,000.00        | 3,000.00        |
|                                   | <u>2,000.00</u> | <u>5,210.81</u> |

#### (b) Other advances

|   |                 |              |
|---|-----------------|--------------|
| - MEP Infrastructure Private Limited (Maximum outstanding during the year Rs 760.10 lakhs; previous year Rs Nil)                  | 568.03          | -            |
| - Rideema Toll Bridge Private Limited (Maximum outstanding during the year Rs 5,723.49 lakhs;                                     | 992.39          | -            |
| - MEP IRDP Solapur Toll Road Private Limited (Maximum outstanding during the year Rs 33.75 lakhs; previous year Rs 4.35 lakhs)    | -               | 4.35         |
| - Ideal Energy Projects Limited (Maximum outstanding during the year Rs 26.27 lakhs; previous year Rs Nil)                        | 20.00           | -            |
| - Rideema Toll Private Limited Private Limited (Maximum outstanding during the year Rs 5,564.60 lakhs; previous year Rs Nil)      | 5,322.20        | -            |
| - Raima Toll Road Private Limited (Maximum outstanding during the year Rs 1,571.23 lakhs; previous year Rs Nil)                   | 910.18          | -            |
| - MEP Hyderabad Bangalore Toll Road Private Limited (Maximum outstanding during the year Rs 1,789.45 lakhs; previous year Rs Nil) | 1,526.64        | -            |
| - MEP Nagzari Toll Road Private Limited (Maximum outstanding during the year Rs 160.53 lakhs; previous year Rs 9.07 lakhs)        | 160.53          | 9.07         |
|   | <u>9,499.97</u> | <u>13.42</u> |

### 18 Other current assets

|                                       | 31 March 2014 | 31 March 2013 |
|---------------------------------------|---------------|---------------|
| Interest receivable                   |               |               |
| - accrued on fixed deposits           | 43.90         | 58.42         |
| - accrued on loans to related parties | 772.03        | 34.46         |
|                                       | <u>815.93</u> | <u>92.88</u>  |



# MEP Infrastructure Developers Private Limited

## Notes to financial statements (Continued) for the period ended 31 March 2014

(Currency: Indian rupees in lakhs)

### 19 Revenue from operations

|                                | 31 March 2014    | 31 March 2013    |
|--------------------------------|------------------|------------------|
| Toll and octroi collection     | 48,325.48        | 89,221.78        |
| Manpower supply                | 97.40            | -                |
| <b>Other operating revenue</b> |                  |                  |
| - Road repair and maintenance  | 244.10           | 1,953.98         |
|                                | <b>48,666.98</b> | <b>91,175.76</b> |

### 20 Other income

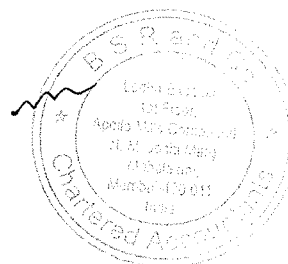
|  | 31 March 2014   | 31 March 2013 |
|--|-----------------|---------------|
| Interest income                                    |                 |               |
| - from fixed deposits                              | 130.09          | 97.01         |
| - from loans to related parties                    | 912.11          | 34.46         |
| - from loans to parties other than related parties | 0.43            | 0.98          |
| - from refund of income tax                        | 100.54          | -             |
| Dividend income                                    | 0.19            | -             |
| Provisions no longer required written back         | 122.68          | 303.31        |
| Miscellaneous income                               | 5.65            | 19.25         |
|  | <b>1,271.69</b> | <b>455.01</b> |

### 21 Operating and maintenance expenses

|   | 31 March 2014    | 31 March 2013    |
|---|------------------|------------------|
| Concession fees to authority              | 41,980.52        | 77,097.58        |
| Road repairing and maintenance expenses   | 222.41           | 928.71           |
| Maintenance cost paid to authority        | 25.55            | -                |
| Toll and octroi - site attendant expenses | 412.83           | 909.80           |
| Other site operational expenses           | 518.00           | 886.79           |
|   | <b>43,159.31</b> | <b>79,822.88</b> |

### 22 Employee benefits

|   | 31 March 2014   | 31 March 2013   |
|---|-----------------|-----------------|
| Salaries, wages and bonus                       | 1,395.98        | 3,312.51        |
| Contribution to provident funds and other funds | 110.66          | 198.34          |
| Gratuity expenses (refer note 25.7)             | 30.90           | 34.04           |
| Compensated absences (refer note 25.7)          | -               | 2.74            |
| Staff welfare expenses                          | 247.80          | 463.12          |
|   | <b>1,785.34</b> | <b>4,010.75</b> |



# MEP Infrastructure Developers Private Limited

## Notes to financial statements (Continued) for the period ended 31 March 2014

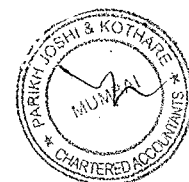
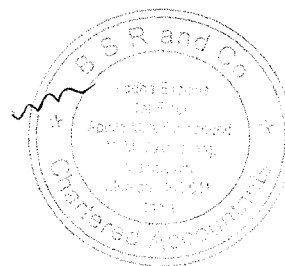
(Currency: Indian rupees in lakhs)

### 23 Finance costs

|                                 | 31 March 2014   | 31 March 2013   |
|---------------------------------|-----------------|-----------------|
| Interest expenses               |                 |                 |
| - from banks                    | 2,429.97        | 2,452.10        |
| - from financials institutions  | 24.24           | 49.75           |
| - from related parties          | 32.29           | -               |
| Other borrowing cost            |                 |                 |
| - Processing fees               | 66.96           | 126.22          |
| - Bank guarantee and commission | 111.21          | 180.58          |
| - Others                        | 14.43           | -               |
|                                 | <u>2,679.10</u> | <u>2,808.65</u> |

### 24 Other expenses

|   | 31 March 2014   | 31 March 2013   |
|---|-----------------|-----------------|
| Rent  | 10.14           | 11.49           |
| Rates and taxes                               | 6.76            | 48.37           |
| Directors remuneration                        | 240.00          | 75.00           |
| Insurance                                     | 22.77           | 18.50           |
| Legal consultancy and professional fees       | 181.91          | 252.80          |
| Travelling expenses                           | 313.32          | 630.99          |
| Business promotion and advertisement expenses | 44.32           | 249.77          |
| Repairs and maintenance                       |                 |                 |
| - to machinery                                | 50.27           | 66.62           |
| - to computers                                | 20.82           | 65.82           |
| - others                                      | 34.62           | 37.50           |
| Auditors remuneration (refer note 25.4)       | 31.86           | 16.18           |
| Miscellaneous expenses                        | 577.26          | 462.85          |
|   | <u>1,534.05</u> | <u>1,935.89</u> |



# MEP Infrastructure Developers Private Limited

## Notes to financial statements (Continued)

for the year ended 31 March 2014

(Currency : Indian rupees in lakhs)

### 25.1 Contingent liabilities

| Particulars   | 31 March 2014     | 31 March 2013     |
|---|-------------------|-------------------|
| Interest on late payments to Maharashtra State Road Development Corporation Limited | 68.04             | 68.04             |
| Claims made against the Company not acknowledged as debts by the Company            | 8,171.18          | -                 |
| Bank guarantees   | 16,494.34         | 20,063.58         |
| Corporate guarantees given  | 354,203.00        | 316,629.12        |
|   | <u>370,765.38</u> | <u>336,760.74</u> |

### 25.2 Capital commitments

| Particulars  | 31 March 2014 | 31 March 2013 |
|--|---------------|---------------|
| Estimated amount of contracts remaining to be executed on capital account (net of advance) | 44.53         | 221.51        |

### 25.3 Operating lease

The Company has entered into non - cancellable operating lease agreements for premises, which expires at various dates over the next five years. Rent expenses debited to the Statement of Profit and Loss is Rs 7.61 lakhs (previous year : Rs 6.92 lakhs) in respect of non-cancellable lease agreements. Total rent expenses is Rs 10.14 lakhs (previous year : Rs. 11.49 lakhs) (refer note 24). The future minimum lease payments in respect of these properties as on 31 March 2014 is as below:

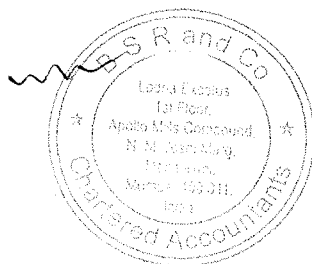
|   | 31 March 2014 | 31 March 2013 |
|---|---------------|---------------|
| Not later than one year                           | 0.92          | 7.58          |
| Later than one year but not later than five years | -             | 0.92          |
| Later than five years                             | -             | -             |
| Total   | <u>0.92</u>   | <u>8.50</u>   |

### 25.4 Auditor's remuneration

| Particulars          | 31 March 2014 | 31 March 2013 |
|----------------------|---------------|---------------|
| Statutory audit fees | 31.86         | 15.64         |
|                      | <u>31.86</u>  | <u>15.64</u>  |

### 25.5 Earnings per share (EPS)

|  |         | 31 March 2014 | 31 March 2013 |
|--|---------|---------------|---------------|
| Profit after tax attributable to equity shareholders   | A       | 244.86        | 405.93        |
| Number of equity shares at the beginning of the year   |         | 100,000,000   | 100,000,000   |
| Number of equity shares outstanding at the end of the year   |         | 100,000,000   | 100,000,000   |
| Weighted average number of equity shares outstanding during the period   | B       | 100,000,000   | 100,000,000   |
| Basic earnings per equity share  | (A / B) | 0.24          | 0.41          |
| <b>Diluted earnings per share</b>  |         |               |               |
| Profit after tax attributable to equity shareholders   | A       | 244.86        | 405.93        |
| Weighted average number of equity shares outstanding during the period for the calculation of diluted earnings per share | B       | 100,000,000   | 100,000,000   |
| Diluted earnings per equity share (Rs)   | (A / B) | 0.24          | 0.41          |
| Face value per equity share  |         | 10            | 10            |



Notes to financial statements (Continued)  
for the year ended 31 March 2014

(Currency : Indian rupees in lakhs)

25.6 Due to micro and small suppliers

Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with the Management, there are no outstanding dues to the Micro, Small and Medium enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006 as set out in following disclosure:

|   | 31 March 2014 | 31 March 2013 |
|---|---------------|---------------|
| Principal amount remaining unpaid to any supplier as at the year end  | 0.56          | 5.34          |
| Interest due thereon  | -             | -             |
| The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006)  | -             | -             |
| The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting year  | -             | -             |
| 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 MSMED Act, 2006.   | -             | -             |
| The amount of interest accrued and remaining unpaid at the end of each accounting year.   | -             | -             |
| 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 the MSMED Act, 2006. | -             | -             |

25.7 Employee benefits

The disclosures as required as per the revised Accounting Standard 15 are as under:

I) Defined contribution plan

- i) Contribution to Provident Fund
- ii) Contribution to Employees State Insurance Corporation
- iii) Contribution to Maharashtra Labour Welfare Fund

| The Company has recognised the following amounts in the Statement of Profit and Loss for the year | 31 March 2014 | 31 March 2013 |
|---|---------------|---------------|
| - Employer's Contribution to Provident Fund   | 63.48         | 102.04        |
| - Employer's Contribution to Employees State Insurance Corporation                                | 46.33         | 94.70         |
| - Maharashtra Labour Welfare Fund   | 0.84          | 1.60          |
|   | <u>110.65</u> | <u>198.34</u> |

\*Included in Contribution to provident fund and other funds (refer note 22 - Employee benefits)

II) Defined Benefit plan

Gratuity

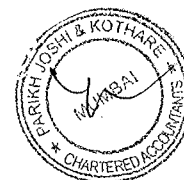
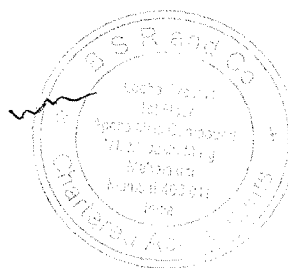
The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on death or resignation or retirement 15 days salary (last drawn salary) for each completed year of service. The company during the year provided Rs 30.90 lakhs (Previous year : Rs. 34.04 lakhs) towards gratuity in the Statement of Profit and Loss.

In accordance with the Accounting Standard 15 (Revised 2005), actuarial valuation has been done in respect of defined benefit plan of gratuity based on the following assumptions:

|   | 31 March 2014 | 31 March 2013 |
|---|---------------|---------------|
| Discount rate                                     | 9.30%         | 7.95%         |
| Salary escalation rate                            | 6.00%         | 5.00%         |
| Expected average remaining lives of the employees | 7.57          | 7.10          |

(i) Change in present value of obligation

|   | 31 March 2014 | 31 March 2013 |
|---|---------------|---------------|
| Present value of obligations as at 1 April 2013               | 127.96        | 94.44         |
| Interest cost   | 10.11         | 9.37          |
| Current service cost  | 23.56         | 21.85         |
| Benefits paid   | (7.40)        | (0.52)        |
| Liabilities assumed on acquisition / (settled on divestiture) | (32.12)       | -             |
| Actuarial losses  | (2.77)        | 2.82          |
| Present value of obligations as at 31 March 2014              | <u>119.34</u> | <u>127.96</u> |





Notes to financial statements (Continued)  
for the year ended 31 March 2014

(Currency : Indian rupees in lakhs)

## 25.1 Employee Benefits (Continued)

## II) Defined benefit plan (Continued)

## (ii) Amount recognised in the Balance Sheet

|  | 31 March 2014 | 31 March 2013 |
|--|---------------|---------------|
| Present value of obligations as at 31 March 2014 | 119.34        | 127.96        |
| Present value of plan assets as at 31 March 2014 | -             | -             |
| Net liability recognised as on 31 March 2014     | 119.34        | 127.96        |

## Classification into Current / Non-Current

The liability in respect of the plan comprises of the following non current and current portion:

|             | 31 March 2014 | 31 March 2013 |
|-------------|---------------|---------------|
| Current     | 22.67         | 24.25         |
| Non current | 96.66         | 103.71        |
|             | 119.33        | 127.96        |

## (iii) Expenses recognised in the Statement of Profit and Loss

|   | 31 March 2014 | 31 March 2013 |
|---|---------------|---------------|
| Current service cost                                    | 23.56         | 21.85         |
| Interest cost on benefit obligation                     | 10.11         | 9.37          |
| Net actuarial loss recognised in the current year       | (2.77)        | 2.82          |
| Expense recognised in the Statement of Profit and Loss* | 30.90         | 34.04         |

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

The Company's liability on account of gratuity is not funded and hence the disclosures relating to the planned assets are not applicable.

| Experience adjustments                    | 31 March 2014 | 31 March 2013 | 31 March 2012 | 31 March 2011 | 31 March 2010 |
|---|---------------|---------------|---------------|---------------|---------------|
| Defined benefit obligation                | 119.34        | 127.96        | 94.44         | 61.81         | 26.18         |
| Plan assets                               | -             | -             | -             | -             | -             |
| (Deficit)                                 | (119.34)      | (127.96)      | (94.44)       | (61.81)       | (26.18)       |
| Experience adjustment on plan liabilities | 2.01          | (1.19)        | 14.50         | -             | 9.58          |
| Experience adjustment on plan assets      | -             | -             | -             | -             | -             |

The Company has provided the gratuity from the year ended 31 March 2011. Hence, disclosure relating to actuarial valuation related experience adjustment are disclosed in 4 years.

## III) Compensated absences

The liability towards absences for the year ended 31 March 2014 based on the actuarial valuation using the projected accrued benefit method amounting to Rs Nil (previous year : Rs 2.74 lakhs)

In accordance with the Accounting Standard 15 (Revised 2005), actuarial valuation has been done in respect of defined benefit plan of compensated absences based on the following key assumptions:

| Particulars            | 31 March 2014 | 31 March 2013 |
|------------------------|---------------|---------------|
| Discount rate          | -             | 7.95%         |
| Salary escalation rate | -             | 5.00%         |

During the current year, the Company has withdrawn the Compensated absences policy. Hence the related actuarial valuation have not been disclosed for the current year ended 31 March 2014.

## Classification into Current / Non-Current

The liability in respect of compensated absences comprises of the following non current and current portion:

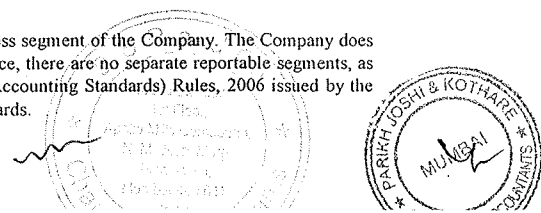
|             | 31 March 2014 | 31 March 2013 |
|-------------|---------------|---------------|
| Current     | -             | 0.29          |
| Non Current | -             | 2.45          |
|             | -             | 2.74          |

## 25.8 Expenditure in foreign currency (on accrual basis)

| Particulars                                   | 31 March 2014 | 31 March 2013 |
|---|---------------|---------------|
| Travelling expenses                           | -             | 1.30          |
| Business promotion and advertisement expenses | -             | 9.40          |
|   | -             | 10.70         |

## 25.9 Segment reporting

The Company is primarily engaged in the business of toll collection, which is the primary business segment of the Company. The Company does not have any separate geographical segment since all its operations are carried out in India. Hence, there are no separate reportable segments, as required by 'Accounting Standard 17' on 'Segment reporting' as prescribed by the Companies (Accounting Standards) Rules, 2006 issued by the Central Government, in consultation with the National Advisory Committee on Accounting Standards.



# MEP Infrastructure Developers Private Limited

## Notes to financial statements (Continued)

for the year ended 31 March 2014

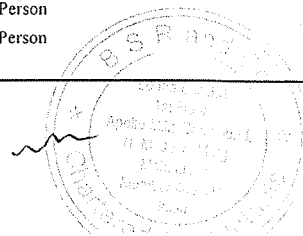
(Currency: Indian rupees in lakhs)

### 25.10 Related party disclosures

In accordance with the requirements of Accounting Standard 18 'Related Party Transactions' as prescribed under the Companies (Accounting Standards) Rules, 2006, following are the names of related parties and their relationships, details of the transaction during the year and balances as at the year end :

#### A. Name of related parties and the nature of relationship

| Name of related party                                 | Nature of relationship  |
|---|---|
| Ideal Toll & Infrastructure Private Limited           | Holding Company   |
| MEP Infrastructure Private Limited                    | Subsidiary  |
| Raima Ventures Private Limited                        | Subsidiary  |
| Rideema Toll Private Limited                          | Subsidiary  |
| MEP Una Bus Terminal Private Limited                  | Subsidiary  |
| MEP Hamirpur Bus Terminal Private Limited             | Subsidiary  |
| MEP Nagzari Toll Road Private Limited                 | Subsidiary  |
| MEP IRDP Solapur Toll Road Private Limited            | Subsidiary  |
| MEP Highway Solutions Private Limited                 | Subsidiary  |
| Rideema Toll Bridge Private Limited                   | Subsidiary  |
| Raima Toll Road Private Limited                       | Subsidiary  |
| MEP Hyderabad Bangalore Toll Road Private Limited     | Subsidiary  |
| MEP Chennai Bypass Toll Road Private Limited          | Subsidiary  |
| MEP RGSL Toll Bridge Private Limited                  | Subsidiary  |
| Baramati Tollways Private Limited                     | Subsidiary  |
| Maask Entertainment Private Limited                   | Enterprises over which significant influence is exercised by key managerial personnel |
| IEPL Power Trading Company Private Limited            |   |
| Ideal Energy Projects Limited                         |   |
| A J Tolls Private Limited                             |   |
| MEP Toll Gates Private Limited                        |   |
| VCR Toll Services Private Limited                     |   |
| Ideal Infoware Private Limited                        |   |
| Global Safety Visions Private Limited                 |   |
| Ideal Hospitality Private Limited                     |   |
| Ideal Brands Private Limited                          |   |
| Raima Manpower & Consultancy Services Private Limited |   |
| IRB Infrastructure Developers Limited                 |   |
| Ideal Road Builders Private Limited.                  |   |
| Thane Ghodbunder Toll Road Private Limited            |   |
| IDAA Infrastructure Private Limited                   |   |
| IRB Infrastructure Private Limited                    |   |
| MMK Toll Road Private Limited                         |   |
| NKT Road & Toll Private Limited                       |   |
| Mhaiskar Infrastructure Private Limited.              |   |
| Altamount Capital Management Private Limited          |   |
| Chitpavan Foundation                                  |   |
| Anuya Enterprises                                     |   |
| Virendra Builders                                     |   |
| Sudha Productions                                     |   |
| Rideema Enterprises.                                  |   |
| Jan Transport   |   |
| D S Enterprises                                       |   |
| Mr. Jayant.Mhaiskar                                   | Key Management Person   |
| Mrs. Anuya Mhaiskar                                   | Key Management Person   |
| Mr. Dattatray Mhaiskar                                | Key Management Person   |
| Mrs. Sudha Mhaiskar                                   | Key Management Person   |
| Mr. Murzash Manekshana                                | Key Management Person   |



MEP Infrastructure Developers Private Limited

Notes to financial statements (Continued)

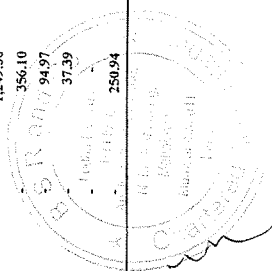
for the year ended 31 March 2014

(Currency: Indian rupees in lakhs)

25.10 Related party disclosures

B. Disclosures of material transactions with related parties and balances as at 31 March 2014

|   | Holding Company          |                          | Subsidiary               |                          | Key Managerial Personnel |                          |                          |                          | Enterprises over which significant influence is exercised by key managerial personnel |                          |                          |                          | Total                    |                          |
|---|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|---|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
|   | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014  | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 |
|   | 31 March 2014            | 31 March 2013            | 31 March 2014            | 31 March 2013            | 31 March 2014            | 31 March 2013            | 31 March 2014            | 31 March 2013            | 31 March 2014   | 31 March 2013            | 31 March 2014            | 31 March 2013            | 31 March 2014            | 31 March 2013            |
| <b>(I) Transactions during the year</b>           |                          |                          |                          |                          |                          |                          |                          |                          |   |                          |                          |                          |                          |                          |
| Managerial remuneration                           |                          |                          |                          |                          |                          |                          |                          |                          |   |                          |                          |                          |                          |                          |
| Mr. Muzazish Maneekshaha                          | -                        | -                        | -                        | -                        | 240.00                   | 75.00                    | -                        | -                        | -   | -                        | 240.00                   | -                        | 75.00                    |                          |
| Loans given                                       |                          |                          |                          |                          |                          |                          |                          |                          |   |                          |                          |                          |                          |                          |
| Ideal Toll & Infrastructure Private Limited       | -                        | 380.18                   | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 380.18                   |                          |
| MEP Infrastructure Private Limited                | -                        | -                        | 1,091.00                 | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 1,091.00                 |                          |
| Rideema Toll Private Limited                      | -                        | -                        | 6,171.14                 | 200.00                   | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 6,171.14                 |                          |
| Rideema Toll Bridge Private Limited               | -                        | -                        | 7,212.48                 | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 7,212.48                 |                          |
| MEP Chennai Bypass Toll Road Private Limited      | -                        | -                        | 542.11                   | 867.30                   | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 542.11                   |                          |
| MEP Hyderabad Bangalore Toll Road Private Limited | -                        | -                        | 2,176.75                 | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 2,176.75                 |                          |
| Raama Toll Road Private Limited                   | -                        | -                        | 1,603.09                 | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 1,603.09                 |                          |
| Baramati Tollways Private Limited                 | -                        | -                        | 421.40                   | 587.21                   | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 421.40                   |                          |
| MEP Highway Solutions Private Limited             | -                        | -                        | 356.10                   | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 356.10                   |                          |
| A. J. Tolls Private Limited                       | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -                        | 28.44   | -                        | -                        | -                        | 28.44                    |                          |
| IEPL Power Trading Company Private Limited        | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -   | 606.31                   | -                        | -                        | 606.31                   |                          |
| MEP Nagarn Toll Road Private Limited              | -                        | -                        | 161.97                   | -                        | -                        | -                        | -                        | -                        | -   | 405.80                   | -                        | -                        | 405.80                   |                          |
| MEP IRDP Solapur Toll Road Private Limited        | -                        | -                        | 33.04                    | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 33.04                    |                          |
| MEP RGSL Toll Bridge Private Limited              | -                        | -                        | 94.97                    | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 94.97                    |                          |
| MEP Hanurpur Bus Terminal Private Limited         | -                        | -                        | 0.61                     | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 0.61                     |                          |
| MEP Una Bus Terminal Private Limited              | -                        | -                        | 1.92                     | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 1.92                     |                          |
| Rideema Enterprises                               | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -   | 105.89                   | -                        | -                        | 105.89                   |                          |
| Jan Transport                                     | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -                        | 250.94  | -                        | -                        | -                        | 250.94                   |                          |
| Repayment of loans given                          |                          |                          |                          |                          |                          |                          |                          |                          |   |                          |                          |                          |                          |                          |
| Ideal Toll & Infrastructure Private Limited       | -                        | 1,086.76                 | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 1,086.76                 |                          |
| MEP Infrastructure Private Limited                | -                        | -                        | 522.97                   | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 522.97                   |                          |
| Rideema Toll Private Limited                      | -                        | -                        | 1,048.94                 | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 1,048.94                 |                          |
| Rideema Toll Bridge Private Limited               | -                        | -                        | 6,220.08                 | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 6,220.08                 |                          |
| MEP Chennai Bypass Toll Road Private Limited      | -                        | -                        | 917.08                   | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 917.08                   |                          |
| MEP Hyderabad Bangalore Toll Road Private Limited | -                        | -                        | 652.44                   | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 652.44                   |                          |
| Raama Toll Road Private Limited                   | -                        | -                        | 692.90                   | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 692.90                   |                          |
| Baramati Tollways Private Limited                 | -                        | -                        | 1,249.36                 | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 1,249.36                 |                          |
| MEP Highway Solutions Private Limited             | -                        | -                        | 356.10                   | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 356.10                   |                          |
| MEP RGSL Toll Bridge Private Limited              | -                        | -                        | 94.97                    | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 94.97                    |                          |
| MEP IRDP Solapur Toll Road Private Limited        | -                        | -                        | 37.39                    | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 37.39                    |                          |
| Mrs. Anaya Mhaikar                                | -                        | -                        | -                        | -                        | -                        | 927.94                   | -                        | -                        | 250.94  | -                        | -                        | -                        | 927.94                   |                          |
| Jan Transport                                     | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 927.94                   |                          |



MEP Infrastructure Developers Private Limited

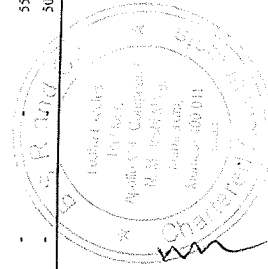
Notes to financial statements (Continued)  
for the year ended 31 March 2014

(Currency: Indian rupees in lakhs)

25.10 Related party disclosures (Continued)

B. Disclosures of material transactions with related parties and balances as at 31 March 2014

|   | Holding Company          |                          | Subsidiary               |                          | Key Managerial Personnel |                          | Enterprises over which significant influence is exercised by key managerial personnel |                          |                          |                          | Total                    |                          |
|---|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|---|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
|   | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014  | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 |
|   |                          |                          |                          |                          |                          |                          |   |                          |                          |                          |                          |                          |
| A. J. Tolls Private Limited                       | -                        | -                        | -                        | -                        | -                        | -                        | 458.33  | 974.78                   | -                        | -                        | 458.33                   | 974.78                   |
| Ideal Energy Projects Limited                     | -                        | -                        | -                        | -                        | -                        | -                        | 6.27  | -                        | -                        | -                        | 6.27                     | -                        |
| IEPL Power Trading Company Private Limited        | -                        | -                        | -                        | -                        | -                        | -                        | -   | 559.30                   | -                        | -                        | -                        | 559.30                   |
| MEP Naggar Toll Road Private Limited              | -                        | -                        | 1.44                     | -                        | -                        | -                        | -   | -                        | -                        | -                        | 1.44                     | -                        |
| Sudha Productions                                 | -                        | -                        | -                        | -                        | -                        | -                        | -   | 7.60                     | -                        | -                        | -                        | 7.60                     |
| Riddima Enterprises                               | -                        | -                        | -                        | -                        | -                        | -                        | 119.13  | 15.00                    | -                        | -                        | 119.13                   | 15.00                    |
| <b>Loan taken</b>                                 |                          |                          |                          |                          |                          |                          |   |                          |                          |                          |                          |                          |
| Ideal Toll & Infrastructure Private Limited       | 12,559.48                | 1,204.00                 | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 12,559.48                | 1,204.00                 |
| MEP Infrastructure Private Limited                | -                        | -                        | 3,970.94                 | 280.91                   | -                        | -                        | -   | -                        | -                        | -                        | 3,970.94                 | 280.91                   |
| MEP IRDP Solapur Toll Road Private Limited        | -                        | -                        | 54.87                    | -                        | -                        | -                        | -   | -                        | -                        | -                        | 54.87                    | -                        |
| IEPL Power Trading Company Private Limited        | -                        | -                        | -                        | -                        | -                        | -                        | 309.39  | -                        | -                        | -                        | 309.39                   | -                        |
| MEP Hyderabad Bangalore Toll Road Private Limited | -                        | -                        | 953.40                   | -                        | -                        | -                        | -   | -                        | -                        | -                        | 953.40                   | -                        |
| Raima Ventures Private Limited                    | -                        | -                        | 619.96                   | -                        | -                        | -                        | -   | -                        | -                        | -                        | 619.96                   | -                        |
| MEP RGSL Toll Bridge Private Limited              | -                        | -                        | 2,255.36                 | -                        | -                        | -                        | -   | -                        | -                        | -                        | 2,255.36                 | -                        |
| Jan Transport                                     | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 127.76                   | -                        | 127.76                   |
| Mrs. Anuya Mhaiskar                               | -                        | -                        | -                        | -                        | -                        | -                        | 5.69  | -                        | -                        | -                        | 5.69                     | -                        |
| Mr. Jayant Mhaiskar                               | -                        | -                        | -                        | -                        | -                        | -                        | 6,250.90  | 1,489.97                 | -                        | -                        | 6,250.90                 | 1,489.97                 |
| <b>Repayment of loans taken</b>                   |                          |                          |                          |                          |                          |                          |   |                          |                          |                          |                          |                          |
| Ideal Toll & Infrastructure Private Limited       | 12,372.02                | 985.00                   | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 12,372.02                | 985.00                   |
| MEP Infrastructure Private Limited                | -                        | -                        | 3,970.94                 | 18,636.16                | -                        | -                        | -   | -                        | -                        | -                        | 3,970.94                 | 18,636.16                |
| MEP IRDP Solapur Toll Road Private Limited        | -                        | -                        | 43.64                    | -                        | -                        | -                        | -   | -                        | -                        | -                        | 43.64                    | -                        |
| MEP Hyderabad Bangalore Toll Road Private Limited | -                        | -                        | 953.40                   | -                        | -                        | -                        | -   | -                        | -                        | -                        | 953.40                   | -                        |
| IEPL Power Trading Company Private Limited        | -                        | -                        | -                        | -                        | -                        | -                        | 309.39  | -                        | -                        | -                        | 309.39                   | -                        |
| Raima Ventures Private Limited                    | -                        | -                        | 158.65                   | -                        | -                        | -                        | -   | -                        | -                        | -                        | 158.65                   | -                        |
| MEP RGSL Toll Bridge Private Limited              | -                        | -                        | 10.59                    | -                        | -                        | -                        | -   | -                        | -                        | -                        | 10.59                    | -                        |
| Anuya Enterprises                                 | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 197.94                   | -                        | 197.94                   |
| Jan Transport                                     | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 187.89                   | -                        | 187.89                   |
| Mrs. Anuya Mhaiskar                               | -                        | -                        | -                        | -                        | -                        | -                        | 5.69  | -                        | -                        | -                        | 5.69                     | -                        |
| Mr. Jayant Mhaiskar                               | -                        | -                        | -                        | -                        | -                        | -                        | 6,263.87  | 1,515.14                 | -                        | -                        | 6,263.87                 | 1,515.14                 |
| <b>Advances taken</b>                             |                          |                          |                          |                          |                          |                          |   |                          |                          |                          |                          |                          |
| Raima Ventures Private Limited                    | -                        | -                        | -                        | 553.12                   | -                        | -                        | -   | -                        | -                        | -                        | -                        | 553.12                   |
| MEP Infrastructure Private Limited                | -                        | -                        | -                        | 500.00                   | -                        | -                        | -   | -                        | -                        | -                        | -                        | 500.00                   |



# MEP Infrastructure Developers Private Limited

## Notes to financial statements (Continued)

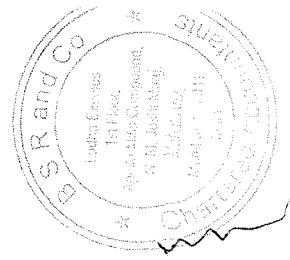
for the year ended 31 March 2014

(Currency: Indian rupees in lakhs)

### 25.10 Related party disclosures (Continued)

#### B. Disclosures of material transactions with related parties and balances as at 31 March 2014

|   | Holding Company |               |               | Subsidiary    |               |               | Key Managerial Personnel |               |               | Enterprises over which significant influence is exercised by key managerial personnel |               |               | Total         |               |
|---|-----------------|---------------|---------------|---------------|---------------|---------------|--------------------------|---------------|---------------|---|---------------|---------------|---------------|---------------|
|   | Year ended      | Year ended    | Year ended    | Year ended    | Year ended    | Year ended    | Year ended               | Year ended    | Year ended    | Year ended  | Year ended    | Year ended    | Year ended    | Year ended    |
|   | 31 March 2014   | 31 March 2013 | 31 March 2014 | 31 March 2013 | 31 March 2014 | 31 March 2013 | 31 March 2014            | 31 March 2013 | 31 March 2014 | 31 March 2013   | 31 March 2014 | 31 March 2013 | 31 March 2014 | 31 March 2013 |
| Repayment of advances taken                               | -               | -             | 116.82        | 793.06        | -             | -             | -                        | -             | -             | -   | 116.82        | 793.06        | -             | -             |
| Raima Ventures Private Limited                            | -               | -             | 212.73        | 29,443.10     | -             | -             | -                        | -             | -             | -   | 212.73        | 29,443.10     | -             | -             |
| MEP Infrastructure Private Limited (Mobilisation Advance) | -               | -             | -             | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | -             |
| Advances given  | 2,750.00        | -             | -             | -             | -             | -             | 500.00                   | -             | -             | -   | 2,750.00      | -             | -             | -             |
| Ideal Toll & Infrastructure Private Limited               | -               | -             | -             | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | -             |
| A J Tolls Private Limited                                 | -               | -             | -             | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | -             |
| Share application money paid                              | -               | -             | 4,533.75      | -             | -             | -             | -                        | -             | -             | -   | 4,533.75      | -             | -             | -             |
| MEP Infrastructure Private Limited                        | -               | -             | 405.80        | -             | -             | -             | -                        | -             | -             | -   | 405.80        | -             | -             | -             |
| Rudema Toll Private Limited                               | -               | -             | -             | 4.02          | -             | -             | -                        | -             | -             | -   | -             | 4.02          | -             | -             |
| MEP Una Bus Terminal Private Limited                      | -               | -             | 1.66          | 8.11          | -             | -             | -                        | -             | -             | -   | 1.66          | 8.11          | -             | -             |
| MEP Hamirpur Bus Terminal Private Limited                 | -               | -             | 23.10         | 63.88         | -             | -             | -                        | -             | -             | -   | 23.10         | 63.88         | -             | -             |
| MEP Nagzart Toll Road Private Limited                     | -               | -             | 0.68          | 87.80         | -             | -             | -                        | -             | -             | -   | 0.68          | 87.80         | -             | -             |
| MEP IRDP Solapur Toll Road Private Limited                | -               | -             | 200.22        | 268.40        | -             | -             | -                        | -             | -             | -   | 200.22        | 268.40        | -             | -             |
| Rudema Toll Bridge Private Limited                        | -               | -             | 99.00         | 601.00        | -             | -             | -                        | -             | -             | -   | 99.00         | 601.00        | -             | -             |
| Raima Toll Road Private Limited                           | -               | -             | -             | -             | -             | -             | 0.05                     | -             | -             | -   | 0.05          | -             | -             | -             |
| MEP Toll Gates Private Limited                            | -               | -             | 1,313.48      | 0.11          | -             | -             | -                        | -             | -             | -   | 1,313.48      | 0.11          | -             | -             |
| MEP Highway Solutions Private Limited                     | -               | -             | 399.00        | 0.11          | -             | -             | -                        | -             | -             | -   | 399.00        | 0.11          | -             | -             |
| MEP RGSL Toll Bridge Private Limited                      | -               | -             | -             | 804.90        | -             | -             | -                        | -             | -             | -   | -             | 804.90        | -             | -             |
| MEP Hyderabad Bangalore Toll Road Private Limited         | -               | -             | 10.53         | 389.46        | -             | -             | -                        | -             | -             | -   | 10.53         | 389.46        | -             | -             |
| MEP Chennai Bypass Toll Road Private Limited              | -               | -             | -             | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | -             |
| Ideal Hospitality Private Limited                         | -               | -             | -             | -             | -             | -             | 0.48                     | -             | -             | -   | 0.48          | -             | -             | -             |
| Ideal Energy Projects Limited                             | -               | -             | -             | -             | -             | -             | -                        | -             | -             | -   | -             | 750.00        | -             | -             |
| Share application money paid returned back                | 5,525.75        | -             | -             | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | -             |
| Ideal Toll & Infrastructure Private Limited               | -               | -             | 800.09        | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | -             |
| MEP Highway Solutions Private Limited                     | -               | -             | 804.39        | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | -             |
| MEP Hyderabad Bangalore Toll Road Private Limited         | -               | -             | -             | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | -             |
| A J Tolls Private Limited                                 | -               | -             | -             | -             | -             | -             | 989.44                   | -             | -             | -   | 989.44        | 5,010.56      | -             | -             |
| Rudema Toll Bridge Private Limited                        | -               | -             | 200.64        | -             | -             | -             | -                        | -             | -             | -   | -             | 200.64        | -             | -             |
| MEP IRDP Solapur Toll Road Private Limited                | -               | -             | 6.50          | -             | -             | -             | -                        | -             | -             | -   | -             | 6.50          | -             | -             |
| MEP RGSL Toll Bridge Private Limited                      | -               | -             | 0.11          | -             | -             | -             | -                        | -             | -             | -   | -             | 0.11          | -             | -             |
| MEP Una Bus Terminal Private Limited                      | -               | -             | 0.40          | 1,500.00      | -             | -             | -                        | -             | -             | -   | -             | 0.40          | -             | -             |
| MEP Hamirpur Bus Terminal Private Limited                 | -               | -             | -             | 1,000.00      | -             | -             | -                        | -             | -             | -   | -             | 1,000.00      | -             | -             |
| Baranandi Tollways Private Limited                        | -               | -             | 1,221.37      | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | -             |
| MEP Nagzart Toll Road Private Limited                     | -               | -             | 23.00         | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | -             |
| Rudema Toll Private Limited                               | -               | -             | -             | 4,000.00      | -             | -             | -                        | -             | -             | -   | -             | -             | -             | -             |
| Ideal Hospitality Private Limited                         | -               | -             | -             | -             | -             | -             | 1,020.00                 | -             | -             | -   | 1,020.00      | -             | -             | -             |
| Ideal Energy Projects Limited                             | -               | -             | -             | -             | -             | -             | 450.00                   | -             | -             | -   | 450.00        | -             | -             | -             |



MEP Infrastructure Developers Private Limited

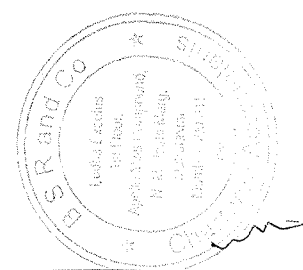
Notes to financial statements (Continued)  
for the year ended 31 March 2014

(Currency: Indian rupees in lakhs)

25.10 Related party disclosures (Continued)

B. Disclosures of material transactions with related parties and balances as at 31 March 2014

|   | Holding Company          |                          | Subsidiary               |                          | Key Managerial Personnel |                          | Enterprises over which significant influence is exercised by key managerial personnel |                          | Total                    |                          |
|---|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|---|--------------------------|--------------------------|--------------------------|
|   | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014  | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 |
|   |                          |                          |                          |                          |                          |                          |   |                          |                          |                          |
| Advances returned which were received for purchase of shares  | -                        | -                        | -                        | -                        | -                        | -                        | -   | 1,101.00                 | -                        | 1,101.00                 |
| Jan Transport   | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        |
| Investment in shares of MEP Infrastructure Private Limited from Ideal Toll & Infrastructure Private Limited | 427.30                   | -                        | -                        | -                        | -                        | -                        | -   | -                        | 427.30                   | -                        |
| Investment in shares of Rideema Toll Private Limited from Ideal Toll & Infrastructure Private Limited       | 414.60                   | -                        | -                        | -                        | -                        | 567.00                   | -   | -                        | 414.60                   | -                        |
| Mr. Jayant Mhaikar  | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | 567.00                   | -                        |
| Investment in shares of MEP Highway Solutions Private Limited from  | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        |
| Mrs. Anuya Mhaikar  | -                        | -                        | -                        | -                        | 0.49                     | -                        | -   | -                        | 0.49                     | -                        |
| Mr. Jayant Mhaikar  | -                        | -                        | -                        | -                        | 0.49                     | -                        | -   | -                        | 0.49                     | -                        |
| Investment in shares of MEP RGSL Toll Bridge Private Limited from   | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        |
| Mrs. Anuya Mhaikar  | -                        | -                        | -                        | -                        | 0.49                     | -                        | -   | -                        | 0.49                     | -                        |
| Mr. Jayant Mhaikar  | -                        | -                        | -                        | -                        | 0.49                     | -                        | -   | -                        | 0.49                     | -                        |
| Equity contribution made  | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        |
| Purchase of shares of MEP Hamirpur Bus Terminal Private Limited   | -                        | -                        | 94.50                    | -                        | -                        | -                        | -   | -                        | 94.50                    | -                        |
| Purchase of shares of MEP Una Bus Terminal Private Limited  | -                        | -                        | 64.00                    | -                        | -                        | -                        | -   | -                        | 64.00                    | -                        |
| Purchase of shares of MEP Chennai Bypass Toll Road Private Limited  | -                        | -                        | 399.00                   | 1.00                     | -                        | -                        | -   | -                        | 399.00                   | 1.00                     |
| Purchase of shares of MEP Hyderabad Bangalore Toll Road Private Limited                                     | -                        | -                        | -                        | 0.51                     | -                        | -                        | -   | -                        | -                        | 0.51                     |
| Purchase of shares of MEP Nagzari Toll Road Private Limited   | -                        | -                        | 63.00                    | 0.98                     | -                        | -                        | -   | -                        | 63.00                    | 0.98                     |
| Purchase of shares of MEP RDPP Solapur Toll Road Private Limited  | -                        | -                        | 81.00                    | 0.98                     | -                        | -                        | -   | -                        | 81.00                    | 0.98                     |
| Purchase of shares of Rideema Toll Bridge Private Limited   | -                        | -                        | 267.00                   | 0.98                     | -                        | -                        | -   | -                        | 267.00                   | 0.98                     |
| Purchase of shares of Rauma Toll Road Private Limited   | -                        | -                        | 699.00                   | 1.00                     | -                        | -                        | -   | -                        | 699.00                   | 1.00                     |
| Purchase of shares of Rideema Toll Private Limited  | -                        | -                        | 405.80                   | -                        | -                        | -                        | -   | -                        | 405.80                   | -                        |
| Purchase of shares of Ideal Energy Projects Limited   | -                        | -                        | -                        | -                        | -                        | -                        | -   | 300.00                   | -                        | 300.00                   |
| Purchase of shares of MEP Highway Solutions Private Limited   | -                        | -                        | 313.50                   | -                        | -                        | -                        | -   | -                        | 313.50                   | -                        |
| Purchase of shares of MEP RGSL Toll Bridge Private Limited  | -                        | -                        | 399.00                   | -                        | -                        | -                        | -   | -                        | 399.00                   | -                        |
| Expenses incurred on our behalf by  | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        |
| Rauma Toll Road Private Limited   | -                        | -                        | 104.71                   | -                        | -                        | -                        | -   | -                        | 104.71                   | -                        |
| MEP Highway Solutions Private Limited   | -                        | -                        | 25.98                    | -                        | -                        | -                        | -   | -                        | 25.98                    | -                        |
| Rauma Manpower & Consultancy Services Private Limited   | -                        | -                        | -                        | -                        | -                        | -                        | -   | 2.29                     | -                        | 2.29                     |
| Jan Transport   | -                        | -                        | -                        | -                        | -                        | -                        | -   | 21.67                    | -                        | 21.67                    |



MEP Infrastructure Developers Private Limited

Notes to financial statements (Continued)

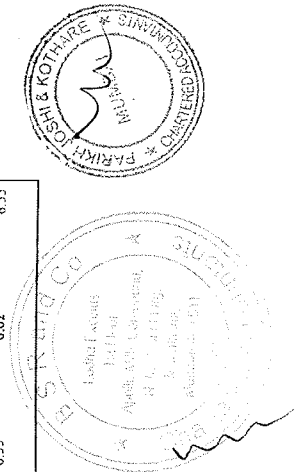
for the year ended 31 March 2014

(Currency: Indian rupees in lakhs)

25.10 Related party disclosures (Continued)

B. Disclosures of material transactions with related parties and balances as at 31 March 2014

|   | Holding Company          |                          |                          | Subsidiary               |                          |                          | Key Managerial Personnel |                          |                          | Enterprises over which significant influence is exercised by key managerial personnel |                          |                          | Total                    |                          |
|---|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|---|--------------------------|--------------------------|--------------------------|--------------------------|
|   | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013  | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 |
|   |                          |                          |                          |                          |                          |                          |                          |                          |                          |   |                          |                          |                          |                          |
| Expenses incurred on behalf of                    |                          |                          |                          |                          |                          |                          |                          |                          |                          |   |                          |                          |                          |                          |
| Ideal Toll & Infrastructure Private Limited       | 384.94                   | 0.03                     | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 384.94                   | 0.03                     |
| MEP Infrastructure Private Limited                | -                        | -                        | 275.56                   | 7.53                     | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 275.56                   | 7.53                     |
| Baranadi Tollways Private Limited                 | -                        | -                        | 103.76                   | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 103.76                   | -                        |
| Rajma Ventures Private Limited                    | -                        | -                        | 28.51                    | 0.22                     | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 28.51                    | 0.22                     |
| Rudema Toll Bridge Private Limited                | -                        | -                        | 62.51                    | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 62.51                    | -                        |
| Rudema Toll Private Limited                       | -                        | -                        | 0.11                     | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 0.11                     | -                        |
| MEP Chennai Bypass Toll Road Private Limited      | -                        | -                        | 118.44                   | 11.52                    | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 118.44                   | 11.52                    |
| MEP Hyderabad Bangalore Toll Road Private Limited | -                        | -                        | 81.90                    | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 81.90                    | -                        |
| MEP IRDP Solapur Toll Road Private Limited        | -                        | -                        | 121.37                   | 0.02                     | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 121.37                   | 0.02                     |
| Rajma Toll Road Private Limited                   | -                        | -                        | 0.11                     | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 0.11                     | -                        |
| MEP Nagzan Toll Road Private Limited              | -                        | -                        | 75.79                    | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 75.79                    | -                        |
| MEP RGSL Toll Bridge Private Limited              | -                        | -                        | 26.80                    | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 26.80                    | -                        |
| MEP Una Bus Terminal Private Limited              | -                        | -                        | 0.11                     | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 0.11                     | -                        |
| VCR Toll Services Private Limited                 | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -                        | 14.99                    | -   | -                        | -                        | 14.99                    | -                        |
| Mr. Dataray Mhaikar                               | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -                        | 0.01  | -                        | -                        | -                        | 0.01                     |
| Ideal Energy Projects Limited                     | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -                        | 6.91                     | -   | 19.36                    | -                        | 6.91                     | 19.36                    |
| A J Tolls Private Limited                         | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -                        | 0.15                     | -   | 0.05                     | -                        | 0.15                     | 0.05                     |
| Maask Entertainment Private Limited.              | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -   | 0.11                     | -                        | -                        | 0.11                     |
| Interest on loans given - Income                  |                          |                          |                          |                          |                          |                          |                          |                          |                          |   |                          |                          |                          |                          |
| Baranadi Tollways Private Limited                 | -                        | -                        | 128.83                   | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 128.83                   | -                        |
| Rudema Toll Bridge Private Limited                | -                        | -                        | 206.18                   | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 206.18                   | -                        |
| Rudema Toll Private Limited                       | -                        | -                        | 218.82                   | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 218.82                   | -                        |
| MEP Infrastructure Private Limited                | -                        | -                        | 4.56                     | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 4.56                     | -                        |
| MEP Hyderabad Bangalore Toll Road Private Limited | -                        | -                        | 138.60                   | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 138.60                   | -                        |
| MEP Chennai Bypass Toll Road Private Limited      | -                        | -                        | 97.81                    | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 97.81                    | -                        |
| MEP Nagzan Toll Road Private Limited              | -                        | -                        | 2.75                     | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 2.75                     | -                        |
| Rajma Toll Road Private Limited                   | -                        | -                        | 107.95                   | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | 107.95                   | -                        |
| A J Tolls Private Limited                         | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -                        | 27.91                    | -   | 6.55                     | -                        | 27.91                    | 6.55                     |
| Rudema Enterprises                                | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -                        | 6.62                     | -   | 6.62                     | -                        | 6.62                     | -                        |



MEP Infrastructure Developers Private Limited

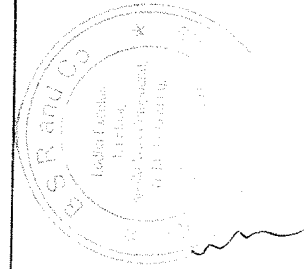
Notes to financial statements (Continued)  
for the year ended 31 March 2014

(Currency: Indian rupees in lakhs)

25.10 Related party disclosures (Continued)

B. Disclosures of material transactions with related parties and balances as at 31 March 2014

|   | Holding Company |               |               | Subsidiary    |               |               | Key Managerial Personnel |               |               | Enterprises over which significant influence is exercised by key managerial personnel |               |               | Total         |               |               |
|---|-----------------|---------------|---------------|---------------|---------------|---------------|--------------------------|---------------|---------------|---|---------------|---------------|---------------|---------------|---------------|
|   | Year ended      | Year ended    | Year ended    | Year ended    | Year ended    | Year ended    | Year ended               | Year ended    | Year ended    | Year ended  | Year ended    | Year ended    | Year ended    | Year ended    | Year ended    |
|   | 31 March 2014   | 31 March 2013 | 31 March 2014 | 31 March 2014 | 31 March 2013 | 31 March 2014 | 31 March 2014            | 31 March 2013 | 31 March 2014 | 31 March 2014   | 31 March 2013 | 31 March 2014 | 31 March 2013 | 31 March 2014 | 31 March 2013 |
| <b>Interest on loans taken - expenses</b>         | -               | -             | -             | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | -             | -             |
| Rauma Ventures Private Limited                    | -               | -             | 29.23         | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | 29.23         | -             |
| MEP RGSL Toll Bridge Private Limited              | -               | -             | 3.06          | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | 3.06          | -             |
| <b>Income from toll collection</b>                | -               | -             | -             | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | -             | -             |
| D S Enterprises                                   | -               | -             | -             | -             | -             | -             | 4,115.06                 | -             | -             | -   | 2,608.33      | -             | -             | 4,115.06      | 2,608.33      |
| <b>Receipt of trade receivables</b>               | -               | -             | -             | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | -             | -             |
| D S Enterprises                                   | -               | -             | -             | -             | -             | -             | 1,873.30                 | -             | -             | -   | -             | -             | -             | 1,873.30      | -             |
| <b>Road repairing charges received</b>            | -               | -             | -             | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | -             | -             |
| MEP Infrastructure Private Limited                | -               | -             | 244.10        | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | 244.10        | 1,971.68      |
| <b>Sale of fixed assets</b>                       | -               | -             | -             | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | -             | -             |
| MEP Hyderabad Bangalore Toll Road Private Limited | -               | -             | 47.83         | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | 47.83         | -             |
| MEP RGSL Toll Bridge Private Limited              | -               | -             | 22.61         | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | 22.61         | -             |
| MEP Nagzari Toll Road Private Limited             | -               | -             | -             | 9.07          | -             | -             | -                        | -             | -             | -   | -             | -             | -             | -             | 9.07          |
| MEP IRDP Solapur Toll Road Private Limited        | -               | -             | -             | 4.34          | -             | -             | -                        | -             | -             | -   | -             | -             | -             | -             | 4.34          |
| <b>Guarantees given on behalf of</b>              | -               | -             | -             | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | -             | -             |
| MEP IRDP Solapur Toll Road Private Limited        | -               | -             | -             | 637.50        | -             | -             | -                        | -             | -             | -   | -             | -             | -             | -             | 637.50        |
| MEP Nagzari Toll Road Private Limited             | -               | -             | -             | 837.50        | -             | -             | -                        | -             | -             | -   | -             | -             | -             | -             | 837.50        |
| MEP Chennai Bypass Toll Road Private Limited      | -               | -             | -             | 6,940.00      | -             | -             | -                        | -             | -             | -   | -             | -             | -             | -             | 6,940.00      |
| Rauma Toll Road Private Limited                   | -               | -             | -             | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | -             | -             |
| MEP RGSL Toll Bridge Private Limited              | -               | -             | 8,050.00      | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | 8,050.00      | -             |
| Rideema Toll Bridge Private Limited               | -               | -             | 4,000.00      | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | 4,000.00      | -             |
| MEP Hyderabad Bangalore Toll Road Private Limited | -               | -             | 24,880.00     | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | 24,880.00     | -             |
| MEP Hyderabad Bangalore Toll Road Private Limited | -               | -             | 8,360.00      | -             | -             | -             | -                        | -             | -             | -   | -             | -             | -             | 8,360.00      | -             |







MEP Infrastructure Developers Private Limited

Notes to financial statements (Continued)

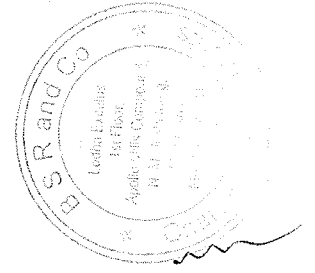
for the year ended 31 March 2014

(Currency: Indian rupees in lakhs)

25.10 Related party disclosures (Continued)

B. Disclosures of material transactions with related parties and balances as at 31 March 2014

|   | Holding Company          |                          | Subsidiary               |                          | Key Managerial Personnel |                          |                          |                          | Enterprises over which significant influence is exercised by key managerial personnel |                          |                          |                          | Total                    |                          |
|---|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|---|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
|   | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014  | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 |
|   |                          |                          |                          |                          |                          |                          |                          |                          |   |                          |                          |                          |                          |                          |
| <b>Advances given</b>                             | 2,750.00                 | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 2,750.00                 | -                        |
| Ideal Toll & Infrastructure Private Limited       | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| A J Tolls Private Limited                         | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 500.00                   | -                        |
| Raina Ventures Private Limited                    | -                        | -                        | -                        | 116.82                   | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | -                        | 116.82                   |
| <b>Advance against acquisition of shares</b>      | -                        | -                        | 10,075.00                | 5,541.25                 | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 10,075.00                | 5,541.25                 |
| MEP Infrastructure Private Limited                | 584.80                   | 6,110.55                 | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 584.80                   | 6,110.55                 |
| Ideal Toll & Infrastructure Private Limited       | -                        | -                        | -                        | 1,221.37                 | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | -                        | 1,221.37                 |
| Baramati Tollways Private Limited                 | -                        | -                        | 114.98                   | 114.98                   | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 114.98                   | 114.98                   |
| Rideema Toll Private Limited                      | -                        | -                        | -                        | 92.84                    | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | -                        | 92.84                    |
| MEP Hamirpur Bus Terminal Private Limited         | -                        | -                        | -                        | 64.40                    | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | -                        | 64.40                    |
| MEP Una Bus Terminal Private Limited              | -                        | -                        | -                        | 62.90                    | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | -                        | 62.90                    |
| MEP Nagzari Toll Road Private Limited             | -                        | -                        | -                        | 86.82                    | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | -                        | 86.82                    |
| MEP IRDP Solapur Toll Road Private Limited        | -                        | -                        | -                        | 267.42                   | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | -                        | 267.42                   |
| Rideema Toll Bridge Private Limited               | -                        | -                        | -                        | 600.00                   | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | -                        | 600.00                   |
| Raina Toll Road Private Limited                   | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -                        | 0.16  | -                        | -                        | -                        | 0.16                     | 0.11                     |
| MEP Toll Gates Private Limited                    | -                        | -                        | 200.00                   | 0.11                     | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | 200.00                   | 0.11                     |
| MEP Highway Solutions Private Limited             | -                        | -                        | -                        | 0.11                     | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | -                        | 0.11                     |
| MEP RGSL Toll Bridge Private Limited              | -                        | -                        | -                        | 804.39                   | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | -                        | 804.39                   |
| MEP Hyderabad Bangalore Toll Road Private Limited | -                        | -                        | -                        | 388.47                   | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | -                        | 388.47                   |
| MEP Chennai Bypass Toll Road Private Limited      | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -                        | 2,090.00  | -                        | -                        | -                        | 2,090.00                 | 3,110.00                 |
| Ideal Hospitality Private Limited                 | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | -                        | 450.00                   |
| Ideal Energy Projects Limited                     | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -                        | 0.48  | -                        | -                        | -                        | 0.48                     | 450.00                   |
| A J Tolls Private Limited                         | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | -                        | 989.44                   |
| <b>Advances taken</b>                             | -                        | -                        | -                        | 212.73                   | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | -                        | 212.73                   |
| MEP Infrastructure Private Limited                | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |



# MEP Infrastructure Developers Private Limited

## Notes to financial statements (Continued)

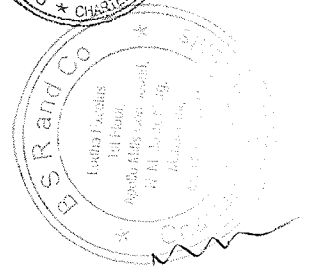
for the year ended 31 March 2014

(Currency: Indian rupees in lakhs)

### 25.10 Related party disclosures (Continued)

#### B. Disclosures of material transactions with related parties and balances as at 31 March 2014

|   | Holding Company |               | Subsidiary    |               | Key Managerial Personnel |               | Enterprises over which significant influence is exercised by key managerial personnel |               | Total         |               |
|---|-----------------|---------------|---------------|---------------|--------------------------|---------------|---|---------------|---------------|---------------|
|   | Year ended      | Year ended    | Year ended    | Year ended    | Year ended               | Year ended    | Year ended  | Year ended    | Year ended    | Year ended    |
|   | 31 March 2014   | 31 March 2013 | 31 March 2014 | 31 March 2013 | 31 March 2014            | 31 March 2013 | 31 March 2014   | 31 March 2013 | 31 March 2014 | 31 March 2013 |
| <b>Guarantees given on behalf of</b>              |                 |               |               |               |                          |               |   |               |               |               |
| A J Tolls Private Limited                         | -               | -             | -             | -             | -                        | -             | 2,423.12  | 2,423.12      | -             | 2,423.12      |
| Ideal Energy Projects Limited                     | -               | -             | -             | -             | -                        | -             | 5,200.00  | 5,200.00      | -             | 5,200.00      |
| Raama Ventures Private Limited                    | -               | 15,000.00     | 15,000.00     | 15,000.00     | -                        | -             | 15,000.00   | 15,000.00     | 15,000.00     | 15,000.00     |
| Baramati Tollways Private Limited                 | -               | 5,941.00      | 5,941.00      | 5,941.00      | -                        | -             | 5,941.00  | 5,941.00      | 5,941.00      | 5,941.00      |
| MEP Infrastructure Private Limited                | -               | 275,857.00    | 275,857.00    | 275,857.00    | -                        | -             | 275,857.00  | 275,857.00    | 275,857.00    | 275,857.00    |
| MEP IRDP Solapur Toll Road Private Limited        | -               | 637.50        | 637.50        | 637.50        | -                        | -             | 637.50  | 637.50        | 637.50        | 637.50        |
| MEP Nagzari Toll Road Private Limited             | -               | 837.50        | 837.50        | 837.50        | -                        | -             | 837.50  | 837.50        | 837.50        | 837.50        |
| MEP Chennai Bypass Toll Road Private Limited      | -               | 6,940.00      | 6,940.00      | 6,940.00      | -                        | -             | 6,940.00  | 6,940.00      | 6,940.00      | 6,940.00      |
| Ideal Toll & Infrastructure Private Limited       | -               | 1,093.00      | -             | -             | -                        | -             | -   | -             | -             | 1,093.00      |
| Raama Toll Road Private Limited                   | -               | 8,050.00      | 8,050.00      | -             | -                        | -             | 8,050.00  | -             | 8,050.00      | -             |
| MEP RGSL Toll Bridge Private Limited              | -               | 4,000.00      | 4,000.00      | -             | -                        | -             | 4,000.00  | -             | 4,000.00      | -             |
| Ridocema Toll Bridge Private Limited              | -               | 24,880.00     | 24,880.00     | -             | -                        | -             | 24,880.00   | -             | 24,880.00     | -             |
| MEP Hyderabad Bangalore Toll Road Private Limited | -               | -             | 8,360.00      | -             | -                        | -             | 8,360.00  | -             | 8,360.00      | -             |
| <b>Loans taken from the related parties</b>       |                 |               |               |               |                          |               |   |               |               |               |
| Ideal Toll & Infrastructure Private Limited       | 406.46          | 219.00        | -             | -             | -                        | -             | -   | -             | 406.46        | 219.00        |
| Mr. Jayant Mhatrekar                              | -               | -             | -             | -             | -                        | 12.97         | -   | -             | -             | 12.97         |
| MEP IRDP Solapur Toll Road Private Limited        | -               | -             | 11.23         | -             | -                        | -             | 11.23   | -             | -             | -             |
| Raama Ventures Private Limited                    | -               | -             | 461.32        | -             | -                        | -             | 461.32  | -             | -             | -             |
| MEP RGSL Toll Bridge Private Limited              | -               | -             | 2,244.78      | -             | -                        | -             | 2,244.78  | -             | -             | -             |
| <b>Trade receivables</b>                          |                 |               |               |               |                          |               |   |               |               |               |
| MEP Hyderabad Bangalore Toll Road Private Limited | -               | -             | 47.83         | -             | -                        | -             | 47.83   | -             | 47.83         | -             |
| MEP RGSL Toll Bridge Private Limited              | -               | -             | 22.61         | -             | -                        | -             | 22.61   | -             | 22.61         | -             |
| D S Enterprises                                   | -               | -             | -             | -             | 2,241.76                 | -             | 2,241.76  | 2,608.34      | 2,241.76      | 2,608.34      |



MEP Infrastructure Developers Private Limited

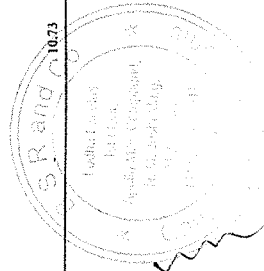
Notes to financial statements (Continued)  
for the year ended 31 March 2014

(Currency: Indian rupees in lakhs)

25.10 Related party disclosures (Continued)

B. Disclosures of material transactions with related parties and balances as at 31 March 2014

|   | Holding Company          |                          | Subsidiary               |                          | Key Managerial Personnel |                          | Enterprises over which significant influence is exercised by key managerial personnel |                          | Total                    |                          |
|---|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|---|--------------------------|--------------------------|--------------------------|
|   | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014  | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 |
| Advances recoverable in cash or kind              | -                        | -                        | 90.60                    | -                        | -                        | -                        | -   | -                        | 90.60                    | -                        |
| Baramati Tollways Private Limited                 | -                        | -                        | 36.94                    | -                        | -                        | -                        | -   | -                        | 36.94                    | -                        |
| Rudema Toll Bridge Private Limited                | -                        | -                        | 213.46                   | -                        | -                        | -                        | -   | -                        | 213.46                   | -                        |
| MEP Infrastructure Private Limited                | -                        | -                        | 39.59                    | -                        | -                        | -                        | -   | -                        | 39.59                    | -                        |
| MEP Hyderabad Bangalore Toll Road Private Limited | -                        | -                        | 108.04                   | -                        | -                        | -                        | -   | -                        | 108.04                   | -                        |
| MEP Chennai Bypass Toll Road Private Limited      | -                        | -                        | 75.01                    | -                        | -                        | -                        | -   | -                        | 75.01                    | -                        |
| MEP Nagzari Toll Road Private Limited             | -                        | -                        | 116.44                   | -                        | -                        | -                        | -   | -                        | 116.44                   | -                        |
| MEP IRDP Solapur Toll Road Private Limited        | -                        | -                        | 14.60                    | -                        | -                        | -                        | -   | -                        | 14.60                    | -                        |
| Raima Ventures Private Limited                    | -                        | -                        | 24.51                    | -                        | -                        | -                        | -   | -                        | 24.51                    | -                        |
| MEP RGSL Toll Bridge Private Limited              | -                        | -                        | -                        | -                        | -                        | -                        | 14.80   | -                        | -                        | -                        |
| VCR Toll Services Private Limited                 | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        |
| Interest receivable on loans given                | -                        | -                        | 75.39                    | -                        | -                        | -                        | -   | -                        | 75.39                    | -                        |
| Baramati Tollways Private Limited                 | -                        | -                        | 185.56                   | -                        | -                        | -                        | -   | -                        | 185.56                   | -                        |
| Rudema Toll Bridge Private Limited                | -                        | -                        | 4.10                     | -                        | -                        | -                        | -   | -                        | 4.10                     | -                        |
| MEP Infrastructure Private Limited                | -                        | -                        | 124.74                   | -                        | -                        | -                        | -   | -                        | 124.74                   | -                        |
| MEP Hyderabad Bangalore Toll Road Private Limited | -                        | -                        | 88.03                    | -                        | -                        | -                        | -   | -                        | 88.03                    | -                        |
| MEP Chennai Bypass Toll Road Private Limited      | -                        | -                        | 2.48                     | -                        | -                        | -                        | -   | -                        | 2.48                     | -                        |
| MEP Nagzari Toll Road Private Limited             | -                        | -                        | 97.16                    | -                        | -                        | -                        | -   | -                        | 97.16                    | -                        |
| Raima Toll Road Private Limited                   | -                        | -                        | 194.58                   | -                        | -                        | -                        | -   | -                        | 194.58                   | -                        |
| Rudema Toll Private Limited                       | -                        | -                        | -                        | -                        | -                        | -                        | 27.91   | -                        | -                        | 27.91                    |
| A J Tolls Private Limited                         | -                        | -                        | -                        | -                        | -                        | -                        | 6.55  | -                        | -                        | 6.55                     |
| Rudema Enterprises                                | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        |
| Interest payable on loans taken                   | -                        | -                        | 26.31                    | -                        | -                        | -                        | -   | -                        | 26.31                    | -                        |
| Raima Ventures Private Limited                    | -                        | -                        | 2.75                     | -                        | -                        | -                        | -   | -                        | 2.75                     | -                        |
| MEP RGSL Toll Bridge Private Limited              | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        |
| Other current liabilities                         | -                        | -                        | 114.25                   | -                        | -                        | -                        | -   | -                        | 114.25                   | -                        |
| Raima Toll Road Private Limited                   | -                        | -                        | 25.98                    | -                        | -                        | -                        | -   | -                        | 25.98                    | -                        |
| MEP Highway Solutions Private Limited             | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        |
| Payables for services received                    | -                        | -                        | -                        | -                        | -                        | -                        | 2.18  | -                        | -                        | 2.18                     |
| Ideal Road Builders Private Limited               | -                        | -                        | -                        | -                        | -                        | -                        | -   | -                        | -                        | -                        |
| Managerial remuneration payable                   | -                        | -                        | -                        | -                        | 10.73                    | -                        | -   | -                        | -                        | -                        |
| Mr. Murzash Maneekshana                           | -                        | -                        | -                        | -                        | 10.73                    | -                        | -   | -                        | -                        | -                        |
|   |                          |                          |                          |                          |                          |                          |   |                          | 10.73                    | 10.63                    |
|   |                          |                          |                          |                          |                          |                          |   |                          | 10.73                    | 10.63                    |



# MEP Infrastructure Developers Private Limited

## Notes to financial statements (Continued)

for the year ended 31 March 2014

(Currency : Indian rupees in lakhs)

### 25.11 Domestic transfer pricing

The Indian Finance Bill, 2012 had sought to bring in certain class of domestic transactions in the ambit of the transfer pricing regulations with effect of 1 April 2012. The Company's management is of the opinion that its domestic transactions are at arm's length so that appropriate legislation will not have an impact on financial statements, particularly on the amount of tax expense and that of provision for taxation. The Company does not have any international transactions during the year.

### 25.12 Other matters

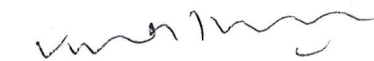
Information with regards to other matters specified in Revised Schedule VI to the Act, is either nil or not applicable to the Company for the year.

### 25.13 Previous year comparatives

Previous year's figures have been reclassified wherever necessary to conform to the current year's presentation.

As per our report of even date attached.

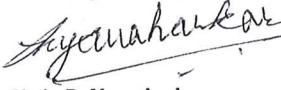
For BSR and Co  
Chartered Accountants  
Firm's Registration No: 128510W



Vijay Mathur  
Partner  
Membership No: 046476

Mumbai

For Parikh Joshi & Kothare  
Chartered Accountants  
Firm's Registration No: 107547W

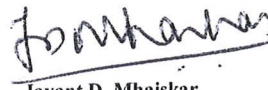


Yatin R. Vyavaharkar  
Partner  
Membership No: 033915

Mumbai



For and on behalf of the Board of Directors of  
MEP Infrastructure Developers Private Limited

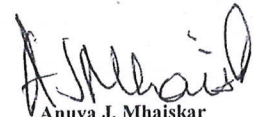


Jayant D. Mhaikar  
Managing Director



M. Sankaranarayanan  
Chief Financial Officer

Mumbai



Anuya J. Mhaikar  
Director



Shridhar Phadke  
Company Secretary



## Independent Auditors' Report

### To the Board of Directors of MEP Infrastructure Developers Private Limited

#### Report on the consolidated Financial Statements

We have audited the accompanying consolidated financial statements of MEP Infrastructure Developers Private Limited (the "Company") and its subsidiaries as listed in Note 2 to the consolidated financial statements (collectively referred to as the "Group"), which comprise of the consolidated Balance Sheet as at 31 March 2014, the consolidated Statement of Profit and Loss and consolidated Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

#### Management's Responsibility for the consolidated Financial Statements

Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956 ("the Act") read with the General Circular 15 / 2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

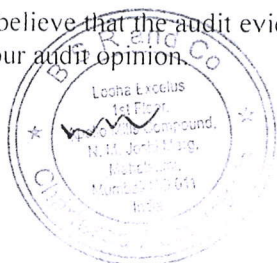
The consolidated financial statements have been prepared by the Company in accordance with the requirements of Accounting Standard (AS 21) on Consolidated Financial Statements as prescribed by the Companies (Accounting Standards) Rules, 2006.

#### Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with Standards on Auditing issued by the Institute of Chartered Accountants of India. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial results are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Group's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



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**Independent Auditors' Report (Continued)**  
**MEP Infrastructure Developers Private Limited**

**Opinion**

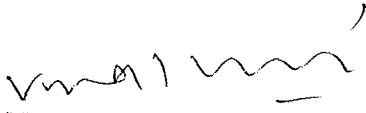
In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of one of the joint auditors on the financial statements of the subsidiaries as noted under the 'Other matter' paragraph below, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (i) in the case of the consolidated Balance Sheet, of the state of affairs of the Group as at 31 March 2014;
- (ii) in the case of the consolidated Statement of Profit and Loss, of the loss for the year ended on that date; and
- (iii) in the case of the consolidated Cash Flow Statement, of the cash flows for the year ended on that date.

**Other matter**

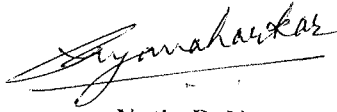
For the financial year 2012-13 and 2013-14, the financial statements of the other subsidiaries of the Company i.e. MEP Hamirpur Bus Terminal Private Limited, MEP Una Bus Terminal Private Limited, Rideema Toll Private Limited, Baramati Tollways Private Limited, Rideema Toll Bridge Private Limited, MEP Nagzari Toll Road Private Limited, MEP IRDP Solapur Toll Road Private Limited, MEP Hyderabad Bangalore Toll Road Private Limited, Raima Toll Road Private Limited, MEP Chennai Bypass Toll Road Private Limited, MEP RGSL Toll Bridge Private Limited and MEP Highway Solutions Private Limited have been audited by one of the joint auditors, Parikh Joshi & Kothare, Chartered Accountants. We have relied upon the audited financial statements of the other subsidiaries which have been audited by one of the joint auditors as mentioned above and which financial statements reflect total assets Rs 72,979.57 lakhs as at 31 March 2014 and revenues of Rs 32,795.76 lakhs and cash inflows amounting to Rs 1,797.81 lakhs for the year ended on that date. These audited financial statements have been approved by the respective Board of Directors of the companies, and our opinion, in so far as it relates to the amount included in respect of the subsidiaries, is based solely on such audited financial statements. Our report is not qualified on this matter.

For **B S R and Co**  
Chartered Accountants  
Firm Registration No: 128510W

  
**Vijay Mathur**  
Partner  
Membership No: 046476  
Mumbai

28 AUG 2014

For **Parikh Joshi & Kothare**  
Chartered Accountants  
Firm's Registration No: 107547W

  
**Yatin R. Vyavaharkar**  
Partner  
Membership No: 033915  
Mumbai

28 AUG 2014

# MEP Infrastructure Developers Private Limited

## Consolidated balance sheet

as at 31 March 2014

(Currency : Indian rupees in lakhs)

|                                       | Note | 31 March 2014            | 31 March 2013            |
|---------------------------------------|------|--------------------------|--------------------------|
| <b>EQUITY AND LIABILITIES</b>         |      |                          |                          |
| <b>Shareholders' funds</b>            |      |                          |                          |
| Share capital                         | 4    | 10,000.00                | 10,000.00                |
| Reserves and surplus                  | 5    | (18,782.90)              | (10,772.75)              |
|                                       |      | <u>(8,782.90)</u>        | <u>(772.75)</u>          |
| Share application money               | 6    | -                        | 4,533.75                 |
| Minority interest                     |      | 87.89                    | 0.52                     |
| <b>Non-current liabilities</b>        |      |                          |                          |
| Long-term borrowings                  | 7    | 286,626.29               | 291,279.99               |
| Other long-term liabilities           | 8    | 15,660.00                | 18.33                    |
| Long-term provisions                  | 9    | 145.75                   | 118.31                   |
|                                       |      | <u>302,432.04</u>        | <u>291,416.63</u>        |
| <b>Current liabilities</b>            |      |                          |                          |
| Short-term borrowings                 | 10   | 13,867.73                | 3,884.11                 |
| Trade payables                        | 11   | 14,635.88                | 2,212.88                 |
| Other current liabilities             | 12   | 31,153.77                | 28,429.93                |
| Short-term provisions                 | 9    | 34.10                    | 28.11                    |
|                                       |      | <u>59,691.48</u>         | <u>34,555.03</u>         |
| <b>TOTAL</b>                          |      | <u><u>353,428.51</u></u> | <u><u>329,733.18</u></u> |
| <b>ASSETS</b>                         |      |                          |                          |
| <b>Non-current assets</b>             |      |                          |                          |
| Fixed assets                          | 13   |                          |                          |
| - Goodwill on consolidation           |      | 6,967.47                 | -                        |
| - Tangible fixed assets               |      | 2,525.79                 | 1,775.08                 |
| - Intangible fixed assets             |      | 226,876.08               | 212,962.86               |
| - Capital work in progress            |      | 577.77                   | 117.00                   |
| - Intangible assets under development |      | -                        | 267.31                   |
| Non-current investments               | 14   | 62.69                    | 304.22                   |
| Deferred tax assets (net)             | 15   | 7,559.96                 | 4,919.10                 |
| Long-term loans and advances          | 16   | 75,189.82                | 70,950.21                |
| Other non-current assets              | 17   | 2,194.55                 | 2,634.70                 |
|                                       |      | <u>321,954.13</u>        | <u>293,930.48</u>        |
| <b>Current assets</b>                 |      |                          |                          |
| Current investments                   | 18   | 0.11                     | 0.09                     |
| Trade receivables                     | 19   | 2,874.66                 | 3,840.18                 |
| Cash and bank balances                | 20   | 16,226.16                | 15,389.51                |
| Short-term loans and advances         | 21   | 9,167.33                 | 16,004.77                |
| Other current assets                  | 22   | 3,206.12                 | 568.15                   |
|                                       |      | <u>31,474.38</u>         | <u>35,802.70</u>         |
| <b>TOTAL</b>                          |      | <u><u>353,428.51</u></u> | <u><u>329,733.18</u></u> |

Significant accounting policies

3

Notes to the consolidated financial statements

4 - 30

The notes referred to above form an integral part of the consolidated financial statements.

As per our report of even date attached.

For B S R and Co  
Chartered Accountants  
Firm's Registration No: 128510W

Vijay Mathur  
Partner  
Membership No: 046476  
Mumbai

28 AUG 2014

For Parikh Joshi & Kothare  
Chartered Accountants  
Firm's Registration No: 107547W

Yatin R. Vyavaharkar  
Partner  
Membership No: 033915  
Mumbai

28 AUG 2014

For and on behalf of the Board of Directors of  
MEP Infrastructure Developers Private Limited

Jayant D. Mhaiskar  
Managing Director

M. Sankaranarayanan  
Chief Financial Officer  
Mumbai

Anuya J. Mhaiskar  
Director

Shridhar Phadke  
Company Secretary

28 AUG 2014



# MEP Infrastructure Developers Private Limited

## Consolidated statement of profit and loss

for the year ended 31 March 2014

(Currency : Indian rupees in lakhs)

|  | Note  | 31 March 2014      | 31 March 2013   |
|--|-------|--------------------|-----------------|
| <b>Income</b>  |       |                    |                 |
| Revenue from operations  |       |                    |                 |
| Other income   | 23    | 119,790.55         | 128,010.17      |
| <b>Total revenue</b>   | 24    | <u>4,329.26</u>    | <u>2,506.91</u> |
|  |       | 124,119.81         | 130,517.08      |
| <b>Expenses</b>  |       |                    |                 |
| Operating and maintenance expenses                               |       |                    |                 |
| Employee benefits  | 25    | 80,153.30          | 83,305.37       |
| Depreciation and amortisation                                    | 26    | 4,985.88           | 5,253.76        |
| Finance costs  | 27    | 13,031.13          | 9,897.99        |
| Other expenses   | 28    | 37,970.84          | 37,650.39       |
| <b>Total expenses</b>  | 29    | <u>3,499.70</u>    | <u>3,028.07</u> |
|  |       | 139,640.85         | 139,135.58      |
| <b>Loss before tax and exceptional item</b>                      |       | (15,521.04)        | (8,618.50)      |
| Add : Exceptional item - Amortisation of toll collection rights  | 13    | -                  | 10,423.70       |
| <b>Profit/(loss) before tax, after exceptional item</b>          |       | <u>(15,521.04)</u> | <u>1,805.20</u> |
| <b>Tax expenses</b>  |       |                    |                 |
| Current tax  |       |                    |                 |
| - Current year   |       | 331.01             | 1,072.65        |
| - Mat credit entitlement   |       | (29.73)            | -               |
| - Prior period tax   |       | (19.21)            | 1,524.15        |
| Deferred tax (credit)  | 30.11 | (2,641.05)         | (4,871.69)      |
| <b>Profit/ (loss) after tax, before prior period items</b>       | 15    | <u>(13,162.06)</u> | <u>4,080.09</u> |
| Prior period expenses  |       | (98.75)            | (38.45)         |
| <b>Profit/ (loss) after tax, before minority interest</b>        |       | <u>(13,260.81)</u> | <u>4,041.64</u> |
| Add: (profit) / loss attributable to Minority Shareholders       |       | (86.80)            | 78.47           |
| Add: Pre-acquisition profit/loss adjustment                      |       | 429.46             | -               |
| <b>Profit after tax</b>  |       | <u>(12,918.15)</u> | <u>4,120.11</u> |
| <b>Earnings per equity share</b>                                 |       |                    |                 |
| - Basic  |       |                    |                 |
| - Diluted  | 30.5  | (12.92)            | 4.12            |
| <b>[(Nominal value per share Rs 10) (previous year : Rs 10)]</b> |       | <u>(12.92)</u>     | <u>2.83</u>     |

### Significant accounting policies

3

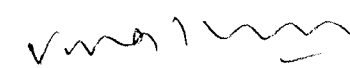
### Notes to the consolidated financial statements

4 - 30

The notes referred to above form an integral part of the consolidated financial statements.

As per our report of even date attached.

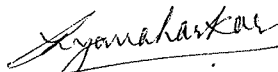
For B S R and Co  
Chartered Accountants  
Firm's Registration No: 128510W



Vijay Mathur  
Partner  
Membership No: 046476  
Mumbai

28 AUG 2014

For Parikh Joshi & Kothare  
Chartered Accountants  
Firm's Registration No: 107547W




Yatin R. Vyavaharkar  
Partner  
Membership No: 033915  
Mumbai

28 AUG 2014

For and on behalf of the Board of Directors of  
MEP Infrastructure Developers Private Limited

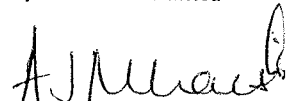


Jayant D. Mhaiskar  
Managing Director



M. Sankaranarayanan  
Chief Financial Officer  
Mumbai

28 AUG 2014



Anuya J. Mhaiskar  
Director



Shridhar Phadke  
Company Secretary

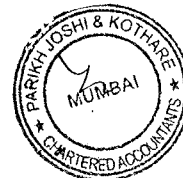
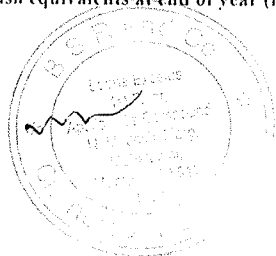
# MEP Infrastructure Developers Private Limited

## Consolidated cash flow statement

For the year ended 31 March 2014

(Currency: Indian rupees in lakhs)

|  | 31 March 2014           | 31 March 2013      |
|--|-------------------------|--------------------|
| <b>Cash flows from operating activities</b>  |                         |                    |
| Net (loss) / profit before tax and prior period expenses   | (15,521.04)             | 1,805.20           |
| Adjustments:   |                         |                    |
| Depreciation and amortisation  | 13,031.13               | 9,897.99           |
| Prior period expenses  | (98.75)                 | (38.45)            |
| Interest income  | (2,477.08)              | (2,154.64)         |
| Loss on sale of fixed assets   | 28.59                   | -                  |
| Fixed Assets written off   | 1.86                    | 10.75              |
| Provision for wealth tax   | 2.80                    | 0.40               |
| Profit on sale of mutual fund investments  | (0.16)                  | (2.58)             |
| Finance cost   | 37,970.85               | 37,650.39          |
| Dividend income  | (1.03)                  | (8.56)             |
| Share issue expenses written off   | -                       | 84.13              |
| Provisions no longer required written back   | (122.99)                | (304.34)           |
| <b>Operating profit before working capital changes and exceptional</b>   | <b>32,814.18</b>        | <b>46,940.29</b>   |
| Less: exceptional items  | -                       | (10,423.70)        |
| <b>Operating profit before working capital changes</b>   | <b>32,814.18</b>        | <b>36,516.59</b>   |
| <b>Adjustments for movements in working capital:</b>   |                         |                    |
| (Increase)/ Decrease in loans and advances   | 1,124.71                | 4,159.80           |
| (Increase)/ Decrease in trade receivables  | 965.52                  | (3,391.47)         |
| Increase/ (Decrease) in trade payables   | 12,464.93               | 379.30             |
| Increase/ (Decrease) in provisions   | 63.05                   | 42.61              |
| Increase/ (Decrease) in other liabilities  | 1,424.73                | 5,321.02           |
| Increase/ (Decrease) in other assets   | (1,039.38)              | -                  |
| <b>Cash generated from operations</b>  | <b>47,817.74</b>        | <b>43,027.85</b>   |
| Income taxes refunded / (paid)   | (860.91)                | 8.89               |
| <b>Net cash provided by operating activities</b>   | <b>(A) 46,956.83</b>    | <b>43,036.74</b>   |
| <b>Cash flows from investing activities</b>  |                         |                    |
| Purchase of tangible fixed assets  | (1,601.32)              | (4,305.49)         |
| Purchase of Intangible assets  | (5,670.28)              | -                  |
| Proceeds from sale of fixed assets   | 16.00                   | -                  |
| Proceeds from sale / maturity of non-current investments   | 300.00                  | -                  |
| Payment for purchase of current investments  | (1,060.49)              | (5,495.57)         |
| Proceeds from sale / maturity of current investments   | 1,012.15                | 5,775.47           |
| Investment in fixed deposits   | (11,515.01)             | (5,432.12)         |
| Redemption / maturity of fixed deposits  | 13,026.71               | 3,156.39           |
| Investment in subsidiaries and enterprises over which significant influence is exercised by key managerial personnel | (9.99)                  | (300.00)           |
| Dividend received  | 1.03                    | 8.56               |
| Interest received  | 718.51                  | 2,832.92           |
| <b>Net cash used by investing activities</b>   | <b>(B) (4,782.69)</b>   | <b>(3,759.84)</b>  |
| <b>Cash flows from financing activities</b>  |                         |                    |
| Proceeds from share application money received/paid  | (12,443.58)             | -                  |
| Proceeds from issue of shares to minority shareholders   | -                       | 0.55               |
| Proceeds from borrowings   | 38,380.69               | 75,708.36          |
| Repayment of borrowings  | (30,542.56)             | (81,838.00)        |
| Share issue expenses paid  | -                       | (0.39)             |
| Finance cost paid  | (35,044.91)             | (33,158.23)        |
| <b>Net cash used by financing activities</b>   | <b>(C) (39,650.34)</b>  | <b>(39,287.71)</b> |
| <b>Net increase / (decrease) in cash and cash equivalents</b>  | <b>(A+B+C) 2,523.80</b> | <b>(10.81)</b>     |
| Cash and cash equivalents at beginning of the year   | 5,117.53                | 5,128.34           |
| <b>Cash and cash equivalents at end of year (refer note 1 below)</b>   | <b>7,641.33</b>         | <b>5,117.53</b>    |



# MEP Infrastructure Developers Private Limited

## Consolidated cash flow statement (Continued)

for the year ended 31 March 2014

(Currency: Indian rupees in lakhs)

| Notes to the Cash Flow Statement                 | 31 March 2014   | 31 March 2013   |
|--|-----------------|-----------------|
| <b>1 Components of cash and cash equivalents</b> |                 |                 |
| Cash on hand                                     | 4,468.90        | 4,185.33        |
| Balance with banks                               |                 |                 |
| - current accounts                               | 3,172.43        | 932.20          |
|  | <b>7,641.33</b> | <b>5,117.53</b> |

2 The Cash Flow Statement has been prepared under the indirect method as set out in Accounting Standard - 3 ('AS-3') on cash flow statements prescribed in Companies (Accounting Standards) Rules, 2006.

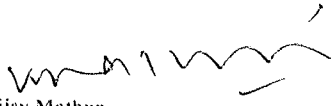
The notes referred to above form an integral part of the consolidated financial statements.

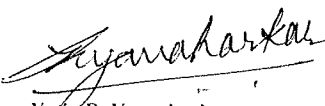
As per our report of even date attached.

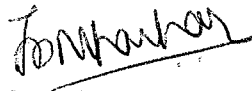
For B S R and Co  
Chartered Accountants  
Firm's Registration No: 128510W


For Parikh Joshi & Kothare  
Chartered Accountants  
Firm's Registration No: 107547W

For and on behalf of the Board of Directors of  
MEP Infrastructure Developers Private Limited

  
Vijay Mathur  
Partner  
Membership No 046476  
Mumbai

  
Yash R. Vyavaharkar  
Partner  
Membership No: 033915  
Mumbai

  
Jayant D. Mhaiskar  
Managing Director

  
Anuya J. Mhaiskar  
Director

28 AUG 2014

28 AUG 2014

  
M. Sankaranarayanan  
Chief Financial Officer  
Mumbai

  
Shridhar Phadke  
Company Secretary

28 AUG 2014

# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements

for the year ended 31 March 2014

(Currency : Indian rupees in lakhs)

### 1. Company overview

MEP Infrastructure Developers Private Limited ('MEPIDPL' or 'the Company') was incorporated on 8 August 2002 under Companies Act, 1956 ('the Act'). The Company is into the business of collection of toll as per the contract entered with various authorities and also in the providing road, repair and maintenance to its subsidiary.

The Company has undertaken following contracts for toll collection:

- i) Rajasthan State Road Development & Construction Corporation Limited, 'RSRDC' at Gazipur and Phulwada.
- ii) Maharashtra State Road Development Corporation Limited, 'MSRDC' at:
  - a) Rajiv Gandhi Sea Link (for Bandra Worli Sea Link Project) along with maintenance.
  - b) Katai - Gove
- iii) Road Infrastructure Development Company of Rajasthan Limited, 'RIDCOR' at:
  - a) Alwar - Bhiwadi
  - b) Lalsot - Kota
- iv) National Highways Authority of India, 'NHA' at:

|                        | Toll Name          |
|------------------------|--------------------|
| Amakatadu Marur        | Kelapur            |
| Athur                  | Khemana            |
| Bankapur               | Marur              |
| Baretha                | Nathavalasa        |
| Beliyad                | Palsit             |
| Brijghat               | Panikoli           |
| Chamari                | Parinur            |
| Cheena Samudram        | Parsoni            |
| Chirle - Karanjade     | Pippalwada         |
| Choundha               | Purwameer          |
| Dankuni                | Srirampur          |
| Dasna                  | Tundla             |
| Dastan                 | Visakhapatnam Port |
| Gurau (Semra-Atikabad) |                    |

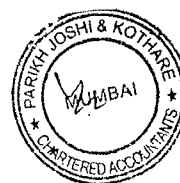
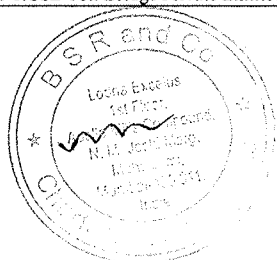
The subsidiaries of the Company are engaged in the business of collection of toll along with other ancillary activities such as road repairs and maintenance of structures, flyovers and roads. The subsidiaries are also engaged in construction of bridge on BOT basis, development of bus terminal on DBOT basis, etc.

The Company is a subsidiary of Ideal Toll & Infrastructure Private Limited ('the Holding Company'), a Company incorporated in India.

### 2. Details of subsidiaries

The list of subsidiary companies which are included in consolidated financial statements are as under:

| Name of the subsidiary   | Country of origin | % Holding |        |
|--|-------------------|-----------|--------|
|  |                   | 2014      | 2013   |
| MEP Infrastructure Private Limited   | India             | 73.99%    | 55.00% |
| Raima Ventures Private Limited   | India             | 99.99%    | 99.99% |
| MEP Hamirpur Bus Terminal Private Limited  | India             | 99.98%    | 98.00% |
| MEP Una Bus Terminal Private Limited   | India             | 99.96%    | 98.00% |
| Rideema Toll Private Limited   | India             | 99.54%    | 52.57% |
| Baramati Tollways Private Limited (Through Rideema Toll Private Limited, indirectly) | India             | 98.00%    | 51.52% |
| Rideema Toll Bridge Private Limited  | India             | 99.99%    | 98.00% |
| MEP Nagzari Toll Road Private Limited  | India             | 99.96%    | 98.00% |
| MEP IRDP Solapur Toll Road Private Limited   | India             | 99.98%    | 98.00% |
| MEP Hyderabad Bangalore Toll Road Private Limited                                    | India             | 51.00%    | 51.00% |
| Raima Toll Road Private Limited  | India             | 99.99%    | 99.80% |
| MEP Chennai Bypass Toll Road Private Limited   | India             | 99.99%    | 99.80% |
| MEP Highway Solutions Private Limited  | India             | 99.99%    | -      |
| MEP RGS L Toll Bridge Private Limited  | India             | 99.99%    | -      |



# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued)

for the year ended 31 March 2014

(Currency : Indian rupees in lakhs)

### 3. Significant accounting policies

#### 3.1 Basis of preparation of consolidated financial statements

The consolidated financial statements of the Company and its subsidiary companies (together referred to as 'the Group') have been prepared under the historical cost convention, on the accrual basis of accounting in accordance with the accounting principles generally accepted in India ('Indian GAAP') and comply with the Companies (Accounting Standards) Rules, 2006 issued by the Central Government and the relevant provisions of Companies Act, 1956 ('the Act') to the extent applicable. The consolidated financial statements are presented in Indian rupees, rounded off to nearest lakhs, with two decimals except earnings per share data and where mentioned otherwise.

#### 3.2 Principles of consolidation

The consolidated financial statements have been prepared on the following basis:

- a) The consolidated financial statements of the Company and its subsidiaries are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses after fully eliminating intra-group balances and intra-group transactions and resultant unrealized profits or losses in accordance with the Accounting Standard - 21 'Consolidated Financial Statements' prescribed in the Companies (Accounting Standards) Rules, 2006.
- b) Investments in subsidiaries are eliminated and differences between the cost of investments over the net assets on the date of the investments in subsidiaries are recognised as goodwill or capital reserve, as the case may be.
- c) The difference between the proceeds from disposal of investment in a subsidiary and the proportionate carrying amount of its assets less liabilities as of the date of disposal is recognised in the Consolidated Statement of Profit and Loss as the profit or loss on disposal of investments in subsidiaries.
- d) Share of minority interest in the net profit is adjusted against the income to arrive at the net income attributable to shareholders of the parent company. Minority interest's share of net assets is presented separately in the balance sheet.
- e) If losses applicable to minority interest in a consolidated subsidiary exceed the minority interests in the subsidiary's equity, the excess and any further losses applicable to the minority interest are allocated against the majority's interest, except to the extent that the minority interest has a binding obligation and is able to, make good the losses. If the subsidiary subsequently reports profits, such profits are allocated to the majority's interest until the minority interest's share of losses previously absorbed by the majority's interest have been recovered.
- f) As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Company's stand alone financial statements.
- g) Goodwill on consolidation is not amortised but is tested for impairment on each balance sheet date and impairment losses are recognised, wherever applicable.
- h) The financial statements of the subsidiaries used for the purpose of consolidation are drawn upto the same reporting date as that of the parent Company, i.e. 31 March 2014.

#### 3.3 Current / non-current classification

An asset is classified as current when it satisfies any of the following criteria:

- (a) it is expected to be realised in, or is intended for sale or consumption in, the entity's normal operating cycle;
- (b) it is expected to be realised within twelve months after the Consolidated Balance Sheet date; or
- (c) it is cash or a cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the Consolidated Balance Sheet date.

All other assets are classified as non-current.

A liability is classified as current when it satisfies any of the following criteria:

- (a) it is expected to be settled in the entity's normal operating cycle;
- (b) it is due to be settled within twelve months after the Consolidated Balance Sheet date; or
- (c) the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the Consolidated Balance Sheet date.

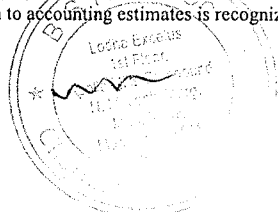
All other liabilities are classified as non-current.

#### Operating cycle

Based on the nature of activities and the time between the acquisition of assets and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current, non-current classification of assets and liabilities.

#### 3.4 Use of estimates

The preparation of consolidated financial statements in conformity with Indian GAAP requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reported period. Management believes that the estimates made in the preparation of the consolidated financial statements are prudent and reasonable. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.



# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued)

for the year ended 31 March 2014

(Currency : Indian rupees in lakhs)

### 3. Significant accounting policies (Continued)

#### 3.3. Revenue recognition

Revenue is recognised to the extent it is probable that the future economic benefits will flow to the Company and the revenue can be reliably measured.

##### *Toll collection*

Revenue from toll collection is recognised on actual collection of revenue and in case of contractual terms with certain customers the same is recognised on an accrual basis.

##### *Interest and dividend income*

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable. Dividends are recorded as and when the same is received.

#### 3.6. Fixed assets

##### *Tangible fixed assets*

Tangible fixed assets are stated at cost less accumulated depreciation and impairment loss, if any. Cost comprises of purchase price and any attributable cost such as duties, freight, borrowing costs, erection and commissioning expenses incurred in bringing the asset to its working condition for its intended use.

Expenditure incurred on acquisition / construction of tangible fixed assets which are not ready for their intended use as at the Balance Sheet date are disclosed under capital work -in -progress.

##### *Intangible fixed assets*

##### *Toll collection rights*

Intangible fixed assets are stated at cost less accumulated amortisation and impairment losses, if any. Cost includes acquisition and other incidental costs related to acquiring the intangible asset.

##### *Intangible assets under development*

Expenditure incurred on acquisition / construction of intangible fixed assets which are not ready for their intended use at the Balance Sheet date are disclosed under intangible assets under development.

#### 3.7. Depreciation and amortisation

##### *Depreciation*

Depreciation is provided on pro-rata basis to the period of use on the written down value method, at the rates prescribed in Schedule XIV of the Act. Depreciation on addition/deletion of fixed assets during the year is provided on pro-rata basis from/to the date of addition/deletion. Fixed assets costing up to Rs 5,000 individually are fully depreciated in the year of purchase.

Leasehold land is amortised over the period of the lease on straight line basis over the term of the lease.

##### *Amortisation*

Toll collection rights are amortised over the concession period, using revenue based amortisation as prescribed in Schedule XIV of the Act. Under this methodology, the carrying value of the rights is amortised in the proportion of actual toll revenue for the year to the projected revenue for the balance toll collection period, to reflect the pattern in which the assets economic benefits will be consumed. At each Balance Sheet date, the projected revenue for the balance toll period is reviewed by the management. If there is any change in the projected revenue from previous estimates, the amortisation of toll collection rights are changed prospectively to reflect any changes in the estimates.

##### *Change in the method of amortisation*

The Government of India, Ministry of Corporate Affairs published a notification G.S.R 298 (E) dated 17 April 2012 amending the Schedule XIV of the Act in relation to amortisation of intangible assets created under Build, Operate and Transfer; Build, Own, Operate and other form of Public Private Partnership ('PPP') route. Pursuant to the said amendment, intangible assets (toll collection rights in the case of the Company) which have been obtained from 'MSRDC' under 'PPP' model need to be amortised on a revenue based model whereby the carrying value of the rights is amortised in proportion of actual toll revenue for the year to projected revenue for the balance toll collection period. Until 31 March 2012, the Company amortised its toll collection rights on a straight line basis over the period of the Concession Agreement. With effect from 1 April 2012, toll collection rights are amortised over the concession period, using the above mentioned revenue based amortisation as prescribed in Schedule XIV to the Act. As a result of the said change, the amortisation charge in the Consolidated Statement of Profit and Loss for the previous year ended 31 March 2013 is lower by Rs 10,423.70 lakhs, resulting in a corresponding increase in the written down value of fixed assets and a decrease in the accumulated losses. For the previous year ended 31 March 2013, the said reduction in amortisation charge of Rs 10,423.70 lakhs is disclosed as an exceptional item in the Consolidated Statement of Profit and Loss as per the requirements of AS-5 'Net profit or loss for the period, Prior period items and Changes in Accounting policies'.



# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued)

for the year ended 31 March 2014

(Currency : Indian rupees in lakhs)

### 3. Significant accounting policies (Continued)

#### 3.8. Impairment of assets

The group assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the group estimates the recoverable amount of the asset. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. Recoverable amount is the greater of assets value in use and net selling price. After impairment if any, depreciation is provided on the revised carrying amount of the asset over its remaining useful life. Previously recognised impairment loss is increased or reversed on changes in internal /external factors.

#### 3.9. 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 capitalized as part of the cost of the respective asset. Capitalisation of borrowing cost is suspended in the period during which the active development is delayed beyond reasonable time due to other than temporary interruption. All other borrowing costs are expensed in the period they occur. Borrowing costs consists of interest and other cost that an entity incurs in connection with the borrowing of funds.

#### 3.10. Taxation

##### Income tax and deferred tax

Income tax expense comprises current income tax (i.e. amount of tax for the period determined in accordance with the income tax law) and deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the year) and reversal of timing differences of earlier years. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is a virtual certainty of realization of such assets. Deferred tax assets are reviewed at each Balance Sheet date and written down or written up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realised.

The CBDT vide Circular No. 9/2014 dated 23 April 2014 clarified that expenditure incurred on development and construction of infrastructure facilities like road / highways with right to collect toll is to be amortised equally as an allowable business expenditure under the relevant provisions of Income Tax Act, 1961. The Company relied on the above circular for calculating tax depreciation and tax provision.

##### Minimum alternate tax (MAT)

Minimum alternate tax (MAT) credit is recognised as an asset only when, and only to the extent there is convincing evidence that the Company will pay normal income tax during the specified period for which the MAT credit can be carried forward or set off against the normal tax liability. MAT credit entitlement is reviewed at each Balance Sheet date and written down to the extent there is no convincing evidence to the effect that the Company will pay normal income tax during the specified period.

#### 3.11. Earnings per share

Basic earning per share is calculated by dividing the net profit/loss for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit/loss for the year attributable to the equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares outstanding during the period, except where the results would be anti-dilutive.

#### 3.12. Employee benefits

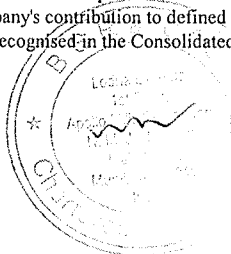
##### i) Short term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of ex-gratia are recognized in the period in which the employee renders the related service.

##### ii) Post employment benefits

###### Defined contribution plans

The Company's contribution to defined contribution plans such as Provident Fund, Employee State Insurance and Maharashtra Labour Welfare Fund are recognised in the Consolidated Statement of Profit and Loss on an accrual basis.



# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued)

for the year ended 31 March 2014

(Currency : Indian rupees in lakhs)

### 3. Significant accounting policies (Continued)

#### 3.12. Employee benefits (Continued)

##### Defined benefit plans

##### Gratuity

The Company's gratuity benefit scheme is a defined benefit plan. The Company's net obligation in respect of the gratuity benefit scheme is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any plan asset is deducted.

The present value of the obligation under such defined benefit plan is determined based on actuarial valuation using the projected unit credit method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plan, are based on the market yields on Government securities as at the Balance Sheet date.

When the calculation results in a benefit to the Company, the recognized asset is limited to the net total of any unrecognized actuarial losses and past service costs and the present value of any future refunds from the plan or reductions in future contributions to the plan. Actuarial gains and losses are recognized immediately in the Statement of Profit and Loss.

#### 3.13. Operating lease

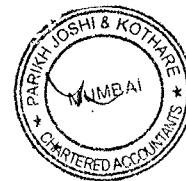
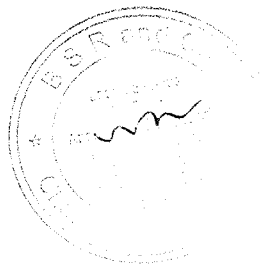
Assets acquired under leases other than finance leases are classified as operating leases. The total lease rentals (including scheduled rental increases) in respect of an asset taken on operating lease are charged to the Consolidated Statement of Profit and Loss on a straight line basis over the lease term unless another systematic basis is more representative of the time pattern of the benefit.

#### 3.14. Investments

Long term investments are valued at cost, less provision for other than temporary diminution in value, if any. Current investments are valued at the lower of cost and fair value.

#### 3.15. Provisions and contingencies

The Company recognises a provision when there is present obligation as a result of a past (or obligating) event that probably requires an outflow of resources and reliable estimate can be made of the amount of the obligation. A disclosure for the contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made.





# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued)

as at 31 March 2014

(Currency: Indian rupees in lakhs)

|  | 31 March 2014    | 31 March 2013    |
|--|------------------|------------------|
| <b>4 Share capital</b>   |                  |                  |
| <b>Authorised</b>  |                  |                  |
| 150,000,000 (previous year : 105,000,000) equity shares of Rs 10 each            | 15,000.00        | 10,500.00        |
| <b>Issued, subscribed and fully paid-up</b>                                      |                  |                  |
| 100,000,000 (previous year : 100,000,000) equity shares of Rs 10 each fully paid | 10,000.00        | 10,000.00        |
|  | <u>10,000.00</u> | <u>10,000.00</u> |

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

|   | 31 March 2014      |                  | 31 March 2013      |                  |
|---|--------------------|------------------|--------------------|------------------|
|   | No. of shares      | Amount           | No. of shares      | Amount           |
| Shares outstanding, beginning of the year | 100,000,000        | 10,000.00        | 100,000,000        | 10,000.00        |
| Shares issued during the year             | -                  | -                | -                  | -                |
| Shares outstanding, end of the year       | <u>100,000,000</u> | <u>10,000.00</u> | <u>100,000,000</u> | <u>10,000.00</u> |

(b) Rights, preferences and restrictions attached to equity shares

The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets. The equity shareholders are entitled to receive dividend as declared from time to time subject to payment of dividend to preference shareholders. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to its share of the paid-up equity capital of the Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable have not been paid. Failure to pay any amount called up on shares may lead to forfeiture of the shares.

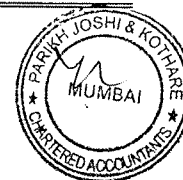
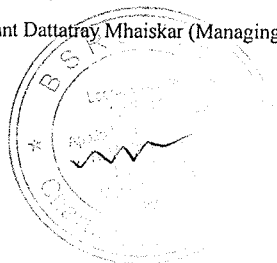
On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts in proportion to the number of equity shares held.

(c) Shares held by its holding company

|   | 31 March 2014     |                 | 31 March 2013     |                 |
|---|-------------------|-----------------|-------------------|-----------------|
|   | No. of shares     | Amount          | No. of shares     | Amount          |
| <b>Equity shares of Rs 10 each fully paid held by:</b>        |                   |                 |                   |                 |
| Ideal Toll & Infrastructure Private Limited (Holding Company) | 51,419,300        | 5,141.93        | 51,419,300        | 5,141.93        |
|   | <u>51,419,300</u> | <u>5,141.93</u> | <u>51,419,300</u> | <u>5,141.93</u> |

(d) Particulars of shareholders holding more than 5% shares:

| Name of shareholder  | 31 March 2014     |               | 31 March 2013     |               |
|--|-------------------|---------------|-------------------|---------------|
|  | No. of shares     | %             | No. of shares     | %             |
| <b>Equity shares of Rs 10 each, fully paid-up are held by :</b>          |                   |               |                   |               |
| Ideal Toll & Infrastructure Private Limited (Holding Company)            | 51,419,300        | 51.42%        | 51,419,300        | 51.42%        |
| Dattatray Mhaiskar jointly with Sudha Dattatray Mhaiskar (Directors)     | 25,218,780        | 25.22%        | 25,218,780        | 25.22%        |
| Jayant Dattatray Mhaiskar jointly with Anuya Jayant Mhaiskar (Directors) | 11,227,920        | 11.23%        | 11,227,920        | 11.23%        |
| Jayant Dattatray Mhaiskar (Managing Director)                            | 11,003,300        | 11.00%        | 11,003,300        | 11.00%        |
|  | <u>98,869,300</u> | <u>98.87%</u> | <u>98,869,300</u> | <u>98.87%</u> |



# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued)

as at 31 March 2014

(Currency: Indian rupees in lakhs)

### 5 Reserves and surplus

|  | 31 March 2014      | 31 March 2013      |
|--|--------------------|--------------------|
| <b>Deficit in the Statement of Profit and Loss</b>         |                    |                    |
| At the commencement of the year                            | (10,772.75)        | (14,892.86)        |
| Pre-acquisition reserve and surplus on further acquisition | 4,906.08           | -                  |
| Profit / (loss) for the year                               | (12,918.15)        | 4,120.11           |
| <b>Net deficit in the Statement of Profit and Loss</b>     | <b>(18,784.82)</b> | <b>(10,772.75)</b> |
| <b>Capital Reserve</b>                                     |                    |                    |
| At the commencement of the year                            | -                  | -                  |
| During the year  | 1.92               | -                  |
| <b>Closing capital Reserve</b>                             | <b>1.92</b>        | <b>-</b>           |
| <b>Total Reserve and Surplus</b>                           | <b>(18,782.90)</b> | <b>(10,772.75)</b> |

### 6 Share application money

|                         | 31 March 2014 | 31 March 2013   |
|-------------------------|---------------|-----------------|
| Share application money | -             | 4,533.75        |
|                         | <b>-</b>      | <b>4,533.75</b> |

Share application money represents amount received by MEP Infrastructure Private Limited, subsidiary company, from Ideal Toll & Infrastructure Private Limited, its ultimate holding company, which has been repaid during the year.

### 7 Long-term borrowings

|   | Non-current portion |                   | Current portion  |                  |
|---|---------------------|-------------------|------------------|------------------|
|   | 31 March 2014       | 31 March 2013     | 31 March 2014    | 31 March 2013    |
| <b>Secured loans</b>                        |                     |                   |                  |                  |
| <b>Term loans</b>                           |                     |                   |                  |                  |
| - from banks                                | 63,108.56           | 63,026.62         | 11,108.30        | 9,898.75         |
| - from financial institutions               | 222,978.88          | 227,421.89        | 5,007.27         | 3,730.37         |
| <b>Vehicle loans</b>                        |                     |                   |                  |                  |
| - from banks                                | 385.82              | 16.45             | 127.35           | 16.88            |
| - from financial institutions               | 3.00                | 59.92             | 18.73            | 87.64            |
| <b>Commercial Equipment Loans</b>           |                     |                   |                  |                  |
| - from banks                                | 150.03              | -                 | 35.53            | -                |
| <b>Unsecured loans from related parties</b> |                     |                   |                  |                  |
| - from holding company                      | -                   | 755.11            | -                | -                |
|   | <b>286,626.29</b>   | <b>291,279.99</b> | <b>16,297.18</b> | <b>13,733.64</b> |

#### 1) Term loans taken by MEP Infrastructure Developers Private Limited

- a) Term loans include loan from a bank amounting to Rs Nil (previous year : Rs 8,895.94 lakhs) which is secured by way of first charge of hypothecation / assignment / security interest on the escrow account of the projects financed.

Further, the term loan is also secured by corporate guarantee from Ideal Toll & Infrastructure Private Limited, the holding company and personal guarantee given by Mr. Jayant D. Mhaikar, Managing Director of the Company. The term loan carries an interest rate calculated on the base rate of the bank plus a spread ranging from 3% - 3.25% p.a. The term loan is repayable at the end of 24 months from the date of first drawdown or on the receipt of the earnest money deposit or performance security from the authority whichever is earlier.

- b) Term loans include loan from a bank amounting to Rs 7,495.42 lakhs (previous year : Rs 7,500 lakhs) which is secured by way of first charge of hypothecation / assignment / security interest on escrow account of the projects financed and also, by pledge of 500,000 equity shares and negative lien on 250,000 equity shares from IRB Infrastructure Developers Private Limited held by the promoters of the Company.

Further, the term loan is also secured by corporate guarantee given by Ideal Toll & Infrastructure Private Limited, the holding company and personal guarantee given by Mr. Jayant D. Mhaikar & Mr. Dattatray. P. Mhaikar, Directors of the Company. The term loan carries an interest rate calculated on base rate of the bank plus a spread of 300 basis points. The term loan is repayable in two equal installments of Rs 3,750.00 lakhs from 1 March 2014.

- c) Term loans include loan from a bank amounting to Rs 850.00 lakhs (previous year : Nil ) which is secured by way of assignment / hypothecation of receivables to be generated from the Toll collection account of the projects financed.

Further, the term loan is also secured by corporate guarantee given by Ideal Toll & Infrastructure Private Limited, the holding company and personal guarantee given by Mr. Jayant D. Mhaikar, Director of the Company. The term loan carries an interest rate of 13% p.a. The term loan is repayable in 35 unequal monthly installments commencing from the date of first disbursement.



# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued)

as at 31 March 2014

(Currency: Indian rupees in lakhs)

### 7 Long-term borrowings (Continued)

#### II) Term loan taken by subsidiaries

##### MEP Infrastructure Private Limited

I) Term loans include loan amounting to Rs 211,951.54 lakhs (previous year : 211,996.02 lakhs) taken from a consortium consisting of a bank and various financial institutions.

The loan is secured by a first pari-passu charge as below :

- a) on entire cash flows, receivables, book debts, toll collection (from the project) and revenues of the Company;
- b) by way of hypothecation of entire movable properties of the Company, (including movable plant and machinery, machinery, spares, tools and accessories, furniture, fixtures, vehicles, inventories and all other movable properties);
- c) entire intangible assets of the borrower, including but not limited to, goodwill and uncalled capital, if any;
- d) by way of hypothecation / mortgage / assignment, as the case may be of all the rights, title, interest, benefits, claims and demands; and
- e) on the Trust and Retention Account, escrow account and debt service reserve.

Further, the term loan is also secured by additional collateral as below :

- a) 51% pledge of share capital of the Company held by MEP Infrastructure Developers Private Limited, the holding company and Ideal Toll & Infrastructure Private Limited, the ultimate holding company; and
- b) corporate guarantees jointly given by MEP Infrastructure Developers Private Limited, the holding company and Ideal Toll & Infrastructure Private Limited, the ultimate holding company;

The term loan from the consortium carries an interest rate calculated on the base rate of the respective financial institutions and bank and a spread ranging from 1.00% - 2.50% p.a.

Of the above, the term loan from a bank and two financial institutions, are repayable in 312 structured fortnightly installments commencing from 1 October 2011 and a term loan from the other financial institution is repayable in 109 monthly installments commencing from 1 October 2012.

II) Apart from the above, the Company has taken another term loan from one of the the consortium lenders of Rs 39,974.58 lakhs (previous year : Rs 39,984.58 lakhs) which are secured as mentioned above.

The loan carries an interest rate calculated on the base rate of the bank plus a spread of 2.50% p.a.

The loan is repayable in 324 structured fortnightly installments commencing from 1 October 2011.

III) Term loans also include a loan from a financial institution amounting to Rs 19,992.50 lakhs (previous year: Rs 19,995.83 lakhs) which is secured by way of first charge on debt service reserve account and by way of second charge as below:

- a) on entire cash flows, receivables, book debts, toll collection (from the project) and revenues of the Company;
- b) by way of hypothecation of entire movable properties of the company, (including movable plant and machinery, machinery, spares, tools and accessories, furniture, fixtures, vehicles, Inventories and all other movable properties);
- c) entire intangible assets of the borrower, including but not limited to, goodwill and uncalled capital, if any;
- d) by way of hypothecation / mortgage / assignment, as the case may be of - all the rights, title, interest, benefits, claims and demands;
- e) the Trust and Retention Account, escrow account; and

Further, the term loan is secured by corporate guarantees jointly given by MEP Infrastructure Developers Private Limited, the holding company and Ideal Toll & Infrastructure Private Limited, the ultimate holding company and personal guarantee given by Mr. Jayant D. Mhaiskar. The interest rate on the term loan is the existing prime lending rate less 2.75% p.a. The loan is repayable in 156 monthly instalments commencing from 1 July 2012.

##### Raima Ventures Private Limited

Term loans include loan from a financial institution amounting to Rs 6,036.29 lakhs (previous year : Rs 9,134.00 lakhs) which is secured by way of first charge as below :

- a) by way of hypothecation of entire movable properties of the Company both present and future including movable plant and machinery and all other movable properties of what so ever nature;
- b) on entire cash flows receivables on book debts and revenues of the Company both present and future;
- c) on entire intangible assets of the Company including but not limited to goodwill and uncalled capital both present and future;
- d) hypothecation / mortgage assignment as the case may be of all the rights title, interest, benefits, claims and demands what so ever of the Company in the project document (including but not limited to insurance contracts);
- e) on the Trust and Retention Account, Debt Service Reserve Account and any other reserves and other bank accounts of the Company wherever maintained.

Further, the term loan is secured by corporate guarantee jointly given by MEP Infrastructure Developers Private Limited, the holding company and Ideal Toll & Infrastructure Private Limited, the ultimate holding company. The term loan carries benchmark rate of 8.45% p.a plus a spread of 1.90% p.a. The loan is repayable in 112 structured fortnightly installments as per repayment schedule commencing from 1 November 2010.



# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued)

as at 31 March 2014

(Currency: Indian rupees in lakhs)

### 7 Long-term borrowings (Continued)

#### Baramati Tollways Private Limited

Term loans include loan from a bank amounting to Rs.5,415.63 lakhs (previous year : Rs 5,536 lakhs) which is secured by a first charge as below;

- a) by assignment of all revenues and receivables of the Company,
- b) by mortgage of leasehold rights over the property at vacant plot admeasuring 8.4 hectore
- c) on escrow account;
- d) by all the movable and immovable assets including receivables, both present and future, of the Company;
- e) entire intangible assets of the borrower, including but not limited to, goodwill and uncalled capital; and,
- f) on assignment in favour of the bank of all the right title, interest, benefits, claims and demands whatsoever of the Company in any letter of credit, guarantee, performance bond provided by any party to the project documents;

Further, the term loan is also secured as below :

30% pledge of share capital of the Company held by Rideema Toll Private Limited, the holding Company and ; corporate guarantees jointly given by Rideema Toll Private Limited, the holding Company and MEP Infrastructure Developers Private Limited, the ultimate holding Company;

The above term loan carries an interest rate calculated on base rate of bank with spread of 2.50% p.a above base rate.

The loan is repayable in 39 unequal quarterly instalments commencing from September 2011.

#### MEP Nagzari Toll Road Private Limited

Term loans include loan from a bank amounting to Rs 514.82 lakhs (previous year : Rs 733.72 lakhs) which is secured by way of first charge of hypothecation / assignment / security interest on the escrow account of the projects financed.

Further, the term loan is also secured by corporate guarantee from MEP Infrastructure Developers Private Limited, the holding company and personal guarantees given by Mr. Jayant D. Mhaiskar and Mrs. Anuya J. Mhaiskar, Directors of the Company, and some of the relatives of the directors.

The term loan carries an interest rate of 13.5% pa. The term loan is repayable in 32 monthly unequal installments commencing from the month of disbursement of term loan.

#### MEP Chennai Bypass Toll Road Private Limited

Term loan includes loan from a bank amounting to Rs.564.32 Lakhs (Previous year : Nil) which is secured as below:

- a) a first pari-passu charge on entire cash flows, receivables, book debts, toll collection (from the project) and revenues of the company
- b) by way of hypothecation of entire movable properties of the Company, (including movable plant and machinery, machinery, spares, tools and accessories, furniture, fixtures, vehicles, inventories and all other movable properties);
- c) by way of hypothecation of entire movable properties of the Company, (including movable plant and machinery, machinery, spares, tools and accessories, furniture, fixtures, vehicles, inventories and all other movable properties);
- d) a first mortgage and charge on entire immovable properties of the Company
- e) corporate guarantees given by MEP Infrastructure Developers Private Limited, the holding company and personal Guarantee by Mr. Jayant D. Mhaiskar.
- f) pledge of 20% shareholding held by MEP Infrastructure Developers Private Limited

The loan carries an interest rate calculated on the base rate of the bank plus 2.50% p.a.

The loan is repayable in 28 structured monthly installments commencing with a moratorium period of 3 months from August 2013.

#### MEP Hyderabad Bangalore Toll Road Pvt. Ltd.

Term loan includes loan from a bank amounting to Rs. of Rs.3,328.41 Lakhs (Previous Year : Nil) which is secured by as below :

- a) a first pari passu charge on entire cash flows, receivables, book debts, toll collection (from the project) and revenues of the Company;
- b) a first pari passu charge by way of hypothecation of entire movable properties of the Company, (including movable plant and machinery, machinery, spares, tools and accessories, furniture, fixtures, vehicles, inventories and all other movable properties);
- c) Immoveable Residential House property situated in Pune, owned by promoters.
- d) corporate guarantees given by MEP Infrastructure Developers Private Limited, the holding company and personal Guarantees by Mr. Jayant D. Mhaiskar and Mrs. Anuya J. Mhaiskar, directors of the company;
- e) pledge of 30% shares of the promoters of the Company

The loan carries an interest rate calculated on the base rate of the bank plus a spread of 2.30% p.a.

The loan is repayable in 16 structured Quarterly installments commencing from 31st March 2014.



# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued)

as at 31 March 2014

(Currency: Indian rupees in lakhs)

### 7 Long-term borrowings (Continued)

#### MEP RGSL Toll Bridge Private Limited

Term loans include loan from banks amounting to Rs. 4,784.50 lakhs (previous year : Rs Nil) which are secured by a first pari-passu charge as follow:

- on escrow on the entire cash flow, toll collections, revenue/receivable (from the project) of the Company;
- by way of hypothecation of entire movable properties of the Company, (including movable plant and machinery, machinery, spares, tools and accessories, furniture, fixtures, vehicles, inventories and all other movable properties);
- by way of hypothecation / mortgage / assignment, as the case may be of all the rights, title, interest, benefits, claims and demands; and
- Corporate guarantee of MEP Infrastructure Developers Private Limited, the holding company and personal guarantee given by Mr. Jayant D. Mhaiskar and Mrs. Anuya J. Mhaiskar, directors of the Company and some of the relative of the directors

The term loans carry an interest rate of 12.00% p.a.

Term loan of Rs 2,484.50 lakhs (previous year : Rs Nil) is repayable in 36 unequal monthly installments after the moratorium period of three months from the date of first drawdown.

Term loan of Rs 1,500.00 lakhs (previous year : Rs Nil) and Rs. 800.00 lakhs (previous year : Rs Nil) are repayable in 36 unequal monthly installments and 33 unequal monthly installments respectively from the date of first drawdown.

#### Raima Toll Road Private Limited

Term loans include loan from a bank amounting to Rs.1,295.00 Lakhs (Previous year : Nil) which is secured as below :

- a first pari-passu charge by way of hypothecation on entire movable assets of the company
- a first charge by way of hypothecation, on the company's cash flows and receivables including revenues of the company.
- a first charge on all intangibles including but not limited to goodwill and uncalled capital,
- a first charge on the Escrow account, DSRA and any other reserves and other bank accounts of the Company.
- a first pari-passu charge by way of hypothecation, on the cash flows and receivables of MEP Hyderabad Bangalore Toll Road Private Limited, (herein after referred as "MEPHBTRPL"), (fellow subsidiary company) including revenues of "MEPHBTRPL".
- a first pari-passu charge on the cash flows and receivables of MEP Chennai Bypass Toll Road Private Limited, (herein after referred as "MEPCBTRPL") (fellow subsidiary Company) including revenues of "MEPCBTRPL".
- Pledge of 30% shares of the Company
- Corporate guarantees given by MEP Infrastructure Developers Private Limited, the holding company and personal Guarantee by Mr. Jayant D. Mhaiskar, director of the company.

The loan carries an interest rate calculated on the base rate of the bank plus a spread of 2.30% p.a.

The loan is repayable in 28 unequal monthly installments after moratorium of 3 months commencing from December 2013.

### III) Vehicle loans

A) Vehicle loans from various banks of Rs 513.17 lakhs as at 31 March 2014 (previous year: Rs 33.33 lakhs ) carries interest rate ranging from 9.68% - 12.52% p.a. The loans are repayable in 35-36 monthly installments along with interest, from the date of disbursement of loan. The loans are secured by way of hypothecation of the respective vehicles.

B) Vehicle loans includes loan from a various financial institutions of Rs 21.73 lakhs (previous year : Rs 147.56 lakhs) carries an interest rate ranging from of 9.25% - 12.34% p.a. The loans are repayable in 35 - 59 monthly instalments along with interest, from the date of disbursement of loan. The loans are secured by way of hypothecation of the respective vehicles.

### IV) Commercial Equipment Loan

#### MEP Hyderabad Bangalore Toll Road Pvt. Ltd.

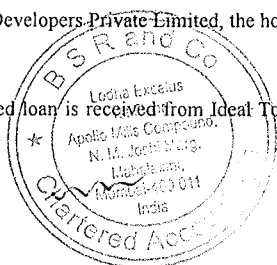
Commercial Equipment loans from various banks of Rs.185.56 Lakhs (Previous Year : Nil) are secured as below;

- First charge in favour of the Bank by way of Hypothecation of commercial equipments of the company.
- Personal Guarantee by Mr. Jayant D. Mhaiskar, director of the company.
- The loan carry a fixed interest rate of 11.5% on reducing balance
- The loans are repayable in 35-36 monthly installments along with interest, from the date of disbursement.

MEP Infrastructure Developers Private Limited, the holding company is also a co-borrower.

### V) Unsecured loans

Interest free unsecured loan is received from Ideal Toll & Infrastructure Private Limited, the holding company of Rs Nil (previous year: Rs 755.11 lakhs).



# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued)

as at 31 March 2014

(Currency: Indian rupees in lakhs)

### 8 Other long-term liabilities

|                           | Non-current portion |               | Current portion |               |
|---------------------------|---------------------|---------------|-----------------|---------------|
|                           | 31 March 2014       | 31 March 2013 | 31 March 2014   | 31 March 2013 |
| Amount due to contractors |                     |               |                 |               |
| - retention money         | -                   | 18.33         | -               | -             |
| Payable to authority      | 15,660.00           | -             | 5,220.00        | -             |
|                           | <b>15,660.00</b>    | <b>18.33</b>  | <b>5,220.00</b> | <b>-</b>      |

### 9 Provisions

|  | Non-current portion |               | Current portion |               |
|--|---------------------|---------------|-----------------|---------------|
|  | 31 March 2014       | 31 March 2013 | 31 March 2014   | 31 March 2013 |
| Provision for employee benefits          |                     |               |                 |               |
| - Gratuity payable (refer note 30.7)     | 145.75              | 114.99        | 31.07           | 24.31         |
| - Compensated absences (refer note 30.7) | -                   | 3.32          | -               | 0.29          |
| Provision for wealth tax                 | -                   | -             | 3.03            | 3.51          |
|  | <b>145.75</b>       | <b>118.31</b> | <b>34.10</b>    | <b>28.11</b>  |

### 10 Short-term borrowings

|  | 31 March 2014    | 31 March 2013   |
|--|------------------|-----------------|
| <b>Short term loan</b>                     |                  |                 |
| - from banks                               | 2,903.42         | -               |
| <b>Working capital loans (secured)</b>     |                  |                 |
| - from banks                               | 536.50           | 1,640.39        |
| - from financial institutions              | -                | -               |
| <b>Loans repayable on demand (secured)</b> |                  |                 |
| - from bank                                | 9,994.60         | 2,000.00        |
| <b>Unsecured loans</b>                     |                  |                 |
| - from related parties                     | 428.46           | 238.97          |
| - loan from others                         | 4.75             | 4.75            |
|  | <b>13,867.73</b> | <b>3,884.11</b> |

#### I) Short-term loan taken by MEP Infrastructure Developers Private Limited

Term Loans include loan from a bank amounting to Rs 236.75 lakhs (previous year : Nil) which is secured as below :

- assignment / hypothecation of receivables to be generated from the Toll collection account of the projects financed;
- Personnel Guarantee given by Mr. Jayant D. Mhaiskar & Mr. Dattatray P. Mhaiskar, directors of the Company;
- Corporate guarantee given by Ideal Toll and Infrastructure Private Limited, the holding company;

The term loan carries an interest rate of 2.35% p.a. below the Bank's Prime Lending Rate subject to minimum of 13% p.a.

The loan is repayable in 12 equal monthly installments from the date of first drawdown.

#### II) Short-term loan taken by subsidiaries

##### Rideema Toll Bridge Private Limited

Term loans include loan from a bank amounting to Rs 2,666.67 lakhs (previous year : Rs Nil) which is secured by way of first charge as below:

- by way of hypothecation on all the company's cash flows and receivables deposited in escrow account after meeting the priorities as provided in the escrow agreement & concession agreement;
- on entire movable assets of the company, current & future;
- by way of assignment of toll collection right awarded by Hoogly river bridge commissioners at Vidyasagar Setu, Kolkata;
- corporate guarantee given by MEP Infrastructure Developers Private Limited the holding company and personal guarantee of Mr. Jayant D. Mhaiskar.

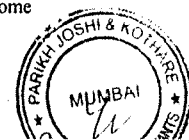
Term loan carries interest rate of 12.50% p.a and is repayable in 12 monthly equal installments after 2 months from the month of disbursement.

#### II) Working capital loans taken by subsidiaries

##### MEP IRDP Solapur Toll Road Private Limited

- Term loans include loan from a bank amounting to Rs 536.50 lakhs (previous year : Rs 542.90 lakhs) which is secured by way of first charge of hypothecation / assignment / security interest on the escrow account of the projects financed.
- Further, the term loan is also secured by corporate guarantee given by MEP Infrastructure Developers Private Limited, the holding company and personal guarantees given by Mr. Jayant D. Mhaiskar and Mrs. Anuya J. Mhaiskar, directors of the Company and some of the relatives of the directors

The term loan carries an interest rate of 13.5% pa. The term loan is repayable in 12 equal monthly instalments



# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued)

as at 31 March 2014

(Currency: Indian rupees in lakhs)

### 10 Short-term borrowings (Continued)

#### III) Loan repayable on demand

##### MEP Infrastructure Developers Private Limited

- A) Loans repayable on demand include an overdraft facility from a bank amounting to Rs 5,000.00 lakhs (previous year : Nil) is secured as below:
- First charge / hypothecation / assignment of security interest on Escrow account;
  - Personnel Guarantee given by Mr. Jayant D. Mhaiskar and Mr. Dattatray P. Mhaiskar, directors of the Company;
  - Corporate guarantee given by Ideal Toll and Infrastructure Private Limited, the holding company;
- Loan carries an interest rate calculated on the base rate of the bank and a spread of 3% p.a.
- B) Loans repayable on demand include an overdraft facility from a bank amounting to Rs 4,994.60 lakhs (previous year : Nil) from a bank secured as below:
- First charge / hypothecation / assignment of security interest on Escrow account;
  - First charge by way of hypothecation of all the movable assets, present and future, of the projects financed.
  - First charge on receivable of the projects financed.
  - Personnel Guarantee given by Mr. Jayant D. Mhaiskar, director of the Company;
  - Corporate guarantee given by Ideal Toll and Infrastructure Private Limited, the holding company;
- Loan carries an interest rate calculated on the base rate of the bank and a spread of 2.25% p.a.

#### III) Unsecured loans

- A) Interest free unsecured loan from Ideal Toll & Infrastructure Private Limited, the holding company of Rs 406.46 lakhs (previous year : Rs 219.00 lakhs) which is repayable on demand and;
- B) Interest free unsecured loan from Mr. Jayant D. Mhaiskar (relative of director of the company) of Rs 22.00 lakhs (previous year : Rs 19.97 lakhs) which is repayable on demand.
- C) Interest free unsecured loan from Pratibha Industries (shareholder of the company) of Rs 4.75 lakhs (previous year : Rs 4.75 lakhs) which is repayable on demand.

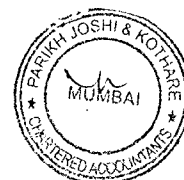
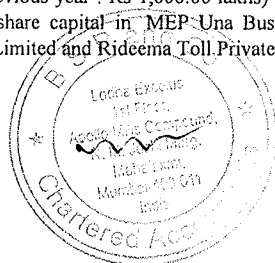
### 11 Trade payables

|   | 31 March 2014    | 31 March 2013   |
|---|------------------|-----------------|
| Trade payable towards goods purchased and services received |                  |                 |
| - dues of micro enterprises and small enterprises           | 0.56             | 5.34            |
| - other creditors   | 14,635.32        | 2,207.54        |
|   | <u>14,635.88</u> | <u>2,212.88</u> |

### 12 Other current liabilities

|  | 31 March 2014    | 31 March 2013    |
|--|------------------|------------------|
| Current maturities of long-term borrowings (refer note 7)  | 16,297.18        | 13,733.64        |
| Current maturities of long-term liabilities (refer note 8) | 5,220.00         | -                |
| Interest accrued but not due on borrowings                 | 1,109.91         | 1,441.97         |
| Interest accrued and due on borrowings                     | 6,675.96         | 4,321.41         |
| Employee benefits expense payable                          | 547.91           | 429.82           |
| Share application money*                                   | -                | 7,909.83         |
| Statutory dues payable                                     | 409.23           | 205.48           |
| Other liabilities  | 893.58           | 387.78           |
|  | <u>31,153.77</u> | <u>28,429.93</u> |

\*Share application money represents amount Rs Nil (previous year : Rs 202.20 lakhs) and Rs Nil (previous year : Rs 429.00 lakhs) received in advance from Mr. Jayant D. Mhaiskar towards share capital in Baramati Tollways Private Limited and Rideema Toll Private Limited respectively. Further share application money also includes Rs Nil (previous year : Rs 1,500.00 lakhs), Rs Nil (previous year : Rs 778.63 lakhs), Rs Nil (previous year : Rs 1,000.00 lakhs) and Rs Nil (previous year : Rs 4,000.00 lakhs) from Ideal Toll & Infrastructure Private Limited towards share capital in MEP Una Bus Terminal Private Limited, Baramati Tollways Private Limited, MEP Hamirpur Bus Terminal Private Limited and Rideema Toll Private Limited respectively.



# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued) as at 31 March 2014

(Currency: Indian rupees in lakhs)

### 13 Fixed assets

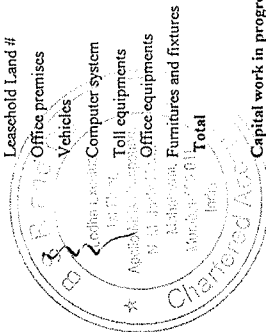
| Particulars                                | Gross block           |                  | Sale / Deletion | Depreciation/Amortisation |  | Net block              |                        |
|--|-----------------------|------------------|-----------------|---------------------------|--|------------------------|------------------------|
|  | As at<br>1 April 2013 | Additions        |                 | As at<br>31 March 2014    | For the year<br>Adjustment/Provision for<br>impairment | As at<br>31 March 2014 | As at<br>31 March 2014 |
| <b>Tangible fixed assets</b>               |                       |                  |                 |                           |  |                        |                        |
| Leasehold Land #                           | 26.75                 | -                | -               | 0.29                      | -  | 0.58                   | 26.17                  |
| Office premises                            | 464.50                | -                | -               | 22.00                     | -  | 46.53                  | 417.97                 |
| Vehicles                                   | 739.71                | 785.76           | 98.11           | 191.75                    | (53.52)  | 549.92                 | 877.44                 |
| Computer system                            | 208.59                | 124.55           | 17.64           | 59.40                     | (7.95)   | 152.40                 | 163.10                 |
| Toll equipments                            | 750.90                | 332.10           | 59.10           | 106.45                    | (7.57)   | 211.14                 | 812.76                 |
| Office equipments                          | 80.26                 | 29.63            | 5.98            | 10.32                     | (3.01)   | 19.67                  | 84.24                  |
| Furniture and fixtures                     | 188.59                | 9.05             | 1.49            | 30.79                     | (0.88)   | 52.04                  | 144.11                 |
| <b>Total</b>                               | <b>2,459.30</b>       | <b>1,281.09</b>  | <b>182.32</b>   | <b>420.99</b>             | <b>(72.92)</b>   | <b>1,032.27</b>        | <b>2,525.79</b>        |
| <b>Capital work in progress</b>            |                       |                  |                 |                           |  |                        |                        |
|  | 117.00                | 460.77           | -               | -                         | -  | -                      | 577.77                 |
| <b>Total</b>                               | <b>117.00</b>         | <b>460.77</b>    | <b>-</b>        | <b>-</b>                  | <b>-</b>   | <b>-</b>               | <b>577.77</b>          |
| <b>Intangible fixed assets</b>             |                       |                  |                 |                           |  |                        |                        |
| Toll collection rights*                    | 235,075.11            | 26,743.22        | -               | 12,829.99                 | -  | 34,942.25              | 226,876.08             |
| Goodwill on consolidation                  | 221.05                | 6,747.64         | -               | 0.62                      | (220.45)   | 1.22                   | 6,967.47               |
| <b>Total</b>                               | <b>235,296.16</b>     | <b>33,490.86</b> | <b>-</b>        | <b>12,830.61</b>          | <b>(220.45)</b>  | <b>34,943.47</b>       | <b>233,843.55</b>      |
| <b>Intangible assets under development</b> |                       |                  |                 |                           |  |                        |                        |
| Balance as at 1 April 2013                 |                       |                  |                 |                           |  |                        | 267.31                 |
| Less: Assets capitalised during the year   |                       |                  |                 |                           |  |                        | 267.31                 |
| Balance as at 31 March 2014                |                       |                  |                 |                           |  |                        | -                      |

\*As per Lease Deed, lease hold land has been amortised by straight line method over the period of 93 years from the date of lease deed 10 May 2012.

\* Toll collection rights include upfront payment to MSRDC of Rs 2,12,085.40 lakhs for toll collection rights at five Mumbai entry points, Rs 7,272.49 lakhs for toll collection rights at Baramati city and Rs 717.23 lakhs for toll collection right at Nagzari city. The concession period for toll collection rights as per the Concession Agreement for Mumbai entry points is for a period of 16 years, for Baramati city is for a period of 19 years and 4 months and for Nagzari city is for a period of 156 weeks.

Toll collection rights include upfront payment of Rs 15,000.00 lakhs to RIDCOR. The period for toll collection as per the License Agreement is for a period of 5 years.

Toll collection rights also include toll collection rights at Vidyasagar Setu bridge for a period of 5 years by Hoogly River Bridge Commissioners for Rs 26,100.00 lakhs payable in 5 equal installment on yearly upfront basis, along with other direct expenses incurred to acquire toll collection rights.





# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued) as at 31 March 2014

(Currency: Indian rupees in lakhs)

### 13 Fixed assets (Continued)

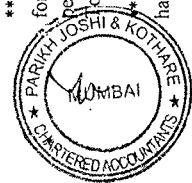
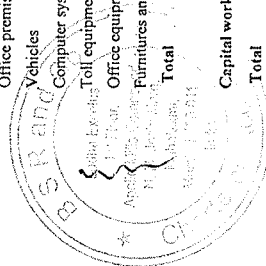
| Particulars                                | Gross block     |                       | Sale / Deletion | As at<br>31 March 2013 | As at<br>1 April 2012 | Depreciation/Amortisation<br>For the year Adjustment/Provision for<br>impairment*** | As at<br>31 March 2013 | Net block<br>As at<br>31 March 2013 |
|--|-----------------|-----------------------|-----------------|------------------------|-----------------------|---|------------------------|-------------------------------------|
|  | Additions       | As at<br>1 April 2012 |                 |                        |                       |   |                        |                                     |
| <b>Tangible fixed assets</b>               |                 |                       |                 |                        |                       |   |                        |                                     |
| Leasehold land #                           | 26.75           | -                     | -               | 26.75                  | -                     | 0.29  | 0.29                   | 26.46                               |
| Office premises*                           | -               | -                     | -               | 464.50                 | -                     | 24.53   | 24.53                  | 439.97                              |
| Vehicles                                   | 43.96           | 1.18                  | -               | 739.71                 | 310.57                | 101.50  | 411.69                 | 328.02                              |
| Computer system                            | 67.77           | 22.71                 | -               | 208.59                 | 59.54                 | 50.84   | 100.95                 | 107.63                              |
| Toll equipments                            | 417.09          | 8.85                  | -               | 738.49                 | 48.87                 | 64.19   | 112.26                 | 626.23                              |
| Office equipments                          | 37.45           | 0.76                  | -               | 80.26                  | 5.24                  | 7.35  | 12.36                  | 67.90                               |
| Furniture and fixtures                     | 140.74          | -                     | -               | 188.59                 | 5.14                  | 16.99   | 22.13                  | 166.46                              |
| <b>Total</b>                               | <b>733.76</b>   | <b>33.50</b>          | <b>-</b>        | <b>2,459.30</b>        | <b>429.36</b>         | <b>265.68</b>   | <b>684.20</b>          | <b>1,775.08</b>                     |
| <b>Capital work in progress</b>            |                 |                       |                 |                        |                       |   |                        |                                     |
| <b>Total</b>                               | <b>-</b>        | <b>-</b>              | <b>-</b>        | <b>117.00</b>          | <b>-</b>              | <b>-</b>  | <b>-</b>               | <b>117.00</b>                       |
| <b>Total</b>                               | <b>-</b>        | <b>-</b>              | <b>-</b>        | <b>117.00</b>          | <b>-</b>              | <b>-</b>  | <b>-</b>               | <b>117.00</b>                       |
| <b>Intangible fixed assets</b>             |                 |                       |                 |                        |                       |   |                        |                                     |
| Toll collection rights **                  | 3,989.72        | -                     | -               | 235,075.11             | 22,903.85             | 9,632.10  | 22,112.26              | 212,962.86                          |
| Goodwill on consolidation                  | 0.18            | -                     | -               | 221.05                 | 220.87                | 0.18  | 221.05                 | -                                   |
| <b>Total</b>                               | <b>3,989.90</b> | <b>-</b>              | <b>-</b>        | <b>235,296.16</b>      | <b>23,124.72</b>      | <b>9,632.10</b>   | <b>22,333.31</b>       | <b>212,962.86</b>                   |
| <b>Intangible assets under development</b> |                 |                       |                 |                        |                       |   |                        |                                     |
| Balance as at 1 April 2012                 | -               | -                     | -               | -                      | -                     | -   | -                      | 685.31                              |
| Additions                                  | -               | -                     | -               | -                      | -                     | -   | -                      | 354.49                              |
| Less: Assets capitalised during the year   | -               | -                     | -               | -                      | -                     | -   | -                      | 772.49                              |
| Balance as at 31 March 2013                | -               | -                     | -               | -                      | -                     | -   | -                      | 267.31                              |

# As per lease deed, leasehold land is amortised on a straight line basis over the period of 93 years from the date of lease deed, i.e 10 May 2012.

\* Depreciation on office premises includes prior year depreciation of Rs 1.37 lakhs.

\*\* Toll collection rights include upfront payment to MSRDC of Rs 2,12,085.40 lakhs for toll collection rights at five Mumbai entry points, Rs 7,272.49 lakhs for toll collection rights at Baramati city and Rs 717.23 lakhs for toll collection rights at Nagzari city. The concession period for toll collection rights as per the Concession Agreement, as revised, for Mumbai entry points is for a period of 16 years and for Baramati city is for a period of 19 years and 4 months.

\*\*\* Amortisation charge of toll collection rights during the current year amounts to Rs 9,632.10 lakhs. On account of change in method of amortisation during the current year, the amortisation on toll collection rights has been adjusted by a write-back of prior years amortisation of Rs 10,423.70 lakhs.



# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued)

as at 31 March 2014

(Currency: Indian rupees in lakhs)

### 14 Non-current investments

31 March 2014

31 March 2013

(Valued at cost unless stated otherwise)

#### A) Trade investments

**In equity shares of enterprises over which significant influence is exercised by key managerial personnel**

**Unquoted, fully paid up**

|   |      |        |
|---|------|--------|
| Nil (previous year : 3,000,000) equity shares of Ideal Energy Projects Limited of Rs 10 each. | -    | 300.00 |
| Nil (previous year : 3,300) equity shares of A J Toll Private Limited of Rs 100 each.         | 3.30 | 3.30   |

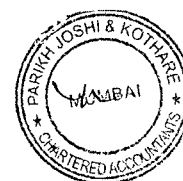
#### B) Other investments

**Unquoted, fully paid up**

|  |       |      |
|--|-------|------|
| 4,000 (previous year : 4,000) equity shares of Jankalyan Sahakari Bank Limited of Rs 10 each.                      | 0.40  | 0.40 |
| 40,000 (previous year : Nil) equity shares of The Kalyan Janata Sahakari Bank Limited of Rs 25 each.               | 10.00 | -    |
| 9,980 (previous year : Nil) equity shares of Thane Janata Sahakari Bank Limited of Rs 50 each.                     | 4.99  | -    |
| 11,000 (previous year : 1,000) equity shares of Dombivali Nagari Sahakari Bank Limited of Rs.50 each fully paid up | 5.50  | 0.52 |
| 76,990 (previous year : 40) equity shares of Jankalyan Sahakari Bank Limited of Rs.50 each, fully paid up          | 38.50 | -    |

**62.69**

**304.22**



# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued)

as at 31 March 2014

(Currency: Indian rupees in lakhs)

### 15 Deferred tax asset / (liability) (net)

|  | 31 March 2014          | 31 March 2013          |
|--|------------------------|------------------------|
| <b>Deferred tax assets</b>   |                        |                        |
| Carry forward business loss and unabsorbed depreciation  | 14,846.81              | 21,467.76              |
| Provision for employee benefits  | 48.18                  | 45.68                  |
| Excess of depreciation on fixed assets provided in accounts over depreciation / amortisation under income tax law.             | 59.41                  | -                      |
|  | <u>14,954.40</u>       | <u>21,513.44</u>       |
| <b>Deferred tax liabilities</b>  |                        |                        |
| Excess of depreciation / amortisation on fixed assets in income-tax law over depreciation / amortisation provided in accounts. | (7,394.44)             | (16,594.34)            |
| <b>Deferred tax asset (net)</b>  | <u><u>7,559.96</u></u> | <u><u>4,919.10</u></u> |

### 16 Long-term loans and advances

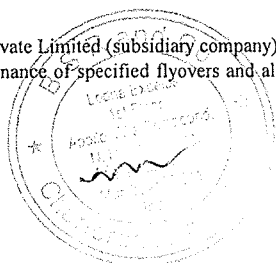
(Unsecured, considered good)

|  | Non-current portion |                  | Current portion |                 |
|--|---------------------|------------------|-----------------|-----------------|
|  | 31 March 2014       | 31 March 2013    | 31 March 2014   | 31 March 2013   |
| <b>To related parties:</b>   |                     |                  |                 |                 |
| Loans and advances   |                     |                  |                 |                 |
| -as mobilisation advance [refer note 16(a)]                          | 16,173.04           | 16,796.37        | 1,417.63        | 700.00          |
| -as loans [refer note 16(a)]   | 38,000.00           | 39,848.63        | -               | 996.52          |
| Advance against acquisition of equity shares [refer note 16(b)]      | 675.44              | 6,670.88         | -               | -               |
| Capital advances [refer note 16(a)]                                  | 2,750.00            | -                | -               | -               |
| Others [refer note 16(a)]  | -                   | -                | 31.53           | 31.53           |
| <b>To parties other than related parties:</b>                        |                     |                  |                 |                 |
| Advance income tax and fringe benefit tax (net of provision for tax) | 1,525.41            | 945.57           | -               | -               |
| Balance due from government authorities                              | -                   | 0.62             | -               | -               |
| Mobilisation advance   | 8,420.98            | -                | 244.36          | -               |
| Capital advances   | 5,909.28            | 5,137.87         | -               | -               |
| Loans to employees   | 0.30                | 28.63            | 46.11           | 29.02           |
| Prepaid expenses   | 421.50              | 311.17           | 962.24          | 740.86          |
| Performance security   | 1,247.53            | 1,151.43         | 4,058.35        | 6,144.84        |
| Other security deposits  | 66.34               | 59.04            | 2.36            | 1.36            |
|  | <u>75,189.82</u>    | <u>70,950.21</u> | <u>6,762.58</u> | <u>8,644.13</u> |

#### (a) Loans and advances to related parties

|  | Non-current portion |                  | Current portion |               |
|--|---------------------|------------------|-----------------|---------------|
|  | 31 March 2014       | 31 March 2013    | 31 March 2014   | 31 March 2013 |
| <b>I To holding company</b>  |                     |                  |                 |               |
| - Advance to Ideal Toll & Infrastructure Private Limited               | -                   | 0.03             | -               | -             |
| - Capital advance to Ideal Toll & Infrastructure Private Limited       | 2,750.00            | -                | -               | -             |
| - Loan to Ideal Toll & Infrastructure Private Limited                  | 37,500.00           | 37,581.75        | -               | -             |
| - Mobilisation advance to Ideal Toll & Infrastructure Private Limited* | 16,173.04           | 16,796.37        | 1,417.63        | 700.00        |
|  | <u>56,423.04</u>    | <u>54,378.15</u> | <u>1,417.63</u> | <u>700.00</u> |

\*MEP Infrastructure Private Limited (subsidiary company) has given mobilisation advance towards the long term maintenance contract entered into by them for maintenance of specified flyovers and allied structures as mentioned in the Concession Agreement entered by the Company with MSRDC.



# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued)

as at 31 March 2014

(Currency: Indian rupees in lakhs)

### 16 Long-term loans and advances (Continued)

#### II Enterprises over which significant influence exercised by key managerial personnel

|  | Non-current portion |                 | Current portion |                 |
|--|---------------------|-----------------|-----------------|-----------------|
|  | 31 March 2014       | 31 March 2013   | 31 March 2014   | 31 March 2013   |
| - A J Tolls Private Limited                  | 500.00              | 452.77          | -               | -               |
| - Ideal Energy Projects Limited              | -                   | 19.36           | -               | -               |
| - IEPL Power Trading Company Private Limited | -                   | 69.32           | -               | -               |
| - Ideal Road Builders Private Limited        | -                   | 709.78          | -               | -               |
| - Rideema Enterprises                        | -                   | 112.58          | 31.53           | 126.93          |
| - Jan Transport                              | -                   | 903.04          | -               | 800.00          |
| - Anuya Enterprises                          | -                   | -               | -               | 86.61           |
| - Ideal Infoware Private Limited             | -                   | -               | -               | 14.51           |
|  | <b>500.00</b>       | <b>2,266.85</b> | <b>31.53</b>    | <b>1,028.05</b> |

#### (b) Advance against acquisition of the equity shares

##### I Enterprises over which significant influence exercised by key managerial personnel

|   |              |               |
|---|--------------|---------------|
| - MEP Toll Gates Private Limited        | 0.16         | 0.11          |
| - Ideal Hospitality Private Limited     | 90.00        | 110.00        |
| - Ideal Energy Projects Limited         | 0.48         | 450.00        |
| - MEP RGSL Toll Bridge Private Limited  | -            | 0.11          |
| - MEP Highway Solutions Private Limited | -            | 0.11          |
|   | <b>90.64</b> | <b>560.33</b> |

##### II Advance to Ideal Toll & Infrastructure Private Limited (Holding Company) for acquisition of its equity holding in MEP Infrastructure Private Limited (a Subsidiary Company)

584.80 6,110.55

675.44 6,670.88

### 17 Other non-current assets

|  | 31 March 2014   | 31 March 2013   |
|--|-----------------|-----------------|
| Fixed deposits with banks with maturity period more than twelve months from reporting date (refer note 20) | 2,142.22        | 2,564.36        |
| Interest accrued on fixed deposits   | 52.33           | 70.34           |
|  | <b>2,194.55</b> | <b>2,634.70</b> |



# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued)

as at 31 March 2014

(Currency: Indian rupees in lakhs)

### 18 Current investments

|   | 31 March 2014 | 31 March 2013 |
|---|---------------|---------------|
| <b>Non-trade investments</b>  |               |               |
| <i>(valued at lower of cost and fair value)</i>   |               |               |
| <b>Investments in quoted mutual funds</b>   |               |               |
| 11,423 units (previous year: 9,026 units) of Rs 1,000.54 (previous year Rs 1,000.25) each IDFC Cash Fund plan | 0.11          | 0.09          |
|   | <u>0.11</u>   | <u>0.09</u>   |

The aggregate book value and market value of unquoted investments are as follows:

|                                 |      |      |
|---------------------------------|------|------|
| Aggregate book and market value | 0.11 | 0.09 |
|---------------------------------|------|------|

### 19 Trade receivables

|  | 31 March 2014   | 31 March 2013   |
|--|-----------------|-----------------|
| <i>(Unsecured, considered good)</i>  |                 |                 |
| Receivable outstanding for a period exceeding six months from the date they became due for payment | 621.35          | -               |
| Other receivables  | 2,253.31        | 3,840.18        |
|  | <u>2,874.66</u> | <u>3,840.18</u> |

Trade receivables of Rs 2,241.76 lakhs (previous year : Rs 2,608.33 lakhs) are due from related parties as below.

**Enterprises over which significant influence is exercised by key managerial personnel**

|                   |                 |                 |
|-------------------|-----------------|-----------------|
| - D S Enterprises | 2,241.76        | 2,608.33        |
|                   | <u>2,241.76</u> | <u>2,608.33</u> |

### 20 Cash and bank balances

|                                  | 31 March 2014    | 31 March 2013    |
|----------------------------------|------------------|------------------|
| <b>Cash and cash equivalents</b> |                  |                  |
| Balances with banks              |                  |                  |
| - in current accounts            | 3,150.58         | 932.20           |
| - in fixed deposits              | 21.85            | -                |
| Cash on hand                     | 4,468.90         | 4,185.33         |
|                                  | <u>7,641.33</u>  | <u>5,117.53</u>  |
| Other bank balances              | 8,584.83         | 10,271.98        |
|                                  | <u>16,226.16</u> | <u>15,389.51</u> |

#### Details of bank balances/deposits

|  | 31 March 2014    | 31 March 2013    |
|--|------------------|------------------|
| Bank balances available on demand/deposits with original maturity of 3 months or less included under 'Cash and cash equivalents' | 3,172.43         | 932.20           |
| Bank deposits due to mature within 12 months from the reporting date included under 'Other bank balances'                        | 8,584.83         | 10,271.98        |
| Bank deposits due to mature after 12 months from the reporting date included under 'Other non current assets'                    | 2,142.22         | 2,564.36         |
|  | <u>13,899.48</u> | <u>13,768.54</u> |

#### Notes

- Bank deposit includes fixed deposits with various banks of Rs 7,764.60 lakhs (31 March 2013 : 8,771.14 lakhs) which are provided as a lien to banks and financial institutions for maintenance of Debt Service Reserve Account.
- Bank deposit includes fixed deposits with various banks of Rs 2,844.08 lakhs (31 March 2013 : Rs 2,055.01 lakhs), which are provided as a lien for bank guarantee given to various authorities.
- Bank deposit includes fixed deposits with various banks of Rs. 140.23 lakhs (previous year : Rs 2,010.19 lakhs) which are placed as a security for loans taken from the banks.



# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued)

as at 31 March 2014

(Currency: Indian rupees in lakhs)

### 21 Short-term loans and advances

(Unsecured, considered good)

|  | 31 March 2014   | 31 March 2013    |
|--|-----------------|------------------|
| <b>To related parties</b>  |                 |                  |
| Current portion of long term loans and advances [refer note 16]                | 1,449.16        | 1,728.05         |
| Advance consideration for acquisition of preference shares [refer note 21 (a)] | 2,000.00        | 3,989.44         |
| Other advances [refer note 21 (b)]   | 20.00           | -                |
| <b>To parties other than related parties</b>                                   |                 |                  |
| Current portion of long term loans and advances [refer note 16]                | 5,313.42        | 6,916.08         |
| Advances recoverable in cash or kind   | 69.68           | 2,596.93         |
| Advances to suppliers  | 292.33          | 4.95             |
| Advances for authority payment   | 18.21           | 204.92           |
| Balance with government authorities  | 4.53            | -                |
| Bid security / earnest money deposit   | -               | 564.40           |
|  | <u>9,167.33</u> | <u>16,004.77</u> |

#### (a) Advance against acquisition of the preference shares

Enterprises over which significant influence is exercised by key managerial personnel

|                                     |                 |                 |
|-------------------------------------|-----------------|-----------------|
| - A J Tolls Private Limited         | -               | 989.44          |
| - Ideal Hospitality Private Limited | 2,000.00        | 3,000.00        |
|                                     | <u>2,000.00</u> | <u>3,989.44</u> |

#### (b) Other advances

Enterprises over which significant influence is exercised by key managerial personnel

|                                 |              |          |
|---------------------------------|--------------|----------|
| - Ideal Energy Projects Limited | 20.00        | -        |
|                                 | <u>20.00</u> | <u>-</u> |

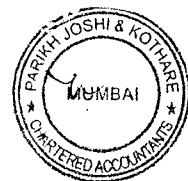
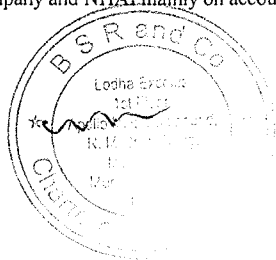
### 22 Other current assets

|                                       | 31 March 2014   | 31 March 2013 |
|---------------------------------------|-----------------|---------------|
| Interest receivable                   |                 |               |
| - accrued on fixed deposits           | 373.79          | 320.58        |
| - accrued on loans to related parties | 1,128.80        | 247.57        |
| Claim receivable*                     | 1,703.53        | -             |
|                                       | <u>3,206.12</u> | <u>568.15</u> |

#### \*Claim receivable

a) During the financial year 2013-14, the Company has recognised claims of Rs.774.35 lakhs receivable from National Highways Authority of India (herein after referred as "NHAI") towards "Force Majeure" clause as per article 26.2(d) of the Concession Agreement between the Company and NHAI on account of temporary injunction by Madurai bench of Hon'ble Highcourt of Madras on collection of toll on certain vehicles in one of the toll plaza.

b) During the financial year 2013-14, the Company has recognised claims of Rs 929.18 lakhs receivable from National Highways Authority of India (herein after referred as "NHAI") towards "Force Majeure" clause of Article 26 of the Concession Agreement between the Company and NHAI mainly on account of Seemandhra / Telangana Agitation.



# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued)

for the year ended 31 March 2014

(Currency: Indian rupees in lakhs)

### 23 Revenue from operations

|                            | 31 March 2014     | 31 March 2013     |
|----------------------------|-------------------|-------------------|
| Toll and octroi collection | 119,693.15        | 128,010.17        |
| Manpower Supply            | 97.40             | -                 |
|                            | <u>119,790.55</u> | <u>128,010.17</u> |

### 24 Other income

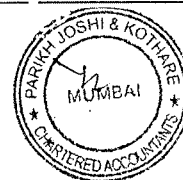
|  | 31 March 2014   | 31 March 2013   |
|--|-----------------|-----------------|
| Interest income                                    |                 |                 |
| - from fixed deposits                              | 1,027.70        | 885.83          |
| - from loans to related parties                    | 1,145.13        | 1,172.60        |
| - from loans to parties other than related parties | 304.25          | 96.22           |
| Dividend income                                    | 1.03            | 8.56            |
| Profit on sale of mutual funds                     | 0.16            | 2.58            |
| Claim from authority (refer note 22)               | 1,703.53        | -               |
| Provisions no longer required written back         | 122.99          | 303.31          |
| Miscellaneous income                               | 24.47           | 37.81           |
|  | <u>4,329.26</u> | <u>2,506.91</u> |

### 25 Operations and maintenance expenses

|  | 31 March 2014    | 31 March 2013    |
|--|------------------|------------------|
| Concession fees to authority                           | 73,762.88        | 78,300.23        |
| Road repairing and maintenance expenses                | 3,727.03         | 2,131.74         |
| Toll and octroi - site attendant expenses              | 981.16           | 1,292.35         |
| Site expenses  | 22.45            | 173.38           |
| Maintenance cost paid to authority                     | 116.89           | -                |
| Other site operational expenses                        | 1,286.88         | 1,211.80         |
| Supervision and independent engineer fees to authority | 256.01           | 195.87           |
|  | <u>80,153.30</u> | <u>83,305.37</u> |

### 26 Employee benefits

|   | 31 March 2014   | 31 March 2013   |
|---|-----------------|-----------------|
| Salaries, wages and bonus   | 4,193.51        | 4,326.28        |
| Contribution to provident funds and other funds (refer note 30.7) | 246.54          | 266.02          |
| Gratuity expenses (refer note 30.7)                               | 45.10           | 39.39           |
| Compensated absences  | -               | 3.61            |
| Staff welfare expenses  | 500.73          | 618.46          |
|   | <u>4,985.88</u> | <u>5,253.76</u> |



# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued) for the year ended 31 March 2014

(Currency: Indian rupees in lakhs)

### 27 Depreciation and amortisation

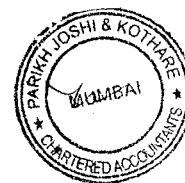
|                               | 31 March 2014    | 31 March 2013   |
|-------------------------------|------------------|-----------------|
| Depreciation and amortisation | 13,031.13        | 9,897.99        |
|                               | <u>13,031.13</u> | <u>9,897.99</u> |

### 28 Finance costs

|                                 | 31 March 2014    | 31 March 2013    |
|---------------------------------|------------------|------------------|
| Interest expenses               |                  |                  |
| - from banks                    | 9,574.99         | 9,015.89         |
| - from financial institutions   | 27,458.58        | 28,107.65        |
| Other borrowing cost            |                  |                  |
| - processing fees               | 601.61           | 237.29           |
| - loan foreclosure charges      | 14.43            | 67.42            |
| - bank guarantee and commission | 320.78           | 222.11           |
| - others                        | 0.45             | 0.03             |
|                                 | <u>37,970.84</u> | <u>37,650.39</u> |

### 29 Other expenses

|   | 31 March 2014   | 31 March 2013   |
|---|-----------------|-----------------|
| Rent, rates and taxes                         | 71.14           | 94.98           |
| Directors remuneration                        | 498.28          | 183.81          |
| Insurance                                     | 54.33           | 33.53           |
| Legal, consultancy and professional fees      | 615.04          | 460.92          |
| Travelling expenses                           | 683.46          | 799.28          |
| Business promotion and advertisement expenses | 46.92           | 629.75          |
| Repairs and maintenance                       |                 |                 |
| - to machinery                                | 50.27           | 66.47           |
| - to computers                                | 44.44           | 69.43           |
| - others                                      | 73.75           | 49.29           |
| Auditors remuneration                         | 45.52           | 28.20           |
| Miscellaneous expenses                        | 1,316.55        | 612.41          |
|   | <u>3,499.70</u> | <u>3,028.07</u> |





# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued) for the year ended 31 March 2014

(Currency : Indian rupees in lakhs)

### 30.1 Contingent liabilities

| Particulars   | 31 March 2014     | 31 March 2013     |
|---|-------------------|-------------------|
| Interest on late payments to Maharashtra State Road Development Corporation Limited | 68.04             | 68.04             |
| Claims made against the Company not acknowledged as debts by the Company            | 8,614.51          | -                 |
| Guarantees given by banks   | 32,133.09         | 29,222.33         |
| Corporate guarantees given  | 350,503.00        | 313,929.12        |
|   | <b>391,318.64</b> | <b>343,219.49</b> |

### 30.2 Capital commitments

|  | 31 March 2014 | 31 March 2013   |
|--|---------------|-----------------|
| Estimated amount of contracts remaining to be executed on capital account (net of advance) | 322.57        | 5,621.51        |
|  | <b>322.57</b> | <b>5,621.51</b> |

### 30.3 Claim

During the financial year 2013-14, one of the subsidiary has preferred claims with National Highways Authority of India (herein after referred as "NHAI") aggregating Rs 6,434.00 lakhs on account of loss of revenue and force majeure issues arising from non compliance of the Concession Agreement by NHAI. As NHAI is in the process of evaluating the claims and arriving at mutually acceptable resolution to the same, the subsidiary has not recognised the claims as income and/or reduced the liability in the financial statements. In the 3CGM Committee meeting held on 26 August 2014, NHAI has agreed that loss of revenue as assessed by IE shall be adjusted to the extent of outstanding concession fees payable to NHAI.

### 30.4 Operating lease

The Company has entered into non - cancellable operating lease agreements for premises, which expires at various dates over the next five years. Rent expenses debited to the Consolidated Statement of Profit and Loss is Rs 7.61 lakhs (previous year : Rs 6.92 lakhs) in respect of non-cancellable lease agreements. Total rent expenses is Rs 13.61 lakhs (previous year : Rs 22.77 lakhs). The future minimum lease payments in respect of these properties as on 31 March 2014 is as below:

|   | 31 March 2014 | 31 March 2013 |
|---|---------------|---------------|
| Not later than one year                           | 0.92          | 7.58          |
| Later than one year but not later than five years | -             | 0.92          |
| Later than five years                             | -             | -             |
|   | <b>0.92</b>   | <b>8.50</b>   |

### 30.5 Earnings per share

|  |         | 31 March 2014 | 31 March 2013 |
|--|---------|---------------|---------------|
| Profit/ (loss) attributable to equity shareholders   | A       | (12,918.15)   | 4,120.11      |
| Number of equity shares at the beginning of the year   |         | 100,000,000   | 100,000,000   |
| Number of equity shares outstanding at the end of the year   |         | 100,000,000   | 100,000,000   |
| Weighted average number of equity shares outstanding during the period   | B       | 100,000,000   | 100,000,000   |
| Basic earnings per equity share (Rs)   | (A / B) | (12.92)       | 4.12          |
| <b>Diluted earnings per share</b>  |         |               |               |
| Profit attributable to existing and potential shareholders   | A       | (12,918.15)   | 4,120.11      |
| Weighted average number of equity shares outstanding during the period for the calculation of diluted earnings per share | B       | 100,000,000   | 145,337,500   |
| Diluted earnings per share   | (A / B) | (12.92)       | 2.83          |
| Face value per equity share (Rs)   |         | 10            | 10            |



# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued)

for the year ended 31 March 2014

(Currency : Indian rupees in lakhs)

### 30.6 Termination of the project

Two of the subsidiaries entered into a concession agreement with Himachal Pradesh Bus Stand Development and Management Authority (herein referred to as 'authority') for carrying on the business of development of bus terminal and commercial complexes on design, build, operate & transfer (DBOT) basis in Una and Hamirpur. On 5th April 2014, both the subsidiaries served a termination notice of the project to Himachal Pradesh Bus Stand Development and Management Authority under Article 22.2 (Termination of concessionaire) of the concession agreement, primarily because of change in scope of work and non availability of vacant possession of land required to execute the project.

Toll collection contract of one of the subsidiary with Maharashtra State Road Development Corporation ('MSRDC') was terminated on 30 June 2014. This subsidiary is entitled for compensation as per clause 31 of the Concession Agreement entered by the subsidiary with MSRDC.

### 30.7 Employee benefits

The disclosures as required as per the revised "Accounting Standard 15" are as under:

#### I) Defined contribution plan

- i) Contribution to Provident Fund
- ii) Contribution to Employees State Insurance Corporation
- iii) Contribution to Maharashtra Labour Welfare Fund

The Company has recognised the following amounts in the Statement of Profit and Loss for the year\*:

|  |               |               |
|--|---------------|---------------|
| - Employers' Contribution to Provident Fund                        | 132.76        | 137.00        |
| - Employers' Contribution to Employees State Insurance Corporation | 111.69        | 126.83        |
| - Maharashtra Labour Welfare Fund                                  | 2.09          | 2.19          |
|  | <u>246.54</u> | <u>266.02</u> |

\*Included in Contribution to provident fund and other funds (refer note 26 - Employee benefits)

#### II) Defined benefit plan

##### Gratuity

The Group has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on death or resignation or retirement at 15 days salary (last drawn salary) for each completed year of service. The Company during the year provided Rs 45.10 lakhs (Previous year : Rs. 39.39 lakhs) towards gratuity in the Statement of Profit and Loss.

In accordance with the Accounting Standard 15 (Revised 2005), actuarial valuation has been done in respect of defined benefit plan of gratuity based on the following assumptions:

|   | 31 March 2014 | 31 March 2013 |
|---|---------------|---------------|
| Discount rate                                     | 9.30%         | 7.95%         |
| Salary escalation rate                            | 6.00%         | 5.00%         |
| Expected average remaining lives of the employees | 4.48 - 9.56   | 5.21 - 9.39   |

#### (i) Change in present value of obligation

|   | 31 March 2014 | 31 March 2013 |
|---|---------------|---------------|
| Present value of obligations as at 1 April 2013               | 139.30        | 100.42        |
| Interest cost   | 12.50         | 10.50         |
| Current service cost  | 31.82         | 28.55         |
| Benefits paid   | (7.40)        | (0.52)        |
| Liabilities assumed on acquisition / (settled on divestiture) | 0.46          | 0.66          |
| Actuarial losses  | 0.14          | (0.31)        |
| Present value of obligations as at 31 March 2014              | <u>176.82</u> | <u>139.30</u> |

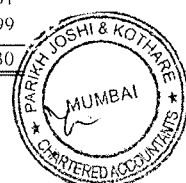
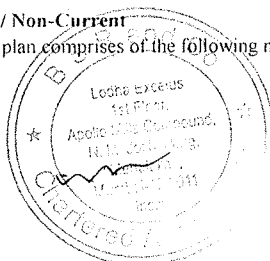
#### (ii) Amount recognised in the Balance Sheet

|  | 31 March 2014 | 31 March 2013 |
|--|---------------|---------------|
| Present value of obligations as at 31 March 2014 | 176.82        | 139.30        |
| Present value of plan assets as at 31 March 2014 | -             | -             |
| Net liability recognised as on 31 March 2014     | <u>176.82</u> | <u>139.30</u> |

#### Classification into Current / Non-Current

The liability in respect of the plan comprises of the following non current and current portion:

|             | 31 March 2014 | 31 March 2013 |
|-------------|---------------|---------------|
| Current     | 31.07         | 24.31         |
| Non current | 145.75        | 114.99        |
|             | <u>176.82</u> | <u>139.30</u> |



# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued)

for the year ended 31 March 2014

(Currency : Indian rupees in lakhs)

### 30.7 Employee benefits (Continued)

|  | 31 March 2014 | 31 March 2013 |
|--|---------------|---------------|
| <b>II) Defined benefit plan (Continued)</b>                          |               |               |
| <b>(iii) Expenses recognised in the Statement of Profit and Loss</b> |               |               |
| Current service cost   | 31.82         | 28.59         |
| Interest cost on benefit obligation                                  | 12.52         | 10.45         |
| Net actuarial (gain)/ loss recognised in the current year            | 0.15          | (0.31)        |
| Liabilities assumed on acquisition / (settled on divestiture)        | 0.61          | 0.65          |
| Expense recognised in the Statement of Profit and Loss*              | <u>45.10</u>  | <u>39.39</u>  |

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

The Company's liability on account of gratuity is not funded and hence the disclosures relating to the planned assets are not applicable.

|   | 31 March 2014 | 31 March 2013 | 31 March 2012 |
|---|---------------|---------------|---------------|
| <b>Experience adjustments</b>             |               |               |               |
| Defined benefit obligation                | 176.82        | -             | 139.30        |
| Plan assets                               | -             | -             | -             |
| (Deficit)                                 | (176.82)      | -             | (139.30)      |
| Experience adjustment on plan liabilities | 0.23          | (2.62)        | 14.81         |
| Experience adjustment on plan assets      | -             | -             | -             |

The Company has provided the gratuity from the year ended 31 March 2011. Hence, disclosure based on actuarial valuation related experience adjustments are disclosed in 3 years.

### III) Compensated absences

The liability towards absences for the year ended 31 March 2013 based on the actuarial valuation using the projected accrued benefit method amounting to Rs. Nil (previous year : Rs. 3.61 lakhs).

In accordance with the Accounting Standard 15 (Revised 2005), actuarial valuation has been done in respect of defined benefit plan of compensated absences based on the following key assumptions:

| Particulars            | 31 March 2014 | 31 March 2013 |
|------------------------|---------------|---------------|
| Discount rate          | -             | 7.95%         |
| Salary escalation rate | -             | 5.00%         |

During the current year, the Company has withdrawn the Compensated absences policy. Hence the related actuarial valuation have not been disclosed for the current year ended 31 March 2014.

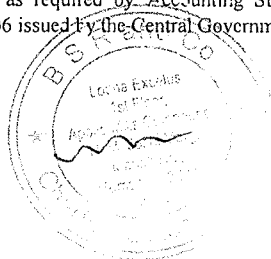
#### Classification into Current / Non-Current

The liability in respect of compensated absences comprises of the following non current and current portion:

|             | 31 March 2014 | 31 March 2013 |
|-------------|---------------|---------------|
| Current     | -             | 0.29          |
| Non current | -             | 3.32          |
|             | <u>-</u>      | <u>3.61</u>   |

### 30.8 Segment reporting

The Company is primarily engaged in the business of toll and octroi collection, which is the primary business segment of the Company. The Company does not have any separate geographical segment since all its operations are carried out in India. Hence, there are no separate reportable segments, as required by Accounting Standard 17 on "Segment reporting" as prescribed by the Companies (Accounting Standards) Rules, 2006 issued by the Central Government, in consultation with the National Advisory Committee on Accounting Standards.



# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued)

for the year ended 31 March 2014

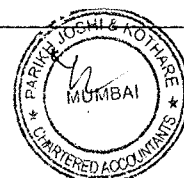
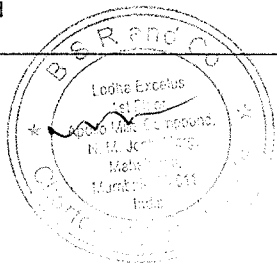
(Currency: Indian rupees in lakhs)

### 30.9 Related party disclosures

In accordance with the requirements of Accounting Standard 18 'Related Party Transactions' as prescribed under the Companies (Accounting Standards) Rules, 2006, following are the names of related parties and their relationships, details of the transaction during the year and balances as at the year end :

#### A. Name of related parties and the nature of relationship

| Name of related party                                 | Nature of relationship  |
|---|---|
| Ideal Toll & Infrastructure Private Limited           | Holding Company   |
| Maask Entertainment Private Limited                   | Enterprises over which significant influence is exercised by key managerial personnel |
| IEPL Power Trading Company Private Limited            |   |
| Ideal Energy Projects Limited                         |   |
| A J Tolls Private Limited                             |   |
| MEP Toll Gates Private Limited                        |   |
| VCR Toll Services Private Limited                     |   |
| Ideal Infoware Private Limited                        |   |
| Global Safety Visions Private Limited                 |   |
| Ideal Hospitality Private Limited                     |   |
| Ideal Brands Private Limited                          |   |
| Raima Manpower & Consultancy Services Private Limited |   |
| IRB Infrastructure Developers Limited                 |   |
| Ideal Road Builders Private Limited.                  |   |
| Thane Ghodbunder Toll Road Private Limited            |   |
| IDAA Infrastructure Private Limited                   |   |
| IRB Surat Dahisar Tollway Private Limited             |   |
| IRB Infrastructure Private Limited                    |   |
| MMK Toll Road Private Limited                         |   |
| NKT Road & Toll Private Limited                       |   |
| Mhaiskar Infrastructure Private Limited.              |   |
| Altamount Capital Management Private Limited          |   |
| Chitpavan Foundation                                  |   |
| Anuya Enterprises                                     |   |
| Virendra Builders                                     |   |
| Sudha Productions                                     |   |
| Rideema Enterprises                                   |   |
| Jan Transport   |   |
| D S Enterprises                                       |   |
| Mr. Jayant.Mhaiskar                                   | Key Management Person   |
| Mrs. Anuya Mhaiskar                                   | Key Management Person   |
| Mr. Dattatray Mhaiskar                                | Key Management Person   |
| Mrs. Sudha Mhaiskar                                   | Key Management Person   |
| Mr. Murzash Manekshana                                | Key Management Person   |
| Mr. Sameer A. Apte                                    | Key Management Person   |
| Mr. Uttam Pawar                                       | Key Management Person   |
| Mr. Subodh Garud                                      | Key Management Person   |



# MEP Infrastructure Developers Private Limited

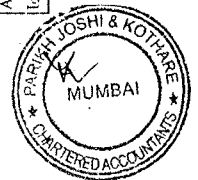
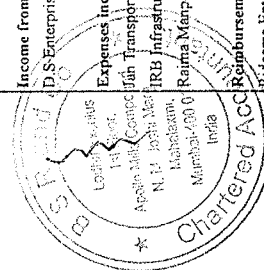
## Notes to the Consolidated financial statements (Continued) for the year ended 31 March 2014

(Currency : Indian rupees in lakhs)

### 30.9 Related party disclosures (Continued)

#### B. Disclosures of material transactions with related parties and balances as at 31 March 2014

| Particulars   | Holding company          |                          | Enterprises over which significant influence is exercised by key managerial personnel |                          | Key managerial personnel |                          | Total                    |                          |
|---|--------------------------|--------------------------|---|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
|   | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014  | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 |
| Income from toll collection                           | -                        | -                        | 4,115.06  | 2,608.35                 | -                        | -                        | 4,115.06                 | 2,608.33                 |
| D.S.Enterprise  | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Expenses incurred on our behalf                       | -                        | -                        | -   | 21.67                    | -                        | -                        | -                        | 21.67                    |
| Jan Transport   | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| IRB Infrastructure Developers Limited                 | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Rajma Manpower & Consultancy Services Private Limited | -                        | -                        | -   | 2.29                     | -                        | -                        | -                        | 2.29                     |
| Reimbursement made                                    | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Ruteema Enterprises                                   | -                        | -                        | -   | 0.19                     | -                        | -                        | -                        | 0.19                     |
| Rajma Manpower & Consultancy Services Private Limited | -                        | -                        | -   | 0.10                     | -                        | -                        | -                        | 0.10                     |
| Expenses incurred on behalf of                        | 384.94                   | 0.03                     | -   | -                        | -                        | -                        | 384.94                   | 0.03                     |
| Ideal Toll & Infrastructure Private Limited           | -                        | -                        | 6.91  | 19.36                    | -                        | -                        | 6.91                     | 19.36                    |
| Ideal Energy Projects Limited                         | -                        | -                        | 0.15  | 0.05                     | -                        | -                        | 0.15                     | 0.05                     |
| A.J.Tolls Private Limited                             | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Jan Transport   | -                        | -                        | 14.99   | -                        | -                        | -                        | 14.99                    | -                        |
| VCR Toll Services Private Limited                     | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Maask Entertainment Private Limited                   | -                        | -                        | -   | 0.11                     | -                        | -                        | -                        | 0.11                     |
| Mr. Dattatray Mhaiskar                                | -                        | -                        | -   | -                        | -                        | 0.01                     | -                        | 0.01                     |
| Reimbursement received                                | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Ideal Toll & Infrastructure Private Limited           | -                        | -                        | -   | 122.50                   | -                        | -                        | -                        | 122.50                   |
| Jan Transport   | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| A.J.Tolls Private Limited                             | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Ideal Energy Projects Limited                         | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |



# MEP Infrastructure Developers Private Limited

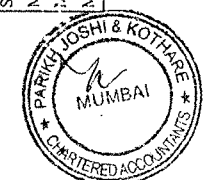
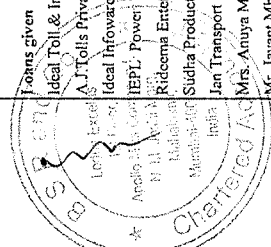
## Notes to the Consolidated financial statements (Continued) for the year ended 31 March 2014

(Currency : Indian rupees in lakhs)

### 30.9 Related party disclosures (Continued)

#### B. Disclosures of material transactions with related parties and balances as at 31 March 2014

| Particulars                                 | Holding company          |                          | Enterprises over which significant influence is exercised by key managerial personnel |                          | Key managerial personnel |                          | Total                    |                          |
|---|--------------------------|--------------------------|---|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
|   | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014  | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 |
| Loans given                                 |                          |                          |   |                          |                          |                          |                          |                          |
| Ideal Toll & Infrastructure Private Limited | 223.00                   | 37,880.18                | -   | -                        | -                        | -                        | 223.00                   | 37,880.18                |
| A.J.Tolls Private Limited                   | -                        | -                        | 40.97   | 629.89                   | -                        | -                        | 40.97                    | 629.89                   |
| Ideal Infoware Private Limited              | -                        | -                        | 1,500.00  | -                        | -                        | -                        | 1,500.00                 | -                        |
| IEPL Power Trading Company Private Limited  | -                        | -                        | -   | 470.80                   | -                        | -                        | -                        | 470.80                   |
| Rideema Enterprises                         | -                        | -                        | -   | 105.89                   | -                        | -                        | -                        | 105.89                   |
| Sudha Productions                           | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Jan Transport                               | -                        | -                        | 250.94  | -                        | -                        | -                        | 250.94                   | -                        |
| Mrs. Anuya Mhaiskar                         | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Mr. Jayant Mhaiskar                         | -                        | -                        | -   | -                        | -                        | 123.12                   | -                        | 123.12                   |
| Mr. Dattatray Mhaiskar                      | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Advances given                              |                          |                          |   |                          |                          |                          |                          |                          |
| Ideal Toll & Infrastructure Private Limited | 2,750.00                 | -                        | -   | -                        | -                        | -                        | 2,750.00                 | -                        |
| A.J.Tolls Private Limited                   | -                        | -                        | 500.00  | -                        | -                        | -                        | 500.00                   | -                        |
| Jan Transport                               | -                        | -                        | 1,939.82  | 800.00                   | -                        | -                        | 1,939.82                 | 800.00                   |
| Repayments received during the year         |                          |                          |   |                          |                          |                          |                          |                          |
| Ideal Toll & Infrastructure Private Limited | 223.00                   | 1,086.76                 | -   | -                        | -                        | -                        | 223.00                   | 1,086.76                 |
| Jan Transport                               | -                        | -                        | 3,893.81  | 3.54                     | -                        | -                        | 3,893.81                 | 3.54                     |
| A.J.Tolls Private Limited                   | -                        | -                        | 524.91  | 982.45                   | -                        | -                        | 524.91                   | 982.45                   |
| Ideal Energy Projects Limited               | -                        | -                        | 6.27  | -                        | -                        | -                        | 6.27                     | -                        |
| IEPL Power Trading Company Private Limited  | -                        | -                        | 72.79   | 559.30                   | -                        | -                        | 72.79                    | 559.30                   |
| Rideema Enterprises                         | -                        | -                        | 4,785.99  | 4,681.86                 | -                        | -                        | 4,785.99                 | 4,681.86                 |
| Ideal Infoware Private Limited              | -                        | -                        | -   | 1,500.00                 | -                        | -                        | -                        | 1,500.00                 |
| Anuya Enterprises                           | -                        | -                        | -   | 4,237.02                 | -                        | -                        | -                        | 4,237.02                 |
| Sudha Productions                           | -                        | -                        | -   | 7.60                     | -                        | -                        | -                        | 7.60                     |
| Mrs. Anuya Mhaiskar                         | -                        | -                        | -   | -                        | -                        | 927.94                   | -                        | 927.94                   |
| Mr. Jayant Mhaiskar                         | -                        | -                        | -   | -                        | -                        | 123.12                   | -                        | 123.12                   |
| Mr. Dattatray Mhaiskar                      | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |



# MEP Infrastructure Developers Private Limited

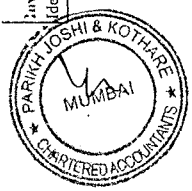
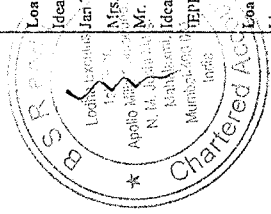
## Notes to the Consolidated financial statements (Continued) for the year ended 31 March 2014

(Currency : Indian rupees in lakhs)

### 30.9 Related party disclosures (Continued)

#### B. Disclosures of material transactions with related parties and balances as at 31 March 2014

| Particulars  | Holding company          |                          | Enterprises over which significant influence is exercised by key managerial personnel |                          | Key managerial personnel |                          | Total                    |                          |
|--|--------------------------|--------------------------|---|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
|  | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014  | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 |
| <b>Loans taken</b>   |                          |                          |   |                          |                          |                          |                          |                          |
| Ideal Toll & Infrastructure Private Limited                            | 16,514.99                | 1,206.00                 | -   | -                        | -                        | -                        | 16,514.99                | 1,206.00                 |
| Jan Transport  | -                        | -                        | -   | 127.75                   | -                        | -                        | -                        | 127.76                   |
| Mrs. Anuja Mhaiskar  | -                        | -                        | -   | -                        | 5.69                     | -                        | 5.69                     | -                        |
| Mr. Jayant Mhaiskar  | -                        | -                        | -   | -                        | 6,265.90                 | 1,489.97                 | 6,265.90                 | 1,489.97                 |
| Ideal Energy Projects Limited  | -                        | -                        | 49.28   | -                        | -                        | -                        | 49.28                    | -                        |
| MEPL Power Trading Company Private Limited                             | -                        | -                        | 309.39  | -                        | -                        | -                        | 309.39                   | -                        |
| <b>Loans repaid during the year</b>                                    |                          |                          |   |                          |                          |                          |                          |                          |
| Ideal Toll & Infrastructure Private Limited                            | 17,082.64                | 3,296.85                 | -   | -                        | -                        | -                        | 17,082.64                | 3,296.85                 |
| Anuja Enterprises  | -                        | -                        | -   | 197.94                   | -                        | -                        | -                        | 197.94                   |
| Jan Transport  | -                        | -                        | -   | 187.89                   | -                        | -                        | -                        | 187.89                   |
| Mrs. Anuja Mhaiskar  | -                        | -                        | -   | -                        | 5.69                     | -                        | 5.69                     | -                        |
| Mr. Jayant Mhaiskar  | -                        | -                        | -   | -                        | 6,263.87                 | 1,635.14                 | 6,263.87                 | 1,635.14                 |
| Ideal Energy Projects Limited  | -                        | -                        | 20.00   | -                        | -                        | -                        | 20.00                    | -                        |
| MEPL Power Trading Company Private Limited                             | -                        | -                        | 309.39  | 2,500.00                 | -                        | -                        | 309.39                   | 2,500.00                 |
| <b>Receipt of trade receivables</b>                                    |                          |                          |   |                          |                          |                          |                          |                          |
| D.S Enterprise   | -                        | -                        | 1,873.30  | -                        | -                        | -                        | 1,873.30                 | -                        |
| Jan Transport  | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| <b>Equity contribution made</b>  |                          |                          |   |                          |                          |                          |                          |                          |
| Ideal Energy Projects Limited  | -                        | -                        | -   | 300.00                   | -                        | -                        | -                        | 300.00                   |
| Rajma Manpower & Consultancy Services Private Limited                  | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| <b>Investment in shares of MEP Infrastructure Private Limited from</b> |                          |                          |   |                          |                          |                          |                          |                          |
| Ideal Toll & Infrastructure Private Limited                            | 427.30                   | -                        | -   | -                        | -                        | -                        | 427.30                   | -                        |



# MEP Infrastructure Developers Private Limited

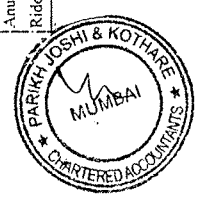
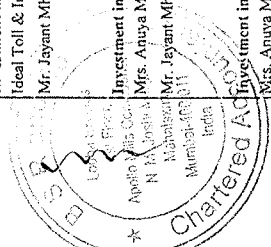
## Notes to the Consolidated financial statements (Continued) for the year ended 31 March 2014

(Currency : Indian rupees in lakhs)

### 30.9 Related party disclosures (Continued)

#### B. Disclosures of material transactions with related parties and balances as at 31 March 2014

| Particulars   | Holding company:         |                          | Enterprises over which significant influence is exercised by key managerial personnel |                          | Key managerial personnel |                          | Total                    |                          |
|---|--------------------------|--------------------------|---|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
|   | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014  | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 |
| Investment in shares of Rideema Toll Private Limited from Ideal Toll & Infrastructure Private Limited | 414.60                   | -                        | -   | -                        | 567.00                   | -                        | 414.60                   | -                        |
| Mr. Jayant Mhaskar  | -                        | -                        | -   | -                        | -                        | -                        | 567.00                   | -                        |
| Investment in shares of MEP Highway Solutions Private Limited from Mrs. Anuya Mhaskar                 | -                        | -                        | -   | -                        | 0.49                     | -                        | 0.49                     | -                        |
| Mr. Jayant Mhaskar  | -                        | -                        | -   | -                        | 0.49                     | -                        | 0.49                     | -                        |
| Investment in shares of MEP RGSJ Toll Bridge Private Limited from Mrs. Anuya Mhaskar                  | -                        | -                        | -   | -                        | 0.49                     | -                        | 0.49                     | -                        |
| Mr. Jayant Mhaskar  | -                        | -                        | -   | -                        | 0.49                     | -                        | 0.49                     | -                        |
| Equity contributions sold   | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Ideal Toll & Infrastructure Private Limited   | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Mrs. Anuya Mhaskar  | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Mr. Jayant Mhaskar  | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Purchase of shares of Ideal Energy Projects Limited   | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Interest income   | 1,130.84                 | 45.24                    | -   | -                        | -                        | -                        | 1,130.84                 | 45.24                    |
| Ideal Toll & Infrastructure Private Limited   | -                        | -                        | 3.63  | 87.47                    | -                        | -                        | 3.63                     | 87.47                    |
| A.J. Tejas Private Limited  | -                        | -                        | 145.07  | 145.07                   | -                        | -                        | 145.07                   | 145.07                   |
| Ideal Infoware Private Limited  | -                        | -                        | 4.05  | 4.00                     | -                        | -                        | 4.05                     | 4.80                     |
| IEPL Power Trading Company Private Limited  | -                        | -                        | 447.50  | 447.50                   | -                        | -                        | 447.50                   | 447.50                   |
| Anuya Enterprises   | -                        | -                        | 499.52  | 499.45                   | -                        | -                        | 499.52                   | 499.45                   |
| Rideema Enterprises   | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |





# MEP Infrastructure Developers Private Limited

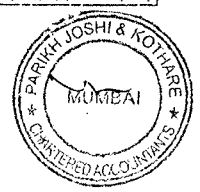
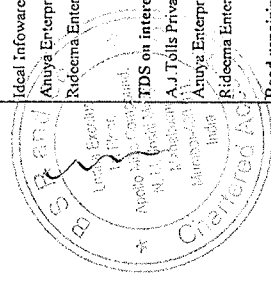
## Notes to the Consolidated financial statements (Continued) for the year ended 31 March 2014

(Currency : Indian rupees in lakhs)

### 30.9 Related party disclosures (Continued)

#### B. Disclosures of material transactions with related parties and balances as at 31 March 2014

| Particulars                                     | Holding company          |                          | Enterprises over which significant influence is exercised by key managerial personnel |                          | Key managerial personnel |                          | Total                    |                          |
|---|--------------------------|--------------------------|---|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
|   | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014  | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 |
| Receipt of Interest Income                      |                          |                          |   |                          |                          |                          |                          |                          |
| Ideal Toll & Infrastructure Private Limited     | 98.31                    | -                        | -   | -                        | -                        | -                        | 98.31                    | -                        |
| Ideal Infoware Private Limited                  | -                        | -                        | 145.07  | -                        | -                        | -                        | 145.07                   | -                        |
| Anuya Enterprises                               | -                        | -                        | 108.29  | -                        | -                        | -                        | 108.29                   | -                        |
| Rideema Enterprises                             | -                        | -                        | 119.28  | -                        | -                        | -                        | 119.28                   | -                        |
| Loans on interest on loan given                 |                          |                          |   |                          |                          |                          |                          |                          |
| A.J. Tolls Private Limited                      | -                        | -                        | -   | 2.79                     | -                        | -                        | -                        | 2.79                     |
| Anuya Enterprise                                | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Rideema Enterprise                              | -                        | -                        | -   | 0.65                     | -                        | -                        | -                        | 0.65                     |
| Road repairing charges paid                     |                          |                          |   |                          |                          |                          |                          |                          |
| Ideal Toll & Infrastructure Private Limited     | 2,591.87                 | -                        | -   | 113.59                   | -                        | -                        | 2,591.87                 | -                        |
| Jan Transport                                   | -                        | -                        | -   | -                        | -                        | -                        | -                        | 113.59                   |
| Share application money paid as investments     |                          |                          |   |                          |                          |                          |                          |                          |
| Ideal Toll & Infrastructure Private Limited     | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| A.J. Tolls Private Limited                      | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Ideal Energy Projects Limited                   | -                        | -                        | 0.48  | 750.00                   | -                        | -                        | 0.48                     | 750.00                   |
| MEP Toll Gates Private Limited                  | -                        | -                        | 0.05  | 0.11                     | -                        | -                        | 0.05                     | 0.11                     |
| MEP Highway Solutions Private Limited           | -                        | -                        | -   | 0.11                     | -                        | -                        | -                        | 0.11                     |
| MEP Projects Private Limited                    | -                        | -                        | -   | 0.11                     | -                        | -                        | -                        | 0.11                     |
| Ideal Hospitality Private Limited               | -                        | -                        | -   | 110.00                   | -                        | -                        | -                        | 110.00                   |
| Share application money invested, returned back |                          |                          |   |                          |                          |                          |                          |                          |
| Ideal Toll & Infrastructure Private Limited     | 5,525.75                 | -                        | -   | -                        | -                        | -                        | 5,525.75                 | -                        |
| A J Tolls Private Limited                       | -                        | -                        | 989.44  | 5,010.56                 | -                        | -                        | 989.44                   | 5,010.56                 |
| Ideal Hospitality Private Limited               | -                        | -                        | 1,020.00  | -                        | -                        | -                        | 1,020.00                 | -                        |
| Ideal Energy Projects Limited                   | -                        | -                        | 450.00  | -                        | -                        | -                        | 450.00                   | -                        |
| Advances received for purchase of shares        |                          |                          |   |                          |                          |                          |                          |                          |
| Jan Transport                                   | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |



# MEP Infrastructure Developers Private Limited

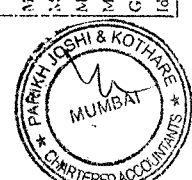
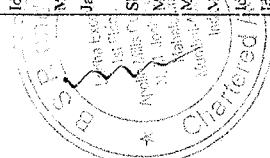
## Notes to the Consolidated financial statements (Continued) for the year ended 31 March 2014

(Currency : Indian rupees in lakhs)

### 30.9 Related party disclosures (Continued)

#### E. Disclosures of material transactions with related parties and balances as at 31 March 2014

| Particulars  | Holding company          |                          | Enterprises over which significant influence is exercised by key managerial personnel |                          | Key managerial personnel |                          | Total                    |                          |
|--|--------------------------|--------------------------|---|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
|  | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014  | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 |
| Advances returned which were received for purchase of shares | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Jan Transport  | -                        | -                        | -   | 1,101.00                 | -                        | -                        | -                        | 1,101.00                 |
| Mobilization advance given                                   | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Ideal Toll & Infrastructure Private Limited                  | -                        | 17,496.37                | -   | -                        | -                        | -                        | -                        | 17,496.37                |
| Mobilization advance given adjusted against bills/repaid     | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Jan Transport  | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Share application money received / shares allotted           | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Mr. Jayant Mhaiskar  | -                        | -                        | -   | -                        | -                        | 6.72                     | -                        | 6.72                     |
| Mrs. Anuya Mhaiskar  | -                        | -                        | -   | -                        | -                        | 0.52                     | -                        | 0.52                     |
| Mr. Dattatray Mhaiskar                                       | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Ideal Energy Projects Limited                                | -                        | -                        | -   | 0.49                     | -                        | -                        | -                        | 0.49                     |
| Ideal Toll & Infrastructure Private Limited                  | -                        | 7,278.63                 | -   | -                        | -                        | -                        | -                        | 7,278.63                 |
| Shares allotted  | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Mrs. Anuya Mhaiskar  | -                        | -                        | -   | -                        | -                        | 0.52                     | -                        | 0.52                     |
| Mr. Jayant Mhaiskar  | -                        | -                        | -   | -                        | -                        | 0.52                     | -                        | 0.52                     |
| Mr. Dattatray Mhaiskar                                       | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Ideal Energy Projects Limited                                | -                        | -                        | -   | 0.49                     | -                        | -                        | -                        | 0.49                     |
| Share application repaid                                     | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Ideal Toll & Infrastructure Private Limited                  | 11,812.38                | -                        | -   | -                        | -                        | -                        | 11,812.38                | -                        |
| Mrs. Anuya Mhaiskar  | -                        | -                        | -   | -                        | -                        | 0.01                     | -                        | 0.01                     |
| Mr. Jayant Mhaiskar  | -                        | -                        | -   | -                        | -                        | 131.01                   | 631.20                   | 131.01                   |
| Mr. Dattatray Mhaiskar                                       | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Managerial remuneration                                      | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Mr. Sameer Apte  | -                        | -                        | -   | -                        | 8.81                     | 8.81                     | 8.81                     | 8.81                     |
| Mr. Murzesh Manckshata                                       | -                        | -                        | -   | -                        | 240.00                   | 75.00                    | 240.00                   | 75.00                    |
| Mr. Jayant Mhaiskar  | -                        | -                        | -   | -                        | 246.00                   | 100.00                   | 246.00                   | 100.00                   |
| Guarantees given   | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Ideal Energy Projects Limited                                | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |



MEP Infrastructure Developers Private Limited

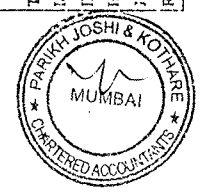
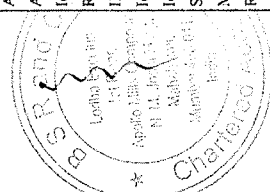
Notes to the Consolidated financial statements (Continued)  
for the year ended 31 March 2014

(Currency : Indian rupees in lakhs)

30.9 Related party disclosures (Continued)

B. Disclosures of material transactions with related parties and balances as at 31 March 2014

| Particulars   | Holding company          |                          | Enterprises over which significant influence is exercised by key managerial personnel |                          |                          |                          | Key managerial personnel |                          | Total                    |                          |
|---|--------------------------|--------------------------|---|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
|   | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014  | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 |
| (1) Balances at the end of the year                   |                          |                          |   |                          |                          |                          |                          |                          |                          |                          |
| Loans and advances receivable                         |                          |                          |   |                          |                          |                          |                          |                          |                          |                          |
| Ideal Toll & Infrastructure Private Limited           | 57,840.67                | 55,078.15                | -   | -                        | -                        | -                        | -                        | -                        | 57,840.67                | 55,078.15                |
| Jan Transport   | -                        | -                        | -   | 1,707.04                 | -                        | -                        | -                        | -                        | -                        | 1,707.04                 |
| Anuya Enterprises                                     | -                        | -                        | -   | 86.61                    | -                        | -                        | -                        | -                        | -                        | 86.61                    |
| A J Tolls Private Limited                             | -                        | -                        | 500.00  | 452.77                   | -                        | -                        | -                        | -                        | 500.00                   | 452.77                   |
| Ideal Road Builders Private Limited                   | -                        | -                        | -   | 709.78                   | -                        | -                        | -                        | -                        | -                        | 709.78                   |
| Rideema Enterprises                                   | -                        | -                        | -   | 207.98                   | -                        | -                        | -                        | -                        | -                        | 207.98                   |
| IFPL Power Trading Company Private Limited            | -                        | -                        | -   | 69.32                    | -                        | -                        | -                        | -                        | -                        | 69.32                    |
| Ideal Infoware Private Limited                        | -                        | -                        | -   | 14.51                    | -                        | -                        | -                        | -                        | -                        | 14.51                    |
| Ideal Energy Projects Limited                         | -                        | -                        | 20.00   | 19.36                    | -                        | -                        | -                        | -                        | 20.00                    | 19.36                    |
| Sudha Productions                                     | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        | -                        | -                        |
| Maask Entertainment Private Limited                   | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        | -                        | -                        |
| Raima Manpower & Consultancy Services Private Limited | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        | -                        | -                        |
| VCR Toll Services Private Limited                     | -                        | -                        | 14.80   | -                        | -                        | -                        | -                        | -                        | 14.80                    | -                        |
| Mrs Anuya Mhaikar                                     | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        | -                        | -                        |
| Mr. Jayant Mhaikar                                    | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        | -                        | -                        |
| Unsecured loans/advances payable                      |                          |                          |   |                          |                          |                          |                          |                          |                          |                          |
| Ideal Toll & Infrastructure Private Limited           | 406.46                   | 974.11                   | -   | -                        | -                        | -                        | -                        | -                        | 406.46                   | 974.11                   |
| Jan Transport   | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        | -                        | -                        |
| Anuya Enterprises                                     | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        | -                        | -                        |
| Mr. Jayant Mhaikar                                    | -                        | -                        | -   | -                        | 22.00                    | 23.97                    | -                        | -                        | 22.00                    | 23.97                    |
| IFPL Power Trading Company Private Limited            | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        | -                        | -                        |
| Rideema Enterprises                                   | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        | -                        | -                        |
| Tricce payables                                       |                          |                          |   |                          |                          |                          |                          |                          |                          |                          |
| Ideal Toll & Infrastructure Private Limited           | 1.90                     | -                        | -   | -                        | -                        | -                        | -                        | -                        | 1.90                     | -                        |
| IRB Infrastructure Developers Limited                 | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        | -                        | -                        |
| Ideal Road Builders Private Limited                   | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        | -                        | -                        |
| Jan Transport   | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        | -                        | -                        |
| Raima Manpower & Consultancy Services Private Limited | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        | -                        | -                        |



MEP Infrastructure Developers Private Limited

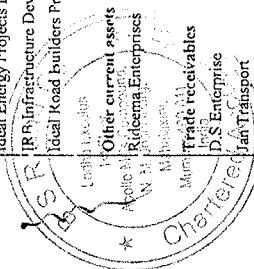
Notes to the Consolidated financial statements (Continued)  
for the year ended 31 March 2014

(Currency : Indian rupees in lakhs)

30.9 Related party disclosures (Continued)

B. Disclosures of material transactions with related parties and balances as at 31 March 2014

| Particulars  | Holding company          |                          | Enterprises over which significant influence is exercised by key managerial personnel |                          | Key managerial personnel |                          | Total                    |                          |
|--|--------------------------|--------------------------|---|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
|  | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014  | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 |
| <b>Other Current Liabilities</b>                               |                          |                          |   |                          |                          |                          |                          |                          |
| Jan Transport  | -                        | -                        | -   | 3.40                     | -                        | -                        | -                        | 3.40                     |
| Rideema Enterprises  | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Ideal Energy Projects Limited                                  | -                        | -                        | 29.28   | -                        | -                        | -                        | 29.28                    | -                        |
| MEP Infrastructure Developers Limited                          | -                        | -                        | -   | 1.40                     | -                        | -                        | -                        | 1.40                     |
| Ideal Road Builders Private Limited                            | -                        | -                        | -   | 0.78                     | -                        | -                        | -                        | 0.78                     |
| <b>Other current assets</b>                                    |                          |                          |   |                          |                          |                          |                          |                          |
| Rideema Enterprises  | -                        | -                        | 31.53   | 31.53                    | -                        | -                        | 31.53                    | 31.53                    |
| <b>Trade receivables</b>                                       |                          |                          |   |                          |                          |                          |                          |                          |
| D.S. Enterprise  | -                        | -                        | 2,241.76  | 2,608.33                 | -                        | -                        | 2,241.76                 | 2,608.33                 |
| Jan Transport  | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| <b>Investment in shares</b>                                    |                          |                          |   |                          |                          |                          |                          |                          |
| A.J.Tolls Private Limited                                      | -                        | -                        | 3.30  | 3.30                     | -                        | -                        | 3.30                     | 3.30                     |
| Ideal Energy Projects Limited                                  | -                        | -                        | -   | 300.00                   | -                        | -                        | -                        | 300.00                   |
| <b>Advance against acquisition of equity/preference shares</b> |                          |                          |   |                          |                          |                          |                          |                          |
| A.J.Tolls Private Limited                                      | -                        | -                        | -   | 989.44                   | -                        | -                        | -                        | 989.44                   |
| Ideal Energy Projects Limited                                  | -                        | -                        | 0.48  | 450.00                   | -                        | -                        | 0.48                     | 450.00                   |
| Ideal Hospitality Private Limited                              | -                        | -                        | 2,050.00  | 3,110.00                 | -                        | -                        | 2,050.00                 | 3,110.00                 |
| MEP Toll Gates Private Limited                                 | -                        | -                        | 0.16  | 0.11                     | -                        | -                        | 0.16                     | 0.11                     |
| MEP Highway Solutions Private Limited                          | -                        | -                        | -   | 0.11                     | -                        | -                        | -                        | 0.11                     |
| MEP Projects Private Limited                                   | -                        | -                        | -   | 0.11                     | -                        | -                        | -                        | 0.11                     |
| Ideal Toll & Infrastructure Private Limited                    | 584.80                   | 6,110.55                 | -   | -                        | -                        | -                        | 584.80                   | 6,110.55                 |
| <b>Managerial remuneration</b>                                 |                          |                          |   |                          |                          |                          |                          |                          |
| Mr. Santeer Apte   | -                        | -                        | -   | -                        | 0.57                     | 0.54                     | 0.57                     | 0.54                     |
| Mr. Jayant Mhaiskar  | -                        | -                        | -   | -                        | 66.81                    | 71.16                    | 66.81                    | 71.16                    |
| Mr. Muztash Manskhana  | -                        | -                        | -   | -                        | 10.73                    | 10.64                    | 10.73                    | 10.64                    |



MEP Infrastructure Developers Private Limited

Notes to the Consolidated financial statements (Continued)  
for the year ended 31 March 2014

(Currency : Indian rupees in lakhs)

30.9 Related party disclosures (Continued)

B. Disclosures of material transactions with related parties and balances as at 31 March 2014

| Particulars                                 | Holding company          |                          | Enterprises over which significant influence is exercised by key managerial personnel |                          | Key managerial personnel |                          | Total                    |                          |
|---|--------------------------|--------------------------|---|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
|   | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014  | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 | Year ended 31 March 2014 | Year ended 31 March 2013 |
| Share application money refundable          | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Jan Transport                               | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Share application money                     | -                        | 7,278.63                 | -   | -                        | -                        | -                        | -                        | 7,278.63                 |
| Ideal Toll & Infrastructure Private Limited | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Mr. Jyot Mhaikar                            | -                        | -                        | -   | 631.20                   | -                        | -                        | -                        | 631.20                   |
| Interest receivable on loan given           | 948.43                   | 36.99                    | -   | -                        | -                        | -                        | 948.43                   | 36.99                    |
| Ideal Toll & Infrastructure Private Limited | -                        | -                        | -   | 130.56                   | -                        | -                        | -                        | 130.56                   |
| Ideal Infoware Private Limited              | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| IEPI Power Trading Company Private Limited  | -                        | -                        | 0.58  | -                        | -                        | -                        | 0.58                     | -                        |
| Rideema Enterprises                         | -                        | -                        | -   | 6.55                     | -                        | -                        | -                        | 6.55                     |
| Anyra Enterprises                           | -                        | -                        | -   | 21.68                    | -                        | -                        | -                        | 21.68                    |
| Rideema Enterprises                         | -                        | -                        | -   | 23.88                    | -                        | -                        | -                        | 23.88                    |
| A J Tolls Private Limited                   | -                        | -                        | 0.17  | 27.91                    | -                        | -                        | 0.17                     | 27.91                    |
| Receivable on account of sale of assets     | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Rideema Enterprises                         | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| Guarantees                                  | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
| A J Tolls Private Limited                   | -                        | 2,423.12                 | -   | -                        | -                        | -                        | -                        | 2,423.12                 |
| Ideal Energy Projects Limited               | -                        | 5,200.00                 | -   | -                        | -                        | -                        | -                        | 5,200.00                 |
| Ideal Toll & Infrastructure Private Limited | -                        | -                        | -   | -                        | -                        | -                        | -                        | -                        |
|   | -                        | 1,093.00                 | -   | -                        | -                        | -                        | -                        | 1,093.00                 |



# MEP Infrastructure Developers Private Limited

## Notes to the Consolidated financial statements (Continued)

for the year ended 31 March 2014

(Currency : Indian rupees in lakhs)

### 30.10 Domestic transfer pricing

The Indian Finance Bill, 2012 had sought to bring in certain class of domestic transactions in the ambit of the transfer pricing regulations with effect of 1 April, 2012. The Company's management is of the opinion that its domestic transaction are at arm's length so that appropriate legislation will not have an impact on financial statement, particularly on the amount of tax expense and that of provision for taxation. The Company does not have any international transactions during the year.

### 30.11 Prior years tax

The Company was served a notice under Section 153A of the Income Tax Act, 1961 by the Income tax department on 09 December 2011. Subsequent to the previous year ended 31 March 2013, the aforesaid dispute was settled by the Company with Settlement Commission. For the previous year ended 31 March 2013, though there were no additional tax payments required to be made by the Company, an amount of Rs 1,524.15 lakhs has been provided in the books as income tax provision for the prior years.

### 30.12 Other matters

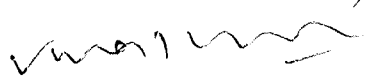
Information with regards to other matters specified in Revised Schedule VI to the Act, is either nil or not applicable to the Company for the year.

### 30.13 Previous year comparatives

Previous year's figures have been reclassified wherever necessary to conform to the current year's presentation

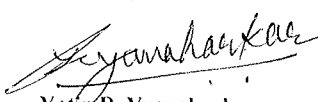
As per our report of even date attached.

For B S R and Co  
Chartered Accountants  
Firm's Registration No: 128510W

  
Vijay Mathur  
Partner  
Membership No: 046476  
Mumbai

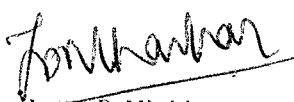
28 AUG 2014


For Parikh Joshi & Kothare  
Chartered Accountants  
Firm's Registration No: 107547W

  
Yatin R. Vyavaharkar  
Partner  
Membership No: 033915  
Mumbai


28 AUG 2014


For and on behalf of the Board of Directors of  
MEP Infrastructure Developers Private Limited

  
Jayant D. Mhaiskar  
Managing Director

  
M. Sankarnarayanan  
Chief Financial Officer  
Mumbai

28 AUG 2014

  
Anuya J. Mhaiskar  
Director

  
Shridhar Phadke  
Company Secretary

  
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