GMR Infrastructure Limited

Corporate Office:
New Udaan Bhawan, Opp. Terminal 3
Indira Gandhi International Airport
New Delhi - 110 037
CIN L45203MH1996PLC281138
T +91 11 42532600 F +91 11 47197181
E gil.cosecy@gmrgroup.in
W www.gmrgroup.in

August 18, 2021

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400001.

National Stock Exchange of India Ltd.
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400051.

Dear Sir/Madam,

Sub: Annual Report of the Company for the Financial Year 2020-21

Ref: Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR').

We hereby inform you that the 25th Annual General Meeting ('AGM') of GMR Infrastructure Limited ('the Company') will be held on Thursday, September 9, 2021 at 3.00 p.m. through Video Conferencing to transact the business set out in the 25th AGM Notice.

Pursuant to Regulation 34(1) of the SEBI LODR, we are enclosing herewith the copy of Annual Report of the Company along with the Notice of the AGM for the Financial Year 2020-21 which is being sent to all the members of the Company whose email addresses are registered with the Company or Depository Participant(s) in compliance with relevant circulars issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India.

The copy of Annual Report 2020-21 along with the Notice of AGM is also available on Company's website; www.gmrgroup.in

Request you to please take the same on record.

Thanking you,

for **GMR Infrastructure Limited**

T. Venkat Ramana
Company Secretary &
Compliance Officer

GMR INFRASTRUCTURE LIMITED

Encl: As above

Registered Office:
Plot No. C-31, G Block
7th floor, Naman Centre
Bandra Kurla Complex (Opp. Dena Bank)
Bandra (East), Mumbai - 400 051

1996

2021

GMR INFRASTRUCTURE LIMITED

A Legacy of Trust & Excellence

25th ANNUAL REPORT 2020-21

25

YEARS OF
DELIVERING TRUST AND
CREATING VALUE

KEY MILESTONES

1996 – 2008

GIL successfully raised INR 800 Cr (approx.) through its maiden IPO & listed on both the stock exchanges ie., BSE & NSE in 2006 and INR 3965.71 Cr to Qualified Institutional Buyers (QIBs) through QIP in 2007.

AIRPORTS

New Airport Wins

Delhi Airport

Hyderabad Airport

ENERGY

Commencement of Operations

Chennai Power Plant (200MW)

Acquisition

50% stake in Intergen Power

TRANSPORTATION & UI

Commencement of Operations

Tuni – Anakapalli Expressways

Tambaram – Tindivanam Expressways

Ambala – Chandigarh Expressways

2009 – 2011

GIL successfully completed and raised INR 1400 Cr to Qualified Institutional Buyers (QIBs) through QIP in 2009.

Commencement of Operations

Completed Terminal 3 of Delhi Airport in record 37 months

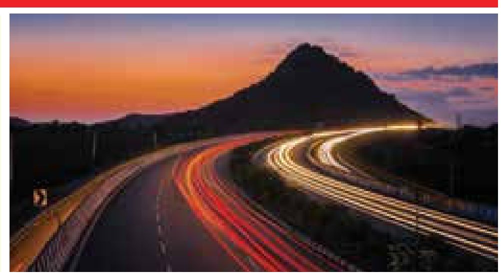
Istanbul Airport

Acquisition

30% stake in PT GEMS (coal mine in Indonesia)

Divestments

Intergen Power



Commencement of Operations

Pochanpalli Expressways

Jadcherla Expressways

Ulundurpet Expressways

AIRPORTS

ENERGY

TRANSPORTATION & UI

2012 – 2014

GIL successfully completed and raised INR 1476.77 Cr to Qualified Institutional Buyers (QIBs) through QIP in 2014.

Commencement of Operations

Warora (Coal – 600MW)

Kamalanga (Coal – 1,050MW)

Divestments

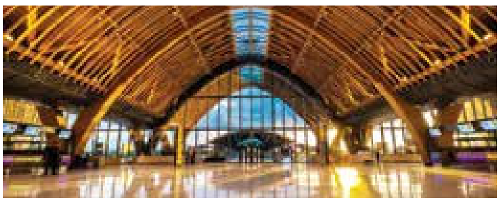
Island Power Project, Singapore

New Airport Wins

Cebu Airport in Philippines

Divestments

Istanbul Airport, Turkey



Commencement of Operations

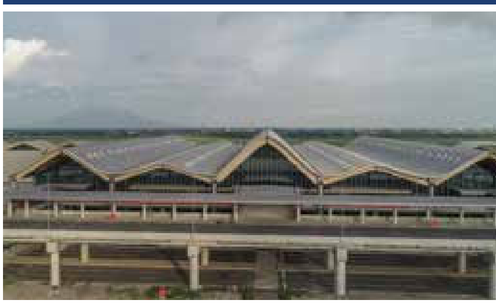
Hyderabad – Vijayawada Expressways

Hungund – Hospet Expressways

Chennai ORR

Divestments

2 Highway Projects



2015 – 2021

GIL further raised INR 1401.83 Cr on a right basis & USD 300 mn through Foreign Currency Convertible Bond in 2015.

Agreement with Groupe ADP for 49% stake sale in GMR Airports Ltd

New Airport Wins

Mopa Airport, Goa

Crete Airport, Greece

Clark Airport, Philippines (EPC)

Bhogapuram Airport, Andhra Pradesh

Bidar Airport, Karnataka

Divestments

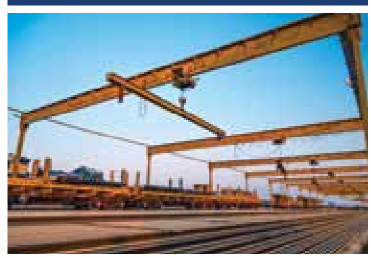
Divested Chhattisgarh Plant

2 Transmission Assets

PT BSL Coal Mine (Indonesia)

Himtal (hydro) Project (Nepal)

GMR Varalakshmi Foundation Silver Jubilee



New Project Wins

EPC Project on Eastern Railway Freight Corridor

Divestment

1 Highway Project

Kakinada SEZ

Since 1993, GMR Varalakshmi Foundation has impacted the lives of over 50 lakh people in India through its interventions in Education, Health and Livelihoods.

CAUTION REGARDING FORWARD-LOOKING STATEMENTS

This document contains statements about expected future events, financial and operating results of GMR Infrastructure Limited, which are forward-looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is significant risk that the assumptions, predictions and other forward-looking statements will not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as a number of factors could cause assumptions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer which is qualified in its entirety by the assumptions, and risk factors that are referred in the management's discussion and analysis of the GMR Infrastructure Limited Annual Report 2020-21.

INSIDE THE REPORT

GENERAL INFORMATION

BOARD OF DIRECTORS

G.M. Rao
Chairman

Grandhi Kiran Kumar
Managing Director & CEO

Srinivas Bommidala
Group Director

G.B.S. Raju
Group Director

B.V.N. Rao
Group Director

N.C. Sarabeswaran
Independent Director

R.S.S.L.N. Bhaskarudu
Independent Director

S. Sandilya
Independent Director

S. Rajagopal
Independent Director

Vissa Siva Kameswari
Independent Director

Suresh Lilaram Narang
Independent Director

Madhva Terdal
Executive Director- Strategic Initiatives

COMPANY SECRETARY & COMPLIANCE OFFICER

T. Venkat Ramana

AUDIT COMMITTEE

N.C. Sarabeswaran	-	Chairman
R.S.S.L.N. Bhaskarudu	-	Member
S. Rajagopal	-	Member
Vissa Siva Kameswari	-	Member

STAKEHOLDERS' RELATIONSHIP COMMITTEE

R.S.S.L.N. Bhaskarudu	-	Chairman
B.V.N. Rao	-	Member
G.B.S. Raju	-	Member

NOMINATION AND REMUNERATION COMMITTEE

R.S.S.L.N. Bhaskarudu	-	Chairman
B.V.N. Rao	-	Member
N.C. Sarabeswaran	-	Member

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

R.S.S.L.N. Bhaskarudu	-	Chairman
B.V.N. Rao	-	Member
G.B.S. Raju	-	Member

RISK MANAGEMENT COMMITTEE

Grandhi Kiran Kumar	-	Chairman
B.V.N. Rao	-	Member
Vissa Siva Kameswari	-	Member
Saurabh Chawla	-	Member
Suresh Bagrodia	-	Member

STATUTORY AUDITORS

Walker Chandiok & Co LLP, Chartered Accountants

BANKERS

Union Bank of India	ICICI Bank Limited
Axis Bank Limited	IDBI Bank Limited
Bank of Baroda	Punjab National Bank of India
Central Bank of India	YES Bank Limited

REGISTERED OFFICE:

Naman Centre, 7th Floor, Opp. Dena Bank
Plot No. C-31, G Block, Bandra Kurla Complex
Bandra (East), Mumbai
Maharashtra, India - 400 051
T +91 22 4202 8000 F +91 22 4202 8004
gil.cosecy@gmrgroup.in
www.gmrgroup.in

REGISTRAR AND SHARE TRANSFER AGENT:

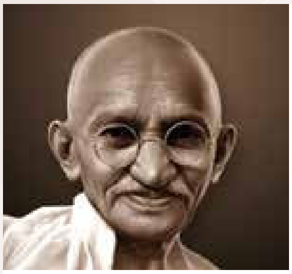
Kfin Technologies Private Limted
Kfintech Selenium Tower B, Plot 31-32, Gachibowli
Financial District, Nanakramguda
Hyderabad, Telangana, India - 500 032
Toll Free: 1800-309-4001 T +91 40 67161500
einward.ris@kfintech.com
www.kfintech.com

OUR VISION

GMR Group will be an institution in perpetuity that will build entrepreneurial organizations making a difference to society through creation of value.

VALUES & BELIEFS

Our commitment to building an institution for perpetuity is grounded on the following values and beliefs



Mahatma Gandhi

Humility

We value intellectual modesty and dislike false pride and arrogance

JRD Tata

Entrepreneurship

We seek opportunities – they are everywhere

Tenzing & Hillary

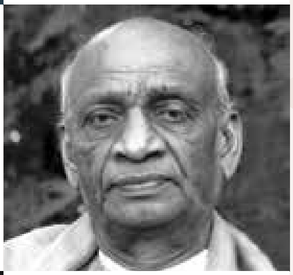
Teamwork & Relationships

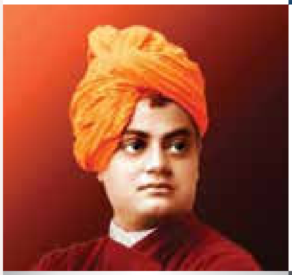
Going beyond the individual-encouraging boundary less behaviour

Sardar Vallabhbhai Patel

Deliver the Promise

We value a deep sense of responsibility and self-discipline, to meet and surpass on commitments made





Swami Vivekananda

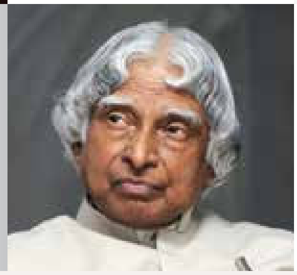
Learning & Inner Excellence

We cherish the life long commitment to deepen our self awareness, explore, experiment and improve our potential

Mother Teresa

Social Responsibility

Anticipating and meeting relevant and emerging needs of society



Dr. APJ Abdul Kalam

Respect for Individual

We will treat others with dignity, sensitivity and honour

CHAIRMAN'S MESSAGE

"Your company has looked at Business Continuity in the context of sustaining business operations at each of the assets and projects, especially the Airports, maintaining safe operating conditions, and managing the financial sustainability with respect to business resilience and crisis management"

GM Rao

Chairman, GMR Group

Dear Fellow Stakeholder,

It gives me great pleasure to welcome you all to the 25th Annual General Meeting of the Company.

Over the past year we have witnessed a pandemic crisis of the kind not seen in generations. My heart goes out to everyone who has suffered the loss of loved ones. Your company has also faced extreme challenges during the period due to the pandemic with over 2,350 GMR employees testing positive for Covid-19 and 23 succumbing to it in the line of duty. Faced with the unprecedented Covid situation, the Group focused efforts in addressing the challenges and has managed to limit its impact.

Your company has looked at Business Continuity in the context of sustaining business operations at each of the assets and projects, especially the Airports, maintaining safe operating conditions, and managing the financial sustainability with respect to business resilience and crisis management. Your company has been at the forefront in facilitating government efforts to provide relief during the pandemic and took lead in working with government authorities and various stakeholders in reopening of Airports. GMR Airports at Delhi and Hyderabad emerged as the nodal points for Government of India's logistic efforts to distribute essential material such as medicines, concentrators, oxygen, etc. across India. Some of the key initiatives taken by your company includes:

- Worked with Ministry of Civil Aviation (MoCA) and respective state governments to formulate the SOP for reopening of Airports, supported Government of India (GoI) initiative to bring back stranded Indians through Vande Bharat flights and facilitated international travel under bubble arrangement.
- Pioneered the usage of sanitization mats for shoe cleaning, contactless check-in & bag tag, contactless water dispenser and contactless commerce to ensure passenger safety within airport.
- Employed leading sanitisation and hygiene measures including frequent deep cleaning of terminal and high touch point areas, frequent terminal air changes, passenger screening and social distancing protocols in line with National Guidelines through floor / seat markings, frequent sanitisation of baggage trolleys / trays, etc.
- Implemented operational changes to enable safe flying including DIAL consolidating its operations to Terminal 3 to effectively manage reduced traffic while providing superior passenger experience. Transitioned to "Gate by Airlines" from "All Gates, All Airlines", implemented modified layouts for Queue management, created Security Hold Infrastructure for maintaining passenger processing time, isolation rooms for evacuation of Asymptotic passengers, plexi glass partition for safety of staff etc.
- Launched the Air Suvidha Portal, in collaboration with MoCA for self-reporting and getting exemption from Institutional Quarantine for all international arrival passengers coming to India, ensured adequate availability of hotel rooms in Aerocity for quarantine, established RT-PCR lab within Airports to ensure safe passage of passengers and Vaccination centres in collaboration with leading healthcare providers to facilitate vaccination efforts of the Government
- Delhi and Hyderabad Airports became the key nodes for distribution of pharmaceutical and essential supplies across India. Under Life Udaan initiative of GoI, Delhi Airport emerged as main hub handling medical supplies - Delhi Airport, in 7 days created and handed over 38,000 Sqft of dedicated facility for medical supplies to Government to support its initiative

For sustainable Airport operations and availability of manpower, Airport FMS teams worked 24*7 to cater to employee's needs related to but not limited to COVID testing, providing medicines, tie-up with local hospitals for ICU beds and rooms, procurement of oxygen concentrators for delivering to staff, travel support, hospitalization, extending WFH (Work from Home) facility, etc.

Your airports have taken Passenger Safety as a top priority and implemented various safety measures and practices with the help of technology to ensure uncompromised safety levels for both passengers and staff. Not confining to the steps already undertaken, your company has also prepared for the expected 3rd wave of the pandemic. Your company has provided free vaccination for its employees, with 77% of them receiving at least one dose and remaining to be vaccinated once they are eligible. To facilitate safe Airport environment, vaccination centres have been established for enabling vaccination of all aviation stakeholders. Your company has established requisite support infrastructure including a 100-bed hospital facility at Delhi Airport in collaboration with Medanta a leading multi-speciality hospital, to meet any eventuality due to the third wave of the pandemic. I am sure, these steps taken by your company will not only help to restore flyer confidence but will also create a safe aviation ecosystem facilitating faster recovery of air traffic.

Your Power plants, Highways and Construction projects also ensured seamless operations with adequate safety measures for the employees during the pandemic. Operating procedures were adopted for sanitisation, hygiene measures and social distancing as per the Government protocols. Employees and their families were given support with COVID testing facilities, medicines, hospitals for ICU beds or rooms and vaccinations. Dedicated camps have been setup for labour working at our DFCC project where they are provided food, medical assistance and vaccination for all. In addition, we have setup a 250 lpm Pressure Swing Adsorption (PSA) plant for generating medical-grade oxygen at the Railway hospital in Kanpur.

While focusing on such operational aspects, focus has also continued to ensure financial stability of the Group. Teams have been focused on cash conservation and cost reduction through various interventions to control capital and operating expenditure, stakeholder management and constructive engagement with various Government agencies through industry bodies. Your company also took steps to conserve liquidity and make optimum utilization of RBI's monetary policy initiatives like ECLGS scheme, moratorium on principal and interest payment, etc.

MACRO ECONOMY

The year was marked by COVID-19 ravaging throughout the world and bringing the global economy to a standstill. Countermeasures such as movement restrictions and lockdowns taken across the world, to contain the spread resulted in fall in business confidence and the Global GDP contracting by 3.3%. The Indian economy contracted by 7.3%, which was the largest fall in GDP in many decades. The Aviation sector was particularly affected with governments across the world imposing travel restrictions and people hesitating to fly, resulting in a significant fall in air traffic. India's air traffic was adversely affected due to stringent lockdown during 1st wave. With easing of movement restrictions, India witnessed continued improvement in air traffic with domestic traffic recovering significantly to ~70% of pre-COVID levels by end-FY'20-21. Since mid-March 2021, India experienced a devastating 2nd COVID wave, which resulted in a spike in cases and fatalities and also resulted in a significant drop in air traffic. It also underlined the urgent need for vaccination – The impact studies have clearly shown that the vaccination has led to dramatic reduction in fatalities in case of Covid positive patients.

As per IATA (International Air Transport Association) estimates, 2019 level global air traffic is expected to return only by 2024. Large countries such as India are expected to recover faster on account of a strong domestic market and pick up in vaccination rates. For India, it is expected that the domestic monthly traffic to recover fully to pre-covid levels within this financial year and International monthly traffic by the next financial year.

COVID-19 pandemic has also led an immense impact of how we do business and lead our lives. Though it brought about immense challenges, it also brought out the best in us including the changes that it has done for our betterment.

- Resilience of Economy – The resilience of Indian economy was tested by the impact of the pandemic. With GoI unlocking the Indian economy, it bounced back within 6 months and in Q3 FY'21 there was economic growth. Despite the second wave and its harsh impact, Indian economy is expected to grow around 8.5-10% in FY'22. We are already seeing reopening of businesses and green shoots of growth. Power production is reaching pre covid level and we are witnessing fast recovery in domestic air passengers due to revenge travel.
- Digital Transformation – COVID-19 pandemic has led to Digital Transformation of businesses. The Indian IT sector has been seized of the opportunity and big 4 of Indian IT sector have led out plans to create new opportunities in the segment
- Financial Inclusion – The sector has transformed with retail investors investing in stocks and IPOs. The Indian stock market has almost doubled in last 16 months from its lows seen in Mar'20. Insurance products especially health insurance has increased and expected to continue to grow in the coming years
- Technology based Businesses: Despite its geographic size and variation in development level, Indians have adapted to the change and adopted Technology which has come to play a critical role in all facets of life right from virtual classrooms (Ed-tech) to digital payment and Fintech coming of age. Small online transactions have become ubiquitous, and start-ups have embraced Agri-tech to create solutions and be able to monetise the opportunities offered by the sector.

Your company has also adapted to the changing scenario and is at the forefront of technological innovations like pioneering the E-Boarding solution in Indian Airports. I am happy to share with you that the HOI App launched at our airports has become the go-to platform for ordering retail, F&B or to seek information at Airport Terminals and the social media outreach has been highest and most accessed means of communication by Passengers.

The Government of India led by our Honourable Prime Minister Shri Narendra Modi has also made significant efforts to ensure vaccination for all by December 2021. The pace of vaccination has reached 40 lakh daily doses with ~47 crore doses already administered by July 31st. The Government together with RBI also took several fiscal and monetary interventions which are expected to cushion the negative impact of the pandemic. RBI reduced interest rates significantly and ensured liquidity in the market, thus reducing the cost of capital for Corporates and helping in raising additional capital. As part of fiscal interventions, Government has focused on Infrastructure Development. Key elements of the intervention include,

- Identification of opportunities through the National Infrastructure Pipeline across sectors such as Roads, Airports, Railways, Metro Projects,
- Setting up of an Infrastructure Development Financial Institution to enhance availability of long-term funding available for both greenfield and brownfield assets,
- Sectoral policy changes in Aviation, Power and Railways to encourage long term private investment. Parliament cleared the AERA (Amendment) Bill, 2021 allowing GoI to group airports and notifying as a major airport which will facilitate next round of privatization of 13 AAI airports.
- Facilitate resolution of stressed infrastructure assets through setting up of ARC and AMC,
- Privatization Roadmap and 'National Monetization Pipeline' for asset recycling.
- A thrust to manufacturing sector with the Production Linked Incentive Scheme (PLI) and support to Small and Medium Enterprises for a sustainable development and growth of the economy.
- The Taxation Laws (Amendment) Bill, 2021, to amend the Income-tax Act, 1961, and the Finance Act, 2012 relating to tax demands raised on transactions involving the indirect transfer of Indian assets before May 28, 2012. The withdrawal of the retrospective amendment is a welcome step and would reignite the choice of India as a favourable investment destination.

The implementation of these policies has been able to result in a significant tailwind for business environment in the country and attract highest ever FDI of USD 82 Billion into the country during FY21, 10% higher than previous year. During the year your company has taken a number of steps to strengthen itself and is well poised to capitalise on the supportive framework and infrastructure development focus of the government.

BUSINESS UPDATE

You may recall in my message last year; I had mentioned that your company has made significant progress in unlocking value from the airport business through its successful strategic partnership with Groupe ADP. Groupe ADP is a Global Airport Operator and a major player in the Airports space and the partnership with Groupe ADP enhances the inherent strength of the airport portfolio. Despite the tough prevailing Covid situation, both the partners – Groupe ADP & GMR Group concluded the 2nd phase of the full 49% stake sale in GMR Airports Limited (GAL). This demonstrated the faith that Groupe ADP has placed on the business portfolio, growth prospects and capabilities of your company.

Post the closure of the deal, GMR Infrastructure Ltd (GIL) continues to have management control of the airport business with Groupe ADP having board representation at GMR Airports Ltd (GAL) and its key subsidiaries. The strategic partnership is built on two-way exchange of expertise, personnel, knowledge and market access. Your company has recently concluded an Industrial Partnership Agreement with Groupe ADP to cooperate based on a shared vision for the global airport sector. I strongly believe that passengers and other stakeholders will benefit immensely from the evolved best practices thereby setting newer industry-defining benchmarks.

The next major step in unlocking value for your company is its vertical demerger into the Airport Vertical (GIL) and the Power, Transportation and Urban Infrastructure Vertical (GPUIL). This move will enable both Airport & Non-Airport businesses to chart out their respective growth plan independently; through respective strategic partnerships and attract dedicated pools of investor capital - both from private & public markets. The scheme of arrangement has been filed and approvals from respective stock exchanges and SEBI has been received in December 2020. The application with NCLT has been filed and your company is working towards completing the process within this financial year.

AIRPORTS

The vision of the Airport business as a platform has been further strengthened with the partnership with Groupe ADP. With the combined expertise in planning, designing, constructing, operating, maintaining and managing airports along with airport services and airport land development across the world, your company is well positioned to not only drive a unique passenger experience but also drive operational excellence through shared best practices and processes. Global growth is expected in the key geographies of South and Southeast Asia, and your company is well positioned to leverage its experience and capabilities to expand its portfolio in this region.

As you are aware, your company's airport business comprises of four operating airports viz., Indira Gandhi International Airport at Delhi, Rajiv Gandhi International Airport at Hyderabad, Bidar Airport at Karnataka in India and Mactan Cebu International Airport in Philippines. Further two assets are under construction viz., Greenfield Airports at Mopa, Goa and Crete International Airport in Greece. Your company has also signed the concession agreement for a greenfield Bhogapuram International Airport in Andhra Pradesh in June 2020 and development works are currently in progress.

GMR Airport's business is conceptualized as a platform with airport concessions being the core and a range of adjacent businesses built around the same. The rich experience over the past decade of operating in diverse markets world has given a unique understanding of business drivers and its various business adjacencies. Your company has identified five key strategic business segments for GMR Airports - Duty-Free, Cargo, Carpark, Service business and EPC / PMC business. As part of strategy, it is planned to leverage not only the existing airports but also to expand into these segments in external airports. In line with this strategy, your company has won the concession for the Duty-Free business at Kannur Airport in Kerala. The operations began in FY'20-21 and marked the first duty free concession operated outside the GMR network. Despite the constraints during COVID-19; your company continued investment and developing new revenue streams and your Airport EPC division has recently won contracts to develop build to suit logistic facilities at Hyderabad Airport.

I am also happy to share that during the year, your company has taken a giant leap in terms of aircraft maintenance and service by adopting new innovative technology in form of an Inflatable Hangar, thereby having the only MRO in Asia to have such a facility. Built and commissioned in less than a year, it will provide a cost-effective additional Aircraft Maintenance Bay sufficient to handle 15 to 20 smaller base maintenance checks or 4 to 5 end of lease checks per year.

The COVID-19 pandemic has had a considerable impact on Mactan-Cebu International Airport, Philippines (MCIA) with annual traffic dropping significantly to 2.7 Mn in CY 2020 which is 22% of CY 2019 traffic. Scheduled domestic services resumed in June with MCIA witnessing ~3% of the monthly pre-covid traffic levels which has gradually increased to ~ 8% in March 2021 given travel restrictions in the country. Your company worked closely with key stakeholders to ensure safe and smooth travel for passengers.

For Crete airport project (Greece), post signing of concession agreement on February 6, 2020, the design and construction activities of the project has commenced. Given the high tourist traffic, this airport has significant potential for passenger traffic. Development and investigation studies are nearing completion. All the works are being carried out with strict adherence to CoVID-19 protocols and other safety measures. The Airport Company has also received ISO 9001 certification in this year. Overall EPC construction is progressing well. The project is debt-free and funded by the state grant. I am happy to share that your company has received significant portion of land and the entire state grant of Euro 180 million as envisaged under the concession agreement.

While traffic in India and GMR airports was hit significantly on account of the pandemic, I do believe that there is a silver lining to all the dark clouds. The intrinsic potential for aviation in India continues to be strong. Government of India continues to progress in the privatization of Air India and domestic airlines continue their focus on expanding their fleets and connectivity. Further, both Government and Industry including Airports, Airlines and various Agencies have worked closely together in developing Processes and Standard Operating Procedures (SOPs) to ensure Air Travel is the safest mode for travel which has had a significant impact in terms of passenger confidence in Air Travel.

Given the long-term nature of the Airport concessions, I am even more confident of strong growth post pandemic. The relatively stronger recovery after the first wave as compared to many geographies has demonstrated the intrinsic resilience of the Indian market. Even during this difficult period some positive trends emerged.

- Passenger Traffic: There was enhanced domestic air connections for your airports despite operating at lower capacity and traffic levels. A higher number of first-time flyers were observed during the year which bodes well for enhancing penetration into the India market post recovery. With higher passenger preference to travel directly between origin and destination, the direct international connectivity would expand when full commercial international operations are allowed, strengthening the strategy of positioning your airports as hubs and boost long haul traffic. Further, post the 2nd Wave recovery in June 2021, there has been significant increase in leisure / vacation travel despite the crippling impact of the 2nd wave in the prior month. The traffic of Goa witnessed very strong recovery in the winter period of 2020-21, with domestic tourists driving a large part of the traffic. The phenomenon of pent-up demand

and "revenge travel" may drive a faster recovery of hospitality and air traffic in the coming months.

- Cargo: Cargo operations continued to be strong throughout FY'20-21 despite the pandemic. Your airports became the hubs for distributing pharmaceuticals and other essentials throughout India. The constraints of lower belly capacity from passenger airlines on account of lower traffic, was made up with dedicated freighters flying to many destinations. This could potentially be sustained even post pandemic recovery.
- Non-Aero: Though non-aero spends in absolute terms had an impact due to the pandemic, Average Transaction Values and Spend per Passenger increased during the period, which is positive for the post pandemic period with traffic returning to normal level. Even post the second wave, your airports have seen significantly higher retail spends by domestic passengers on select weekends in keeping with the trend of "revenge travel". I am optimistic that this may drive a faster recovery for non-aero revenue also.
- Airport Land Development: It is an important value driver for the airport business, and I am happy to share key developments at Delhi and Hyderabad Airports. At Delhi, an important milestone was achieved when DIAL in March 2021 received approval from Delhi Urban Arts Commission for the Aerocity Commercial Project. This will allow your company to progress on the transaction executed earlier with Bharti Realty. Airport Land Development at Hyderabad Airport started the year with completion of a landmark 65 Acre deal with ESR for formation of a 70:30 JV for development of a Warehousing and Industrial Park at Hyderabad Airport. Subsequently, this JV has already made strong progress in monetizing a large part of this land with agreement to lease 1 Mn sq ft or over 60% of total warehousing space to a leading Ecommerce player. During the pandemic year, a number of milestones were achieved to monetise the potential of Hyderabad land and develop the social infrastructure piece in the Hyderabad Airport City ecosystem. Besides the active discussion with an Operator to set a multispecialty Hospital; some of the key developments includes:
- Leasing of approx. 50,000 sq ft in Aero Tower-2 out of 2.2 lakhs square feet of leasable area.
- Successful closure of transaction with a leading chain of schools for 15 acres land parcel
- The warehousing facility of Amazon in Hyderabad Airport has been further expanded to include a new unit of over 2 lakh sq ft vindicating the potential of Hyderabad Airport land development
- Built-to-suit facilities are being developed by your company for different tenants besides offering land leases at Hyderabad Airport. In addition to delivering built to facility for Amazon during FY21; the facilities for Safran, Skyroot and Multisorb are on track, and I am sure your company will be able to handover to them before schedule within the current financial year.
- Land leases given to different tenants like Cyient and Citron Pharma who are in last stages of completing their own facilities, enabling the growth of Hyderabad Airport as true Aerotropolis.
- Development of new asset classes like co-living wherein your company has recently signed up with Boston Living to enter the co-living space.
- Business Services: The group has over the years acquired considerable experience and expertise in the field of airport operations and maintenance by operating world class airports at Delhi, Hyderabad and Cebu. It was therefore but natural for your company to leverage on the same for offering various airport related services even beyond GMR airports, under the aegis of the GMR Services Business, that has been formed for this purpose. The Services Business is mandated to offer these services as well as various other end to end airport related services, both within and beyond GMR Group. Formation of the Services Business marks a new beginning both for your company and the aviation sector, a beginning that will bring considerable focus on outsourcing of services leading to improved efficiency and economies especially in comprehensive airport operations and maintenance. This also gives me the confidence that this growth initiative would lead to substantial value addition for the group.
- Airport Development and Construction: GMR Group has set benchmarks for development of world class Airport infrastructure. Your company developed the GMR brand as name to reckon for Airport construction not only in India but also Philippines where it successfully constructed and handed over Clarke Airport ahead of schedule and completed Terminal 2 of CEBU Airport. Your company is currently investing ~INR 20,000 Cr. to expand the existing Airports and develop new Airports.
- DIAL is undergoing expansion of its airside infrastructure and terminal capacity, as per the approved Master Development Plan, to 100 Mn passengers annually. Substantial progress has been made on several fronts despite some major Covid related challenges and migration of labour, and the entire Phase 3A expansion is now planned to be completed by June'23. Further, India's first General Aviation Terminal that can cater to 150 private movements daily and handle over 50 passengers every hour was commissioned in FY'20-21 at Delhi Airport.

- GHIAL has already commissioned 4 rapid exit taxiways, completed the rehabilitation works of the Main Runway in Q1 FY'21-22 as part of its capital expansion works, GHIAL is well underway to complete its expansion to a capacity of 35 Mn passengers annually by September 2022.
- At Goa Airport, construction and development works has resumed at site in Feb'20 post the reaffirmation of environmental clearance to the Project by Hon'ble Supreme Court of India. Significant progress has been achieved in construction of the airport and the connecting expressway being developed by the state government is also progressing well and is expected to get completed by August 2022 together with the airport commissioning.
- At Bhogapuram International Airport, development works including earthworks are in progress post signing the concession agreement for the greenfield in June 2020.

Regulatory Scenario in India has stabilized significantly, and there is consistency and clarity on most issues being provided by AERA. In recent developments, AERA has issued tariff order for the 3rd control period on December 30, 2020 allowing DIAL to continue with BAC+10% tariff for the balance period of 3rd control period plus compensatory tariff in lieu of Fuel Throughput Charges. For the Hyderabad Airport, AERA issued a consultation paper on 2nd July'2021 for third control period (FY'22-FY'26) and the final tariff order is expected by September 2021.

Cash conservation and Liquidity management across assets was a one of the key areas of focus during the review period. Several initiatives were taken to reduce costs and conserve cash. Your company has taken the opportunity to review the traffic requirements, airport expansion project progress status and with the objective of optimizing cash flows, has deferred certain phases of the expansion programs. Further, to meet the anticipated funding needs of the expansion project and to repay the US$ 289 million bond maturing in FY'21-22, DIAL raised an amount of US$ 450 million in the form of overseas Green bonds. Your company was able to raise these Green Bonds on account of the intrinsic sustainability focus of the company. To meet the entire funding requirements of the expansion project, GHIAL raised 5-year bonds amounting to US$ 300 Mn.

In addition to raising the primary funding of ₹ 1,000 Crores from Groupe ADP at GMR Airports Limited, your company was also able to refinancing the debt at GMR Airports, complete the financial closure of the revised project cost at the Goa Airport and further agree to a debt restructuring with lenders at Mactan-Cebu Airport, saving ~USD 120mn in cash flow over the next 3 years.

Our airports continued to receive accolades and recognition for the good work done by our teams, these include the following:

- Delhi International Airport was once again recognized as the Best Airport for service quality in the region by ACI, Best Airport in Central Asia by Skytrax for second consecutive year, won ACI World's 'Voice of Customer' recognition, region's first Level 4+ (Transition) accredited airport and Second Airport Globally under ACI's Airport Carbon Accreditation program. This is a result of our focus on operational excellence, customer experience and sustainability, backed by strong organizational culture, which has helped Delhi Airport to sustain its leadership position in Airport Service Quality.
- Hyderabad Airport bagged ACI ASQ best airport by size and region in Asia-Pacific region and 15-25 million passenger category, ACI Green Airports Recognition 2021 -Gold for the Air Quality Management and awarded Level 3+ Neutrality status under ACI's Airport Carbon Accreditation program

ENERGY

In the Energy sector, your Company demonstrated resilience during one of the most challenging and volatile periods being faced by whole country due to ongoing COVID pandemic. Our focus has been on stabilizing our existing assets, improving their profitability and achieving operational excellence.

GMR Warora Energy Limited (GWEL) has achieved normative availability for all its PPAs with linkage materialization @ 81% for FY'20-21. For the first time since commercial operations, GMR Kamalanga Energy Limited (GKEL) operated at a Plant Load Factor (PLF) of more than 100% continuously for 8 days. With enhanced fuel security under SHAKTI B III, GKEL was able to get 100% linkage coal and clocked annual PLF of 77% in FY'20-21. Our focus continued to be on the liquidation of regulatory receivables during FY 2020-21 and we have succeeded to a significant level despite Covid related challenges at APTEL & CERC.

On the hydro projects front, efforts put in by GMR Upper Karnali Hydropower Ltd (GUKHPL) have borne fruit with Bangladesh Power Development Board issuing a Letter of Award for 500 MW PPA. Battling water ingress, tough geography, adverse weather conditions and COVID related restrictions during the year, our project team at GMR Bajoli Holi Hydro Power Limited (GBHHPL) has managed to tunnel through the tough terrain. With more than 95% of the Project being completed, we are expecting to commission the plant during H2 of FY'21-22.

The achilles heel of the power sector in India, is the operational and financial performance of discoms, barring a few private ones which are performing well and reflect that significant improvements are indeed possible. With adequate power generation capacity and transmission network in place, it is the distribution sector which would see a lot of focus, as with a turnaround in this, power sector can be nursed back to health.

The Government and related agencies have taken concrete steps to address the issues in this sector, which include:

- Revamped distribution reforms scheme with an outlay of more than ₹ 3 lakh crore to focus on reduction of technical and commercial losses by way of smart metering, Feeder segregation and other infrastructure works,
- The Government has already tabled Electricity Amendment Bill to delicense power distribution to introduce competition and private sector play,
- Merit based economic dispatch of power plants is being piloted to reduce variable cost of power and thereby bring down losses.

I believe that India is at a cusp of an energy transformation and is marching towards ambition of 450 GW of installed green capacity by 2030. There is also a large headroom for increase in power consumption with the current per capita consumption of in India much lower than the global average. This would mean a major transformation of power sector, with significant opportunities opening of power distribution, renewable power space including distributed generation, intelligent energy solution and services.

Your Company has built significant expertise and domain knowledge in the Power sector over the past years and is exploring new opportunities in the emerging scenario. With anticipated changes in the Market and Regulatory environment, GMR Group is focused on identifying attractive opportunities that we can target. Areas being explored include Power Distribution, Renewable Energy and other Asset Light Digital opportunities.

International Natural Resource assets

Given the global upswing in commodity cycle, the coal business has been performing exceptionally well in the recent past. PTGEMS have been consistently increasing its coal volumes and its operations have been robust and consistently profitable. During CY-2020, PTGEMS has sold 34 million tons which translated to a PAT of USD 96 million for the year and company has announced cumulative dividends of USD 253 million, with your company receiving USD 76 Mn as dividend since start of 2020 till date.

TRANSPORT & URBAN INFRASTRUCTURE

The key highlights for FY'20-21 for the Transportation and Urban Infrastructure vertical (T&UI) vertical of your Company included the following.

The Highway toll projects were affected due to the ongoing Covid 19 pandemic and farmer's agitation in Punjab. The toll has been suspended in Ambala – Chandigarh toll road from October 2020 onwards. We are engaged with the Government in efforts to resume tolling. NHAI has also released a policy for compensation to BOT (Toll) concessionaires, to which we have applied to.

On the positive side, implementation of Fastag has improved collection efficiency at our toll projects. During the year, we have also converted all streetlights in Ambala-Chandigarh project to LED. It is worthy to note that Hyderabad – Vijayawada project secured Green Highway award from MoRTH during FY'20-21.

The Highway sector continues to be one of the most dynamic sectors in the country. During FY'20-21, NHAI awarded record number of projects in Hybrid Annuity Model (HAM) mode and significant number of projects are expected in HAM, BOT and EPC during FY'21-22. Your company is always in lookout for adding new highways PPP projects that fit into the overall strategy of the Group to the existing portfolio. On highways front, concerned authority have passed a significant order accepting our submission on Change in Law for Hyderabad-Vijaywada highways project. Your company is currently in process of discussing future steps

On the EPC front, your company has completed more than 70% of DFCC project - New Bhavpur to Deen Dhayal Upadhyay Junction (201 and 202) in the State of Uttar

Pradesh and 65% of DFCC project - Ludhiana - Khurja – Dadri (package 301 and 302) in the States of Haryana, Uttar Pradesh and Punjab. In package 201, we have completed 175 Track kms of track linking and in package 202 we have completed 290 Track kms of track linking.

Your Company is exploring new projects in DFCC in PPP / EPC mode that are expected to come up during FY'21-22 and beyond. Your Company has invested in two sets of fully mechanized track laying equipment and other heavy construction equipment that can lay up to 1.5 Kms of track linking every day and can be used in future projects as well. Apart from construction of railway lines, Government has opened up station development and running of passenger trains in PPP mode. Your Company will explore those opportunities that correspond to its overall Group strategy.

At the GMR Krishnagiri Special Investment Region (GKSIR), your Company has sold approximately 211 Acres in Phase 1 to an Indian MNC. Further, your company has entered into a binding term sheet for another approximately 300 acres, which shall be concluded shortly. Your company is targeting clients from Japan, Korea and other countries and is also focusing on domestic companies. Currently, your company is taking up development activities on the balance land parcels in phased manner. Government of India has announced several business-friendly policies like – Production Linked Incentive (PLI) Scheme for more than 10 key sectors with a financial outlay of ₹ 1.45 lakh Crores and to improve attractiveness of manufacturing sector in India. In addition, Government of Tamil Nadu has announced a new Industrial Policy which provides flexible mechanisms for new industrial units to avail fiscal benefits with special focus for sunrise sectors. These initiatives are expected to stimulate further demand for land for manufacturing and related projects at GKSIR.

As you are aware, the GMR Group held 51% in Kakinada SEZ Ltd (KSEZ) and had announced the divesting of its entire 51% stake in KSEZ to Aurobindo Realty & Infrastructure Private Ltd (ARIPL). Further, as part of the proposed transfer of stake of KSEZ to ARIPL, 74% of equity stake of Kakinada Gateway Port Ltd (KGPL), a subsidiary of KSEZ would be transferred to ARIPL. Total consideration for the sale of equity stake as well as the sub-debt in KSEZ is ₹ 2,719 crore. Out of the total consideration, the first tranche of ₹ 1,692 crore has been received and the balance ₹ 1,027 crore would be received in the next 2-3 years, which is contingent upon certain agreed milestones. The divestment proceeds will be primarily used to reduce the indebtedness of the Group.

ENVIRONMENTAL, SOCIAL, AND GOVERNANCE (ESG)

Sustainability and Corporate Social Responsibility (CSR) have been at the core of the GMR Group ethos since inception. We have taken great pride in all the assets we have developed as National Assets of the highest quality, and we have always ensured that we adopt highest levels of environmental standards at all our projects. Further, our foundation has been doing path breaking work on the CSR front on healthcare, education, sanitation and livelihoods for more than 29 years now.

Your Company has allocated substantial resources to increase adherence to environmental standards and pollution control measures and enhance Environment Health Safety levels. In this regard, I am proud to share a few awards won during the past year which is strong testimony to our credentials on the sustainability front:

- DIAL became Asia Pacific's first Level 4+ (Transition) accredited airport and Second Airport Globally under ACI's Airport Carbon Accreditation program. Airport Carbon Accreditation Program of Airport Council International (ACI) aims to encourage and enable airports and its stakeholders to implement best practices in Greenhouse Gas (GHG) management and achieve emissions reduction. Delhi Airport has taken various proactive initiatives towards environment management and sustainability.
- As part of this approach, Delhi Airport has also introduced technological solutions such as adoption of Electric vehicles and Taxibots, which has resulted in reduction of significant amount of aviation turbine fuel consumption by Aircrafts for ground movement.
- DIAL has achieved absolute emission reduction by 47% and specific GHG emission by 77% over baseline year 2010. DIAL was able to issue a landmark Green-bond for US$ 450 Mn in March 2021 by leveraging the excellent work it has been doing on the sustainability front.
- DIAL has invested in Bajoli Holi Power Project to meet its energy needs from renewable sources.

- GHIAL won ACI Green Airports Recognition 2021 -Gold for the Air Quality Management and was also awarded Level 3+ Neutrality status under ACI's Airport Carbon Accreditation program.
- In line with its vision to maximize usage of clean energy, GHIAL has also commissioned its second 5 MW solar power plant. GHIAL has also created water reservoirs within the Airport premises to conserve rainwater. The water is cleaned and supplied for consumption at the Airport. Current facilities can meet the requirements for more than 4 months in a year.
- GWEL won the prestigious award "National Energy Conservation award-2020" from the Ministry of Power, Government of India for second time. Also, a First in India, GWEL Water management system is certified for ISO 46001:2019 by M/s BVCI.
- GKEL won National Award for "Excellence in Energy Management" by CII and "Environment Excellence Award - 2020" in Large Industry Category by ICC.
- Hyderabad - Vijayawada project secured Green Highway award from MoRTH during FY'20-21.

Your Company has also continued its tradition of caring for the communities and stakeholders as part of its Corporate Social Responsibility program through GMR Varalakshmi Foundation (GMRVF), an associate of your Company. The Foundation is currently working across all the asset locations of our businesses including in Nepal.

Being a year of pandemic, the Foundation stepped up its efforts to reach out to the communities to offer best possible support especially to vulnerable sections of the society. During the lockdown, Foundation supported over 1 lakh people with cooked food and over 6,000 families and several orphan homes were supported with dry ration. '*Hands for Humanity*' program was conducted in collaboration with 92.7 Big FM and Delhi Police at Delhi under which ration kits were provided to 1,050 families. We launched "*UMEED KI PAHIYE*" program to support families who lost their earning member due to COVID-19 pandemic.

All the educational institutions under GMRVF performed exceedingly well during the last year. There are over 10,000 students in these institutions. GMRIT (GMR Institute of Technology) has taken several initiatives to promote research, which has resulted in faculty members publishing more than 400 research publications. To enable students to take up the courses related to the 21st century skills, GMRIT signed MoUs with reputed foreign universities and introduced industry driven elective courses. Approx. 550 students from GMRIT got placed this year with various companies, including MNCs.

GMRVF partnered with over 200 government schools with the objective of improving the quality of education, reaching out to about 35,000 students across India. Two of the GMRVF supported students from Rajam got selected for Community College Initiative Program of US Government and completed their course in the community colleges in US. Thirty-Eight students from supported schools got selected for National Means-cum-Merit Scholarship with coaching and guidance from GMRVF.

Mobile Medical Units and Medical clinics offered healthcare services to the needy people, especially during the lockdown period. Tele-health services and virtual health camps were organized. Awareness on Covid and other health issues was provided through online tools. Nutrition centres run by Foundation provided nutrition supplements to pregnant and lactating women at their doorsteps.

Contributing to the Skill India Mission of the Government, GMRVF continued to set benchmarks in the area of skilling. A new Vocational Training Centre was inaugurated at Hubbali, Karnataka in November 2020 by Shri Pralhad Joshi, Hon'ble Minister for Coal, Mines and Parliamentary Affairs. Most of the vocational training centres run by GMRVF adopted quickly to the Covid situation and offered trainings in Blended learning model during the lockdown. The Foundation focused on livelihood restoration for Covid affected people. About 1,000 families were supported for various livelihood activities such as micro-enterprises, poultry, Floriculture, vegetable cultivation, livestock farming etc.

GMR Varalakshmi CARE Hospital was setup in April 2011 in collaboration with the CARE group of Hospitals at Rajam. This is a Multispecialty Hospital in Rajam, Srikakulam district, under GMR Varalakshmi Foundation. It was started as a 135-bed hospital and gradually upgraded to 200 beds. During the covid pandemic the hospital provided services for the communities in the vicinity.

- Rapid Antigen testing services: Hospital is approved by ICMR and 4,000+ tests were conducted
- Tele consultation to the covid patients and counselling to post covid patients.
- Covid Vaccination centre as per the guidelines from the district authorities, and nearly 2,500 people vaccinated.

Over the years, your company has built a robust Governance framework, starting right from the top with a well-structured Family Governance model. In addition to focus on financial and operational performance, we are equally committed to maintaining strong corporate governance practices and ethical behaviour across every business in the GMR Group. Our reputation as an ethical and trustworthy Company is our most important asset. We believe that consistently focusing on good governance and applying the highest ethical practices in all our activities enables us to uphold the trust of our stakeholders.

Our companies are built around the Group's seven Values and Beliefs which are the embodiment of every aspect of what we do. These are Humility, Entrepreneurship, Delivering the promise, Learning & Inner excellence, Respect for individual, Teamwork & Relationships, and Social Responsibility.

To ensure transparency in transactions across all Group companies and subsidiaries, we conduct regular and structured assessments by the internal audit teams, review through an external agency and due diligence by the Audit Committee and the eminent members of our Board of Directors.

LOOKING AHEAD

Looking ahead for FY'21-22, we expect business environment to remain challenging given the ongoing impact of the COVID-19 pandemic. However, given the various initiatives taken by the GMR Group to ensure liquidity, business continuity and operational efficiency, we are confident to comfortably ride through these difficult times and come out stronger than ever. From a longer-term perspective, your Group will continue to invest in technology and work towards further strengthening and expanding our footprint in the Airport business and identify areas for profitable growth in the Power and Transportation portfolio.

Digitalization & Innovation

Along with the focus on Business, your Company recognises the need for innovation in all aspects of business and customer engagement and believes that in the current context companies need to innovate or they will perish. We have been driving several initiatives to enhance business prospects in terms of superior customer experiences, revenue enhancement and cost reduction opportunities as well as agile and efficient internal processes.

We are strengthening and digitalizing the core processes of the group across Finance, Procurement, Planning, Reporting and Human Resources and expanding the scope of our Shared Services Centre with the objective of improving speed and agility of services delivery within the group and improving our overall cost structure and competitiveness of the group. Major part of this transformation is planned to be completed within FY'21-22.

With the onset of COVID pandemic, safety of the passengers travelling through our airports became of paramount importance. During this period, our airports underwent an accelerated digital transformation and introduced several technology innovations / solutions addressed towards enhancing passenger safety. We have also introduced an Artificial Intelligence enable App "HOI" at our airports which is aimed at helping passengers on multiple fronts in their journey through the airport besides contactless ordering of F&B, retail products and carrying out payments.

Delhi Airport developed and deployed the Air Suvidha Portal, which facilitated the process for all International Passengers coming to India to share relevant information including their Testing and Vaccination details as required. This information formed the basis for the pre-clearance given to passengers to facilitate their entry into the country and reduce passenger waiting times at airports.

Your company is shifting focus from building assets towards offering wholistic services to our customers by leveraging digitalisation. As a step in this direction, we launched GMR Innovex, a new platform for Innovation. GMR Innovex will facilitate start-ups with various kinds of assistance and allow them to build and test their products/services at GMR Innovex across a very large landscape of businesses like Airports, MRO, Cargo, Logistics, Infrastructure etc. The GMR Innovation Hub will be working on a multitude of technologies including Video Analytics, Machine-Vision, Blockchain, Drone-Tech, Smart Tagging, Contactless Technology, RPA, EV, AR/VR, IoT and others.

As I conclude, I would like to take this opportunity to express my gratitude towards our customers, suppliers and other stakeholders for their confidence and trust in the GMR Group during such difficult times. I also thank the leadership team of GMR Group for providing guidance and navigating the organization during the pandemic. Last but not the least, my sincere appreciation is for all our employees whose dedication, hard work, sacrifice and continued contribution in such challenging times enabled the Group to overcome every obstacle. As a token of appreciation and gratitude to service from employees, GMR Group strived to provide support to the families of employees deceased due to Covid through monthly living allowances, Children Education Assistance and Medical Insurance Coverage.

I look forward to your continued support and encouragement in taking your Company to greater and newer heights in the future.

Stay Safe, Stay Healthy,

Thank You,

G M Rao
Chairman, GMR Group

HIGHLIGHTS OF 2020-21

CONSOLIDATED FINANCIAL PERFORMANCE

(in ₹ Crore)

Year end	Revenue from Operations[@]	Revenue from Operations (net)*	EBITDA **	PAT[#]	Cash & Cash Equivalent^
FY 2021	6,229.38	5,744.51	1,078.71	(3,427.75)	10,456.89
FY 2020	8,555.54	6,518.35	2,628.56	(2,198.49)	8,328.11
FY 2019	7,575.96	5,811.21	1,705.71	(3,466.41)	4,544.25

@ Revenue from operations represents revenue from continuing operations only

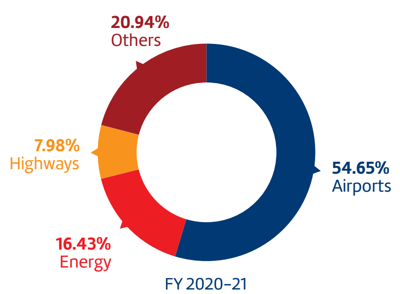
* Revenue from operations (net) is after deducting revenue share paid/payable to concessionairee from revenue

** EBITDA – Earnings before interest, other income, tax, depreciation, amortisation (including utilisation fees), Share of (loss)/profit of JV / associates and exceptional items; EBITDA from continuing operations only

\# Profit after tax before minority interest ; Include PAT from continuing operations only

^ Cash + mutual funds + bonds + government securities + certificate of deposit + commercial papers+ Deposit with statutory authorities+ investments in quoted equity shares; It excludes cash / investments pertaining to assets held for sale

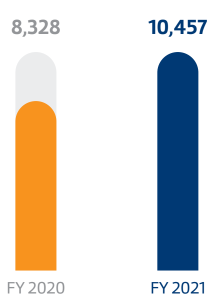
SECTOR WISE REVENUE FROM OPERATIONS



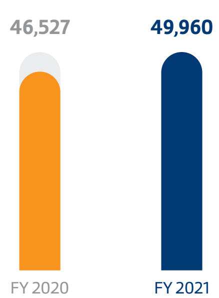
EBITDA
(in ₹ Crore)

NET WORTH
(in ₹ Crore)

CASH & CASH EQUIVALENT
(in ₹ Crore)



TOTAL ASSETS
(in ₹ Crore)



BORROWINGS
(in ₹ Crore)

Board's Report

Dear Shareholders,

The Board of Directors present the 25th Annual Report together with the audited financial statements of the Company for the financial year (FY) ended March 31, 2021.

Your Company, GMR Infrastructure Limited ("GIL"), is a leading global infrastructure conglomerate with interest in Airports, Energy, Transportation and Urban Infrastructure business sectors in India and few countries overseas.

GMR Group's Airport portfolio has around 172 mn passenger capacity in operation and under development, comprising of India's busiest Indira Gandhi International Airport in New Delhi, Hyderabad's Rajiv Gandhi International Airport, Mactan Cebu International Airport in partnership with Megawide in Philippines. While greenfield projects under development includes Airport at Mopa in Goa and Airport at Heraklion, Crete, Greece in partnership with GEK Terna. The GMR-Megawide consortium has won the Clark International Airport's EPC project, the second project in Philippines. The Group has recently signed the Concession Agreement for the development and operation of a greenfield airport at Bhogapuram in Andhra Pradesh. The group recently signed concession agreement to commission, operationalize and maintain the Civilian Enclave at the Bidar Airport in North Karnataka. GMR Group is developing very unique airport cities on the commercial land available around its airports in Delhi, Hyderabad and Goa.

The Group's Energy business has a diversified portfolio of around 4,995 MW, of which ~3,040 MWs of Coal, Gas and Renewable power plants are operational and around ~1,955 MWs of power projects are under various stages of construction and development. The group also has coal mines in Indonesia, where it has partnered with a large local player.

Transportation and Urban Infrastructure division of the Group has four operating highway projects spanning over 1,460 lane km. The Group has a large EPC order book of railway track construction including Government of India's marquee Dedicated Freight Corridor project.

The Group is also developing multi-product Special Investment Regions spread across ~1900 acres at Krishnagiri in Tamil Nadu, industrial cluster catering to electronics, automobile, logistics, engineering and aerospace sectors.

Performance highlights – FY 2020-21

Performance Highlights of your Company on consolidated basis for the FY 2020-21:

- Filed Composite scheme of amalgamation and arrangement amongst GMR Power Infra Limited (GPIL), GMR Infrastructure Limited (GIL) and GMR Power and Urban Infra Limited (GPUIL) and their respective shareholders with the National Company Law Tribunal (NCLT) on March 5, 2021. The Scheme envisages amalgamation of GPIL with GIL followed by demerger of EPC and Urban Infrastructure business to GPUIL.
- The Group had signed definitive agreements for the sale of entire 51% equity stake in Kakinada (KSEZ) to Aurobindo Realty and Infrastructure Private Limited (ARIPL). The Group has received entire upfront consideration of ₹ 1,692.03 crore for sale of 51% stake sale in KSEZ to ARIPL.
- Delhi International Airport Limited (DIAL) successfully completed the issuance of Non-Convertible Debentures (NCD's) for INR 3,257 Cr priced at an interest rate of 10.96 % p.a and subscribed by FPI's. The proceeds from the NCD's will be utilized to refinance the outstanding debt of around USD 289 Mn due in FY 2021-22 and to partly finance the Phase 3A expansion. This shows the confidence of investor in our ability to raise funds from the International Market and reflects our continued effort to create value for our investors.
- DIAL Invoked conditions under Force Majeure (FM) provisions for monthly annual fee waiver from AAI until the impact of FM continues.
- GMR Hyderabad International Airport Limited (GHIAL) successfully priced an offering of USD 300 mn 4.75% Senior Secured Notes for a tenure of 5 years in the international bond market. The offering through GHIAL reinforces our ability to raise funds from the International Bond Market. The proceeds from the Notes will be used towards the capital expenditure of increasing the capacity to 34 mn passenger p.a.
- Passenger Traffic at Delhi International Airport during the FY 2020-21 declined by 66.79% YoY from 67.3 Mn to 22.6. Mn. , Passenger Traffic at Hyderabad International Airport during the FY 2020-21 decline by 63.40% YoY from 21.7 Mn to 8 Mn. Passenger Traffic at CEBU Airport (Philippines) decline by 78% YoY from 12.66 Mn to 2.74 Mn, mainly due to Covid 19 impact.
- For Bhogapuram airport, land acquisition and other preliminary works and designs are in progress.
- Traffic at GMR Ambala Chandigarh Expressway (GACE) has been impacted due to farmer's agitation. GACE declared force majeure under the concession agreement and has notified NHAI. GACE is entitled for compensation which has been filed with NHAI and same is under verification.
- PT Gems was able to showcase its strength despite COVID by reporting a Sales growth of 10% YoY and EBITDA margin for FY 2020-21. EBITDA increased by 37% YoY driving PAT growth of 51% YoY in FY 2020-21.
- Power demand and improved coal supply have resulted in mixed operating performance in the Energy business. Warora Power Project achieved PLF of 75% in FY 2020-21 as against 82% in FY 2019-20, Kamalanga Power Project achieved PLF of 77% in FY 2020-21 as against 64% in FY 2019-20.
- Bajoli Holi Hydro Project achieved 98% of project completion. COD expected during FY 2021-22.

Financial results – FY 2020-21

a) Consolidated financial results

(₹ in Crore)

Particulars	March 31, 2021	March 31, 2020
Continuing operations		
Income		
Revenue from operations:		
Sales / income from operations (including other operating income)	6,229.38	8,555.54
Other income	634.08	666.59
Total Income	**6,863.46**	**9,222.13**
Expenses		
Revenue share paid / payable to concessionaire grantors	484.87	2,037.19
Operating and other administrative expenditure	4,665.80	3,889.79
Depreciation and amortization expenses	1,004.54	1,064.25
Finance costs	3,172.17	3,545.07
Total expenses	**9,327.38**	**10,536.30**
Loss before share of net loss of investments accounted for using equity method, exceptional items and tax from continuing operations	**(2,463.92)**	**(1,314.17)**
Share of net loss of investments accounted for using equity method (net)	(345.69)	(288.33)
Loss before exceptional items and tax from continuing operations	**(2,809.61)**	**(1,602.50)**
Exceptional items - (loss)	(880.57)	(680.91)
Loss before tax from continuing operations	**(3,690.18)**	**(2,283.41)**
Tax expenses/(income)	(262.43)	(84.92)
Loss after tax from continuing operations (i)	**(3,427.75)**	**(2,198.49)**
EBITDA from continuing operations (Sales/income from operations – Revenue share – operating and other admin expenses)	1,078.71	2,628.56
Discontinued operations		
Loss from discontinued operations before tax expenses	(0.02)	(3.70)
Tax expenses	-	-
Loss after tax from discontinued operations (ii)	**(0.02)**	**(3.70)**
Total loss after tax for the year (A) (i+ii)	**(3,427.77)**	**(2,202.19)**
Other comprehensive income		
Other comprehensive income to be reclassified to profit or loss in subsequent periods:		
Exchange differences on translation of foreign operations	104.05	(123.14)
Net movement on cash flow hedges	91.01	152.86
Other comprehensive income not to be reclassified to profit or loss in subsequent periods:		
Re-measurement gains / (losses) on defined benefit plans (Net of taxes)	2.58	(5.57)
Other comprehensive income for the year, net of tax (B)	**197.64**	**24.15**
Total comprehensive income for the year, net of tax (A+B)	**(3,230.13)**	**(2,178.04)**

(₹ in Crore)

Particulars	March 31, 2021	March 31, 2020
Loss for the year attributable to	**(3,427.77)**	**(2,202.19)**
a) Equity holders of the parent	(2,797.27)	(2,429.38)
b) Non-controlling interests	(630.50)	227.19
Total comprehensive income attributable to	**(3,230.13)**	**(2,178.04)**
a) Equity holders of the parent	(2,657.63)	(2,461.10)
b) Non-controlling interests	(572.50)	283.06
Earnings per equity share (₹) from continuing operations	(4.63)	(4.02)
Earnings per equity share (₹) from discontinued operations	-	(0.01)
Earnings per equity share (₹) from continuing and discontinued operations	(4.63)	(4.03)

The total income for FY 2020-21 is ₹ 6,863.46 crore as against ₹ 9,222.13 crore for the FY 2019-20, registering decrease of 25.57%, primarily due to the disruption caused by COVID-19 pandemic.

The revenue of airport segment decreased by 44.48% from ₹ 6,131.49 Crore in FY 2019-20 to ₹ 3,404.45 Crore in FY 2020-21 mainly in aeronautical, duty free, retails, advertisement and parking revenue due to covid 19 pandemic. The revenue from highway segment is decreased by 15.09% from ₹ 585.20 Crore in FY 2019-20 to ₹ 496.87 Crore in FY 2020-21. The revenue from power sector increased by 31.65% from ₹ 777.35 Crore in FY 2019-20 to ₹ 1,023.40 Crore in FY 2020-21. EPC revenue increased by 25.91% from ₹ 859.10 Crore in FY 2019-20 to ₹ 1,081.69 Crore in FY 2020-21 Consolidated Revenues do not include the revenues of entities which were assessed as jointly controlled entities / JVs under Ind AS, including, GMR Energy Limited (GEL), GMR Kamalanga Energy Limited (GKEL), GMR Warora Energy Limited (GWEL) and Delhi Duty Free Services Private Limited (DDFS). Decrease in revenue share paid / payable to concessionaire grantors was on account of lower aero revenue. Increase in other expenses in FY 2020-21 in mainly due to exchange fluctuation, Provision of advances to AAI and repair and maintenance expenses.

b) Standalone financial results

(₹ in Crore)

Particulars	March 31, 2021	March 31, 2020
Revenue from operations	1,448.60	1,155.10
Operating and administrative expenditure	(1,043.04)	(710.22)
Other Income	19.48	7.90
Finance Costs	(890.71)	(892.93)
Depreciation and amortisation expenses	(21.50)	(23.52)
Loss before exceptional items and tax	**(487.17)**	**(463.67)**
Exceptional Items:		
Provision for impairment in carrying value of investments, loans/advances carried at amortised cost	(796.85)	(990.47)
Loss before tax	**(1,284.02)**	**(1,454.14)**
Tax (income) / expenses	(3.86)	24.98
Loss for the year	**(1,280.16)**	**(1,479.12)**
Net (deficit) / surplus in the statement of profit and loss - Balance as per last financial statements	(948.54)	121.50
Transfer from debenture redemption reserve	59.49	35.37
Re-measurement gains on defined benefit plans (net of taxes)	0.55	0.04
Loss on sale of treasury shares	-	(72.00)
Transfer on account of redemption of OCDs	45.92	-
Transfer from fair valuation through other comprehensive income ('FVTOCI')	4,254.97	445.67
Surplus / (deficit) available for appropriation	**2,132.23**	**(948.54)**
Appropriations	-	-
Net Surplus / (deficit) in the statement of profit or loss	**2,132.23**	**(948.54)**
Earnings per equity share (₹) - Basic and diluted (per equity share of Re. 1 each)	(2.12)	(2.45)

During the year ended March 31, 2021, the revenue from EPC segment has increased by 31.33% from ₹ 803.46 Crore (FY 2019-2020) to ₹ 1,055.20 Crore (FY 2020-21), which was mainly on account of contribution by the ongoing DFCC (Railways) project. Other operating income of the company has increased mainly on account of increase in related parties loan and income from unwinding of financial guarantee.

During the year ended March 31, 2021, based on an internal assessment, the Company has made a provision of ₹ 796.85 Crore (March 31, 2020: ₹ 990.47 Crore) towards impairment in carrying value of investments, loans/advances carried at amortised cost, given to group companies which has been disclosed as an exceptional item in the financial statements.

Composite Scheme of Amalgamation and Arrangement

The Board at its meeting held on August 27, 2020 subject to the requisite approval, had approved the Scheme of Amalgamation and Arrangement amongst GMR Power Infra Limited (GPIL), a subsidiary Company and GMR Infrastructure Limited (GIL/Company) and GMR Power and Urban Infra Limited (GPUIL), a wholly owned subsidiary and their respective shareholders ("Scheme"), which, inter alia, envisages the following:

(i) The amalgamation of GPIL with the Company and the dissolution of GPIL without winding up and cancellation of the equity shares held by its shareholders;

(ii) Followed by the demerger of all the businesses, undertakings, activities, operations and properties forming part of the Demerged Undertaking (which includes the EPC Business and the Urban Infrastructure Business, as more particularly defined in the Scheme) of the Company on a going concern basis, from the Company to GPUIL, the cancellation of the equity shares held by the Company in GPUIL and the issue of equity shares by GPUIL to the shareholders of the Company; and

(iii) Various other matters consequential or integrally connected therewith, including the reorganisation of the share capital of GPUIL;

The restructuring is a step in the right direction towards creating pure plays in different businesses of the Group thereby attracting sector-specific global investors and unlocking value for the current shareholders of the Company. This will also pave the way for focused growth and sustained value creation for all stakeholders over a period of time.

Separate listing of both the Airport and Non-Airport Businesses will also help in simplifying the corporate holding structure. The vertical split demerger will go a long way in facilitating deeper understanding of the Airport Business independently as compared to other business verticals within the Group.

Upon this Scheme becoming effective and in consideration of the Demerger and vesting of Demerged Undertaking of GIL into GPUIL, GPUIL shall issue and allot 1 (One) Equity share of face value of ₹ 5/- each for the every 10 shares of ₹ 1/- each of GIL, held by the members of GIL on record date.

The Scheme had been filed with National Company Law Tribunal (the 'NCLT'), Mumbai for its approval after the receipt of No-Objection from the BSE Limited and National Stock Exchange of India Limited (NSE) and is pending for hearing at NCLT.

COVID-19 Impact

Post outbreak of COVID-19 in the month of March 2020, many countries have implemented travel restrictions and quarantine measures. As a quarantine measure, Government of India has also imposed the countrywide lockdown with effect from March 25, 2020, which got extended till May 31, 2020, however, restrictions on operation of domestic flights were lifted from May 25, 2020. The Group has majority of its subsidiaries, joint ventures and associates operating in Airport sector, Energy sector, Highway sector and Urban Infra sector and with respect to COVID - 19 impact on the business of these entities, management believes while the COVID - 19 may impact the businesses in the short term, it does not anticipate medium to long term risk to the business prospects.

Since May 2020, when the restrictions were lifted on operations of domestic flights, airports business saw a significant traction in traffic. Government had allowed 33% capacity for the airlines from May 25, 2020 till June 25, 2020 and has gradually raised the capacity to 80% on December 4, 2020. February 2021 was the best month post first wave of Covid when the passenger traffic reached 60% of pre-covid levels at Delhi Airport and 64 % at Hyderabad Airport and this was achieved under an environment of restricted airline capacity enforced by the Government. Additionally, economic activities and our businesses gathered momentum as the year progressed and eventually it peaked in March 2021.

With the onset of second COVID-19 wave, traffic declined in April 2021 and May 2021 due to consequent lockdowns. As a result of second wave of COVID-19, business disrupted in the month of April and May 2021. However, we are now experiencing traffic turnaround from last week of May 2021 and continued recovery in June 2021.

Firstly, our focus was on the safety and welfare of the employees. We encouraged work from home for employees wherever possible and set up systems to monitor the health and welfare of our employees especially during the times of an emergency. At a point of time during this 2nd surge, we had almost 1200 employees who were exposed to the COVID-19. Our leadership team and staff weathered the storm with the least impact on operations. We used our testing labs at the airports for expeditious testing results, set up safe quarantine facilities where operating staff could stay and work without risking, taking infections to their families at home. As the Government allowed private companies to vaccinate, we were at the forefront to vaccinate our employees and their immediate family members.

Secondly, we ensured adequate liquidity for our operations as we understood that there will be a period of cash burn and raise long-term capital to maintain the momentum for expansion CAPEX at Delhi and Hyderabad. During the early part of this year, we completed the offerings of bonds and NCDs at Hyderabad and Delhi Airports. Hyderabad raised US $300 million at 4.75% USD rate as senior secured notes for the ongoing expansion of the Hyderabad Airport. Delhi Airport completed the issuance of non-convertible debentures amounting to about ₹ 3,257 crore. The proceeds from the NCDs were utilized to refinance the outstanding debt of around US $289 million which was falling due in the fiscal year 2022, and to partly finance the phase 3A expansion which is currently underway.

The company is continuously adapting to the situation and has focused on the following measures to mitigate the COVID-19 challenges:

- Cash conservation through rescheduling of CAPEX Plan.
- Consolidation of infrastructures to adapt to the nature of traffic and reduce operating costs. For instance, Terminal 1 remains shut

since March 25, 2020 and Terminal 2 of Delhi Airport was closed temporarily. Due to such closure of Terminals, both the domestic and international flights were operating from Terminal 3 only. Subsequently, from July 22, 2021, the operations of flights have been resumed from Terminal 2 also.

- Reviewed all budgets which has resulted in reducing operating expenses significantly.

- Ensuring maximum security & safety to our customers to restore their confidence such as adapting to effective hygiene standard at our assets/ facilities.

Detailed information on the same has been included under the Management Discussion & Analysis report forming part of this Annual Report.

Dividend / Appropriation to Reserves

Your Directors have not recommended any dividend on equity shares for the FY 2020-21.

Reserves

The net movement in the major reserves of the Company on standalone basis for FY 2020-21 and the previous year is as follows:

(₹ in Crore)

Particulars	March 31, 2021	March 31, 2020
General Reserve	174.56	174.56
Securities Premium Account	10,010.98	10,010.98
Surplus / (deficit) in Statement of Profit and Loss	2,132.23	(948.54)
Debenture Redemption Reserve	-	59.49
Capital Reserve	141.75	141.75
Foreign currency monetary translation difference reserve	(173.82)	(248.39)
Fair valuation through other comprehensive income ('FVTOCI') reserve	(3,143.07)	2,228.38
Equity component of optionally convertible debentures ('OCD's')	-	45.92
Total	**9,142.63**	**11,464.15**

Management Discussion and Analysis Report (MDA)

MDA Report for the year under review, as stipulated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "SEBI LODR"), is presented in a separate section forming part of the Annual Report.

The brief overview of the developments of each of the major subsidiaries' business is presented below. Further, MDA, forming part of this Report, also brings out review of the business operations of major subsidiaries and jointly controlled entities.

Airport Sector

The Company's airport business comprises of four operating airports viz., Indira Gandhi International Airport at Delhi, Rajiv Gandhi International Airport at Hyderabad & Bidar Airport at Karnataka in India and Mactan Cebu International Airport in Philippines. Further two assets are under construction viz., Greenfield Airports at Mopa, Goa and Crete International Airport in Greece.

GMR Airports Limited (GAL), a subsidiary of the Company emerged as the highest bidder to develop, operate and manage greenfield Bhogapuram International Airport in Andhra Pradesh with concession period of 40 years that can be extended by another 20 years. Subsequently, we received the letter of award and thereafter signed the concession agreement in June 2020 for Bhogapuram International Airport in Andhra Pradesh. The airports are housed under the Company's subsidiary GMR Airports Limited (GAL). Developmental activities are currently in progress at Bhogapuram Airport.

In India, GMR is actively pursuing opportunities for new airports as and when they arise. We are actively tracking the next round of regional airports being privatized by the Government of India. On the international front, in the near future, the Group is strategically focusing on opportunities in South Asia and South East Asia and the Middle East. We also continue to explore opportunities in Africa, Latin America and Eastern Europe. GMR Airports is looking to drive growth not only through Airport Concessions, but also through provision of airport related services including EPC, Project Management, Engineering & Maintenance, Duty Free, Cargo, etc.

FY 2020-21 was a very difficult year for the global economy and the Aviation sector in particular with the COVID-19 pandemic spreading across the world. With most Governments across the world, including India, bringing measures to stop mobility in an attempt to control the spread of the virus, traffic at airports was impacted significantly across the world. Further, Airports had to take significant steps to keep airports operational, take care of employees and other stakeholders, introduce sanitary measures to prepare for travel and work with authorities and other stakeholders for resumption of traffic.

An overview of the operations at our assets during the year is briefly given below:

Delhi International Airport Limited (DIAL)

DIAL is a subsidiary of the Company and its shareholding comprises of GAL (64%), Airports Authority of India (AAI) (26%) and Fraport AG Frankfurt Airport Services Worldwide (Fraport) (10%). DIAL entered into a long-term agreement to operate, manage and develop the Indira Gandhi International Airport (IGIA), Delhi.

Highlights of FY 2020-21:

Fiscal Year 2021 brought number of major challenges for the Indian Aviation Sector. The year started with the suspension of scheduled commercial operation of airlines. While the domestic scheduled operation started after almost two months of suspension with phase wise capacity deployment scheduled International operations remained suspended throughout the year.

International operation was limited to repatriation flights, Vande Bharat flights, charter operations and bubble flights with different countries. Despite the ban on scheduled operation, IGIA remained operational throughout the year supporting various government initiatives in combatting COVID. IGIA became the hub airport for transportation of essential goods during the lockdown period and it handled a total of 2,414 flights starting March 25, 2020 till May 31, 2020. Even during the COVID-19 2^{nd} wave, IGIA played a major role in the nation's efforts to fight the pandemic and became the main hub for handling and distribution of medical supplies, which poured in from around the world. After moderation of 2^{nd} wave, DIAL continues to play a major role in distribution of vaccines.

Throughout the year, DIAL proactively engaged with all stakeholders in safe travel policy formation and pushing passenger growth through Bubble Airport arrangements, RT-PCR Testing etc. DIAL worked with MoCA and launched "Air Suvidha" portal which is a portal for Self-reporting and getting exemption from Institutional Quarantine, for all International arrival passengers coming to India.

Operational Performance:

While DIAL responded to the adversities brought by COVID-19 promptly, it was adversely impacted by the drastic decline of traffic at IGI airport. Passenger traffic at IGIA was 22.6 mn in FY 2020-21, witnessing a de-growth of 66.4% over previous year with 82.0% de-growth in international traffic and 60.8% de-growth in domestic traffic. During the year, Delhi Airport handled 213,986 Air Traffic Movements (ATMs) and clocked 0.74 MMT cargo volume with an overall de-growth of 22.9% over previous year, driven by 22.7% de-growth in the domestic cargo and 22.9% in international cargo. Despite the pandemic, Cargo has done relatively well on an overall basis.

DIAL took various steps to reduce operational expenses, including consolidation of operations at T3 (DIAL) and temporary closure of T1 and T2, whenever traffic fell below a threshold, to ensure optimal utilization of resources and lowering of utility, R&M and administrative costs.

DIAL is under Base Airport Charges (BAC) since December 2018. AERA has released CP3 Tariff Order for DIAL on 30th Dec 2020 and has allowed DIAL to continue with Base Airport Charges (BAC) + 10% tariff. It has also allowed DIAL to levy User Development Fee from February 2021 towards compensation for discontinuation of Fuel Throughput charges.

DIAL's focus on operational excellence and customer experience backed by a strong organizational culture has helped sustain its leadership position in Airport Service Quality. DIAL was once again recognized as the Best Airport for service quality in the region by ACI and Best Airport in Central Asia by Skytrax.

Capacity augmentation initiatives of FY 2020-21

Although the recent coronavirus outbreak and subsequent lockdown has posed some major challenges, DIAL has continued its focus on its expansion plan of airside infrastructure and terminal capacity as per the approved Master Development Plan in order to cater to the future growth in passenger and air traffic. The Phase 3A expansion includes, among others, expansion of Terminal 1 and Terminal 3, construction of a fourth runway along with enhancement of airfields and construction of taxiways, which will expand capacity of IGI Airport to 100 Mn passengers annually. Key highlights on the developments:

- Contractor – L&T and PMC – Turner, fully mobilized and commenced work on Phase 3A expansion plan. Cumulative physical progress as on 31st March 2021 is ~42%.
- Substantial progress made on Airside, Landside and Terminal detail design development despite the lockdown imposed from March 2020 and migration of labor.
- India's first General Aviation Terminal that can cater to 150 private movements daily and handle over 50 passengers every hour was commissioned in FY 2020-21.

Fundraising for Expansion Project

To meet the anticipated funding needs of the expansion project and to repay the US$ 289 million bond maturing in FY 2021-22, DIAL raised an amount of US$ 450 million in the form of overseas certified Green bonds at an attractive interest rate of 6.25%, having maturity in the year 2026. As a measure of prudence, the entire foreign currency exposure was hedged, to complete the fundraising at an effective cost of 11.60%. DIAL's intrinsic focus of sustainability in its' entire airport plan including construction of Terminals and Cross Taxi-way ensured that the deployment of the funds raised by the Green Bonds met the requisite sustainability criteria for Green Bonds.

Passenger convenience initiatives of FY 2020-21

- Delhi Airport in collaboration with MoCA developed Air Suvidha portal which is a contactless solution for all international passengers coming to India.
- Launched India's first airport COVID testing facility for arriving international passengers.
- Implemented contactless check-in through Scan & Fly, i-CUSS (intelligent CUSS), e-BCR (boarding card readers) at terminal.
- Ensured provision of contactless commerce for retail and F&B ordering and payments.
- Launched Fly Safe Campaign focusing on airport initiatives towards creating a safe travel environment and educating passengers about their role in battling COVID by maintaining hand hygiene, mask on & social distance while traveling.
- 24X7 real time updates through social media on changing guidelines and helping passenger through their queries.
- As part of social media responsiveness, IGI Airport achieved First Response Time of 6 minutes which is best among world airports.

Awards and Accolades of FY 2020-21

- Delhi Airport has once again emerged as Best Airport in the over 40 million passengers per annum (MPPA) category in Asia Pacific region by ACI in the Airport Service Quality Programme (ASQ) 2020 rankings.
- IGI Airport became top airport across the globe in social media outreach - Received badge from Facebook for real time updates. We also crossed 150k followers on Twitter.
- DIAL has won Gold in the Digital & CRM category and a silver in Crisis

Management category for its work in COVID-19 at the Mobexx Awards 2020 by Adgully.

- DIAL has been adjudged 'Runner Up' for the prestigious 15th BML Munjal Awards 2020 – Business Excellence through learning and development in the Private Sector Services category.
- IGI Airport has been accredited with ACI's Airport Health Accreditation (AHA) for its efforts in providing a safe travel experience to all travelers without any risk to their health.
- IGI Airport emerged as the world's 2nd 'safest' airport with three other international airports as per Safe Travel Barometer.

Sustainability Focus

DIAL has always had a strong focus on Sustainability, and has received various awards and accolades in this regard for many years now. In FY 2020-21:

- DIAL has become Asia Pacific's first Level 4+ (Transition) accredited airport and Second Airport Globally under ACI's Airport Carbon Accreditation program.
- DIAL has won the prestigious National Water Award given by the ministry of Jal Shakti, Government of India for its pioneering efforts in the field of water conservation, rain water harvesting and recycling.
- DIAL has won the prestigious 'Excellent Energy Efficient Unit' award at National award of excellence in energy management by CII – Green Business Centre (GBC).
- DIAL has received 'National Energy Leader Award' for the year 2020 which was the outcome of its consistent performance for the past three years.

GMR Hyderabad International Airport Limited (GHIAL)

GHIAL is a subsidiary of the Company and its shareholding comprises of GAL (63%), AAI (13%), Government of Telangana (13%) and MAHB (Mauritius) Private Limited (11%) and has a long-term agreement to operate, manage and develop the Rajiv Gandhi International Airport (RGIA), Hyderabad.

Highlights of FY 2020-21:

FY2020-21 marked a year of the pandemic, adversely impacting people's health and country's economic situation as a whole. This led to an overall dampening of consumer sentiment, which impacted both air passenger and cargo traffic across the country. However, building on the strength of its strategic geographic location, proactive steps to recover from the pandemic, GHIAL passenger traffic in FY 2020-21 recovered to a level of 37% of FY 2019-20.

During the first quarter of FY 2020-21, the outbreak of COVID-19 pandemic eventually led to a complete nationwide lockdown in April 2020 including cessation of all commercial aviation activities. This was a major disruption that affected the company's business and operations throughout FY 2020-21, but the management took and continue to take all necessary steps to safeguard staff health and business interests of the company through the pandemic situation and to enable the company to be in a position to capitalize on the eventual recovery in the coming months and years.

It is worth mentioning that during these COVID challenging times, GHIAL played a major role in the nation's fight against pandemic and became an important hub for handling and distribution of medical supplies including vaccines throughout India.

Operational Performance:

Despite a steep slowdown in the general economic environment and in India's aviation market during FY2020-21, the shutdown of air traffic during April-May 2021 on account of COVID-19 pandemic, RGIA took a number of steps required to recover quickly and was one of the leading airports driving the passenger traffic recovery.

Passenger traffic at RGIA was 8.0 Mn in FY2020-21, witnessing a de-growth of 63% over previous year with 85.0% de-growth in international traffic and 58% de-growth in domestic traffic. During the year, Hyderabad Airport handled 86,295 Air Traffic Movements (ATMs) and clocked 1,12,744 MT cargo volume with an overall de-growth of 23% over previous year, driven by 24% de-growth in the domestic cargo and 22% in international cargo. Despite the pandemic, Cargo has done relatively well on an overall basis.

Due to the COVID pandemic the connectivity to various domestic and international destinations was impacted. However, by end of the year, RGIA was connected to 58 domestic destinations as compared to pre-COVID level of 55 domestic destinations. Although the international scheduled operations remain suspended during the year, by the end of the year 10 international destinations were connected under Air Bubble arrangements as compared to 16 pre-COVID destinations.

Despite the COVID pandemic, by end of FY 2020-21, RGIA has connected to 5 new domestic destinations including Jagdalpur, Calicut, Imphal, Rajkot and Darbhanga. In the financial year under review, RGIA has facilitated the operation of its first ever ultra-long haul non-stop flight from Hyderabad to Chicago ("HYD" to "ORD") through Air India and established a direct route connectivity to Male ("MLE"), Maldives through Go Air.

On the cargo front, Ethiopian Cargo started operating to Hyderabad connecting Addis Ababa, an important gateway to the African Market. Apart from the scheduled services, many airlines like Emirates, Qatar, British Airways, Saudi Arabian, Indigo, Spicejet commenced Passenger to Cargo services (P2C). Qatar airways and Lufthansa/ Aerologic increased their capacity ex-Hyderabad.

Given the strong business fundamentals, strategic and competitive advantages and initiatives to sustain and grow the business, GHIAL is well-positioned to return to the growth path as soon as the situation resulting from the COVID-19 pandemic returns to normalcy.

Capacity augmentation initiatives FY 2020-21

As part of the capital expansion works, RGIA made further progress on airside resources and commissioned additional 31 stands. These stands are in addition to 24 remote stands commissioned during FY 2019-20. Apart from aircraft parking stands, significant progress was made in taxiway construction, upgradation and commissioning. Further, RETs (Rapid Exit Taxiways) have been commissioned in Q1 FY 2021-22. In addition, construction is under progress for a dedicated tunnel for movement of Ground Support Equipment (GSE) under Kilo/Kilo-1 taxiways. Expansion works for the main Passenger Terminal Building (PTB) made swift progress with about 60% completion during the year in spite of lockdown conditions and labor issues. Overall, as on March 31, 2021, cumulative physical progress stood at ~58%.

Followed by environmental clearance from the Ministry of Environment, Forests and Climate Change for future capacity expansion to 50 MPPA, GHIAL also secured CFE (Consent for Establishment) for 40 MPPA.

Fund raising for Expansion Project

To meet the funding requirements of the expansion project, 5 year Notes of USD 300 Mn were issued at a coupon of 4.75% in FY 2020-21 (2026 Notes). As a measure of prudence, the entire foreign currency exposure is hedged and arrived at an all-in landed cost of 9.65% for 2026 Notes. With the aforesaid fundraising, the expansion project has achieved financial closure.

Passenger convenience initiatives FY 2020-21

RGIA focuses on creating and delivering a well-rounded shopping, retail and commercial services experience to the passengers and visitors at the airport, which in turn provides a strong and fast-growing source of revenue for the airport.

Highlights from FY 2020-21 include:

- Mapmygenome – COVID test center was opened at interim international departure terminal (IIDT) to help passengers with RTPCR tests;
- Construction of an entertainment center (Aero Plaza) is in progress.

Despite the challenges faced due to the pandemic, RGIA added 15 new stores/concepts and outlets including renowned brands such as Shoppers Stop, Krispy Kreme, Foody's, Dadu's etc. further improving the range of choices available to the passengers and driving further growth in non-aero income for GHIAL.

During FY 2020-21, RGIA launched many promotions, campaigns and a Raffle draw for growth of sales and improvement in customer service.

Other Initiatives- Operations

Continuing with our relentless focus to offer the best possible service quality and passenger experience and achieve world-class levels of operational efficiency, several new milestones were attained during the year.

Some of the highlights for FY 2020-21 are as below:

- The secondary runway was made operational.
- Rehabilitation works of Main Runway have also been completed in Q1 FY 2021-22.
- Renewal of Consent for Operation order for 12 MPPA by the Telangana State Pollution Control Board (TSPCB) of the Airport Operations was successful.
- Telangana State Ground Water Department (TSGWD) accorded permission to GHIAL for the Rainwater Recharge Plan and Ground Water Abstraction from the existing wells at RGIA till 2026.
- TSPCB granted Consent for Establishment (CFE) for 40 MPPA airport expansion project and CFO for the Multisector SEZ operation.
- Eight E boarding scanners at entry gates were commissioned. This helps in seamless boarding experience to the passengers.
- For Safe travel during the COVID pandemic, all 10 ATRS (Automatic tray retrieval system) & 2 standalone XBIS (X-ray baggage inspection system) have been converted from chemical to UV sanitizing technology. Also, non-contact elevator access based on infrared sensor technology was installed.

Awards and Accolades

- Featured in the Best Regional Airports and the Best Airport Staff in India and Central Asia 2020 categories in the Skytrax World Airports Awards. The Airport was also ranked Fourth and Eighth in the Best Airport in Central Asia and India and Best Regional Airports in Asia categories respectively, in the Skytrax World Airports 2020 Awards and Best Regional Airports in Asia respectively with the overall 71st ranking in the world;
- Achieved the ACI Airport Health Accreditation ("AHA") in recognition of its efforts towards safety of airport passengers and all the personnel working at the airport;
- ACI World's "Voice of Customer" recognition for its continuous efforts in gathering passenger feedback, understanding customer needs and ensuring customer voice was heard during the pandemic in 2020;
- Won the ACI Airport Service Quality ("ASQ") survey award. RGIA has been adjudged as the 'Best Airport by Size and Region' in Asia-Pacific region for 2020, in its category of 15-25 MPPA.

Sustainability Focus

GHIAL has always had a strong focus on Sustainability, and has received various awards and accolades in this regard for many years now. In FY 2020-21, GHIAL:

- Received Airport Council International's ("ACI") Asia-Pacific Green Airports Platinum Recognition 2020, for efficiency in water management practices;
- Won the "National Energy Leader" and "Excellent Energy Efficient Unit" Awards instituted by the Confederation of Indian Industry (CII) in recognition of energy-efficiency initiatives and best practices;
- Awarded the Green Airports Recognition 2021-Gold award by the ACI in the Category: 15 to 35 MPPA, Asia – Pacific region in February 2021, in recognition of its efficient air quality management standards;

- Won the prestigious CII - Green Power Performance Excellence Awards 2020 in the "Ground Mounted Solar" Category;
- Won the Gold Award in "Telangana State Energy Conservation Awards - 2020 ("TSECA") in recognition of energy conservation measures;

GMR Megawide Cebu Airport Corporation (GMCAC)

GMCAC, a JV between GMR group (40%) and Megawide Corporation (60%), entered into a concession agreement with Mactan Cebu International Airport Authority for development and operation of Mactan-Cebu International Airport (Cebu Airport) for 25 years. GMCAC took operational responsibility of the airport in November 2014, and has been successfully operating the airport, since then.

Highlights of FY 2020-21:

The COVID-19 pandemic has had a considerable impact on Mactan-Cebu International Airport with annual traffic dropping significantly in CY 2020. The passenger footfall for CY 2020 was recorded at ~2.7 Mn, constituting of ~1.9 Mn Domestic passengers and ~0.8 Mn International passengers, thereby witnessing a 78% de-growth in overall traffic from CY 2019. COVID-19 has acted as a major deterrent towards travel especially since ~2.4 Mn passenger footfall (~90% of the total CY 2020 footfall) was recorded in the first quarter in 2020.

With the loss of traffic, GMCAC undertook a debt restructuring exercise to avoid stress on its cash flows. USD 120 Mn of debt was deferred (principal) to 2024 to avoid stress on company cash flows during COVID-induced low traffic period. Along with this, GMCAC successfully rightsized the organization by affecting a significant rationalization in both outsourced and organic staff. The combined demand for international (departure) and domestic (both departure and arrival) travel at MCIA is being fulfilled from Terminal 1 starting November 2020 leading to savings. Further, specific initiatives were undertaken to reduce power, and water consumption leading to additional savings.

Owing to capacity limitation in Manila (NAIA) due to limited covid testing facilities, MCIA commissioned the first airport-dedicated Covid-19 testing lab on June 21, 2020 which was completed in 26 days from the start of construction as a measure of support to the government in providing additional capacity support for the safe return of overseas Filipinos. Until March 31, 2021, the lab successfully handled 41,300 returning Filipinos, with an average testing time of 15.6 hours, which is the fastest in the country.

Scheduled domestic services resumed in June 2020, with traffic ramping up as travel restrictions across the Philippines continue to be eased. MCIA has witnessed a sequential increase in traffic, with the traffic recovery being led by domestic travel. While in June 2020, MCIA was capturing ~3% of the monthly pre-covid traffic levels, in March 2021, it captured ~8% of the monthly pre-covid traffic. With domestic traffic on a sequential rise, coupled with on-going vaccinations and an upcoming national election and with Cebu's international markets well on their way to recovery, the Management is confident that traffic shall rebound sooner than in other tourist-centric destinations.

Crete International Airport

GMR Airport and its Greek partner, TERNA, signed a concession agreement with the Greek State for design, construction, financing, operation, maintenance of the new international airport of Heraklion at Crete in Greece. The concession period is 35 years including the design and construction phase of five years. Concession has commenced on February 6, 2020. With the award of this contract, GMR became the first Indian airport operator to win a bid to develop and operate a European airport. This is also GMR Group's first foray in the European Union region.

Highlights of FY 2020-21:

There has been significant progress on the various construction related activities. Major tranche of land has been handed over to the project company and earthworks for the airport side and connecting road network have progressed well. Development studies like archaeological investigations, geotechnical studies and Topographic surveys have been substantially completed. Construction of project site office and warehouse has been completed. EPC contractor has mobilized the requisite manpower and machinery. All the works are being carried out with strict adherence to COVID-19 protocols and other safety measures. The Airport Company has received ISO 9001 certification during this year.

Greek state has been extending necessary support for project implementation. Company has received the entire state grant of Euro 180 million as envisaged under the concession agreement. Overall, the construction activity is progressing well despite challenges due to COVID-19.

GMR Goa International Airport Limited (GGIAL)

At Goa Airport, Construction and Development works resumed at site in February 2020 post the reaffirmation of Environmental Clearance to the Project by Hon'ble Supreme Court of India.

Consequently, we sought an extension of time to perform various obligations under the Concession Agreement by 634 days on account of various delays and restraints, which has been granted by the Government of Goa. Accordingly, the following revised timelines were approved:

Key Timelines	Original Date	Revised Date
Revised Commercial Operation Date	Sep 3, 2020	May 30, 2022
Revised Annual Premium Payment Date	Sep 4, 2022	May 31, 2024
Revised Concession Period date	Sep 3, 2057	May 30, 2059

As a result of delays due to COVID, the project COD has been further extended to August 2022.

COVID-19 Impact:

The Company halted the Construction & Development works at site from March 22, 2020 due to COVID-19 implications / lockdown as per the directives of GoI & GoG.

- The work is now in progress at site with physical activities being carried out simultaneously at multiple sites of the project including Runway, Earthwork, ATC & ATCTB, PTB Work, Admin Building, Utility

Building, Storage Tank, MSSR Building and Boundary wall.

- The project has achieved Milestone III in terms of both financial and physical progress within the agreed timelines as defined in Concession Agreement and have achieved physical progress of 28.26% as of March 31, 2021.
- Time over run of ~ 2 years has led to Cost Overrun and the project cost has been revised from INR 1,900 Crs. to INR 2,615 Crs. The same has been approved by Lead Bank / Lending Consortium and also cleared by Government of Goa.
- Gazette notification declaring the upcoming expressway connecting NH66 to Mopa Airport as National Highway (NH166S) is published by Ministry of Road Transport and Highways (MoRTH) and is included under "Bharatmala Pariyojna". The expressway is expected to be operational along with the COD of the Airport.

Airport Adjacencies:

While GMR Airports has emerged as a strong platform for both India and International concessions, as part of our platform strategy, we are proposing to strengthen the same with the addition of various adjacency businesses.

GMR Airports Limited launched operations at Kannur Duty Free in February, 2021. It was a significant achievement do so in the face of the raging Pandemic. The launch was well-timed as the airport was witnessing rising number of repatriation flights from the Middle Eastern countries and was very well received by the passengers.

We also participated and were qualified for Bali duty free tender, very much in line with our strategy of strengthening our platforms with adjacency businesses. It was our first ever qualification in an international duty free tender and is a testimony of our technical capabilities. However, during the bid stage, we assessed that COVID has significantly created uncertainty in the traffic recovery and sales. Given our assessment of the investment risk of the Bali duty free on account of the uncertainty of traffic recovery, we took a considered call to withdraw from the process.

We are currently evaluating multiple opportunities in the cargo, duty free and services business across the geographies and believe that in the short to medium term we will have more adjacency businesses to add to our overall portfolio.

Clark International Airport, Philippines

GMR Airports successfully completed construction of new terminal building of Clark International airport, Philippines in January 2021. This marked a significant achievement for GMR as it delivers the second project in Philippines after developing Mactan Cebu International Airport. Despite the challenge posed by COVID pandemic, the joint venture of GMR Group and Megawide Construction Corporation delivered a new passenger terminal building of 112,000 square meters in a record time of 24 months. The airport will now handle 8 Million passengers per annum as compared to earlier 4 Million passengers per annum.

The EPC construction contract was awarded following an International Competitive Bidding in December 2017. GMR-Megawide had outbid six others in the fray with the lowest bid and signed the agreement with BCDA, which is a government-owned and controlled corporation under the Office of the President of the Philippines in January 2018.

Airport Land Development (ALD)

Aerocity Delhi

During the FY 2020-21, ALD's business revenues were marginally impacted despite constrained market conditions and operational & construction challenges. In light of the Covid pandemic affecting the Hospitality sector severely, ALD offered restructured payment measures to its Hospitality District Clients in Aerocity Delhi, basis which entire receivables were recovered in a timely manner. The year also witnessed key progress on various approvals for the developments constituting the next phase of growth at Aerocity 2.0 including DUAC approval of our Plan and Concept Master Plan approvals for two new districts in Aerocity.

The pandemic enforced lockdowns and restrictions, which resulted in shortage of labour and materials thus posing new challenges for the operations and infrastructure upgradation works at Hospitality District. Contingency plans were effectuated to ensure continuity of operations and project works with minimal disruptions to business and due care for our execution teams and stakeholders on ground. ALD continued to focus on identifying, planning and preparing for new development and monetization opportunities at Aerocity Delhi through a spectrum of new asset classes including social infrastructure led developments and other ancillary revenue opportunities.

Aerocity Hyderabad

ALD Hyderabad started the year with completion of a landmark 65 Acre deal with ESR for formation of a 70:30 JV for development of a Warehousing and Industrial Park at Hyderabad Airport. During the pandemic year, ALD achieved a breakthrough in leasing ~ 50,000 sft in Aero Tower-2 comprising of 2.2 lakhs sft leasable area. The year also witnessed addition of the Social Infrastructure segment in the Hyderabad Airport City ecosystem with successful closure of transaction with Saint Mary's Educational Society for 15 acres land parcel for K-12 school. New asset classes including Co-Living and Senior Living were identified to be added to the Hyderabad ALD ecosystem and market reach out commenced during year under review.

In order to accelerate the development and monetization at ALD Hyderabad, Master Plan refresh was initiated for approx. 350 acres of landside development. In view of the lean operations at Novotel Hyderabad on account of Covid year, a conscious call was taken by the Senior Management to initiate the renovation works at Novotel. Further, in light of the growing number of clients in the Hyderabad Airport City, ALD set up a City Management Division under GHAL to provide estate and facility management services for ALD Assets and Clients.

Aerocity Goa

The Mopa, Goa airport land development is envisaged as a hospitality-retail-wellness-entertainment destination spread across 230 acres of commercial land at the airport. Master planning and Design works were undertaken during the FY 2020-21 for the first phase of development.

Energy Sector

Energy Sector companies had operating capacity of around 3,050 MWs of Coal, Gas, Liquid fuel and Renewable power plants in India, 180 MWs under construction and around 1,775 MWs of power projects are under various stages development, besides a pipeline of other projects. The Energy Sector has a diversified portfolio of thermal and hydro projects with a mix of merchant and long term Power Purchase Agreements (PPA).

Following are the major highlights of the Energy Sector:

A. Operational Assets:

I. Generation:

1. GMR Warora Energy Limited (GWEL) – 600 MW:

- GWEL, subsidiary of GMR Energy Limited, operates a 600 MW (2x300) coal fired power plant at Warora, Maharashtra.
- Plant has a Fuel Supply Agreement (FSA) of 1.65 Million Tonnes per annum1.3 Million tonnes with South Eastern Coalfields Limited (SECL) and 0.35 Million tonnes with Western Coalfields Limited (WCL).
- During the year, the Plant has achieved deemed availability of 98% and Gross Plant Load Factor (PLF) of 75%.
- GWEL was able to meet the normative availability of 85% for all three PPAs.
- GWEL also sold 41.75 MUs in Indian Energy Exchange (IEX) against 10 MW NOC obtained for sales on Exchange.
- 81% linkage materialization was achieved for FY 2020-21.
- 138% Ash Utilization was achieved by tying with nearby Cement Industries, NHAI for Fly Ash & various Brick Manufacturers for Bottom Ash.
- Plant was awarded with many prestigious awards during the year, some of them are as below:
  - o National Energy Conservation award-2020” from Ministry of power, government of India. This was the second time GWEL has won this award.
  - o GWEL bagged the “National award for Excellence in Energy Management” from Confederations of India Industry for 3rd consecutive year and emerged as “National Energy leader”.
  - o In a First in India, GWEL Water management system is certified for ISO 46001:2019 by M/s BVCI.
  - o GWEL successfully carried out ‘Workplace Assessment for Safety and Hygiene’ (WASH) assessmentin line with the standard developed by M/s Quality Council of India in view of COVID-19. Audit was conducted by M/s BVCI.

2. GMR Kamalanga Energy Limited (GKEL) – 1,050 MW:

- GKEL, subsidiary of GMR Energy Limited, has developed 1,050 MW (3x350) coal fired power plant at Kamalanga Village, Odisha.
- The plant is supplying power to Haryana through PTC India Limited, to Odisha through GRIDCO Limited and to Bihar through Bihar State Power Holding Company Limited.
- 85% of the capacity is tied-up in long term PPAs.
- GKEL has Fuel Supply Agreement (FSA) for 2.14 MTPA firm linkage from Mahanadi Coalfields Limited (MCL). GKEL secured another 1.5 MTPA long-term FSA under SHAKTI linkage.
- GKEL was successful in bidding for SHAKTI B III linkage – secured 0.4 MTPA.
- Materialization of linkage was 100%.
- GKEL met 100 % compliance for all three PPAs.
- During the year, the Plant has achieved deemed availability of 94% and Gross Plant Load Factor (PLF) of 77%.
- 116% Ash Utilization was achieved by tying with NHAI for Fly Ash & various Brick Manufacturers.
- Plant was awarded with many prestigious awards during the year, some of them are as below:
  - o National Award for “Excellence in Energy Management” by CII.
  - o “CII Encon Award-2020” by CII-Eastern Region.
  - o “Environment Excellence Award – 2020” in Large Industry Category by ICC.
  - o GKEL retained 5S certificate in “Utkrisht” category by NPC.

3. Barge mounted Power Plant of GMR Energy Limited (GEL), Kakinada:

GEL owns the 220 MW combined cycle barge mounted power plant at Kakinada, Andhra Pradesh.

GEL has found a buyer for the barge and transaction closure activities including hand over of barge to buyer is currently under progress.

4. GMR Vemagiri Power Generation Limited (GVPGL) - 388 MW:

GVPGL, a wholly owned subsidiary of GEL, operates a 388 MW natural gas-fired combined cycle power plant at Rajahmundry, Andhra Pradesh.

- GVPGL did not operate in the last financial year due to scarcity of gas.
- Efforts and discussions with government is on for arriving at

possible options for operating the plant –

- o Bundled bids wherein Renewable projects participate along with conventional sources to provide Round the Clock (RTC) power. This will help in addressing issue of intermittent Renewable generation and maintaining Grid stability also.
- o Through relaunching of e-RLNG scheme.

- In addition to above, legal case is being pursued for allowing Deep Water Gas under the existing PPA.

5. GMR Rajahmundry Energy Limited (GREL) - 768 MW:

GREL is a 768 MW (2 x 384 MW) combined cycle gas based power project at Rajahmundry, Andhra Pradesh.

- GREL already executed a resolution plan with the lenders for the outstanding debt of INR 2,353 Crore.
- Efforts are being made to secure gas supply to operationalize the plant.

6. GMR Gujarat Solar Power Limited (GGSPL), Charanka Village, Gujarat:

- GGSPL, a wholly owned subsidiary of GEL, operates a 25 MW Solar power plant at Charanka village, Patan district, Gujarat.
- GGSPL has entered into 25 year PPA with Gujarat Urja Vikas Nigam Limited for the supply of entire power generation.
- GGSPL attained commercial operation on March 4, 2012.
- M/s. Solarig Gensol has been awarded O&M contract of the Plant for a period of 5 years from April 2017 to March 2022.
- Plant achieved a gross PLF of 16.8% for FY 2020-21 and recorded operating net revenue (post straight lining) of ₹ 46 Crore for FY 2020-21.
- Plant has maintained ISO 9001, ISO 14001, OHSAS 18001 certifications since June 2015.

7. GMR Rajam Solar Power Private Limited (GRSPPL), Rajam:

GRSPPL, a wholly owned subsidiary of GEL, operates 1 MW Solar power plant in Rajam, Andhra Pradesh since January 2016.

- The Company has signed a 25 year PPA with both GMR Institute of Technology (700KW) and GMR Varalakshmi Care Hospital (300KW) for the sale of power generated.
- Plant achieved gross PLF of 14.8% for FY 2020-21 and recorded net revenue of ₹0.89 Crore for the FY 2020-21.

B. Projects:

1. GMR Bajoli Holi Hydropower Private Limited (GBHHPL) - 180 MW:

- GBHHPL, a subsidiary of GEL, is implementing 180 MW hydro power plant on the river Ravi at Chamba District, Himachal Pradesh.
- GBHHPL has started supplying power under its PPA with Delhi International Airport Limited (DIAL) by procuring power from alternate sources through GMR Energy Trading Limited.
- GBHHPL also entered into a long term power purchase agreement of 25 years for a capacity of remaining 60 MW with UPPCL.Thus, 100% capacity is now tied up as per the above mentioned PPAs.
- GBHHPL had also executed the Connectivity Agreement with HP Power Transmission Corporation Limited and Long Term Access Agreement with Power Grid Corporation of India Limited (PGCIL) for evacuating power outside Himachal Pradesh.
- Project is in advance stage of construction with 98% of work having been completed. After successful completion of excavation of 16km long Hydraulic Retention Time (HRT), all geological uncertainties stand mitigated. On Electromechanical (E&M) works front also, substantial progress has been achieved with overall completion of 93%. Hydro mechanical works are being carried out as per availability of Civil works fronts and overall 90% works have been completed so far.
- Transmission line works for power evacuation have also progressed significantly in line with the scheduled COD.

2. GMR Upper Karnali Hydro Power Public Limited (GUKPL) – 900 MW:

- GUKPL, a subsidiary of GEL, is developing 900 MW Upper Karnali Hydroelectric Project (HEP) located on river Karnali in Dailekh, Surkhet and Achham Districts of Nepal.
- Post execution of Project Development Agreement (PDA), several key activities have been completed.
- Technical design of the Project has been finalized post detailed technical appraisal by a seven-member Panel of Experts (empaneled with IFC) and Hydraulic model studies. TCE has been appointed as Owner's Engineer.
- Bangladesh Power Development Board has issued LoA for a 500 MW power supply agreement with GUKPL in January 2020.
- EPC Bids have been received and first round technical discussions have been completed. Commercial discussions are continuing.
- Total land identified for the Project comprises of forest land and private land. As for private land, negotiation has been completed and MoU has been executed with Rehabilitation Action Plan (RAP) committees for acquisition and approx. 10 Ha of private land has been acquired till March 2020. Whereas for

forest land, Long Term Deed of Agreement (post GoN Cabinet approval) was executed with Department of Forest (DoF). Already acquired 12.45 Ha of forest land for infra works and tree cutting work were completed.

- Power Evacuation is proposed through 400KV D/C transmission line from Bus bar of project to Bareilly Pooling point of PGCIL in Uttar Pradesh, India. Nepal portion of the transmission line (from project's Bus bar up to Indo-Nepal border) to be developed by Karnali Transmission Company Private Limited (KTCPL), a GMR Group Company and Indian portion up to Bareilly will be developed by GoI.

3. GMR (Badrinath) Hydro Power Generation Private Limited (GBHPL) - Badrinath - 300 MW:

- GBHPL, a subsidiary of GEL, is in the process of developing a 300 MW hydroelectric power plant on Alaknanda river in the Chamoli District of Uttarakhand. The project received all major statutory clearances like Environmental and Techno Economic concurrence from Central Electricity Authority (CEA).
- Implementation Agreement was executed with the Government of Uttarakhand. However, the project construction is still on hold as per the Order dated May 7, 2014 of the Hon'ble Supreme Court on 24 hydro-electric projects in Uttarakhand which include this project.
- Expert body of MoEF has recommended Alakhnanda Hydro Electric Project (AKHEP) for implementation along with 4 more projects. MoP/ GoU accepted to adopt the MoEF Expert Body recommendations. Separate petition has been filed by GBHPL before the Hon'ble Supreme Court to expedite decision.

4. GMR Londa Hydropower Private Limited – 225 MW:

GMR Londa Hydropower, a subsidiary of GGAL, is developing a 225 MW hydropower project in East Kameng district of Arunachal Pradesh. The project has completed the Detailed Project Report ("DPR") and received techno-economic concurrence from the Central Electricity Authority. Further, EIA studies have also been completed.

C. Mining Assets:

PT Golden Energy Mines Tbk (PT GEMS):

Group through its overseas subsidiary, GMR Coal Resources Pte. Limited, holds 30% stake in PT GEMS, a group company of Sinarmas Group, Indonesia. PT GEMS, a limited liability company, is listed on the Indonesia Stock Exchange. PT GEMS is carrying out mining operations in Indonesia through its subsidiaries which own coal mining concessions in South Kalimantan, Central Kalimantan and Sumatra. PT GEMS is also involved in coal trading through its subsidiaries.

Coal mines owned by PT GEMS and its subsidiaries have total resources of approximately 3.0 billion tons and Joint Ore Reserves Committee (JORC) certified reserves of approximately 1 billion MT of thermal coal. GMR Group has a Coal off take Agreement with PT GEMS which entitles GMR to off take coal until November 2041.

PTGEMS have been consistently increasing its coal volumes and its operations have been robust and consistently profitable. During CY 2020, amid the weakening domestic and global demand and prices due to lockdowns and social restrictions imposed by the various countries, the company has successfully managed its costs. During CY 2020 PTGEMS produced 33.46 million tonnes of coal which translates to approximately 8.54% growth as compared to previous year. The sales volumes during CY 2020 were ~ 34 Mn tonnes (9.5% increase) as against the total sales of 31 Mn tonnes during the previous year. PTGEMS earned a profit after tax of USD 96million, during CY 2020 as compared to USD 67 Million during CY2019. For the calendar year 2020, GEMS declared total dividends of USD 125 Million. In addition, in August 2020 GEMS also declared a final dividend of USD 53 Million for the calendar year 2019. For the calendar year 2021, the company has already declared an interim dividend of USD 75 Million.

Transportation and EPC sector

Group's Transportation business under its subsidiary GMR Highways Limited currently comprises of four operating highways, after successfully handing over of two projects back to NHAI on completion of their Concession period in FY 2019-20.

The EPC segment comprises of Dedicated Freight Corridor Projects in the States of Uttar Pradesh, Haryana and Punjab. This is in addition to the Rail Vikas Nigam Limited projects in Jhansi, Uttar Pradesh and Hyderabad, Telangana.

Highways

The Highways portfolio is a healthy mix of two BOT (Annuity) and two BOT (Toll) projects with a total operating length of 1460 lane kilometers.

During FY 2020-21, both the toll projects were affected due to the ongoing Covid-19 pandemic and in case of Ambala Chandigarh additionally due to farmer's agitation in Punjab. Though there was a significant dip in traffic during lockdown in March and April 2020, the traffic resumed normalcy by September 2020. NHAI has also released a policy circular for compensation to BOT (Toll) concessionaires who have been affected due to COVID-19 pandemic, to which our Highway Companies have also applied for. Due to ongoing farmer's agitation in Punjab and Haryana, the tolling in Ambala – Chandigarh Highway is stopped since October 2020. On the positive side, implementation of fastag has improved collection efficiency at our toll projects.

During the year, we have carried out major maintenance of 54 Kms in Hyderabad – Vijayawada project and 30 Kms in Pochanpallli project. This will improve the riding quality of the surface and will provide the users a safe and high quality ride. During the year we have also converted all street lights in Ambala – Chandigarh project to LED. It is worthy to note that Hyderabad – Vijayawada project secured Green Highway award from MoRTH during FY

2020-21.

Stronger Balance Sheet and Liquidity generation as well as expenditure control are the key areas on which the company is focusing on to withstand these tough times and to tap appropriate growth opportunities. During FY 2020-21 significant progress has also been made in ongoing arbitrations against various Government agencies.

EPC

Pursuant to the strategic decision taken to pursue EPC opportunities beyond Group Companies and consequent to the Group's entry into Railway Projects during FY 2013-14, significant progress has been achieved in the construction of two Dedicated Freight Corridor Corporation (DFCC) projects from New Bhavpur to Deen Dhayal Upadhyay Junction (Package 201 and 202) in the State of Uttar Pradesh and from Ludhiana –Khurja – Dadri (Package 301 and 302)in the States of Haryana, Uttar Pradesh and Punjab. The Company has completed more than 70% of DFCC projects (Package 201 and 202); 51% of DFCC package 301 and 79% of package 302.

Both projects of RVNL have been completed during the FY 2020-21 and MMTS project has been handed over to RVNL post sanction by the Commissioner of Railway Safety.

Urban Infrastructure

The Group is developing a 2,100 acre multi product Special Investment Region (SIR) at Krishnagiri, near Hosur in Tamil Nadu. The objective is to form an integrated industrial cluster with large, medium and small-scale units with the concept of 'live work learn play' and 'walk to work'. GMR Group has also developed Kakinada SEZ as a Port-based Industrial park spread over 10,000 acres which is situated in the East Godavari district, Andhra Pradesh. However, during the FY 2020-21 the Group had signed definitive agreement for sale of its entire 51% stake in Kakinada SEZ Limited to Aurobindo Realty & Infrastructure Private Limited and received entire upfront consideration subsequent to the Financial year end.

GMR Krishnagiri Special Investment Region (GKSIR)

GMR Group is setting up a Special Investment Region at Hosur, Tamil Nadu. GKSIR is situated strategically at Hosur on the tri-junction of Tamil Nadu, Andhra Pradesh and Karnataka borders and also on the Auto corridor of Chennai - Bangalore - Pune Highway.

The location provides unique advantage of multi-modal connectivity with National and State Highways and a railway line running alongside. The SIR at Hosur plans to house industrial clusters of Automotive & Ancillary, Defence & Aerospace, Precision Engineering, Electronics & Electrical, Textile and Food Processing along with necessary social infrastructure. The SIR is being developed in a phased manner.

Project Progress

In 2019 GKSIR signed the JV agreement with Tamil Nadu Industrial Development Corporation (TIDCO) giving the much needed boost to the project. As per the agreements, TIDCO would provide assistance to GKSIR in obtaining necessary statutory/regulatory approvals, support in procurement & reclassification of lands for the project, support in various infrastructure development work and assistance in marketing the project etc.

During the year, GKSIR was on course for development of 275 Acres in Phase 1A and had obtained necessary approvals from Director of Town & Country Planning (DTCP), Environment Clearance (EC) from the Ministry of Environment & Forests (MoEF) and Consent to Establish (CtE) from Tamil Nadu Pollution Control Board (TNPCB).

Tamil Nadu Generation and Distribution Corporation (TANGEDCO) has commissioned 2 substations, 33 KV substation (within Phase 1A) in May 2020 and 230 KV within Phase 2. Further, the Company obtained approval of Public Works Department for abstracting 0.46 MLD ground water.

These developments have been instrumental in attracting many Indian and International companies for setting up their manufacturing facilities.

The Company has sold approximately 211 Acres in Phase 1 to an Indian MNC to set up a large greenfield manufacturing plant. Further, the company has entered into a binding term sheet with the same client for approximately another 300 Acres, which shall be concluded shortly. In addition, the Company is in continuous discussion with various Indian and Multinational clients for monetizing developed industrial land. The company is targeting clients from Japan, Korea and other countries with China+1 strategy. At the same time, we continue to focus on attracting domestic investments. Currently, the company is taking up development of balance lands in phased manner and has started drawing plans for pre-project activities.

Kakinada SEZ Limited

GMR Group has entered into Securities Sale & Purchase Agreement (SSPA) with Aurobindo Realty & Infrastructure Private Ltd (ARIPL) on September 24, 2020 to divest its entire 51% stake in Kakinada SEZ Limited (KSEZ) to Aurobindo Realty & Infrastructure Private Limited (ARIPL).

Ministry of Commerce has already given approval for this divestment. The entire commercial construct with respect to the Closing, including the extent of payment was agreed before March 31, 2021 & majority of payments were received by GMR Group on or before March 31, 2021. Subsequent to the end of the financial year, the Group has divested its entire stake in KSEZ to ARIPL and received entire upfront consideration.

Kakinada Gateway Port Limited

As part of the proposed transfer of stake of Kakinada SEZ to ARIPL, 74% of equity stake of Kakinada Gateway Port Ltd-KGPL (Subsidiary of KSEZ) would be transferred to ARIPL and balance 26% equity stake of KGPL would be held by GMR SEZ & Port Holdings Ltd (GSPHL), a wholly owned subsidiary of GIL, in compliance with Port Concession Agreement.

Government of Andhra Pradesh has approved this change in constitution/ ownership of KGPL vide GO MS No. 3 dated March 10, 2021. Subsequently, Andhra Pradesh Industrial Infrastructure Corporation (APIIC) vide its letter dated May 20, 2021 has also approved the change in constitution / ownership of KGPL.The transaction is expected to be closed by August 2021.

RAXA

Raxa Security Services Limited an ISO 9001: 2015 and 18788:2015 certified company was established in July 2005. It provides Integrated Security solutions and technical security to industrial and business establishments.

To enable the delivery of quality services, a State-of-the-Art Security Training Academy was established with best in class training and administrative infrastructure on the outskirts of Bangalore.

Raxa employs over 5,500 personnel and has operations across 18 states. All necessary safety precautions were taken at all client locations to maintain operational continuity in the wake of COVID-19 pandemic and overcoming the challenges of the pandemic. Raxa bagged contracts from some premier clients such as Greenko, Mobis, Safran, Caparo and some others, thus adding to its repertoire of several prestigious clients such as TCS, Mylan, Astrazeneca, Strides, JLL, SKH Metals, Welspun, Pathways School beside the GMR Group Companies.

Further, in view of the pandemic, Raxa Academy has successfully implemented the hybrid model of online and Academy based training for basic security guard course. During the year, it also conducted several short duration thematic security courses, including its flagship Advanced Management Course for senior security professionals as well as Occupational Health and Safety Course.

Raxa prides itself on being the frontrunner in designing and offering innovative training programs. In line with this strategy, it is planning to start an industry focused Security Executive course for graduates to lay the foundation of their professional career in security vertical with Corporates and private security agencies.

During the year, Raxa has entered into partnership with several specialized technical security solution providers such as Octopus, Westminster, Logically and Exavision to further enhance its technical security capabilities. It has also established a dedicated fire division to offer end-to-end fire-fighting solutions.

In addition, Raxa has ventured into the cyber security sphere and signed MoU with Information Sharing and Analysis Centre (ISAC) for jointly taking up cyber security business opportunities.

GMR Aviation Private Limited (GAPL)

GAPL owns and operates one of the best fleet in the country and addresses the growing needs of charter services. In order to boost revenues and rationalize overhead costs, GAPL entered into a management contract with Jet Set Go – a general aviation fleet aggregator, commonly referred to as the "Uber of the Skies". As per the agreement, Jet Set Go has taken responsibility for operations and sourcing of external clients for the use of our aircrafts and the business has shown marked improvement over the past years with 2 aircrafts recording the highest number of hours flown on an annual basis. All maintenance contracts have also been renegotiated leading to reduction in costs. We are confident that GAPL will continue on the turnaround path.

Consolidated Financial Statements

In accordance with the Companies Act, 2013 and Ind AS 110 - Consolidated Financial Statements read with Ind AS 28 – Investments in Associates and Joint Ventures, the audited consolidated financial statements are provided in the Annual Report.

Holding, Subsidiaries, Associate Companies and Joint Ventures

As on March 31, 2021, the Company has 105 subsidiary companies apart from 40 associate companies and joint ventures. During the year under review, the entities listed below have become or ceased to be Company's subsidiaries or associate companies/ JVs. The Policy for determining material subsidiaries may be accessed on the Company's website at the link:https://investor.gmrgroup.in/policies.

The complete list of subsidiary companies and associate companies (including joint ventures) as on March 31, 2021 in terms of the companies Act is provided as "**Annexure B"** to this Report.

GMR Visakhapatnam International Airport Limited and GMR Hyderabad Airport Assets Limited became subsidiaries of the Company during the year under review. The status of GMR Logistics Park Private Limited changed from Subsidiary of the Company to Associate of the Company during the year.

Further, with a view to rationalize number of subsidiaries and costs associated with it, GMR Energy Global Limited, GMR Power Corporation Limited, SJK Powergen Limited, GMR Coastal Energy Private Limited, GMR Kakinada Energy Private Limited, GMR Genco Assets Limited, GMR Utilities Private Limited, GADL (Mauritius) Limited and GMR Hyderabad Airport Power Distribution Limited (GHAPDL) have ceased to be subsidiaries during the FY 2020-21.

Report on the highlights of performance of subsidiaries, associates and joint ventures and their contribution to the overall performance of the Company has been provided in Form AOC-1 as "**Annexure-A"** to this Report and therefore not reported to avoid duplication.

The financial statements of the subsidiary companies have also been placed on the website of the Company at https://investor.gmrgroup.in/annual-account-of-subsidaries.

Directors' Responsibility Statement

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

a) that in the preparation of the annual financial statements for the year ended March 31, 2021, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) that such accounting policies as mentioned in Note no. 2 of the Notes to the Financial Statements have been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2021 and of the loss of the Company for the year ended on that date;

c) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) that the annual financial statements have been prepared on a going concern basis;

e) that proper internal financial controls to be followed by the Company have been laid down and that the financial controls are adequate and are operating effectively;

f) that proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Corporate Governance

The Company continues to follow the Business Excellence framework, based on the Malcolm Baldrige Model, for continuous improvement in all spheres of its activities. Your Company works towards continuous improvement in governance practices and processes, in compliance with the statutory requirements.

The Report on Corporate Governance as stipulated under relevant provisions of SEBI LODR forms part of the Annual Report. The requisite Certificate from the Practicing Company Secretary confirming compliance with the conditions of Corporate Governance is attached to the said Report.

Business Responsibility Report

As stipulated under Regulation 34(2)(f) of SEBI LODR, the Business Responsibility Report describing the initiatives taken by the Company from environmental, social and governance perspective is attached as part of the Annual Report.

Contracts and arrangements with Related Parties

All contracts / arrangements / transactions entered by the Company during the FY 2020-21 with related parties were in the ordinary course of business and on arm's length basis. During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. Since all the related party transactions were in ordinary course of business and at arm's length basis, Form AOC-2 is not applicable.

The Policy on related party transactions as approved by the Board may be accessed on the Company's website at the link: https://investor.gmrgroup.in/policies. Your Directors draw attention of the members to Note no. 34 to the standalone financial statement which sets out related party disclosures.

Corporate Social Responsibility (CSR)

The Corporate Social Responsibility Policy (CSR Policy), of the Company indicating the activities to be undertaken by the Company, may be accessed on the Company's website at the link: https://investor.gmrgroup.in/policies. The CSR policy has been suitably amended by the Board of directors in their meeting held on June 11, 2021, to align it with amendments made in the provisions of Section 135 of the Companies Act, 2013 and the Corporate Social Responsibility Rules, 2014.

The details of the CSR Committee are provided in the Corporate Governance Report which forms part of Board's report.

The Company has identified the following focus areas towards the community service / CSR activities, which inter alia includes as under:

- Education
- Health, Hygiene & Sanitation
- Empowerment & Livelihoods
- Community Development

The Company, as per the approved policy, may undertake other need based initiatives in compliance with Schedule VII to the Companies Act, 2013. During the year, the Company was not required to spend any amount on CSR as it did not have any profits. Accordingly, it has not spent any amount on CSR activities. However, the Company, through its subsidiaries/ associate companies and group companies, spent an amount of ₹ 21.22 Crore during the year on CSR activities. The details of such activities carried out with the support of GMR Varalakshmi Foundation (GMRVF), Corporate Social Responsibility arm of the GMR Group, have been highlighted in Business Responsibility Report. The Annual Report on CSR activities is annexed as **"Annexure C"** to this Report.

Risk Management

The GMR Group's Enterprise Risk Management (ERM) philosophy is "To integrate the process for managing risk across GMR Group and throughout its businesses and lifecycle to enable protection and enhancement of stakeholder value."

With significant changes in business environment aggravated by the pandemic during the last year, your Company's businesses face new risks. This requires a revised approach to risk forecasting and a risk management framework that addresses the challenges posed by the pandemic.

Significant developments during the year under review are as follows:

- We have taken stock of the COVID-19 pandemic through the year and assessed its impact on Company's core businesses. Our airports continue to face the impact of travel restrictions for both domestic and international passengers based on evolving pandemic situation. To address the unprecedented situation, war-rooms for every business / corporate function were initiated, that have put a strong focus on the following aspects:
  - o Active monitoring of present and expected passenger density at our airports to minimize the potential of congestion
  - o Thermal screening of all departing and arriving passengers
  - o Safety and security of employees and other partners engaged

with GMR. 24x7 Covid Control Room (emergency helpline) for reporting and supporting suspected cases across GMR locations.

- o Communication on safety measures and precautions through online as well as onsite platforms.
- o Continuity of business operations during lockdown.
- o Scenario analysis of virus impact on business.
- o Financial planning for each business – cash conservation; cost structure impact and liquidity management.
- o Sanitization and safety of work/customer spaces.
- o Planning for post-lockdown operations in new environment.
- o Work from home policy and continued motivation of human resources.
- o IT infrastructure and security while working from home.

The Senior Leadership of the company along with senior stakeholders of businesses worked closely in resolving the above issues at each business / function level and key issues were escalated to the Management Committee of the Company.

- The Group qualified for a potential Duty-Free opportunity in one of the major SE Asian tourist destinations. However, based on internal risk management processes, it was decided not to pursue the opportunity further, given Covid-related risks.
- Risk Framework and processes are undergoing a review with the objective of updating the same in the new environment.

The Group is working on several fronts to address the financing risks associated with the nature of its business. The Group has shifted its focus from bank loans to raising bonds for its financing needs. We have successfully raised financing for our airport assets/ projects to mitigate any liquidity risks that could impact us during the pandemic. This is demonstrated from our success in raising bonds for both DIAL and GHIAL. The management has continued thrust on greater cash flow from operations with greater profitability focus, asset monetisation and collection of regulatory receivables. The Company continues to work closely with lenders for debt repayment/ restructuring wherever applicable.

Updates on ERM activities are shared on a regular basis with Management Assurance Group (MAG), the Internal Audit function of the Group.

The Company has in place the Risk Management Policy duly approved by the Board of Directors. A detailed assessment of risks is presented periodically to the Risk Management Committee and the Audit Committee of the Board.

A detailed note on risks and concerns affecting the businesses of the Company is provided in MDA.

Internal Financial Controls

The Company has put in place policies and procedures including the design, implementation and monitoring of adequate internal controls over its business activities for effective operation to ensure orderly and efficient conduct of its businesses, including adherence to Company's policies & procedures, safeguarding of assets, prevention and detection of fraud, for accuracy and completeness of accounting records and timely preparation of reliable financial disclosures under the Companies Act, 2013. These controls and processes have been embedded and integrated with SAP and / or other allied IT applications, which have been implemented.

During the year under review, such controls were reviewed and tested by the Internal Audit Department of the Company. The Statutory Auditors of the Company have also tested the Internal Controls over financial reporting.

There were no reportable material weakness observed in the design or operating effectiveness of the controls except in few areas, where the risk has been identified as low and there is a need to further strengthen the controls, which are addressed through systemic identification of causals. Corrective and preventive actions, if required, are taken by the respective functions.

Directors and Key Managerial Personnel

During the year under review Mr. Suresh Lilaram Narang was appointed as an Additional Director in the category of Independent Director with effect from April 22, 2020 to hold office for a term of five (5) years from the date of his appointment or upto the conclusion of the 28th Annual General Meeting of the Company, whichever is earlier and the same was approved by the members of the Company at the 24th Annual General meeting held on September 21, 2020. In the Opinion of the Board Mr. Suresh Narang possesses integrity, expertise and experience (including proficiency) required for appointment of Independent Director.

Late Mr. C.R. Muralidharan ceased to be independent director of the Company with effect from October 8, 2020, due to his unfortunate demise.

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. G.M. Rao and Mr. Srinivas Bommidala, Directors, retire by rotation at the ensuing Annual General Meeting of the Company and being eligible have offered themselves for re-appointment. The Nomination and Remuneration Committee and the Board on the basis of performance evaluation, recommend the re-appointment of Mr. G.M. Rao and Mr. Srinivas Bommidala as Directors of the Company, liable to retire by rotation.

Mr. R.S.S.L.N. Bhaskarudu, Mr. N.C. Sarabeswaran, Mr. S. Sandilya, Mr. S. Rajagopal and Mrs. Vissa Siva Kameswari who were appointed as Independent Directors for second term at the 20th (Twentieth) Annual General Meeting held on September 14, 2016, will complete their tenure on the date of conclusion of the ensuing Annual General Meeting and accordingly would cease to be Independent Directors.

The Board of Directors place on record their deep sense of gratitude and appreciation for the invaluable contribution rendered by the retiring independent directors during their association with the Company.

On account of cessation of office of independent directors as detailed above, your Board of directors, based upon the recommendation of the Nomination and Remuneration committee had recommended for approval of the shareholders, the appointment of Dr. Emandi Sankara Rao, Dr. M. Ramachandran, Mr. S.R. Bansal, Mr. Amarthaluru Subba Rao & Ms Bijal Tushar Ajinkya, considering their integrity, expertise and experience including their proficiency, as independent directors, effective from the date of the conclusion of the ensuing annual general meeting, to hold office for a term of three years or upto 28th Annual General meeting of the Company, whichever is earlier. The Company has received declaration from them confirming that they meet the criteria for appointment as Independent Directors.

Nomination and Remuneration Committee and the Board of directors at their respective meetings have assessed their candidature and are of the view that Dr. Emandi Sankara Rao, Dr. Mundayat Ramachandran, Mr. Sadhu Ram Bansal, Mr. Amarthaluru Subba Rao, & Ms Bijal Tushar Ajinkya, possesses necessary competencies and skills identified by the board of directors for effectively managing its businesses.

Mr. Grandhi Kiran Kumar who was re-appointed as managing director of the Company for a period of three years effective from July 28, 2018, upon completion of his tenure, was re-appointed by the Board of directors upon the recommendation of Nomination and Remuneration committee on June 18, 2021 for further period of three years, subject to approval of shareholders and compliance with the applicable laws and SEBI Regulations, from time to time.

Annual performance evaluation of the Board, its Committees and individual directors pursuant to the provisions of the Companies Act, 2013 and the corporate governance requirements under SEBI LODR have been carried out. The performance of the Board and its committees was evaluated based on the criteria like composition and structure, effectiveness of processes, information and functioning etc.

The Board and the Nomination and Remuneration Committee reviewed the performance of the individual directors on the basis of criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

The Company has devised a Nomination and Remuneration Policy (NRC Policy) which inter alia sets out the guiding principles for identifying and ascertaining the integrity, qualification, expertise and experience of the person for the appointment as Director, Key Managerial Personnel (KMP) and Senior Management Personnel. The NRC Policy further sets out guiding principles for the Nomination and Remuneration Committee for determining and recommending to the Board the remuneration of Managerial Personnel, KMP and Senior Management Personnel. There has been no change in NRC Policy during the year.

The Company's Nomination and Remuneration Policy for Directors, Key Managerial Personnel and Senior Management is available on the Company website at https://investor.gmrgroup.in/policies.

Declaration of independence

The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed both under Section 149(6) of the Companies Act, 2013 and Regulation 16 of SEBI LODR and there has been no change in the circumstances affecting their status as independent directors of the Company. The Company has also received a declaration from all the Independent Directors that they have registered their names in the Independent Directors Data Bank.

Further, the Independent Directors have confirmed that they have complied with the Code for Independent Directors prescribed in Schedule IV to the Act and also complied with the Code of Conduct for directors and senior management personnel,formulated by the Company.

Auditors and Auditors' Report

Statutory Auditors

M/s Walker Chandiok & Co. LLP, Chartered Accountant, Registration No. (001076N/N500013), were appointed as Statutory Auditors of the Company for a term of 5 (five) years from the conclusion of the 23rd Annual General Meeting held on September 16, 2019, till the conclusion of the 28th Annual General Meeting of the Company.

Pursuant to provisions of the Section 143(12) of the Companies Act, 2013, neither the Statutory Auditors nor Secretarial Auditor nor Cost Auditor have reported any incident of fraud to the Audit Committee or Board during the year under review.

Statutory Auditors' Qualification / Comment on the Company's Standalone financial statements

1. As stated in note 5 (4) to the accompanying standalone financial statements, the Company has invested in GMR Generation Assets Limited ('GGAL') and GMR Energy Projects Mauritius Limited ('GEPML'), subsidiaries of the Company, which have further invested in step down subsidiaries and joint ventures. Further, the Company has outstanding loan (including accrued interest) amounting to ₹ Nil crore recoverable (net of impairment) from GGAL as at 31 March 2021. Also, the Company together with GGAL and GEPML has investments in GMR Energy Limited ('GEL'), a Joint venture of the Company, amounting to ₹ 1,272.32 crore and has outstanding loan (including accrued interest) amounting to ₹ 709.01 crore recoverable from GEL as at 31 March 2021. GEL has further invested in GMR Vemagiri Power Generation Limited ('GVPGL') and GMR (Badrinath) Hydro Power Generation Private Limited ('GBHPL'), both subsidiaries of GEL and in GMR Kamalanga Energy Limited ('GKEL'), joint venture of GEL and GGAL has further invested in GMR Rajahmundry Energy Limited ('GREL'), an associate company of GGAL. The aforementioned investments are carried at their respective fair value in the accompanying standalone financial statements, as per Ind AS 109 - 'Financial Instruments'.

   As mentioned in note 5(8), GVPGL and GREL have ceased operations due to continued unavailability of adequate supply of natural gas and other factors mentioned in the said note and have been incurring significant losses, including cash losses with consequential erosion of their respective net worth. Further, GREL has entered into a resolution plan with its lenders to restructure its debt obligations during the year ended 31 March 2019. The Company has given certain corporate guarantees for the loans including Cumulative Redeemable Preference Shares ('CRPS') outstanding in GREL amounting to ₹ 2,056.59 crore.

The carrying value of the investment of the Company in GEL, to the extent of amount invested in GVPGL, and the Company's obligations towards the corporate guarantees given for GREL are significantly dependent on the achievement of key assumptions considered in the valuation performed by the external expert particularly with respect to availability of natural gas, future tariff of power generated and realization of claims for losses incurred in earlier periods from the customer as detailed in the aforementioned note. The Company has provided for its investment in full in GREL and the management is confident that no further obligation would arise for the guarantees provided to the lenders against the servicing of sustainable and unsustainable debts.

As mentioned in note 5(7), the management has accounted the investment in GKEL based on the valuation performed by an external expert using the discounted future cash flows method which is significantly dependent on the achievement of certain assumptions considered in aforementioned valuation such as settlement of disputes with customers and timely realization of receivables, expansion and optimal utilization of existing capacity, rescheduling/refinancing of existing loans at lower rates amongst other key assumptions and the uncertainty and the final outcome of the litigations with the capital creditors as regards claims against GKEL.

Further, as mentioned in note 5(9), GBHPL has stopped the construction of the 300 MW hydro based power plant on Alaknanda river, Uttarakhand, since 07 May 2014 on directions of Hon'ble Supreme Court of India ('the Supreme Court'). The carrying value of the investments in GBHPL is significantly dependent on obtaining requisite approvals from Supreme court, environmental clearances, availability of funding support for development and construction of the aforesaid power plant and achievement of the other key assumptions made in the valuation assessment done by an external expert.

Accordingly, owing to the aforementioned uncertainties, we are unable to comment upon adjustments, if any, that may be required to the carrying value of the aforesaid loans and investments, and further provisions, if any, required to be made for the said obligations, and the consequential impact on the accompanying standalone financial statements, for the year ended 31 March 2021.

Management's response to the Statutory Auditors' Qualification / Comment on the Company's Standalone financial statements

Management view is documented in note 5(4) of standalone financial statement of GIL for March 31, 2021. As detailed in the notes, on account of non availability of gas, both GVPGL and GREL plants were not operated for significant time resulting in erosion of economic value. Various stakeholders, including Central and State Governments have formulated schemes for efficient utilisation of these facilities, though these efforts have not brought in permanent resolutions to the operations. GREL has implemented resolution plan during the year ending March 2019 to restructure its debt obligation which would improve the profitability and consequently the carrying cost of the company. Further, CERC has passed order dated January 28, 2020, declaring that natural gas for the purpose of PPA includes Deep Water Gas and accordingly, GVGPL is entitled to claim capacity charges from APDISCOMs from October 2016 based on availability declaration for generation of power on the basis of deep water gas, along with late payment surcharge. GVGPL has calculated a claim amount of ₹ 741.31 crore which will further improve the valuation.Taking into account the uncertainties associated with the efforts of various stakeholders, management is not in a position to assess the impact of these measures on the carrying values.

Further, Basis the internal assessment and legal opinions, the management of the Group is confident of obtaining the requisite clearances and favourable orders for GBHPL and GKEL and based on business plan and a valuation assessment carried out by an external expert the management of the Group is of the view that the carrying value of net assets of GBHPL/GKEL by GEL as at March 31, 2021 is appropriate.

Statutory Auditors' Qualification / Comment on the Company's Standalone financial statement

2. The Company's internal control system towards estimating the fair value of its investment in certain subsidiaries, joint ventures and associates as more fully explained in note 5(4) to the accompanying standalone financial statements were not operating effectively due to uncertainties in the judgments and assumptions made by the Company in such estimations, which could result in the Company not providing for adjustment, if any that may be required to the carrying values of investments and further provisions, if any, required to be made for the obligations on behalf of those entities, and its consequential impact on the accompanying standalone financial statements.

Management's response to the Statutory Auditors' Qualification / Comment on the Company's standalone financial statement

The Company has a well defined system in place to access the appropriateness of the carrying value of its investments. The Independence and process followed in conducting the exercise also is being reviewed and approved by the Management Assurance Group (MAG) function who perform procedures on valuation models to evaluate the valuation method used and accuracy of inputs used in model to determine the recoverable value. We also have involved valuation specialists to assist in the evaluation of Management valuation models , specifically in testing of key assumption, accuracy of inputs used in the models to determine the fair value.

Statutory Auditors' Qualification / Comment on the Company's consolidated financial statement

1. As stated in note 8(b)13(i) to the accompanying consolidated financial statements, the Group has an investment amounting to ₹ 1,272.32

crore in GMR Energy Limited ('GEL'), a joint venture company and outstanding loan amounting to ₹ 745.12 crore (including accrued interest) (net of impairment), recoverable from GEL and its subsidiaries and joint ventures as at 31 March 2021. Further, the Holding Company has an investment in GMR Generation Assets Limited (‘GGAL’), a subsidiary of the Holding Company. GEL has further invested in GMR Vemagiri Power Generation Limited (‘GVPGL’), and GMR (Badrinath) Hydro Power Generation Private Limited ('GBHPL'), both subsidiaries of GEL and in GMR Kamalanga Energy Limited (‘GKEL’), joint venture of GEL. GGAL has further invested in GMR Rajahmundry Energy Limited (‘GREL’), an associate company of GGAL.

As mentioned in note 8(b)13(iii), GVPGL and GREL have ceased operations due to continued unavailability of adequate supply of natural gas and other factors mentioned in the said note, and have been incurring significant losses, including cash losses with consequential erosion of their respective net worth. Further, GREL had entered into a resolution plan with its lenders to restructure its debt obligations during the year ended 31 March 2019. The Holding Company has given certain corporate guarantees for the loans including Cumulative Redeemable Preference Shares (‘CRPS’) outstanding in GREL amounting to ₹ 2,056.59 crore.

The carrying value of the investment of the Group in GEL, to the extent of amount invested in GVPGL, and the Holding Company’s obligations towards the corporate guarantees given for GREL are significantly dependent on the achievement of key assumptions considered in the valuation performed by the external expert particularly with respect to availability of natural gas, future tariff of power generated and realization of claims for losses incurred in earlier periods from the customer as detailed in the aforementioned note. The Group has provided for its investment in full in GREL and the management is confident that no further obligation would arise for the guarantees provided to the lenders against the servicing of sustainable and unsustainable debts.

As mentioned in note 8(b)13(iv), the management has accounted the investment in GKEL based on the valuation performed by an external expert using the discounted future cash flows method which is significantly dependent on the achievement of certain assumptions considered in aforementioned valuation such as settlement of disputes with customers and timely realization of receivables, expansion and optimal utilization of existing capacity, rescheduling/refinancing of existing loans at lower rates amongst other key assumptions and the uncertainty and the final outcome of the litigations with the capital creditors as regards claims against GKEL.

Further, as mentioned in note 8(b)13(iv), GBHPL has stopped the construction of the 300 MW hydro based power plant on Alaknanda river, Uttarakhand, since May 7, 2014 on the directions of the Hon'ble Supreme Court of India ('the Supreme Court'). The carrying value of the investments in GBHPL is significantly dependent on obtaining requisite approvals from Supreme court, environmental clearances, availability of funding support for development and construction of the aforesaid power plant and achievement of the other key assumptions made in the valuation assessment done by an external expert.

Accordingly, owing to the aforementioned uncertainties, we are unable to comment upon adjustments, if any, that may be required to the carrying value of the loans, non-current investment, and further provisions, if any, required to be made for the said obligations, and the consequential impact on the accompanying consolidated financial statements.

Management’s response to the Statutory Auditors’ Qualification / Comment on the Company’s consolidated financial statement

Management view is documented in note 8(b)13(iii) of consolidated financial statement of GIL for March 31, 2021. As detailed in the notes, on account of non-availability of gas, both GVPGL and GREL plants were not operated for significant time resulting in erosion of economic value. Various stakeholders, including Central and State Governments have formulated schemes for efficient utilization of these facilities, though these efforts have not brought in permanent resolutions to the operations. GREL has implemented resolution plan during the year ending March 2019 to restructure its debt obligations which would improve the profitability and consequently the carrying cost of the company. Further, CERC has passed order dated January 28, 2020, declaring that natural gas for the purpose of PPA includes Deep Water Gas and accordingly, GVGPL is entitled to claim capacity charges from APDISCOMs from October 2016 based on availability declaration for generation of power on the basis of deep water gas, along with late payment surcharge. GVGPL has calculated a claim amount of ₹741.31 crore which will further improve the valuation. Taking into account the uncertainties associated with the efforts of various stakeholders, management is not in a position to assess the impact of these measures on the carrying values.

Further, Basis the internal assessment and legal opinions, the management of the Group is confident of obtaining the requisite clearances and favorable orders for GBHPL and GKEL and based on business plan and a valuation assessment carried out by an external expert the management of the Group is of the view that the carrying value of net assets of GBHPL/GKEL by GEL as at March 31, 2021 is appropriate.

Statutory Auditors’ Qualification / Comment on the Company’s consolidated financial statement

2. The Holding Company’s internal control system towards estimating the carrying value of investments in certain associates and joint ventures as more fully explained in note 8b(13)(i) to the consolidated financial statements were not operating effectively due to uncertainties in the judgments and assumptions made by the Company in such estimations, which could result in the Group not providing for adjustment, if any, that may be required to the carrying values of investments and further provisions, if any, required to be made for the obligations on behalf of those entities and its consequential impact on the accompanying consolidated financial statements.

The report on internal financial controls with reference to financial statements of joint venture companies, GMR Energy Limited is also qualified with respect to the above matter, issued by us vide our audit report dated June 08, 2021.

Management's response to the Statutory Auditors' Qualification / Comment on the Company's consolidated financial statement

The Group has a well-defined system in place to assess the appropriateness of the carrying value of its investments, including testing for impairments. The independence and process followed in conducting the exercise also is being reviewed and approved by Management Assurance Group (MAG) function who perform procedures on valuation models to evaluate the valuation method used and accuracy of inputs used in model to determine the recoverable value. We also have involved valuation specialists to assist in the evaluation of management's valuation models and impairment analyses, specifically in testing key assumptions, accuracy of inputs used in the model to determine the recoverable value.

Cost Auditors

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, your Company with reference to its EPC business is required to maintain the cost records and the said cost records are also required to be audited.

Your Company is maintaining all the cost records referred above and M/s Rao, Murthy & Associates, Cost Auditors, have issued a cost Audit report for FY 2020-21 which does not contain any qualification, reservation, or adverse remark.

The Board, on the recommendation of the Audit Committee, has appointed M/s. Rao, Murthy & Associates, Cost Accountants(Firm Registration No. 000065), as cost auditors for conducting the audit of cost records of the Company for the FY 2021-22.

Accordingly, a resolution seeking members' ratification for the remuneration to M/s. Rao, Murthy & Associates, Cost Accountants is included in the Notice to the ensuing AGM.

Secretarial Auditor

The Board had appointed M/s. V. Sreedharan & Associates, Company Secretaries in Practice, to conduct Secretarial Audit for the FY 2020-21. The Secretarial Audit Report of the Company as prescribed under Section 204 of the Companies Act, 2013 read with Regulation 24A of the Listing Regulations, for the FY ended March 31, 2021 is annexed herewith as **"Annexure D"** to this Report. The Secretarial Audit report does not contain any qualification, reservation or adverse remarks.

Further, the Secretarial Audit reports of material unlisted subsidiaries of the Company incorporated in India, as required under Regulation 24A of the SEBI LODR for the financial year ended March 31, 2021 have been annexed as **"Annexure E-1 to E-7"**. It may further be noted that there were no qualifications or adverse remarks in the said reports of the material subsidiaries.

Secretarial Standards

The Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

Disclosures:

CSR Committee

The CSR Committee comprises of Mr. R.S.S.L.N. Bhaskarudu as Chairman, Mr. B.V.N. Rao and Mr. G.B.S. Raju as members.

Audit Committee

The Audit Committee comprises of Mr. N.C. Sarabeswaran as Chairman, Mr. S. Rajagopal, Mr. R.S.S.L.N. Bhaskarudu and Mrs. Vissa Siva Kameswari as members.

All the recommendations made by the Audit Committee were accepted by the Board during the year.

Further details on the above committees and other committees of the Board are given in the Corporate Governance Report.

Vigil Mechanism

The Company has a Whistle Blower Policy, which provides a platform to disclose information regarding any purported malpractice, fraud, impropriety, abuse or wrongdoing within the Company, confidentially and without fear of reprisal or victimization. Your Company has adopted a whistleblowing process as a channel for receiving and redressing complaints from employees, directors and third parties, as per the provisions of the Companies Act, 2013, SEBI LODR and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

The details of the Whistle Blower Policy is provided in the Corporate Governance Report and also hosted on the website of the Company.

Meetings of the Board

A calendar of Board and Committee Meetings is prepared and circulated in advance to the Directors. During the year, Six (6) Board Meetings were held, the details of which are given in the Corporate Governance Report. The intervening gap between two consecutive board meetings was within the period prescribed under the Companies Act, 2013 read with the relaxations provided by MCA and SEBI Circulars due to outbreak of COVID-19 pandemic.

Particulars of Loans, Guarantees and Investments

A statement regarding Loans/ Guarantees given and Investments covered under the provisions of Section 186 of the Companies Act, 2013 is made in the notes to the Financial Statements.

Conservation of energy, technology absorption and foreign exchange earnings and outgo

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of The Companies (Accounts) Rules, 2014, is provided in **"Annexure F"** to this report.

Annual Return

Pursuant to Section 134 and Section 92(3) of the Companies Act, 2013, as amended, draft of the Annual Return for the financial year 2020-21 has been placed on the Company website at https://investor.gmrgroup.in/annual-reports.

Particulars of Employees and related disclosures

The information required under Section 197(12) of the Companies Act, 2013 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including amendments thereto), is attached as **"Annexure G"** to this Report.

The information required under Rule 5(2) and (3) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including amendments thereof), is provided in the Annexure forming part of this Report. In terms of the first proviso to Section 136 of the Companies Act, 2013, the Report and Accounts are being sent to the members excluding the aforesaid Annexure. Any member interested in obtaining the same may write to the Company Secretary at the Registered Office of the Company.

Dividend Distribution Policy

The Board has adopted Dividend Distribution Policy in terms of Regulation 43A of the SEBI LODR. The Dividend Distribution Policy is disclosed on the website of the Company at the link: https://investor.gmrgroup.in/policies.

Developments in Human Resources and Organization Development

The Company has robust process of human resources development which is described in detail in Management Discussion and Analysis section under the heading "Developments in Human Resources and Organization Development at GMR Group".

Changes in Share capital

There was no change in authorized, issued and paid-up share capital of the Company during the year under review.

Debentures

The Company had issued 4 (Four) Unrated Unlisted Optionally Convertible Debentures (OCDs) having face value of ₹ 57,41,97,685/- each to Doosan Power Systems India Private Limited (Doosan) during the year 2019-20. The said OCDs were redeemed fully during the financial year ended March 31, 2021 as per terms of issuance.

During the year under review the outstanding secured Non-Convertible Debentures (NCDs) issued to ICICI Bank were redeemed in full as per the terms of issue.

Environment Protection and Sustainability

Since inception, sustainability has remained at the core of our business strategy. Besides economic performance, safe operations, environment conservation and social well-being have always been at the core of our philosophy of sustainable business. The details of initiatives/activities on environment protection and sustainability are described in Business Responsibility Report forming part of Annual Report.

Change in the nature of business, if any

There is no change in the nature of business of the Company.

Significant and Material Orders passed by the Regulators

There are no significant and material orders passed by the Regulators or courts or tribunals impacting the going concern status and Company's operations in future.

Deposits

During the year under review, the Company has not accepted any deposit from the public. There are no unclaimed deposits/ unclaimed/ unpaid interest, refunds due to the deposit holders or to be deposited to the Investor Education and Protection Fund as on March 31, 2021.

Compliance by Large Corporates:

Your Company does not fall under the Category of Large Corporates as defined under SEBI vide its Circular SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018, as such no disclosure is required in this regard.

Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

Your Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. An Internal Complaints Committee (ICC) has been set up to address complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this Policy.

There were no sexual harassment complaints pending or received during the year ended March 31, 2021.

Proceeding under Insolvency and Bankruptcy Code and One time settlement

During the year under review no proceedings have been initiated against the Company under Insolvency and Bankruptcy Code, 2016 and no proceedings under the Insolvency and Bankruptcy Code, 2016 were pending at the end of the year. Further during the year under review the Company has not made any one time settlement.

Acknowledgements

Your Directors thank the lenders, banks, financial institutions, business associates, customers, Government of India, State Governments in India, regulatory and statutory authorities, shareholders and the society at large for their valuable support and co-operation. Your Directors also thank the employees of the Company and its subsidiaries for their continued contribution, commitment and dedication.

For and on behalf of the Board of Director of
GMR Infrastructure Limited

G. M. Rao
Chairman
(DIN:00574243)

Place: Dubai

Date: August 13, 2021

ANNEXURE 'A' TO THE BOARD'S REPORT

Form No. AOC - 1

(Pursuant to First proviso to sub-section (3) of section 129 of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries / associate companies / joint ventures

Part "A": Subsidiaries

(₹ in crore)

S.No	Name of ths Subsidiary	Reporting period	Date since when subsidiary was acquired	Reporting currency	Capital	Other equity / Reserves	Total Assets	Total Liabilities	Investments*	Turnover (Revenue from Operations)	Profit before taxation	Provision for taxation	Profit after taxation	Other comprehensive income (OCI)	Tax imapct of OCI	Other comprehensive income (Net)	Total comprehensive income	Proposed dividend	Effective % of shareholding	Turnover net of eliminations (Revenue from Operations)	% performance of the company to total revenue
1	GMR Krishnagiri SIR Limited #	April 01, 2020 - March 31, 2021	28.09.2007	INR	117.50	(145.43)	560.37	588.30	1.00	-	(138.70)	0.00	(138.70)	-	-	-	(138.70)	-	100.00%	-	0.00%
2	GMR Aviation Private Limited	April 01, 2020 - March 31, 2021	28.05.2007	INR	244.08	(112.67)	168.34	36.92	-	55.98	1.84	-	1.84	0.02	-	0.02	1.86	-	100.00%	55.01	0.88%
3	GMR SEZ & Port Holdings Limited	April 01, 2020 - March 31, 2021	31.03.2008	INR	47.99	(190.11)	453.25	595.36	77.00	0.03	8.24	0.52	(36.64)	0.00	-	0.00	(36.64)	-	100.00%	-	0.00%
4	Advika Properties Private Limited #	April 01, 2020 - March 31, 2021	31.03.2009	INR	1.00	(2.29)	7.00	8.30	-	-	(2.00)	-	(2.00)	-	-	-	(2.00)	-	100.00%	-	0.00%
5	Aklima Properties Private Limited #	April 01, 2020 - March 31, 2021	31.03.2009	INR	1.00	0.04	3.88	2.84	-	-	0.26	-	0.26	-	-	-	0.26	-	100.00%	-	0.00%
6	Amartya Properties Private Limited #	April 01, 2020 - March 31, 2021	31.03.2009	INR	1.00	(1.50)	3.77	4.27	-	-	(0.69)	-	(0.69)	-	-	-	(0.69)	-	100.00%	-	0.00%
7	Baruni Properties Private Limited #	April 01, 2020 - March 31, 2021	31.03.2009	INR	1.00	(2.02)	5.55	6.56	-	-	(1.89)	-	(1.89)	-	-	-	(1.89)	-	100.00%	-	0.00%
8	Bougainvillea Properties Private Limited #	April 01, 2020 - March 31, 2021	07.07.2009	INR	1.00	0.44	5.22	3.78	-	-	(0.09)	(0.01)	(0.08)	-	-	-	(0.08)	-	100.00%	-	0.00%
9	Camelia Properties Private Limited #	April 01, 2020 - March 31, 2021	31.03.2009	INR	1.00	5.35	6.49	0.14	-	-	6.09	-	6.09	-	-	-	6.09	-	100.00%	-	0.00%
10	Deepesh Properties Private Limited #	April 01, 2020 - March 31, 2021	11.06.2010	INR	1.00	7.98	9.19	0.21	-	-	6.49	(0.00)	6.49	-	-	-	6.49	-	100.00%	-	0.00%
11	Eila Properties Private Limited #	April 01, 2020 - March 31, 2021	31.03.2009	INR	1.00	(1.53)	4.06	4.59	-	-	(1.09)	-	(1.09)	-	-	-	(1.09)	-	100.00%	-	0.00%
12	Gerbera Properties Private Limited #	April 01, 2020 - March 31, 2021	31.03.2009	INR	1.00	2.34	5.89	2.55	-	-	2.84	-	2.84	-	-	-	2.84	-	100.00%	-	0.00%
13	Lakshmi Priya Properties Private Limited #	April 01, 2020 - March 31, 2021	31.03.2009	INR	1.00	(1.97)	6.72	7.69	-	-	(1.78)	-	(1.78)	-	-	-	(1.78)	-	100.00%	-	0.00%
14	Larkspur Properties Private Limited #	April 01, 2020 - March 31, 2021	01.02.2011	INR	1.00	4.49	5.82	0.33	-	-	4.07	-	4.07	-	-	-	4.07	-	100.00%	-	0.00%
15	Honeysuckle Properties Private Limited #	April 01, 2020 - March 31, 2021	31.03.2009	INR	1.00	(0.19)	7.04	6.24	-	-	(0.28)	-	(0.28)	-	-	-	(0.28)	-	100.00%	-	0.00%
16	Idika Properties Private Limited #	April 01, 2020 - March 31, 2021	31.03.2009	INR	1.00	(1.60)	5.17	5.77	-	-	(1.25)	-	(1.25)	-	-	-	(1.25)	-	100.00%	-	0.00%
17	Krishnapriya Properties Private Limited #	April 01, 2020 - March 31, 2021	31.03.2009	INR	1.00	0.09	4.92	3.83	-	-	0.32	-	0.32	-	-	-	0.32	-	100.00%	-	0.00%
18	Nadira Properties Private Limited #	April 01, 2020 - March 31, 2021	31.03.2009	INR	1.00	(0.32)	4.06	3.38	-	-	(0.32)	-	(0.32)	-	-	-	(0.32)	-	100.00%	-	0.00%

S.No	Name of ths Subsidiary	Reporting period	Date since when subsidiary was acquired	Reporting currency	Capital	Other equity / Reserves	Total Assets	Total Liabilities	Investments*	Turnover (Revenue from Operations)	Profit before taxation	Provision for taxation	Profit after taxation	Other comprehensive income (OCI)	Tax imapct of OCI	Other comprehensive income (Net)	Total comprehensive income	Proposed dividend	Effective % of shareholding	Turnover net of eliminations (Revenue from Operations)	% performance of the company to total revenue
19	Prakalpa Properties Private Limited #	April 01, 2020 - March 31, 2021	31.03.2009	INR	1.00	(1.94)	5.69	6.63	-	-	(1.66)	-	(1.66)	-	-	-	(1.66)	-	100.00%	-	0.00%
20	Purnachandra Properties Private Limited #	April 01, 2020 - March 31, 2021	31.03.2009	INR	1.00	0.95	5.15	3.21	-	-	1.33	-	1.33	-	-	-	1.33	-	100.00%	-	0.00%
21	Padmapriya Properties Private Limited	April 01, 2020 - March 31, 2021	11.06.2010	INR	1.00	2.41	19.68	16.28	-	0.96	2.80	0.05	2.75	-	-	-	2.75	-	100.00%	0.96	0.02%
22	Pranesh Properties Private Limited #	April 01, 2020 - March 31, 2021	27.06.2011	INR	1.00	(0.25)	7.20	6.44	-	-	(0.05)	-	(0.05)	-	-	-	(0.05)	-	100.00%	-	0.00%
23	Radhapriya Properties Private Limited #	April 01, 2020 - March 31, 2021	01.11.2011	INR	1.00	(2.89)	11.22	13.11	-	-	(2.61)	-	(2.61)	-	-	-	(2.61)	-	100.00%	-	0.00%
24	Shreyadita Properties Private Limited #	April 01, 2020 - March 31, 2021	31.03.2009	INR	1.00	(0.43)	5.08	4.51	-	-	0.03	-	0.03	-	-	-	0.03	-	100.00%	-	0.00%
25	Sreepa Properties Private Limited #	April 01, 2020 - March 31, 2021	31.03.2009	INR	1.00	0.19	4.22	3.03	-	-	0.49	-	0.49	-	-	-	0.49	-	100.00%	-	0.00%
26	Asteria Real Estates Private Limited #	April 01, 2020 - March 31, 2021	28.04.2012	INR	0.03	(0.26)	3.75	3.98	-	-	(0.03)	-	(0.03)	-	-	-	(0.03)	-	100.00%	-	0.00%
27	Lantana Properties Private Limited #	April 01, 2020 - March 31, 2021	28.08.2012	INR	0.01	3.15	3.44	0.28	-	-	3.89	-	3.89	-	-	-	3.89	-	100.00%	-	0.00%
28	Namitha Real Estates Private Limited #	April 01, 2020 - March 31, 2021	27.03.2014	INR	0.01	(1.89)	20.77	22.66	-	-	(0.15)	-	(0.15)	-	-	-	(0.15)	-	100.00%	-	0.00%
29	Honeyflower Estates Private Limited	April 01, 2020 - March 31, 2021	27.03.2014	INR	4.76	34.06	41.12	2.30	-	2.43	1.36	0.48	0.88	-	-	-	0.88	-	100.00%	2.43	0.04%
30	Suzone Properties Private Limited #	April 01, 2020 - March 31, 2021	15.07.2014	INR	0.01	(4.68)	10.15	14.82	-	-	(0.94)	-	(0.94)	-	-	-	(0.94)	-	100.00%	-	0.00%
31	Lilliam Properties Private Limited #	April 01, 2020 - March 31, 2021	15.07.2014	INR	0.01	(2.60)	6.64	9.23	-	-	0.27	-	0.27	-	-	-	0.27	-	100.00%	-	0.00%
32	GMR Corporate Affairs Private Limited	April 01, 2020 - March 31, 2021	22.12.2006	INR	5.00	(8.35)	239.51	242.86	42.95	-	5.66	2.03	3.64	-	-	-	3.64	-	100.00%	-	0.00%
33	GMR Hospitality and Retail Limited	April 01, 2020 - March 31, 2021	08.09.2008	INR	156.00	(148.32)	240.23	232.56	9.78	60.20	(21.61)	-	(21.61)	0.20	-	0.20	(21.40)	-	32.13%	58.57	0.94%
34	Kakinada SEZ Limited***	April 01, 2020 - March 31, 2021	15.01.2011	INR	NA	NA	NA	NA	NA	1.31	(3.27)	-	(3.27)	0.01	-	0.01	(3.26)	-	NA	1.31	0.02%
35	Dhruvi Securities Private Limited	April 01, 2020 - March 31, 2021	23.02.2010	INR	168.06	41.61	228.26	18.59	35.59	17.64	10.56	0.27	10.29	(48.59)	-	(48.59)	(38.30)	-	100.00%	13.18	0.21%
36	GMR Business Process and Services Private Limited	April 01, 2020 - March 31, 2021	19.08.2011	INR	0.01	42.88	82.85	39.96	68.20	0.16	57.73	6.07	51.65	-	-	-	51.65	-	100.00%	0.16	0.00%
37	GMR Airport Developers Limited	April 01, 2020 - March 31, 2021	22.01.2011	INR	10.20	60.09	157.48	87.19	14.85	147.21	32.84	8.27	24.57	0.62	0.16	0.47	25.04	-	51.00%	0.84	0.01%
38	Raxa Security Services Limited	April 01, 2020 - March 31, 2021	20.10.2015	INR	36.44	25.88	348.39	286.07	8.57	165.06	2.72	0.76	1.95	(0.94)	-	(0.94)	1.02	-	100.00%	95.02	1.53%
39	GMR Hyderabad International Airport Limited	April 01, 2020 - March 31, 2021	29.10.2003	INR	378.00	1,755.04	10,723.84	8,590.79	972.58	441.22	(230.04)	(78.99)	(151.05)	(80.61)	(43.58)	(37.04)	(188.09)	-	32.13%	384.40	6.17%
40	GMR Aerostructure Services Limited	April 01, 2020 - March 31, 2021	18.07.2007	INR	0.05	(19.79)	821.86	841.60	22.91	1,056.48	(51.47)	-	(37.47)	-	-	-	(37.47)	-	100.00%	-	0.00%

S.No	Name of ths Subsidiary	Reporting period	Date since when subsidiary was acquired	Reporting currency	Capital	Other equity / Reserves	Total Assets	Total Liabilities	Investments*	Turnover (Revenue from Operations)	Profit before taxation	Provision for taxation	Profit after taxation	Other comprehensive income (OCI)	Tax imapct of OCI	Other comprehensive income (Net)	Total comprehensive income	Proposed dividend	Effective % of shareholding	Turnover net of eliminations (Revenue from Operations)	% performance of the company to total revenue
41	GMR Hyderabad Aerotropolis Limited	April 01, 2020 - March 31, 2021	18.07.2007	INR	90.50	(15.92)	324.94	250.36	31.46	87.08	(1.27)	1.75	(3.01)	0.14	-	0.14	(2.88)	-	32.13%	85.06	1.37%
42	GMR Hyderabad Aviation SEZ Limited	April 01, 2020 - March 31, 2021	04.12.2007	INR	51.60	(4.61)	213.48	166.49	8.45	19.26	0.08	0.45	(0.37)	0.03	-	0.03	(0.34)	-	32.13%	15.96	0.26%
43	Gateways for India Airports Private Limited	April 01, 2020 - March 31, 2021	12.01.2005	INR	0.01	2.54	2.76	0.21	-	0.63	(0.04)	0.00	(0.04)	-	-	-	(0.04)	-	86.49%	0.63	0.01%
44	Delhi International Airport Limited	April 01, 2020 - March 31, 2021	19.04.2006	INR	2,450.00	104.77	19,759.04	17,204.27	1,210.57	2,423.48	(483.15)	(165.73)	(317.41)	199.63	69.86	129.77	(187.64)	-	32.64%	2,394.84	38.44%
45	Delhi Aerotropolis Private Limited #****	April 01, 2020 - March 31, 2021	22.05.2007	INR	0.10	(0.16)	-	0.06	-	-	-	-	-	-	-	-	-	-	32.64%	-	0.00%
46	Delhi Airport Parking Services Private Limited	April 01, 2020 - March 31, 2021	03.03.2010	INR	81.44	(11.04)	174.55	104.16	10.90	48.16	(27.49)	(6.24)	(21.25)	0.08	0.02	0.06	(21.19)	-	36.74%	48.16	0.77%
47	GMR Hyderabad Airport Power Distribution Limited****#	April 01, 2020 - March 13, 2021	18.09.2012	INR	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	0.00%
48	GMR Aero Technic Limited	April 01, 2020 - March 31, 2021	12.12.2014	INR	0.10	0.01	0.65	0.54	-	0.47	(0.32)	(0.00)	(0.32)	-	-	-	(0.32)	-	32.13%	0.47	0.01%
49	GMR Air Cargo and Aerospace Engineering Company Limited	April 01, 2020 - March 31, 2021	12.12.2014	INR	473.83	(471.53)	524.36	522.06	2.29	325.65	5.62	(0.06)	5.68	0.24	0.06	0.17	5.85	-	32.13%	325.65	5.23%
50	GMR Airports Limited	April 01, 2020 - March 31, 2021	31.03.2009	INR	1,406.67	14,184.89	22,772.15	7,180.59	158.79	360.78	(302.83)	(45.09)	(257.74)	(1,333.27)	(345.46)	(987.81)	(1,245.55)	-	51.00%	89.40	1.44%
51	GMR Airport Singapore Pte Limited #	January 01, 2020 - December 31, 2020	24.07.2019	USD	3.14	0.88	14.94	10.92	-	0.18	(18.82)	-	(18.82)	0.17	-	0.17	(18.66)	-	51.00%	0.18	0.00%
52	GMR Energy Trading Limited	April 01, 2020 - March 31, 2021	09.03.2010	INR	74.00	0.82	794.58	719.76	-	653.34	8.10	(1.20)	12.34	(0.05)	0.01	(0.06)	12.30	-	81.00%	653.33	10.49%
53	GMR Londa Hydro Power Private Limited #	April 01, 2020 - March 31, 2021	11.11.2008	INR	0.01	(89.09)	0.08	89.16	-	-	(6.13)	-	(9.20)	0.00	-	0.00	(9.20)	-	82.16%	-	0.00%
54	GMR Generation Assets Limited	April 01, 2020 - March 31, 2021	03.12.2010	INR	1,968.43	(2,682.92)	1,837.33	2,551.81	-	0.76	(115.28)	0.10	(592.88)	(0.02)	0.01	(0.03)	(592.88)	-	82.16%	0.76	0.01%
55	GMR Power Infra Limited	April 01, 2020 - March 31, 2021	25.02.2011	INR	1.70	(10.09)	14.23	22.62	-	0.39	(1.83)	-	(1.83)	-	-	-	(1.83)	-	100.00%	0.39	0.01%
56	GMR Tambaram Tindivanam Expressways Private Limited	April 01, 2020 - March 31, 2021	16.05.2002	INR	1.00	263.26	424.10	159.84	-	-	18.08	1.28	16.80	-	-	-	16.80	-	95.18%	-	0.00%
57	GMR Tuni Anakapalli Expressways Private Limited	April 01, 2020 - March 31, 2021	16.05.2002	INR	1.00	145.81	185.05	38.24	-	-	9.84	-	9.84	-	-	-	9.84	-	95.18%	-	0.00%
58	GMR Ambala Chandigarh Expressways Private Limited	April 01, 2020 - March 31, 2021	09.09.2005	INR	98.24	(375.59)	341.87	619.22	-	22.28	(76.00)	-	(76.00)	(0.04)	-	(0.04)	(76.04)	-	100.00%	22.28	0.36%
59	GMR Pochanpalli Expressways Limited	April 01, 2020 - March 31, 2021	18.11.2005	INR	138.00	100.24	727.72	489.48	0.34	78.67	10.96	2.97	7.99	0.02	-	0.02	8.01	-	100.00%	78.67	1.26%
60	GMR Highways Limited	April 01, 2020 - March 31, 2021	08.01.2009	INR	775.44	213.65	2,345.73	1,285.00	0.56	141.51	(55.00)	6.28	(90.57)	0.11	-	0.11	(90.46)	-	100.00%	-	0.00%
61	GMR Hyderabad Vijayawada Expressways Private Limited	April 01, 2020 - March 31, 2021	31.07.2009	INR	5.00	(835.95)	2,071.92	2,902.86	-	303.47	(186.82)	-	(186.82)	0.01	-	0.01	(186.81)	-	90.00%	303.47	4.87%
62	GMR Chennai Outer Ring Road Private Limited	April 01, 2020 - March 31, 2021	26.03.2010	INR	30.00	(13.24)	763.69	746.92	-	92.45	(45.35)	-	(45.35)	(0.03)	-	(0.03)	(45.38)	-	90.00%	92.45	1.48%

S.No	Name of ths Subsidiary	Reporting period	Date since when subsidiary was acquired	Reporting currency	Capital	Other equity / Reserves	Total Assets	Total Liabilities	Investments*	Turnover (Revenue from Operations)	Profit before taxation	Provision for taxation	Profit after taxation	Other comprehensive income (OCI)	Tax imapct of OCI	Other comprehensive income (Net)	Total comprehensive income	Proposed dividend	Effective % of shareholding	Turnover net of eliminations (Revenue from Operations)	% performance of the company to total revenue
63	GMR Infrastructure (Global) Limited (a)	January 01, 2020 - December 31, 2020	28.05..2008	USD	1,000.56	(1,000.56)	-	-	-	-	(1,084.21)	-	(1,084.21)	16.25	-	16.25	(1,067.95)	-	100.00%	-	0.00%
64	GMR Infrastructure (Cyprus) Limited (a)	January 01, 2020 - December 31, 2020	19.11.2007	USD	0.05	22.07	22.19	0.08	-	-	1.20	0.47	0.73	(22.05)	-	(22.05)	(21.32)	-	100.00%	-	0.00%
65	GMR Energy (Global) Limited**** (a)	January 01, 2020 - December 31, 2020	27.05.2008	USD	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	0.00%
66	GMR Infrastructure (Mauritius) Limited (a)	January 01, 2020 - December 31, 2020	18.12.2007	USD	2,342.26	(1,658.04)	1,046.40	362.18	163.45	-	128.57	0.95	(223.57)	7.22	-	7.22	(216.35)	-	100.00%	-	0.00%
67	GMR Infrastructure Overseas Limited, Malta (b)	January 01, 2020 - December 31, 2020	27.03.2013	EURO	0.03	45.83	46.12	0.26	-	-	(0.71)	-	(0.71)	4.72	-	4.72	4.01	-	100.00%	-	0.00%
68	Indo Tausch Trading DMCC (a) #	January 01, 2020 - December 31, 2020	20.03.2016	USD	2.01	(1.43)	0.61	0.03	-	-	(0.27)	-	(0.27)	(0.02)	-	(0.02)	(0.29)	-	100.00%	-	0.00%
69	GMR Infrastructure (UK) Limited (c)	January 01, 2020 - December 31, 2020	03.03.2008	GBP	50.01	(58.87)	4.34	13.20	-	-	(4.02)	-	(4.02)	(9.75)	-	(9.75)	(13.77)	-	100.00%	-	0.00%
70	GADL (Mauritius) Limited**** (a)	January 01, 2020 - December 25, 2020	22.01.2011	USD	-	-	-	-	-	-	-	-	-	-	-	-	-	-	NA	-	0.00%
71	GADL International Limited (a)	January 01, 2020 - December 31, 2020	22.01.2011	USD	0.18	(0.14)	0.05	-	-	-	(0.06)	-	(0.06)	(0.40)	-	(0.40)	(0.47)	-	100.00%	-	0.00%
72	GMR Infrastructure (Overseas) Limited (a)	January 01, 2020 - December 31, 2020	23.06.2010	USD	0.00	(973.66)	1,929.18	2,902.84	-	-	64.45	-	64.45	(32.38)	-	(32.38)	32.08	-	100.00%	-	0.00%
73	GMR Male International Airport Private Limited (a)	January 01, 2020 - December 31, 2020	09.08.2010	USD	421.07	5.30	645.95	5.30	-	-	(0.02)	-	(0.02)	9.71	-	9.71	9.69	-	76.87%	-	0.00%
74	GMR Energy(Cyprus) Limited (a)	January 01, 2020 - December 31, 2020	26.08.2008	USD	0.03	(0.03)	-	-	-	-	(0.11)	-	(0.11)	(5.34)	-	(5.34)	(5.44)	-	100.00%	-	0.00%
75	GMR Energy (Netherlands) B.V.(a)	January 01, 2020 - December 31, 2020	27.10.2008	USD	0.16	261.17	361.31	99.98	-	-	17.74	-	17.74	(3.78)	-	(3.78)	13.97	-	100.00%	-	0.00%
76	GMR Infrastructure Singapore Pte Limited (a)	January 01, 2020 - December 31, 2020	10-02-2009	USD	1,155.06	676.16	2,101.15	269.92	130.14	368.91	149.35	-	149.35	27.51	-	27.51	176.86	-	100.00%	368.91	5.92%
77	GMR Energy Projects (Mauritius) Limited (a)	January 01, 2020 - December 31, 2020	23.12.2010	USD	0.07	(1,858.45)	82.31	1,940.69	-	-	169.26	-	(83.99)	(39.81)	-	(39.81)	(123.80)	-	100.00%	-	0.00%
78	GMR Coal resources Pte Ltd (a)	January 01, 2020 - December 31, 2020	04.06.2010	USD	551.68	459.47	3,705.16	2,694.01	-	-	(70.57)	16.11	(86.68)	(24.00)	-	(24.00)	(110.68)	-	100.00%	-	0.00%
79	GMR Airports (Mauritius) Limited (a)	January 01, 2020 - December 31, 2020	21.01.2013	USD	1.10	(1.08)	0.06	0.04	-	-	(3.04)	-	(3.04)	0.09	-	0.09	(2.95)	-	51.00%	-	0.00%
80	Kakinada Gateway Port Limited*** #	April 01, 2020 - March 31, 2021	13.07.2016	INR	NA	NA	NA	NA	NA	-	(0.02)	-	(0.02)	-	-	-	(0.02)	-	NA	-	0.00%
81	GMR SEZ Infra Services Limited	April 01, 2020 - February 25,2021	20.05.2016	INR	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.00%	-	0.00%
82	GMR Infra Developers Limited	April 01, 2020 - March 31, 2021	28.02.2017	INR	0.05	469.99	2,695.05	2,225.01	176.21	27.27	(134.94)	0.03	(134.97)	120.73	-	120.73	(14.23)	-	100.00%	-	0.00%
83	GMR Nagpur International Airport Limited #	August 22, 2020 - March 31, 2021	22.08.2019	INR	0.01	(0.03)	0.01	0.03	-	-	(0.00)	-	(0.00)	-	-	-	(0.00)	-	51.00%	-	0.00%
84	GMR Kannur Duty Free Services Limited	November 25, 2020 - March 31, 2021	25.11.2019	INR	1.00	(0.14)	4.58	3.73	-	0.93	(0.11)	-	(0.11)	-	-	-	(0.11)	-	51.00%	0.93	0.01%
85	GMR International Airport BV	January 01, 2020 - December 31, 2020	28.05.2018	USD	7.31	(319.68)	1,860.74	2,173.11	-	-	(133.47)	-	(133.47)	(2.53)	-	(2.53)	(136.00)	-	51.00%	-	0.00%

S.No	Name of ths Subsidiary	Reporting period	Date since when subsidiary was acquired	Reporting currency	Capital	Other equity / Reserves	Total Assets	Total Liabilities	Investments*	Turnover (Revenue from Operations)	Profit before taxation	Provision for taxation	Profit after taxation	Other comprehensive income (OCI)	Tax imapct of OCI	Other comprehensive income (Net)	Total comprehensive income	Proposed dividend	Effective % of shareholding	Turnover net of eliminations (Revenue from Operations)	% performance of the company to total revenue
86	GMR Power Urban Infra Limited #	May 17, 2020 - March 31, 2021	17.05.2020	INR	0.10	(0.44)	0.01	0.34	-	-	(0.04)	-	(0.04)	-	-	-	(0.04)	-	100.00%	-	0.00%
87	Megawide - GISPL Construction JV** (d)	January 01, 2020 - December 31, 2020	01.04.2017	PHP	0.68	7.75	37.98	29.55	-	32.14	7.96	-	7.96	0.65	-	0.65	8.61	9.06	50.00%	32.14	0.52%
88	GMR Goa International Airport Limited #	April 01, 2020 - March 31, 2021	14.10.2016	INR	384.50	(15.12)	803.01	433.63	0.56	-	(4.21)	0.01	(4.22)	-	-	-	(4.22)	-	50.99%	-	0.00%
89	GMR Mining & Energy Private Limited	April 01, 2020 - March 31, 2021	26.12.2019	INR	0.05	(1.13)	0.00	1.09	-	-	(0.00)	-	(0.00)	-	-	-	(0.00)	-	82.16%	-	0.00%
90	GMR Vishakhapatnam International Airport Limited #	"May 19, 2020 - March 31, 2021"	19.05.2020	INR	4.50	4.32	12.36	3.54	4.04	-	(0.18)	-	(0.18)	-	-	-	(0.18)	-	51.00%	-	0.00%
91	GMR Hyderabad Airport Assets Limited #	"November 25, 2020 - March 31, 2021"	25.11.2020	INR	0.10	(0.01)	0.09	0.00	-	-	(0.01)	-	(0.01)	-	-	-	(0.01)	-	32.13%	-	0.00%
92	GMR Airports Greece Single Member S.A.#	"January 13, 2020 - December 31, 2020"	13.01.2020	Euro	0.22	0.55	8.87	8.10	-	-	(0.52)	-	(0.52)	-	-	-	(0.52)	-	51.00%	-	0.00%

Notes:

1. The annual accounts of the Subsidiary Companies and the related detailed information will be made available to the members of the Company and the subsidiary companies seeking such information at any point of time. The annual accounts of the subsidiary companies will also be kept for inspection by any member in the registered office and that of the subsidiary companies concerned.
2 * Investments except investment in Group entities (Subsidiaries / Joint ventures / Associates).
3 ** MGJCV is jointly controlled operation (JCO) consolidated on proportionate basis w.e.f 1st April 2017.
4. *** Indicates entities sold during the year
5. **** indicates companies under liquidation/merger/strike off.
6. Details of reporting currency and the rate used in the preparation of consolidated financial statements.

Currency	For Conversion		
	Reporting Currency Reference	Average Rate (in ₹)	Closing Rate (in ₹)
USD	a	74.07	73.07
Euro	b	84.93	89.74
GBP	c	95.44	99.82
PHP	d	1.50	1.52
USD@	e	74.07	73.07

7. # indicates the names of subsidiaries which are yet to commence operations

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint

S No	Name of Associates/Joint Ventures	Latest audited Balance sheet date	Date on which the Associate or Joint Venture was associated or acquired	Shares of Associate/Joint Ventures held by the company on the year end			Description of how there is significant influence	Reason why the associate/ joint venture is not consolidated	Networth attributable to Shareholding as per latest audited Balance Sheet	Profit / (Loss) for the year (₹ in crore)		OCI for the year (₹ in crore)	
				Number in crore	Amount of Investment in Associates/Joint Venture (₹ in crore)	Extend of Holding %				Considered in Consolidation	Not considered in Consolidation	Considered in Consolidation	Not considered in Consolidation
	Associates												
1	GMR Rajahmundry Energy Limited	March 31, 2021	12.05.2016	0.00	0.01	36.97%	Company holds investment which by share ownership is deemed to be an associate company	NA	(422.86)	(100.40)	-	0.01	-
2	East Delhi Waste Processing Company Private Limited	March 31, 2021	23.10.2013	0.00	0.01	15.99%		No benefical ownership	NA	NA	NA	NA	NA
3	Celebi Delhi Cargo Terminal Management India Private Limited	March 31, 2021	24.08.2009	2.91	29.12	8.49%		NA	75.03	23.22	-	-0.08	-
4	Travel Food Services (Delhi T3) Private Limited	March 31, 2021	23.06.2010	0.56	5.60	13.06%		NA	6.33	(2.22)	-	0.05	-
5	TIM Delhi Airport Advertisement Private Limited	March 31, 2021	09.07.2010	0.92	9.22	16.29%		NA	38.94	1.11	-	0.05	-
6	DIGI Yatra Foundation	March 31, 2021	20.02.2019	0.00	-	12.00%		NA	0.00	-		0.00	
	Joint Ventures												
1	GMR Energy Limited	March 31, 2021	04.11.2016	186.59	5,847.05	69.58%	NA	NA					
2	GMR Vemagiri Power Generation Limited	March 31, 2021	04.11.2016	27.45	295.90	69.58%	NA	NA					
3	GMR (Badrinath) Hydro Power Generation Private Limited #	March 31, 2021	04.11.2016	0.50	5.00	69.61%	NA	NA					
4	GMR Maharashtra Energy Limited #	March 31, 2021	04.11.2016	0.01	0.05	69.58%	NA	NA					
5	GMR Consulting Services Private Limited	March 31, 2021	04.11.2016	0.01	0.05	69.58%	NA	NA					
6	GMR Bajoli Holi Hydro Power Private Limited #	March 31, 2021	04.11.2016	53.80	538.00	55.57%	NA	NA					
7	GMR Warora Energy Limited (formerly EMCO Energy Limited)	March 31, 2021	04.11.2016	87.00	998.75	69.58%	NA	NA					
8	GMR Bundelkhand Energy Private Limited #	March 31, 2021	04.11.2016	0.00	0.01	69.58%	NA	NA					
9	GMR Rajam Solar Power Private Limited	March 31, 2021	04.11.2016	0.00	0.01	69.58%	NA	NA					
10	GMR Gujarat Solar Power Private Limited	March 31, 2021	04.11.2016	7.36	73.60	69.58%	NA	NA	1272.32	(395.61)	-	-	-
11	GMR Indo-Nepal Energy Links Limited #	March 31, 2021	04.11.2016	0.01	0.05	69.58%	NA	NA					
12	GMR Indo-Nepal Power Corridors Limited #	March 31, 2021	04.11.2016	0.01	0.05	69.58%	NA	NA					
13	GMR Energy (Mauritius) Limited	December 31, 2019	04.11.2016	0.00	-	71.10%	NA	NA					
14	GMR Lion Energy Limited	December 31, 2019	04.11.2016	0.29	21.00	71.10%	NA	NA					
15	GMR Upper Karnali Hydro Power Limited #	March 31, 2021	04.11.2016	0.11	1.04	51.90%	NA	NA					
16	Karnali Transmission Company Private Limited #	March 31, 2021	04.11.2016	0.00	0.13	71.10%	NA	NA					
17	GMR Kamalanga Energy Limited	March 31, 2021	28.12.2007	187.84	1,887.67	60.83%	NA	NA					
18	Rampia Coal Mine and Energy Private Limited	March 31, 2021	19.02.2008	-	-	12.10%	NA	NA					
19	GMR Tenaga Operations and Maintenance Private Limited	March 31, 2021	09.04.2018	0.00	0.03	34.79%	NA	NA					

S No	Name of Associates/Joint Ventures	Latest audited Balance sheet date	Date on which the Associate or Joint Venture was associated or acquired	Shares of Associate/Joint Ventures held by the company on the year end			Description of how there is significant influence	Reason why the associate/ joint venture is not consolidated	Networth attributable to Shareholding as per latest audited Balance Sheet	Profit / (Loss) for the year (₹ in crore)		OCI for the year (₹ in crore)	
				Number in crore	Amount of Investment in Associates/Joint Venture (₹ in crore)	Extend of Holding %				Considered in Consolidation	Not considered in Consolidation	Considered in Consolidation	Not considered in Consolidation
20	Delhi Aviation Services Private Limited	March 31, 2021	30.07.2010	1.25	12.50	16.32%	NA	NA	22.52	5.67	-	-0.01	-
21	Delhi Aviation Fuel Facility Private Limited	March 31, 2021	08.01.2010	4.26	42.64	8.49%	NA	NA	64.63	(3.23)	-	0.00	-
22	Delhi Duty Free Services Private Limited	March 31, 2021	07.06.2013	5.35	979.99	24.97%	NA	NA	300.68	(26.43)	-	0.19	-
23	Laqshya Hyderabad Airport Media Private Limited	March 31, 2021	14.05.2011	0.98	9.80	15.74%	NA	NA	22.86	0.10	-	0.02	-
24	GIL SIL JV	March 31, 2021		-	-	51.00%	NA	NA	3.42	0.70	-	0.00	-
25	GMR Megawide Cebu Airport Corporation	December 31, 2020	13.01.2014	108.82	1,728.27	20.40%	NA	NA	496.49	(68.37)	-	-0.02	-
26	Heraklioncrete International Airport SA	December 31, 2020	12.02.2019	0.03	235.29	11.04%	NA	NA	231.84	(0.08)	-	-	-
27	Mactan Travel Retail Group Co.	December 31, 2020	21.03.2018	0.70	1.58	12.75%	NA	NA	0.26	(1.44)	-	-	-
28	SSP-Mactan Cebu Corporation	December 31, 2020	13.03.2018	0.70	1.57	12.75%	NA	NA	2.11	(2.34)	-	-	-
29	Megawide GMR Construction JV, Inc.	December 31, 2020	31.01.2018	4.59	15.16	25.50%	NA	NA	29.50	15.51	-	-	-
30	Limak GMR Construction JV	December 31, 2020	25.03.2008	-	0.11	50.00%	NA	NA	0.00	(0.09)	-	-	-
31	PT Golden Energy Mines Tbk	December 31, 2020	17.11.2011			30.00%							
32	PT Roundhill Capital Indonesia	December 31, 2020	17.11.2011			29.70%							
33	PT Borneo Indobara	December 31, 2020	17.11.2011			29.43%							
34	PT Kuansing Inti Makmur	December 31, 2020	17.11.2011			30.00%							
35	PT Karya Cemerlang Persada	December 31, 2020	17.11.2011			30.00%							
36	PT Bungo Bara Utama	December 31, 2020	17.11.2011			30.00%							
37	PT Bara Harmonis Batang Asam	December 31, 2020	17.11.2011			30.00%							
38	PT Berkat Nusantara Permai	December 31, 2020	17.11.2011			30.00%							
39	PT Tanjung Belit Bara Utama	December 31, 2020	17.11.2011	176.47	3,095.36	30.00%	NA	NA	3675.85	208.00	-	-0.72	-
40	PT Trisula Kencana Sakti	December 31, 2020	17.11.2011			21.00%							
41	PT Era Mitra Selaras	December 31, 2020	20.09.2016			30.00%							
42	PT Wahana Rimba	December 31, 2020	20.09.2016			30.00%							
43	PT Berkat Satria Abadi	December 31, 2020	20.09.2016			30.00%							
44	PT Gems Energy Indonesia	December 31, 2020	19.03.2015			30.00%							
45	GEMS Trading Resources Pte Limited	December 31, 2020	13.07.2012			30.00%							
46	PT Karya Mining Solution (formerly known as PT Bumi Anugerah Semesta)	December 31, 2020	24.07.2013			30.00%							

S No	Name of Associates/Joint Ventures	Latest audited Balance sheet date	Date on which the Associate or Joint Venture was associated or acquired	Shares of Associate/Joint Ventures held by the company on the year end			Description of how there is significant influence	Reason why the associate/ joint venture is not consolidated	Networth attributable to Shareholding as per latest audited Balance Sheet	Profit / (Loss) for the year (₹ in crore)		OCI for the year (₹ in crore)	
				Number in crore	Amount of Investment in Associates/Joint Venture (₹ in crore)	Extend of Holding %				Considered in Consolidation	Not considered in Consolidation	Considered in Consolidation	Not considered in Consolidation
47	PT Kuansing Inti Sejahtera	December 31, 2020	22.11.2017			30.00%							
48	PT Bungo Bara Makmur	December 31, 2020	22.11.2017			30.00%							
49	PT Dwikarya Sejati Utma	December 31, 2020	1.09.2018			30.00%							
50	PT Unsoco	December 31, 2020	1.09.2018			30.00%							
51	PT Barasentosa Lestari	December 31, 2020	1.09.2018			30.00%							
52	PT Duta Sarana Internusa	December 31, 2020	1.09.2018			30.00%							
53	GMR Logistics Park Private Limited*	March 31, 2021	16.04.2020	1.77	17.72	9.64%	NA	NA	17.70	(0.01)	-	0.00	-

# indicates the names of Joint ventures /Associates which are yet to commence operations

* Became joint venture in current year

For and on behalf of the Board of Directors of
GMR Infrastructure Limited

G M Rao
Chairman
DIN: 00574243

Grandhi Kiran Kumar
Managing Director & CEO
DIN: 00061669

Saurabh Chawla
Chief Financial Officer

Venkat Ramana Tangirala
Company Secretary
Membership number: A13979

Place: Counter Signed at Dubai and New Delhi
Date: June 18, 2021

ANNEXURE ‘B’ TO THE BOARD’S REPORT
List of Holding, Subsidiary and Associate companies
As on the 31-03-2021

Sl. No.	Name¥	Holding / Subsidiary / £Associate
1.	GMR Enterprises Private Limited (GEPL)	Holding
2.	GMR Energy Limited (GEL)	Subsidiary
3.	GMR Vemagiri Power Generation Limited (GVPGL)	Subsidiary
4.	GMR (Badrinath) Hydro Power Generation Private Limited (GBHPL)	Subsidiary
5.	GMR Kamalanga Energy Limited (GKEL)	Subsidiary
6.	GMR Energy (Mauritius) Limited (GEML)	Subsidiary
7.	GMR Lion Energy Limited (GLEL)	Subsidiary
8.	GMR Upper Karnali Hydropower Limited (GUKPL)	Subsidiary
9.	GMR Energy Trading Limited (GETL)	Subsidiary
10.	GMR Consulting Services Limited (GCSL)	Subsidiary
11.	GMR Bajoli Holi Hydropower Private Limited (GBHHPL)	Subsidiary
12.	GMR Londa Hydropower Private Limited (GLHPPL)	Subsidiary
13.	GMR Energy (Cyprus) Limited (GECL)	Subsidiary
14.	GMR Energy (Netherlands) B.V. (GENBV)	Subsidiary
15.	GMR Warora Energy Limited (Formerly EMCO Energy Limited)	Subsidiary
16.	Indo Tausch Trading DMCC (ITTD)	Subsidiary
17.	GMR Maharashtra Energy Limited (GMEL)	Subsidiary
18.	GMR Male' International Airport Private Limited (GMIAPL)	Subsidiary
19.	GMR Bundelkhand Energy Private Limited (GBEPL)	Subsidiary
20.	GMR Rajam Solar Power Private Limited (formerly known as GMR Uttar Pradesh Energy Private Limited (GRSPPL)	Subsidiary
21.	GMR Gujarat Solar Power Limited (GGSPL)	Subsidiary
22.	Karnali Transmission Company Private Limited (KTCPL)	Subsidiary
23.	GMR Indo-Nepal Energy Links Limited (GINELL)	Subsidiary
24.	GMR Indo-Nepal Power Corridors Limited (GINPCL)	Subsidiary
25.	GMR Energy Projects (Mauritius) Limited (GEPML)	Subsidiary
26.	GMR Infrastructure (Singapore) Pte Limited (GISPL)	Subsidiary
27.	GMR Coal Resources Pte Limited (GCRPL)	Subsidiary
28.	GMR Power Infra Limited (GPIL)	Subsidiary
29.	GMR Highways Limited (GHWL)	Subsidiary
30.	GMR Tambaram Tindivanam Expressways Limited (GTTEPL)	Subsidiary
31.	GMR Tuni Anakapalli Expressways Limited (GTAEPL)	Subsidiary
32.	GMR Ambala Chandigarh Expressways Private Limited (GACEPL)	Subsidiary
33.	GMR Pochanpalli Expressways Limited (GPEPL)	Subsidiary
34.	GMR Hyderabad Vijayawada Expressways Private Limited (GHVEPL)	Subsidiary
35.	GMR Chennai Outer Ring Road Private Limited (GCORRPL)	Subsidiary
36.	GMR Hyderabad International Airport Limited (GHIAL)	Subsidiary
37.	Gateways for India Airports Private Limited (GFIAL)	Subsidiary

Sl. No.	Name¥	Holding / Subsidiary / £Associate
38.	GMR Aerostructure Services Limited (GMR Hyderabad Airport Resource Management Limited (GHARML))	Subsidiary
39.	GMR Hyderabad Aerotropolis Limited (GHAPL)	Subsidiary
40.	GMR Hyderabad Aviation SEZ Limited (GHASL)	Subsidiary
41.	GMR Air Cargo and Aerospace Engineering Limited [formerly known as GMR Aerospace Engineering Limited (GAEL)]	Subsidiary
42.	GMR Aero Technic Limited (GATL) (formerly known as MAS GMR Aero Technic Limited (MGATL))	Subsidiary
43.	GMR Airport Developers Limited (GADL)	Subsidiary
44.	GADL International Limited (GADLIL)	Subsidiary
45.	GMR Hospitality and Retail Limited (Formerly GMR Hotels and Resorts Limited)	Subsidiary
46.	Delhi International Airport Limited (DIAL)	Subsidiary
47.	Delhi Aerotropolis Private Limited (DAPL)*	Subsidiary
48.	Delhi Duty Free Services Private Limited (DDFS)	Subsidiary
49.	Delhi Airport Parking Services Private Limited (DAPSL)	Subsidiary
50.	GMR Airports Limited (GAL)	Subsidiary
51.	GMR Airports (Mauritius) Limited (GALM)	Subsidiary
52.	GMR Aviation Private Limited (GAPL)	Subsidiary
53.	Raxa Security Services Limited (Raxa)	Subsidiary
54.	GMR Krishnagiri SIR Limited (GKSIR)	Subsidiary
55.	Advika Properties Private Limited (APPL)	Subsidiary
56.	Aklima Properties Private Limited (AKPPL)	Subsidiary
57.	Amartya Properties Private Limited (AMPPL)	Subsidiary
58.	Baruni Properties Private Limited (BPPL)	Subsidiary
59.	Bougainvillea Properties Private Limited (BOPPL)	Subsidiary
60.	Camelia Properties Private Limited (CPPL)	Subsidiary
61.	Deepesh Properties Private Limited (DPPL)	Subsidiary
62.	Eila Properties Private Limited (EPPL)	Subsidiary
63.	Gerbera Properties Private Limited (GPPL)	Subsidiary
64.	Lakshmi Priya Properties Private Limited (LPPPL)	Subsidiary
65.	Honeysuckle Properties Private Limited (HPPL)	Subsidiary
66.	Idika Properties Private Limited (IPPL)	Subsidiary
67.	Krishnapriya Properties Private Limited (KPPL)	Subsidiary
68.	Larkspur Properties Private Limited (LAPPL)	Subsidiary
69.	Nadira Properties Private Limited (NPPL)	Subsidiary
70.	Padmapriya Properties Private Limited (PAPPL)	Subsidiary
71.	Prakalpa Properties Private Limited (PPPL)	Subsidiary
72.	Purnachandra Properties Private Limited (PUPPL)	Subsidiary
73.	Shreyadita Properties Private Limited (SPPL)	Subsidiary
74.	Pranesh Properties Private Limited (PRPPL)	Subsidiary
75.	Sreepa Properties Private Limited (SRPPL)	Subsidiary
76.	Radhapriya Properties Private Limited (RPPL)	Subsidiary
77.	Asteria Real Estates Private Limited (AREPL)	Subsidiary
78.	Lantana Properties Private Limited (LPPL)	Subsidiary

Sl. No.	Name¥	Holding / Subsidiary / £Associate
79.	Namitha Real Estates Private Limited (NREPL)	Subsidiary
80.	Honey Flower Estates Private Limited (HFEPL)	Subsidiary
81.	GMR SEZ & Port Holdings Limited (GSPHL)	Subsidiary
82.	Suzone Properties Private Limited (SUPPL)	Subsidiary
83.	Lilliam Properties Private Limited (LPPL)	Subsidiary
84.	GMR Corporate Affairs Limited (Formerly known as GMR Corporate Affairs Private Limited) (GCAL)	Subsidiary
85.	Dhruvi Securities Limited (Formerly known as Dhruvi Securities Private Limited) (DSL)	Subsidiary
86.	Kakinada SEZ Limited (KSL)	Subsidiary
87.	GMR Business Process and Services Private Limited (GBPSPL)	Subsidiary
88.	GMR Infrastructure (Mauritius) Limited (GIML)	Subsidiary
89.	GMR Infrastructure (Cyprus) Limited (GICL)	Subsidiary
90.	GMR Infrastructure Overseas Limited (GIOL)	Subsidiary
91.	GMR Infrastructure (UK) Limited (GIUL)	Subsidiary
92.	GMR Infrastructure (Global) Limited (GIGL)	Subsidiary
93.	Kakinada Gateway Port Limited (KGPL)	Subsidiary
94.	GMR Goa International Airport Limited (GGIAL)	Subsidiary
95.	GMR Infrastructure (Overseas) Limited (GIOL)	Subsidiary
96.	GMR Generation Assets Limited	Subsidiary
97.	GMR Infra Developers Limited (GIDL)	Subsidiary
98.	GMR Airports International B.V (GAIBV)	Subsidiary
99.	GMR Power and Urban Infra Limited (GPUIL)	Subsidiary
100.	GMR Nagpur International Airport Limited (GNIAL)	Subsidiary
101.	GMR Airports Singapore Pte Limited	Subsidiary
102.	GMR Kannur Duty Free Services Limited	Subsidiary
103.	GMR Airports Greece Single Member S.A	Subsidiary
104.	GMR Visakhapatnam International Airport Limited	Subsidiary
105.	GMR Mining and Energy Private Limited	Subsidiary
106.	GMR Hyderabad Airport Assets Limited	Subsidiary
107.	GMR Rajahmundry Energy Limited (GREL)	Associate
108.	Delhi Aviation Services Private Limited (DASPL)	Associate
109.	Travel Food Services (Delhi Terminal 3) Private Limited (TFSPL)	Associate
110.	Delhi Aviation Fuel Facility Private Limited (DAFFPL)	Associate
111.	Celebi Delhi Cargo Terminal Management India Private Limited (CDCTM)	Associate
112.	TIM Delhi Airport Advertising Private Limited (TIMDAA)	Associate
113.	Laqshya Hyderabad Airport Media Private Limited (LHAMPL)	Associate
114.	GMR Megawide Cebu Airport Corporation (GMCAC)	Associate
115.	Megawide - GISPL Construction JV (MGCJV)	Associate
116.	Rampia Coal Mine and Energy Private Limited (RCMEPL)*	Associate
117.	PT Golden Energy Mines Tbk (GEMS)	Associate
118.	PT Roundhill Capital Indonesia (RCI)	Associate
119.	PT Borneo Indobara (BIB)	Associate
120.	PT Kuansing Inti Makmur (KIM)	Associate
121.	PT Karya Cemerlang Persada (KCP)	Associate

Sl. No.	Name¥	Holding / Subsidiary / £Associate
122.	PT Bungo Bara Utama (BBU)	Associate
123.	PT Bara Harmonis Batang Asam (BHBA)	Associate
124.	PT Berkat Nusantara Permai (BNP)	Associate
125.	PT Tanjung Belit Bara Utama (TBBU)	Associate
126.	PT Trisula Kencana Sakti (TKS)	Associate
127.	PT Gems Energy Indonesia (Gems Energy)	Associate
128.	GEMS Trading Resources Pte Limited (GEMSCR) (Formerly GEMS Coal Resources Pte Limited)	Associate
129.	PT Karya Mining Solution (KMS) (formerly known as PT Bumi Anugerah Semesta)	Associate
130.	Limak GMR Construction JV (CJV)	Associate
131.	PT Era Mitra Selaras (EMS)	Associate
132.	PT Wahana Rimba (WRL)	Associate
133.	PT Berkat Satria Abadi (BSA)	Associate
134.	PT Kuansing Inti Sejahtera (KIS)	Associate
135.	PT Bungo Bara Makmur (BBM)	Associate
136.	Heraklion Crete International Airport Societe Anonyme (Crete)	Associate
137.	DIGI Yatra Foundation (DIGI)	Associate
138.	Mactan Travel Retail Group Co. (MTRGC)	Associate
139.	SSP-Mactan Cebu Corporation (SMCC)	Associate
140.	GMR Tenaga Operations and Maintenance Private Limited (GTOMPL)	Associate
141.	Megawide GMR Construction JV, INC (MGCJV Clark)	Associate
142.	GMR Logistics Park Private Limited (GLPPL)	Associate
143.	PT Unsoco	Associate
144.	PT Duta Sarana Internusa (melalui DSU)	Associate
145.	PT Barasentosa Lestari (melalui DSI dan UNSOCO)	Associate
146.	PT Dwikarya Sejati Utama	Associate

£ Associate includes Joint Ventures.

* Struck off and dissolved w.e.f 19-04-2021

¥ does not include Company limited by guarantee.

• assessed as Jointly Controlled Entities for the purpose of Indian Accounting Standards.

ANNEXURE 'C' TO THE BOARD'S REPORT

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

1. A brief outline of the Company's CSR policy

A brief outline of the Company's CSR policy is stated hereinbelow and the detailed CSR Policy and CSR Project approved by the Board are available at weblink:https://investor.gmrgroup.in/policies

Composition of CSR Committee:

Sl. No.	Name of Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. R.S.S.L.N. Bhaskarudu	Chairman	1 (one)	1 (one)
2	Mr. B.V.N. Rao	Member		1 (one)
3	Mr. G.B.S Raju	Member		-

3. Web-link where Composition of CSR committee is disclosed on the website of the company: https://investor.gmrgroup.in/commitee

4. Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report) **–Not Applicable**

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any **- Not Applicable**

6. Average net profit/ loss of the Company as per Section 135(5):
Average net loss: ₹ 507.82 Crore

7. (a) Two percent of average net profit of the company as per Section 135(5)**- Not Applicable**

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years**- NIL**

(c) Amount required to be set off for the financial year, if any**- NIL**

(d) Total CSR obligation for the financial year (7a+7b- 7c)**- NIL**

8 (a) CSR amount spent or unspent for the financial year: **NIL**

(b) Details of CSR amount spent against ongoing projects for the financial year: **Not applicable**

(c) Details of CSR amount spent against other than ongoing projects for the financial year: **Not applicable**

(d) Amount spent in Administrative Overheads- **Not applicable**

(e) Amount spent on Impact Assessment, if applicable- **Not applicable**

(f) Total amount spent for the Financial Year (8b+8c+8d+8e)- **NIL**

(g) Excess amount for set off, if any-**Not applicable**

9. (a) Details of Unspent CSR amount for the preceding three financial years: **Not applicable**

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): **Not applicable**

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details)

a. Date of creation or acquisition of the capital asset(s)- **Not applicable**

b. Amount of CSR spent for creation or acquisition of capital asset- **Not applicable**

c. Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc- **Not applicable**

d. Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset)- **Not applicable**

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per Section 135(5)- **Not Applicable**

    Due to non-availability of profits the Company was not required to spend any amount on CSR activities during the financial year 2020-21.

R.S.S.L.N. Bhaskarudu
Chairman, CSR Committee
(DIN:00058527)

Grandhi Kiran Kumar
Managing Director
(DIN: 00061669)

Corporate Social Responsibility Policy

GMR Infrastructure Limited (the Company), a part of GMR Group has formulated a the CSR Policy of the company. GMR Group (the Group) recognizes that its business activities have wide impact on the societies in which it operates and therefore an effective practice is required giving due consideration to the interests of its stakeholders including shareholders, customers, employees, suppliers, business partners, local communities and other organizations.

The Company is driven by Group’s vision to make a difference, specifically to society by contributing to the economic development of the country and improving the quality of life of the local communities. Towards this vision, the Company intends to support corporate social responsibility initiatives across the country through GMR Varalakshmi Foundation or any other eligible implementing agency (implementing partner). The initiatives will be in the areas of education, health, hygiene, sanitation, empowerment, livelihood and community development.

CSR Policy for GMR Infrastructure Limited

In continuance to the community development initiatives being undertaken by the Company and in pursuance of the requirements of the Companies Act, 2013, the company as part of its CSR initiatives proposes to engage and work on the following areas (with a special focus to geographical locations in India where GMR infrastructure Limited has presence), herein after referred to as the CSR Policy:

i) Education;

ii) Health, Hygiene and Sanitation;

iii) Empowerment & Livelihoods;

iv) Community Development;

v) Environmental sustainability;

vi) Heritage and Measure for the culture;

vii) Benefit of armed forces veterans, war widows and their dependents Central Armed Polices Forces (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows;

viii) Training to promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports;

ix) Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government or the State Governments for socio-economic development and relief, and funds for the welfare of the Scheduled Castes, Scheduled Tribes, other backward classes, minorities and women;

x) Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;

xi) Other rural development projects;

xii) Slum area development;

xiii) Such other activities included in Schedule VII of the Companies Act, 2013 as may be identified by CSR Committee from time to time, which are not expressly prohibited.

It may be noted that the above activities are indicative and are activities that the company may at any point of time engages but all such activities may not be taken up by the Company during the year. While the activities undertaken in pursuance of the CSR policy must be relatable to Schedule VII of the Companies Act 2013, the entries in the said Schedule VII must be interpreted liberally so as to capture the essence of the subjects enumerated in the said Schedule. The items enlisted in the amended Schedule VII of the Act, are broad-based and are intended to cover a wide range of activities.

ANNEXURE 'D' TO THE BOARD'S REPORT

Form No. MR-3

SECRETARIAL AUDIT REPORT

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

FOR THE FINANCIAL YEAR ENDED: 31.03.2021

To,
The Members,
GMR Infrastructure Limited
Naman Centre, 7th Floor, Opp. Dena Bank,
Plot No. C-31, G Block, Bandra Kurla Complex,
Bandra (East), Mumbai 400 051, Maharashtra
CIN: L45203MH1996PLC281138

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by GMR Infrastructure Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, the information provided by the Company, its officers, agents and authorized representatives and during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the financial year ended March 31, 2021 (the audit period) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanisms in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended March 31, 2021, according to the provisions of:

(i) The Companies Act, 1956 to the extent applicable and the Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment. There was no Overseas Direct Investment or External Commercial Borrowings during the audit period.

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

  (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

  (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

  (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

  (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

  (e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (Not applicable to the Company during the audit period);

  (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the Company during the audit period)

  (g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

  (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the Company during the audit period); and

  (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the Company during the audit period);

(vi) Other laws applicable specifically to the Company, namely:

(a) Building and other Construction Workers (Regulation of Employment And Conditions of Service) Act, 1996;

(b) Building and other Construction Workers' Welfare Cess Act, 1996;

(c) Contract Labor (Regulation and Abolition) Act, 1970 and the Rules the reunder; and

(d) Inter State Migrant Workmen (Regulation of Employment & Conditions Of Service) Act, 1979.

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards (SS-1) on meetings of the Board of Directors and Secretarial Standards (SS-2) on General Meetings issued by the Institute of Company Secretaries of India.

(ii) Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited

We have not examined compliance by the Company with applicable financial laws, such as direct and indirect tax laws, since the same have been subject to review by other designated professionals.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, except for the meetings held at short notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

We further report that based on the statutory compliance certificates furnished by the Managing Director and Company Secretary and taken on record at various board meetings of the Company, there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with other applicable laws, rules, regulations, standards and guidelines.

We further report that during the audit period, the Company has undertaken the following actions which are having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, standards, guidelines, etc.

1) Approval of Composite Scheme of Amalgamation and Arrangement between the company, GMR Power Infra Ltd, GMR Power and Urban Infra Ltd, as approved at the board meeting held on August 27, 2020 and subject to approval of the Hon'ble National Company Law Tribunal, Mumbai Bench and all other statutory approvals.

(2) Transfer of equity shares held by the company and its subsidiaries aggregating to 12% of the paid-up equity share capital of GMR Airports Limited, a subsidiary Company to GMR Infra Developers Limited, a wholly owned subsidiary.

(3) Special Resolution passed by members at the annual general meeting held on September 21, 2020 for raising of funds through issue of equity shares and/or other eligible securities through Qualified Institutional Placement not exceeding ₹ 5000 Crore.

(4) Disposal of entire 51% stake held by GMR SEZ & Port Holdings Limited (subsidiary of the Company) in Kakinada SEZ Limited. (a step-down subsidiary of the Company).

For V. Sreedharan and Associates
Company Secretaries

Sd/-
V. SREEDHARAN
Partner
FCS.2347; CP.No.833

Place: Bengaluru
Date: 22-07-2021
UDIN Number: F002347C000671609
Peer Review Certificate No: 589/2019

This report is to be read with our letter of even date which is annexed as Annexure 1 and forms an integral part of this report.

'Annexure -1'

To,
The Members
GMR Infrastructure Limited
Naman Centre, 7th Floor, Opp. Dena Bank,
Plot No. C-31, G Block, Bandra Kurla Complex,
Bandra (East), Mumbai 400051 Maharashtra

Our report of even date is to be read along with this letter:

1. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.
7. Due to the ongoing Covid-19 pandemic, we have conducted online verification and examination of records, as facilitated by the Company for the purpose of issuing this report.

For V. Sreedharan and Associates
Company Secretaries

Sd/-
V. SREEDHARAN
Partner
FCS.2347; CP.No.833

Place: Bengaluru
Date: 22-07-2021
UDIN Number: F002347C000671609
Peer Review Certificate No: 589/2019

ANNEXURE'E-1' TO THE BOARD'S REPORT

Secretarial audit report of Delhi International Airport Limited

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED: 31.03.2021

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Delhi International Airport Limited
New Udaan Bhawan, Opp. Terminal-3,
Indira Gandhi International Airport,
New Delhi-110 037

I was appointed by the Board of Directors of **Delhi International Airport Limited** (hereinafter called the Company) to conduct Secretarial Audit as per the provisions of Section 204 of Companies Act, 2013, for the financial year ended March 31, 2021.

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by the Company. Secretarial Audit was conducted in a manner that provided me/us with a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Management's Responsibility for Secretarial Compliances

The Company's management is responsible for preparation and maintenance of secretarial records and for devising proper systems to ensure compliance with the provisions of applicable laws and regulations.

Auditors Responsibility

Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances, based on our audit.

We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

We have not verified the correctness and appropriateness of financial records and books of accounts of the company.

Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

The secretarial audit report is neither an assurance to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Opinion

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2021 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder, as may be applicable;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder, as may be applicable;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 - **Not applicable as the Company is not a listed company,**

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 **– Not applicable as the Company is not a listed company;**

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - Not applicable as the Company is not a listed company;

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 **– Not applicable as the Company is not a listed company;**

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **– Not applicable as the Company is not a listed company;**

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client **– Not applicable;**

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **– Not applicable as the Company is not a listed company; and**

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **– Not applicable as the Company is not a listed company;**

I have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 **– Not applicable as the Company is not listed and had not entered into listing agreement with any stock exchange.**

Based on our verification of the Company’s books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the financial year ended March 31, 2021, complied with the aforesaid laws, material compliances are listed in the Annexure attached to this report.

I/we further report that DIAL implemented the Tariff order No. 40/2015-16 dated December 08, 2015 issued by AERA for the second control period with effect from July 08, 2017 as per directions of Director General of Civil Aviation dated July 07, 2017.

DIAL’s appeal no. 10/2012 with respect to first control period has been concluded at the TDSAT along with the appeal of certain airlines. TDSAT vide its order dated April 23, 2018 has passed the order, which provides clarity on the issues which were pending for last six years and has laid down the principles to be followed by AERA in the third control period starting from April 1, 2019. The Company expects the uplift impact of the TDSAT order to reflect in the tariff determination by AERA for the third control period i.e. 2019 -2024. DIAL’s appeal against the second control period is pending before the TDSAT and the same is still to be heard which shall be heard in due course. Also, DIAL in respect of TDSAT order dated April 23, 2018 has filed a limited appeal in the Hon’ble Supreme Court of India on July 21, 2018 and same is still to be heard.

Further, DIAL has filed tariff proposal for the third control period starting April 1, 2019 to March 31, 2024 with the regulator on November 27, 2018. AERA has time to time extended the prevailing tariff. AERA has issued tariff order no 57/2020-21 for third control period on December 30, 2020 allowing DIAL to continue with BAC+10% tariff for the balance period of third control period plus compensatory tariff in lieu of Fuel Throughput Charges. DIAL had also filed an appeal against some of AERA’s decision in Third Control Period order on January 29, 2021 with TDSAT.

Based on information received and records maintained, we further report that:

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

2. Adequate notice is given to all directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent in compliance of the Secretarial Standards, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and

for meaningful participation at the meeting.

3. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

4. The Company has proper Board processes.

Based on the compliance mechanism established by the Company in the form of Legatrix Software and Compliance Certificate(s) issued by the Function Head(s) of all the Departments to the Managing Director and Chief Financial Officer (CFO) of the Company and on the basis of said certificate(s) the Compliance Certificate(s) signed by Managing Director/ Chief Executive Officer (CEO) and Chief Financial Officer (CFO) taken on records by the Board of Directors at their meeting(s), we are of the opinion that the management has adequate systems and processes in the company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Sd/-
Signature

Place: New Delhi
Date: May 11, 2021
UDIN: **F004982C000277595**

Maneesh Gupta
FCS No. 4982
C P No. 2945

ANNEXURE TO SECRETARIAL AUDIT REPORT

In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished and representations made to us by the Company, its officers and agents, we report that the Company has during the financial year under review, complied with the provisions of the Acts, Rules made thereunder and the Memorandum and Articles of Association of the Company with regard to:

1. Maintenance of various statutory registers and documents and making necessary entries therein:
2. Contracts, Common Seal and Registered Office and publication of name of the Company;
3. Forms, returns, documents and resolutions required to be filed with the Registrar of Companies, Regional Director, Central Government, National Company Law Tribunal (NCLT) or such other authorities;
4. Service of documents by the Company on its Members, Directors, Auditors and Registrar of Companies;
5. Constitution of the Board of Directors, Audit Committee, Nomination and Remuneration Committee, Share Allotment, Transfer & Grievance Committee and Corporate Social Responsibility Committee;
6. Appointment, re-appointment and Retirement of Directors including Managing Director and Executive Directors and payment of remuneration to them;
7. Disclosure of interest and concerns in contracts and arrangements, shareholdings and directorships in other companies and interest in other entities by Directors;
8. Disclosure requirements in respect to their eligibility for appointment, declaration of their independence,
9. All transactions with related parties were in the ordinary course of business and arms length and were placed before the Audit Committee periodically;
10. Establishing a vigil mechanism and providing to complainants, if any, unhindered access to the Chairman of the Audit Committee.
11. Constituting the Corporate Social Responsibility Committee formulating and adopting Corporate Social Responsibility Policy indicating the activities to be undertaken by the Company;
12. Appointment of persons as Key Managerial Personnel;
13. Appointment and remuneration of Statutory Auditor and Cost Auditor;
14. Appointment of Internal Auditor;
15. Notice of meetings of the Board and Committee thereof;
16. Minutes of meetings of the Board and Committees thereof including passing of resolutions by circulations;
17. Notice convening annual general meeting held on September 25, 2020 and holding of the meeting on that date;
18. Minutes of General meeting;
19. Approval of members, Board of Directors, Committee of Directors and government authorities, wherever required;
20. Form of balance sheet as at March 31, 2020 as prescribed under Schedule III Part I of the Companies Act, 2013;
21. Report of the Board of Directors for the financial year ended March 31, 2020;
22. Borrowings and registration of charges;
23. Investment of the Company's funds including inter corporate loans and investments

Sd/-
Signature

Place: New Delhi
Date: May 11, 2021
UDIN: **F004982C000277595**

Maneesh Gupta
FCS No. 4982
C P No. 2945

ANNEXURE'E-2' TO THE BOARD'S REPORT

Secretarial audit report of GMR Hyderabad International Airport Limited

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED: 31.03.2021

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
GMR Hyderabad International Airport Limited
(CIN: U62100TG2002PLC040118)
GMR Aero Towers
Rajiv Gandhi International Airport
Shamshabad, Hyderabad -500108
Telangana, India

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **GMR Hyderabad International Airport Limited** (hereinafter called "the Company"). Secretarial audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by its officers, agents and authorized representatives during the conduct of secretarial audit; we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2021; complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter :

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2021 according to the following provisions:

S No	Particulars	
1.	The Companies Act, 2013 ("the Act") and the Rules made there under;	
2.	The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;	
3.	Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment and External Commercial Borrowings;	
4.	We have also examined compliance with the applicable clauses of the Secretarial Standard-1 on Meetings of the Board of Directors and Secretarial Standard-2 on the General Meetings ("Standards") , issued by The Institute of Company Secretaries of India. During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc.	
1.	**Under the Companies Act, 2013**	
A.	Based on our examination and verification of the records produced to us and according to the information and explanations given to us by the Company's officers, we report that the Company has, in our opinion, complied with the applicable provisions of the Companies Act, 2013 ("the Act") and the Rules made there under and Memorandum and Articles of Association of the Company, inter alia with regard to:	
	a.	Maintenance of various statutory registers and documents and making necessary entries therein;
	b.	Forms, returns, documents and resolutions required to be filed with the Registrar of Companies, Ministry of Corporate Affairs, Government of India;
	c.	Service of documents by the Company on its Members, Directors and Registrar of Companies and other Statutory Authorities;
	d.	Notices, Agenda and Minutes of proceedings of the General Meetings and of the Board and its Committee Meetings including Circular Resolutions;
	e.	The meeting(s) of :

		i) the Board of Directors held on 15-06-2020; 22-07-2020; 19-08-2020; 05-11-2020 and 10-02-2021; ii) Audit Committee held on 15-06-2020;22-07-2020; 19-08-2020;19-08-2020 and 10-02-2021; iii) Nomination & Remuneration Committee held on 15-06-2020 and 19-08-2020; iv) CSR Committee held on 15-06-2020; v) Board sub-committee for Demerger held on 15-12-2020 vi) Board sub-committee for issue of Foreign Currency Bonds held on 20-01-2021. Further we report that, due to COVID 19 pandemic all the meetings were conducted via video conferencing as allowed by Ministry of Corporate Affairs.
	f.	The Seventeenth (17^{th}) Annual General Meeting was held on 15th Sept, 2020 and no Extraordinary General Meetings (EGMs) were held during the year.
	g.	Approvals of the Members, the Board of Directors, the Committees of Directors wherever required.
	h.	Constitution of the Board of Directors / Committee(s) of Directors, appointment, retirement and reappointment of Directors.
	i.	Payment of remuneration to the Executive Chairman and Managing Director and payment of sitting fees to other Directors (including Independent Directors).
	j.	Appointment and remuneration of Auditors:
	l.	i. Declaration and distribution of dividends (The Company has not declared any dividend during the financial year under review).
	m.	Transfer of Unpaid and Unclaimed dividend to the Investor Education and Protection Fund. (Not applicable as the Company does not have any unpaid and unclaimed dividend).
	n.	Borrowings and registration, modification and satisfaction of charges wherever applicable;
	o.	Investment of the Company's funds including investments and loans to others;
	p.	Form of balance sheet as prescribed under Part I, form of statement of profit and loss as prescribed under Part II and General Instructions for preparation of the same as prescribed in Schedule III to the Act;
	q.	Board's Report;
	r.	Contracts, common seal, registered office and publication of name of the Company.
B.	**Under the Companies Act, 2013, we further report that :**	
	i.	The Board of Directors of the Company is duly constituted with proper composition of Executive Directors, Non-Executive Directors, Independent Directors and a Women Director. The changes in the composition of the Board of Directors and Key Managerial Personnel (KMP) that took place during the period under review were carried out in compliance with the provisions of the Act as stated below:
		(a) Mr. SGK Kishore ceased to be Chief Executive Officer w.e.f 15th June, 2020 as part of the organizational changes in GMR Group and Mr. Pradeep Panicker was appointed as Chief Executive Officer & KMP of the Company w.e.f 15th June 2020. (b) Mr. Venkatramana Ramachandra Hegde (Director representing Airports Authority of India), Director of the Company ceased to be Director w.e.f 30th July, 2020, consequent upon completion of his tenure in MOCA. (c) Mr. Mohd Shukrie Bin Mohd Salleh was appointed as additional director [nominee of Malaysia Airports Holdings Berhad (MAHB)], of the company w.e.f 22nd July, 2020 and regularized at 17th Annual General Meeting of the Company held on 15th Sept, 2020. (d) Mr. Joyanta Chakraborty [Director, MOCA], was appointed as additional director of the company w.e.f 16th March, 2021.
	ii.	Adequate notices were given to all directors to schedule the Board Meetings and the Board Committee Meetings, the agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
	iii.	All the decisions at Board Meetings and Committee Meetings were carried out on requisite majority and recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.
	iv.	The meetings of the shareholders were conducted in a proper manner and adequate notices of the meetings were given to the Shareholders and others entitled.
	v.	There was no prosecution initiated and no fines or penalties were imposed during the year under review under the Act, Depositories Act, and Rules, Regulations and Guidelines framed under these Acts against / on the Company, its Directors and Officers.

	vi.	The Directors (including the Independent Directors) of the Company have complied with the disclosure requirements in respect of their eligibility of appointment, initial annual, subsequent disclosures / declarations. Pursuant to Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014, all the Independent Directors have registered with the Independent Directors Databank, maintained by the Indian Institute of Corporate Affairs.
2.	**Under the Depositories Act, 1996, we report that:**	
	The Company has complied with the provisions of the Depositories Act, 1996 and the Byelaws framed there under by the Depositories with regard to dematerialization / rematerialisation of the securities and reconciliation of records of dematerialized securities with all the securities issued by the Company.	
3.	**Under FEMA, 1999, we report that:**	
	The Company has complied with the provisions of the FEMA, 1999 and the Rules and Regulations made under that Act to the extent applicable.	
4.	**Under other applicable laws, we report that:**	
	Based on the Quarterly Compliance Certificate issued by the Chief Executive Officer of the Company for all the 4 (four) quarters of the financial year 2020-2021 and noted by the Board at the Board Meetings, we are of the opinion that there has been due compliance of all the Laws to the extent applicable including the Aircraft Act, 1934, the Aircraft Rules, 1937, the AERA Act, 2008, other Civil Aviation Requirements (CAR) Rules, Labour Laws, Finance & Taxation Laws, Corporate Laws and Pollution Laws, Orders Rules, Regulations, Guidelines and other legal requirements of the Central and State Government as well as Local Authorities concerning the business and affairs of the Company. We have been given to understand that the Company has complied with all the laws applicable to it, under the LEGATRIX COMPLIANCE TOOL, which is implemented across GHAIL and its subsidiary & associates companies. Further, we have been given to understand that the Company has conducted all the Board and Committee Meetings as per DESS Digital Platform and the Directors of the Company have successfully completed the annual board / committees evaluation process under DESS Digital Platform.	
5.	We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.	
6.	We further report that during the year the board at its meeting held on 5th November, 2020 has approved for the proposed demerger of rent yielding warehousing business of GMR Hyderabad Aerotropolis Limited ("GHAL" or "Demerged Company") into its Wholly Owned Subsidiary, GMR Hyderabad Airport Assets Limited ("GHAAL" or "Transferee / Resulting Company") as per the provisions of Section 233 of the Companies Act 2013, by way of a Scheme of Arrangement between GHAL and GHAAL.	
7.	We further report that the Board of Directors of the Company at its meeting held on 11th Mar 2019 had approved the proposal for raising funds up to USD 600,000,000 (USD Six Hundred Millions Only) by issue of Foreign Currency Bonds ("FCBs" or "Notes"). Further during the year under review, the board at its meeting held on 20th January, 2021 had approved the proposal for raising Foreign Currency Bonds (FCB's or Bonds or Notes) up to USD 300 Millions either fully or partially in one or more tranches. The Company has successfully issued 5.375% Senior Secured Notes Due 2024 ("Notes") to the extent of USD 300 million in April, 2019 and 4.75% Senior Secured Noted due 2026 ("Notes") to the extent of USD 300 million in Feb, 2021 and the said Notes have been listed on Singapore Stock Exchange. There are no other specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards taken place.	
8.	We further report that the Company being a subsidiary of a Listed Company, has shared relevant information to the Holding Company for its compliance requirements with the Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act').	

For KBG Associates
Company Secretaries

(Srikrishna S Chintalapati)
Partner
CP # 6262
UDIN: F005984C000616825

Place: Hyderabad
Date: 12th July, 2021

'ANNEXURE-A'

To,
The Members,
GMR Hyderabad International Airport Limited
(CIN: U62100TG2002PLC040118)
GMR Aero Towers
Rajiv Gandhi International Airport
Shamshabad, Hyderabad -500 108
Telangana, India

Our report for the even date to be read with the following Letter:

S No	Particulars
1.	Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility isto express an opinion on these secretarial records based on our audit.
2.	We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3.	We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4.	Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.
5.	The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6.	The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
7.	Further, we have been given to understand and explained that the proceeds of Foreign Currency Bonds (4.25% Senior Secured Notes Due 2027) raised in 2017 to the extent of USD 350 Million were utilized primarily towards refinancing of the then existing Rupee Term Loans and External Commercial Borrowings (ECB), and a part of the proceeds were utilized towards expansion projects. Further the board has accorded its consent for raising funds upto USD 600 Millions out of which the company has raised Foreign Currency Bonds (5.375% Senior Secured Notes Due 2024) in April 2019. The proceeds were being utilized for the expansion of airport project. During the year the board has accorded its consent for raising FCB up to USD 300 Millions and the company has successfully issued Foreign Currency Bonds(4.75% Senior Secured Noted due 2026) in February, 2021. Both the Foreign Currency Bonds were raised in international market and are listed on Singapore Stock Exchange by complying the provisions under Singapore Listing Manual and other laws applicable therein; and hence the SEBI, BSE and NSE regulations in India are not applicable and comments need not be offered in this regard.

For KBG Associates
Company Secretaries

(Srikrishna S Chintalapati)
Partner
CP # 6262
UDIN: F005984C000616825

Place: Hyderabad
Date: 12th July, 2021

ANNEXURE'E-3' TO THE BOARD'S REPORT

Secretarial audit report of GMR Airports Limited

Form No. MR-3

SECRETARIAL AUDIT REPORT

(For the Financial Year ended 31st March, 2021)

[Pursuant to section 204 (1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,

GMR Airports Limited
SKIP HOUSE, 25/1, MUSEUM ROAD,
BANGALORE, KARNATAKA 560025

I have conducted the secretarial audit of the compliance of all applicable statutory provisions and the adherence to good corporate practices by GMR AIRPORTS LIMITED (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the GMR AIRPORTS LIMITED's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter. Other material compliances are listed in Annexure A attached to this report.

I have examined the books, papers, minute books, registers, forms and returns filed and other records maintained by GMR AIRPORTS LIMITED for the financial year ended on 31st March, 2021, according to the provisions of:

(i) The Companies Act, 2013 ('the Act') and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

   a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; Not Applicable

   b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; Not Applicable

   c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; Not Applicable

   d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulation, 2014; Not Applicable

   e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

   f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

   g) The Securities and Exchange Board of India (Delisting of Equity Shares) (Amendment) Regulations, 2016; Not Applicable; and

   h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; Not Applicable.

I have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) The SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, (erstwhile Listing Agreement) entered into by the Company with Bombay Stock Exchange Limited & National Stock Exchange of India Limited. (The Company was listed on Bombay Stock Exchange (BSE) July 8, 2019 on issuance of denominated, rated and listed Non-Convertible Bonds)

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above.

I further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws applicable specifically to the Company:

(a) The Income Tax Act, 1961;

(b) Goods and Service Tax (GST) Laws ;

(c) The Reserve Bank of India Act, 1934 (Chapter IIIB) read with the extant Master Circular and prudential norms issued by the Reserve Bank of India ('RBI') and as applicable to a systemically important non-deposit accepting core investment company registered with RBI under section 45-IA of the RBI Act as a non-banking financial company.

Based on the information received and records maintained by the Company, I further report that:

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act., changes are as follows:

   (a) Appointment of Mr. Augustin De Romanet De Beaune as an Additional Non-Executive Director of the Company.

   (b) Appointment of Mr. Philippe Pascal as an Additional Non-Executive Director of the Company.

   (c) Appointment of Mr. Xavier Hurstel as an Additional Non-Executive Director of the Company.

   (d) Resignation of Mr. Gratien Georges Lucien Maire from the position of Non-Executive Director of the Company.

   (e) Resignation of Mr. Olivier Pierre Guichard from the position of Non-Executive Director of the Company.

2. Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance (in the case of meeting held on shorter notice, one independent Director was present in the meeting in terms of the compliance of the Act) and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. I further report that the Company has been sending agenda notes to Directors as per the provisions contained in its Articles of Association, which is in compliances with the provisions of the Act. Majority decision is carried through while the dissenting member's views, if any, are captured and recorded as part of the minutes.

3. I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

4. I further report that during the audit period:

(a) The Company in its Board meeting held on 24th December, 2020 allotted 1330 listed, rated, redeemable, non-convertible Bonds of face value of ₹ 10,000,000/- each fully paid up on private placement basis.

(b) The Company by way of Circular Resolution passed on July 7, 2020 allotted 50,801,774 Series B, 42,334,812 Series C and 76,202,661 Series D, non-cumulative compulsorily convertible preference shares of face value of ₹ 10/- each by way of Bonus issue.

(c) The Company by way of Circular Resolution passed on July 7, 2020 allotted 78,279,463 fully paid equity shares of face value of ₹ 10/- each by way of Private Placement Basis.

(d) The Company has obtained consent of the Members by way of Special resolution in its Extra Ordinary General meeting on the following dates:

(i) **July 07, 2020:** Following are the resolutions:

- Approval for issuance of Series B, Series C and Series D Bonus CCPS.
- Approval for Alteration of Articles of Association of the Company.
- Approval for Issuance of Equity Shares on a Private Placement Basis.

(e) During the financial Year 2020-21, the Company has not made any Corporate Social Responsibility (CSR) contribution, as based on the calculation of average net profits of the Company during the three immediately preceding financial years viz. 2019-20, 2018-19 and 2017-18, the Company is not mandatory required to spent on CSR.

For ARUN KUMAR GUPTA & ASSOCIATES

COMPANY SECRETARIES

Sd/-

(ARUN KUMAR GUPTA)
Proprietor
Membership No: F5551
Certificate of Practice No: 5086
UDIN: F005551C000748964

Place: Delhi
Date: 06/08/2021

Annexure 'A'

Annexure to the Secretarial Audit Report

In my opinion and to the best of my information and according to the examinations carried out by us and explanations furnished and representations made to us by the Company, its officers and agents, I report that the Company has, during the financial year under review, complied with the provisions of the Act, the Rules made there under and the Memorandum and Articles of Association of the Company with regard to:

1. Maintenance of various statutory registers and documents and making necessary entries therein;
2. Contracts, Common Seal, Registered Office and Publication of name of the Company;
3. Forms, Returns, Documents and resolutions required to be filed with the Registrar of Companies, Regional Director, Central Government, and such other authorities;
4. Service of documents by the Company on its Members, Directors, Auditors and Registrar of Companies;
5. Constitution of the Board, Audit Committee, Nomination and Remuneration Committee and Corporate Social Responsibility Committee;
6. Appointment, Re-appointment, Retirement of Directors including Whole-time Directors and payment of remuneration is in compliance of the Act.
7. Shareholders have given their consent for the amendment in the articles of association of the Company and various approvals for issuance of non-convertible bonds.
8. Disclosures requirements in respect of their eligibility for appointment, declaration of their independence, compliance with the code of conduct for Directors of GMR Airports Limited;
9. Related party transactions which were in the ordinary course of business and at arm's length basis and were placed before the Audit Committee for their review/approval as and when required;
10. Appointment and remuneration of Statutory Auditors;
11. Notice of the meetings of the Board and Committees thereof;
12. Minutes of the meeting of the Board and Committees thereof;
13. Notice convening 28thAnnual General Meeting held on September 29, 2020 and the Extra Ordinary General Meetings held during the year and holding of the meeting on those date(s);
14. Minutes of General Meeting(s);
15. Approval of the Members, Board of Directors, Committees of the Board of Directors and Government Authorities, wherever required;
16. Form of the Balance Sheet as at March 31, 2020 as prescribed under part I of schedule III of the Companies Act, 2013 and requirements as to Profit & Loss Account for the year ended on that date are as per Part II of the said schedule and the financial statements of the Company for the financial year ended 31st March, 2020 is in conformity with the format prescribed under schedule V of the Act;
17. Report of the Board of Directors for the financial year ended March 31, 2020;
18. Annual Return as per the provisions of Section 92 of the Companies Act, 2013;
19. Declaration and payment of dividend;
20. Borrowings and registration of charges;
21. Investment of Company's funds and inter-corporate loans and investments.

ANNEXURE'E-4' TO THE BOARD'S REPORT

Secretarial audit report of GMR Kamalanga Energy Limited

Form No. MR-3

SECRETARIAL AUDIT REPORT

(For the Financial Year ended 31st March, 2021)

[Pursuant to section 204 (1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
GMR Kamalanga Energy Limited
25/1, Skip House, Museum Road
Bangalore, Karnataka-560025.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **GMR KAMALANGA ENERGY LIMITED** (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Based on our verification of the **GMR KAMALANGA ENERGY LIMITED** company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **31st March, 2021** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **GMR KAMALANGA ENERGY LIMITED** ("the company") for the financial year ended on 31st March, 2021 according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made there under;
2. The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made thereunder;(Not applicable to the company during the audit period)
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
   a) The Securities and Exchange Board of India (substantial Acquisition of shares and Takeover) Regulations, 2011; (Not applicable to the company during the audit period)
   b) The Securities and Exchange Board of India (Prohibition of Insider trading) Regulations, 2015; (Not applicable to the company during the audit period)
   c) The Securities and Exchange Board of India (Issue of Capital and disclosure requirements) Regulations, 2009; (Not applicable to the company during the audit period)
   d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; The Securities and Exchange Board of India (Shares Based Employee Benefits) Regulations, 2014 notified on 28th October 2014. (Not applicable to the company during the audit period)
   e) The Securities and Exchange Board of India (Issue and listing of debt securities) Regulations, 2008; (Not applicable to the company during the audit period)
   f) The Securities and Exchange Board of India (Registrar to an issue and shares transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not applicable to the company during the audit period)
   g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the company during the audit period)
   h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the company during the audit period)

6. The Electricity Act, 2003 and regulation framed thereunder

7. Environment laws

8. Electricity Regulatory Commission Act, 1998.

9. Electricity (Supply) Act, 1948.

10. Other applicable Labour & Industrial laws.

I have also examined compliance with applicable clauses of the followings:

Secretarial Standards issued by The Institute of Company Secretaries of India.

During the period under review the Company has complied with the provision of the Act, Rules, Regulations, and Standards to the extent applicable, as mentioned above.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days /shorter notice in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Board decision are carried out with unanimous consent and therefore, no dissenting view required to be captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period the company has not any specific event /action having a major bearing on the company's affairs in pursuant of the above laws, rules, regulations, guideline, standards etc.

For Arunesh Dubey & Co.
Company Secretaries

Name: Arunesh Kumar Dubey
FCS: 7721
CP No: 14054
PR No: 815/2020
UDIN: F007721C000204973

Date: 29.04.2021
Place: New Delhi

Annexure A

To,
The Members,
GMR Kamalanga Energy Limited
25/1, Skip House, Museum Road
Bangalore, Karnataka-560025.

Our report of Odd date is to be read along with this supplementary testimony.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, the company had followed provide a reasonable basis for my opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For Arunesh Dubey & Co.
Company Secretaries

Name: Arunesh Kumar Dubey
FCS: 7721
CP No: 14054
PR No: 815/2020
UDIN: F007721C000204973

Date: 29.04.2021
Place: New Delhi

ANNEXURE'E-5' TO THE BOARD'S REPORT

Secretarial audit report of GMR Warora Energy Limited

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31.03.2021

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration Managerial Personnel) Rules, 2014]

To,
The Members,
GMR Warora Energy Limited
701, 7th Floor, Naman Centre A-Wing,
BandraKurla Complex, Bandra,
Mumbai -400051, Maharashtra

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **GMR Warora Energy Limited (CIN: U40100MH2005PLC155140)** (hereinafter called the 'Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the registers, records, books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2021 according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(Not applicable)**
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
    a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(Not applicable)**
    b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
    c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(Not applicable)**
    d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not applicable)**
    e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations,2008;
    f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
    g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable)** and
    h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not applicable).**
6. The other major laws, as informed and certified by the Management of the Company, which are specifically applicable to the Company based on their sector/ industry are:
    i. Electricity Act, 2003 and the rules made thereunder
    ii. Electricity Supply Act 1948 and the rules made thereunder
    iii. The Boilers Act, 1923 and the rules and regulations made thereunder.
    iv. Electricity Regulatory Commission Act, 1948.

We have also examined compliance with the applicable clauses of the following:

a. Secretarial Standards issued by The Institute of Company Secretaries of India.

b. The Listing Agreements entered into by the Company with Stock Exchanges read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review and as per representations and clarifications provided by the management, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned hereinabove.

WE FURTHER REPORT THAT:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

We further report that based on review of compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, we are of the opinion that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, the Company has following specific events / actions that having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.:

- Mr. S. Rajagopal was appointed as an Additional Director of the Company w.e.f. March 27, 2020, approved by the Board of Directors of the Company by passing the circular resolution dated March 27, 2020, further approved by shareholders of the Company at the Annual General Meeting held on September 30, 2020.
- Dr. Kavitha Gudapati was appointed as an Additional Director of the Company w.e.f. February 20, 2021, approved by the Board of Directors of the Company by passing the circular resolution dated February 20, 2021.

For S.Behera & Co.
Company Secretaries

Shesdev Behera
Company Secretary in practice
CP. No. 5980
M. No. F-8428
UDIN: F008428C000054165

Date:30.06.2021
Place: New Delhi

Note: Annexure-'A'forming an integral part of this Report.

Annexure-'A'

To,
The Members,
GMR Warora Energy Limited
701, 7th Floor, Naman Centre A-Wing,
BandraKurla Complex, Bandra,
Mumbai -400051, Maharashtra

Our report of even date is to be read along with this letter:

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express as opinion on such secretarial records based on our audit.
2. We have followed the audit practices and process as we considered appropriate to obtain reasonable assurance on the correctness and completeness of the secretarial records. Our verification was conducted on a test basis to ensure that all entries have been made as per statutory requirements; we believe that the processes and practices we followed for this purpose provided a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of the financial records and books of accounts of the Company.
4. Wherever required, we have obtained the management representation with respect to compliance of laws, rules and regulations and of significant events during the year.
5. The compliance of the provisions of corporate and other applicable laws, rules and regulations, and standards is the responsibility of the management. Our examination was limited to the verification of secretarial records on test-check basis to the extent applicable to the Company.
6. The Secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For S. Behera & Co.
Company Secretaries

Shesdev Behera
Company Secretary in practice
CP. No. 5980
M. No. F-8428
UDIN: F008428C00054165

Date: 30.06.2021
Place: New Delhi

ANNEXURE'E-6' TO THE BOARD'S REPORT

Secretarial audit report of GMR Infra Developers Limited

SECRETARIAL AUDIT REPORT

For the financial year ended on 31st March, 2021

(Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of
the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,
The Members,
GMR Infra Developers Limited
CIN U74999MH2017PLC291718
Naman Center, 7th Floor
G Block, BKC, Bandra
Mumbai, Maharashtra-400051

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **GMR Infra Developers Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2021, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Companyfor the financial year ended on 31st March, 2021 according to the provisions of as amended from time to time:

1. (i) The Companies Act, 2013 (the Act) and the rules made thereunder and applicable provisions of the Companies Act, 1956, if any;

   (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA) and the rules made there under: (Not Applicable).

   (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

   (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (Applicable only to the extent of Foreign Direct Investment/Overseas Direct Investment);

   (v) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.: (Not Applicable).

   (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (Not Applicable).

   (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (Not Applicable).

   (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not Applicable)

   (d) The Securities and Exchange Board of India (Share based Employee Benefits) Regulations, 2014; (Not Applicable).

   (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable).

   (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not Applicable).

   (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009: and; (Not Applicable).

   (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not Applicable).

   (vi) OTHER LAWS SPECIFICALLY APPLICABLE TO THE COMPANY

   (a) Maternity Benefits Act, 1961

   (b) Payment of Wages Act, 1936, and rules made thereunder,

(c) The Minimum Wages Act, 1948, and rules made thereunder,

(d) Employees' State Insurance Act, 1948, and rules made thereunder,

(e) The Employees' Provident Fund and Miscellaneous Provisions Act, 1952, and rules made thereunder,

(f) The Payment of Bonus Act, 1965, and rules made thereunder,

(g) Payment of Gratuity Act, 1972, and rules made thereunder,

(h) The Contract Labour (Regulation & Abolition) Act, 1970

(i) Prevention of Money Laundering Act, 2002

I have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by the Institute of Company Secretaries of India on the meetings of Board of Directors and General Meetings.

(ii) The Listing Agreements mentioned under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015-Not Applicable

During the period under review the Company has complied with the applicable provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that, the Compliance by the Company of the applicable financial laws such as direct and indirect tax laws and maintenance of financial records and books of accounts have not been reviewed in this audit since the same have been subject to review by the statutory financial auditors, tax auditors and other designated professionals.

I further report that, the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on agenda items before the meeting and for meaningful participation at the meeting.

As per minutes of the meetings duly recorded and signed by the Chairman, the decision of the board was unanimous and no dissenting views have been recorded.

I further report that there are adequate systems and processes commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and Guidelines.

I further report that during the audit period, the following specific events / actions took place in the Company having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.;

1. During the financial year under review, the company has given consent for purchase of 16,88,0036 equity shares of GMR Airports Limited ("GAL") held by the GMR Infrastructure Limited ("GIL") and Dhruvi Securities Private Limited (DSPL) at a total consideration of ₹ 127.774 per shares aggregating to about ₹ 2156.38 crore based on the valuation report issued by Sundae Capital Advisors Private Limited.

2. During the financial year under review, the company has issued 9900 (Nine thousand nine hundred only) unrated, unsecured compulsorily convertible debentures, having coupon rate 0.001% (CCD's) having face value of ₹ 1,000,000 (Rupees Ten Lakhs Only) aggregating ₹ 990 Crore (Rupees Nine Hundred Ninety Crore Only) be and is hereby allotted in physical form to GMR Infrastructure Limited(GIL).

3. During the financial year under review, the company has altered for Object Clause of the Memorandum of Association of the Company in the EGM held dated 12.03.2021

New Delhi
August 3, 2021

Umesh Kumar & Associates
Practicing Company Secretary
M. No 21567 COP No.: 8361
UDIN A021567C000731485

Note: This report is to be read with letter of even date by the secretarial auditor, which is annexed as 'Annexure A' and forms an integral part of this report.

'ANNEXURE A'

To,
The Members,
GMR Infra Developers Limited
CIN U74999MH2017PLC291718
Naman Center, 7th Floor
G Block, BKC, Bandra
Mumbai, Maharashtra-400051

Our Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.
7. Due to prevailing circumstance of COVID-19, the audit was conducted based on the verification of the Company's books, papers, minutes books, forms and returns filed, documents and other records furnished by /obtaining from the Company electronically and as such, could not be verified from the original's thereof and also the information provided by the Company and its officers by audio and visual means. I have also relied upon representation given by the management of the company for certain areas which otherwise requires physical verification.

Sd/-
Umesh Kumar & Associates
Practicing Company Secretary
M. No 21567 COP No.: 8361
UDIN A021567C000731485

New Delhi
August 3, 2021

ANNEXURE'E-7' TO THE BOARD'S REPORT

Secretarial audit report of M/s Delhi Duty Free Services Private Limited

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2021

Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
M/s Delhi Duty Free Services Private Limited
Building No. 301, Ground Floor,
Opposite Terminal-3,
Indira Gandhi International Airport,
New Delhi – 110037.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Delhi Duty Free Services Private Limited- CIN No U52599DL2009PTC191963** (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/statutory compliances and expressing my opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2021 ("Audit Period") complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2021 according to the provisions of:

(i) The Companies Act, 2013 ('the Act') and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; **(Not applicable to the Company during the Audit Period);**

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment ('FDI'), Overseas Direct Investment ('ODI') and External Commercial Borrowings ('ECB'); (No FDI and ECB was taken and no ODI was given by the Company during the Audit Period);

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

   a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(Not applicable to the Company during the Audit Period);**

   b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; **(Not applicable to the Company during the Audit Period)**

   c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the Company during the Audit Period);**

   d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to the Company during the Audit Period);**

   e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the Audit Period as the Company has not issued and listed any debt securities during the Audit Period);**

   f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **(Not applicable as the Company is not registered as Registrars to an Issue and Share Transfer Agent);**

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and **(Not applicable to the Company during the Audit Period);**

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company during the Audit Period);**

(vi) **OTHER LAWS:**

(A) ACTS SPECIFICALLY APPLICABLE TO THE COMPANY AS IDENTIFIED BY THE MANAGEMNT

(a) Delhi Shop and Establishment Act, 1954 and rules made thereunder;

(b) Custom Act, 1962 and rules made thereunder;

(c) Delhi Excise Act, 2009 & rules made thereunder.

(B) LABOUR/OTHER LAWS APPLICABLE TO THE COMPANY AS IDENTIFIED BY THE MANAGEMNT

- The Payment of Wages Act, 1936 and rules made thereunder,
- Minimum Wages Act, 1948 and the rules made thereunder,
- Employees' State Insurance Act, 1948 and rules made thereunder,
- The Employees Provident Fund and Miscellaneous Provisions Act, 1952 and the rules made thereunder,
- Payment of Bonus Act, 1965 and rules made thereunder,
- The Payment of Gratuity Act, 1972 and rules made thereunder,
- The Contract Labour (Regulation and Abolition) Act, 1970 and rules made thereunder,
- The Equal Remuneration Act, 1976 and rules made thereunder,
- State Labour Welfare Fund, 1953,
- The Employees Compensation Act, 1923 and rules made thereunder,
- Maternity Benefit Act, 1961 and rules made there under,
- State Industrial (Establishments & National Holidays) Act, 1961
- The Sexual Harassment of Women at Work Place (Prevention & Prohibition) Act, 2013.

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India (SS-1 and SS-2).

(ii) The Listing Agreements entered into by the Company with Stock Exchange(s), if applicable; **(Not applicable to the Company during the Audit Period)**

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

i. On the scrutiny of the records of the Company and explanations provided to us, the Legal Metrology Act, 2009 and rules made thereunder is not applicable on the Company as the sales made by the Company is considered deemed export. However, the Legal Metrology Department has rejected the representation made by the Company regarding non applicability of the Legal Metrology Act.The Company has filed a Writ Petition bearing W.P.(C) No. 5503/2013 before the High Court of Delhi challenging order passed by the Assistant Controller/Controller and challenging the applicability of the provisions of the Legal Metrology Act, 2009 on the Company. The Court vide its order dated February 17, 2014 stayed the proceedings before the Metropolitan Magistrate in CCM No. 9/13. The said stay is still continuing and the next hearing in the matter is July 06, 2021.

Based on the information received and records maintained, we further report that

1. The Board of the Company is duly constituted with proper balance of Non-Executive Directors, Woman and Independent Directors. The changes

in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

2. Adequate notice of at least seven days was given to all directors to schedule the Board Meetings along with agenda and detailed notes on agenda and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Two Board meetings were held at Shorter Notice in compliance with the provisions of the Act.

3. Majority decision is carried through and recorded in the minutes of the meetings. Further as informed and verified from minutes, no dissent was given by any Director in respect of the resolutions passed in the board and the committee meetings.

   Based on the compliance mechanism established by the Company and on the basis of the Compliance Certificate (s) issued by the CEO and the CFO of the Company and taken on record by the Board of Directors at their meeting (s), we further report that:-

   there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the Audit Period there were no specific events / actions having a major bearing on the Company's affairs.

FOR DMK ASSOCIATES
COMPANY SECRETARIES

(DEEPAK KUKREJA)
FCS, LL.B., ACIS (UK)
PARTNER
CP No.8265
FCS No. 4140
Peer Review No. 779/2020
UDIN: F004140C000249431

Place: New Delhi
Date: 06-05-2021

:

ANNEXURE 1

To,
The Members,
M/s Delhi Duty Free Services Private Limited
Building No. 301, Ground Floor,
Opposite Terminal-3,
Indira Gandhi International Airport
New Delhi - 110037.

Sub: Our Secretarial Audit for the Financial Year ended March 31, 2021 of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our Audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices, we followed provide a reasonable basis our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Whereever required, we have obtained the Management representation about the compliance of laws, rules, and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of the procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
7. As per the information provided by the Company, there are no pending cases filed by or against the Company which will have major impact on the Company except as mentioned in the report.
8. Due to the outbreak of Covid-19 and Nationwide Lockdown, we had verified the physical documents to the extent possible, however the Company has made available the documents / information electronically which we could not verify physically.

FOR DMK ASSOCIATES
COMPANY SECRETARIES

(DEEPAK KUKREJA)
FCS, LL.B., ACIS (UK)
PARTNER
CP No.8265
FCS No. 4140
Peer Review No. 779/2020

UDIN: F004140C000249431

Place: New Delhi
Date: 06-05-2021

ANNEXURE 'F' TO THE BOARD'S REPORT

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

[Section 134(3)(m) of The Companies Act, 2013 read with Rule 8(3) of The Companies (Accounts) Rules, 2014]

(A) Conservation of energy:

(i) the steps taken or impact on conservation of energy:
Since the Company is not engaged in any manufacturing activity, the particulars are not applicable.*

(ii) the steps taken by the company for utilising alternate sources of energy:
Since the Company is not engaged in any manufacturing activity, the particulars are not applicable.*

(iii) the capital investment on energy conservation equipments:
Since the Company is not engaged in any manufacturing activity, the particulars are not applicable.*

(B) Technology absorption:

(i) the efforts made towards technology absorption:
Since the Company is not engaged in any manufacturing activity, the particulars are not applicable.*

(ii) the benefits derived like product improvement, cost reduction, product development or import substitution:
Since the Company is not engaged in any manufacturing activity, the particulars are not applicable.*

(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year):

(a) the details of technology imported:
Since the Company is not engaged in any manufacturing activity, the particulars are not applicable.*

(b) the year of import:
Since the Company is not engaged in any manufacturing activity, the particulars are not applicable.*

(c) whether the technology been fully absorbed:
Since the Company is not engaged in any manufacturing activity, the particulars are not applicable.*

(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof:
Since the Company is not engaged in any manufacturing activity, the particulars are not applicable.*

(iv) the expenditure incurred on Research and Development:
Since the Company is not engaged in any manufacturing activity, the particulars are not applicable.*

*However, various steps taken by the Group towards energy efficiency, utilizing alternative resources and technology absorption are covered under the Business Responsibility Report forming part of the Annual Report of 2020-21.

(C) Foreign exchange earnings and Outgo during the year :

(i) The Foreign Exchange earned in terms of actual inflows :-

(₹ in Crore)

Particulars	March 31, 2021	March 31, 2020
Interest / Miscellaneous income	40.24	1.35
Profit on sale of Investment (include exchange Gain/Loss and buy of back of shares)	Nil	Nil
Income from Management and other services / Management Consulting Services	Nil	0.72

(ii) Foreign Exchange outgo in terms of actual outflows:

(₹ in Crore)

Particulars	March 31, 2021	March 31, 2020
Other Expenses	4.15	1.20
Interest on FCCB	195.05	Nil

ANNEXURE 'G' TO THE BOARD'S REPORT

Disclosure of Managerial Remuneration for Financial Year ended March 31, 2021

(Ref.: Board's Report under the head "Particulars of Employees and related disclosures")

a) **The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year:**

Name of the Director (Mr./Mrs.)	Ratio of Director's remuneration to the median remuneration of the employees of the Company for the financial year
G. M. Rao, Chairman	N.A.
Grandhi Kiran Kumar, Managing Director & CEO	N.A.
Srinivas Bommidala, Group Director	N.A.
B. V. N. Rao, Group Director	N.A.
G. B. S. Raju, Group Director	N.A.
N. C. Sarabeswaran, Independent Director	0.59
R. S. S. L. N. Bhaskarudu, Independent Director	0.65
S. Rajagopal, Independent Director	0.51
S. Sandilya, Independent Director	0.21
Late C. R. Muralidharan, Independent Director*	0.17
Vissa Siva Kameswari, Independent Director	0.57
Suresh Narang, Independent Director	0.25
Madhva Terdal, Whole Time Director	25.44

* Mr. C.R. Muralidharan ceased to be a director of the Company w.e.f. October 8, 2020 due to his unfortunate demise.

b) **The percentage increase in remuneration of each director, Chief Financial Officer Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:**

Name of the Director and Key Managerial Personnel (Mr./Mrs.)	Percentage increase/ (decrease) in remuneration in the financial year
G.M. Rao, Chairman	N.A.
Grandhi Kiran Kumar, Managing Director	N.A
Srinivas Bommidala, Group Director	N.A.
B.V.N. Rao, Group Director	N.A.
G. B. S. Raju, Group Director	N.A.
N.C. Sarabeswaran, Independent Director*	(15.15)
R.S.S.L.N. Bhaskarudu, Independent Director*	(18.42)
S. Rajagopal, Independent Director*	(25.00)
S. Sandilya, Independent Director*	(28.57)
Late C. R. Muralidharan, Independent Director*	(42.86)
Vissa Siva Kameswari, Independent Director*	(18.18)
Suresh L. Narang**	N.A.
Madhva B. Terdal, Whole time director$	N.A.
Saurabh Chawla, Chief Financial Officer	(1.57)
T. Venkat Ramana, Company Secretary	36.67

*Sitting fees paid to the Independent Directors
** Appointed w.e.f April 22, 2020.

$ Since appointed as whole time director of the company with effect from August 8, 2019

a) The percentage increase/(decrease) in the median remuneration of employees in the financial year: **(5.41)%**

b) The number of permanent employees on the rolls of the company as on March 31, 2021: **216**

c) Average percentile/percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year, its comparison with the percentile increase in the managerial remuneration, justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

   Average percentile/percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year: **There was no increment during thefinancial year 2020-21.**

   There were no increase in remuneration for managerial personnel during the year under review.

d) Affirmation that the remuneration is as per the remuneration policy of the Company:

   It is affirmed that the remuneration is as per the 'Remuneration Policy for Directors, Key Managerial Personnel and other employees' adopted by the Company.

Report on Corporate Governance

I. Company's Philosophy on Code of Governance

The chosen vision of your Company is institution in perpetuity. The Company is deeply conscious that, while doing business successfully it will actively cater to building of nation and society around it. The long term interest of the Company, particularly in infrastructure domain, is closely woven with stakeholders' alignment. Your Company has large number of stakeholders in all spheres of business and society. It will be our endeavor to constantly promote and enhance the stakeholders' legitimate interests.

Ethics / Governance Policies

The Company endeavors to conduct its businesses and strengthen relationships in a manner that is dignified, distinctive and responsible. The Company adheres to ethical standards to ensure integrity, transparency, independence and accountability in dealing with all stakeholders. Therefore, the Company has adopted various codes and policies to carry out its duties in an ethical manner. Some of these codes and policies are:

- Code of Conduct for Board Members
- Code of Conduct for Senior Management
- Code of Business Conduct and Ethics applicable to employees
- Code of Conduct for Prohibition of Insider Trading
- Corporate Social Responsibility Policy
- Dividend Distribution Policy
- Nomination and Remuneration Policy
- Policy on Whistle Blower
- Policy on Related Party Transactions
- Risk Management Policy
- Policy on Preservation of Documents and Archival of documents
- Policy on disclosure of material events and information
- Policy on Material Subsidiaries
- Policy against sexual harassment
- Business Responsibility Policy

II. Board of Directors

a. Board composition and category of Directors

The Company's policy is to maintain optimum combination of Executive and Non-Executive Directors. The composition of the Board and category of Directors is as follows:

Category	Name of the Directors
Promoter Directors	Mr. G. M. Rao (Chairman) Mr. Grandhi Kiran Kumar (Managing Director and CEO) Mr. Srinivas Bommidala Mr. G.B.S. Raju
Executive Director/Whole time director (other than above)	Mr. Madhva Terdal
Non-Executive Directors	Mr. B.V. N. Rao
Independent Non-Executive Directors	Mr. N. C. Sarabeswaran Mr. R.S.S.L.N. Bhaskarudu Mr. S. Rajagopal Mr. S. Sandilya Mrs. Vissa Siva Kameswari Mr. Suresh Lilaram Narang

Mr. G.M. Rao is the father of Mr. G.B.S. Raju and Mr. Grandhi Kiran Kumar and father-in-law of Mr. Srinivas Bommidala and therefore, are deemed to be related to each other. None of the other directors are related to any other director on the Board.

b. Selection of Independent Directors

Taking the requirement of skill sets on the Board into consideration, eminent persons having independent standing in their respective field or profession and who can effectively contribute to the Company's business and policy decisions are considered by the Nomination and Remuneration Committee, for appointment, as Independent Directors on the Board. The Committee considers qualification, positive attributes, area of expertise, the skillset required for directors of the Company and number of Directorships and Memberships held in various committees of other companies by such persons for selection of directors and determining directors' independence. The Board considers the Committee's recommendations, takes appropriate decision and recommends to the shareholders for the appointment of the Independent Directors.

The Independent Director(s), at the first meeting of the Board in which they participate as Director and thereafter at the first meeting of the Board in every financial year, give a declaration that they meet the criteria of independence as provided under the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as **"SEBI LODR"**).

c. Familiarization programs for Board Members

The Board members are provided with necessary documents, viz., Company's corporate profile, its Mission, Vision, Values and Beliefs, Organization Structure, the Company's history and milestones, Annual Reports, a brief background on the business of the Company, Institutional Building and highlights of its performance, major policies of the Company, Code of Conduct, fund raising history etc. Periodic presentations are made to the Board on business and performance updates of the Company, global business environment, risk management, company policies, subsidiary information and changes in the regulatory environment applicable to the corporate sector and to the industry in which it operates and other relevant issues. The details of such familiarization programs for Independent Directors are posted on the website of the Company and can be accessed at https://investor.gmrgroup.in/independent-directors.

d. Meetings of Independent Directors

As per requirement of Regulation 25 of SEBI LODR and Companies Act, 2013, the Independent Directors of the Company meet at least once every financial year without the presence of Non-independent Directors and management personnel. Such meetings enable Independent Directors to discuss matters pertaining to the Company's affairs and matters mentioned in Schedule IV to the Companies Act, 2013. The Independent Directors take appropriate steps to present their views to the Chairman. One meeting of the Independent Directors was held during the financial year.

e. Code of Conduct

As per requirement of Regulation 26(3) of SEBI LODR, the Board has laid down a Code of Conduct ("the Code") for all Board members and Senior Management Personnel of the Company. The Code is posted on the website of the Company (www.gmrgroup.in). All Board members and Senior Management Personnel affirm compliance with the Code on an annual basis and the declaration to that effect by Managing Director and CEO, Mr. Grandhi Kiran Kumar is attached to this report.

A Code of Business Conduct and Ethics applicable to all the employees of the Group is communicated and affirmed by them periodically, which is to be followed in day to day work life and which enables the employees to maintain highest standards of values in their conduct to achieve organizational objectives.

The Company recognizes that sexual harassment violates fundamental rights of gender equality, right to life and liberty and right to work with human dignity as guaranteed by the Constitution of India. To meet this objective, measures have been taken to eliminate any act of sexual harassment (which includes unwelcomed sexually determined behavior) and to take necessary penal action, if required. The Company has taken initiatives to create wide awareness amongst the employees about the policy for prevention of sexual harassment by displaying posters at all the prominent places in the offices of the Company and organising awareness sessions.

f. Attendance of Directors at Board Meetings, last Annual General Meeting (AGM) and number of other Directorships and Chairmanships / Memberships of Committees of each Director in various Companies and shareholding in GMR Infrastructure Limited:

Sl. No.	Name of Director	DIN ^	Category @	Number of other Directorships held in other Public Limited Companies as on March 31, 2021#		Number of committee Chairmanships / memberships held in Public Limited Companies as on March 31, 2021 *		Board Meetings during the period from April 01, 2020 to March 31, 2021		Whether present at the Previous AGM held on September 21, 2020	No. of shares held***
				Chairman	Director	Chairman	Member	Held	Attended$$		
1.	Mr. G.M. Rao	00574243	NEC	8	-	-	-	6	5	Yes	1732330 $^{\alpha}$
2.	Mr. Grandhi Kiran Kumar	00061669	MD & CEO	1	6	-	1	6	6	Yes	873160 $^{\alpha}$
3.	Mr. Srinivas Bommidala	00061464	NEPD	1	7	-	1	6	5	Yes	452660 $^{\alpha}$
4.	Mr. G.B.S. Raju	00061686	NEPD	2	6	-	2	6	6	Yes	545160 $^{\alpha}$
5.	Mr. B.V.N. Rao	00051167	NENID	1	3	-	1	6	6	Yes	182142
6.	Mr. N.C. Sarabeswaran	00167868	NEID	-	5	4	2	6	6	Yes	24285
7.	Mr. R.S.S.L.N. Bhaskarudu	00058527	NEID	-	8	1	8	6	6	Yes	NIL
8.	Mr. S. Sandilya	00037542	NEID	2	2	5	1	6	5	No	7000
9.	Mr. S. Rajagopal	00022609	NEID	1	7	-	8	6	6	Yes	26714<
10.	Late Mr. C.R. Muralidharan**	02443277	NEID	N.A	N.A	N.A	N.A	4	4	Yes	NIL
11.	Mrs. Vissa Siva Kameswari	02336249	NEID	-	9	1	8	6	6	Yes	NIL
12.	Mr. Suresh Narang$	08734030	NEID	-	-	-	-	6	6	Yes	NIL
13.	Mr. Madhva Terdal	05343139	ED	-	4	-	1	6	6	Yes	122214

^ DIN – Director Identification Number

@ NEC – Non-executive Chairman, MD & CEO - Managing Director and Chief Executive Officer, NEPD – Non-Executive Promoter Director, NENID - Non-Executive Non-Independent Director, NEID - Non-Executive Independent Director, ED- Executive Director

\# Other companies do not include directorship(s) of this company, private limited companies, Section 8 companies and companies incorporated outside India.

* Committee means Audit Committee and Stakeholders' Relationship Committee.

** Due to his sudden demise, Mr. C.R. Muralidharan ceased to be director of the Company w.e.f October 8, 2020. He had attended all the four meeting held till the date of his demise.

$ Mr. Suresh Narang was appointed as a Non-Executive Independent director of the Company w.e.f. April 22, 2020.

$$ Attendance includes participation through video conference. $^{\alpha}$ Shareholding includes shares held as Karta of HUF.

*** No convertible instrument was held by the Directors.

< Holding jointly with Mrs. Geetha Rajagopal, wife of Mr. S. Rajagopal.

Six Board Meetings were held during the Financial Year (FY) ended March 31, 2021, i.e., on July 6, 2020, July 30, 2020, August 27, 2020, September 22, 2020, November 10, 2020 and February 12, 2021. At least one board meeting was held in each quarter except for the quarter ended June 30, 2020, on account of COVID-19 outbreak and relaxation granted by SEBI & MCA by way of their respective circulars. Further, the gap between any two consecutive board meetings did not exceed 120 days.

g. Name of the listed entities, other than GMR Infrastructure Limited, where a director of the Company, is a director:

Sl. No.	Name of Director	Name of other listed entities	Category
1.	**Mr. G.M. Rao**	GMR Enterprises Private Limited*	Non-Executive Chairman
		GMR Airports Limited*	Non-Executive Chairman
2.	**Mr. Grandhi Kiran Kumar**	GMR Enterprises Private Limited*	Non-Executive Director
		JSW GMR Cricket Private Limited*	Non-Executive Director
		GMR Airports Limited*	Joint Managing Director & CEO
3.	**Mr. Srinivas Bommidala**	GMR Enterprises Private Limited*	Non-Executive Director
		GMR Warora Energy Limited*	Managing Director
		GMR Airport Limited*	Joint Managing Director
4.	**Mr. G.B.S. Raju**	GMR Enterprises Private Limited*	Non-Executive Director
		GMR Air Cargo and Aerospace Engineering Limited*	Chairman
		GMR Airports Limited*	Non-Executive Vice Chairman
5.	**Mr. B.V.N. Rao**	GMR Enterprises Private Limited*	Non-Executive Director
6.	**Mr. N.C. Sarabeswaran**	Madura Micro Finance Limited*	Non-Executive Independent Director
		GMR Airports Limited*	Non-Executive Independent Director
		GMR Air Cargo And Aerospace Engineering Limited*	Independent director
7.	**Mr. R.S.S.L.N. Bhaskarudu**	GMR Airports Limited*	Independent Director
8.	**Mr. S. Sandilya**	Eicher Motors Limited	Non-Executive Independent Director (Chairman)
		Mastek Limited	Non-Executive Independent Director (Chairman)
		Rane Brake Lining Limited	Non-Executive - Independent Director
9.	**Mr. S. Rajagopal**	SREI Infrastructure Finance Limited	Non-Executive - Independent Director
		GMR Warora Energy Limited*	Non-Executive Director
10.	**Mrs. Vissa Siva Kameswari**	VST Tillers Tractors Limited	Non-Executive - Independent Director
		GMR Airports Limited*	Non-Executive Independent Director
11.	**Mr. Madhva Terdal**	Nil	Nil
12.	**Mr. Suresh Narang**	Nil	Nil

* Debt listed Company

h. **The following is the list of core skills/expertise/competencies identified by the Board of directors required for effective functioning as required in the context of the business(es) and sectors for it to function effectively, which are available with the Board. The names of directors who have such skills/expertise/competencies as identified by the Board are given below:**

Area of Skills/ Expertise	Mr. G.M. Rao	Mr. Grandhi Kiran Kumar	Mr Srinivas Bommidala	Mr. G.B.S Raju	Mr. B.V.N Rao	Late Mr. C.R. Murlidharan*	Mr. N.C. Sarabeswaran	Mr. R.S.S.L.N Bhaskarudu	Mr. S. Sandilya	Mr. Rajagopal	Mrs. Vissa Siva Kameswari	Mr. Madhva B.Terdal	Mr Suresh Narang
Project Management	√	√	√	√	√	N.A,		√	√			√	
Domain/ Industry Specialist	√	√	√	√	√		√	√		√	√	√	√
Asset Management/ Operational Excellence	√	√	√	√	√			√	√	√		√	√
Business Development & Business Strategist	√	√	√	√	√		√	√	√	√	√	√	√
Organizational Learning and Institutional Memory,	√	√	√	√	√		√	√	√	√	√	√	√
Governance Consciousness													
Functional expertise:	√	√	√	√	√		√	√	√	√	√	√	√
Information Technology													
Finance & Banking, etc.,													
Networking	√	√	√	√	√		√	√	√	√	√	√	√

Area of Skills/ Expertise	Mr. G.M. Rao	Mr. Grandhi Kiran Kumar	Mr Srinivas Bommidala	Mr. G.B.S Raju	Mr. B.V.N Rao	LateMr. C.R. Murlidharan*	Mr. N.C. Sarabeswaran	Mr. R.S.S.L.N Bhaskarudu	Mr. S. Sandilya	Mr. Rajagopal	Mrs. Vissa Siva Kameswari	Mr. Madhva B.Terdal	Mr Suresh Narang
General Attributes -Entrepreneurship -Understanding of Domestic Economic Environment & Global Issue -Interpersonal Communication skills, Leadership Skills -Soundness of Judgment, People & Process Orientation	√	√	√	√	√	N.A.	√	√	√	√	√	√	√

* Due to his sudden demise, Mr. C.R. Muralidharan ceased to be director of the Comp ny w.e.f October 8, 2020.

i. The Independent Directors, in the opinion of the Board, fulfill the conditions specified in SEBI LODR and are independent of the management.

III. Audit Committee

a. Composition of Audit Committee:

The Audit Committee comprises of the following Directors:

Names	Designation
Mr. N. C. Sarabeswaran (Non-Executive Independent Director)	Chairman
Mr. R.S.S. L.N. Bhaskarudu (Non-Executive Independent Director)	Member
Mr. S. Rajagopal (Non-Executive Independent Director)	Member
Mrs. Vissa Siva Kameswari (Non-Executive Independent Director)	Member

Mr. T. Venkat Ramana, Company Secretary and Compliance Officer, acts as Secretary to the Audit Committee.

Mr. N. C. Sarabeswaran, Chairman of the Audit Committee, had attended the last Annual General Meeting held on September 21, 2020 and was available to address the queries of the shareholders.

b. Meetings and attendance during the year:

During the FY ended March 31, 2021, six meetings of the Audit Committee were held i.e., on July 6, 2020, July 29, 2020, August 26, 2020, August 27, 2020, November 9, 2020 (including the adjourned meeting held on November 10, 2020) and February 11, 2021.

The attendance of the Audit Committee members is as under:

Names	No. of the Meetings	
	Held	Attended
Mr. N. C. Sarabeswaran	6	6
Mr. S. Rajagopal	6	6
Mr. R. S. S. L. N. Bhaskarudu	6	6
Mrs. Vissa Siva Kameswari	6	6

c. The terms of reference of the Audit Committee are as under:

i. Oversee the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

ii. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;

iii. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;

iv. Reviewing, with the management, the annual financial statements and auditors' report thereon before submission to the board for approval, with particular reference to:

(a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013;

(b) Changes, if any, in accounting policies and practices and reasons for the same;

(c) Major accounting entries involving estimates based on the exercise of judgment by management;

(d) Significant adjustments made in the financial statements arising out of audit findings;

(e) Compliance with listing and other legal requirements relating to financial statements;

(f) Disclosure of any related party transactions; and

(g) Qualifications in the draft audit report.

v. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;

vi. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;

vii. Review and monitor the auditor's independence and performance and effectiveness of audit process;

viii. Approval or any subsequent modification of transactions of the Company with related parties;

ix. Scrutiny of inter-corporate loans and investments;

x. Valuation of undertakings or assets of the Company, wherever it is necessary;

xi. Evaluation of internal financial controls and risk management systems;

xii. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

xiii. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit

xiv. Discussion with internal auditors of any significant findings and follow up thereon;

xv. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;

xvi. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

xvii. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

xviii. To review the functioning of the Whistle Blower mechanism;

xix. Approval of appointment of CFO (i.e., the Whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background etc., of the candidate.

xx. Review the utilization of loans and/ or advances from/ investment in any subsidiary exceeding ₹ 100 Crore or 10% of the asset size of such subsidiary, whichever is lower including existing loans / advances / investments

xxi. Review compliance with the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 at least once in a financial year and shall verify that the systems for internal control are adequate and are operating effectively.

xxii. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and shareholders and such other as may be specified by Securities and Exchange Board of India from time to time in respect any type of restructuring.

xxiii. Any other item or subject that may be required by the Companies Act, 2013 or SEBI Listing Regulations, as amended from time to time or under any other applicable law or statute.

IV. Nomination and Remuneration Committee

a. Composition of Nomination and Remuneration Committee:

The Nomination and Remuneration Committee comprises of the following Directors:

Names	Designation
Mr. R.S.S.L.N. Bhaskarudu (Non-Executive Independent Director)	Chairman
Mr. B.V.N. Rao (Non-Executive Non Independent Director)	Member
Mr. N.C. Sarabeswaran (Non-Executive Independent Director)	Member

Mr. T. Venkat Ramana, Company Secretary and Compliance Officer, acts as the Secretary to the Nomination and Remuneration Committee.

Mr. R.S.S.L.N. Bhaskarudu, Chairman of the Nomination and Remuneration Committee, attended the last Annual General Meeting held on September 21, 2020.

b. Meetings and Attendance during the year:

During the FY ended March 31, 2021, two meetings of the Nomination and Remuneration Committee were held on July 30, 2020 and August 25, 2020.

The attendance of the Nomination and Remuneration Committee members is as under:

Names	No. of the Meetings	
	Held	Attended
Mr. R. S. S. L. N. Bhaskarudu	2	2
Mr. B.V.N. Rao	2	2
Mr. N.C. Sarabeswaran	2	2

c. The terms of reference of the Nomination and Remuneration Committee are as under:

i. Identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal;

ii. Specify the manner for effective evaluation of performance of Board, its committees and individual directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance;

iii. Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees;

iv. Formulation of criteria for evaluation of Independent Directors and the Board;

v. Devising a policy on Board diversity;

vi. Ensuring that the Board comprises of a balanced combination of Executive Directors and Non-Executive Directors;

vii. All information about the Directors / Managing Directors

/ Whole time Directors / Key Managerial Personnel i.e., background details, past remuneration, recognition or awards, job profile shall be considered and disclosed to shareholders, where required;

viii. The Committee shall take into consideration and ensure the compliance of provisions under Schedule V of the Companies Act, 2013 for appointing and fixing remuneration of Managing Directors / Whole time Directors;

ix. While approving the remuneration, the Committee shall take into account financial position of the Company, trend in the industry, qualification, experience and past performance of the appointee;

x. Recommending to the Board, all remuneration, in whatever form, payable to senior management;

xi. The Committee shall be in a position to bring about objectivity in determining the remuneration package while striking the balance between the interest of the Company and the shareholders.

d. Performance evaluation criteria for Independent Directors and Board

The Nomination and Remuneration Committee oversees the annual self-evaluation of the Board including committees thereof and of individual directors. It reviews and discusses all matters pertaining to performance of all directors including independent directors, periodically as may be necessary on the basis of the detailed performance parameters set forth. The Committee also periodically evaluates the usefulness of such performance parameters and makes necessary amendments.

The Nomination and Remuneration Committee has laid down the criteria/questionnaires for performance evaluation of Board, Committees and Directors (including Independent Directors) which is based on certain parameters inter-alia including the following:

i. Frequency of meetings and attendance of Directors.

ii. Timeliness of circulating Agenda for meetings.

iii. Quality, quantity and timeliness of flow of information to the Board.

iv. Promptness with which Minutes of the meetings are drawn and circulated.

v. Opportunity to discuss matters of critical importance, before decisions are made.

vi. Familiarity with the objects, operations and other functions of the Company.

vii. Level of monitoring of Corporate Governance Regulations and compliance.

viii. Involvement of Board in Strategy evolution and monitoring.

ix. Performance of the Chairperson of the Company including leadership qualities.

x. Director's contribution for enhancing the governance, regulatory, legal, financial, fiduciary and ethical obligations of the Board.

xi. Director's adherence to high standards of integrity, confidentiality and ethics.

xii. Overall performance and contribution of directors at meetings.

xiii. Overall performance of the Board/Committees.

e. Nomination and Remuneration Policy

In terms of the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI LODR, the Nomination and Remuneration Committee (NRC) is responsible for formulating the criteria for determining qualification, positive attributes and independence of Directors. The NRC is also responsible for recommending to the Board a policy relating to the remuneration of the Directors, Key Managerial Personnel and Senior Management. In line with this requirement, the Board had adopted the Nomination and Remuneration Policy. The Remuneration Policy is available on the website of the Company at https://investor.gmrgroup.in/policies.

V. Details of remuneration paid during the FY ended March 31, 2021 to the Directors are furnished hereunder:

a. There was no pecuniary relationship or transaction between the Non-Executive Directors and the Company during the FY 2020-21.

b. Criteria for making payments to Non-Executive Directors: - The Independent Directors may receive remuneration by way of fees for attending meetings of Board or Committees thereof. The Sitting fee as decided by the Board is reasonable and sufficient to attract, retain and motivate Independent Directors aligned to the requirements of the Company (taking into consideration the challenges faced by the Company and its future growth imperatives). However, it is ensured that the amount of such fees does not exceed the amount prescribed by the Central Government from time to time.

Other than the above, no other payments are made to the Non-Executive Directors of the Company.

c. **Details of Remuneration to Directors:**

Names	Category	Salary, Commission and allowance(s) (₹)	Perquisites (₹)	Sitting Fees (₹)	Total (₹)
Mr. G.M. Rao	NEC	-	-	-	-
Mr. Grandhi Kiran Kumar$	MD & CEO	-	-	-	-
Mr. Srinivas Bommidala	NEPD	-	-	-	-
Mr. G.B.S. Raju	NEPD	-	-	-	-
Mr. B.V.N. Rao	NENID	-	-	-	-
Mr. N.C. Sarabeswaran	NEID	-	-	5,60,000	5,60,000
Mr. R.S.S.L.N. Bhaskarudu	NEID	-	-	6,20,000	6,20,000
Mr. S. Sandilya	NEID	-	-	2,00,000	2,00,000
Mr. S. Rajagopal	NEID	-	-	4,80,000	4,80,000
Late Mr. C.R. Muralidharan**	NEID	-	-	1,60,000	1,60,000
Mrs. Vissa Siva Kameswari	NEID	-	-	5,40,000	5,40,000
Mr. Suresh Narang	NEID	-	-	2,40,000	2,40,000
Mr. Madhva Terdal$	ED	2,23,25,840	17,57,542	-	2,40,83,381

** Late Mr. C.R. Muralidharan was not associated with the company at the end of the year due to his unfortunate demise on October 8, 2020.

$ No service contracts, notice period and severance fee are applicable.

Note: The Company does not have any stock option plan or performance- linked incentive for the Director(s).

VI. Stakeholders' Relationship Committee

a. Composition of the Committee:

The Stakeholders' Relationship Committee comprises of the following Directors:

Name	Designation
Mr. R.S.S.L.N. Bhaskarudu (Non-Executive Independent Director)	Chairman
Mr. B. V. N. Rao (Non-Executive Non Independent Director)	Member
Mr. G.B.S. Raju (Non-Executive Promoter Director)	Member

Mr. T. Venkat Ramana, Company Secretary and Compliance Officer, acts as Secretary to the Stakeholders' Relationship Committee.

Mr. R.S.S.L.N. Bhaskarudu, Chairman of the Stakeholders' Relationship Committee, attended the last Annual General Meeting held on September 21, 2020.

b. Meetings and attendance during the year:

During the FY ended March 31, 2021, four meetings of the Stakeholders' Relationship Committee were held i.e., on July 30, 2020, August 25, 2020, November 10, 2020 and February 12, 2021. The attendance of the Stakeholders' Relationship Committee members is as under:

Names	No. of the Meetings	
	Held	Attended
Mr. R.S.S.L.N. Bhaskarudu	4	4
Mr. B. V. N. Rao	4	3
Mr. G.B.S. Raju	4	1

c. The terms of reference of the Stakeholders' Relationship Committee are as under:

i. Allotment of all types of securities to be issued by the Company;

ii. Transfer, transposition and transmission of securities;

iii. Issuance of duplicate shares or other securities;

iv. Dealing with complaints about non-receipt of declared dividend, non-receipt of Annual Reports, issue of new/duplicate certificates, general meetings etc.;

v. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends, if any, and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders;

vi. Investigate into security holders/ other investor's complaints and take necessary steps for redressal thereof;

vii. Review of measures taken for effective exercise of voting rights by shareholders;

viii. To perform all functions relating to the interests of shareholders / security holders/ investors of the Company as may be required by the provisions of the Companies Act, 2013, Listing Agreements with the Stock Exchanges and guidelines issued by the SEBI or any other regulatory authority;

ix. Authorise Company Secretary or other persons to take necessary action;

x. Appointment and fixation of remuneration of the Registrar and Share Transfer Agent and Depositories and to review their performance.

xi. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.

d. The details of the complaints received during the FY 2020-21 and the status of the same are as below:

i) Number of complaints pending as on April 1, 2020 : NIL

ii) Number of shareholder complaints received : 516

iii) Number of complaints resolved : 511

iv) Number of complaints not resolved to the satisfaction of shareholders : NIL

v) Number of complaints pending as on March 31, 2021 : 5

VII. Risk Management Committees:

a. Composition of Risk Management Committee:

The Risk Management Committee comprises of the following:

Name	Designation
Mr. Grandhi Kiran Kumar (Managing Director & CEO)	Chairman
Mr. B V N Rao (Non-Executive Non Independent Director)	Member
Mrs. Vissa Siva Kameswari (Non- Executive Independent Director)	Member
Mr. Saurabh Chawla (Executive Director-Finance & Strategy and CFO)	Member
Mr. Suresh Bagrodia (GCFO- Operations)	Member

Mr. T. Venkat Ramana, Company Secretary and Compliance Officer, acts as Secretary to the Risk Management Committee.

b. Meetings and attendance during the year:

During the FY ended March 31, 2021, one meeting of the Risk Management Committee was held i.e., on August 25, 2020.

Names	No. of the Meetings	
	Held	Attended
Mr. Grandhi Kiran Kumar (Managing Director & CEO)	1	1
Mr. B V N Rao (Non-Executive Non Independent Director)	1	1
Mrs. Vissa Siva Kameswari (Non-Executive Independent Director)	1	1
Mr. Saurabh Chawla (Executive Director-Finance & Strategy and CFO)	1	1
Mr. Suresh Bagrodia (GCFO-Operations)	1	1

c. The terms of reference of the Risk Management Committee are as under:

i. To formulate a detailed risk management policy which shall include:

(a) A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.

(b) Measures for risk mitigation including systems and processes for internal control of identified risks.

(c) Business continuity plan.

(ii) To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

(iii) To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;

(iv) To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;

(v) To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;

(vi) Performing such other functions as may be necessary or appropriate for the performance of its oversight function and do other activities related to this Charter as may be requested by the Board of Directors or to address issues related to any significant subject within its term of reference.

(vii) The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.

VIII. Other Committees:

1. Management Committee

a. Composition of Management Committee:

The Management Committee comprises of the following Directors:

Name	Designation
Mr. G.M. Rao (Non-Executive Chairman)	Chairman
Mr. Grandhi Kiran Kumar (Managing Director & CEO)	Member
Mr. Srinivas Bommidala (Non-Executive Promoter Director)	Member
Mr. G.B.S. Raju (Non-Executive Promoter Director)	Member
Mr. B.V. N. Rao (Non-Executive Non Independent Director)	Member

Mr. T. Venkat Ramana, Company Secretary and Compliance Officer, acts as Secretary to the Management Committee.

b. Meetings and attendance during the year:

During the FY 2020-21, fifteen meetings of the Management Committee were held i.e., on May 5, 2020, June 15, 2020, July 7, 2020, July 15, 2020, August 6, 2020, August 29, 2020, September 5, 2020, September 19, 2020, October 12, 2020, November 18, 2020, December 24, 2020, January 5, 2021, February 20, 2021, March 16, 2021 and March 28, 2021.

The attendance of members is as under

Names	No. of the Meetings	
	Held	Attended
Mr. G.M. Rao	15	11
Mr. Grandhi Kiran Kumar	15	13
Mr. Srinivas Bommidala	15	9
Mr. G.B.S. Raju	15	14
Mr. B.V. N. Rao	15	11

c. The terms of reference of the Management Committee are as under:

Approval relating to operational matters such as investments in new projects, financial matters, providing loans, borrowings, giving corporate guarantees, providing securities, capital expenditure, purchases and contracts – non-capital (including services), long-term contracts, stores, HR related matters, establishment and administration, writing-off of assets, etc. within the authority delegated by the Board.

The Board of Directors from time to time delegates specific powers to the Management Committee.

2. Corporate Social Responsibility (CSR) Committee

a. Composition of CSR Committee:

The CSR Committee comprises of the following Directors:

Name	Designation
Mr. R. S. S. L. N. Bhaskarudu (Non-Executive Independent Director)	Chairman
Mr. B. V. N. Rao (Non-Executive Non Independent Director)	Member
Mr. G.B.S. Raju (Non-Executive Promoter Director)	Member

Mr. T. Venkat Ramana, Company Secretary and Compliance Officer, acts as Secretary to the CSR Committee.

b. Meetings and attendance during the year:

During the FY ended March 31, 2021, one meeting of CSR Committee was held i.e., on August 25, 2020. The attendance of the CSR Committee members is as under:

Names	No. of the Meetings	
	Held	Attended
Mr. R.S.S.L.N. Bhaskarudu	1	1
Mr. B. V. N. Rao	1	1
Mr. G.B.S. Raju	1	0

c. The terms of reference of the CSR Committee are as follows:

i. Preparation of Corporate Social Responsibility Policy for the Company and to recommend the Board for its approval;

ii. Recommendation of projects or programmes relating to activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013;

iii. To recommend on CSR activities to be undertaken by the Company on its own or in collaboration with any registered trust / society or a company established under Section 25 of the Companies Act, 1956 or under Section 8 of the Companies Act, 2013;

iv. Formulate and recommend to the Board, an annual action plan in pursuance of its CSR policy, which shall include the following, namely: -

(a) the list of CSR projects or programmes to be undertaken in areas or subjects specified in Schedule VII of the Act;

(b) the manner of execution of such projects or programmes;

(c) the modalities of utilisation of funds and implementation schedules for the projects or programmes;

(d) monitoring and reporting mechanism for the projects or programmes; and

(e) details of need and impact assessment, if any, for the projects undertaken by the company

v. To institute a transparent monitoring mechanism for implementation of the CSR projects or programs or activities undertaken by the Company or trust / society / company mentioned in point no.(iii);

vi. To report periodically on the CSR activities of the Company to the Board and in the Board's report;

vii. To seek expert advice on CSR activities of the Company that may be appropriate to discharge its responsibilities; and

viii. To take up any other roles and responsibilities delegated by the Board from time to time.

3. Debentures Allotment Committee

a. Composition of Debentures Allotment Committee:

The Debentures Allotment Committee comprises of the following Directors:

Name	Designation
Mr. B.V. N. Rao (Non-Executive Non Independent Director)	Member
Mr. Srinivas Bommidala (Non-Executive Promoter Director)	Member
Mr. G.B.S. Raju (Non-Executive Promoter Director)	Member

Mr. T. Venkat Ramana, Company Secretary and Compliance Officer, acts as Secretary to the Debentures Allotment Committee.

b. Meetings and attendance during the year:

No meeting of Debenture allotment committee was held during the FY ended March 31, 2021.

c. The terms of reference of the Debentures Allotment Committee are as under:

Issuance and allotment of debentures on such terms and conditions as may be prescribed from time to time in this regard.

4. Demerger Committee

a. Composition of Demerger Committee:

The Demerger Committee comprises of the following Directors:

Name	Designation
Mr. Grandhi Kiran Kumar (Managing Director & CEO)	Member
Mr. B.V. N. Rao (Non-Executive Non Independent Director)	Member
Mrs. Vissa Siva Kameswari (Non- Executive Independent Director)	Member
Mr. N.C. Sarabeswaran (Non- Executive Independent Director)	Member

Mr. T. Venkat Ramana, Company Secretary and Compliance Officer, acts as Secretary to the Demerger Committee.

b. Meetings and attendance during the year:

During the FY ended March 31, 2021, two meetings of Demerger Committee were held i.e., on July 30, 2020 and August 26, 2020. The attendance of the Demerger Committee members is as under:

Names	No. of the Meetings	
	Held	Attended
Mr. Grandhi Kiran Kumar	2	2
Mr. B. V. N. Rao	2	2
Mrs. Vissa Siva Kameswari	2	2
Mr. N.C. Sarabeswaran	2	2

c. The terms of reference of the Demerger Committee are as under:

i. Considering and exploring the options for demerger to unlock shareholder value in the existing business of the Group paving way for (i) next phase of growth, (ii) raising equity capital in the airport business, and (iii) accelerated de-leveraging of Company.

IX. General Body Meetings

a. Annual General Meetings

The venue, date and time of the Annual General Meetings held during the preceding three years and the Special Resolutions passed thereat were as under:

Year	Venue	Date and Time	Special Resolutions passed
2019-20	Through Video Conferencing (VC)	Monday, September 21, 2020 at 3.00 p.m.	1. Approval for raising of funds through issuance of Equity Shares and/or other Eligible Securities through Qualified Institutions Placement.
2018-19	K. R. Foundation, Sheila Gopal Raheja Auditorium, Balgandharva Rangmandir, Junction 24th & 32nd Road, Bandra (West), Mumbai-400050,	Monday, September 16, 2019 at 3.00 p.m.	1. Appointment of Mr. Madhva Bhimacharya Terdal as a Whole Time Director of the Company. 2. Approval for issue and allotment of securities, for an amount upto ₹ 2,500 Crore in one or more tranches. 3. Approval for issue and allotment of Optionally Convertible Debentures. 4. Approval of amendment of Welfare Trust of GMR Infra Employees.

Year	Venue	Date and Time	Special Resolutions passed
2017-18	Rangsharda Auditorium, Hotel Rangsharda, Near Lilavati Hospital, KC Marg, Bandra Reclamation Flyover, Bandra (West), Mumbai - 400050, Maharashtra.	Friday September 21, 2018 at 3.00 p.m.	1. Approval for continuation of Mr. R.S.S.L.N. Bhaskarudu as a Non-Executive Independent Director of the Company beyond the age of 75 years. 2. Approval for continuation of Mr. N.C. Sarabeswaran as a Non-Executive Independent Director of the Company beyond the age of 75 years. 3. Approval for continuation of Mr. S. Rajagopal as a Non-Executive Independent Director of the Company beyond the age of 75 years. 4. Approval for issue and allotment of Securities for an amount upto ₹ 2,500 Crore in one or more tranches. 5. Approval for issue and allotment of Optionally Convertible Debentures.

b. Extraordinary General Meetings

No Extraordinary General Meeting (EGM) was held during the three years preceding the financial year 2020-21.

c. Special Resolutions passed through postal ballot:

During the year under review, no special resolutions were passed through the exercise of postal ballot.

X. Means of Communication

The Company has been sending Annual Reports, Notices and other communications to each shareholder through e-mail, post and/or courier. However, owing to the COVID-19 Pandemic situation and in accordance with the Circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) the Notice and Annual Report for FY 2019-20 were sent to the shareholders only through e-mail. Further, owing to the continued pandemic situation and in terms of circulars of the MCA and SEBI, the Notice and Annual Report for FY 2020-21 are also being sent through e-mail only. Notice and Annual report shall also be available on the website of the Company.

The quarterly/annual results of the Company as per the requirement of SEBI LODR, are generally published in the 'Business Line' and / or 'Financial Express' and 'Nav Shakti' (a regional daily in Marathi language). Quarterly and Annual Financial Results, along with segment report, if any, and Quarterly Shareholding Pattern are posted on the Company's website (www.gmrgroup.in), and intimated to stock exchanges. The presentations made to analysts and others including official news release are also posted on the Company's website and intimated to stock exchanges. All periodical and other filings including the price sensitive information, press release etc, are filed electronically through NSE Electronic Application Processing System (NEAPS), BSE Corporate Compliance & Listing Centre (BSE Listing Centre) and are updated on Company's website. Investor complaints are redressed through SEBI Complaints Redress System (SCORES) and are updated on Company's website.

XI. General Shareholder Information

a. Annual General Meeting to be held for the financial year 2020-21 :

Day	:	Thursday
Date	:	September 9, 2021
Time	:	3.00 P.M.
Venue	:	Video conferencing as set out in the notice convening the meeting

b. Financial Calendar:

The Financial year is April 1st to March 31st every year and for the FY 2021-22, the financial results are proposed to be declared as per the following tentative schedule:

Particulars	Schedule
Financial reporting for the quarter ended June 30, 2021	First fortnight of August 2021
Financial reporting for the quarter / half year ending September 30, 2021	First fortnight of November 2021
Financial reporting for the quarter / nine months ending December 31, 2021	First fortnight of February 2022
Financial reporting for the quarter / year ending March 31, 2022	Second fortnight of May 2022
Annual General Meeting for the year ending March 31, 2022	August / September 2022

c. Book Closure Date:

The Register of Members and Share Transfer Books of the Company will be closed from Thursday, September 2, 2021 to Thursday, September 9, 2021 (both days inclusive) for the purpose of the 25th Annual General Meeting.

d. Dividend Payment Date:

Your Directors have not recommended any dividend for the FY 2020-21.

e. Listing on Stock Exchanges:

(i) Equity Shares:

The Company's equity shares are listed on the following Stock Exchanges with effect from August 21, 2006:

Name of the Stock Exchange	Address	Stock Code
National Stock Exchange of India Limited	Exchange Plaza, Plot No. C/1, G Block, Bandra-Kurla Complex Bandra (E), Mumbai - 400 051.	GMRINFRA
BSE Limited	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001.	532754

The Company paid Annual listing fees for the FY 2021-22 to both Stock Exchanges.

(ii) Privately placed Debt instruments:

During FY 2011-12 and FY 2012-13, 10,000 Secured Non-Convertible Debentures (NCDs) of ₹ 10 lakh each aggregating to ₹1,000.00 Crore were issued to ICICI Bank Limited on a private placement basis, in various tranches. These Secured Non-Convertible Debentures were listed on National Stock Exchange of India Limited. During the year under review, the NCDs were redeemed as per the terms of issuance.

f. Market Price Data – high, low during each month in last financial year relating to Equity Shares listed

(Amount in ₹.)

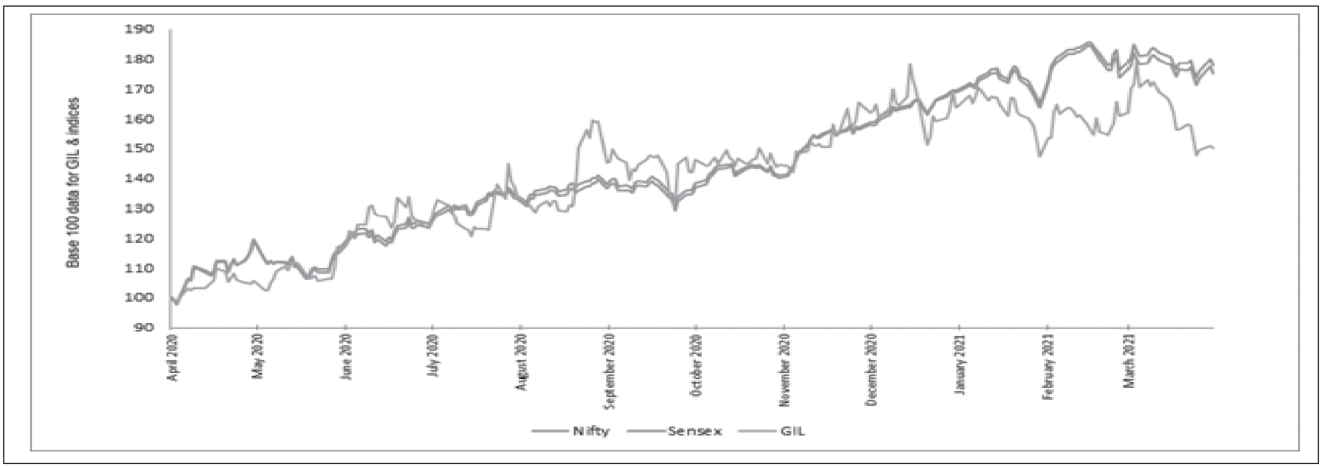
Month	BSE		NSE	
	High	Low	High	Low
Apr-2020	18.15	15.90	18.15	15.90
May-2020	20.20	16.30	20.40	16.30
Jun -2020	22.25	18.90	21.95	18.90
Jul -2020	24.05	19.30	24.05	19.25
Aug-2020	28.25	20.55	28.25	20.60
Sep -2020	24.85	20.70	24.65	20.80
Oct-2020	24.70	23.10	24.70	23.10
Nov-2020	27.30	22.90	27.25	22.95
Dec-2020	29.30	23.70	29.35	23.70
Jan-2021	28.10	23.70	28.30	23.70
Feb-2021	27.50	23.50	27.50	23.50
Mar-2021	29.95	23.55	29.95	23.50

Performance of the share price of the Company in comparison to BSE Sensex and S & P CNX Nifty

h. Share Transfer System:

The share transfer requests that are received in physical form are processed by the RTA and the share certificates are returned within a period of 7 days from the date of receipt, subject to the documents being valid and complete in all respects. The Board of Directors of the Company has delegated powers of approving transfers and transmission of securities to the Stakeholders' Relationship Committee. The Committee has authorized each member of the Committee to approve the transfer of shares up to 20,000 shares per transfer deed and the Company Secretary and other specified executives of the Company to approve the transfer of shares up to 10,000 shares per transfer deed. A summary of the transfer, transmissions / de-materialization request / re-materialization requests approved by the Member(s) of the Committee / Executives is placed before the Committee. The Company obtains certificate from a practicing Company Secretary in terms of Regulation 40(9) of the SEBI LODR certifying that all the certificates have been issued within 30 days of the date of lodgment for transfer, and thereafter submit the same to the stock exchanges.

In terms of Regulation 40 of SEBI LODR, as amended, no transfer of shares in physical mode is permitted.

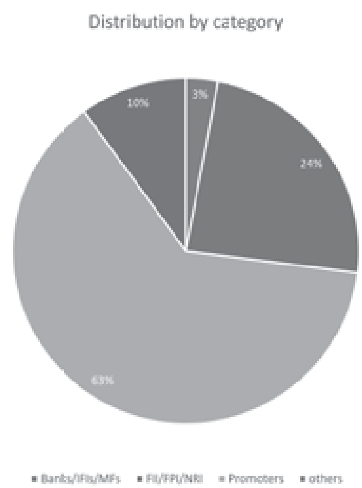


g. Registrar & Share Transfer Agent (RTA)

KFin Technologies Private Limited
Unit: GMR Infrastructure Limited
KFintech Selenium Tower B,
Plot 31-32, Gachibowli,
Financial District, Nanakramguda, Hyderabad - 500 032
Phone: +91 40 6716 1500
Toll free no. 1800-309-4001
Email ID: einward.ris@kfintech.com

i. Distribution of equity shareholding as on March 31, 2021

Distribution by category



Description	No. of Cases*	Total Shares	% Equity
Banks	10	79030817	1.31
Indian Financial Institutions	1	7053140	0.12
Mutual Funds	17	103833311	1.72
Foreign Institutional Investors	3	24079130	0.40
Foreign Portfolio Investors	95	1409559468	23.35
Non Resident Indians	3655	10575861	0.18
Promoters	37	3778869176	62.61
Others:			
H U F	5836	13461342	0.22
Bodies Corporates	1208	69222430	1.15
NBFC	6	243300	0.00
Resident Individuals	353728	404456955	6.70
Trusts	7	7978	0.00
Clearing Members	275	25506907	0.42
Qualified Institutional Buyer	4	105972093	1.76
IEPF	1	4073367	0.07
Total	**364883**	**6035945275**	**100.00**

***Calculated on folio basis.**

Distribution by size

Sl. No.	Category (Shares)	March 31, 2021				March 31, 2020			
		No of Share Holders	%	No. of Shares	%	No of Share Holders	%	No.of Shares	%
1	1 - 500	278691	76.38	44424358	0.74	279807	74.65	46488276	0.77
2	501 - 1000	41723	11.43	34958506	0.58	44545	11.88	37198272	0.62
3	1001 - 2000	21729	5.96	34394292	0.57	24024	6.41	37983475	0.63
4	2001 - 3000	7340	2.01	19161515	0.32	8536	2.28	22218318	0.37
5	3001 - 4000	3724	1.02	13731406	0.23	4206	1.12	15448290	0.26
6	4001 - 5000	3304	0.91	15888039	0.26	3736	1.00	17937493	0.30
7	5001 - 10000	4577	1.25	34940201	0.58	5323	1.42	40581914	0.67
8	10001 and above	3795	1.04	5838446958	96.73	4626	1.23	5818089237	96.39
	TOTAL	**364883**	**100.00**	**6035945275**	**100.00**	**374803**	**100.00**	**6035945275**	**100.00**

j. Dematerialisation of Shares and Liquidity

The Company's shares are available for dematerialization with both the Depositories i.e., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). Total 99.99% of shares have been dematerialized as on March 31, 2021.

ISIN: INE776C01039 (Fully Paid Shares)

Description	No. of Shareholders	No. of Shares	% Equity
Physical	99	324151	0.01
NSDL	200859	5880523327	97.43
CDSL	163925	155097797	2.57
Total	**364883***	**6035945275**	**100.00**

The Company's shares are regularly traded on BSE Limited and the National Stock Exchange of India Limited and were never suspended from trading.

***Calculated on folio basis.**

k. Outstanding GDRs / ADRs / Warrants or any convertible instruments, conversion date and likely impact on equity:

i. GDRs / ADRs:

The Company has not issued any GDRs / ADRs in the past and hence as on March 31, 2021, the Company does not have any outstanding GDRs / ADRs

ii. Warrant:

During the year under review, the Company has not issued any warrant and there is no warrant outstanding for conversion which is likely to impact on equity.

iii. Foreign Currency Convertible Bonds (FCCBs):

The Company has issued 6 (Six) Foreign Currency Convertible Bonds to Kuwait Investment Authority ("Subscriber") during the year 2015-16 with the terms and conditions which, inter-alia, include as under:-

Number of Bonds issued	: 6
Nominal Value of each Bond	: US$ 50,000,000
Total value of the issue	: US$ 300,000,000
Conversion	: The bonds are convertible into Equity Shares of the Company
Conversion Price	: ₹ 18 per Equity Share.
Tenor	: 60 years
Coupon Rate	: 7.5%
Yield to maturity	: 7.5%

iv. Optionally Convertible Debentures (OCDs):

The Company had issued 4 (Four) Unrated and Unlisted Optionally Convertible Debentures (OCDs) to Doosan Power Systems India Private Limited of the face value of ₹ 57,41,97,685/- each during the FY 2019-20. As per the terms and conditions of issue of OCDs, it was to be redeemed in four equal instalments commencing from March 31, 2020. During the financial year ended March 31, 2021, the OCDs were fully redeemed, after payment of all four quarterly instalments.

l. Commodity Price Risk/ Foreign Exchange Risk and Hedging activities:

The details of foreign currency exposure and hedging are disclosed in note no. 38(c) to the standalone financial statements.

m. Plant locations:

In view of the nature of the Company's business viz. providing infrastructure facilities, the Company, through its subsidiaries / associates / joint venture, operates from various offices in India and abroad.

The international locations where the Company operates through its subsidiaries / associates / joint venture are Indonesia, Philippines, Greece, Nepal, Singapore and Dubai. National locations (States) where the Company operates by itself and through its subsidiaries, JVs, Associates in India are Delhi, Karnataka, Telangana, Maharashtra, Goa, Odisha, Tamil Nadu, Uttar Pradesh, Andhra Pradesh, Himachal Pradesh, Gujarat, Uttarakhand, Punjab, Haryana, Kerala etc.

n. Address for correspondence:

GMR Infrastructure Limited
CIN: L45203MH1996PLC281138
Company Secretary and Compliance Officer
(Corporate Secretarial Department)
New Udaan Bhawan, Opp. Terminal 3 IGI Airport
New Delhi - 110037
T +91 11 4921 6751
F +91 11 4921 6723
E-mail: Gil.Cosecy@gmrgroup.in

o. Prevention of Insider Trading:

In accordance with the requirements of SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended, the Company has instituted a comprehensive Code of Conduct for prevention of insider trading, in the Company's shares and Code of practices and procedures for fair disclosure of unpublished price sensitive information.

p. Reconciliation of Share Capital Audit:

As stipulated by SEBI, a qualified Practicing Company Secretary carries out the Reconciliation of Share Capital Audit to reconcile the total admitted capital with NSDL and CDSL and the total issued and paid-up capital. This audit is carried out every quarter and the report there on is submitted to the Stock Exchanges and is placed before the Stakeholders' Relationship Committee and the Board of Directors of the Company. The audit, inter alia, confirms that the total listed and paid-up capital of the Company is in agreement with the aggregate of the total number of shares in dematerialized form held with NSDL and CDSL and total number of shares in physical form.

q. Equity Shares in the Suspense Account:

As per Schedule V read with Schedule VI, Regulation 34(3), 53(f) and 39(4) of the SEBI LODR, the details in respect of equity shares lying in the suspense / escrow account are as under:

Particulars	Number of share holders	Number of equity shares held
Aggregate number of shareholders and the outstanding shares in the suspense / escrow account (maintained with CDSL & NSDL) lying as on April 1, 2020.	13	17924
Number of shareholders who approached the Company for transfer of shares from suspense / escrow account (maintained with NSDL) during the year	0	0
Number of shareholders to whom shares were transferred from the suspense / escrow account (maintained with NSDL) during the year	0	0
Aggregate Number of shareholders and the outstanding shares in the suspense account (maintained with CDSL & NSDL) lying as on March 31, 2021	13	17924

The voting rights on the shares outstanding in the aforesaid suspense account as on March 31, 2021 shall remain frozen till the rightful owner of such shares claims the shares. There were no unclaimed equity shares issued in physical form.

r. List of all credit rating obtained by entity:

Name of Credit Rating Agency	Credit Rating
Infomerics	Minus BBB

Investor Education And Protection Fund (IEPF)

In accordance with the applicable provisions of the Companies Act, 2013 (Act) read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) (IEPF Rules), all unclaimed dividends, if not claimed for a period of seven (7) years from the date of transfer to Unclaimed Dividend Account of the Company, are required to be transferred by the Company to the Investor Education and Protection Fund (IEPF).

Further, according to the IEPF Rules, all the share in respect of which dividend has not been claimed by the shareholders for 7 (seven) consecutive years or more from the respective date of transfer to Unpaid Dividend Account shall also be transferred to the demat account of the IEPF Authority. The said requirement does not apply to shares in respect of which there is a specific Order of Court, Tribunal or Statutory Authority, restraining any transfer of the shares.

The Member can claim the unclaimed dividend amount for the financial year ended March 31, 2014 on or before October 17, 2021.

The Company had sent individual notices and has issued advertisements in the newspapers, requesting the shareholders to claim their dividends in order to avoid transfer of shares and dividend to the IEPF. Details of the unclaimed dividend and shareholders whose shares are liable for transfer to the IEPF Authority are available on the website of the Company at https://investor.gmrgroup.in/. In case shareholders have any queries on the subject matter, please contact the Registrar and Share Transfer Agent of the Company, Kfin Technologies Private Limited, Unit: GMR Infrastructure Limited, KFintech Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500032 Phone: 1800 309 4001, Email ID: einward.ris@kfintech.com.

The members can claim the dividends and shares once transferred to the IEPF Authority by submitting an online application in web Form No. IEPF-5 available on the website www.iepf.gov.in as per the procedure prescribed under the Act. No claim shall lie against the Company in respect of the shares and dividend so transferred.

In accordance with IEPF Rules, the Board of Directors have appointed Mr. T. Venkat Ramana, Company Secretary of the Company, as the Nodal Officer for the purpose of verification of claims and for co-ordination with IEPF Authority.

Details of the Nodal Officer for the purpose of co-ordination with the IEPF Authority are available on the website of the Company at https://investor.gmrgroup.in/.

XII. Subsidiary Companies

The Company reviews the performance of its subsidiary companies, inter-alia, by the following means:

i. The financial statements, including the investments made by subsidiary companies, are reviewed by the Audit Committee of the Company, periodically;

ii. The minutes of the Board / Audit Committee Meetings of the subsidiary companies are noted at the Board / Audit Committee Meetings respectively of the Company;

iii. The details of significant transactions and arrangements entered into by the subsidiary companies are placed periodically before the Board of the Company.

iv. Detailed update on various businesses carried out by the subsidiaries of the Company and joint ventures, is presented to the Board of directors of the Company, on a quarterly basis.

v. Utilization of loans/advances given or investment made in Subsidiary Companies, exceeding ₹ 100 crore or 10% of asset size of subsidiary, whichever is lower is reviewed periodically by the Audit Committee.

XIII. Other Disclosures

a. **Disclosures on materially significant related party transactions i.e., transactions of the Company of material nature, with its promoters, Directors or their relatives, management, its subsidiaries etc., that may have potential conflict with the interests of the Company at large:**

None of the transactions with related parties were in conflict with the interests of the Company at large. The transactions with related parties are mentioned in note no. 34 of the financial statements.

b. **Details of non-compliance by the Company, penalties and strictures imposed on the Company by the Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets during the last three years:**

There has been no instance of non-compliance by the Company on any matter related to capital markets during the last three years and hence, no penalty or stricture was imposed by the Stock Exchanges or SEBI or any statutory authority.

c. Whistle Blower Policy/ Vigil Mechanism:

To maintain high level of legal, ethical and moral standards and to provide a gateway for employees to voice concern in a responsible and effective manner about serious malpractice, impropriety, abuse or wrongdoing within the organization, the Company has a Whistle Blower Policy/Vigil Mechanism in place, applicable to the Company and its subsidiaries.

This mechanism has been communicated to all concerned and posted on the Company's website https://investor.gmrgroup.in/policies

The Company has set up an "Ethics Helpline", with a toll free number and entrusted the running of the said helpline to an external agency so as to address issues relating to protection of confidentiality of information and identity of the whistle blower.

We affirm that during the year under review no one has been denied access to the Chairman of the Audit Committee under the Whistle Blower Policy.

d. **The Company has complied with the mandatory requirements of listing regulations. Further, the Company has also put its best endeavor to comply with non-mandatory requirement(s).**

e. **The Company has framed a Material Subsidiary Policy and the same is placed on the Company's website and the web link for the same is https://investor.gmrgroup.in/policies**

f. **The Company has framed Related Party Transaction Policy, and the same is placed on the Company's website and the web link for the same is https://investor.gmrgroup.in/policies.**

g. **During the FY ended March 31, 2021, the Company did not engage in commodity price risk and commodity hedging activity.**

h. **Details of utilization of funds raised through preferential allotment or qualified institutional placement as specified under Regulation 32(7A):** The Company has not raised any fund during the year through preferential allotment or qualified institutional placement

i. **Certificate from Company Secretary in practice that none of the directors on the board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority is annexed hereinafter.**

j. **The Board has accepted all recommendations of the Board committees which are mandatorily required in relevant financial year.**

k. **Total fees for all services paid by the listed entity & its subsidiaries, on a consolidated basis, to the statutory auditors and all entities in the network firm/ network entity of which the statutory auditors are a part, is ₹ 8.69 Crore.**

l. **Disclosure in relation to the Sexual Harassment of Women at Workplace (prevention, prohibition, & redressal) Act, 2013:**

a. Number of complaints filed during the financial year : Nil

b. Number of complaints disposed of during the financial year : Nil

c. Number of complaints pending as on end of the financial year : Nil

XIV. There has been no instance of non-compliance of any requirement of Corporate Governance Report as prescribed under SEBI LODR.

XV. Adoption of Non-Mandatory Requirements as stipulated in Part E of Schedule II of SEBI LODR.

a. **The Board**

The Company has maintained an office for its Non-executive Chairman.

b. **Shareholder Rights**

Half-yearly financial results are forwarded to the Stock Exchanges, published in newspapers and uploaded on the website of the Company.

c. **Reporting of Internal Auditor**

The Head, Management Assurance Group, Internal Auditor of the Company is a permanent invitee to the Audit Committee Meetings and regularly attends the Meetings for reporting their findings of the internal audit to the Audit Committee.

XVI. THE COMPANY HAS FULLY COMPLIED WITH THE APPLICABLE REQUIREMENTS SPECIFIED IN REGULATION 17 TO 27 AND CLAUSE B TO CLAUSE I OF SUB-REGULATION 2 OF REGULATION 46 OF THE SEBI LODR.

Certificate on corporate governance:

Pursuant to Schedule V of the SEBI LODR, the Certificate from Practicing Company Secretary on Corporate Governance is annexed hereinafter.

Declaration on compliance with Code of Conduct

To,

The Members of GMR Infrastructure Limited

Sub: Declaration by the Managing Director & CEO under Para D of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

I, Grandhi Kiran Kumar, Managing Director & CEO of GMR Infrastructure Limited, to the best of my knowledge and belief, declare that all the members of the Board of Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the year ended March 31, 2021.

Grandhi Kiran Kumar
Date : June 18, 2021 Managing Director & CEO
(DIN: 00061669)

Managing Director & CEO and CFO certification pursuant to Regulation 17(8) read with Part B of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To

The Board of Directors
GMR Infrastructure Limited

We hereby certify that:

a) We have reviewed the financial statements and the cash flow statement of the Company for the year ended March 31, 2021 and that to the best of our knowledge and belief:

   i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   ii. these statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.

b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

d) We have indicated to the auditors and the Audit Committee (wherever applicable):

   i. significant changes in internal controls over financial reporting during the year;

   ii. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; wherever applicable; and

   iii. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For GMR Infrastructure Limited

Grandhi Kiran Kumar
Managing Director & CEO
DIN: 00061669

GMR Infrastructure Limited

Saurabh Chawla
CFO

Date: June 18, 2021

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To
The Members of
GMR Infrastructure Limited
Naman Centre,7th floor, Opp. Dena Bank,
Plot No.C-31 G Block, Bandra Kurla Complex,
Bandra (East), Mumbai, Mumbai city MH 400051 IN

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of GMR INFRASTRUCTURE LIMITED having CIN L45203MH1996PLC281138 and having registered office at Naman Centre, 7th floor, Opp. Dena Bank, Plot No.C-31, G Block Bandra Kurla Complex, Bandra (East), Mumbai- 400051 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications [including Directors Identification Number (DIN) status] at the portal www.mca.gov.in as considered necessary and the explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company (as stated below) for the Financial Year ending on March 31, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India (SEBI) and Ministry of Corporate Affairs (MCA).

Details of Directors:

Sl. No.	Name	DIN	Date of appointment in Company
1.	Mr. Srinivasachari Rajagopal	00022609	12/11/2012
2.	Mr. Srinivasan Sandilya	00037542	11/09/2012
3.	Mr. Venkatanageshwara Rao Boda	00051167	10/05/1996
4.	Mr. Bhaskarudu Srisatya Lakshminarsimha Ravela	00058527	02/09/2005
5.	Mr. Srinivas Bommidala	00061464	10/05/1996
6.	Mr. Kiran Kumar Grandhi	00061669	05/12/1999
7.	Mr. Buchisanyasi Raju Grandhi	00061686	22/05/1999
8.	Mr. Nangavaram Chandramouli Sarabeswaran	00167868	09/11/2011
9.	Mr. Grandhi Mallikarjuna Rao	00574243	22/05/1999
10.	Ms. Siva Kameswari Vissa	02336249	01/10/2014
11.	Mr. Madhva Bhimacharya Terdal	05343139	08/08/2019
12.	Mr. Suresh Lilaram Narang	08734030	22/04/2020

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For V. Sreedharan and Associates
Company Secretaries

V. SREEDHARAN
Partner
FCS.2347; CP.No.833

Place: Bengaluru
Date : June 15, 2021
UDIN : F002347C000464622

Corporate Governance Compliance Certificate

Corporate Identity Number: L45203MH1996PLC281138

Nominal Capital: ₹ 1950 Crore

To
The Members of
GMR Infrastructure Limited
Naman Centre, 7th Floor, Opp. Dena Bank,
Plot No. C-31, G Block, Bandra Kurla Complex,
Bandra (East), Mumbai 400 051

We have examined all the relevant records of GMR Infrastructure Limited for the purpose of certifying compliance of the conditions of the Corporate Governance under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended March 31, 2021. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of certification.

The compliance of conditions of corporate governance is the responsibility of the Management. Our examination was limited to the procedure and implementation process adopted by the Company for ensuring the compliance of the conditions of the corporate governance.

This certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

In our opinion and to the best of our information and according to the explanations and information furnished to us, we certify that the Company has complied with all the mandatory requirements of Corporate Governance as stipulated in Schedule II of the said Regulations.

For V. SREEDHARAN & ASSOCIATES
Company Secretaries
Sd/-
(V. Sreedharan)
Partner
FCS: 2347; CP No. 833

Bengaluru
July 30, 2021
UDIN No.:F002347C000711968

Management Discussion & Analysis

Forward-looking Statements

This document contains certain forward-looking statements based on the currently held beliefs and assumptions of the management of GMR Infrastructure Limited, which are expressed in good faith, and in its opinion and judgment, are fairly reasonable. For this purpose, forward-looking statements mean statements, remarks or forecasts that address activities, events, conditions or developments that the Company expects or anticipates which may occur in the future. Because of the inherent risks and uncertainties in the social and economic scenarios, the actual events, results or performance can differ materially and substantially from those indicated by these statements. GMR Infrastructure Limited disclaims any obligation to update these forward-looking statements to reflect future events or developments.

Infrastructure Growth

Macroeconomic Indicators

FY 2020-21 may very well be called the COVID year. The Pandemic prevailed throughout the year disrupting global economy at a macro level and impacting human life on an individual level. The period was marked with stringent lockdowns across the globe, loss of employment, struggle of inadequate healthcare infrastructure and finally much sought after roll out of vaccinations. All this while countries came up with various fiscal initiatives to support their dwindling economies.

As a result of pandemic related disruptions, the global economic growth for 2020 as estimated by IMF came in at -3.3% as compared to 2.9% in 2019 and 3.6% in 2018.

While the world continues to reel under the effects of the pandemic, economies have started to cautiously open up after initial stringent lockdowns. Rapid vaccination across the globe coupled with pent up demand from last year is expected to support the global economic growth in 2021. As a result, the global economy is expected to grow at 5.5% in 2021 and then moderate to 4.2% in 2022 (IMF). However, these estimates are subject to severity of successive COVID waves we might encounter in future and progress made on vaccination coverage.

With the onset of pandemic, in order to protect human life and limit stress on medical infrastructure, India implemented one of the most stringent lockdowns in the world which significantly impacted economic activity. Accordingly, India recorded its worst ever GDP growth numbers due to the pandemic related lockdown. Even before the pandemic, India had been heading towards an economic slowdown owing to demand contraction. Overall FY 2019-2020 GDP was recorded at 4.0%.

Due to pandemic induced lockdown, April-June 2020 saw a GDP de-growth of 24.4% versus same period of last year. India's manufacturing and service PMI (Purchasing manager's index) also reduced drastically from 51.8 and 49.3 in March 2020 to 27.4 and 5.4 in June 2020 respectively. Similarly, IIP (index of industrial production) fell by 57% YoY in April 2020.

Meanwhile, Government announced various economic packages to stem the economic downfall, supported by Reserve Bank of India, which reduced interest rates (policy repo rate cut from 5.15% in February 2020 to 4% in May 2020) and supplied liquidity to fuel growth. Finally, India came out of lockdown in June 2020, and the economy reopened in a phased manner. Most restrictions were removed, and macro-economic indicator trends turned positive. IIP growth climbed back in positive territory and reached pre-COVID levels by September 2020. India's manufacturing and service PMI also recovered sharply from 27.4 and 5.4 in June 2020 to 55.4 and 54.6 in March 2021 respectively. Post reopen, India's GDP fall softened to -7.4% in Q2 FY21 and climbed into positive territory in Q3 FY21 to +0.5% and further improved to +1.6% in Q4 FY 21.

However, this exuberance was short-lived and another wave of pandemic hit the country. The 2nd wave was far more devastating that the initial outbreak and restrictions were re-imposed. The V-shaped recovery took a significant hit as economic activities were impacted by state specific restrictions. The wave peaked in first week of May 2021, and since then has moderated, once again paving path for the economy to recover. As per various estimates, India's GDP growth for FY22 is expected to be in the range of 9.5% - 10.0%. However, such estimates may change significantly, if the country is hit by a major third COVID wave.

On the forex front, Indian rupee has remained within a range of ~ INR 72 to 75 per USD during H2 FY21. India's forex reserves touched an all-time high of over USD 605 billion by 2nd week of June 2021. Reserve Bank of India, in a bid to support economic growth, continues to hold repo rate to 4.0% with accommodative stance.

Even during a pandemic year, India remained an attractive investment destination. During FY21, India managed to attract highest ever FDI inflow of ~USD 81.7 Bn; a 10% rise over the previous financial year.

However, strong economic recovery during H2 FY21 and overall global boom in commodities led to steep rise in wholesale price index (WPI), a measure of inflation from close to zero in June-July 2020 to ~12% in June 2021.

On the COVID-19 front, India begun its massive vaccination drive in 2nd week of January 2021. Vaccination rate has been increasing since then as manufacturers continue to enhance their capacity. By July 2021, more than 25% of the population has been covered during this vaccination drive and received at least one dose. Government of India has set an ambitious target of vaccinating almost the entire eligible population by December 2021.

COVID impact was also felt in other countries where our Group operates. Philippines, home to Mactan-CEBU International airport, instituted one of the longest and most stringent community lockdowns globally in the wake of the COVID-19 outbreak in the country. These measures resulted in GDP contraction by ~9.5% in 2020. Further, growth outlook remains relatively downbeat with authorities recently tightening partial lockdown measures further in April 2021 as COVID-19 infections spiked.

Infrastructure Initiatives announced

Recognizing the role of vaccination in fight against the pandemic, Government in the February 2021 union budget, announced a major allocation of INR 35,000 Cr for COVID-19 vaccination drive. This works well for India as a whole, as accelerated vaccination would enable the economy to recover faster and consequently enhance tax collections for the government.

Government spending is an important tool to spur economy in such uncertain times. Recognizing this, government decided to increase spending especially in the infrastructure sector.

Accordingly, a budget allocation of INR 5.54 lakh Cr was made for infrastructure sector, a 35% increase over previous fiscal year allocation. The Budget allocated highest ever INR 1,18,101 Cr outlay for Ministry of Road Transport and Highways, of which INR 1,08,230 Cr is for capital expenditure. Under the Bharatmala Pariyojana, with an estimated investment of Rs 5.35 lakh Cr, already 13,000 km of roads worth INR 3.3 lakh Cr have been awarded for construction. A significant amount has been earmarked for ongoing and new economic corridors/expressways. An amount of INR 1,10,055 Cr has been allocated to the Railways, of which INR 1,07,100 Cr is for capital expenditure. The government announced INR 18,998 Cr for metro rail projects. For energy sector, an amount of INR 305,984 Cr has been allocated to be spent over the next five years for a revamped, reform-based and result-linked new power distribution sector scheme.

Further, government also announced setting up of Asset Reconstruction Company (ARC) and Asset Management Company (AMC). As most stressed projects are in the infrastructure sector, successful implementation of this initiative will lead to addressing bad assets and recapitalizing lending institutions, which in turn can help trigger lending in infrastructure sector. Working towards this objective, government also allocated INR 20,000 Cr to set up and capitalize a Development Financial Institution (DFI), so as to act as a provider, enabler and catalyst for infrastructure financing. Government intends to create INR 5 lakh Cr lending portfolio under the proposed DFI in a three-year timeframe.

Further, in an effort to attract domestic and international investments in the infrastructure sector, government has created a National Monetization Pipeline to monetize operational public infrastructure assets. In addition, Ministry of Railways plans to monetize assets including Eastern and Western Dedicated Freight Corridors after commissioning, induction of 150 modern rakes through PPP, station redevelopment through PPP, railway land parcels, multifunctional complexes (MFC), railway colonies, hill railways and stadiums.

In addition, during the budget government has also announced an outlay of INR 1.97 lakh Cr for the Production-Linked Incentive (PLI) scheme for 13 identified sectors. The scheme aims to boost domestic manufacturing and investments into India under the government's Atmanirbhar Bharat initiative.

Apart from the budget announcements, government continues to announce various policy measures to combat the impact of COVID-19 pandemic. In order to limit the impact and help restart economic activities, Indian government, last year announced a comprehensive economic package of INR 20 Lakh Cr, which included measures across the industry spectrum. Out of this, around INR 2 Lakh Cr is for cash disbursements, grains etc. for poor, while approximately INR 8 Lakh Cr is in the form of liquidity impetus provided by RBI. Further, various amounts were allocated across the board to MSMEs, NBFCs, DISCOMs, Food processing industry, agricultural sector, etc. A significant amount was designated for employment schemes.

Overall, with such reforms, expedited vaccination drive and India's innate strengths, we feel that the economy is expected to make an impressive comeback post pandemic.

Impact on Sectors in which GMR Operates

The global aviation sector was among the worst affected due to COVID pandemic. Air travel came to a standstill amid COVID induced lockdowns imposed by majority of nations. While some recovery is visible on domestic front, International travel continues to see little growth on account of travel restrictions imposed by various countries.

Such challenging times have tested our teams not only in terms of operational flexibility, but also in terms of financial resilience. In order to counter the effect of revenue loss due to low traffic, our airport took up various measures to ensure optimal use of capital. These include terminal usage optimization, deferment/ avoidance of non-essential operational expenditure, renegotiation of major expenditure contracts, manpower expense optimization and so on.

As a result of such measures, we have on one hand, sustained the operational aspects of the airport and maintained safe and efficient operating conditions while, on the other hand, ensured financial sustainability of the airport.

Even in a pandemic hit world, we believe that aviation market sector in India remains attractive. Government already announced that 100 new airports are to be developed by 2024 under UDAN scheme. Further, as government continues with privatization of existing airports, investment opportunities in Indian aviation sector are immense. The UDAN – regional connectivity scheme has been very effective in connecting more cities and thus tapping the largely untapped aviation market in India. We believe, that this scheme will be a major driver towards increasing India's air traffic. Further, Government also launched a development program for water aerodromes under UDAN 3.0. Even airlines seem upbeat on the future growth prospects and continue to add more aircrafts to their fleet. Further, with sale of Jet Airways and prospective addition of new airlines, aviation sector in India is expected to grow in future.

On the energy front, pandemic impacted the sector in the first quarter of the financial year. The lockdown imposed by Government led to stoppage of almost all heavy industrial activity across India. This led to a sharp drop in consumption. However, since then energy demand has made an impressive recovery. A number of measures have been announced by the Government to ensure revival of sector during the COVID crisis. INR 90,000 Cr loan package was announced for the Discoms, wherein they will be able to draw low-cost loans from PFC/REC, enabling them to pay off outstanding dues to power generators.

In railways sector, various DFC projects were also announced which will be taken up on a PPP model, including stretches on East-West freight corridor, East coast freight corridor and North-South freight corridor. Given the Group's experience and expertise in development of dedicated freight corridors, we will capitalize on our early mover advantage and explore further opportunities in the sector.

Key developments at GMR Group

Over the past few years, we have consolidated our position, focused on addressing, rationalization and management of corporate debt and stressed assets while building a platform for growth for the future. We have taken many significant steps in implementing our stated strategy to strengthen the balance sheet through improved cash flows from increased profitability, debt reduction through asset monetization, value unlocking and prudent working capital management while creating avenues for growth.

During the first half of this financial year, GMR Group successfully completed the final leg of strategic partnership transaction for our airport business with Groupe ADP, France based Global Airport Operator, which is a testament to the inherent strength of our Airport portfolio and also to the Group's credibility and ability to reinvent itself during difficult times. GMR Airports Limited (GAL) is now jointly owned by GMR Infrastructure Limited (51%) and Groupe ADP (49%), with GIL retaining management control. The money received from the deal has primarily been used for reducing debt and to improve overall liquidity at the Group level.

Groupe ADP, formerly Aéroports de Paris or ADP (Paris Airports), is an international airport operator based in Paris (France). Groupe ADP owns and manages Parisian international airports Charles de Gaulle Airport, Orly Airport and Le Bourget Airport, all gathered under the brand Paris Aéroport since 2016. Overall, the group managed 24 airports and 234.1 million passengers in 2019.

According to terms of the deal, GMR will retain management control over the airport business with Groupe ADP having board representation at GAL and its key subsidiaries. The strategic partnership is built on two-way exchange of expertise, personnel, knowledge and market access. Passengers and other stakeholders will also benefit immensely and thereby setting newer industry-defining benchmarks.

On the non-airport side, we continue to consolidate the Energy and Highways business with focus on cash flow improvement by recovering long pending receivables, pursuing claims with the appropriate agencies and strategically explore opportunities to unlock value in these businesses.

Further, on the monetization/ divestment front, we have made significant strides at our special investment regions. The Group has divested its entire 51% stake in Kakinada SEZ. All the State/ Central Government approvals pertaining to divestment are in place. In addition, we have closed major land monetization deals in Krishnagiri SIR. Further, we are very hopeful that initiatives such as 'Make in India', PLI incentive scheme of the Government of India, stable political environment and proactive favorable policy interventions should be able to attract various global companies to set up base in India. In addition, post pandemic, there is a move on part of large manufacturing companies with supply chain concentrated in Far East to seek alternatives and we hope India will emerge as one of the choices for the same in the medium term. This should be a big positive for this sector.

Further, in an important step towards unlocking value, GIL has taken up a restructuring initiative, under which, the group has initiated a vertical de-merger of its airport and non-airport businesses. Post the de-merger, GIL will emerge as India's only pure-play listed airport company. Company's non-airports business will shift to another listed entity GMR Power and Urban Infra Limited (GPUIL), with a mirror shareholding of GIL. The restructuring will result in simplification of corporate holding structure and enable airport and non-airport businesses to chart their respective growth plans independently. Further, value creation will be targeted through strategic partnerships and attracting dedicated investor capital.

While ESG has been core to the ethos at GMR, we have renewed our efforts even during the Covid Period to make sure that we continue to strive towards excellence. In particular, our flagship Delhi Airport is setting new standards on the front of environment safety and sustainability. Delhi Airport has now become Asia Pacific's first Level 4+ (Transition) accredited airport announced by ACI Europe Annual Assembly & Congress. Our focus on sustainability has won us accolades and awards for almost all our operating assets across all business segments.

Leveraging its sustainability focus, DIAL also raised 450 Mn US$ Green Bond to finance its' expansion plans and refinance dollar bonds maturing in February 2022. DIAL was able to do so as it was able to demonstrate the environment friendly nature of its terminal expansion as also the carbon savings it will be able to achieve with the construction of the Eastern Cross Taxiway (which is part of phase 3A expansion project).

Further, the impact of Covid was felt across the employees and stakeholders of the Group, and the Group was able to provide tremendous support to both employees and other stakeholders during this period.

At GMR, our commitment to the cause of Nation building is through creation of quality assets. We are proud to have been associated with landmark infrastructure projects in India like Delhi Airport, Hyderabad Airport, DFCC etc. We will strive to continue developing more such marquee infrastructure assets in service of the nation.

Airport Sector Outlook and Future Plan

Airport Sector

The aviation industry across the globe is facing an unprecedented situation due to the COVID-19 outbreak. In India, a total shut down of all domestic and international air travel was implemented since March 24, 2020 until May 25, 2020 when scheduled domestic operations resumed. This resulted in near wipe out of passenger traffic across airports in India. Domestic operations started with a cap of 30% of capacity while international travel was restricted to special evacuation flights under the Vande Bharat Mission of government of India. International traffic then took a gradual route to recovery till March 2021 reaching to about 30% to 35% of pre-COVID level, while domestic traffic reached about 70% to 75% of pre-COVID levels.

The resurgence of COVID-19 in April 2021 led to the reset of traffic to the minimum level. Cargo volume recovery has been much stronger by comparison to pre-COVID levels in FY 21 and the second wave has not made a significant impact. Based on the estimates of various established agencies and looking at the current growth, the next few months will continue to witness a gradual recovery in passenger traffic levels unless we are hit with further waves of COVID-19. As per a recent estimate by IATA, global passenger traffic level for the year 2021 could be nearly 48% lower than the 2019 level. However, further recovery of traffic may get affected with the resurgence of COVID through additional waves.

Given that India has been a large domestic market, its' recovery has been relatively stronger as international travel has struggled across the world given restrictions imposed by various governments. Further, given that air travel was established as a safe mode of travel, it appeared to encourage many first time travelers to travel by air. Further, despite the constrained capacity available, at both our airports we were able to expand the network to cover destinations that were not covered earlier. This is likely to further accelerate growth trends post recovery as new destinations and flyers join the system.

The rapidly-evolving situation related to COVID-19 required a robust response by airport operators to ensure the safety of passengers, staff, and operations at airports. GMR is proud to mention that it has done exceedingly well in the current situation and has proactively implemented contingency plans and adapted wherever needed by developing new ones.

At GMR, we have looked at business continuity in the context of sustaining operations (aircraft movements and passenger management), maintaining safe operating conditions, and managing the financial sustainability of the airport with respect to business resilience and crisis management for addressing a prolonged crisis. We have considered the following four points regarding business continuity from an airport system perspective:

- Operational continuity – Our Airport teams have worked ceaselessly during the entire lockdown period to systematically prepare for a Safe and Reliable experience post-lockdown with strong focus on health and sanitation across passenger, partner and employee journey through the airport.
- Employee Safety – During this period, employee safety has been the utmost priority to us and we have worked 24x7 with a dedicated team to cater to employee's needs related to but not limited to COVID testing, providing medicines, travel support, hospitalization etc. We have provided free vaccination for our employees and facilitated vaccination for all the aviation stakeholders at our airports premises.
- Financial sustainability – Our Teams have been focused on cash conservation and cost reduction through various interventions in our capital and operating expenditure. An important part of the effort for long term sustainability has involved stakeholder management with the various partners of our airport business and policy advocacy to various Government agencies through industry bodies.
- Organizational resilience – During this period of crisis, our teams have worked seamlessly to introduce new systems and processes to ensure that the organization continues to perform optimally while ensuring safety and well-being of the employees and other partners of the organization. In particular, a new work-from-home policy was introduced, while a number of measures were taken at the work place to ensure continued safety and sanitation. Accordingly, IT infrastructure and systems were strengthened to ensure protection of data in these changed circumstances.

We have focused all our efforts towards facilitating a safe and reliable journey for our passengers and are hopeful of a fast recovery of air traffic.

Accelerated Digitalization – With the onset of COVID pandemic, safety of the passengers travelling through our airports became of paramount importance. Introduction of new concepts, initiatives, trials and technologies designed to enhance the passengers' safety took center stage. Accordingly, our airports introduced a number of technology innovations / solutions addressed towards enhancing passenger safety including surface sanitation and measuring systems, UV disinfectants, air filtrations systems, passenger tracking systems, etc. Our airports launched HOI, a dedicated AI-enabled app, which will help passengers on multiple fronts including tracking their upcoming flights, getting real-time alerts about gate changes, weather forecast at the destination, Indoor Navigation with Voice Guidance, Contactless ordering and Gate delivery of food and beverages, contactless shopping solution, etc. The HOI App is available in multiple form factors such as a mobile app for Android & IOS, Web app and Digital Self Order Kiosks at airports. By providing contact-less solution at the airport, it helps reduce human interface and overcrowding at the airport.

In lieu of travel restrictions and rules for all international passengers flying into India, our Delhi Airport developed and deployed the Air Suvidha Portal, which facilitated the process for all International Passengers coming to India to share relevant information including their Testing and Vaccination details as required. This information formed the basis for the pre-clearance given to passengers to facilitate their entry into the country and reduce passenger waiting times at all Indian airports. Further all our operating airports at Cebu, Delhi and Hyderabad took the lead in establishing RTPCR testing facilities and delivering results in a matter of hours, thereby providing great convenience to all passengers.

Further GMR has accelerated its innovation activities also, and has formally launched GMR Innovex, a new platform for Innovation. GMR Innovex will create a structured mechanism to build creative ideas, nurture and foster them, and build a Go-To-Market strategy for all successful initiatives. It will facilitate startups with various kinds of assistance like mentoring, access to resources, POC opportunities, help with filing patents among others. The collaborators will have access to internal resources, subject matter experts among others in an informal yet aesthetically set ambience that unleashes creativity. The advantage that this exchange brings in is that collaborators can also try their products/services at GMR Innovex across a very large landscape of businesses like Airports, MRO, Cargo, Logistics, Infrastructure etc. With a major focus on airports and with a broad array of industries under its span, GMR Innovation Hub is interested in multitude of technologies like Video Analytics, Machine-Vision, Blockchain, Drone-Tech, Smart Tagging, Contactless Technology, RPA, EV, Autonomous, AR/VR, IoT and others.

In Philippines at our CEBU airport, as a result of tight travel restrictions imposed by the government and CEBU predominantly being a tourist destination, recovery of air traffic has been relatively slow. We expect traffic to pick up at CEBU with progress in global vaccination drive and gradual unlocking by the local government.

Airport Land Development

On account of its strategic location in the cities, the real estate, available as part of the concessions for our airports, continue to hold tremendous potential. At Delhi, Aerocity is being developed as a Hospitality and Office led Global Business District providing word-class social infrastructure and services to its users in a safe and sustainable environment. Addition of new asset classes, continuous improvement of infrastructure services and technology driven operational excellence remain key focus areas in the future.

At our Hyderabad Airport City, the office leasing which saw a dip on account of Covid seems to be picking up and more leasing is expected in the forthcoming year. The Master Plan refresh at Hyderabad is expected to open up areas for development in a strategic manner and monetization is likely to accelerate in the years ahead. In addition to commercial office space, industrial and warehousing, hospitality, we intend to open up new initiatives in the social infrastructure such as education, healthcare, co-living, senior living, Innovation Hubs, Training facilities, etc.

We intend to progressively realize value in our real estate asset portfolio by diversifying the monetization models as well as the end use formats for development of these assets to capture demand for a wide range of developments. We intend to use a combination of lease, self-development and joint development models targeting developers and end-use customers respectively. Further, given the long term economic growth prospects of India, we believe that with dissipation of COVID impact and people rejoining offices, there will be an increase in demand for Grade A office spaces. Similar trend may play out for other real estate asset classes. Our airport real estate should definitely benefit in line with above macro trend.

Economic Regulation & Airport Tariffs

Tariff at Delhi Airport: AERA has issued tariff order no 57/2020-21 for third control period on December 30, 2020 allowing DIAL to continue with BAC+10% tariff for the balance period of third control period plus compensatory tariff in lieu of Fuel Throughput Charges. The regulator has further confirmed the right of DIAL to charge the minimum tariff of BAC+10% for the balance period of the concession when the determined tariff is lower than BAC +10%. DIAL had also filed an appeal against some of AERA's decision in third control period order on January 29, 2021 with TDSAT.

Tariff at Hyderabad Airport: AERA, in case of Hyderabad Airport, issued consultation paper no 11/2021-22 on July 2, 2021 for third control period (FY'22 –FY'26). The order on the subject matter is expected by September 2021.

Growth Outlook – New Opportunities

Though aviation sector has been going through unprecedented challenges this year due to pandemic, at GMR Airports we have strategized to convert these challenges into opportunities. Group's resilience and agile strategies have been helpful in navigating through the current pandemic and at the same time charter the new growth territories.

In line with our larger strategy for airports business, we believe that Airport business has huge underlying strength and it will continue to be the growth engine for the Group. Now with combined expertise and reach of both GMR and ADP, we are strategically much better placed to further scale up the airports business in Indian and new foreign territories.

Domestically, GMR is actively pursuing opportunities for new airports as and when they arise. In our immediate sight is the opportunity of next round of regional airports privatization. Out of India, the Group is strategically focusing in promising geographies of South Asia, South East Asia, Middle East, Africa, Eastern Europe and Latin America. We are actively evaluating and participating in multiple airports privatization opportunities in these geographies.

GMR Airports Business is conceptualized as a platform with airport concessions being the core and a range of adjacent businesses built around the same. Our rich experience over the past decade of operating in diverse markets in the developing world has given us a unique understanding of drivers and a rich understanding of the various adjacency businesses.

As a result, we pushed forward with Group's vision to diversify and expand in the airport adjacency space. We are currently evaluating multiple opportunities in the cargo, duty free and services business across the geographies and believe that in the short to medium term we will have more adjacency businesses to add to our overall portfolio. We have created a richly experienced team at GMR Airports to drive our vision for airport adjacencies.

We broke ground in this direction with launch of Kannur Duty Free operations in February 2021, notwithstanding challenges due to the COVID pandemic. We also evaluated duty free opportunities in Mumbai, Indonesia, South Korea and other geographies and this has enhanced the group's understanding of international duty free space.

At the same time, Group is also looking to unlock value from its existing non-aero commercial businesses. This year, we launched a range of initiatives to enhance the value creation in our non-aero businesses. As a first step, we have launched non-aero Centre for Excellence (CoE) for duty-free and cargo businesses. Under the CoE initiative, we are going to channel the collective non-aero wisdom of the group to achieve commercial excellence.

As we look forward into post -COVID future, we have a robust pipeline of airports and five strategic business units of adjacency opportunities and we believe that they will add significant value to the Group and all stakeholders.

Indira Gandhi International Airport (IGI) – Delhi Airport operated by DIAL

Focus Areas for FY 2021-22

With the COVID-19 impacting the aviation sector, in FY 2020-21 IGI handled 22.6 Mn passengers and 0.74 MMT of cargo with substantial de-growth over last year. In FY21, IGI Airport has expanded its International market share from 27% to 32% amongst Indian airports. IGI Airport would continue to be the leading Airport among all Indian airports in both passenger traffic and cargo handled. DIAL was once again recognized as the Best Airport for service quality in the region by ACI and Best Airport in Central Asia by Skytrax.

DIAL's traffic has been heavily impacted by the travel restrictions imposed by the central and various state governments and the severe impact of the 2nd wave of COVID cases in India. While the reduced traffic levels will affect DIAL in this fiscal, we are looking forward to a strong recovery in traffic in second half of FY22 and substantial recovery in FY23. With increased pace of vaccination in India and gradual decline of COVID cases, we feel that both domestic and international traffic will achieve strong recovery. We are already seeing some green shoots of recovery post second wave. It is important to note that there is no fundamental change in the value drivers of the business. The impact from the COVID-19 outbreak on the business is expected to be a short to medium-term blip followed by a good recovery further aided by strong pent-up demand, especially from visiting friends and relatives (VFR) and leisure travel, once the spread is contained. Despite the pandemic, we were able to enhance the domestic connectivity within India by connecting to a number of new destinations, and further our passenger surveys also show that a higher number of first time passengers have started flying over the past year. These developments should accelerate the passenger growth trends post pandemic recovery.

To overcome the crisis, DIAL has been putting efforts towards various fronts such as Safe Flying and Passenger Experience, financial resilience, stakeholder engagement and employee health & safety. DIAL has been continuously engaging with the state and regulatory authority for several support measures and policy interventions and we look forward to their consideration of these requests.

To repose faith in flying for passengers, DIAL has taken every necessary action and will continue to do so. A recent survey at Delhi Airport tells that all the passengers traveling to or from Delhi Airport, felt 'absolutely safe' to travel. This may be substantiated with domestic recovery where IGIA had reached to around 70% of pre-Covid level towards the end of FY21.

DIAL will continue with the necessary parts of expansion of its airside infrastructure and terminal capacity as per the approved Master Development Plan in order to cater to the future growth in passenger and air traffic. The Phase 3A expansion, which includes, among others, expansion of Terminal 1 and Terminal 3, construction of a fourth runway along with enhancement of airfields and construction of taxiways, will expand IGIA capacity to around 100 Mn passengers annually.

DIAL continues to work with all stakeholders including the airlines to further establish IGI Airport as an international hub airport for passengers and cargo. In line with this goal, DIAL will continue to work for reopening key international destinations gradually in accordance with the uplifting of international border restrictions. We will also continue to work with international carriers to boost long haul flights as well as dedicated freighters coming into Delhi.

DIAL has also made significant progress in achieving all approvals necessary for progressing with the commercial real estate transaction with Bharti Realty after securing the requisite approval from Delhi Urban Arts Commission (DUAC). This is an important milestone in the further development of Aerocity as the premier Central Business District (CBD) of the National Capital Region (NCR), and we expect to progress this transaction further in FY 2021-22.

Rajiv Gandhi International Airport (RGIA) – Hyderabad Airport operated by GHIAL

Focus Areas for FY 2021-22

Despite the pandemic related challenges during the year, in FY 2020-21, RGIA handled 8.1 million passengers, over 86,200 Air Traffic Movements (ATMs), and over 112,700 MT of cargo. With the emergence of new COVID-19 variants and 2nd wave of the COVID-19 pandemic in the year FY 2020-21, traffic and revenues have been impacted significantly across the global aviation value chain including India. With the situation yet to return to normalcy, GHIAL will continue to maintain focus on financial resilience and sustainability until traffic recovery, through measures for cash preservation and additional cash generation.

During FY22, GHIAL shall make all efforts to recover the passenger traffic with proactive engagement with airlines, development of both domestic and international routes.

During this period, a key focus area will be ensuring the health and well being of passengers, staff and all airport community stakeholders and to convey a clear message to all that aviation remains the safest mode of transport.

On the regulatory front, AERA has published the consultation paper for tariffs in relation to 3rd Control Period from FY 22 to FY 26. GHIAL will strive for timely finalization of the 3rd Control Period tariff by AERA.

As part of the capital expansion works, GHIAL has already commissioned the 4 Rapid Exit Taxiways, completed the rehabilitation works of Main Runway in Q1 FY22. In the balance part of the year, GHIAL intends to complete the construction of East Pier straight portion and North East Apron. GHIAL would ensure seamless integration of expansion with existing operations by following due procedures.

Given the strong business fundamentals, strategic and competitive advantages, and initiatives to sustain and grow the business, GHIAL is well-positioned to return to the growth path as soon as the situation resulting from the COVID-19 pandemic returns to normalcy.

GMR Megawide Cebu Airport Corporation (GMCAC)

The COVID-19 pandemic has had a considerable impact on Mactan-Cebu International Airport with annual traffic dropping significantly in CY 2020. The passenger footfall for CY 2020 was recorded at ~2.7 Mn, constituting of ~1.9 Mn Domestic passengers and ~0.8 Mn International passengers, thereby witnessing a 78% decline in overall traffic from CY 2019. COVID-19 has acted as a major deterrent towards travel especially since ~2.4 Mn passenger footfall (~90% of the total CY 2020 footfall) was recorded in the first quarter in 2020.

Scheduled domestic services resumed in June, with traffic ramping up as travel restrictions across the Philippines continue to be eased. MCIA has witnessed a sequential increase in traffic, with the traffic recovery being led by domestic travel. While in June 2020, MCIA was capturing ~3% of the monthly pre-covid traffic levels, in March 2021, it captured ~8% of the monthly pre-covid traffic.

The airport handled several international repatriation and utility flights, working closely with government stakeholders to ensure safe passage for Filipinos and foreigners alike. Following the ban on scheduled international services since March 2020, the airport welcomed its first batch of overseas travelers in mid-July – a feat made possible only by the establishment of a COVID-19 testing laboratory at the airport, which is the first dedicated, airport-centric testing facility in the world. The lab has a capacity of handling 3,000 RT-PCR tests a day, and till March 2021, the lab successfully handled 41,300 returning Filipinos, with an average testing time of 15.6 hours, which is the fastest in the country.

With the loss of traffic, GMCAC undertook a debt restructuring exercise to avoid stress on its cash flows. Along with this, GMCAC successfully rightsized the organization by affecting a significant rationalization in outsourced and manpower expenses. The combined demand for international (departure) and domestic (both departure and arrival) travel at MCIA is being fulfilled from Terminal 1 starting November 2020 leading to savings of $0.07 Mn per month. Also, specific initiatives were undertaken to reduce power and water consumption leading to additional savings.

With domestic traffic on a sequential rise, coupled with on-going vaccinations, an upcoming national election and with Cebu's international markets well on their way to recovery, the Management is confident that traffic shall rebound sooner than in other tourist-centric destinations. In addition to working with government stakeholders to resume operations and drive tourism revival in Cebu, the focus of the Management this year is to address COVID related concerns i.e., building passenger confidence and aid recovery, make the business leaner and more efficient through zero-based costing, reducing operating costs and ensure that the airport is ready to embrace the new normal. GMCAC is also working with government to establish policy framework to boost travel.

Crete International Airport

The consortium of GMR Airports and TERNA attained the concession commencement date for the design, construction, financing, operation, maintenance of the new international airport of Heraklion at Crete in Greece on February 6, 2020. The concession period is 35 years including the design and construction phase of five years.

Having attained the concession commencement, the design and construction activities of the project are underway. Company has received significant portion of land and also the entire state grant of Euro 180 million as envisaged under the concession agreement. Contractor has mobilized requisite manpower and equipment. Development and investigation studies are nearing completion. Site office and warehouse has been constructed. Earthworks for the Airport Airside and connecting Road networks have progressed well. All the works are being carried out with strict adherence to COVID-19 protocols and other safety measures. The Airport Company has also received ISO 9001 certification in this year.

Overall EPC construction is progressing well and focus for the next year would be on civil works and substantial construction of road network.

Energy Sector Outlook And Future Plan

Indian Economy - Power Sector Scenario

At the end of year, total installed capacity in India stood at 382 GW. Conventional energy (from thermal) sources accounted for 234 GW or 61.39% of the total capacity while renewable energy sources accounted for 95 GW and the rest comprised capacity from nuclear and hydro (>50 MW) based power plants.

Following were the highlights of the Power sector in India during FY 2020-21:

- FY 2020-21 saw marginal reduction in generation by 0.5% over the previous year – 1381 BU generated in FY 2020-21 as compared to 1389 BU in FY 2019-20. This is in spite of decrease and volatility in energy demand during the lockdown periods.
- Generation from thermal sources decline by 1% to 1032 BU in FY 2020-21 compared to 1043 BU in FY 2019-20.
- However, Generation from renewable sources increased by 6.44% to 147.25 BU in FY 2020-21 compared to 138.33 BU in FY 2019-20. Further, installed capacity from renewable energy sources increased by 9.51% to 95 GW in FY 2020-21 (till February 2021) from ~87 GW in FY 2019-20.
- FY 2020-21 saw a 6.2% drop in merchant tariffs as compared to FY 2019-20 from ₹ 3.01/kWh to ₹ 2.82/kWh.
- Pursuant to a major policy decision by Government to boost the economy impacted due to ongoing COVID pandemic, a relief package of INR 90,000 Cr under "Atmanirbhar Bharat Package" was announced for the ailing Power Distribution Sector to be utilized for clearing the outstanding dues to power generating companies. RBI also provided moratorium on principal and interest payment for 6 months (March-August 2020) assisted in cash flow management by all the companies during the unprecedented pandemic faced by the country.
- Solar Energy Corporation of India had asked for Expression of Interest from generators to supply bundled Round The Clock (RTC) power. Inexpensive renewable power is to be bundled with expensive thermal power to offer a RTC power to Discoms at cheaper rate. It had also issued RFS document for purchase of 5,000 MW bundled power. The bid date was extended multiple times and expected to conclude in FY 2021-22.
- Coal India Limited (CIL) continued its SHAKTI auctions of last year and offered linkage coal to power plants having no LoA and no PPAs under SHAKTI Scheme of MoC.
- Coal production in India remained at levels similar to FY 2019-20 with an All India production of 596 MT as against 602 MT last year.

The Company demonstrated outstanding resilience during one of the most challenging and volatile periods being faced by whole country due to ongoing COVID pandemic. Our focus over last year has been on stabilizing our existing assets, improving their profitability and achieving operational excellence.

Even though functioning at CERC and APTEL got impacted due to COVID restrictions, we were still able to continue to get positive results for our efforts on regulatory orders in APTEL and CERC. Our focus continued to be on the liquidation of regulatory receivables during FY 2020-21 and we have succeeded to a significant level.

Through Industry Associations, we have been working on various policy measures to support the recovery of the Sector. These include Usance LC for coal payments to CIL, usage of linkage coal for sale of power in short term markets, relaxation in FGD timelines, approval of Hydro Power Obligations for states, One Time restructuring for COVID impacted companies, etc. While the Government has made progress on some fronts, the industry continues to seek further support from the Government on the rest.

Many initiatives were taken to safeguard employee heath during pandemic such as temperature scanning at entry and exit gates, compulsory wearing of nose mask, scheduled sanitization of plant, launch of COVID-19 Warriors with responsibilities such as creating awareness in work area, ensuring usage of PPEs, ensuring social distancing, visitor management, etc.

Going forward, our strategy in the Energy sector will mainly be on improving operational efficiencies and focused efforts towards ensuring realization of benefits under the regulatory measures announced. While monetization/ divestment of assets on selective basis would be explored but we will also build on the existing platform to pursue growth opportunities in this sector that are asset light and/ or through partnership model.

Mining assets

Global outbreak of COVID-19 impacted the manufacturing activities across the world which resulted in reduced demand for power, which in turn impacted the demand of coal, as a result the international coal prices saw a sharp decline between April and September 2020, on account of lower demand from China and India. However, post easing of the restrictions, the prices have been on an increasing trend since October 2020.

As of July 2021 the coal prices are still robust and ICI index is at an all-time high. This increase is driven by incremental demand from China as well as import restrictions for the coal imports from Australia. We expect the current trade restrictions to continue and the coal prices continue to be robust in the medium term. Our mining investment, PTGEMS recorded a robust performance despite the lower average coal sales prices during 2020.

Going forward PTGEMS shall continue to remain focused on keeping the cash cost under control and ramping up the production volumes to maintain its profitability. Thermal coal remains an important source of fuel for developing countries in Asia and our business will remain well-positioned to benefit from the growing demand in the emerging markets.

Transportation and Urban Infrastructure Sector Outlook and Future Plan

Transportation

Railways

We made a big leap into Railway projects in FY 2014-15 when we were awarded two packages on the eastern Dedicated Freight Corridor Corporation (DFCC) in the State of Uttar Pradesh worth INR 5,080 Cr and further two more packages 301 and 302 in 2016 worth INR 2,281 Cr in Punjab & Haryana.

Your Company will be exploring new projects in DFCC in PPP /EPC mode that are expected to come up during FY 2021-22 and beyond. The Company has invested in two sets of fully mechanized track laying equipment and other heavy construction equipment that can lay up to 1.5 Kms of track linking every day and can be used in future projects as well.

Apart from construction of railway lines, Government has opened up station development and running of passenger trains in PPP mode. Your Company will explore those opportunities that correspond to its overall Group strategy.

Highways

As per the report released by the task force on National Infrastructure Pipeline, a total capital investment of INR 20 trillion has been planned for roads and bridges sector in the period between 2020 and 2025. The projects include construction of new expressways and several four and six laning projects. Significant number of projects are expected in new bridge construction, RoB's at level crossings, etc. The ambitious plan aims at development of 60,000 Kms of National highways including 2,500 Kms expressways, 9,000 Kms of economic corridors, 2,000 Kms of coastal and port connectivity, bypasses for 45 towns and enhanced connectivity for 100 tourist destinations by 2024.

The Highway sector continues to be one of the most dynamic sectors in the country. During FY 2020-21, NHAI awarded record number of projects in Hybrid Annuity Model (HAM) mode and significant number of projects are expected in HAM, BOT and EPC during FY 2021-22. Your Company would analyze all possible opportunities and bid for projects that correspond to the overall strategy of the Group.

Urban Infrastructure

In the year 2020, the world faced headwinds in the form of pandemic COVID-19. Due to lockdown, economic activity declined & all major corporates were looking critically at their operations, contractual obligations, workforce rationalization, business continuity plans, etc. and therefore most of the investments didn't materialize owing to wait & watch approach towards the evolving policies of the Central and State Governments.

Government of India has announced several business friendly policies like - Production Linked Incentive (PLI) Scheme for more than 10 key sectors with a Financial Outlay of Rs 1.45 lakh Cr & a stimulus package of INR 20 lakh Cr under Atma Nirbhar Bharat Abhiyan to revive the economy and to improve attractiveness of manufacturing sector in India. Further the Central/State Governments have reviewed and simplified the labour laws to make the States more attractive for Investments.

In particular, Government of Tamil Nadu has announced the new Industrial Policy which provides flexible mechanisms for new industrial units to avail fiscal benefits with special focus for sunrise sectors. The State of Andhra Pradesh rolled out new Industrial Policy (2020-2023) to provide traction to the manufacturing sector, incentives have been announced for Employment generation. Also, single window policy has been announced for speedy approvals.

The various policy changes coupled with the "China + one" strategy adopted by major economies like Europe & East Asia should augur well for Make-in-India initiative and propel demand for land in Industrial Parks in FY22. With all the efforts put up by Central Government and State Governments, economy has shown signs of revival. Further, new Foreign Trade Policy (2020-2025) is under formulation with the motive to boost Exports and reduce the Trade deficit. SEZs may be given tax incentives under this new Foreign Trade Policy.

GMR Group's Krishnagiri Special Investment Region (GKSIR) is in a JV agreement with Tamil Nadu Industrial Development Corporation (TIDCO) and has been making all the efforts to attract investors. The Company has sold approximately 211 Acres in Phase 1 to an Indian MNC to set up a large greenfield manufacturing plant. Further, the company has entered into a binding term sheet with the same client for another approximately 300 Acres which shall be concluded shortly. The Company will endeavor to focus on environmentally responsible sectors. With these positive developments, GMR Krishnagiri SIR is confident of overcoming the current pandemic situation and proceed with development/monetization as planned.

GMR Group has divested its 51% stake in its other Urban Infra project – Kakinada SEZ Limited to Aurobindo Realty & Infrastructure Private Limited. All the State/ Central Government approvals pertaining to divestment are in place. The transaction is expected to be completed by August 2021.

Environment Protection and Sustainability

As the Company operates in an increasingly resource-constrained world, being environmentally conscious and efficient are key to our operations. The Company has a Corporate Environment, Health, Safety and Quality (EHSQ) Policy to articulate, guide, and adopt an integrated approach towards implementing EHSQ objectives and the Company remains committed towards the said policy. These established systems certified by reputed certifying agencies have helped to monitor and manage our operations systematically, safely and in environment friendly manner. The Company continues to abide by regulations concerning the environment by allocating substantial investments and resources on a continuous basis to adopt and implement pollution control measures. Our continuous endeavor to go beyond compliance and conserve natural resources helps to march towards attaining excellence in environmental management and efficient and sustainable operations as well. The details of Environment, Health and Safety (EHS) initiatives are provided in the Business Responsibility Report forming part of Annual Report.

Discussion and analysis of financial conditions and operational performance

The consolidated financial position as at March 31, 2021 and performance of the Company and its subsidiaries, joint ventures and associates during the financial year ended on that date are discussed hereunder:

1. ASSETS- NON CURRENT ASSETS

1.1. Property Plant and Equipment (PPE)

PPE has decreased from ₹ 9,379.68 Cr as at March 31, 2020 to ₹ 9,021.22 Cr as at March 31, 2021 primarily due to additions to fixed assets in DIAL, GHIAL and GHAL offset by depreciation charge for the year.

1.2. Capital work-in-progress

Capital work-in-progress has increased from ₹ 3,809.02 Crore as at March 31, 2020 to ₹ 6,615.65 Crore as at March 31, 2021 primarily on account of expansion of existing airport at New Delhi and Hyderabad and ongoing construction of airport in Goa.

1.3. Investment Property

Investment property has decreased from ₹ 3,491.28 Crore as at March 31, 2020 to ₹ 534.51 Crore as at March 31, 2021 primarily due to disposal of Investment property of KSL and KGPL and some land parcels in Krishnagiri SIR region.

1.4. Other Intangible Assets

Other Intangible assets have decreased from ₹ 2,763.67 Crore as at March 31, 2020 to ₹ 2,672.48 Crore as at March 31, 2021 primarily due to amortization during the year.

1.5. Investments accounted for using equity method

Investments accounted for using equity method has decreased from ₹ 7,012.75 Crore as at March 31, 2020 to ₹ 6,400.33 Crore as at March 31, 2021 primarily due to share of loss in investment in joint venture and associates during the year and dividend from joint ventures.

1.6. Loans and Advances

Loans and advances have increased from ₹ 447.73 Crore as at March 31, 2020 to ₹ 1,528.86 Crore as at March 31, 2021 mainly due to security deposits given relating to equipment lease in DIAL.

1.7. Other financial assets

Other financial assets have decreased from ₹ 3,090.19 Crore as at March 31, 2020 to ₹ 3,068.72 Crore as at March 31, 2021 mainly due to decrease in derivative assets on MTM valuation, decrease in non-current balance, decrease in receivable from Service Concession Arrangements (SCA) set off by increase in non trade receivable.

1.8 . Other non-current assets

Other non-current assets have increased from ₹ 2,420.60 Crore as at March 31, 2020 to ₹ 3,452.05 Crore as at March 31, 2021 primarily on account of increase in balances with Govt. authorities in DIAL and GHIAL, lease equalization reserve in DIAL offset be decrease in capital advances in airport entities.

2. ASSETS – CURRENT ASSETS

2.1. Financial assets – Investments

Investments have decreased from ₹ 2,959.12 Crore as at March 31, 2020 to ₹ 2,863.40 Crore as at March 31, 2021 primarily on account of utilization of investments for project financing in GHIAL and DIAL.

2.2. Financial assets – Trade receivables

Trade receivables have decreased from ₹ 1,423.84 Crore as at March 31, 2020 to ₹ 1,145.58 Crore as at March 31, 2021 primarily on account of decrease in receivable in GIL, GETL and Airport entities.

2.3. Financial assets – Cash and cash equivalents

Cash and cash equivalents have increased from ₹ 2,859.43 Crore as at March 31, 2020 to ₹ 4,200.60 Crore as at March 31, 2021 mainly due to proceed received from fund raised from bonds and debentures in DIAL and GHIAL.

2.4. Financial assets – Bank balances other than cash and cash equivalents

Bank balances other than cash and cash equivalents increased from ₹ 1,589.34 Crore as at March 31, 2020 to ₹ 2,113.67 Crore as at March 31, 2021 primarily due to increase in bank deposits in DIAL and GHIAL.

2.5. Other financial assets

Other financial assets have increased from ₹ 1,601.88 Crore as at March 31, 2020 to ₹ 2,464.78 Crore as at March 31, 2021. This is primarily due to movement in MTM valuation of DIAL, increase in unbilled revenue and non-trade receivable partially set-off by decrease in SCA receivable.

2.6. Other current assets

Other current assets have decreased from ₹ 776.06 Crore as at March 31, 2020 to ₹ 450.80 Crore as at March 31, 2021 primarily due to decrease in balances with Government Authorities and advance to suppliers in the normal course of business.

2.7. Assets classified as held for sale

Assets classified as held for sale increased from ₹ 61.73 Crore as at March 31, 2020 to ₹ 314.35 Crore as at March 31, 2021 mainly on account of receivable of land parcels classified as held for sale in FY 2020-21.

3. EQUITY

Equity share capital remains the same at ₹ 603.59 Crore. Total equity has increased from ₹ 215.89 Crore as at March 31, 2020 to ₹ 1,318.56 Crore as at March 31, 2021 primarily on account of sale of equity to ADP and increase in Foreign Currency Monetary Translation Reserve (FCMTR) set of by loss of FY 2020-21 attributable to equity shareholder.

Non-controlling interests have increased from ₹ 2,674.58 Crore as at March 31, 2020 to ₹ 3,036.69 Crore as at March 31, 2021 mainly on account of increase in minority capital due to ADP deal, set off by share of loss in PAT and OCI for FY 2020-21 attributable to minority shareholders and decrease in minority of entities disposed of during the year.

4. NON-CURRENT LIABILITIES

4.1. Borrowings

Non-current borrowings have increased from ₹ 26,521.90 Crore as at March 31, 2020 to ₹ 30,990.20 Crore as at March 31, 2021, primarily due to new borrowings through USD bonds and debentures in DIAL and GHIAL partially offset due to forex fluctuation in DIAL and GHIAL.

4.2. Lease Liabilities

Lease liabilities have increased from ₹ 105.24 Cr as at March 31, 2020 to ₹ 110.24 Cr as at March 31, 2021 in the normal course of business.

4.3. Other Financial Liabilities

Other financial liabilities have increased from ₹ 937.14 Crore as at March 31, 2020 to ₹ 1,279.00 Crore as at March 31, 2021, mainly due to annual fee payable to AAI partially set off with decrease in security deposit and non-trade payable.

4.4. Provisions

Provisions have decreased from ₹ 105.83 Crore as at March 31, 2020 to ₹ 81.51 Crore as at March 31, 2021 in the normal course of business.

4.5. Deferred tax liabilities (net)

Deferred tax liability is ₹ 117.13 Crore as at March 31, 2021 (₹ 225.04 Crore as at March 31, 2020). Decrease in deferred tax liabilities is primarily due to Deferred tax asset created on losses during FY 2020-21 in airport entities.

4.6. Other non-current Liabilities

Other non-current liabilities have decreased from ₹ 2,004.52 Crore as at March 31, 2020 to ₹ 1,937.62 Crore as at March 31, 2021 primarily due to decrease in deferred income in DIAL.

5. CURRENT LIABILITIES

5.1. Short term Borrowings

Borrowings have decreased from ₹ 1,630.87 Crore as at March 31, 2020 to ₹ 1,282.61 Crore as at March 31, 2021 mainly due to repayment of working capital loan in DIAL and GHIAL.

5.2. Trade Payables

Trade payables have increased from ₹ 2,071.63 Crore as at March 31, 2020 to ₹ 2,459.58 Crore as at March 31, 2021 mainly due to payable to NHAI in GHVEPL and increase in payable in DIAL and GETL

5.3. Other current financial liabilities

Other current financial liabilities have decreased from ₹ 10,289.49 Crore as at March 31, 2020 to ₹ 8,252.43 Crore as at March 31, 2021. The decrease is mainly due to decrease in current maturities of long term borrowings and interest payable on borrowings.

5.4. Provisions

Provisions have decreased from ₹ 968.45 Crore as at March 31, 2020 to ₹ 904.14 Crore as at March 31, 2021 in normal course of business.

5.5. Other current liabilities

Other current liabilities have decreased from ₹ 1,327.46 Crore as at March 31, 2020 to ₹ 1,151.70 Crore as at March 31, 2021 mainly due to decrease in statutory dues, advance from customers and other liabilities.

5.6. Liabilities directly associated with the assets classified as held for sale

Liabilities held for sale decreased from ₹ 71.50 Crore as at March 31, 2020 to ₹ 22.31 Crore as at March 31, 2021 mainly on account of GLPPL classified as held for sale entity in FY 2019-20.

Overview of our results of operations

The following table sets forth information with respect to our revenues, expenditure and profits (loss) on a consolidated basis:

(₹ in Crore)

Particulars	March 31, 2021	March 31, 2020
Continuing operations		
Income		
Revenue from operations (including other operating income)	6,064.86	8,394.93
Finance income	164.52	160.61
Other income	634.08	666.59
Total Income	**6,863.46**	**9,222.13**
Expenses		
Revenue share paid / payable to concessionaire grantors	484.87	2,037.19
Operating and other administrative expenditure	4,665.80	3,889.79
Depreciation and amortization expenses	1,004.54	1,064.25
Finance costs	3,172.17	3,545.07
Total expenses	**9,327.38**	**10,536.30**
Loss before share of net loss of investments accounted for using equity method, exceptional items and tax from continuing operations	**(2,463.92)**	**(1,314.17)**
Share of net loss of investments accounted for using equity method (net)	(345.69)	(288.33)
Loss before exceptional items and tax from continuing operations	**(2,809.61)**	**(1,602.50)**
Exceptional items - (loss) (net)	(880.57)	(680.91)
Loss before tax from continuing operations	**(3,690.18)**	**(2,283.41)**
Tax expenses / (income)	(262.43)	(84.92)
Loss after tax from continuing operations (i)	**(3,427.75)**	**(2,198.49)**
EBITDA from continuing operations (Sales/income from operations – Revenue share – operating and other admin expenses)	**1,078.71**	**2,628.56**
Discontinued operations		
Loss from discontinued operations before tax expenses	(0.02)	(3.70)
Tax expenses	-	-
Loss after tax from discontinued operations (ii)	**(0.02)**	**(3.70)**
Total loss after tax for the year (A) (i+ii)	**(3,427.77)**	**(2,202.19)**
Other comprehensive income for the year, net of tax (B)	197.64	24.15
Total comprehensive income for the year, net of tax (A+B)	**(3,230.13)**	**(2,178.04)**

Sales/Operating Income

The segment wise break-up of the Sales/Operating Income are as follows:

Particulars	For the year ended			
	March 31, 2021		March 31, 2020	
	Amount (₹ in Crore)	% of Revenue from operations	Amount (₹ in Crore)	% of Revenue from operations
Revenue from Operation	-	-	-	-
Airport segment	3,404.46	54.65%	6,131.49	71.67%
Power segment	1,023.40	16.43%	777.35	9.09%
Road segment	496.87	7.98%	585.20	6.84%
EPC segment	1,081.69	17.36%	859.10	10.04%
Other segment	222.96	3.58%	202.40	2.37%
Total Revenue from operation	**6,229.38**	**100.00%**	**8,555.54**	**100.00%**

Operating income from airport segment

Income from our airport segment consists of income from aeronautical sources (principally consisting of landing and parking, passenger service fees and UDF), non-aeronautical sources (consisting principally of income from rentals, trade concessionaires and ground handling), cargo operations and rentals received in connection with commercial development on land that is part of our airport projects.

Operating income from airport segment decreased by 44.48% from ₹ 6,131.49 Cr in FY 2019-20 to ₹ 3,404.45 Cr in FY 2020-21 mainly in aeronautical, duty free, retail, advertisement and parking revenues due to Covid-19 pandemic.

Operating income from power segment

Income from our power segment mainly consists of energy and coal trading income from GETL and GISPL. Other major operating energy entities including major entities like GWEL, GKEL and GGSPPL are assessed as Joint ventures and accounted for based on equity accounting. The operating income from power segment has increased by 31.65% from ₹ 777.35 Cr in FY 2019-20 to ₹ 1,023.40 Cr in FY 2020-21 primarily due to increased operations in electrical energy revenue.

Operating income from road segment

Income from road operations is derived from annuity payments received from NHAI for annuity projects and toll charges collected from road users of the toll road projects.

The operating income from road segment has decreased by 15.09% from ₹ 585.20 Cr in FY 2019-20 to ₹ 496.87 Cr in FY 2020-21 mainly in toll income.

Operating income from EPC sector

Income from our EPC division is derived from the execution of engineering, procurement and construction works in connection with power, road, railways and other projects under implementation.

The operating income from EPC sector has increased by 25.91% from ₹ 859.10 Cr in FY 2019-20 to ₹ 1,081.69 Cr in FY 2020-21 mainly due to higher work completion in some projects nearing completion stage.

Operating income from Other Sectors

Income from other sector includes management services income, investment income and operating income of aviation and hotel businesses. During the FY 2021-21, other sector has contributed ₹ 222.97 Cr to the Operating Income as against ₹ 202.40 Cr in FY 2019-20.

Expenditure

Revenue share paid/payable to concessionaire grantors

The revenue share paid/payable to various concessionaires has decreased from ₹ 2,037.19 Crore in FY 2019-20 to ₹ 484.87 Crore in FY 2020-21 primarily on account of decrease in operating income airport sector due to concession fee waiver to AAI.

Cost of material consumed

The increase in cost of material consumed is mainly on account of higher material consumption at GIL EPC in FY 2020-21.

Purchase of Traded goods

Increase in purchase of traded goods in the FY 2020-21 is primarily due to increase in operating revenue from electrical energy.

Other expenses

Other expenses include:

- Consumption of stores and spares, electricity and water charges, manpower hire charges, technical consultancy fee, cost of variation works, insurance for plant and machinery, airport operator fee, lease rentals, repairs and maintenance to plant and machinery, travel, insurance, legal and other professional charges, provision for advances, losses on sale of fixed assets and investments, travelling and conveyance, communication, loss on foreign exchange and other miscellaneous expenses.

There is increase in other expenses in FY 2020-21 mainly due to foreign exchange fluctuation, Provision of advances to AAI set off by decrease in other expenses due to COVID pandemic.

Exceptional items

In FY 2020-21, there is loss of ₹ 880.57 Cr comprise of the impairment of investment in joint venture and associates, write off /provision of receivables and loss on sale of investment properties.

Tax expenses

Tax expense/ (credit) mainly comprises of current tax expense and deferred tax expense / (credit). There is increase in tax credit in FY 2020-21 compared to FY 2019-20 mainly due to lower current tax in airport entities due to lower creation of deferred tax income mainly in DIAL and GHIAL on account of current year losses.

Significant changes in key financial ratios, along with detailed explanations

Key Financial ratios on standalone basis including significant changes (more than 25%) are shown in the table below:

	FY 2020-21	FY 2019-20	Change
Debtor turnover (days)	313.76	413.62	24%*
Inventory turnover (days)	33.19	39.27	15%**
Interest coverage ratio	0.46	0.50	9%
Current ratio	0.53	1.57	(66%)***
Debt equity ratio	0.53	0.68	23%#
Operating profit margin %	(0.24)	(0.29)	18%
Net profit margin %	(0.34)	(0.40)	16%
Return on net worth	(0.13)	(0.12)	(7%)

* Debtor turnover ratio decreased due to increase in turnover from EPC Project.

** Decrease in Inventory turnover ratio was due to increase in Cost of Goods Sold (COGS) and reduction in inventory.

*** Decrease in current ratio was due to Asset held for sale in March 2020 was sold in FY 2020-21.

Decrease in the ratio due to decrease in the debt.

Corporate Social Responsibility

GMR Varalakshmi Foundation (GMRVF) is the corporate social responsibility arm of the GMR Group. The Group has been undertaking CSR activities on a significant scale since 1991. GMRVF supports the companies under the Group in implementing their CSR mandates. GMRVF's purpose is to work in the fields of Education, Health and Empowerment such that its activities directly benefit mainly the communities in the immediate neighborhood of the Group's projects. Currently, GMRVF is working with selected communities in 18 locations in India. The locations are spread across different states namely Andhra Pradesh, Delhi, Himachal Pradesh, Karnataka, Maharashtra, Goa, Odisha, Punjab, Tamil Nadu, Telangana, Uttar Pradesh and Uttarakhand. The detailed information on CSR activities of the Group is provided in Business Responsibility Report forming part of the Annual Report.

In the year 2020-21, considering the Covid pandemic situation, GMRVF supported its project communities through various interventions which include both immediate relief and long-term interventions.

- About 1,70,000 cooked meals have been distributed in different locations.
- Dry ration support was provided to over 6000 vulnerable families at different locations in association with local government departments and NGOs.
- Supported community kitchens in Delhi with 5252 kg dry rations that served 13600 people.
- 'Hands for Humanity' program was conducted in collaboration with 92.7 Big FM and Delhi Police at Delhi under which ration kits were provided to 1050 families in 10 days.
- 7 orphanage and destitute homes were also supported with dry ration benefiting about 500 people.
- Over 90,000 masks and 7,000 PPE kits have been made by about 150 women trained by GMRVF which were distributed to frontline workers in healthcare, police, security department etc.
- Number of awareness programs, door-to-door campaigns are being conducted in different locations to educate communities on Covid-19 which reached out to over 80,000 people.
- About 10,000 children were provided with learning opportunities through home visits by Vidya Volunteers, Whatsapp learning groups, Study circles, provision of workbooks etc. Technology interventions like Convegenius app, Learning navigator tool etc. were piloted.
- Mobile Medical Units and Medical clinics offered healthcare services to the needy people, especially during the lockdown period.
- Tele-health services were offered at Kakinada and Bajoli-Holi. Virtual health camps were conducted in few locations.
- Most of the vocational training centers run by GMRVF adopted quickly to the Covid situation and offered trainings in Blended learning model during the lockdown. About 2460 youth were trained before and during the lockdown in various skills and 1400 of them are settled in either wage or self-employment ventures.
- Foundation tried to understand the long-term impact on livelihoods and conducted a survey involving over 5,000 families across different locations. Based on the results, multiple livelihood interventions including agri. input support, micro-enterprises, backyard poultry, vegetable cultivation, floriculture etc. were taken up.

Risk Concerns and Threats

Identification, assessment, profiling, treatment and monitoring the risks

The Company has deployed risk management process that involves risk identification, its assessment and profiling, its treatment, monitoring and review actions. Over the years, Enterprise Risk Management (ERM) has continued to be integrated in business processes across all sectors and business units, helping them in aggregating and consolidating their risks. The Company prioritizes and manages the risks identified through its Risk Registers.

The ERM Framework is independently assessed by internal audit team, the Management Assurance Group (MAG). Their inputs and recommendations are taken into consideration for continuous improvement in business processes.

Linkages: Strong linkage with Corporate Strategy and Risk Management functions has been designed to help the Company focus on key strategic risks. Detailed risk analysis is carried out during the formulation of the Company's Strategic Plan and Annual Operating Plan. List of top risks are revised as part of the Strategic Planning exercise. ERM team also shares the results of its exercise with the MAG to enable it to draw plans for risk-based audit.

Business Resilience: For organization to quickly adapt to disruptions while maintaining continuous business operations and safeguarding people, assets and overall brand equity, the Company has put in place, detailed Business Continuity Plans (BCP) and Disaster Recovery Plans (DRP) for key assets. These plans identify potential vulnerabilities and put in place appropriate processes and risk treatment plans to respond and minimize impact of disruptive events.

Reporting: The ERM teams of all businesses regularly presents their risk assessment and mitigation procedures adapted to assess the reliability of the risk management structure and efficiency of the process to the Risk Management / Audit Committee of the Board.

Based on the above process, the management has taken cognizance of risks in the recent times and for which appropriate plans and actions are being taken, as follows:

1. Continuing Impact of Covid-19 pandemic

The Covid-19 pandemic situation has affected global economy and all sectors of businesses that the Company is involved in, leading to unprecedented hardship. Our airport business in particular, has faced significant impact on operations and revenue. Road sector has also faced significant impact on revenues due to nation-wide lockdown for several months during the year.

To mitigate the adverse impact of pandemic on our businesses, each of our businesses have formed a war room of senior executives to track various initiatives along with strong support from corporate and functional teams. Our Company has worked with all stakeholders to strategize our response and plan our operations to reduce the impact of the pandemic and the related nation-wide lockdown during the year.

Our Business Continuity Plans have proved to be effective in faster recovery from the impact of the pandemic.

Key focus areas for our continuity plans have been:

- o Employee Safety
- o Operational continuity
- o Financial sustainability - cash conservation and reduction of cost structure
- o Organizational resilience

The impact of Covid-19 has continued into FY 2021-22 with the 2nd wave in India and restrictions continuing across the world. The risk of subsequent waves and further virus mutations continue to be an area of concern. Governments continue to be cautious about opening borders. Any third or subsequent wave may have impact of operating performance.

While vaccine solutions were developed in record timelines, the availability and logistics of rolling out the same to cover the entire population has been an important issue to be addressed. While India is well positioned to address these issues with a large manufacturing capacity, there are concerns about how countries such as Indonesia and Philippines address this issue. There are also concerns about the effectiveness of the vaccines against mutated strains and the need for booster shots as we go ahead. These issues continue to raise uncertainty about the impact of Covid-19, the response of various governments, and the potential impact on economies and sectors of the economy.

Our learnings from handling the Covid-19 response in FY2020-21 will help us address the issues as we go ahead.

2. Macroeconomic Risk factors:

The macroeconomic situation, which was already on a weak footing in FY 2019-20, worsened during FY 2020-21 with Covid-19 pandemic extending through the year. Impact on operating performance of the Group has been significant.

Our Airports sector has been hit significantly. Key segments being impacted include tourism travel, business travel and MICE. The overall recovery along with timelines for these segments may impact the overall performance of the Airport Business. Further, airlines are also significantly impacted. Their continued sustenance is important for our airports business. We have learnt from our experience of Kingfisher and Jet Airlines bankruptcies and our teams are prepared to face any potential impact in this regard.

International Traffic is a key driver for our Airport Business and the opening up of borders and relaxation of visa restrictions are likely to play an important role. Any significant delay on this account may impact our business adversely.

While the power sector was impacted in the initial phase of Covid, it has recovered significantly after the first few months.

The outstanding receivables continue to impact the power generators. While the Government is supporting the resolution of Discom Receivables issue, the Company continues to explore all regulatory and contractual options to address this issue.

The commodities are going through a positive phase which may expose our projects to an upside cost risk and a subsequent reversal may impact our coal business to downside price risk.

Our Bajoli-Holi project was significantly impacted from the lockdown and other restrictions imposed during the pandemic.

Transportation sector had also been significantly impacted from the economic slowdown during the year. However, we believe that the migration to FASTAG technology has been beneficial to our toll assets by plugging potential leakages.

Our freight corridor projects under DFCCIL were severely impacted by shortage of labour and unavailability of materials and services essential for the project.

As a mitigation, we engaged with the authorities and pressed for extension of time (EOT) for project completion and compensation for losses incurred during the lockdown.

On its part, to mitigate the impact of these macroeconomic risk factors, the Group relies on a diversified portfolio across different sub-sectors within the Infrastructure Sector along with revised strategies. Further, the Group has focused on financial sustainability by reducing expenditure, conserving cash and raising additional financing in many areas.

Our strategic transaction with ADP has partially addressed the liquidity requirements during this period. Further, timely fund-raising in airports sector has helped to partially insulate business from Covid-19 related risks.

3. Geopolitical risk:

During the year, the geopolitical risk landscape has remained a matter of concern as it could impact the macroeconomic environment and financial markets.

- Military buildup at the border with China has continued and the risk of another clash between armies remains.
- There can be unforeseen challenges to Indian interests from a planned military pullout by NATO from Afghanistan.

The Group relies on the government's proactive role in protecting the interests of Indian industries arising out of changing geopolitical landscape.

4. Political risks:

Given the nature of the concession business, change in governments may occasionally have consequences on concessions, typically at an early stage. Accordingly, local politics within the countries, including India, where we operate may affect our business.

To address these risks,

- Our Group implements its strategy of working closely with all relevant stakeholders to mitigate impact of the political risks.
- We partner with local players outside India to mitigate the same.
- Our transaction with ADP, which is owned and supported by the French Government, should strengthen our position in this regard.

5. Technology Risk:

Technology Risks are impacting businesses on various fronts.

- Business disruption emerged as new technologies offer a value proposition difficult to match by traditional industries. Emergence of new technologies for deployment at large-scale in areas of energy storage, green hydrogen, electric vehicles, etc. has put the traditional industries like power generation and oil & gas, under stress. Given the emerging alternate power generation technologies and lower prices, there is reluctance on the part of Discoms to sign long-term PPAs. The Group is focused on identifying new opportunities in the emerging sectors.
- Use of digital technologies such as Artificial Intelligence, Block chain, etc. are allowing even traditional companies an opportunity to provide a new range of products and services, which are redefining many industry segments. The Airport sector is witnessing a wide range of induction of digital technologies which is impacting the way business is being done in this sector.
- Digital Technologies are being introduced in many functional processes across businesses which impact speed, agility and cost structure of businesses, which in turn may impact the relative competitive position of players in an industry.

  In this regard,

- The Group is looking at technology disruptions as an area of opportunity and is exploring strategies to exploit the same.
- We are also continuously experimenting and upgrading to new technologies to meet both the regulatory requirements as well as operational efficiency. The pandemic has effectively accelerated the implementation of many of these technologies and the Group is working on strengthening its innovation capabilities in addressing opportunities and challenges that emerge.
- The Group is also working with an external consultant while restructuring its internal finance processes and adopting latest technologies with a view to enhance speed, agility and cost effectiveness of resources. The induction of technology is expected to be an ongoing process in the Group.

6. Competition risk:

Increasing competition in the past few years in most business streams that the Group operates in has been witnessed, particularly in airports sector. Due to a slowdown in economy and industrial activities during the year, the impact of competition on our core businesses has remained low.

As mitigation,

- The Group has continued to focus on building competitive advantage in its core business areas to ensure that we are competitively well-positioned in our businesses.
- Our rich experience in the Airports sector and our strategic partnership with Groupe ADP has strengthened our overall competitive position in the sector, both in India and overseas.

7. Regulatory Risk:

During the year, no significant regulatory changes that could affect Group's airports business were enacted. However, the Group's airports business remained exposed to regulatory changes that have impacted tariffs. While AERA's tariff determinations are trued up over the tariff period and have less impact on the long term sustainability, they do have short term impact on profitability and liquidity.

In the energy sector, changes and modifications in regulations related to tariffs and environmental protection continued to pose risks to the Group's energy business.

As mitigation measures, the Group actively pursues:

- During the year tariff for the 3rd control period for DIAL has been announced and the process for the same is being pursued at GHIAL. The final outcome will have a bearing on GHIAL financial performance.
- Tracking of all developments in the regulatory environment.
- Participation in sector-specific industry associations and chambers of commerce to work for resolution of issues that may impact our businesses.
- Identifying, monitoring and updating the management on regulatory developments and their impact.
- Where necessary, the Group has engaged in arbitration and/or litigation as appropriate, in order to protect its interest in this regard.

8. Ability to finance projects at competitive rates.

Given the nature of the infrastructure sector, the industry players carry relatively higher debt levels. While the country has witnessed strong interest from Sovereign and International Pension Funds in financing high quality secondary assets, Infrastructure financing in India faces certain issues which are inhibiting the smooth financing of the sector. These include:

- Lack of options beyond Bank Financing to finance green field projects. In addition, Indian banks have struggled to offer long term debt financing solutions on account of an asset liability mismatch at their end. Further, with the large number of non performing infrastructure assets the Indian banking sector has faced over the past few years, many institutions and banks are hesitating to provide further project financing in this regard.
- Lack of a well-developed bond market in India, which can encourage greater availability of funding for the Infrastructure sector.

Nevertheless, we are continuously exploring innovative means to finance/ refinance our projects including refinancing through bond issue, takeout finance, ECB loans (where we have a natural hedge to reduce the forex exposure) etc., wherever possible at competitive rates.

Also, the government has announced setting up of Asset Reconstruction Company (ARC), Asset Management Company (AMC) & Development Financial Institution (DFI) to address Bad Assets issue in the infrastructure sector. With ₹ 20,000 Cr allocation for DFI, it aims to facilitate recapitalization of the lending institutions and rejuvenate the infrastructure sector.

9. Interest Rate Risk:

Globally, with the easy money policy being adopted by many Central Banks, interest rates have been kept low but inflation has been on the higher side. While the RBI has in recent times, prioritized growth over inflation, retail inflation has been at levels higher than its own defined upper limit of 6%. If retail inflation continues to be on the higher side, or if major economies reverse their policy on low interest rates, RBI may consider reversing its own approach, and start increasing interest rates.

Interest rates in developing economies such as India are typically volatile, and any increase in interest rate may adversely affect our profitability.

We are continuously exploring and implementing innovative means of financing/ refinancing our existing loan with the aim of reducing our interest costs.

Also, with the divestments of some of our assets and capital raise exercises, we also aim to reduce our debt exposure and thereby the interest cost.

10. Credit Risk:

Our airport business continues to be exposed to credit risks of our airline customers and non-aero services customers. Collection of receivables from distressed airlines has continued to be a risk.

However,

- These exposures are relatively small compared to overall business and the Group has implemented the processes to mitigate the same like BGs, cash & carry wherever necessary in Airports.
- All receivables are being closely monitored and reviewed frequently by the top management.
- Under regulatory framework in airports, the Company has recovered defaulted amounts as opex.
- In the energy sector, the Company has been taking a number of advocacy steps as well as litigation to establish and recover dues from various discoms.

Our exposure to sale of electricity to DISCOMs may expose us to credit risk of counter parties.

11. Foreign Currency Exchange Rate Risk:

We have successfully raised foreign currency bonds for DIAL and GHIAL and while we have taken hedges to significant extent, in the event of high volatility we may be impacted.

Throughout the year, some of our businesses remained exposed to the vagaries of exchange rate risk, as we have some expenditure in foreign currencies for procurement of project equipment.

As mitigation,

- We have mechanism for regular review of our foreign exchange exposures including the sensitivity of our financials to exchange rate.
- We hedge our exposures and keep rolling them as part of a foreign exchange risk management policy.

12. Cyber Security Risk.

Although Group's businesses have not been affected by cyber-attacks yet, vulnerability to increasingly sophisticated hacking methods persists. Some recent reports on hacking highlights the vulnerability of businesses to attacks. Our airport operations may face this risk.

As mitigation, the Company has

- Instituted processes to assess its vulnerability to cyber security risks and initiated actions to mitigate emerging risks.
- Strengthened its network infrastructure with advanced technologies to address any exigencies of WFH for employees and related vulnerabilities.
- Deployed In-Tune Mobile Device Management (MDM) to monitor and control data leakage from Mobile devices.

13. Manpower risk:

The Covid-19 related lockdown that were imposed intermittently during the year to contain the spread of the infection, had adverse impact on manpower in construction industry. The Group's projects, like most other construction projects throughout the country, were halted due to unavailability of manpower. The fallout of that manpower shortage has affected project targets.

With increasing competition in the Group's core businesses, newer players have taken an aggressive approach to meet their critical manpower requirement by poaching on experienced personnel of the established companies.

Our company is also exposed to these methods by the new entrants in the industry.

For mitigating these risks,

- The Group has been building bench strength and is further taking adequate measures to ensure that the impact of such aggressive manpower hiring approach is mitigated for our businesses.
- Employees in critical positions are being incentivized with career development options.

14. Arbitration/ Litigation risk:

With the expansion of business, obstacles in the form of disputes are common. While the Group ethos is to attempt to address these disputes through amicable discussions, at times it is forced to adopt alternate means of resolution, including arbitrations and litigations.

The Group has a very robust in-house mechanism for dispute risk assessment, which provides the management with an early evaluation of the risks and costs associated with every potential arbitration / litigation, before the same is triggered.

The Group has ongoing disputes in its businesses across the sectors, which primarily relate to the interpretation of issues relating to various concession documentation or laws by respective Authorities or Grantors.

The Group would typically work with a combination of strong in-house counsel – both corporate and sectoral and specialist external counsel as per the specific requirements.

15. Socio-political risks:

Following passing of new laws related to agriculture sector during the year, large scale protests were held by farmers and traders that continue to this day. Our road assets like those in Ambala-Chandigarh have been affected in terms of revenue due to these protests.

The Group is monitoring these developments and relies on government's affirmative actions in resolving such issues.

Internal control systems and their adequacy

The Company's internal financial control framework has been established in accordance with the COSO framework to ensure adequacy of design and operating effectiveness of operational, financial and compliance controls. The effectiveness of the internal controls is regularly reviewed and monitored by the Management Assurance Group (MAG) during audits.

The Company has put adequate policies and procedures in place, which play a pivotal role in deployment and monitoring of the internal controls. These controls and processes have been embedded and integrated with SAP (or other ERP systems, as the case may be) and/or other allied IT applications, which have been implemented across all Group companies.

MAG continuously assesses opportunities for improvement in all business processes, policies, systems and controls, provides its recommendations, which add value, and improves overall organization's operations.

Deviations, if any, are addressed through systemic identification of controls and corrective actions, if required, are taken by the respective functions. Process owners take responsibility for implementation of preventive measures to mitigate risks. Proactive action is initiated to ensure compliance with upcoming regulations through deployment of cross-functional teams. As far as possible, emphasis is placed on automation of controls within the process to minimize deviations and exceptions.

Respective Business/Company CEOs are responsible to ensure compliance with the policies and procedures laid down by the management. It helps the organization to accomplish its objectives by bringing a systematic, disciplined approach to evaluate and improve the effectiveness of risk management, control and governance processes.

MAG is responsible for undertaking internal audits across the group and they are assisted by outsourced audit firms. The internal audit scope covers inter alia, all businesses and corporate functions, as per the annual audit plan reviewed and approved by the Audit Committee in the beginning of every financial year.

In every quarterly Audit Committee Meeting, new key audit issues along with action taken report on previous issues are being presented.

Group Head MAG issued an Annual Certificate for the financial year 2020-21 to Audit Committee, confirming compliance to prescribed processes as enumerated in MAG Manual while undertaking audits, reporting audit observations and their closure.

Developments in Human Resources and Organization Development at GMR Group

In FY 2020-21, GMR like many other counterparts in the industry faced the headwinds due to Covid-19 pandemic. With a primary interest in Airports & Travel Business, the Group was one of the severely impacted entities.

While the situation unfolded, GMR took charge of its people, their safety and wellbeing.

There have been several challenges during the year, but GMR responded to all of them with unprecedented agility & humility.

HR being one of the key strategy partners, contributed comprehensively to the Organizational Development over the years. Following are some of the initiatives taken up by HR in the year gone-by:

- **Office readiness & program management for COVID prevention:** Business Continuity & Employee wellbeing have been the primary focus areas for the management, HR / FMS teams since January 2020. With 24x7x365 monitoring of health & wellbeing of the employees, their family members and stakeholders, it has been a challenging year. Following are some highlights of the work done in 2020 and 2021:
    - Implementation of Remote working Policy and Hybrid working model (dynamic and real time changes to work environment based on various guidelines issued by state & Central Government, contact tracing, etc.);
    - Weekly RTPCR tests for larger safety and wellbeing;
    - Vaccination for employee and their family members;
    - Establishment of 100-bed medical facility for employees, their family members and stakeholder at IGIA, New Delhi;
    - Procurement of Oxygen Cylinders and Concentrators within a very short period
    - Special focus on mental wellbeing and power of prayers;
    - Implementation of HVAC synchronized Air Purifiers;
    - 24x7 operational Covid War Room;
    - Regular / everyday connect with the infected employees by HR and FMS team members;
    - Strict adherence and enforcement of Covid appropriate behaviour at workplace;
    - Exclusive Training Sessions on Covid: about 15 training sessions were conducted for employees on adopting to Remote Working Environment and its impact. Separate sessions were conducted in-house on wellbeing, yoga and pranayama, etc.
- **Salary Deferral:** Special Variable Pay (SVP) introduced in the month of May 2020, to support liquidity and Business Operations. Deferred about ₹ 135 Cr till March 31, 2021. Decision to roll back SVP was taken by management in March 2021 and was implemented w.e.f. March 31, 2021.
- **Implementation of COE Model across GMR:** Optimized about ₹ 42 Cr by implementation of COE model at various businesses. Implementation is underway and HR stands firm to grab every opportunity of optimization.
- **Fresh Talent & Succession Pipeline:** While the Succession Planning and Talent Management has always been the key focus of HR, we continuously keep on improving our talent pipeline in the group. After a brief pause in 2020, we have onboarded the 8 Management Trainees from Premium B-Schools and ICAI and 55 GETs from GMRIT in the month of April 2021.
- **In-house acculturation of Expats including Compensation matters:** With the formalization of Groupe ADP deal and Several Open Positions at Senior level, HR started to look out for Global Talent at least possible expenses. With the intent of attaining higher savings, except the search fees and BGV, HR on-boarded and acculturated the expats with in-house expertise.
- **Launch of Automated Attendance Capturing:** With the adoption of technology and progressive approach, Automated Attendance Capturing is being implemented across the group. Phase 1 of project testing has successfully been completed. HR and IT together plan to launch the mobile application in Q2, 2021.
- **Hiring Freeze:** with the onset of Covid in early 2020, hiring freeze was enforced for all businesses. Fresh and External hiring are being done after critical scrutiny and due diligence only for critical positions. The process is centrally controlled by President HR and is overseen by the Chairman. The freeze on hiring will continue till September 2021 and decision on further extension will be taken based on Business Situation around the time.
- **VPP & Rewards:** Despite unfavorable business situation due to Pandemic, considering the economic inflation and employee wellbeing, GMR disbursed 50% of the accrued VPP of PMP20, with a financial impact of ₹ 34 Cr. The management also sanctioned to payout PMP incentives to the best performing asset during pandemic - MRO, having a financial impact of ₹ 2.84 Cr. In the month of March 2021 (after a pause of 1 year), it was also decided to reward the Consistent High Performers across the group to acknowledge & recognize the contribution of highly productive individuals in the group, having a financial impact of ₹ 1.59 Cr.
- **HR & Business Excellence teams collaborated to drive 5S and Kaizen across GMR:** >60 5S champions certified internally and >300 employees at various business units have been trained to drive and sustain the 5S initiative.
- **Learning & Development (including Spirituality):** apart from Covid wellbeing sessions, Corporate HR alone conducted about 500 sessions on unique themes during FY2021, which is a remarkable jump from previous years. Following are the L&D highlights:
    - 6 sessions by Spiritual Leaders such as Gaur Gopal Das, Brahmakumari, etc.
    - About 80 sessions on Yoga, Pranayama & Meditation.
    - Blue Ocean Strategy.
    - Business Strategy by IIM.
    - Emotional Intelligence.
    - Non-violent communications.
    - Project Management.
    - Job Evaluation Framework.

- o Series on Compensation and Benefits.
- o Basic and Intermediate Excel Skills.
- o Programming with Python.
- o Communication Skills by British Council.
- o Performance Management; having the right dialogue & goal / accountability setting.

Formalization of 4 verticals of L&D in GMR (Netritva for Leadership Trainings, Saksham for Managerial Trainings, Nipun for Functional / Technical Competency Development and Daksh for Foundation Work Skills) has helped us deliver the best in-industry training programs.

Apart from above, Corporate HR is in the final stages of launching open platform for self-paced learning for GMR employees. The LMS portal has been co-designed by EDx and is based on Massive Open Online Courses (MOOC's).

- **IJP fulfillments:** in FY2021, we achieved an impressive 43% replacements through IJPs, with about 81% people getting promotions & 19% people taking lateral movements. This by far exceeds all internal & external benchmarks in terms of internal employee movements.
- **Senior Leadership Hiring:** Following are some of the key Senior Leaders Hired across the group in last one year:

Name	Designation	Date of joining
Sudeep Lakhtakia	Head-Security & Vigilance	27-May-2020
VK Prasad	Chief Development Officer – GGIAL	20-Jul-2020
Nischint Pathania	Chief Passenger Experience Officer – GHIAL	03-Sep-2020
Sharad Malhotra	Head – Planning, Governance and Transformation	17-Nov-2020
Rama Iyer	Director-Innovation	04-Jan-2021
Sanjeev Kumar	CEO - EPC	16-Feb-2021
Ravi Kapoor	Head - APM	11-Mar-2021
Dharmendra Panwar	Group Head - MAG	22-Mar-2021

Business Responsibility Report

Section A: General Information about the Company

1. **Corporate Identity Number (CIN) of the Company :**
   L45203MH1996PLC281138
2. **Name of the Company :**
   GMR Infrastructure Limited
3. **Registered address :**
   Naman Centre, 7th Floor, Opp. Dena Bank,
   Plot No.C-31, G Block, Bandra Kurla Complex,
   Bandra (East), Mumbai – 400051
4. **Website :**
   www.gmrgroup.in
5. **E-mail id :**
   Gil.Cosecy@gmrgroup.in
6. **Financial Year reported :**
   2020-21
7. **Sector(s) that the Company is engaged in (industrial activity code-wise) :**
   The Company has Engineering, Procurement and Construction (EPC) business and is a holding company for the investments made in Airports, Energy and Transportation & Urban Infrastructure sectors.

NIC Code of the Product / service	Name and Description of main products / services
43900	Engineering, Procurement and Construction (EPC) [Handling of engineering, procurement and construction solutions in Infrastructure Sectors]
66309	Others [Investment Activity and corporate support to various infrastructure SPVs]

8. **List three key products/services that the Company manufactures/ provides (as in balance sheet)**

   The Company has Engineering, Procurement and Construction (EPC) business and is a holding company for the investments made in Airports, Energy and Transportation & Urban Infrastructure sectors.

9. **Total number of locations where business activity is undertaken by the Company:**

i. Number of International Locations (Provide details of major 5): The Group has business activities in Indonesia, Philippines, Greece, Nepal & Singapore;

ii. Number of National Locations: The Company by itself and through its subsidiaries, JVs, Associates has business activities undertaken in following States in India, viz., Delhi, Karnataka, Telangana, Maharashtra, Goa, Odisha, Tamil Nadu, Uttar Pradesh, Andhra Pradesh, Himachal Pradesh, Gujarat, Uttarakhand, Punjab, Haryana, Kerala etc.

10. **Markets served by the Company – Local / State / National / International:**

    Over the past two decades, GMR Group has grown from a regional to a global infrastructure player.

    The international presence of the Company's subsidiaries extends to the following geographies:

    - Stake in international coal assets in Indonesia - PT GEMS
    - Hydro-power project in Nepal - Under development
    - Stakes in Airports –
    - Mactan Cebu International Airport in Philippines.
    - GMR, along with its Greek partner, is developing the Crete International Airport in Greece and has signed the Concession Agreement.

    On the National level, the Company's subsidiaries have in all right to develop and operate 5 airports on Public Private Partnership (PPP). Of these, the Group is operating 2 airports at New Delhi and Hyderabad and constructing the third one- MOPA airport in Goa. The company also received Letter of Award for brownfield Dr. Babasaheb Ambedkar International Airport, Nagpur in March 2019. However, Mihan India Limited has cancelled the contract in May 2020. In response, GMR Airports has filed petition challenging the cancellation of contract. Group has received the letter of award and signed the concession agreement in June 2020 for Bhogapuram Airport.

    In addition, the Group has interests in 7 operating energy assets in Tamil Nadu, Andhra Pradesh, Gujarat, Maharashtra, and Odisha. The Group has 1 project under construction (Hydro based plant in Himachal Pradesh) and 2 other plants in Uttarakhand and Arunachal Pradesh which are under development. It has 4 highway assets with a balanced mix of toll and annuity at various locations in India - Andhra Pradesh, Telangana, Punjab and Tamil Nadu.The Group is developing a large Industrial park in Tamil Nadu.

    In the EPC mode, significant projects include successful completion of construction of new terminal building of Clark International airport, Philippines in January 2021. The company is also executing DFCC projects (EPC) spanning across the sates of Punjab, Haryana & Uttar Pradesh.

Section B: Financial Details of the Company

		(₹ **In Crore)**
1.	**Paid up Capital (INR)**	: 603.59
2.	**Total Turnover (INR)**	: 1,448.60
3.	**Total profit / (loss) after taxes (INR)**	: (1280.16)

4. **Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%):** :Not applicable due to losses in the previous years.

5. **List of activities in which expenditure in 4 above has been incurred:** :Not applicableas the company was not required to spend any amount.

Section C: Other Details

1. **Does the Company have any Subsidiary Company/ Companies?**

   Yes, the Company has 105 Subsidiary Companies, as on March 31, 2021.

2. **Do the Subsidiary Company / Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s)**

   The subsidiary companies participate in group wide Business Responsibility (BR) initiatives on a wide range of topics, as part of their respective BR/ CSR initiatives. All subsidiaries are aligned to the activities under the aegis of GMR Varalakshmi Foundation (GMRVF), the Corporate Social Responsibility (CSR) arm of the GMR Group, which develops social infrastructure and enhances the quality of life of communities around the locations, where the Company/Subsidiaries have a presence. The relevant subsidiaries of the Company, fulfill their mandatory CSR requirements in partnership with GMR Varalakshmi Foundation.

3. **Do any other entity / entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity / entities? [Less than 30%, 30-60%, More than 60%]**

   Our company and its subsidiaries are engaged in creating and operating world class assets for the nation. We engage with a significant number of ecosystem partners, namely suppliers and contractors that work with the company in helping it deliver its objective of creating and operating world class assets.

   As part of our business responsibility focus in relation to our ecosystem partners i.e. suppliers and contractors we focus and drive implementation of the following actions:

   Strengthening Governance and Transparency of our Procurement process: For all our suppliers and contracts with whom we enter into a contractual agreement vide a contract or purchase order, the suppliers / contractors are required to be aware and accept the company's laid down supplier code of conduct and business ethics policies. We have a dedicated whistle blower policy and ethics governance helpline that helps in addressing concerns or issues, if any, either related to our supplier/ contract conduct or non-compliance to the laid down ethics policies.

   Ensuring safe working environment: Health, Safety and Environment(HSE) are key enablers for our suppliers/ contractors to be able to deliver and meet the contractual commitments without putting its employees at risk. Towards this objective, for each of the large contracts that have significant people impact, a dedicated HSE policy, guideline and governance mechanism is defined, agreed and put in place. Each operating asset or a project has a structured governance review on defined HSE metrics and any violation is reviewed and appropriate action is taken through effective contractual terms and conditions and in compliance with all applicable requirements.

   Supplier/ contractor Employee statutory welfare measures: As we operate and engage suppliers/ contractors which in turn need to deploy significant number of their employees for our operations/ project, as part of the supplier/ contractor on-boarding process, a dedicated awareness training and session on employee statutory compliance requirements, guidelines and measures are conducted with the support of the Industrial relations team within the company's HR department. To ensure that the necessary statutory dues such as ESI/ PF are being duly and timely paid by our suppliers / contractors to their employees, all supplier/ contractor invoices that have services personnel deployed for our operations, a dedicated and separate review of such statutory compliances is ascertained before the supplier/ contractor invoices are processed for payment. In cases of violation by the supplier / contractor on repetitive basis, such suppliers/ contractors are blacklisted for current and future business.

Section D: BR Information

1. **Details of Director / Directors responsible for BR**

   a) **Details of the Director / Directors responsible for implementation of the BR policy / policies:**

   - DIN : 00061669
   - Name : Mr. Grandhi Kiran Kumar
   - Designation : Managing Director & CEO

   b) **Details of the BR head:**

S. No.	Particulars	Details
1.	DIN (if applicable)	NA
2.	Name	T. Venkat Ramana
3.	Designation	Company Secretary and Compliance Officer
4.	Telephone number	T: +91-11 49216751
5.	e-mail id	Gil.Cosecy@gmrgroup.in

2. **Principle-wise (as per NVGs) BR Policy/policies (Reply in Y/N)**

   The National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business (NVGs) released by the Ministry of Corporate Affairs has adopted nine areas of Business Responsibility.

These briefly are as under:

P1 – Businesses should conduct and govern themselves with Ethics, Transparency and Accountability.

P2 – Businesses shouldprovide goods and services that are safe and contribute to sustainability throughout their life cycle.

P3 – Businesses should promote the well-being of all employees.

P4 – Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized.

P5 – Businesses should respect and promote human rights.

P6 – Businesses should respect, protect, and make efforts to restore the environment.

P7 – Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner.

P8 – Businesses should support inclusive growth and equitable development.

P9 – Businesses should engage with and provide value to their customers and consumers in a responsible manner.

S. No.	Questions	P1	P2*	P3	P4	P5	P6	P7	P8	P9 **
1.	Do you have a policy /policies for:	Y	Y	Y	Y	Y	Y	Y	Y	Y
2.	Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
3.	Does the policy conform to any national /international standards? If yes, specify? (50 words)#	Y	Y	Y	Y	Y	Y	Y	Y	Y
4.	Has the policy being approved by the Board? Is yes, has it been signed by MD/ owner/CEO/ appropriate Board Director?	Y	Y	Y	Y	Y	Y	Y	Y	Y
5.	Does the company have a specified committee of the Board/ Director/Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	Y	Y	Y
6.	Indicate the link for the policy to be viewed online?	Please refer below weblink BRR Policy link:https://investor.gmrgroup.in/policies CSR policy link:https://investor.gmrgroup.in/policies Environment policy of DIAL link: https://www.newdelhiairport.in/corporate/our-company/environment Code of conduct: https://investor.gmrgroup.in/code-of-conduct Values & Belief : https://www.gmrgroup.in/vision-values-beliefs/								
7.	Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
8.	Does the company have in-house structure to implement the policy/ policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
9.	Does the Company have a grievance redressal mechanism related to the policy /policies to address stakeholders' grievances related to the policy/policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
10.	Has the company carried out independent audit/evaluation of the working of this policy by an internal or external agency?	Y	Y	Y	Y	Y	Y	Y	Y	Y

#wherever the Group Policy is not compliant with local laws, they are suitably modified. There is no known non-compliance with international standards.

* The Company and the Subsidiaries wherever applicable have relevant systems and practices in place to implement and adhere as per the principles.

** The Company and the Subsidiaries have systems in place and have practices as per the Principles.

2a. If answer to S. No. 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

S. No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1.	The company has not understood the Principles	Not Applicable								
2.	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles									
3.	The company does not have financial or manpower resources available for the task									
4.	It is planned to be done within next 6 months									
5.	It is planned to be done within the next 1 year									
6.	Any other reason (please specify)									

3. **Governance related to BR:**

- **Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year.**

  Annually.

- **Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?**

  Annual Report containing Business Responsibility Report is available on Company's website and can be accessed at https://investor.gmrgroup.in/annual-reports.

  Some of the Company's major material subsidiariesprepare sustainability report as per GRI-Standard guidelines.

Section E: Principle-wise performance

Principle 1: Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

1. **Does the policy relating to ethics, bribery and corruption cover only the company? [Yes/ No]. Does it extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs /Others?**

   Yes. There are two separate policies one covering the employees and the other covering vendors and other stakeholders relating to ethics, bribery and corruption."The Code of Business Conduct and Ethics policy" of the Company applies to all employees on the regular rolls of the Company including full-time Directors, Advisors, In-house Consultants, Expatriates and employees on contract. Third parties including Vendors, Service providers and JVs, are covered by the "Suppliers and Vendors Code of Conduct and Business Ethics" which stipulate rules relating to bribery & corruption. This Policy is intended to strengthen transparent business governance across the Company and the Group. All bidders, vendors etc. have to sign in the Supplier Code of Conduct before entering a contract with the GMR group.

   As an extension of the Code of Business Conduct and Ethics Policy, the Company has set up a "Whistle Blower policy" through which any stakeholder can raise concerns relating to corruption or bribery or any other malpractice or impropriety within the Group.

   The Company has established a fully functional Ethics and Integrity Department to expeditiously investigate and take action in respect of all concerns relating to all ethical violations, including bribery and corruption (clause 5.17 COBCE is specifically referred).

2. **How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.**

   Thirty Five (35) concerns were raised by various stakeholders across the Company and its subsidiaries during FY 2020-21. Out of these:

- 2 concerns are awaiting approval. They will be taken up for detailed enquiries, once they have been approved.
- 24 were found devoid of any merit and were not investigated into based on the recommendation of the Ombudsperson.
- 9 concerns were enquired into, of which 7 were found to be genuine and 6 of them were satisfactorily resolved by the management.
- 1 concern was shared with the relevant HR committee for appropriate redressal.

Principle 2: Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

1. **List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and / or opportunities.**

   Environmental Protection and Sustainability

   Since inception, sustainability has remained at the core of our business strategy. Besides economic performance, safe operations, environment conservation and social well-being have always been at the core of our philosophy of sustainable business. In anticipation of upcoming regulations and requirements, the Company has invested substantially and allocated other resources to proactively adopt and implement manufacturing / business processes to increase its adherence to environmental standards and pollution control measures and enhance its industry safety levels. At GMR Group, the challenges due to the Company's operations related to EHS aspects of the business, employees and society, are mapped and mitigated through a series of systematic and disciplined sets of policies and procedures.

Our continuous endeavor to go beyond compliance and conserve natural resources helps to march towards attaining excellence in environment management and efficient and sustainable operations as well. As the Company operates in an increasingly resource-constrained world, being environmentally conscious and efficient is key to our operations. The Company has a Corporate Environment, Health, Safety and Quality (EHSQ) Policy to articulate, guide, and adopt an integrated approach towards implementing EHSQ objectives and the Company is committed to the Policy. These established systems certified by reputed certifying agencies have helped to monitor and manage our operations systematically, safely and in environmental friendly manner. When such practices become institutionalized, they protect environment and reduce operational and other costs.

The Company understands the global thrusts for minimizing the effect of developmental projects towards global warming. The Company has developed various projects voluntarily and some of the projects are under development stage, which ultimately reduces Green House Gases (GHG) emissions into the atmosphere and thus, minimizing the global warming effect. The Company has evolved as Sustainability leader by registering 7 CDM Projects with United Nations Framework Convention on Climate Change (UNFCCC).

As a responsible corporate citizen, the Company is striving to meet the expectations of neighboring communities around its plants and other locations through GMR Varalakshmi Foundation. The foundation works closely with them and strives to impact the lives of millions of farmers, senior citizens, youth, women and children through numerous programs.

Energy Sector of the Group has continuously ventured to promote cleaner fuel operations and renewable energy. The 25 MW and 1 MW Solar Photo-Voltaic based power generation in Gujarat and Rajam respectively, 2 MW Solar Roof top power project near Delhi International Airport, Delhi, 2.1 MW and 1.25 MW wind turbine generators in the State(s) of Gujarat and Tamil Nadu respectively are fully operational, with commitment towards sustainability in terms of clean and renewable energy resource.

The Energy sector has aligned its energy business with its comprehensive "EHS Framework", adopting best generation practices, optimizing energy, natural resources and technology, best available practices, "go beyond compliance", etc.

All the operating units have all necessary statutory clearances in place and are in compliance with environmental regulations.

The system is managed by dedicated EH Steam and steered frequently at various level for quick actions.

Regular mass plantation is organized with involvement of Employees, their families and nearby villagers. Fruit bearing tree species are also being planted. Its survival is ensured with proper care.

Energy has started an EHS Council Meeting where all Plants EHS Head with their Team and Plant Head & O&M Head of a particular Plant is invited and they review the EHS progress and share the knowledge/ Best Practices across Plants.

GMR Warora Energy Limited (GWEL) is already certified for ISO 9001: QMS, ISO 14001: EMS, ISO 45001: OHSAS, EnMS: 50001 ISO 55001: Asset Management System M/s BVCI. GWEL has also implemented Information Security Management System as per ISO 27001 and obtained external certifications. Further GWEL for the first time in India is also certified for ISO 46001: Water Efficiency Management System and obtained recertification of SA 8000:2013 in FY 20-21. GWEL has also undergone Workplace Assessment for Safety and Hygiene (WASH) as per the standard developed by QCI for ascertaining our preparation to deal with CORONA Pandemic by BVQI.

Coal Testing Lab also got re-accreditation from National Accreditation Board for Testingand Calibration Laboratories (NABL) as per ISO/IEC 17025:2017. To further sustain various health and safety initiatives in the year FY 20-21 GWEL has vigorously implemented ISO 45001 system.

As a part of institutionalizing EHS management system, GWEL has implemented Comprehensive EHS management software "Sarathi" whose 27 modules like Incident management, EHS observation, Toolbox talk, Training management, CAPA Task Management, Emergency Management, Risk assessment, Behavior Based Safety (BBS) observations, EHS inspections, Internal/external audit Management, Waste management, Management EHS walkthrough, Event analysis, Objective tracking, 5S, PPE, OHC, etc. are operation in full fledge.

Sarathi is also integrated with Outlook for better capturing of the workings.

To manage the health and wellness at the workplace, series of programs under "Nirmal Jeevan" initiatives like Better Body Better Health for Employees, Counseling of employees under the program "Kausalika" Know of Wellness with COO, Blood Donation Camp, Sports activities like Fun run, Volleyball & Cricket Tournament for employees and their family members were organized during the year. Medical checkup camp were also organized on the Eve of Women's Day for Family Members in the Greenwoods Township. Camps were also organized for COVID testing of the employees.

GWEL successfully conducted series of EHS awareness programs, various training programs on Ergonomics, Manual handling, LOTO & Permit to Work (PTW) system, Onsite Emergency Plan, Firefighting, Electrical safety, Chemical handling, Height work Safety, Confined space entry safety, Gas cylinder handling, Hoists, and cranes safety conducted to employees and contractual employees. Mock drill on scenarios such as CORONA Patient Handling, Hydrogen Leakage &Chlorine Leakage, were conducted. GWEL achieved Zero Lost time injury frequency rate with no reportable incidents for FY 20-21. GWEL ensured the non-usage of single-use plastic as per government guidelines. All the authorization for hazardous wastes, biomedical waste is in place and statutory returns against this authorization are submitted to statutory authorities in time. All the air emissions are within the permissible limit. GWEL is maintaining zero liquid discharge. Sustainable farming based greenbelt is maintained inside the plant. In FY 20-21, 10,000 saplings were planted. Organic vegetable farming is continuing at two acre of land inside the plant premises.

GWEL won CII's "National Energy Leader" & "Excellent Energy efficient Unit award during the 21st National Award for excellence in Energy Management event which is held online on 25th to 28th August 2020. GWEL bagged the prestigious "National Energy Conservation Award-2020" by Govt. of India, during the 30th NECA event held on 11th January 2021. GWEL won Gold award in "National Six Sigma competition" for 2 CIPs.

GMR Kamalanga Energy Limited (GKEL) is compliant with the statutory norms required for operation of power generation plant and certified for ISO14001:EMS, OHSAS18001, ISO9001:QMS and EMS50001:2011. GKEL has deployed various environmental protection initiatives for environment conservation, conducts audio visual class room and on the job trainings on different aspects of EHS management and, BBS. SAP based Work Permit System integrated with Lock Out and Tag Out (LOTO) mechanism implemented for safe execution of different activities under Operation and Maintenance. Job Safety Analysis (JSA) and Hazard Identification and Risk assessment (HIRA) exerciseis regularly conducted to identify and control new or existing risks in operations. EH Sinitiativeslike Surakhya Parikrama (Senior Management EHS Walk-through), EHS Council meeting, Quarterly EHS Rolling Trophy to best Department, Monthly and Yearly Rolling Trophy to the best agencies, Theme based inspections and Audits, Monthly Mass Communication Meeting on the first day, near miss and unsafe condition reporting with reward, Safety Captains as Safety Leadership Culture etc. are implemented to create positive safety culture amongst workforce. Pre-employment and periodical health check-ups are being conducted. "SURAKHYA VIHAR", a unique demonstration concept created to educate all about the safe/unsafe practices including procedures of right and wrong tool and fire fighting equipments. Periodic theme based audits are conducted to assess the deployment of work procedures. GKEL conducts quarterly Mock Drills on different emergency scenarios, including one in presence of District Crisis Group and mutual aid partners. 7,213 saplings were planted within plant premises for gap filling and damage replacement during 2020-21, with total sapling of 3,88,797. GKEL's Chemical Lab is certified by NABL.

Organic farming being sustained in GKEL to cater the needs of township residents. Kitchen waste converted to compost by Mechanical food bio digester and used in horticulture work. Health & Wellness Programs at workplace and township to enhance Physical, Mental & Spiritual wellbeing of all Employees and Associate Employees including Family Members through various programs such as Yoga classes by trained teacher, Jeeban Paribartan, Mo Paribartan, Smart Manager Programs. To control the risk of Covid 19 various SOPs were made and implemented for different activities in plant and township. Different awareness programs were being conducted in plant, township and community on prevention and control of the Covid 19. Mask, Sanitizer and hand wash packets were also distributed to the villagers and school students.

During FY 2020-21, GKEL received Environment Excellence Award from ICC, Kolkata, Runners-up in large industry category, CII - National Energy Management Award – 2020 – As excellent energy efficient unit and CII – Eastern Region - Encon Awards 2020 – Excellence in Energy Conservation – 2nd Runner-up – Large Scale Industry. GKEL also received 5-S certification from National Productivity Council in "UTKRISHAT" Category.

GMR Vemagiri Power Generation Limited (GVPGL) and GMR Rajahmundry Energy Limited (GREL) units are gas based power plants in Andhra Pradesh. GVPGL is certified for latest version of ISO 9001:2015, ISO 14001:2015 and OHSAS 18001: 2007 by M/s. GL-DNV and at present renewal kept on hold. EHS practices are deployed to achieve the highest level of performance. EHS trainings were imparted during the period. Mock drills for each plant were conducted on different emergency scenarios GVPGL and GREL achieved Zero Lost time injury frequency rate with no reportable incidents for FY 2020-21.

GMR Energy Limited (GEL), Kakinada has established efficient EHS procedure and practices and has achieved zero Lost Time Injury Frequency Rate (LTIFR) with nil reportable accidents in FY 2020-21. Plant is compliant with all statutory norms and procedures.

GMR Bajoli Holi Hydro Power Project construction is in progress with total compliance to all applicable EHS statutory rules and regulations, procedures and best practices. There was no fatal incident and no Lost Time Injuries (LTI) reported at site. Recertification audit has been conducted by M/s TUV India for Integrated Management System (IMS) as per revised ISO 9001:2015, ISO 14001:2015 and ISO 45001: 2018standards in April'2021. Periodical medical health check-ups were conducted for employees and contract workers. Regular medical camps are also organized for workforce and community at project site. Safety tool box talk, safety training, pre job briefing and site inspections, are conducted on daily basis and mock drill are conducted periodically.100% contract employees were covered under EHS awareness on utilization of Personal Protective Equipment (PPE) at site. All critical air quality parameters at inside tunnels are displayed near portal of adits. Environment monitoring (Air, Water & Noise) is being done on quarterly basis. One qualified doctor (24x7), one Lab technician, two female nurse and fully equipped ambulance are available at the medical center. First aid center has been set up for 24x7 at every site managed by qualified professionals and supported by 5 ambulances. 2500 tree saplings were planted at project and colony sites. Covid-19 vaccination was done with support of Forties hospital Kangara at GMR Bajoli Holi Hospital and 90% employees was vaccinated at project site

Upper Karnali Hydro Electric Project in Nepal, has successfully achieved following Key approvals /clearances from Government of Nepal (GoN) duly considering all the safety aspects as per guidelines/ Acts:

- Environment Impact assessment (EIA)
- Revised Environment Mitigation plan (EMP)
- Initial Environment examination (IEE) for Transmission line
- Forest lease agreement executed with GoN
- Approval of RAP (Rehabilitation Action plan)

Gujarat Solar & Wind assets are registered under CDM.

At GMR Energy Sector level across all sites, Zero Fatality, Zero LTI, Zero LTIFR and Zero LTI Severity were achieved during FY 2020-21.

Single use plastic is completely banned across all sites. Emissions / Waste generated by the company within the permissible limits given by CPCB / SPCB for the financial year being reported. No show cause notice received in the FY 2020-21.

Airport Sector

Airport Sector embraces the concept of sustainability by managing activities in environment friendly manner, minimizing natural resource utilization and maintaining collaborative relationships with the community and stakeholders. Our strategy for long-term stability and continual improvement is focused on cost-effective operation, social responsibility, environment and ecology oriented business approach and practices, which are governed and managed by latest technological processes, improved infrastructure, efficient operational measures, continual process improvement, effective change management and communication and collaborative stakeholder engagement.

Environment Sustainable Management is an integral part of our business strategy which helps in achieving social credibility and business sustainability by efficient integration of policy, system, procedures, infrastructure and community support. The Group adopted all possible proactive sustainable approaches for the airport to develop an environment friendly business process that accommodates the community's concerns while still meeting all regulatory requirements. Our key environmental and social elements which have direct/indirect impact on society are effective control and management of aircraft noise, emission, air quality, water and wastewater, solid waste and conservation of natural resources. A dedicated team of professionals is deployed to deal with all areas of environmental and social concerns. All the impacts associated with its business as pectsare being effectively resolved by working closely with the communities around the airport by proper know ledge sharing forums, media communications, communication to stakeholders and stakeholder meetings, further with the support of regulatory and government agencies.

Air and Water management is ensured by regular monitoring, analysis and following government regulations and guidance. Solid and Hazardous wastes are handled as per the applicable rules. Sewage Treatment Plant (STP) is operational to treat the waste water. Entire treated water is being reused appropriately for the flushing, HVAC and irrigation purposes.

Delhi International Airport Limited (DIAL)

Environment Sustainability is an integral part of DIAL's business strategy. It focusses highly on natural resource conservation, pollution preventions and skill developments as part of business sustainability at Delhi Airport by efficient integration of policy, systems, procedures, infrastructure and community support.

DIAL is committed to conduct its business in an environment and social friendly manner by adopting all possible operational and technological measures to minimize the impact of its activities on the environment and society.

Some of the achievements of DIALin sustainability segment during the FY 2020-21 are:

- Delhi Airport has become the first airport in Asia-Pacific region and only the second airport globally to achieve Level 4+ "Transition" accreditation under ACI's Airport Carbon Accreditation framework. (November 2020)
- DIAL has won the National Water Award- 2019 by Ministry of Jal Shakti (GOI) in January 2021.
- IGI Airport has received the ACI Green Airports Recognition 2021 – Platinum Level in Asia Pacific Region (February, 2021)
- DIAL has also been rated as "Climate Oriented" company under Climate Action Program (CAP 2 degree) by Confederation of Indian Industry (CII) for the year 2020. (March 2021)
- Successfully completed the external audit for ISO 14001:2015 recertification. The audit was conducted by DNV-GL (March 2021).

In addition to the above, some of the continuing best environment practices include:

- Terminal 3 of Delhi Airport is a LEED India Gold certified green building under "New Construction" category and it is the first airport in the world to achieve this. Terminal 3 is also Platinum rated Green Building under Indian Green Building Council (IGBC) "Existing Building" category.
- Terminal 3 of Delhi Airport is the first airport globally to get Performance Excellence in Electricity Renewal (PEER) Platinum certification. PEER has helped DIAL in identifying opportunities for continuous improvement, through increasing their renewable energy mix, assessing and reducing power interruptions. Delhi Airport is first airport globally to have adopted, live building performance monitoring and scoring platform "ARC" by USGBC/GBCI.
- The energy efficiency measures implemented in DIAL have been

registered in UNFCCC as Clean Development Mechanism project; it is the first airport project in the world to have achieved this credential.

- DIAL has installed 7.84 MW solar PV plant in the airside premises of Delhi Airport and is the first airport in the country to have megawatt scale solar plant within the airport.
- Delhi Airport is the first airport in India to have implemented Airport Collaborative Decision Making (A-CDM) which aims at improving Air Traffic Flow and Capacity Management and Emission Reduction.
- Delhi Airport is the only airport in the world to adopt the green taxiing i.e. Taxibot. Currently commercial operation is going on with tie ups with various airlines.
- DIAL has started electric bus operation at IGI Airport. Electric vehicle charging stations have also been set up at IGIA to support passengers and electric taxi service providers.
- 16.6 MLD state-of-the art "Zero Discharge" sewage treatment plant treats entire sewage water generated in Delhi Airport. The treated water is used for horticulture, toilet flushing and HVAC make up.
- DIAL has constructed more than 300 rain water harvesting structures to improve the ground water level within the airport and in the surrounding areas.
- The Energy Management System of Delhi Airport is certified under ISO 50001 and is the first Airport in the world to be certified for ISO 50001 Energy Management system.
- DIAL has promoted Multimodal Connectivity to reduce emission. There is a dedicated metro line connecting Delhi Airport to the city, besides road connectivity.
- DIAL has installed dedicated CNG fueling station at IGIA, which helps in minimizing the GHG emission load at IGIA.
- The energy efficient and environment friendly infrastructures also include state of the art STP and WTP, Energy efficient BMEs, Advanced Fuel Hydrant Systems, FEGP and PCA supply systems.

GMR Hyderabad International Airport Limited (GHIAL)

Sustainable development is the core concept on which all the airport operational activities are developed and implemented. GHIA Lis committed to conduct business in an environment friendly and sustainable manner, in line with GMR Group`s Vision, Mission, Values, Beliefs and Corporate Policies. During the FY 2020-21, in spite of Covid pandemic constraints, Hyderabad International Airport has ensured stringent compliance to Safety and Environment regulations at all times. Special oversight audit programs were conducted to ensure safe operations are undertaken in full compliance to Covid prevention protocol standards. The airport has recorded the lowest number of safety incidents comparatively to the previous years and also recorded significant reduction in the carbon intensity and excellent air quality metrics, which was possible through stakeholder engagement and proactive intervention strategy adopted on a continual basis.

a. Environment Compliance and Sustainability Activities:-

During the financial year 2020-21, there has been a list of significant achievements on the environment management and sustainability processes which are:

- GHIAL has successfully installed two noise monitoring terminals outside the airport under the flight path of the runway which will help the airport to ensure effective noise management process for the benefit of the surrounding community.
- GHIAL has been successfully accorded approval by the state ground water authority for its ground water recharge and abstraction process in line with the Environment Clearance conditions defined in the 50 mppa Environment Clearance
- Also, GHIAL has successfully renewed the Consent for Operation (CFO) for 12mppa capacity for one more year which will ensure seamless airport operations until the completion and commissioning of the newly constructed airport facilities and terminal buildings for 25 mppa capacity and subsequently to 40 mppa capacity.
- GHIAL has obtained conditional approval from the State Government for commissioning the additional 5 MW solar park which was completed earlier. The additional facility is expected to be commissioned shortly to scale-up the airport's green energy development capacity to a total of 10 MW.
- As part of its natural resource optimisation and zero liquid discharge objective, GHIAL has constructed and commissioned additional Sewage Water Treatment capacity of 1350 KLD to augment the existing 1850 KLD capacity. This will ensure efficient use of water in line with 'Reduce-Reuse-Recycle' principle.
- In terms of recognition for its continuing contribution and achievement for Environmental Protection initiatives, GHIAL continues to retain its Carbon Neutral Level 3 Plus status. This certificate is valid till December 2023. The Level 3+, Neutrality is the highest level of environmental achievement and recognition of the airport's great efforts in reducing/ neutralizing carbon emissions.
- In recognition of its efficient air quality management standards, GHIAL has been awarded with Green Airports Recognition 2021-Gold award by the Airports Council International in the Category: 15 to 35 million passengers per annum, Asia – Pacific region in February 2021.
- In addition to retaining the status of 'Single use plastic free facility' by phasing out materials less than 50 microns' thickness, GHIAL has implemented a robust and stringent 'Bio-medical waste management process' with an emphasise on careful and efficient collection and disposal of Covid PPE waste used by the passengers and airport staff.

In addition to the above, some of the continuing best environment practices include:

- LEED certified Terminal Building which allows maximum natural lighting, and other features that enable optimal use of energy and water.
- Effective implementation of "Reduce-Reuse-Recycle" principle in the

overall water usage within the airport.

- Efficient rainwater harvesting and groundwater recharging processes.
- Efficient solid waste management processes and compost generation to meet 100% internal demands to develop beautiful landscaping within the airport.
- Robust process to effectively reduce aircraft noise and emission levels by collaboratively engaging with airline operators and Air Traffic Service providers to bring in best practices like single enginetaxi, Fixed Electrical Ground Power to reduceuse of aircraft Auxiliary Power Units (APU), Continuous Descent Approach Operations etc.
- Organise extensive environment awareness programmes on aregular basis andwide publicity duringWorld Environment Day, Earth-Hour, etc., by engaging airlines, ground handlers, passengers and all other stakeholders operating at RGIA.

b. Safety:

- **Safety Mission**

GHIAL is committed to developing, nurturing and proactively promoting a safety culture at RGIA with the philosophy 'Safety first.'" In line with the Safety Management System framework defined by the International Civil Aviation Organization (ICAO) and the Directorate General of Civil Aviation, India (DGCA), GHIAL has made very good progress in the area of safety performance through sustained and collaborative efforts with the stakeholders and achieved high levels of safety standards. This positive trend in safety performance has assured the healthy development of Safety culture among the airport community as a common deliverable aspect.

- **Safety Performance and assurance**

GHIAL has continued its efforts in giving safety assurance to all its stakeholders through proactive and preventive measures. As part of safety assurance, during the financial year, considering the operational constraints associated with the Covid pandemic scenarios, GHIAL has ensured proactive Safety oversight measures are undertaken at all critical functions and work places, including airlines and Ground Handling agency facilities. This has immensely helped the organisation to control the incidents/accidents within the airport premises effectively.

- **Safety compliance**

The 'Safety Management System' at the RGIA is in compliance with DGCA regulatory guidelines which has been reaffirmed by renewal of the Aerodrome License [AL/Public/021] for the next two year cycle valid till March 03, 2022. Further GHIAL has successfully migrated to the latest Safety standards of 45001:2018, from the earlier standard of 18001.

- **Safety Initiatives**

Considering the flight safety as the top priority GHIAL regularly conducts Runway Safety Committee meetings with pilots, ATC controllers, aircraft engineers, airport operations and engineering departments to proactively ensure the runway safety at all times. GHIAL undertakes stringent risk assessment process for all the major changes/activities to identify the hazards and mitigate them to ensure seamless transition of the major changes in the facilities and processes. All the stakeholders are encouraged to voluntarily report hazards and safety occurrences through online reporting portals and various other modes. Regular Safety briefing sessions are organized for all the stakeholders' employees.

- **Safety Promotion**

To ensure active participation by all the stakeholders to bring in Safety Culture at the airport, GHIAL Safety department has initiated a Reward & Recognition programme to honour and recognise the Safety volunteers/SPOCs for their significant contribution to 'Voluntary Hazard Reporting and mitigation' programme. Regular online/virtual training programmes and orientation sessions are conducted to keep all the stakeholders abreast of latest safety guidelines and changes to the work environment.

- **Recognition**

Head-Safety of GHIAL is the current Chairman of the prestigious Regional Operational Safety Committee of the ACI for Asia Pacific region and also he has been recognised as a member of the elite World Safety and Technical Standing Committee (WSTSC) of ACI world to review all airport safety matters with the global experts. It is an honour and recognition of GHIAL's efforts in maintaining very high safety standards at RGIA.

2. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional): Not attempted

i. Reduction during sourcing / production / distribution achieved since the previous year throughout the value chain?

ii. Reduction during usage by consumers (energy, water) has been achieved since the previous year?

3. Does the company have procedures in place for sustainable sourcing (including transportation)? If yes, what percentage of your inputs were sourced sustainably? Also,provide details thereof, in about 50 words or so.

In our company Business, Standard Operating Procedure [SOP] and Procurement Policy is in place to manage sustainable sourcing. Priority given to local source of raw material like sand, aggregate etc. unless otherwise stated by Client. DFCCIL Projects [CP-201 & CP-202] is implemented and certified by Integrated Management System [IMS] includes ISO 9001:2015 [Quality Management System]; ISO 14001:2015 [Environment Management System] and ISO 45001:2018 [Occupational Health and Safety Management System]. Standard process [SOP's] are in place and monitored thru various internal and external audits and compliance. In addition, Transportation division strives to design and construct sustainable Projects which include

Water and Energy conservation measures, continuous monitoring of Environmental parameters [like noise, air, water], identify and use of resources that are environment friendly, green technologies and deployment of fuel efficient equipment and machineries. Highways Projects has won NHAI Excellence Award.

The fuel in the Energy Sector subsidiary companies is sourced through pipelines, railway wagons, road transport to the plant avoiding wastages, leakages, vapourisation etc., to the extent possible. The Company and its subsidiaries have a Procurement Policy in place and vendors agree to the GMR Code of Conduct and Business Ethics.

4. Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve the capacity and capability of local and small vendors?

The Company closely works with the CSR team to identify opportunities for getting goods and services from local community. The EMPOWER (Enabling Marketing of Products of Women Entrepreneurs) initiative for selling products made by the community women get lot of bulk orders from Group companies on various occasions. Even during the pandemic, cotton masks and PPE kits have been procured through EMPOWER program.

There have been several exclusive and niche opportunities within the Group companies which are offered to the local, small vendors. For example, in the Hyderabad Airport, the photography services were allocated to a local photographer. He has now been allocated space inside the airport and provides photos to passengers who come without them for visa. Like this, the barber, tyre inflation, grocery shop, housekeeping, etc. opportunities in the airport have been provided to local entrepreneurs and all of them are doing good business and expanding the same.

GMRVF provides skill training in several technical vocations. Many of the youth so trained are from neighboring communities. As and when there are opportunities, some of these youths are placed with partners/contractors providing services to the businesses.

5. Does the company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.

The Company's subsidiaries operate in different business sectors like Energy, Airports, Highways, Transportation and Urban Infrastructure. The waste water at the power generation plants and Airportsare recycled and used for gardening and other cleaning purposes.

GWEL & GKEL has a well-developed Waste Management Systems as per which all the wastes are handled properly and recycling avenue is always look into. The scrap having economical value is sorted and from those having no economical values are recycled properly. Also, wastes generated during the operations of the power generation plants are sent to the authorized agencies of CPCB / SPCB only for treatment/ Disposal. E Waste and Battery Waste are handled to authorize vendor only for further recycling. Ash generated at the power plants is being reused and disposed to cement and brick manufacturers, for road making and fillingin low lying areas / abandoned quarries.

Delhi Airport has 16.6 MLD state-of-the-art zero discharge Sewage Treatment Plant (STP). The entire treated water is used for horticulture, toilet flushing and HVAC make up.

DIAL has adopted a 4R (Reduce, Reuse, Recycle and Recover) strategy for effective waste management at IGI Airport. To further enhance the sustainability of waste management, DIAL is currently developing an Integrated Solid Waste Management Centre (ISWMC) consisting material recovery facility, bio gas plant etc. within IGI Airport, which is expected to be commissioned within FY 2022. Other waste such as hazardous waste, E-waste, battery waste, construction and demolition waste, and biomedical waste are managed as per the government's legal framework.

As a sustainability initiative, DIAL continue to promote "Single Use Plastic Free Airport" initiative. The Confederation of Indian Industry – ITC Centre of Excellence for Sustainable Development (CII-ITC CESD) that supports the business community towards achieving sustainability, certified DIAL for its successful voluntary implementation of "Single Use Plastic Free Airport" initiative within IGI Airport's Operation in 2019. Delhi Airport is the first Indian airport to bag such recognition from CII-ITC CESD.

At Hyderabad airport the food waste is collected and processed at the in-house compost plant within the airport. The compost generated during this process is used for developing the beautiful landscape within the airport. The excess quantity of the food waste generated above the in-house compost plant capacity is handed over to an authorised agency for conversion into 'Refuse Derived Fuel (RDF)' which is used for boiler combustion. The municipal solid waste and other hazardous/E-waste generated within the airport are handed over to competent collecting and recycling agencies authorized by the State Pollution Control Board. Also, the waste water generated within the airport are meticulously treated in the Sewage Treatment Plant within the airport and the treated water is used for landscape irrigation and flushing to adopt the environment protection principles of 'Reduce-Reuse-Recycle.' Overall, the entire waste generated at the airport is reused or recycled through different environment friendly process either in-house or through authorised agencies. In recognition of its efficient waste management practices RGIA has been conferred with 'Green Airport 2017 Gold' award by Airports Council International on April 24, 2018 at Narita, Japan.

Also, wastes generated during the operations of the power generation plants are sent to the authorized agencies of CPCB / SPCB for treatment. Ash generated at the power plants is being reused and disposed to cement and brick manufacturers, for road making and fillingin low lying areas / abandoned quarries.

Principle 3: Businesses should promote the wellbeing of all employees

1. Please indicate the Total number of employees:

Sl No.	Category of Employees	No. of Employees
1	Managerial Staff (Executive Cadre)	192
2	Operations Staff (Non-Executive Cadre)	24
	Total	216

2. Please indicate the Total number of employees hired on temporary / contractual / casual basis:

Sl No.	Category of Employees	No. of Employees
1	Advisors & Consultants	6
2	Sub-Contracted Employees	975
3	Casual Employees	NIL
	Total	981

3. Please indicate the Number of permanent women employees:

Number of permanent women employees : 16

4. Please indicate the Number of permanent employees with disabilities:

Number of permanent employees with disabilities : NIL

5. Do you have an employee association that is recognized by management?

There is no employee association in the Company.

6. What percentage of your permanent employees is members of this recognized employee association?

N.A.

7. Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.

There is no complaint received by the Company during the financial year 2020-21:

S. No.	Category	No of complaints filed during the financial year	No of complaints pending as on end of the financial year
1	Child Labour/forced labour/involuntary labour	NIL	NIL
2	Sexual harassment	NIL	NIL
3	Discriminatory employment	NIL	NIL

8. What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?

- Permanent Employees: 100%
- Permanent Women Employees: 100%
- Casual / Temporary / Contractual Employees: 100%
- Employees with Disabilities: N.A.

All the contractual employees of the Company receive mandatory safety training before entering their premises and receive the job training through the contractor and the Company.

Principle 4: Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized

1. Has the company mapped its internal and external stakeholders? [Yes/No].

Yes. Whenever the Company sets up a business, it surveys the surrounding communities and identifies key stakeholders.

2. Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders?

There is a specific focus on identifying the vulnerable amongst the stakeholders. These include socially and economically backward sections, landless, tribal communities, people with disabilities, women-headed households, etc. The Group conducts need assessment studies in its business locations and identifies the needs of communities with special focus on disadvantaged and vulnerable communities and all the CSR activities are being planned and implemented based on the identified needs of the communities. In the last one year, Foundation also focused on identifying the families severely impacted due to Covid and accordingly planning its activities.

3. Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders? If so, provide details thereof, in about 50 words or so.

For the Company, community is a major stakeholder of business. Thus, GMR Group works with the under-privileged communities around its business operations for improving their quality of life. A special focus is laid on vulnerable and marginalized sections of the community such as socially and economically backward sections, differently-abled persons, elders, tribals, migrant labour etc. At Delhi, the CSR unit is running Samarth program for mainstreaming differently-abled persons through inclusive education, creation of livelihood opportunities, facilitating their rights and entitlements etc. Over 300 persons/children with disabilities benefit from this initiative. In association with National Institute of Locomotor Disability (NILD), GMRVF provided aids and appliances to over 1700 people with locomotor disabilities.

The 200-bed hospital set up by GMRVF at Rajam has a concession policy in place through which the most disadvantaged people access quality healthcare services. To address the health care needs of disadvantaged elderly people and to the communities in remote rural locations, GMRVF is running 8 Mobile Medical Units at different locations which takes quality healthcare to the doorstep of about 10,000 elderly and vulnerable people. In the remote, hilly areas of Uttarakhand and Himachal Pradesh where the Group has businesses, the Foundation conducts special outreach health camps to cater to the health care needs of people who otherwise have no access to any kind of health care facilities. Foundation is also running about 15 Nutrition Centers which provide supplementary nutrition, health check-ups and health awareness to pregnant and lactating women from under-privileged families.

In the vocational training program of GMRVF also, preference is given to the candidates from disadvantaged backgrounds and special efforts are put to mainstream them through provision of required skills. Further, Foundation has set up Girijan Institute of Rural Entrepreneurship Development in the Seethampet Agency area in Srikakulam district of Andhra Pradesh which provides skill trainings to tribal youth in different vocations. GMRVF also has focused programmes to reach out to women and improve their livelihoods.

In the year 2020-21, Foundation conducted a study in its project locations to understand the impact of Covid on the under-privileged communities. Based on the study, several livelihood support activities were planned and implemented which include support to increase farm productivity, support to set-up/revive micro-enterprises, livestock support etc. which helped the target families to earn decent incomes.

Principle 5: Businesses should respect and promote human rights

1. **Does the policy of the company on human rights cover only the company or extend to the Group / Joint Ventures /Suppliers / Contractors / NGOs / Others?**

   The Company has a policy on Human Rights. Additionally, policies like Code of Conduct, Whistle Blower Policy, Disciplinary Policy, Policy against Sexual Harassment, and Policy on Work Environment coupled with transparent HR processes and practices adequately cover the human rights aspects.

2. **How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?**

   There were no reported complaints received during the FY 2020-21 other than those already mentioned in this report.

Principle 6: Businesses should respect, protect, and make efforts to restore the environment

1. **Does the policy related to Principle 6 cover only the company or extends to the Group / Joint Ventures / Suppliers / Contractors / NGOs / others.**

   The policy related to principle 6 is applicable to all the units of GMR Group, its contractors and its employees.

2. **Does the company have strategies / initiatives to address global environmental issues such as climate change, global warming, etc? [Y/N]. If yes, please give hyperlink for webpage etc.**

   Yes, the Company and the Group have strategies to address global environmental issues such as Climate Change and Global Warming.

   GMR Group has initiated the process of Clean Development Mechanism (CDM) in 2008 and commenced assessment of Carbon Footprint of its units.

   The Company has evolved as Sustainability leader by registering 7 CDM Projects with UNFCCC. Terminal 3 (T3) of Indira Gandhi International Airport (IGIA) has become the first terminal in the world to have successfully registered with UNFCCC as CDM project for its GHG emission reduction initiatives.

   DIAL has adopted Airport Carbon Accreditation (ACA) program of Airports Council International (ACI). Delhi Airport is first Airport in Asia-Pacific region and only the second airport globally to achieve Level 4+, “Transition” accreditation under ACI’s Airport Carbon Accreditation framework.

   DIAL has also taken up the objective of becoming a “Net Zero Carbon Emission Airport by 2030” by focusing on- Energy Efficiency & Conservation, Augmenting Green Building Infrastructures, Use of Renewable/Green Energy, Application of Operational Excellence, Adopting to Low Emission Transports, Development of Sinks and Working closely with Airlines and Other Stakeholder through Engagement Programs.

   GHIAL has commissioned a 5 MW solar power plant. GHIAL has been awarded with the ‘Carbon Neutral’ Level 3+ certification.

   GWEL has undertaken large Mango Plantation with more than 10000 mango saplings, which has converted into a lush green Mango Orchard and have planted many more plants which covers 41% area of the plant contributing to global climate change initiatives.

3. **Does the company identify and assess potential environmental risks? [Y/N]**

   Yes, the Company has a procedure to identify and assess potential environmental risks. All operating units have implemented Environmental Management System as ISO : 14001 international standard requirements and have been certified by external certifying agencies. Company prepared Aspect Impact Register (AIR) in which all the Environmental activities are duly covered and their impacts are documented. Based on the scoring from AIR Environmental risks are identifies and duly taken care of.

4. **Does the company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?**

   Yes, the Company, through its subsidiaries/associates, is actively involved in the development of CDM projects. It has taken the initiative towards developing the projects which are energy efficient, utilize clean fuel, and use renewable energy resources as fuel. In such endeavor, the Group has registered 7 CDM projects at UNFCCC till date. Also, UNFCCC has issued 3,16,124 certified emission reduction in FY 2013-14. The Group does not have the requirement to file any environmental compliance related to CDM; however, the environmental aspects related to compliance and sustainability are included in the Project design document of CDM. DIAL has successfully registered "Energy efficiency measures at Terminal T3" at UNFCCC.

5. **Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc., [Y/N]. If yes, please give hyperlink for web page etc.**

Yes. The Company understands the thrust of achieving energy efficiency, and effectively utilizes the available clean technology and renewable energy resources in all its business developments.

In Delhi Airport, DIAL has adopted various, clean technology, energy efficiency, renewable energy measures etc. Some of the key initiatives are listed below-

- Adoption of green building concept in existing terminals (Terminal 3 is LEED Gold under New Construction category & IGBC Platinum under Existing Building) and redevelopment of Terminal 1 as per LEED requirements.
- 7.84 MW Solar power plant and use of offsite renewable energy through open access.
- Use of Bridge Mounted Equipment (FEGPU, PCA) to replace APU usage
- 16.6 MLD Sewage Treatment Plant
- Fuel hydrant network system
- Use of CNG vehicle and electric buses along with installation of Electric vehicle charging station.
- Implementation of Airport Collaborative Decision Making (A-CDM)
- Use of TaxiBots as green taxiing solution at Delhi Airport
- Energy efficient HVAC and lighting system

The RGIA Passenger Terminal Building, Hyderabad has LEED certification for its unique design, which allows maximum natural lighting, and other features that enable optimal use of energy and water. RGIA is the first airport in the world to be awarded the LEED silver rating for its eco-friendly design. Also as part of continuing CDM process, 45 Pushpak buses connecting RGIA to various destinations in the city have been converted to Electrical.

In Energy Sector, both Plants GWEL & GKEL are ISO 50001 certified (Energy Management Certified Organization) and various major initiative taken, under Process Optimization are GWEL - Reduction in Generator Windage losses by improvement in H2, Heat rate improvement through CT fills replacement and Condenser Cleaning and Reduction in Auxiliary Power Consumption in Flue Gas Air Handling Fans by working in Flue gas ducts & GKEL - Turbine Cooling Time reduction from 9 days to 4.41 days, APC reduction through optimization and modification in Compressed Air Header and Sonic Soot Blower installation for saving in Steam Consumption.

Your Company takes pride of commissioning 25 MW grid connected Solar Photo Voltaic based power plant at solar park developed by Gujarat Power Corporation Limited, Charanka in Gujarat. The Company has also commissioned the wind mill in Gujarat (2.1 MW Capacity) and Tamil Nadu (1.25 MW Capacity).

In addition to the above initiatives, DIAL has installed 7.84 MW solar power plants at IGI Airport and is the first airport in India having mega solar power plant at airside premises. GHIAL has commissioned 5 MW Solar Power Plant as part of green energy promotion.

6. **Are the Emissions / Waste generated by the company within the permissible limits given by CPCB / SPCB for the financial year being reported?**

Yes, all the emissions and waste generated by the Company including its subsidiaries/associates is well within the permissible limits prescribed by CPCB / SPCB.

7. **Number of show cause / legal notices received from CPCB / SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.**

Nil

Principle 7: Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner

1. **Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:**

The Company is a member of:

A. Confederation of Indian Industry (CII)

B. The Associated Chambers of Commerce & Industry of India (ASSOCHAM), New Delhi

C. Federation of Indian Chambers of Commerce & Industry (FICCI), New Delhi

D. PHD Chamber of Commerce & Industry (PHDCCI), New Delhi

E. Association of Private Airport Operators

F. Association of Power producers

2. **Have you advocated / lobbied through above associations for the advancement or improvement of public good? [Yes/No]; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)**

Yes, following are the broad areas:

(i) Economic Reforms

(ii) Aviation Sector

(iii) Energy Sector

Principle 8: Businesses should support inclusive growth and equitable development

1. **Does the company have specified programmes / initiatives / projects in pursuit of the policy related to Principle 8? If yes details thereof.**

   Yes, GMR Group works with the communities surrounding its business operations with a vision to make sustainable impact on the human development of under-served communities through initiatives in Education, Health and Livelihoods. The programs are designed based on the local needs identified through the baseline studies at each location. Thus, all the programs are sensitive to the needs of local communities and ensure a high level of participation from the communities.

   Under the area of Education, GMR Group is running Engineering and Degree colleges in the State of AP apart from several schools. Some seats in all the schools are provided to the children from poor communities free of cost. Group also supports the education of poor students by facilitating Scholarships. Over 7500 students have received such support. GMR Group also focuses on improving the infrastructure facilities and quality of education in Government schools and pre-schools, apart from running its own Bala Badis (Pre-schools for children of 3-5 year age group). About 200 Govt. schools are supported, reaching out to over 35,000 children. About 6,000 pre-school age children in over 200 Bala Badis and Anganwadis across the country benefit from the Group's initiatives. About 250 children have been sponsored to quality English Medium Schools under the Gifted Children Scheme and their complete educational expenses are borne by GMRVF. E-Education has been introduced in about 80 government schools across the locations. During FY 2020-21, lot of initiatives have been implemented tor each out to school children in the context of lockdown and support them in getting learning opportunities. Vidya Volunteers in different locations engaging children through various means such as forming WhatsApp groups, making home visits for slow learners, etc. Study circles were formed where senior children taught the junior children in smaller groups. Technological interventions like Convegenius app, Learning navigator tool etc. were piloted. Counseling, coaching support was provided to Gifted Children. Workbooks were given to about 5000 children.

   In the area of health, GMR Group is providing health services to under-served communities by running a 200-bed hospital, 20 medical clinics and 8 Mobile Medicare Units. The medical clinics and MMUs of the Foundation are providing over 20000 treatments every month. 20 public toilets have been constructed in both rural and urban locations to improve sanitation facilities which are used by about 40,000 people per month. GMRVF runs 15 nutrition centres to provide nutrition supplement as well as relevant education to pregnant and lactating women, towards improving the health of the mothers and infants. Further, over 2000 families have been supported for the construction of Individual Sanitary Lavatories. Many awareness programs are organized on health and hygiene related issues which have shown lot of impact on the health status of the communities. During the pandemic time, GMRVF tried to connect with the communities and offer healthcare and health awareness virtually. Tele-health services were offered at Kakinada and Bajoli-Holi. Virtual health camps were conducted in few locations. Awareness on Covid and other health issues was provided through online tools.

   Enhancing the livelihoods of the communities is another area of focus and to achieve this, as part of the CSR, 15 vocational training centers are run in different locations through which over 7000 under-privileged youth are trained every year in different market relevant skills. Over 80% of these trainees are settled in wage or self-employment.

   Most of the vocational training centers run by GMRVF adopted quickly to the Covid situation and offered trainings in Blended learning model during the lockdown. About 2460 youth were trained before and during the lockdown in various skills and 1400 of them are settled in either wage or self-employment ventures.

   Further, Foundation engaged about 500 women in making masks and PPE kits for various companies and governments who are making decent incomes from the activity. Apart from this, Foundation tried to understand the long-term impact on livelihoods and conducted a survey involving over 5000 families across different locations.

   Based on the results, multiple livelihoods interventions including agri. input support, micro-enterprises, backyard poultry, vegetable cultivation, floriculture, support to apple farming etc. have been taken up. Overall, livelihood interventions benefited over 2000 families in different parts of the country to recover from the loss due to the pandemic.

   Over 2000 families are being supported with farm and non-farm based livelihoods to enhance their incomes. The Group also works towards women empowerment by promoting and strengthening Women Self Help Groups. About 200 groups have been formed so far with more than 2,100 members and are receiving credit, capacity building and market support. An initiative to support training of women in making products and marketing them helps over 100 women to have sustained livelihoods.

   In the FY 2020-21, considering the Covid pandemic situation, GMRVF supported its project communities through various interventions. About 1,70,000 cooked meals have been distributed in different locations. Dry ration support was provided to over 6000 vulnerable families at different locations in association with local government departments and NGOs. Supported community kitchens in Delhi with 5252 kg dry rations that served 13600 people. 'Hands for Humanity' program was conducted in collaboration with 92.7 Big FM and Delhi Police at Delhi under which ration kits were provided to 1050 families in 10days. 7 orphanage and destitute homes were also supported with dry ration benefiting about 500 people. Over 90,000 masks and 7000 PPE kits have been made by about 150 women trained by GMRVF which were distributed to frontline workers in healthcare, police, security department etc.

2. **Are the programmes / projects undertaken through in-house team / own foundation / external NGO / government structures / any other organization?**

   GMR Group implements the community development programs through its own Foundation i.e. GMR Varalakshmi Foundation, a Company registered under Section 25 of the Companies Act, 1956 (Currently, under Section 8 of Companies Act, 2013). The Foundation is governed by a Board of eminent professionals chaired by the Group Chairman, Mr. G.M.Rao. It has its own professional staff drawn from top academic institutions.

3. **Have you done any impact assessment of your initiative?**

   Yes, GMRVF conducts impact assessment studies, both external and internal, in its project locations to understand the effectiveness of the programs. In the year 2020-21, Impact assessment of the programs at two locations was conducted.

4. **What is your company's direct contribution to community development projects - Amount in INR and the details of the projects undertaken?**

   The Company was not required to spend towards CSR activities during FY 2020-21 due to non-availability of profits. However, through its group companies, an amount of ₹ 21.22 Crore was spent during the year.

   Projects undertaken:

   Education:

   1) Supporting Govt. schools to improve the quality of education;
   2) Supporting Govt. Anganwadis and running Bala Badis to provide quality pre-school education;
   3) Sponsoring the education of under-privileged children under the Gifted Children scheme, scholarships, etc.;
   4) Support to students with coaching for different entrance and competitive examinations, as well as through scholarships and loans for pursuing higher education etc.

   Health, Hygiene and Sanitation:

   1) Running 200-bed multi-specialty Hospital at Rajam, Andhra Pradesh which provides affordable quality health care to the local communities;
   2) Running free Medical Clinics, Mobile Medical Units wherever there is a gap of such health facilities;
   3) Conducting need based general and specialized health check-up camps and school health check-ups;
   4) Conducting health awareness programs with special focus on seasonal illnesses, HIV/AIDS etc.
   5) Construction of Public Toilets and facilitating construction of Individual Sanitary Lavatories.
   6) Providing nutritional supplements to vulnerable groups like AIDS affected, anemic adolescent girls, pregnant women, etc.

Empowerment and Livelihoods:

1) Running 15 vocational training centers for training under-privileged dropout youth in different vocational programs;
2) Promoting and strengthening Self-Help Groups of women and providing training, input and marketing support to them to take up income generation programs;
3) Working with farmers to enhance farm productivity and incomes and supporting micro-entrepreneurs with material, training and marketing support etc.
4) Running community libraries, supporting youth clubs, conducting awareness programs on social issues etc

5. **Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.**

   GMRVF lays great emphasis on involving community in their development process. Towards this, GMRVF conducts wide consultations with the communities before initiating any program and develops programs based on the local needs identified by the communities. Community members are engaged at every stage of the programs and the systems and procedures have been made accountable and transparent for the communities. For example, in the Bala Badis run by the Foundation, the parents of the children are actively involved and regular parent meetings are being conducted to update them on the activities, progress of their children etc. Child clubs, Youth clubs, SHGs and other community based institutions are involved in all the community development programs which help in building ownership of the programs.

Principle 9: Businesses should engage with and provide value to their customers and consumers in a responsible manner

1. **What percentage of customer complaints / consumer cases are pending as on the end of financial year?**

   - DIAL: Received a total of 128 customer complaints and all complaints have been closed. There are currently 16 consumer cases pending at different consumer forums, against DIAL.
   - GHIAL: Received a total of 36 customer complaints and all complaints have been closed. There are currently 2 consumer cases pending before the Telangana State Consumer Redressal Commission at Hyderabad, against GHIAL.
   - T&UI: GMR Ambala Chandigarh Expressways Private Limited: There are total of 7 consumer cases currently pending at different consumer forums against the Company.
   - T&UI: GMR Hyderabad Vijayawada Expressways Private Limited: There is 1 consumer case currently pending before the consumer forums against the Company.

- No customer complaint / consumer case was reported in the Energy & Urban Infra Business.

2. Does the company display product information on the product label, over and above what is mandated as per local laws? [Yes/No/N.A./Remarks (additional information)]

Not Applicable

3. Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.

GHIAL: Pursuant to a vacation notice issued by GHIAL to Airworks (AW), a third party line maintenance service provider, AW filed a writ before High Court at Hyderabad, however could not secure any orders. Subsequently, AW filed a complaint with Competition Commission of India (CCI) vide Case. No. 30/2019, alleging GHIAL of abusing the dominant position. The CCI u/s 26(1) Competition Act passed an order directing the Director General to investigate and file a report in 60 days.

GHIAL filed a writ petition challenging the orders passed by CCI and the same was stayed by the Telangana High Court. While so, GHIAL conducted a competitive bidding and appointed third Line Maintenance service provider at RGIA. However, having failed in the bidding process, AW filed another writ challenging the bidding and these writs are tagged together and are pending for final hearing.

4. Did your company carry out any consumer survey / consumer satisfaction trends?

In DIAL, as part of Customer focus initiatives, the Company at regular intervals captures the Satisfaction levels of its Clients (Internal as well as External) to capture the stated and unstated needs and expectations. The company, under Airports sector, conducts Stakeholder Satisfaction Survey as well as ACI- ASQ Survey for passengers. Stakeholder Survey is conducted through third party. This is a holistic survey which covers all aspects pertaining to services, support, budgeting, quality & safety on the scale of 1 to 5 along with the suggestions. The results are analysed and action plans are identified for improvements by respective departments. Business Balance Score Card (BBSC) and Goal Sheets (of related employees) have weightage to improve Customer feedback and Satisfaction index.

ASQ survey is world leading airport passenger service and benchmarking programme. It is world-renowned and globally established global benchmarking programme measuring passengers' satisfaction whilst they are travelling through an airport. The programme provides the research tools and management information to better understand passengers' views and what they want from an airport's products and services. At GMR Airports, ASQ results plays pivotal role in prioritizing passengers changing expectations over time and initiating improvement actions including service delivery and world class infrastructures.

ASQ surveys are conducted throughout the year. Both DIAL and GHIAL are participating in the survey every year, since inception. Recently, Delhi Airport has won "Best Airport by Size and Region (over 40 Million Passengers Per Annum in Asia-Pacific)" for CY 2020. It has retained the best airport position under the highest category for three consecutive years- 2018, 2019 and 2020 in Asia-Pacific region.

Prior to this, Delhi Airport had retained the position of World No. 2 for three consecutive years till 2013. In 2014, it stepped up its position to World No. 1 in the 25-40 MPPA category and retained the rank in 2015. In 2017, it was adjudged as the world's best airport in the highest category of more than 40 MPPA.

In November 2020, Delhi Airport has achieved **Airport Health Accreditation** from ACI for its commitment in prioritizing health & safety measures in accordance with ICAO Council Aviation Restart Task Force (CART) recommendations.

In addition, DIAL has been recognized with the ACI World's prestigious **"Voice of Customer"** recognition. This recognition was the result of its continuous efforts in gathering passenger feedback, understanding customer needs and ensuring customer voice was heard during the COVID-19 pandemic in 2020. During these trying times it is imperative for airports to listen to the voice of the customers to garner passenger confidence and revive the faith in flying in which DIAL has been agile and customer centric in its operations.

GHIAL:

In GMR Hyderabad International Airport (GHIAL) (HYD Airport) has consistently featured among world's best Airport in its category for past several years since its inception. In the recently concluded annual ACI ASQ survey HYD Airport was awarded "Best Airport by Size and Region (15-25 Million Passengers Per Annum in Asia-Pacific region)" for CY 2020.

In the preceding 4 years HYD Airport has set global benchmarks by featuring as the Best Airport in its category in the year 2016 (5-15 Million passenger per annum), 2017 (5-15 Million passenger per annum), and 2019 (15-25 Million Passengers Per Annum in Asia-Pacific region) respectively.

During August 2020, Hyderabad Airport has achieved the Airport Health Accreditation (AHA) from ACI and was among first few airports in the Asia Pacific region to have received the ACI AHA certification. This achievement is a testimony of Hyderabad Airport commitment in providing a safe airport experience for all travelers which is in line with the recommended health measures established in the ACI Aviation Business Restart and Recovery guidelines and ICAO Council Aviation Recovery Task Force recommendations, along with industry best practices.

Additionally. GHIAL has been recognized with the ACI World's prestigious "Voice of Customer" recognition. This achievement recognizes Hyderabad Airport's consistent efforts to prioritize their customers and ensuring that their voice was heard during the COVID-19 pandemic in 2020.

This recognition is a testimony of GHIAL's commitment to delivering a superior customer experience under trying circumstances.

7th Road Users Satisfaction Survey [RUSS] at GMR Highways:

GMR Highways conducts its Road User Satisfaction Survey [RUSS] every year in the month of December for Highways projects at all [except GCORR Site] its Assets [both Toll and Annuity] with an objective of understanding and measuring the Road Users' awareness and satisfaction with GMR Highway's facilities, services and other aspects of road users' experiences and perceptions.. A cross functional team from Operation and Maintenance department at Site and HO along with Business Excellence Team, GMRVF and RAXA administers the survey. However, during the FY 2020-21, RUSS could not be conducted due to lockdown at Project locations.

INDEPENDENT AUDITOR'S REPORT

To the Members of GMR Infrastructure Limited

Report on the Audit of the Consolidated Financial Statements

Qualified Opinion

1. We have audited the accompanying consolidated financial statements of GMR Infrastructure Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), its associates and joint ventures, as listed in Annexure 1, which comprise the Consolidated Balance Sheet as at 31 March 2021, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

2. 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 the other auditors on separate financial statements and on the other financial information of the subsidiaries, associates and joint ventures except for the effects/possible effects of the matters described in the Basis for Qualified Opinion section of our report, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the consolidated state of affairs of the Group, its associates and joint ventures, as at 31 March 2021, and their consolidated loss (including other comprehensive loss), consolidated cash flows and the consolidated changes in equity for the year ended on that date.

Basis for Qualified Opinion

3. As stated in note 8b(13)(i) to the accompanying consolidated financial statements, the Group has an investment amounting to ₹ 1,272.32 crore in GMR Energy Limited ('GEL'), a joint venture company and outstanding loan amounting to ₹ 745.12 crore (including accrued interest) (net of impairment), recoverable from GEL and its subsidiaries and joint ventures as at 31 March 2021. Further, the Holding Company has an investment in GMR Generation Assets Limited ('GGAL'), a subsidiary of the Holding Company. GEL has further invested in GMR Vemagiri Power Generation Limited ('GVPGL'), and GMR (Badrinath) Hydro Power Generation Private Limited ('GBHPL'), both subsidiaries of GEL and in GMR Kamalanga Energy Limited ('GKEL'), joint venture of GEL. GGAL has further invested in GMR Rajahmundry Energy Limited ('GREL'), an associate company of GGAL.

   As mentioned in note 8b(13)(iii), GVPGL and GREL have ceased operations due to continued unavailability of adequate supply of natural gas and other factors mentioned in the said note, and have been incurring significant losses, including cash losses with consequential erosion of their respective net worth. Further, GREL had entered into a resolution plan with its lenders to restructure its debt obligations during the year ended 31 March 2019. The Holding Company has given certain corporate guarantees for the loans including Cumulative Redeemable Preference Shares ('CRPS') outstanding in GREL amounting to ₹ 2,056.59 crore.

   The carrying value of the investment of the Group in GEL, to the extent of amount invested in GVPGL, and the Holding Company's obligations towards the corporate guarantees given for GREL are significantly dependent on the achievement of key assumptions considered in the valuation performed by the external expert particularly with respect to availability of natural gas, future tariff of power generated and realization of claims for losses incurred in earlier periods from the customer as detailed in the aforementioned note. The Group has provided for its investment in full in GREL and the management is confident that no further obligation would arise for the guarantees provided to the lenders against the servicing of sustainable and unsustainable debts.

   As mentioned in note 8b(13)(vi), the management has accounted the investment in GKEL based on the valuation performed by an external expert using the discounted future cash flows method which is significantly dependent on the achievement of certain assumptions considered in aforementioned valuation such as settlement of disputes with customers and timely realization of receivables, expansion and optimal utilization of existing capacity, rescheduling/refinancing of existing loans at lower rates amongst other key assumptions and the uncertainty and the final outcome of the litigations with the capital creditors as regards claims against GKEL.

   Further, as mentioned in note 8b(13)(iv), GBHPL has stopped the construction of the 300 MW hydro based power plant on Alaknanda river, Uttarakhand, since 7 May 2014 on the directions of the Hon'ble Supreme Court of India ('the Supreme Court'). The carrying value of the investments in GBHPL is significantly dependent on obtaining requisite approvals from the Supreme court, environmental clearances, availability of funding support for development and construction of the aforesaid power plant and achievement of the other key assumptions made in the valuation assessment done by an external expert.

   Accordingly, owing to the aforementioned uncertainties, we are unable to comment upon adjustments, if any, that may be required to the carrying value of the loans, non-current investment, and further provisions, if any, required to be made for the said obligations, and the consequential impact on the accompanying consolidated financial statements.

   The opinion expressed by us on the consolidated financial statements for the year ended 31 March 2020 vide our report dated 30 July 2020 was also qualified with respect to the above matters.

   The above matter pertaining to investment in GVPGL has been reported as a qualification in the audit report dated 29 May 2021 issued by another firm of chartered accountants on the standalone financial statements of GVPGL. The matters described above for GREL and GBHPL have been covered as an emphasis of matter in the audit report dated 19 April 2021 and 26 May 2021 issued by another firm of chartered accountants on the standalone financial statements of GREL and GBHPL respectively. Further, considering the erosion of net worth and net liability position of GKEL, GVPGL and GREL, we, in the capacity of auditors of GKEL and the respective auditors of GVPGL and GREL have also given a separate section on material uncertainty related to going concern in the audit reports on the respective standalone financial statements of aforesaid companies for the year ended 31 March 2021.

4. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in paragraph 22 of the Other Matters section below, is sufficient and appropriate to provide a basis for our qualified opinion.

Emphasis of Matters

5. Note 54 of the accompanying consolidated financial statements, which describes the uncertainties due to the outbreak of COVID-19 pandemic and management's evaluation of the impact on the consolidated financial statements of the Group as at the reporting date. Our opinion is not modified in respect of this matter.

6. We draw attention to Note 36(a) to the accompanying consolidated financial statements, which describes the uncertainty related to the outcome of a tax assessment from Maldives Inland Revenue Authority ('MIRA') on business profit tax. As per the statement issued by MIRA dated 31 December 2020, GMR Male International Airport Private Limited ('GMIAL') has to settle business profit tax amounted to USD 0.72 crore and fines on business profit tax amounted to USD 0.62 crore. As per the letter dated 22 January 2020 issued by the Ministry of Finance Male, Republic of Maldives, "the amount of tax assessed by the MIRA relating to the final arbitration award is only USD 0.59 crore and this amount should be paid by whom the payment was settled to GMIAL in the event of any tax payable by GMIAL". Further the letter also confirms that GMIAL is not liable to pay for the taxes assessed by MIRA on the arbitration sum and the Government of Maldives have initiated communication with MIRA to settle the taxes and fines payable on the arbitration award. Accordingly, the ultimate outcome of the business tax assessment sent by the MIRA cannot be determined and hence, the effect on the financial statements is uncertain. Accordingly, the Group has not made any provision in these consolidated financial statements. Our opinion is not modified in respect of this matter.

   The above matter has also been reported as an emphasis of matter in the audit report dated 5 March 2021 issued by other firm of chartered accountants on the standalone financial statements of GMIAL for the year ended 31 December 2020.

7. We draw attention to note 48(ii) to the accompanying consolidated financial statements in relation to the recoverability of sale consideration receivable as at 31 March 2021 amounting to ₹ 741.50 crore pursuant to the sale of equity stake and inter-corporate deposits given to Kakinada SEZ Limited ('KSEZ') which is dependent on the achievement of the milestones as detailed in the aforementioned note. Such, achievement of milestones is significantly dependent on future development in the Kakinada SEZ and basis independent assessment by property consultancy agency, management is confident of achieving such milestones and is of the view that no adjustment to the aforesaid balance is required to be made in the accompanying consolidated financial statements. Our opinion is not modified in respect of this matter.

Key Audit Matters

8. Key audit matters are those matters that, in our professional judgment and based on the consideration of the reports of the other auditors on separate financial statements and on the other financial information of the subsidiaries, associates and joint ventures, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

9. In addition to the matters described in the Basis for Qualified Opinion, we have determined the matters described below to be the key audit matters to be communicated in our report.

<table>
<tr><th>Key audit matter</th><th>How our audit addressed the key audit matter</th></tr>
<tr><td colspan="2">1. Assessment of going concern basis (refer note 1.1 to the accompanying consolidated financial statements)</td></tr>
<tr><td>The Group has incurred loss before tax amounting to ₹ 3,690.18 crore for the year ended 31 March 2021 with a consequent lower credit rating of some of its borrowings. Further, as disclosed in note 52(c), the Group has financial liabilities of ₹ 12,005.48 crore to be settled within one year from 31 March 2021. While the above factors indicated a need to assess the Group's ability to continue as a going concern, as mentioned in aforesaid note, the Group has taken into consideration the following mitigating factors in its assessment for going concern basis of accounting.
• Additional funds to be obtained through various funding alternatives
• Funds to be received from disposal of Kakinada SEZ and Krishnagiri
• Recovery of receivables from group companies
Management has prepared future cash flow forecasts taking into cognizance the above developments and performed sensitivity analysis of the key assumptions used therein to assess whether the Group would be able operate as a going concern for a period of at least 12 months from the date of financial statements and concluded that the going concern basis of accounting used for preparation of the accompanying consolidated financial statements is appropriate with no material uncertainty.
We have considered the assessment of management's evaluation of going concern basis of accounting as a key audit matter due to the pervasive impact thereof on the consolidated financial statements and the significant judgements and assumptions that are inherently subjective and dependent on future events, involved in preparation of cash flow projections and determination of the overall conclusion by the management.</td><td>Our audit procedures included but were not limited to, the following in relation to assessment of appropriateness of going concern basis of accounting:
• Obtained an understanding of the management's process for identifying all the events or conditions that could impact the Group's ability to continue as a going concern and the process followed to assess the mitigating factors for such events or conditions. Also, obtained an understanding around the methodology adopted and the associated controls implemented by the Group to assess their future business performance to prepare a robust cash flow forecast;
• Reconciled the cash flow forecast to the future business plans of the Group as approved by the Board of Directors and considered the same for our assessment of the Group's capability to meet its financial obligation falling due within next twelve months;
• In order to corroborate management's future business plans and to identify potential contradictory information, we read the minutes of the Board of Directors and discussed the same with the management;
• Tested the appropriateness of key assumptions used by the management, including the impact of COVID-19 pandemic on such assumption, that had most material impact in preparation of the cash flow forecast such as expected realization from proceeds on account of divestment of stake in certain entities, realization from various claims in investee entities and evaluation of the expected outflow on account of debt repayments;
• Performed independent sensitivity analysis to test the impact of variation on the cash flows due to change in key assumptions; and
• Assessed the appropriateness and adequacy of the disclosures made in the consolidated financial statements in respect of going concern.</td></tr>
<tr><td colspan="2">2. Utilisation of Minimum Alternate Tax ('MAT') Credit (refer note 2.2(i) for the accounting policy and note 37(a) for the disclosures of the accompanying consolidated financial statements)</td></tr>
<tr><td>The Group has accumulated MAT credit entitlement of ₹ 516.00 crore as at 31 March 2021, accounted primarily in GMR Hyderabad International Airport Limited ('GHIAL') amounting to ₹ 457.28 crore and in the Holding Company amounting to ₹ 58.72 crore. GHIAL is under tax holiday period upto financial year 2021-22 and the utilization of MAT credit depends on the ability of the respective entities to earn adequate tax profits.
In order to assess the utilization of MAT credit, the respective entities have prepared revenue and profit projections which involves judgements and estimations such as estimating aeronautical tariff [which is determined by Airport Economic Regulatory Authority ("AERA")] for GHIAL, revenue growth, profit margins, tax adjustments under the Income Tax, 1961.
As aforesaid, the recognition of a deferred tax asset in the form of MAT credit is based on management's estimate of taxable and accounting profits in future, which are underpinned by the management's input of key variables and market conditions including the tariff determined by AERA for the second control period in case of GHIAL and tax adjustments required to be made in the taxable profit computations, as per the provisions of Income Tax Act, 1961 (IT Act). The forecasted profit has been determined using estimations of projected income and expenses of the respective businesses.</td><td>Our audit procedures, including those performed in our joint audit of GHIAL conducted with M/s K S Rao and Co., with respect to MAT credit entitlements included, but were not limited to the following:
• Assessed and tested the design and operating effectiveness of the management's controls over recognition of the MAT credit;
• Obtained and updated understanding of the management's process of computation of future accounting and taxable profits of the Group, and expected utilization of available MAT credit within specified time period as per provision of the IT Act;
• Reconciled the business results projections to the future business plans approved by the Holding Company's and GHIAL's board of directors;</td></tr>
</table>

<table>
<tr><th>Key audit matter</th><th>How our audit addressed the key audit matter</th></tr>
<tr><td>Recognition of MAT credit asset requires significant judgement regarding the likelihood of its realization with-in the specified period through estimation of future taxable profits of the respective companies and consequently there is a risk that the MAT credit asset may not be realized within the specified period, if these projections are not met.

Considering the materiality of the amounts involved and inherent subjectivity requiring significant judgment involved in the determination of utilization of MAT credit through estimation of future taxable profits and projected revenue, this matter has been determined as a key audit matter for current year audit.</td><td>• Challenged the management's assessment of underlying assumptions, including the impact of COVID-19, used for the business results; projections including expected capacity expansion and utilization, implied growth rates and expected prices considering evidence available to support these assumptions, based on our knowledge of the industry, publicly available information and Group's strategic plans;

• Performed an independent sensitivity analysis in respect of the key assumptions such as growth rates to ensure there was sufficient headroom with respect to the estimation uncertainty impact of such assumptions on the timing of reversal of unabsorbed depreciation and unabsorbed business losses and utilization of MAT credit;

• Tested the computations of future taxable profits, including testing of the adjustments made in such computations with respect to tax allowed and tax-disallowed items, other tax rebates and deductions available to the respective company, and tested the computation of MAT liability in such future years, in accordance with the provisions of the IT Act;

• Tested the mathematical accuracy of management's projections and tax computations. Based on aforesaid computations, assessed the appropriateness of management's estimate of likelihood of utilization of MAT credit within the time period specified and in accordance with the provisions of the IT Act; and

• Assessed the appropriateness and adequacy of the disclosures related to MAT credit in the consolidated financial statements in accordance with the applicable accounting standards.</td></tr>
<tr><td colspan="2">3. Valuation of Derivative Financial Instruments and Application of Hedge Accounting in relation to Delhi International Airport Limited / GMR Hyderabad International Airport Limited (refer note 2.2(x) for accounting policy and note 51 for disclosures of the accompanying consolidated financial statements)</td></tr>
<tr><td>The Group has entered into derivative financial instruments i.e. call spread options coupon only hedge and had purchased derivative financial instruments, i.e. cross currency swap, coupon only swap and call spread options, to hedge its foreign currency risks in relation to the long-term bonds issued in foreign currency in GHIAL and Delhi International Airport Limited ('DIAL') respectively.

Management has designated these derivative financial instruments and the aforesaid debt at initial recognition as cash flow hedge relationship as per Ind AS 109, Financial Instruments. The valuation of hedging instrument is complex and necessitates a sophisticated system to record and track each contract and calculates the related valuations at each financial reporting date. Since valuation of hedging instruments and consideration of hedge effectiveness involves both significant assumptions and judgements such as discount rates, forward exchange rates, future interbank rates and involvement of management's expert, and therefore, is subject to an inherent risk of error.</td><td>Our audit procedures, including those performed in our joint audit of DIAL and GHIAL conducted with M/s K S Rao and Co., with respect to assess hedge accounting test the and valuation of the derivative financial instruments included but were not limited to the following:

• Assessed and tested the design and operating effectiveness of management's key internal controls over derivative financial instruments and the related hedge accounting;

• Reviewed the management's documentation for the designated hedge instrument which defines the nature of hedge relationship;

• Considered the consistent application of the accounting policies and assessed the hedge accounting methodologies applied; and compared these to the requirements of Ind AS 109, Financial Instruments;</td></tr>
</table>

<table>
<tr><th>Key audit matter</th><th>How our audit addressed the key audit matter</th></tr>
<tr><td>We have determined the valuation of hedging instruments as a key audit matter in view of the significant judgements, estimates and complexity involved.</td><td>• Evaluated the management’s valuation specialist’s professional competence, expertise and objectivity;
• Tested the accuracy of input data provided by the management to the external valuation specialist and assessed the reasonability of the assumptions used, while valuing the hedging instruments;
• Involved our valuation specialists to test the fair values of derivative financial instruments and compared the results to the management's results; and
• Assessed the appropriateness and adequacy of the related disclosures in the consolidated financial statements in accordance with the applicable accounting standards.</td></tr>
<tr><td colspan="2">4. Evaluation and disclosure of accrual estimates for legal claims, litigation matters and contingencies (refer note 2.2(u) for accounting policy and 41(c) for disclosures of the accompanying consolidated financial statements)</td></tr>
<tr><td>The Group has ongoing litigations with various authorities and third parties which could have a significant impact on the consolidated financial statements, if the potential exposures were to materialize. The amounts involved are significant, and the application of accounting standards to determine the amount, if any, to be provided as a liability or disclosed as a contingent liability, is inherently subjective. Claims against the Group are disclosed in the consolidated financial statements by the Group.

We have determined the evaluation and disclosure for litigations matters and contingencies as a key audit matter because the outcome of such legal claims and litigation is uncertain and the position taken by management involves significant judgments and estimations to determine the likelihood and/or timing of cash outflows and the interpretation of preliminary and pending court rulings.

Considering the aforementioned matter is fundamental to the understanding of the users of the consolidated financial statements, we further draw attention to the following specific matters involving significant litigations and contingencies:

a. Note 47(i) to the accompanying consolidated financial statements relating to certain claims and counter claims filed by GMR Power Corporation Limited (‘GPCL’), (an erstwhile step down subsidiary of the Holding Company, now merged with GMR Generation Assets Limited (‘GGAL‘), a subsidiary of the Holding Company vide National Company Law Tribunal (‘NCLT’) order dated 13 March 2020) and Tamil Nadu Generation and Distribution Corporation Limited (TANGEDCO) which are pending before the Tamil Nadu Electricity Regulatory Commission as directed by the Supreme Court. Based on its internal assessment and legal opinion, pending final outcome of the litigation, the management is of the view that no adjustments are required to be made to the accompanying consolidated financial statements for the aforesaid matter.

The above matter is also reported as an emphasis of matter in the audit report dated 1 June 2021 issued by another firm of chartered accountants on the standalone financial statements of GGAL for the year ended 31 March 2021. Further, considering the erosion of net worth and net liability position of GGAL, the auditor has also given a separate section on the material uncertainty relating to going concern in their audit report.</td><td>Our audit procedures in relation to the assessment of legal claims, litigation matters and contingencies included but were not limited to the following:
• Obtained an understanding of management’s process and evaluated design, implementation and operating effectiveness of management’s key internal controls over assessment of legal claims, litigations and various other contingencies and completeness of disclosures;
• Obtained and read the summary of litigation matters provided by management, the supporting documentation on sample basis and held discussions with the management of the Group;
• For claims/matters/disputes settled during the year if any, we have read the related orders/directions issued by the courts/ settlement agreements in order to verify whether the settlements were appropriately accounted for/disclosed;
• Evaluated various legal opinions obtained by management and conducted a review of the assessment done by the management through internal and external tax and legal experts for the likelihood of contingencies and potential impact of various litigations and legal claims, examining the available supporting documents;
• Involved auditor’s experts to assess relevant judgements passed by the appropriate authorities in order to assess the basis used for the accounting treatment and resulting disclosures for entities audited by us;
• Assessed the financial statements of the components with regards to the disclosures pertaining to the various legal claims, litigation matters and contingencies; and
• Assessed the appropriateness and adequacy of the related disclosures in note 41(c) to the consolidated financial statements in accordance with the requirements of applicable accounting standards.</td></tr>
</table>

<table>
<tr><th>Key audit matter</th><th>How our audit addressed the key audit matter</th></tr>
<tr><td>b. Note 45(iii) to the accompanying consolidated financial statements, which describes the uncertainty relating to the outcome of litigation pertaining to the costs related to procurement of security equipment, construction of residential quarters for Central Industrial Security Force deployed at the Rajiv Gandhi International Airport, Hyderabad and other costs which have been adjusted from the PSF (SC) Fund upto 31 March 2018, pending final decision from the Hon'ble High Court of Telangana and the consequential instructions from the Ministry of Civil Aviation.

The above matter has also been reported as an emphasis of matter in the audit report dated 28 April 2021 issued by us along with other joint auditor on the standalone financial statements for the year ended 31 March 2021 of GHIAL, a step-down subsidiary of the Holding Company.</td><td></td></tr>
<tr><td colspan="2">5. Revenue recognition and measurement of upfront losses on long-term construction contracts (refer note 2.2(f) for the accounting policy and note 24 for disclosures of the accompanying consolidated financial statements)</td></tr>
<tr><td>For the year ended 31 March 2021, the Holding Company has recognized revenue from Engineering, procurement and construction (EPC) contracts of ₹ 1,055.20 crore and has accumulated provisions for upfront losses amounting to ₹ 28.60 crore as at 31 March 2021.

The Holding Company's revenue primarily arises from construction contracts, which is recognised over a period of time in accordance with the requirements of Ind AS 115, Revenue from Contract with Customers, as further explained in note 2.2(f) to the accompanying consolidated financial statements, and which, by its nature, is complex given the significant judgements involved in the assessment of current and future contractual performance obligations.

The Holding Company recognises revenue and margins based on the stage of completion which is determined on the basis of the proportion of value of goods or services transferred as at the Balance Sheet date, relative to the value of goods or services promised under the contract.

The recognition of contract revenue, contract costs and the resultant profit/ loss therefore rely on the estimates in relation to forecast contract revenue and the total cost. These contract estimates are reviewed by the management on a periodic basis. In doing so, the management is required to exercise judgement in its assessment of the valuation of contract variations and claims and liquidated damages as well as the completeness and accuracy of forecast costs to complete and the ability to deliver contracts within contractually determined timelines. The final contract values can potentially be impacted on account of various factors and are expected to result in varied outcomes. Changes in these judgements, and the related estimates as contracts progress can result in material adjustments to revenue and margins/ onerous obligations.

Owing to these factors, we have determined revenue recognition and provision for upfront losses from EPC contracts as a key audit matter for the current year audit.</td><td>Our audit procedures for recognition of contract revenue, margin and contract costs, and related receivables and liabilities included, but were not limited to, the following:

• Evaluated the appropriateness of the Holding Company's accounting policy for revenue recognition from construction contracts in accordance with Ind AS 115, 'Revenue from Contracts with Customers;

• Assessed the design and implementation of key controls, over the recognition of contract revenue and margins, and tested the operating effectiveness of these controls;

• For a sample of contracts, we have tested the appropriateness of amount recognized as revenue by evaluating key management judgements inherent in the determining forecasted contract revenue and costs to complete that drive the accounting under the percentage of completion method by performing following procedures:

- reviewed the contract terms and conditions;

- evaluated the identification of performance obligation of the contract;

- evaluated the appropriateness of management's assessment that performance obligation was satisfied over time and consequent recognition of revenue using percentage of completion method;

- obtained an understanding of the assumptions applied in determining the forecasted revenue and cost to complete;

- assessed management's estimates of the impact to revenue and budgeted costs arising from scope changes made to the original contracts, claims, disputes and liquidation damages with reference to supporting documents including variation orders and correspondence between the Holding Company and the customers; and

• Assessed the appropriateness and adequacy of disclosures made by the management with respect to revenue recognised during the year in accordance with applicable accounting standards.</td></tr>
</table>

<table>
<tr><th>Key audit matter</th><th>How our audit addressed the key audit matter</th></tr>
<tr><td colspan="2">6. Impairment testing carried out for carrying value of investments in joint venture and associates and carriage-ways grouped under other intangible assets of the Group (refer note 8a, 8b, and 7 to the accompanying consolidated financial statements other than those referred in basis of qualified opinion paragraph 3 above)</td></tr>
<tr><td>The Group has total investments in joint ventures and associates amounting to ₹ 6,400.33 crore and carriage-ways grouped under other intangible assets amounting to ₹ 2,261.18 crore. The aforementioned investments and intangible assets are accounted for in accordance with Ind AS 27, Separate Financial Statements and Ind AS 38, Intangible Assets, respectively.

The Group assesses these investments and assets for impairment when impairment indicators exist by comparing the recoverable amount (determined as the higher of fair value less costs of disposal and value in use) with the carrying amount of the respective assets as on the reporting date. The value in use is computed using the Discounted Cash Flow Model (‘DCF’) model.

The determination of recoverable amounts of the carrying value of these investments in joint venture and associates and carriage-ways grouped under other intangible assets of the Group relies on various management estimates of future cash flows and their judgment with respect to the following:

Investments in joint venture and associates:

a. In case of investments in entities in the energy business, cash flow projections are based on estimates and assumptions relating to conclusion of tariff rates, operational performance of the plants and coal mines, life extension plans, availability and market prices of gas, coal and other fuels, restructuring of loans etc.

b. In case of investments in airport entities, cash flow projections are based on estimation of passenger traffic, conclusion of tariff rates rates per acre/hectre for lease rentals from Commercial Property Developers, passenger penetration rates and favourable outcomes of litigations etc.

Carrying values of carriage-ways grouped under other intangible assets – In case of investments in carriage-ways, cash flow projections are based on assumptions relating to periodic major maintenance by using a model that incorporates a number of assumptions, including the life of the concession agreement, annual traffic growth and the expected cost of the periodic major maintenance which are considered as reasonable by the management and also consider favourable outcomes of litigations etc. in the carriage-ways business.

The key assumptions underpinning management's assessment of the recoverable amount further include, but are not limited to, projections of growth rates, discount rates, estimated future operating and capital expenditure. Changes to assumptions could lead to material changes in estimated recoverable amounts, resulting in impairment of investments in joint venture and carriage-ways grouped under other intangible. Complexity involved in such assumptions and estimates increased in the current year due to the impact of COVID-19 pandemic outbreak on the Group’s operations as disclosed in Note 54 to the accompanying consolidated financial statements.

Considering the significance of the amounts involved and auditor attention required to test the appropriateness of the accounting estimates that involves high estimation uncertainty and significant management judgement, this matter has been determined as a key audit matter for current year’s audit.</td><td>Our audit procedures with respect to assessment of impairment loss on carrying value of investments in joint venture and associates and carriage-ways grouped under other intangible assets of the Group included but not limited to the following:

• Obtained an understanding of the management’s process for identifying impairment indicators as well as determining the appropriate methodology to carry out impairment testing for the carrying value of investments in accordance with the requirements of Ind AS 36, Impairment of Assets;

• Evaluated the Group’s valuation methodology in determining the value-in-use and fair value to estimate the recoverable value of such investments. In making this assessment, we also assessed the professional competence, objectivity and capabilities of the valuation specialist engaged by the management;

• Involved auditor’s valuation specialists to assess the appropriateness of the value-in-use and fair value determined by the management and to test reasonability of the key assumptions used in the cash flow forecasts such as growth rates during the explicit period, terminal growth rate and the discount rate including the impact of COVID-19 on such assumptions;

• We have carried out discussions with management on the performance of these investments as compared to previous year in order to evaluate whether the inputs and assumptions used in the aforesaid cash flow forecasts were suitable;

• Discussed the significant ongoing litigations in these entities which had a material impact to ascertain the appropriateness of the outcome considered in the respective valuation models;

• Tested the arithmetical accuracy of the calculations performed by the management expert; and

• Assessed the appropriateness and adequacy of the related disclosures in the consolidated financial statements in accordance with the requirements of relevant accounting standards.</td></tr>
<tr><td></td><td></td></tr>
</table>

Key audit matter	How our audit addressed the key audit matter
Considering the matter is fundamental to the understanding of the users of the accompanying consolidated financial statements we further draw attention to: a. Note 8b(12)(i) and 8b(13)(v) to the accompanying consolidated financial statements which is in addition to the matters described in paragraph 3 above, regarding the investment made by the Group in GEL amounting to ₹ 1,272.32 crore as at 31 March 2021. The recoverability of such investment is further dependent upon various claims, counter claims and other receivables from customers of GMR Warora Energy Limited ('GWEL'), a subsidiary of GEL, which are pending settlement / realization as on 31 March 2021, and certain other key assumptions as considered in the valuation performed by an external expert, including capacity utilization of plant in future years, management's plan for entering into a new long-term power purchase agreement ('PPA') to replace the PPA expired in June 2020 with one of its customers and the pending outcome of the debt resolution plan being discussed with the lenders of GWEL, as explained in the said note. The above claims also include recovery of transmission charges from Maharashtra State Electricity Distribution Company Limited ('MSEDCL') by GWEL amounting to ₹ 611.58 crore for the period from 17 March 2014 to 31 March 2021, based on the Order of the Appellate Tribunal for Electricity ('APTEL') ('the Order') dated 8 May 2015 which is currently contested by MSEDCL in the Supreme Court as described in aforesaid note. The management of the Holding Company, based on its internal assessment, legal opinion, certain interim favourable regulatory orders and valuation assessment made by an external expert, is of the view that the carrying value of the aforesaid investment of the Group in GEL, taking into account the matters described above in relation to the investments made by GEL in its aforementioned subsidiary, is appropriate and accordingly, no adjustments to the aforesaid balance have been made in the accompanying consolidated financial statement for the year ended 31 March 2021. The above matters with respect to GWEL are also reported as emphasis of matter in the audit report dated 4 June 2021 issued by other firm of chartered accountants on the standalone financial statements of GWEL for the year ended 31 March 2021. Further, a separate section on material uncertainty of going concern has also been reported in the auditor's report issued by another firm of chartered accountants on the standalone financial statements of GWEL and in the audit report issued by us on the standalone financial statement of GEL vide our report dated 8 June 2021, for the year ended 31 March 2021. b. Note 46(i) and 46(ii) to the accompanying consolidated financial statements which relates to the ongoing arbitrations with National Highways Authority of India (NHAI) for compensation of losses being incurred by GMR Ambala Chandigarh Expressways Private Limited ('GACEPL') and GMR Hyderabad Vijayawada Expressways Private Limited ('GHVEPL'), step-down subsidiaries of the Holding Company, since the commencement of commercial operations. Pending outcome of the aforementioned arbitration proceedings, GHVEPL has not paid to NHAI an amount of ₹ 793.38 crore as at 31 March 2021 towards additional concession fee along with interest thereon.	

Key audit matter	How our audit addressed the key audit matter
Further, GACEPL's claim for compensation of losses has been rejected by majority decision by the Arbitration Tribunal and the management has filed an appeal with the Hon'ble High Court of Delhi which has admitted the application for claim for compensation of losses and dismissed the application for stay on payment of negative grant. GACEPL has further filed a special leave petition before the Supreme Court for seeking an interim relief on payment of negative grant. Pending disposal of such petition, GACEPL has not provided for interest on the negative grant amounting to ₹ 60.33 crore in the accompanying consolidated financial statements. Further, based on management's internal assessment of compensation inflows, external legal opinions and valuation performed by independent experts, the management is of the view that the recoverable amounts of the carriageways of GACEPL and GHVEPL is assessed to be in excess of the respective carrying values amounting ₹ 338.18 crore and ₹ 1,923.00 crore as at 31 March 2021. Currently, useful life of 25 years has been considered in arriving at the carrying value and amortisation of carriageways of GHVEPL, on the basis of management's plan to develop the six-lane project within the contractually stipulated timelines ending in April 2024. This useful life is subject to the outcome of the dispute between GHVEPL and NHAI in relation to the restriction of concession period by NHAI to 15 years and withdrawal of six laning of the highway project, in which case the useful life will need to be revised. The management has obtained a legal opinion and is of the view that the original contractual term of 25 years is likely to be enforced and accordingly, no adjustments to the accompanying consolidated financial statements are considered necessary. The above matters have also been reported as an emphasis of matters in the audit reports dated 9 June 2021 and 7 June 2021 issued by other firms of chartered accountants on the standalone financial statements of the GACEPL and GHVEPL, respectively, for the year ended 31 March 2021. Further, considering the erosion of net worth and net liability position of these entities, such auditors have also given a separate section on the material uncertainty relating to going concern in their respective audit reports.	
7. Significant additions to Capital assets in DIAL/GHIAL (refer note 2.2(k) for accounting policy and note 3 for disclosures of the accompanying consolidated financial statements)	
GHIAL is in the process of expansion of the Rajiv Gandhi International Airport while DIAL is in the process of expansion of the Indira Gandhi International Airport and have incurred ₹ 2,770.31 crore as capital expenditure in the current year towards such expansion plans as further explained in note 3 to the accompanying consolidated financial statements. Determining whether expenditure meets the capitalization criteria, specifically with regard to whether they are operational or capital in nature, involves significant management judgement in assessing whether capitalization is in line with Ind AS 16, Property, Plant and Equipment and the Group's accounting policy. Further, the tariff determination by AERA for control periods for the aeronautical services is linked to the Regulated Asset Base, which is based on the fixed asset balance and considering these additions are significant to the asset base of the Group, we have assessed inappropriate capitalization as a significant risk as part of our audit strategy.	Our audit procedures including those performed in our joint audit of DIAL and GHIAL conducted with M/s K S Rao and Co., with respect to appropriate capitalization of such expenditure included, but were not limited to the following: • Assessed the design and implementation and tested the operating effectiveness of key controls surrounding the capitalization of costs; • Reviewed management's capitalisation policy, including application of the aforesaid policy, to assess consistency with the requirements set out by Ind AS 16, Property, Plant and Equipment; • Compared the additions with the budgets and the orders given to the vendors; • Ensured that the borrowing cost capitalized is as per Ind AS 23, Borrowing Costs; • Tested the additions on a sample basis for their nature and purpose to ensure that the capitalization is as per respective company's accounting policy; and

Key audit matter	How our audit addressed the key audit matter
Further, the aforementioned capital expenditure has been funded from the specific borrowings raised for such purpose. Accordingly, the borrowing cost incurred on such borrowings have been included as a capital expenditure in accordance with the provisions of Ind AS 23, Borrowing Costs. This has been determined as a key audit matter due to the significance of the capital expenditure during the year and the risk that the elements of costs (including borrowing costs) that are eligible for capitalisation are appropriately capitalised in accordance with the recognition criteria provided in Ind AS 16 and Ind AS 23.	• Assessed the appropriateness and adequacy of the related disclosures in the consolidated financial statements
8. Monthly Annual Fee payable to Airport Authority of India (AAI) (Refer to Note 45(viii) for the financial disclosures in the accompanying consolidated financial statements)	
DIAL have ongoing litigation/arbitration proceedings with Airport Authority of India (AAI) in respect of Monthly Annual Fee (MAF) for the period 1 April 2020 to 31 March 2021 for which DIAL has sought to be excused from making payment to AAI as triggered from a force majeure event, which could have a significant impact on the accompanying consolidated financial statements, if the potential exposure were to materialize. Further, the application of accounting standards to determine the amount, if any, to be provided as a liability or disclosed as a contingent liability, is inherently subjective. The outcome of such litigation/arbitration proceedings is currently uncertain and the aforesaid assessment requires significant judgement by the management including interpretation of legal rights and obligations arising out of the underlying Operation, Management and Development Agreement dated 4 April 2006 entered with AAI, which required involvement of both management's and auditor's experts. Accordingly, this matter has been determined as a key audit matter for current year audit. The above matter is also considered fundamental to the understanding of the users of the accompanying consolidated financial statements on account of the uncertainties relating to the future outcome of the proceedings/ litigation.	Our audit procedures including those performed in our joint audit of DIAL conducted with M/s K S Rao and Co., in relation to the assessment of ongoing litigation/arbitration proceedings in relation to MAF fee included but were not limited to the following: • Obtained an understanding of management's process and evaluated design, implementation and operating effectiveness of management's key internal controls over assessment of litigations/ arbitration proceedings and determination of appropriate accounting treatment in accordance with the requirements of Ind AS 37, Provisions, Contingent liabilities and Contingent Assets; • Obtained and read the summary of litigation involved in respect of MAF payable, the supporting documentation including communications exchanged between the parties, and held discussions with the management of DIAL to understand management's assessment of the matter; • Evaluated the legal opinions obtained by the management from its internal and external legal experts on the likelihood of the outcome of the said contingencies and potential impact of ongoing litigation/ arbitration proceedings and amount paid under protest, basis our understanding of the matter obtained as above, and held further discussions, as required, with such experts to seek clarity of their legal assessments; and • Involved independent auditor's experts to validate the assessment of the likelihood of the outcome of contingencies and potential impact of ongoing litigation/ arbitration proceedings and amount paid under protest in order to assess the basis used for determination of appropriateness of the accounting treatment and resulting disclosures in the consolidated financial statements in accordance with the requirements of applicable accounting standards.

Information other than the Consolidated Financial Statements and Auditor's Report thereon

10. The Holding Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Report on Corporate Governance, Directors' Report, etc., but does not include the consolidated financial statements and our auditor's report thereon. These reports are expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read these reports, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

11. The accompanying consolidated financial statements have been approved by the Holding Company's Board of Directors. The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group including its associates and joint ventures in accordance with the accounting principles generally accepted in India, including the Ind AS specified under section 133 of the Act. The Holding Company's Board of Directors is also responsible for ensuring accuracy of records including financial information considered necessary for the preparation of consolidated Ind AS financial statements. Further, in terms of the provisions of the Act, the respective Board of Directors /management of the companies included in the Group, and its associate companies and joint venture companies covered under the Act are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error. These financial statements have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

12. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associates and joint ventures are responsible for assessing the ability of the Group and of its associates and joint ventures to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

13. Those Board of Directors are also responsible for overseeing the financial reporting process of the companies included in the Group and of its associates and joint ventures.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates and joint ventures to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates and joint ventures to cease to continue as a going concern;
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation; and
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group, and its associates and joint ventures, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial statements of such entities included in the consolidated financial statements, of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

18. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period

and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

19. We have jointly audited with another auditor, the financial statements and other financial information of 2 subsidiaries, whose financial statement reflects (before adjustments for consolidation) total assets of ₹ 30,482.88 crore and net assets of ₹ 4,687.82 crore as at 31 March 2021, total revenues (including other income) of ₹ 3,106.70 crore, total net loss after tax of ₹ 468.47 crore, total comprehensive loss of ₹ 375.73 crore, and net cash inflows of ₹ 1,704.76 crore for the year ended on that date, as considered in the consolidated financial statements. For the purpose of our opinion on the consolidated financial statements, we have relied upon the work of such other auditor, to the extent of work performed by them.

20. We did not audit the financial statements of 77 subsidiaries and 1 joint operation (including 13 subsidiaries consolidated for the year ended 31 December 2020, with a quarter lag, and 1 joint operation consolidated for the year ended 31 December 2020, with a quarter lag), whose financial statements reflects (before adjustments for consolidation) total assets of ₹ 29,525.91 crore and net assets of ₹ 2,530.23 crore as at 31 March 2021, total revenues (including other income) of ₹ 5,631.96 crore and net cash outflows amounting to ₹ 36.35 crore for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss (including other comprehensive income) of ₹ 64.14 crore for the year ended 31 March 2021, as considered in the consolidated financial statements, in respect of 3 associates and 47 joint ventures (including 27 joint ventures consolidated for the year ended 31 December 2020, with a quarter lag), whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, joint operation, associates and joint ventures, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, joint operation, associates and joint ventures, are based solely on the reports of the other auditors.

    Further, of these subsidiaries, joint operation, associates and joint ventures, 13 subsidiaries, 1 joint operation and 31 joint ventures are located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the financial statements of such subsidiaries, associates and joint ventures located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion on the consolidated financial statements, in so far as it relates to the balances and affairs of such subsidiaries, associates and joint ventures located outside India, are based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.

    Our opinion above on the consolidated financial statements, and our report on other legal and regulatory requirements below, are not modified in respect of the above matters with respect to our reliance on the work done by and the reports of the other auditors.

21. We did not audit the financial information of 10 subsidiaries (including 7 subsidiaries consolidated for the year 31 December 2020, with a quarter lag), whose financial information (before adjustments for consolidation) reflects total assets of ₹ 68.36 crore and net assets of ₹ 67.96 crore as at 31 March 2021, total revenues (including other income) of ₹ 2.52 crore and net cash inflows amounting to ₹ 0.00 crore for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss (including other comprehensive income) of ₹ 2.51 crore for the year ended 31 March 2021, as considered in the consolidated financial statements, in respect of 4 joint ventures (including 3 joint ventures consolidated for year ended 31 December 2020, with a quarter lag), whose financial information have not been audited by us. This financial information is unaudited and have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the aforesaid subsidiaries and joint ventures, and our report in terms of sub-section (3) of Section 143 of the Act in so far as it relates to the aforesaid subsidiaries and joint ventures, are based solely on such unaudited financial information. In our opinion and according to the information and explanations given to us by the management, this financial information is not material to the Group.

    Our opinion above on the consolidated financial statements, and our report on other legal and regulatory requirements below, are not modified in respect of the above matter with respect to our reliance on the financial information certified by the management.

Report on Other Legal and Regulatory Requirements

22. As required by section 197(16) of the Act, based on our audit and on the consideration of the reports of the other auditors, referred to in paragraph 22, on separate financial statements of the subsidiaries, associates, joint ventures, we report that the Holding Company, 16 subsidiary companies and 7 joint venture companies covered under the Act paid remuneration to their respective directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act. Further, we report that the provisions of section 197 read with Schedule V to the Act are not applicable to 4 subsidiary company, 4 associate companies and 4 joint venture companies covered under the Act, since none of these companies is a public company as defined under section 2(71) of the Act. Further, we report that 48 subsidiary companies, 1 associate companies and 7 joint venture companies covered under the Act have not paid or provided for any managerial remuneration during the year. Accordingly, reporting under section 197(16) of the Act is not applicable in respect of such subsidiary companies/ associate companies/ joint venture companies. Further, as stated in paragraph 23, financial statements of 3 subsidiary companies and 1 joint venture company covered under the Act are unaudited and have been furnished to us by the management, and as certified by the management, such companies have not paid or provided for any managerial remuneration during the year. Accordingly, reporting under section 197(16) of the Act is not applicable in respect of such subsidiary companies/ joint venture companies.

23. As required by Section 143 (3) of the Act, based on our audit and on the consideration of the reports of the other auditors on separate financial statements and other financial information of the subsidiaries, associates and joint ventures, we report, to the extent

applicable, that:

a) we have sought and except for the matters described in the Basis for Qualified Opinion section, obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements;

b) in our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors, except for the effects/possible effects of the matters described in paragraph 3 of the Basis for Qualified Opinion section with respect to the consolidated financial statements;

c) the consolidated financial statements dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;

d) except for the effects/possible effects of the matters described in the Basis for Qualified Opinion section, in our opinion, the aforesaid consolidated financial statements comply with Ind AS specified under section 133 of the Act;

e) the matters described in paragraph 5, 6 and 7 of the Emphasis of Matters section, emphasis of matters reported in sr. no 4(a), 4(b), 6(a), 6(b) and 8 of the Key audit matters section in paragraph 9 above and paragraph 3 of the Basis for Qualified Opinion section, in our opinion, may have an adverse effect on the functioning of the Group, its associates and joint ventures;

f) on the basis of the written representations received from the directors of the Holding Company and taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, associate companies and joint venture companies covered under the Act, none of the directors of the Group companies, its associate companies and joint venture companies covered under the Act, are disqualified as on 31 March 2021 from being appointed as a director in terms of Section 164(2) of the Act;

g) the qualifications relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 3 of the Basis for Qualified Opinion section;

h) with respect to the adequacy of the internal financial controls with reference to consolidated financial statements of the Holding Company, and its subsidiary companies, associate companies and joint venture companies covered under the Act, and the operating effectiveness of such controls, refer to our separate report in 'Annexure I'; and

i) with respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), 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 report of the other auditors on separate financial statements as also the other financial information of the subsidiaries, associates and joint ventures:

    i. except for the effects/possible effects of the matters described in paragraph 3 of the Basis for Qualified Opinion section, the consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, its associates and joint ventures as at 31 March 2021, as detailed in Note 8a, 8b, 41, 44, 45, 46, 47 and 48 to the consolidated financial statements;

    ii. except for the effects/possible effects of the matters described in the Basis for Qualified Opinion section, provision has been made in these consolidated financial statements, as required under the applicable law or Ind AS, for material foreseeable losses, on long-term contracts including derivative contracts, as detailed in note 24 to the consolidated financial statements;

    iii. there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, and its subsidiary companies, associate companies and joint venture companies during the year ended 31 March 2021; and

    iv. the disclosure requirements relating to holdings as well as dealings in specified bank notes were applicable for the period from 8 November 2016 to 30 December 2016, which are not relevant to these consolidated financial statements. Hence, reporting under this clause is not applicable.

For **Walker Chandiok& Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Anamitra Das
Partner
Membership No.: 062191
UDIN: 21062191AAAAIN5325

Place: New Delhi
Date: 18 June 2021

Annexure 1

List of entities included in the Consolidated Financial Statements

S.No.	Name of the entity	Relation
1	GMR Infrastructure Limited (GIL)	Holding Company
2	GMR Energy Trading Limited (GETL)	Subsidiary
3	GMR Londa Hydropower Private Limited (GLHPPL)	Subsidiary
4	GMR Generation Assets Limited (GGAL)	Subsidiary
5	GMR Power Infra Limited (GPIL)	Subsidiary
6	GMR Highways Limited (GMRHL)	Subsidiary
7	GMR Tambaram Tindivanam Expressways Limited (GTTEPL)	Subsidiary
8	GMR Tuni Anakapalli Expressways Limited (GTAEPL)	Subsidiary
9	GMR Ambala Chandigarh Expressways Private Limited (GACEPL)	Subsidiary
10	GMR Pochanpalli Expressways Limited (GPEL)	Subsidiary
11	GMR Hyderabad Vijayawada Expressways Private Limited (GHVEPL)	Subsidiary
12	GMR Chennai Outer Ring Road Private Limited (GCORRPL)	Subsidiary
13	GMR Hyderabad International Airport Limited (GHIAL)	Subsidiary
14	Gateways for India Airports Private Limited (GFIAL)	Subsidiary
15	GMR Aerostructure Services Limited (GASL)	Subsidiary
16	GMR Hyderabad Aerotropolis Limited (GHAL)	Subsidiary
17	GMR Hyderabad Aviation SEZ Limited (GHASL)	Subsidiary
18	GMR Air Cargo and Aerospace Engineering Limited (GACAEL) (formerly GMR Aerospace Engineering Limited (GAEL))	Subsidiary
19	GMR Aero Technic Limited (GATL)	Subsidiary
20	GMR Airport Developers Limited (GADL)	Subsidiary
21	GMR Hospitality and Retail Limited (GHRL)	Subsidiary
22	GMR Hyderabad Airport Power Distribution Limited (GHAPDL) (liquidated on 13 March 2021)	Subsidiary
23	Delhi International Airport Limited (DIAL)	Subsidiary
24	Delhi Aerotropolis Private Limited (DAPL)	Subsidiary
25	Delhi Airport Parking Services Private Limited (DAPSL)	Subsidiary
26	GMR Airports Limited (GAL)	Subsidiary
27	GMR Aviation Private Limited (GAPL)	Subsidiary
28	GMR Krishnagiri SIR Limited (GKSIR)	Subsidiary
29	Advika Properties Private Limited (APPL)	Subsidiary
30	Aklima Properties Private Limited (AKPPL)	Subsidiary
31	Amartya Properties Private Limited (AMPPL)	Subsidiary
32	Baruni Properties Private Limited (BPPL)	Subsidiary
33	Bougainvillea Properties Private Limited (BOPPL)	Subsidiary
34	Camelia Properties Private Limited (CPPL)	Subsidiary
35	Deepesh Properties Private Limited (DPPL)	Subsidiary
36	Eila Properties Private Limited (EPPL)	Subsidiary
37	Gerbera Properties Private Limited (GPL)	Subsidiary
38	Lakshmi Priya Properties Private Limited (LPPPL)	Subsidiary
39	Honeysuckle Properties Private Limited (HPPL)	Subsidiary
40	Idika Properties Private Limited (IPPL)	Subsidiary
41	Krishnapriya Properties Private Limited (KPPL)	Subsidiary
42	Larkspur Properties Private Limited (LAPPL)	Subsidiary
43	Nadira Properties Private Limited (NPPL)	Subsidiary
44	Padmapriya Properties Private Limited (PAPPL)	Subsidiary

S.No.	Name of the entity	Relation
45	Prakalpa Properties Private Limited (PPPL)	Subsidiary
46	Purnachandra Properties Private Limited (PUPPL)	Subsidiary
47	Shreyadita Properties Private Limited (SPPL)	Subsidiary
48	Pranesh Properties Private Limited (PRPPL)	Subsidiary
49	Sreepa Properties Private Limited (SRPPL)	Subsidiary
50	Radhapriya Properties Private Limited (RPPL)	Subsidiary
51	Asteria Real Estates Private Limited (AREPL)	Subsidiary
52	Lantana Properties Private Limited (LPPL)	Subsidiary
53	Namitha Real Estates Private Limited (NREPL)	Subsidiary
54	Honey Flower Estates Private Limited (HFEPL)	Subsidiary
55	GMR SEZ and Port Holdings Limited (GSPHL)	Subsidiary
56	Suzone Properties Private Limited (SUPPL)	Subsidiary
57	GMR Utilities Private Limited (GUPL) (liquidated on 9 October 2020)	Subsidiary
58	Lilliam Properties Private Limited (LPPL)	Subsidiary
59	GMR Corporate Affairs Private Limited (GCAPL)	Subsidiary
60	Dhruvi Securities Private Limited (DSPL)	Subsidiary
61	Kakinada SEZ Limited (KSL) (disposed off on 30 March 2021)	Subsidiary
62	GMR Business Process and Services Private Limited (GBPSPL)	Subsidiary
63	Raxa Security Services Limited (RSSL)	Subsidiary
64	Kakinada Gateway Port Limited (KGPL) (disposed off on 30 March 2021)	Subsidiary
65	GMR Goa International Airport Limited (GIAL)	Subsidiary
66	GMR Infra Developers Limited (GIDL)	Subsidiary
67	GMR Energy (Cyprus) Limited (GECL)	Subsidiary
68	GMR Energy (Netherlands) B.V. (GENBV)	Subsidiary
69	GMR Energy Projects (Mauritius) Limited (GEPML)	Subsidiary
70	GMR Infrastructure (Singapore) Pte Limited (GISPL)	Subsidiary
71	GMR Coal Resources Pte Limited (GCRPL)	Subsidiary
72	GADL International Limited (GADLIL)	Subsidiary
73	GADL (Mauritius) Limited (GADLML) (liquidated on 25 December 2020)	Subsidiary
74	GMR Male International Airport Private Limited (GMIAL)	Subsidiary
75	GMR Airports (Mauritius) Limited (GAML)	Subsidiary
76	GMR Infrastructure (Mauritius) Limited (GIML)	Subsidiary
77	GMR Infrastructure (Cyprus) Limited (GICL)	Subsidiary
78	GMR Infrastructure Overseas Limited (GIOL)	Subsidiary
79	GMR Infrastructure (UK) Limited (GIUL)	Subsidiary
80	GMR Infrastructure (Global) Limited (GIGL)	Subsidiary
81	GMR Energy (Global) Limited (GEGL) (liquidated on 11 January 2021)	Subsidiary
82	Indo Tausch Trading DMCC (ITTD)	Subsidiary
83	GMR Infrastructure (Overseas) Limited (GI(O)L)	Subsidiary
84	GMR Airports International B.V (GIABV)	Subsidiary
85	GMR Airports (Singapore) Pte. Ltd. (GASPL)	Subsidiary
86	GMR Nagpur International Airport Limited (NIAL)	Subsidiary
87	GMR Power & Urban Infra Limited (GPUIL)	Subsidiary
88	GMR Kannur Duty Free Services Limited (GKDFRL)	Subsidiary
89	GMR Mining & Energy Private Limited (GMEL)	Subsidiary
90	GMR Airports Greece Single Member SA (GAGSMA) (from 13 January 2020)	Subsidiary
91	GMR Vishakhapatnam International Airport Limited (GVIAL) (from 19 May 2020)	Subsidiary
92	GMR Hyderabad Airport Assets Limited (GHAAL) (from 25 November 2020)	Subsidiary

S.No.	Name of the entity	Relation
93	Megawide GISPL Construction Joint Venture (MGCJV)	Joint Operation
94	GMR Energy Limited (GEL)	Joint venture
95	GMR Energy (Mauritius) Limited (GEML)	Joint venture
96	GMR Lion Energy Limited (GLEL)	Joint venture
97	Karnali Transmission Company Private Limited (KTCPL)	Joint venture
98	GMR Kamalanga Energy Limited (GKEL)	Joint venture
99	GMR Vemagiri Power Generation Limited (GVPGL)	Joint venture
100	GMR (Badrinath) Hydro Power Generation Private Limited (GBHPL)	Joint venture
101	GMR Consulting Services Limited (GCSPL)	Joint venture
102	GMR Bajoli Holi Hydropower Private Limited (GBHHPL)	Joint venture
103	GMR Warora Energy Limited (GWEL)	Joint venture
104	GMR Bundelkhand Energy Private Limited (GBEPL)	Joint venture
105	GMR Rajam Solar Power Private Limited (GRSPPL)	Joint venture
106	GMR Maharashtra Energy Limited (GMAEL)	Joint venture
107	GMR Gujarat Solar Power Limited (GGSPPL)	Joint venture
108	GMR Indo-Nepal Energy Links Limited (GINELL)	Joint venture
109	GMR Indo-Nepal Power Corridors Limited (GINPCL)	Joint venture
110	GMR Tenaga Operations & Maintenance Private Limited (GTOM)	Joint venture
111	Rampia Coal Mine and Energy Private Limited (RCMEPL)	Joint venture
112	GMR Upper Karnali Hydropower Limited (GUKPL)	Joint venture
113	Delhi Duty Free Services Private Limited (DDFS)	Joint venture
114	Laqshya Hyderabad Airport Media Private Limited (Laqshya)	Joint venture
115	Delhi Aviation Services Private Limited (DASPL)	Joint venture
116	Delhi Aviation Fuel Facility Private Limited (DAFF)	Joint venture
117	GMR Megawide Cebu Airport Corporation (GMCAC)	Joint venture
118	SSP Mactan Cebu Corporation (SMCC)	Joint venture
119	Mactan Travel Retail Group Corp. (MTRGC)	Joint venture
120	Limak GMR Construction JV (CJV)	Joint venture
121	Megawide GMR Construction Joint Venture, Inc (MGCJV, Inc)	Joint venture
122	PT Golden Energy Mines Tbk (PTGEMS)	Joint venture
123	PT Dwikarya Sejati Utma (PTDSU)	Joint venture
124	PT Duta Sarana Internusa (PTDSI)	Joint venture
125	PT Barasentosa Lestari (PTBSL)	Joint venture
126	PT Unsoco (PT)	Joint venture
127	PT Roundhill Capital Indonesia (RCI)	Joint venture
128	PT Borneo Indobara (BIB)	Joint venture
129	PT Kuansing Inti Makmur (KIM)	Joint venture
130	PT Karya Cemerlang Persada (KCP)	Joint venture
131	PT Bungo Bara Utama (BBU)	Joint venture
132	PT Bara Harmonis Batang Asam (BHBA)	Joint venture
133	PT Berkat Nusantara Permai (BNP)	Joint venture
134	PT Tanjung Belit Bara Utama (TBBU)	Joint venture
135	PT Trisula Kencana Sakti (TKS)	Joint venture
136	PT Era Mitra Selaras (EMS)	Joint venture
137	PT Wahana Rimba (WRL)	Joint venture
138	PT Berkat Satria Abadi (BSA)	Joint venture
139	GEMS Trading Resources Pte Limited (GEMSCR)	Joint venture
140	PT Kuansing Inti Sejahtera (KIS)	Joint venture

S.No.	Name of the entity	Relation
141	PT Bungo Bara Makmur (BBM)	Joint venture
142	PT GEMS Energy Indonesia (PTGEI)	Joint venture
143	PT Karya Mining Solution (KMS) (formerly PT Bumi Anugerah Semesta (BAS))	Joint venture
144	GIL SIL JV	Joint venture
145	GMR Logistics Park Private Limited (GLPPL) (wef 16 April 2020) (subsidiary uptil 16 April 2020)	Joint venture
146	Heraklion Crete International Airport S.A. (Crete)	Joint venture
147	Celebi Delhi Cargo Terminal Management India Private Limited (CDCTM)	Associate
148	Travel Food Services (Delhi Terminal 3) Private Limited (TFS)	Associate
149	TIM Delhi Airport Advertising Private Limited (TIM)	Associate
150	GMR Rajahmundry Energy Limited (GREL)	Associate
151	Digi Yatra Foundation (DYF)	Associate

Annexure I

Independent Auditor's Report on the internal financial controls with reference to consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the consolidated financial statements of GMR Infrastructure Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), its associates and joint ventures as at and for the year ended 31 March 2021, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company, its subsidiary companies, its associate companies and joint venture companies, which are companies covered under the Act, as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

2. The respective Board of Directors of the Holding Company, its subsidiary companies, its associate companies and joint venture companies, which are companies covered under the Act, are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ('the Guidance Note') issued by the Institute of Chartered Accountants of India (the 'ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company's business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Consolidated Financial Statements

3. Our responsibility is to express an opinion on the internal financial controls with reference to financial statements of the Holding Company, its subsidiary companies, its associate companies and joint venture companies, as aforesaid, based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ('ICAI') prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ('the Guidance Note') issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

5. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements of the Holding Company, its subsidiary companies, its associate companies and joint venture companies as aforesaid.

Meaning of Internal Financial Controls with Reference to Consolidated Financial Statements

6. A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Consolidated Financial Statements

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

Qualified opinion

8. According to the information and explanations given to us and based on our audit, the following material weakness have been identified in the operating effectiveness of the Holding Company's internal financial controls with reference to consolidated financial statements as at 31 March 2021:

   The Holding Company's internal control system towards estimating the carrying value of investments in certain associates and joint ventures as more fully explained in note 8b(13)(i) to the consolidated financial statements were not operating effectively due to uncertainties in the judgments and assumptions made by the company in such estimations, which could result in the Group not providing for adjustment, if any, that may be required to the carrying values of investments and further provisions, if any, required to be made for the obligations on behalf of those entities and its consequential impact on the accompanying consolidated financial statements.

The report on internal financial controls with reference to financial statements of a joint venture company, GMR Energy Limited, is also qualified with respect to the above matter, issued by us vide our audit report dated 8 June 2021.

9. A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial controls with reference to financial statements, such that there is a reasonable possibility that a material misstatement of the Holding Company's annual or interim financial statements will not be prevented or detected on a timely basis.

10. In our opinion, the Group have, in all material respects, adequate internal financial controls with reference to financial statements as at 31 March 2021, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI, and except for the effects/ possible effects of the material weaknesses described above on the achievement of the objectives of the control criteria, the Company's internal financial controls with reference to financial statements were operating effectively as at 31 March 2021.

    We have considered the material weaknesses identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the Consolidate financial statements of the Group as at and for the year ended 31 March 2021, and the material weakness have affected our opinion on the consolidated financial statements of the Holding Company and we have issued a modified opinion on the consolidated financial statements.

Other Matter

11. We have jointly audited with another auditor, the financial statements and other financial information of 2 subsidiaries, whose financial statement reflects (before adjustments for consolidation) total assets of ₹ 30,482.88 crore and net assets of ₹ 4,687.82 crore as at 31 March 2021, total revenues (including other income) of ₹ 3,106.70 crore, and cash inflows (net) amounting to ₹ 1,704.76 crore for the year ended on that date, as considered in the consolidated financial statements. For the purpose of our opinion on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements for the Holding Company, its subsidiary companies, its associate companies and joint venture companies, as aforesaid, under Section 143(3)(i) of the Act in so far as it relates to such subsidiary companies, we have relied upon the work of such other auditor, to the extent of work performed by them.

12. We did not audit the internal financial controls with reference to financial statements in so far as it relates to 64 subsidiary companies, which are companies covered under the Act, whose financial statements reflect total assets of ₹ 17,735.68 crore and net assets of ₹ 1,242.19 crore as at 31 March 2021, total revenues (including other income) of ₹ 4,056.73 crore and net cash inflows amounting to ₹ 3.67 crore for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss (including other comprehensive income) of ₹ 210.47 crore for the year ended 31 March 2021, in respect of 3 associate companies and 16 joint venture companies, which are companies covered under the Act, whose internal financial controls with reference to financial statements have not been audited by us. The internal financial controls with reference to financial statements in so far as it relates to such subsidiary companies, associate companies and joint venture companies have been audited by other auditors whose reports have been furnished to us by the management and our report on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements for the Holding Company, its subsidiary companies, its associate companies and joint venture companies, as aforesaid, under Section 143(3)(i) of the Act in so far as it relates to such subsidiary companies, associate companies and joint venture companies is based solely on the reports of the auditors of such companies. Our opinion is not modified in respect of this matter with respect to our reliance on the work done by and on the reports of the other auditors.

13. We did not audit the internal financial controls with reference to financial statements in so far as it relates to 3 subsidiaries, which are companies covered under the Act, whose financial information reflect total assets of ₹ 0.00 crore and net assets of ₹ (0.06) crore as at 31 March 2021, total revenues (including other income) of ₹ 0.00 crore and net cash inflows amounting to ₹ 0.00 crore for the year ended on that date; and 1 joint venture companies, which are companies covered under the Act, in respect of which, the Group's share of net profit (including other comprehensive income) of ₹ 0.00 crore for the year ended 31 March 2021 has been considered in the consolidated financial statements. The internal financial controls with reference to financial statements of these subsidiary companies and joint venture companies, which are companies covered under the Act, are unaudited and our opinion under Section 143(3)(i) of the Act in so far as it relates to the aforesaid subsidiaries, associates and joint venture companies, which are companies covered under the Act, is solely based on the corresponding internal financial controls with reference to financial statements reports certified by the management of such companies. In our opinion and according to the information and explanations given to us by the management, these financial information are not material to the Group. Our report on adequacy and operating effectiveness of the internal financial controls with reference to financial statements of the Group does not include the internal financial controls with reference to financial statements assessment in respect of the aforesaid companies. Our opinion is not modified in respect of the above matter with respect to our reliance on the internal financial controls with reference to financial statements reports certified by the management.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Anamitra Das
Partner
Membership No.: 062191
UDIN: 21062191AAAAIN5325

Place: New Delhi
Date: 18 June 2021

Consolidated Balance sheet as at March 31, 2021

Particulars	Notes	March 31, 2021 (₹ in crore)	March 31, 2020 (₹ in crore)
Assets			
Non-current assets			
Property, plant and equipment	3	9,021.22	9,379.68
Right of use asset	4	107.41	106.19
Capital work-in-progress	3	6,615.65	3,809.02
Investment property	5	534.51	3,491.28
Goodwill on consolidation	6	436.68	436.68
Other intangible assets	7	2,672.48	2,763.67
Intangible assets under development		6.27	2.45
Investments accounted for using equity method	8a, 8b	6,400.33	7,012.75
Financial assets			
Investments	8c	410.13	147.39
Trade receivables	9	147.50	109.86
Loans	10	1,528.86	447.73
Other financial assets	11	3,068.72	3,090.19
Non-current tax assets (net)		196.61	275.62
Deferred tax assets (net)	37	821.83	654.78
Other non-current assets	12	3,452.05	2,420.60
		35,420.25	**34,147.89**
Current assets			
Inventories	13	174.56	190.53
Financial assets			
Investments	14	2,863.40	2,959.12
Trade Receivables	9	1,145.58	1,423.84
Cash and cash equivalents	15	4,299.60	2,859.43
Bank balances other than cash and cash equivalents	15	2,113.67	1,589.34
Loans	10	713.28	916.98
Other financial assets	11	2,464.78	1,601.88
Other current assets	12	450.80	776.06
		14,225.67	**12,317.18**
Assets classified as held for sale	36	**314.35**	**61.73**
		14,540.02	**12,378.91**
Total assets		**49,960.27**	**46,526.80**
Equity and liabilities			
Equity			
Equity share capital	16	603.59	603.59
Other equity	17	(2,321.72)	(3,062.28)
Equity attributable to the equity holders of the parent		(1,718.13)	(2,458.69)
Non-controlling interests		3,036.69	2,674.58
Total equity		**1,318.56**	**215.89**
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	18	30,990.20	26,521.90
Lease liabilities	42	110.24	105.24
Other financial liabilities	20	1,279.00	937.14
Provisions	21	81.51	105.83
Deferred tax assets (net)	37	117.13	225.04
Other non-current liabilities	22	1,937.62	2,004.52
		34,515.70	**29,899.67**
Current liabilities			
Financial liabilities			
Borrowings	23	1,282.61	1,630.87
Trade payables	19	2,459.58	2,071.63
Lease liabilities	42	12.01	10.13
Other current financial liabilities	20	8,252.43	10,289.49
Provisions	21	904.14	968.45
Other current liabilities	22	1,151.70	1,327.46
Current tax liabilities (net)		41.23	41.71
		14,103.70	**16,339.74**
Liabilities directly associated with assets classified as held for sale	36	**22.31**	**71.50**
		14,126.01	**16,411.24**
Total liabilities		**48,641.71**	**46,310.91**
Total equity and liabilities		**49,960.27**	**46,526.80**
Summary of significant accounting polices	2.2		

The accompanying notes are an integral part of the consolidated financial statements

This is the consolidated balance sheet referred to in our report of even date

For **Walker Chandiok & Co LLP**
ICAI Firm Registration No : 001076N/N500013
Chartered Accountants

Anamitra Das
Partner
Membership number: 062191

Place: New Delhi
Date: June 18, 2021

For and on behalf of the Board of Directors of
GMR Infrastructure Limited

G M Rao
Chairman
DIN: 00574243

Grandhi Kiran Kumar
Managing Director & Chief Executive Officer
DIN: 00061669

Saurabh Chawla
Chief Financial Officer

Venkat Ramana Tangirala
Company Secretary
Membership number: A13979

Date: June 18, 2021
Place: Counter Signed at Dubai and New Delhi

Consolidated statement of profit and loss for the year ended March 31, 2021

	Notes	March 31, 2021 (₹ in crore)	March 31, 2020 (₹ in crore)
Continuing operations			
Income			
Revenue from operations			
Revenue from contracts with customers	24	5,198.59	7,515.24
Other operating income	25	866.27	879.69
Finance income	26	164.52	160.61
Other income	27	634.08	666.59
Total income		**6,863.46**	**9,222.13**
Expenses			
Revenue share paid/payable to concessionaire grantors		484.87	2,037.19
Cost of material consumed	28	755.94	434.85
Purchase of traded goods	29	954.37	830.45
Decrease/(Increase) in stock in trade	30	16.55	(15.63)
Sub-contracting expenses		287.66	297.36
Employee benefit expense	31	754.64	831.21
Other expenses	32	1,896.64	1,511.55
Depreciation and amortisation expense	33	1,004.54	1,064.25
Finance cost	34	3,172.17	3,545.07
Total expenses		**9,327.38**	**10,536.30**
Loss before share of net loss of investments accounted for using equity method, exceptional items and tax from continuing operations		**(2,463.92)**	**(1,314.17)**
Share of net loss of investments accounted for using equity method (net)		(345.69)	(288.33)
Loss before exceptional items and tax from continuing operations		**(2,809.61)**	**(1,602.50)**
Exceptional items		(880.57)	(680.91)
Loss before tax from continuing operations		**(3,690.18)**	**(2,283.41)**
Tax expenses of continuing operations	37		
Current tax		34.50	155.44
Adjustments of tax relating to earlier periods		4.64	(3.82)
Deferred tax credit		(301.57)	(236.54)
Loss after tax from continuing operations		**(3,427.75)**	**(2,198.49)**
Discontinued operations			
Loss from discontinued operations before tax expenses	36	(0.02)	(3.70)
Tax expense of discontinued operations	37	-	-
Loss after tax from discontinued operations		**(0.02)**	**(3.70)**
Loss for the year (A)		**(3,427.77)**	**(2,202.19)**
Other comprehensive income			
Other comprehensive income to be reclassified to profit or loss in subsequent periods:			
Exchange differences on translation of foreign operations		104.05	(123.14)
Income tax effect		-	-
		104.05	**(123.14)**
Net movement on cash flow hedges		116.98	225.16
Income tax effect		25.97	72.30
Total		**91.01**	**152.86**
Net other comprehensive income to be reclassified to profit or loss in subsequent periods		**195.06**	**29.72**

Consolidated statement of profit and loss for the year ended March 31, 2021

	Notes	March 31, 2021 (₹ in crore)	March 31, 2020 (₹ in crore)
Other comprehensive income not to be reclassified to profit or loss in subsequent periods:			
Re-measurement gains (losses) on post employment defined benefit plans		3.22	(6.53)
Income tax effect		0.64	(0.96)
Net other comprehensive income not to be reclassified to profit or loss in subsequent periods		**2.58**	**(5.57)**
Other comprehensive income for the year, net of tax (B)		**197.64**	**24.15**
Loss for the year		**(3,427.77)**	**(2,202.19)**
Attributable to			
a) Equity holders of the parent		(2,797.27)	(2,429.38)
b) Non controlling interests		(630.50)	227.19
Other comprehensive income for the year		**197.64**	**24.15**
Attributable to			
a) Equity holders of the parent		139.64	(31.72)
b) Non controlling interests		58.00	55.87
Total comprehensive loss for the year (A+B)		**(3,230.13)**	**(2,178.04)**
Attributable to			
a) Equity holders of the parent		(2,657.63)	(2,461.10)
b) Non controlling interests		(572.50)	283.06
Earnings per equity share (₹) from continuing operations Basic and diluted, computed on the basis of profit from continuing operations attributable to equity holders of the parent (per equity share of Re.1 each)	35	(4.63)	(4.02)
Earnings per equity share (₹) from continuing and discontinued operations Basic and diluted, computed on the basis of profit attributable to equity holders of the parent (per equity share of Re.1 each)	35	-	(0.01)
Earnings per equity share (₹) from discontinued operations Basic and diluted, computed on the basis of profit from discont attributable to equity holders of the parent (per equity share of Re.1 each)	35	(4.63)	(4.03)
Summary of significant accounting policies	2.2		

The accompanying notes are an integral part of the consolidated financial statements

This is the consolidated statement of profit and loss referred to in our report of even date

For Walker Chandiok & Co LLP
ICAI firm registration number: 001076N/ N500013
Chartered Accountants

Anamitra Das
Partner
Membership number: 062191

Place: New Delhi
Date: June 18, 2021

For and on behalf of the Board of Directors of GMR Infrastructure Limited

G. M. Rao
Chairman
DIN: 00574243

Grandhi Kiran Kumar
Managing Director & Chief Executive Officer
DIN: 00061669

Saurabh Chawla
Chief Financial Officer

Venkat Ramana Tangirala
Company Secretary
Membership Number: A13979

Date: June 18, 2021
Place: Counter Signed at Dubai and New Delhi

Consolidated statement of changes in Equity for the year ended March 31, 2021

Consolidated statement of changes in Equity for the year ended March 31, 2021

Particulars	Attributable to the equity holders														Non-controlling interest (refer note 39)	Total equity
	Equity share capital (refer note 16)	Equity component of Optionally Convertible Debentures ('OCD') (refer note 17)	Treasury shares (refer note 17)	Reserves and surplus									Items of OCI			
				Securities premium (refer note 17)	Debenture redemption reserve (refer note 17)	Capital reserve on consolidation (refer note 17)	Capital reserve on acquisition (refer note 17)	Capital reserve on government grant (refer note 17)	Capital reserve on forfeiture (refer note 17)	Foreign currency monetary translation reserve (FCMTR) (refer note 17)	Special Reserve u/s 45-IC of Reserve Bank of India ('RBI') Act (refer note 17)	Retained earnings (refer note 17)	Foreign Currency Translation Reserve (refer note 17)	Cash Flow Hedge Reserve (refer note 17)		
For the year ended March 31, 2021																
As at April 01, 2020	603.59	45.92	-	10,010.98	152.08	(162.27)	3.41	63.45	141.75	(248.40)	87.10	(13,230.50)	(40.85)	115.05	2,674.58	215.89
Loss for the year	-	-	-	-	-	-	-	-	-	-	-	(2,797.27)	-	-	(630.50)	(3,427.77)
Other comprehensive income	-	-	-	-	-	-	-	-	-	-	-	0.38	99.85	39.41	58.00	197.64
Total comprehensive income	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**(2,796.89)**	**99.85**	**39.41**	**(572.50)**	**(3,230.13)**
Exchange difference on foreign currency convertible bond ('FCCB') recognised during the period	-	-	-	-	-	-	-	-	-	76.65	-	-	-	-	-	76.65
FCMTR amortisation during the year	-	-	-	-	-	-	-	-	-	(2.08)	-	-	-	-	-	(2.08)
Adjustment on account of transaction between shareholders (refer note 45(xiii))	-	-	-	-	-	-	-	-	-	-	-	3,313.03	-	-	984.74	4,297.77
Transfer on account of redemption of OCDs	-	(45.92)	-	-	-	-	-	-	-	-	-	45.92	-	-	-	-
Amount transferred from the consolidated statement of profit and loss	-	-	-	-	-	-	-	-	-	-	2.06	(2.06)	-	-	-	-
Transferred from Debenture Redemption Reserve	-	-	-	-	(59.49)	-	-	-	-	-	-	59.49	-	-	-	-
Adjustment due to disposal of a subsidiary	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(39.54)	(39.54)
Adjustment on merger of subsidiaries (refer note 47(ii))	-	-	-	-	-	-	-	-	-	-	-	10.59	-	-	(10.59)	-
As at March 31, 2021	**603.59**	**-**	**-**	**10,010.98**	**92.59**	**(162.27)**	**3.41**	**63.45**	**141.75**	**(173.83)**	**89.16**	**(12,600.42)**	**59.00**	**154.46**	**3,036.69**	**1,318.56**
For the year ended March 31, 2020																
As at April 01, 2019	**603.59**	**45.92**	**(101.54)**	**10,010.98**	**187.42**	**(162.27)**	**3.41**	**63.45**	**141.75**	**(68.31)**	**66.59**	**(11,345.78)**	**84.24**	**17.42**	**1,695.02**	**1,241.89**
Profit/ (loss) for the year	-	-	-	-	-	-	-	-	-	-	-	(2,429.38)	-	-	227.19	(2,202.19)
Other comprehensive income	-	-	-	-	-	-	-	-	-	-	-	(4.26)	(125.09)	97.63	55.87	24.15
Total comprehensive income	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**(13,779.42)**	**(40.85)**	**115.05**	**1,978.08**	**(936.15)**
Exchange difference on foreign currency convertible bond ('FCCB') recognised during the year	-	-	-	-	-	-	-	-	-	(195.40)	-	-	-	-	-	(195.40)
FCMTR amortisation during the year	-	-	-	-	-	-	-	-	-	15.31	-	-	-	-	-	15.31
Adjustment of put option obligation for purchase of minority shareholding of GMR Airports Limited ('GAL')	-	-	-	-	-	-	-	-	-	-	-	996.20	-	-	-	996.20
Adjustment of receivable shown under current financial assets (refer note 45(xxv))	-	-	-	-	-	-	-	-	-	-	-	(3,560.00)	-	-	-	(3,560.00)
Adjustment on account of transaction between shareholders (refer note 45(xiii))	-	-	-	-	-	-	-	-	-	-	-	3,463.60	-	-	497.25	3,960.85
Buy back of Treasury shares (refer note 48(i))	-	-	101.54	-	-	-	-	-	-	-	-	(72.00)	-	-	-	29.54
Amount transferred from the consolidated statement of profit and loss	-	-	-	-	-	-	-	-	-	-	20.51	(20.51)	-	-	-	-
Transferred from Debenture Redemption Reserve	-	-	-	-	(35.34)	-	-	-	-	-	-	35.34	-	-	-	-
Adjustment on merger of subsidiaries (refer note 47(ii))	-	-	-	-	-	-	-	-	-	-	-	(274.24)	-	-	257.38	(16.86)
Preference share dividend declared by a subsidiary	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(50.34)	(50.34)
Dividend distribution tax on dividend declared by subsidiaries	-	-	-	-	-	-	-	-	-	-	-	(19.47)	-	-	(7.79)	(27.26)
As at March 31, 2020	**603.59**	**45.92**	**-**	**10,010.98**	**152.08**	**(162.27)**	**3.41**	**63.45**	**141.75**	**(248.40)**	**87.10**	**(13,230.50)**	**(40.85)**	**115.05**	**2,674.58**	**215.89**

Summary of significant accounting policies 2.2

The accompanying notes are an integral part of the consolidated financial statements
This is the consolidated statement of changes in equity referred to in our report of even date

For Walker Chandiok & Co LLP
ICAI firm registration number: 001076N/ N500013
Chartered Accountants

Anamitra Das
Partner
Membership number: 062191

Place: New Delhi
Date: June 18, 2021

For and on behalf of the Board of Directors of GMR Infrastructure Limited

G. M. Rao
Chairman
DIN: 00574243

Grandhi Kiran Kumar
Managing Director & Chief Executive Officer
DIN: 00061669
Place: Dubai

Saurabh Chawla
Chief Financial Officer

Venkat Ramana Tangirala
Company Secretary
Membership Number: A13979

Date: June 18, 2021
Place: Counter Signed at Dubai and New Delhi

Consolidated statement of cash flows for the year ended March 31, 2021

Particulars	March 31, 2021 (₹ in crore)	March 31, 2020 (₹ in crore)
CASH FLOW FROM OPERATING ACTIVITIES		
Loss from continuing operations before tax expenses	(3,690.18)	(2,283.41)
Loss from discontinued operations before tax expenses	(0.02)	(3.70)
Loss before tax expenses	**(3,690.20)**	**(2,287.11)**
Adjustments:		
Depreciation of property, plant and equipment, investment property and amortization of intangible assets	1,004.54	1,064.25
Income from government grant	(5.27)	(5.28)
Adjustments to the carrying value of investments (net)	28.44	0.04
Provisions no longer required, written back	(41.83)	(111.73)
Loss on impairment of assets in subsidiaries / joint ventures and associates (net)	880.57	680.91
Unrealised exchange loss/(gains)	110.07	(104.58)
(Profit) /loss on sale/write off on Property, plant and equipment (net)	(60.86)	1.90
Provision / write off of doubtful advances and trade receivables	494.51	29.06
Reversal for upfront loss on long term construction cost	(24.28)	(95.05)
Interest expenses on financial liability carried at amortised cost	80.58	93.42
Deferred income on financial liabilities carried at amortized cost	(112.81)	(107.76)
Gain on fair value of investment (net)	(141.15)	(64.30)
Finance costs	3,091.59	3,545.07
Finance income	(323.63)	(404.66)
Gain on fair valuation of derivative instrument	-	(0.99)
Share of loss of associates and joint ventures (net)	345.69	288.33
Operating profit before working capital changes	**1,635.96**	**2,521.52**
Working capital adjustments:		
Change in trade payables and financial/other liabilities and provisions	169.08	469.33
Change in non-current/current financial and other assets	(1,841.01)	(1,453.87)
Cash (used in)/generated from operations	**(35.97)**	**1,536.98**
Income taxes refund/ (paid) (net)	39.40	(161.13)
Net cash flow from operating activities (A)	**3.43**	**1,375.85**
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment, investment property, intangible assets and cost incurred towards such assets under construction / development (net)	(1,645.86)	(2,912.09)
Proceeds from sale of property, plant and equipment's and intangible assets	128.43	26.32
Security deposit given for equipment lease	(401.20)	-
Payment for acquisition of stake in joint venture	(30.38)	(234.41)
Loans given (net)	(661.55)	(964.75)
Proceeds from sale/(Payments for purchase) of investments (net)	286.33	(769.88)
Consideration received on dilution of stake in subsidiaries	4,565.00	4,014.20
Movement in investments in bank deposits (net) (having original maturity of more than three months)	(397.44)	(614.25)
Dividend received from associates and joint ventures	303.81	123.37
Finance income received	286.24	341.89
Net cash flow from/ (used in) investing activities (B)	**2,433.38**	**(989.60)**
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from long term borrowings	8,209.95	9,307.85
Repayment of long term borrowings	(5,126.25)	(3,410.70)
Repayment of short term borrowings (net)	(348.26)	(734.12)
Repayment of lease liability principal	(11.45)	(6.53)
Repayment of lease liability interest	(10.90)	(10.51)
Finance costs paid	(3,769.03)	(3,451.66)
Dividend paid	-	(50.34)

Consolidated statement of cash flows for the year ended March 31, 2021

Particulars	March 31, 2021 (₹ in crore)	March 31, 2020 (₹ in crore)
Dividend distribution taxes paid	-	(27.28)
Net cash (used in) / flow from financing activities (C)	**(1,055.94)**	**1,616.71**
Net increase in cash and cash equivalents (A + B + C)	1,380.87	2,002.96
Cash and cash equivalents as at beginning of the year	2,918.27	913.02
Effect of exchange difference on cash and cash equivalents held in foreign currency	0.90	2.29
Cash and cash equivalents as at the end of the year	**4,300.04**	**2,918.27**
COMPONENTS OF CASH AND CASH EQUIVALENTS		
Balances with banks:		
- On current accounts	677.58	595.60
Deposits with original maturity of less than three months	3,619.89	2,261.70
Cheques / drafts on hand	0.19	-
Cash on hand	1.94	2.13
Cash at bank and short term deposits attributable to entities held for sale	0.44	58.84
Total cash and cash equivalents as at the end of the year	**4,300.04**	**2,918.27**

Summary of significant accounting polices 2.2

The accompanying notes are an integral part of the consolidated financial statements

This is the consolidated statement of cash flows referred to in our report of even date

For **Walker Chandiok & Co LLP**
Chartered Accountants
ICAI firm registration number: 001076N/ N500013

Anamitra Das
Partner
Membership number: 062191

Place: New Delhi
Date: June 18, 2021

For and on behalf of the Board of Directors of GMR Infrastructure Limited

G. M. Rao
Chairman
DIN: 00574243

Grandhi Kiran Kumar
Managing Director & Chief Executive Officer
DIN: 00061669

Saurabh Chawla
Chief Financial Officer

Venkat Ramana Tangirala
Company Secretary
Membership Number: A13979

Date: June 18, 2021
Place: Counter Signed at Dubai and New Delhi

Notes to the consolidated financial statements for the year ended March 31, 2021

1. Corporate information

GMR Infrastructure Limited ('GIL' or 'the Holding Company') is a public limited company domiciled and incorporated in India under the Indian Companies Act, 1956. The registered office of the Company is Naman Centre, 7th Floor, opposite Dena Bank, Plot No.C-31 G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400051, India.

The Holding Company and its subsidiaries, associates, joint ventures and jointly controlled operations (here in after collectively referred to as 'the Group') are mainly engaged in development, maintenance and operation of airports, generation of power, coal mining and exploration activities, development of highways, development, maintenance and operation of special economic zones, and construction business including Engineering, Procurement and Construction ('EPC') contracting activities.

Airport sector

Certain entities of the Group are engaged in development, maintenance and operation of airport infrastructure such as greenfield international airports at Hyderabad and Goa and modernisation, maintenance and operation of international airports at Delhi and Cebu on build, own, operate and transfer basis.

Power sector

Certain entities of the Group are involved in the generation of power. These are separate Special Purpose Vehicles ('SPV') which have entered into Power Purchase Agreements ('PPA') with the electricity distribution companies of the respective state governments / other government authorities (either on the basis of Memorandum of Understanding or through a bid process) or short-term power supply agreements to generate and sell power directly to consumers as a merchant plant. Certain entities of the Group are involved in the coal mining and exploration activities and the Group is also involved in energy and coal trading activities through its subsidiaries.

Development of Highways

Certain entities of the Group are engaged in development of highways on build, operate and transfer model on annuity or toll basis. These are SPVs which have entered into concessionaire agreements with National Highways Authority of India ('NHAI') or the respective state governments for carrying out these projects.

Construction business

Certain entities of the Group are in the business of construction including as an EPC contractor. These entities are engaged in handling of EPC solution in the infrastructure sector.

Others

Entities of the Group which cover all residual activities of the Group that include special economic zones, operations of hotels, investment activities and management / technical consultancy.

Other explanatory information to the consolidated financial statement comprises of notes to the financial statements for the year ended March 31, 2021. The consolidated financial statements were approved by the Board of Directors and authorised for issue in accordance with a resolution of the directors on June 18, 2021.

1.1 Going concern

The Group has incurred losses primarily on account of losses in the energy and highway sector as detailed in notes 8, 46(i) and 46(ii) with a consequent impact on net worth, delay in debt and interest servicing and lower credit ratings for some of its borrowings. Management is taking various initiatives including monetization of assets, sale of stake in certain assets, raising finances from financial institutions and strategic investors, refinancing of existing debt and other strategic initiatives to address the repayment of borrowings and debt.

Further, the Group has received certain favorable orders on various ongoing matters in energy, highway and DFCC which involve significant value of claims. Management is optimistic of such favorable orders and believes that such claims will further improve it's cash flows and profitability. The details of such claims have been enumerated below:

a) GCORR has received award of ₹ 341.00 crore plus interest (in case of delay in payment) against Government of Tamil Nadu ('GOTN') which is challenged by GOTN in Madras High Court.

b) GHVEPL has received award for arbitration for compensation for Change in Law on account of bifurcation of state of Andhra Pradesh and change in policies. While Change in Law is upheld, amount of compensation is to be calculated by a Sole Arbitrator. GHVEPL has raised a claim of Rs 1,676.00 crore plus interest upto March 31, 2020. However, NHAI has challenged the Award before Divisional Bench of Delhi High Court after single Judge of Delhi High Court upheld the award in favor of GHVEPL.

Notes to the consolidated financial statements for the year ended March 31, 2021

c) In case of DFCC, there are various claims under various heads which has been either agreed by DFCCIL or Group has got the award through Dispute Adjudication Board (DAB). Total amount of claim is approximately ₹ 321.00 crore which will be received progressively based on the work to be carried out.

d) Group have also raised a claim of ₹ 378.00 crore on DFCCIL under Change in Law on account of Mining Ban in the state of UP. Though DAB has given award in Group's favor but DFCCIL has not accepted and arbitration is invoked which is under process.

e) Certain other claims in Energy sector as detailed in note 8b(13)(iii), 8b(13)(v), 8b(13)(vi) and 47(i).

Considering the above factors, the consolidated financial statements continue to be prepared on a going concern basis which contemplates realisation of current assets and settlement of current liabilities in an orderly manner.

2. Significant accounting policies

The significant accounting policies applied by the Group in the preparation of its consolidated financial statements are listed below.Such accounting policies have been applied consistently to all the periods presented in these consolidated financial statements, unless otherwise indicated.

2.1. Basis of Consolidation

The consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time).

The consolidated financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities (refer accounting policy regarding financial instruments) which have been measured at fair value.

The functional and presentation currency of the Group is Indian Rupee ('Rs') which is the currency of the primary economic environment in which the Group operates.

The consolidated financial statements comprise the financial statements of the Holding Company and its subsidiaries as at March 31, 2021. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights
- The size of the Group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

The financial statements of all entities, used for the purpose of consolidation are drawn up to same reporting date as that of the Holding company, i.e., year ended on 31 March. When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to enable the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so. In case of entities, where it is impracticable to do so, they are consolidated using the most recent financial statements available, which has a lag of three months, adjusted for the effects of significant transactions or events occurring between the date of those financial statements and consolidated financial statements.

Notes to the consolidated financial statements for the year ended March 31, 2021

Consolidation procedure:

(a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.

(b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.

(c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and property, plant and equipment, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements.

(d) Non-controlling interest represents that part of the total comprehensive income and net assets of subsidiaries attributable to interests which are not owned, directly or indirectly, by the Holding Company.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary
- Derecognises the carrying amount of any non-controlling interests
- Derecognises the cumulative translation differences recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss
- Reclassifies the parent's share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities.

2.2. Summary of significant accounting policies:

a. Business combination and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

- Deferred tax assets or liabilities, and the assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Tax and Ind AS 19 Employee Benefits respectively.
- Assets (or disposal groups) that are classified as held for sale in accordance with Ind AS 105 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that standard.
- Re-acquired rights are measured at a value determined on the basis of the remaining contractual term of the related contract. Such valuation does not consider potential renewal of the reacquired right.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

Business combinations arising from transfers of interests in entities that are under the common control are accounted at pooling of interest method. The difference between any consideration given and the aggregate historical carrying amounts of assets and liabilities of the acquired entity are recorded in shareholders' equity.

Goodwill on consolidation as on the date of transition represents the excess of cost of acquisition at each point of time of making the investment in the subsidiary over the Group's share in the net worth of a subsidiary. For this purpose, the Group's share of net worth is determined on the basis of the latest financial statements, prior to the acquisition, after making necessary adjustments for material events between the date of such financial statements and the date of respective acquisition. Capital reserve on consolidation represents excess of the Group's share in the net worth of a subsidiary over the cost of acquisition at each point of time of making the investment in the subsidiary. Goodwill arising on consolidation is not amortised, however, it is tested for impairment annually. In the event of cessation of operations of a subsidiary, the unimpaired goodwill is written off fully.

b. Investment in associates and joint ventures

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The considerations made in determining whether significant influence or joint control are similar to those necessary to determine control over the subsidiaries.

The results, assets and liabilities of joint venture and associates are incorporated in the consolidated financial statements using equity method of accounting after making necessary adjustments to achieve uniformity in application of accounting policies, wherever applicable. An investment in associate or joint venture is initially recognised at cost and adjusted thereafter to recognise the Group's share of profit or loss and other comprehensive income of the joint venture or associate. On acquisition of investment in a joint venture or associate, any excess of cost of investment over the fair value of the assets and liabilities of the joint venture, is recognised as goodwill and is included in the carrying value of the investment in the joint venture and associate. The excess of fair value of assets and liabilities over the investment is recognised directly in equity as capital reserve. The unrealised profits/losses on transactions with joint ventures are eliminated by reducing the carrying amount of investment.

The carrying amount of investment in joint ventures and associates is reduced to recognise impairment, if any, when there is objective evidence of impairment.

When the Group's share of losses of an associate or a joint venture exceeds the Group's interest in that associate or joint venture (which includes any long term interests that, in substance, form part of the Group's net investment in the associate or joint venture), the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture. If the associate or joint venture subsequently reports profits, the entity resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised.

The aggregate of the Group's share of profit or loss of an associate and a joint venture is shown on the face of the consolidated statement of profit and loss.

The financial statements of the associate or joint venture are prepared for the same reporting period as the Group. When the end of the reporting period of the parent is different from that of an associate or a joint venture, an associate or a joint venture, for consolidation purposes, prepares additional financial information as of the same date as the financial statements of the parent to enable the parent to consolidate the financial information of an associate or a joint venture, unless it is impracticable to do so. In case of entities, where it is impracticable to do so, they are consolidated using the most recent financial statements available, with a lag of three months, adjusted for the effects of significant transactions or events occur between the date of those financial statements and consolidated financial statements. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

Upon loss of significant influence over the associate or joint control over the joint venture, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate or joint venture upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

Notes to the consolidated financial statements for the year ended March 31, 2021

c. Interest in joint operations

In respect of its interests in joint operations, the Group recognises its share in assets, liabilities, income and expenses line-by-line in the standalone financial statements of the entity which is party to such joint arrangement which then becomes part of the consolidated financial statements of the Group when the financial statements of the Holding Company and its subsidiaries are combined for consolidation. Interests in joint operations are included in thesegments to which they relate.

The financial statements of the joint operations are prepared for the same reporting period as the Group. When the end of the reporting period of the parent is different from that of a joint operations, a joint operations for consolidation purposes, prepares additional financial information as of the same date as the financial statements of the parent to enable the parent to consolidate the financial information of a joint operations, unless it is impracticable to do so. In case of entities, where it is impracticable to do so, they are consolidated using the most recent financial statements available, with a lag of three months, adjusted for the effects of significant transactions or events occurring between the date of those financial statements and consolidated financial statements. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

d. Current versus non-current classification

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

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

All other assets are classified as non-current.

A liability is current when:

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

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Advance tax paid is classified as non-current assets.

Operating cycle for the business activities of the Group extends up to the realisation of receivables (including retention monies) within the agreed credit period normally applicable to the respective line of business.

e. Fair value measurement

The Group measures financial instruments, such as, derivatives at fair value at each balance sheet date using valuation techniques.

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

a) In the principal market for the asset or liability, or
b) In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

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

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

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

Notes to the consolidated financial statements for the year ended March 31, 2021

All assets and liabilities for which fair value is measured or disclosed in the consolidatedfinancial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

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

f. Revenue recognition

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

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. The Group has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks.

The specific recognition criteria described below must also be met before revenue is recognised.

Significant financing component

Generally, the Group receives short-term advances from its customers. Using the practical expedient in Ind AS 115, the Group does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised service to the customer and when the customer pays for that service will be one year or less.

The Group also receives long-term advances from customers for rendering services. The transaction price for such contracts are discounted, using the rate that would be reflected in a separate financing transaction between the Group and its customers at contract inception, to take into consideration the significant financing component.

Contract balances

Contract assets

A contract asset is the right to consideration in exchange for services transferred to the customer (which consist of unbilled revenue). If the Group performs by transferring services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional. Contract assets are transferred to receivables when the rights become unconditional and contract liabilities are recognized as and when the performance obligation is satisfied.

Trade receivables

A receivable represents the Group's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in financial instruments - initial recognition and subsequent measurement.

Contract liabilities

A contract liability is the obligation to transfer services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs under the contract.

Notes to the consolidated financial statements for the year ended March 31, 2021

Energy sector

In case of power generating and trading companies, revenue from energy units sold as per the terms of the PPA and Letter Of Intent ('LOI') (collectively hereinafter referred to as 'the PPAs') is recognised on an accrual basis and includes unbilled revenue accrued up to the end of the accounting year.

Revenue earned in excess of billings has been included under "other assets" as unbilled revenue and billings in excess of revenue earned have been disclosed under "other liabilities" as unearned revenue.

Claims for delayed payment charges and any other claims, in which the Group companies are entitled to under the PPAs, are recognized on reasonable certainty to expect ultimate collection.

Revenue from energy units sold on a merchant basis is recognised in accordance with billings made to customers based on the units of energy delivered and the rate agreed with the customers. Revenue/ charges from unscheduled interchange for the deviation in generation with respect to scheduled generation are recognized/ charged at rates notified by CERC from time to time, as revenue from sale of energy and adjusted with revenue from sale of energy. Further, revenue is recognized/adjusted towards truing up in terms of the applicable CERC regulations.

Revenue from electrical energy transmission charges is recognized on an accrual basis in accordance with the provisions of the transmission service agreements.

Revenue from sale of coal is recognised when the risks and rewards of ownership passes to the purchaser in accordance with the terms of sale, including delivery of the product, the selling price is fixed or determinable, and collectability is reasonably assured. Revenue earned in the pre-production stage and related operating costs have been recorded against the carrying value of mining and exploration and development properties.

Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

Revenue from energy trading are recognised as per the agreement with the customer. In case of the energy trading agreements, where the Group is entitled only for a fixed margin and the associated risk and rewards are with the third parties, revenue is recognised only to the extent of assured margin.

Highways Sector

In case of entities involved in construction and maintenance of Roads, revenue are recognised in line with the Appendix C to Ind AS 115 - Service Concession Arrangements. Toll revenue is recognised on an accrual basis which coincides with the collection of toll from the users of highways.

Revenue share paid / payable to concessionaire grantors:

Revenue share paid / payable to concessionaires / grantors as a percentage of revenues, pursuant to the terms and conditions of the relevant agreement for development, construction, operation and maintenance of the respective highways has been disclosed as revenue share paid / payable to concessionaire grantors in the consolidated statement of profit and loss.

Airport Sector

In case of airport infrastructure companies, aeronautical and non-aeronautical revenue is recognised on an accrual basis and is net of service tax / goods and service tax, applicable discounts and collection charges, when services are rendered and it is possible that an economic benefit will be received which can be quantified reliably. Revenue from aeronautical operations include user development fees, fuel farm, passenger service charges, landing and parking charges of aircraft, operation and maintenance of passenger boarding and other allied services. Revenue from non-aeronautical operations include granting rights to use land and space primarily for catering to the needs of passengers, air traffic services, air transport services and Maintenance, Repair and Overhaul facility (MRO) of aircrafts and allied services.

Land and Space- rentals pertains to granting right to use land and space primarily for catering to the need of passengers, air traffic services and air transport services.

Notes to the consolidated financial statements for the year ended March 31, 2021

In case of cargo handling revenue, revenue from outbound cargo is recognised at the time of acceptance of cargo with respect to non-airline customers and at the time of departure of aircraft with respect to airline customers and revenue from inbound cargo is recognised at the time of arrival of aircraft in case of airline customers and at the point of delivery of cargo in case of non-airline customers. Interest on delayed receipts from customers is recognised on acceptance.

Revenue from commercial property development rights granted to concessionaires is recognised on accrual basis, as per the terms of the agreement entered into with the customers.

Revenue from sale of goods at the duty free outlets operated by the Group is recognised at the time of delivery of goods to customers which coincides with transfer of risks and rewards to its customers. Sales are stated net of returns and discounts.

Revenue from hospitality services comprises of income by way of hotel room rent, sale of food, beverages and allied services relating to the hotel and is recognised net of taxes and discounts as and when the services are provided and products are sold.

Revenue from MRO contracts is recognised as and when services are rendered.

In case of companies covered under service concession agreements, revenue are recognised in line with the Appendix C to Ind AS 115 - Service Concession Arrangements.

Revenue share paid / payable to concessionaire grantors:

Revenue share paid / payable to concessionaire / grantors as a percentage of revenues, pursuant to the terms and conditions of the relevant agreement for development, construction, operation and maintenance of the respective airports has been disclosed as revenue share paid/ payable to concessionaire grantors' in the statement of profit and loss.

For Construction business entities

Construction revenue and costs are recognised by reference to the stage of completion of the construction activity at the balance sheet date, as measured by the proportion that contract costs incurred for work performed to date bear to the estimated total contract costs. Where the outcome of the construction cannot be estimated reliably, revenue is recognised to the extent of the construction costs incurred if it is probable that they will be recoverable. When the outcome of the contract is ascertained reliably, contract revenue is recognised at cost of work performed on the contract plus proportionate margin, using the percentage of completion method i.e. over the period of time. Percentage of completion is the proportion of cost of work performed to-date, to the total estimated contract costs. The estimated outcome of a contract is considered reliable when all the following conditions are satisfied:

i. The amount of revenue can be measured reliably,
ii. It is probable that the economic benefits associated with the contract will flow to the Group,
iii. The stage of completion of the contract at the end of the reporting period can be measured reliably,
iv. The costs incurred or to be incurred in respect of the contract can be measured reliably

Provision is made for all losses incurred to the balance sheet date. Variations in contract work, claims and incentive payments are recognised to the extent that it is probable that they will result in revenue and they are capable of being reliably measured. Expected loss, if any, on a contract is recognised as expense in the period in which it is foreseen, irrespective of the stage of completion of the contract. For contracts where progress billing exceeds the aggregate of contract costs incurred to-date and recognised profits (or recognised losses, as the case may be), the surplus is shown as the amount due to customers.

Amount received before the related work is performed are disclosed in the Balance Sheet as a liability towards advance received. Amounts billed for work performed but yet to be paid by the customers are disclosed in the Balance Sheet as trade receivables.

Interest income

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable except the interest income received from customers for delayed payments which are accounted on the basis of reasonable certainty / realisation.

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

Notes to the consolidated financial statements for the year ended March 31, 2021

Others

i. Income from management / technical services is recognised as per the terms of the agreement on the basis of services rendered.

ii. Insurance claim is recognised on acceptance of the claims by the insurance company.

iii. Revenue from charter services is recognised based on services provided as per the terms of the contracts with the customers. Revenue earned in excess of billings has been included under 'other financial assets' as unbilled revenue and billings in excess of revenue has been disclosed under 'other liabilities' as unearned revenue.

g. Service Concession Arrangements

The Group constructs or upgrades infrastructure (construction or upgrade services) used to provide a public service and operates and maintains that infrastructure (operation services) for a specified period of time. These arrangements may include Infrastructure used in a public-to-private service concession arrangement for its entire useful life.

Under Appendix C to Ind AS 115 - Service Concession Arrangements, these arrangements are accounted for based on the nature of the consideration. The intangible asset model is used to the extent that the operator receives a right (i.e. a concessionaire) to charge users of the public service. The financial model is used when the operator has an unconditional contractual right to receive cash or other financial assets from or at the direction of the grantor for the construction service. When the unconditional right to receive cash covers only part of the service, the two models are combined to account separately for each component. If the operator performs more than one service (i.e. construction, upgrade services and operation services) under a single contract or arrangement, consideration received or receivable is allocated by reference to the relative fair values of the service delivered, when the amount are not separately identifiable.

The intangible asset is amortised over the shorter of the estimated period of future economic benefits which the intangible assets are expected to generate or the concession period, from the date they are available for use.

An asset carried under concession arrangements is derecognised on disposal or when no future economic benefits are expected from its future use or disposal.

The Group recognises a financial asset to the extent that it has an unconditional right to receive cash or another financial asset from or at the direction of the grantor. In case of annuity based carriageways, the Group recognises financial asset.

h. Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

When the Group receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to profit or loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset i.e. by equal annual instalments. When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as a government grant. The loan or assistance is initially recognised and measured at fair value and the government grant is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

i. Taxes on income

Current income tax

Tax expense for the year comprises current and deferred tax. The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the consolidated statement of profit and loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Group's liability for current tax is calculated using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

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

Deferred tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying values of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of the taxable profit and is accounted for using the balance sheet liability model. Deferred tax liabilities are generally recognised for all the taxable temporary differences. In contrast, deferred tax assets are only recognised to the extent that is probable that future taxable profits will be available against which the temporary differences can be utilised.

Deferred tax assets are recognized for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred income tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Deferred tax assets include Minimum Alternative Tax ('MAT') paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT is recognized as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realized.

In the year in which the Group recognises MAT credit as an asset, it is created by way of credit to the statement of profit and loss shown as part of deferred tax asset. The Group reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent that it is no longer probable that it will pay normal tax during the specified period.

j. Non-current assets held for sale and discontinued operations

The Group classifies non-current assets as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale expected within one year from the date of classification.

The criteria for held for sale classification is regarded met only when the assets or disposal group is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets, its sale is highly probable; and it will genuinely be sold, not abandoned. The Group treats sale of the asset to be highly probable when:

a) The appropriate level of management is committed to a plan to sell the asset,
b) An active programme to locate a buyer and complete the plan has been initiated,
c) The asset is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
d) The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
e) Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Non-current assets held for sale are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the consolidated balance sheet.

Property, plant and equipment and intangible assets once classified as held for sale/ distribution to owners are not depreciated or amortised.

A disposal group qualifies as discontinued operation if it is a component of an entity that either has been disposed of, or is classified as held for sale, and:

i) Represents a separate major line of business or geographical area of operations,
ii) Is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations, Or
iii) Is a subsidiary acquired exclusively with a view to resale.

Notes to the consolidated financial statements for the year ended March 31, 2021

Discontinued operations are excluded from the results of continuing operations and are presented separately in the consolidated statement of profit and loss.

k. Property, plant and equipment

Freehold land is carried at historical cost and is not depreciated. All other items of property, plant and equipment are stated at historical cost less accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Capital work in progress includes cost of property, plant and equipment under installation/under development as at the balance sheet date and is stated at cost less accumulated impairment loss.

The Group identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset having useful life that is materially different from that of the remaining asset. These components are depreciated over their useful lives; the remaining asset is depreciated over the life of the principal asset. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in the consolidated statement of profit or loss as and when incurred.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate assets are derecognised when replaced. All other repairs and maintenance are charged to profit and loss during the reporting period in which they are incurred.

On Transition to Ind AS, the Group has availed the optional exemptionon "Long term Foreign currency Monetary items" and has accordingly continued with the policy to adjust the exchange differences arising on translation/ settlement of long-term foreign currency monetary items pertaining to the acquisition of a depreciable asset recognised in the financial statements for the year ended March 31, 2016 (as per previous GAAP) to the cost of the tangible asset and depreciates the same over the remaining life of the asset. In accordance with the Ministry of Corporate Affairs ('MCA') circular dated August 09, 2012, exchange differences adjusted to the cost of tangible fixed assets are total differences, arising on long-term foreign currency monetary items pertaining to the acquisition of a depreciable asset, for the period. In other words, the Group does not differentiate between exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost and other exchange differences.

l. Depreciation on Property, plant and equipment

Energy sector

In case of domestic entities, the depreciation on property, plant and equipment is calculated on a straight-line basis using the rates arrived at, based on useful lives estimated by the management, which coincides with the lives prescribed under Schedule II of the Act except on case of plant and machinery in case of some gas based power plants and power generating units dedicated for generation of power under CERC tariff regulations where the useful life of the asset is considered as 25 years as prescribed by CERC being the regulatory authority in the energy sector, as against 40 years as per Schedule II of the Act.

Airport sector

Depreciation on property, plant and equipment is calculated on a straight line basis using the useful lives prescribed under Schedule II to the Companies Act, 2013 except for certain assets class i.e. Internal Approach Roads, Electric Panels and Transformers/Sub–station, the Group, based on a technical evaluation, believes that the useful life of such property, plant and equipment is different from the useful life specified in ScheduleII to Companies Act 2013.

The Property, plant and equipment acquired under finance lease is depreciated over the asset's useful life; or over the shorter of the asset's useful life and the lease term, if there is no reasonable certainty that the Group will obtain ownership at the end of lease term.

On June 12, 2014, the Airport Economic Regulatory Authority ("AERA") has issued a consultation paper viz, 05/2014-15 in the matter of Normative Approach to Building Blocks in Economic Regulation of Major Airports wherein it, inter-alia, mentioned that the Authority proposes to lay down, to the extent required, the depreciation rates for airport assets, taking into account the provisions of the useful life of assets given in Schedule II of the Companies Act, 2013, that have not been clearly mentioned in the Schedule II of the Companies Act, 2013 or may have a useful life justifiably different than that indicated in the Companies Act, 2013 in the specific context to the airport sector. Pursuant to above, the Authority had issued order no. 35/2017-18 on January 12, 2018 which was further amended on April 09, 2018, in the

Notes to the consolidated financial statements for the year ended March 31, 2021

matter of Determination of Useful life of Airport Assets, which is effective from April 01, 2018.

Accordingly, the management was of the view that useful lives considered by the Group for most of the assets except passenger related Furniture and Fixtures were in line with the useful life proposed by AERA in its order dated January 12, 2018, which was further amended on April 09, 2018.

In order to align the useful life of passenger related Furniture and Fixtures as per AERA order, the Group has revised the useful life during the financial year 2018-19.

Other entities

For domestic entities other than aforesaid entities, the depreciation on the Property plant and equipment is calculated on a straight-line basis using the rates arrived at, based on useful lives estimated by the management, which coincides with the lives prescribed under Schedule II of the Companies Act, 2013.

The management has estimated the useful life of assets individually costing ₹ 5,000 or less to be less than one year, which is lower than those indicated in Schedule II.

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

Depreciation charge for impaired assets is adjusted in future periods in such a manner that the revised carrying amount of the asset is allocated over its remaining useful life.

Assets acquired under finance leases are depreciated on a straight line basis over the lease term. Where there is reasonable certainty that the Group shall obtain ownership of the assets at the end of the lease term, such assets are depreciated based on the useful life prescribed under Schedule II to the Companies Act, 2013 or based on the useful life adopted by the Group for similar assets.

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

Useful life of Property, plant and equipment, other than disclosed above:

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as follows:

Category of asset	Estimated useful life
Plant and equipment	4 - 15 years
Buildings	7 - 30 years
Office equipment	5 years
Furniture and fixtures	3-10 years
Vehicles and Aircrafts	5 - 25 years
Computers	3-6 years

Leasehold improvements are depreciated over the primary period of lease or estimated useful life, whichever is lower, on straight line basis.

The Group, based on technical assessment made by the technical expert and management estimate, depreciates certain items of plant and equipment over estimated useful lives which are different from the useful life prescribed in Schedule II to the Companies Act, 2013.

m. Investment property

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

The cost includes borrowing costs for long-term construction projects if the recognition criteria are met.
Depreciation is recognised using straight line method so as to write off the cost of the investment property less their residual values over their useful lives specified in Schedule II to the Companies Act, 2013, or in the case of assets where the useful life was determined by

Notes to the consolidated financial statements for the year ended March 31, 2021

technical evaluation, over the useful life so determined. Depreciation method is reviewed at each financial year end to reflect the expected pattern of consumption of the future benefits embodied in the investment property. The estimated useful life and residual values are also reviewed at each financial year end and the effect of any change in the estimates of useful life / residual value is accounted on prospective basis. Freehold land and properties under construction are not depreciated.

Investment properties are derecognised either when they have been disposed off or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal.

The difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period of derecognition.

Investment property under construction

Investment property under construction represents expenditure incurred in respect of capital projects and are carried at cost. Cost includes land, related acquisition expenses, development/construction costs, borrowing costs and other direct expenditure.

n. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost.The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any.

The useful lives of intangible assets are assessed as either finite or indefinite.

o. Amortisation of intangible assets

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period, with the effect of any change in the estimate being accounted for on a prospective basis. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the consolidated statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Amortization of mining properties is based on using unit-of-production method from the date of commencement of commercial production of the respective area of interest over the lesser of the life of the mine or the terms of the coal contracts of work or mining business license.

Technical know-how is amortised over five years from the date of issuance of certificate from a competent authority.

Intangible assets representing upfront fees and other payments made to concessionaires of the respective airports, pursuant to the terms and conditions of concession agreements are amortized on a straight line method over the initial and extended periods of concession agreements, as applicable.

Carriageways related to toll based road projects are amortized based on proportion of actual revenue received during the accounting year to the total projected revenue till the end of the concession period in terms of MCA notification dated April 17, 2012 and in terms of the amendments to the Schedule II of the Act vide MCA notification dated March 31, 2014 pursuant to the exemption provided as per D22 (i) of Ind AS 101.

The total projected revenue for the entire useful life is reviewed at the end of each financial year for expected changes in traffic and adjusted to reflect any changes in the estimate which will lead to actual collection at the end of useful life.
Intangible assets representing power plant concessionaire rights, carriageways and airport concessionaire rights are amortized over the concession period, ranging from 23 to 40 years,17.5 to 25 years and 25 to 60 years respectively, as the economic benefits from the underlying assets would be available to the Group over such period as per the respective concessionaire agreements.

Software is amortised based on the useful life of six years on a straight line basis as estimated by the management.

Amortisation on impaired assets is provided by adjusting the amortisation charge in the remaining periods so as to allocate the asset's revised carrying amount over its remaining useful life.
Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

Notes to the consolidated financial statements for the year ended March 31, 2021

p. Intangible assets under development

Intangible assets under development represents expenditure incurred in respect of intangible assets under development and are carried at cost. Cost comprises of purchase cost, related acquisition expenses, development / construction costs, borrowing costs and other direct expenditure.

q. Borrowing costs

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds including interest expense calculated using the effective interest method, finance charges in respect of assets acquired on finance lease. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset until such time as the assets are substantially ready for the intended use or sale. All other borrowing costs are expensed in the period in which they occur.

r. Leases

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

A lease is classified at the inception date as a finance lease or an operating lease.

Group as a lessee

Till previous year, assets acquired on leases where a significant portion of risk and rewards of ownership are retained by the lessor are classified as operating leases. Lease rental are charged to statement of profit and loss on straight-line basis except where scheduled increase in rent compensate the lessor for expected inflationary costs.

The Group enters into leasing arrangements for various assets. The assessment of the lease is based on several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to extend/purchase etc.

At lease commencement date, the Group recognises a right-of-use asset and a lease liability on the balance sheet. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Group, an estimate of any costs to dismantle and remove the asset at the end of the lease (if any), and any lease payments made in advance of the lease commencement date (net of any incentives received).

The Group depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Group also assesses the right-of-use asset for impairment when such indicators exist. At lease commencement date, the Group measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Group's incremental borrowing rate. Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed payments) and variable payments based on an index or rate. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is re-measured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments. When the lease liability is re-measured, the corresponding adjustment is reflected in the right-of-use asset. The Group has elected to account for short-term leases using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in statement of profit and loss on a straight-line basis over the lease term.

Group as a lessor:

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Group to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Group's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

Leases in which the Group does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income.

Notes to the consolidated financial statements for the year ended March 31, 2021

s. Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- Raw materials: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.
- Finished goods and work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs.
- Traded goods: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.
- Contract work in progress: contract work in progress comprising construction costs and other directly attributable overheads is valued at lower of cost and net realisable value

Cost of inventories is determined on a weighted average basis. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

Costs incurred that relate to future activities on the contract are recognised as "Contract work in progress".

Contract work in progress comprising construction costs and other directly attributable overheads is valued at lower of cost and net realisable value.

Assessment of net realisable value is made in each subsequent period and when the circumstances that previously caused inventories to be written-down below cost no longer exist or when there is clear evidence of an increase in net realisable value because of changed economic circumstances, the write-down, if any, in the past period is reversed to that extent of the original amount written-down so that the resultant carrying amount is the lower of the cost and the revised net realisable value.

t. Impairment of non-financial assets, investments in joint ventures and associates

As at the end of each accounting year, the Group reviews the carrying amounts of its PPE, investment properties, intangible assets and investments in associates and joint ventures determine whether there is any indication that those assets have suffered an impairment loss. If such indication exists, the said assets are tested for impairment so as to determine theimpairment loss, if any. Goodwill and the intangible assets with indefinite life are tested for impairment each year.

Impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount. Recoverable amount is determined:

(i) In case of an individual asset, at the higher of the net selling price and the value in use; and

(ii) In case of a cash generating unit (a group of assets that generates identified, independent cash flows), at the higher of the cash generating unit's net selling price and the value in use.

(The amount of value in use is determined as the present value of estimated future cash flows from the continuing use of an asset and from its disposal at the end of its useful life. For this purpose, the discount rate (pre-tax) is determined based on the weighted average cost of capital of the respective company suitably adjusted for risks specified to the estimated cash flows of the asset).

For this purpose, a cash generating unit is ascertained as the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets.

If recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, such deficit is recognised immediately in the consolidated statement of profit and loss as impairment loss and the carrying amount of the asset (or cash generating unit) is reduced to its recoverable amount. For this purpose, the impairment loss recognised in respect of a cash generating unit is allocated first to reduce the carrying amount of any goodwill allocated to such cash generating unit and then to reduce the carrying amount of the other assets of the cash generating unit on a pro-rata basis.

When an impairment loss subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss is recognised for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the consolidated statement of profit and loss.

u. Provisions and contingent liabilities

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the consolidated statement of profit and loss net of any reimbursement.

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

A provision for onerous contracts is recognised when the expected benefits to be derived by the Group from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Group recognises any impairment loss on the assets associated with that contract.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the consolidated financial statements.

Provisions and contingent liability are reviewed at each balance sheet.

Decommissioning liability

Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognised as part of the cost of the particular asset. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the decommissioning liability. The unwinding of the discount is expensed as incurred and recognised in the consolidated statement of profit and loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

v. Retirement and other employee benefits

Retirement benefit in the form of provident fund, pension fund and superannuation fund are defined contribution scheme. The Group has no obligation, other than the contribution payable. The Group recognizes contribution payable to provident fund, pension fund and superannuation fund as expenditure, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet reporting date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

Accumulated leave, which is expected to be utilized within the next twelve months, is treated as short-term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end.

The Group presents the leave as a current liability in the consolidatedbalance sheet, to the extent it does not have an unconditional right to defer its settlement for twelve months after the reporting date.

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit methodusing actuarial valuation to be carried out at each balance sheet date

In case of fundedplans, the fair value of the plan assets is reduced from the gross obligation under the defined benefit plans to recognise the obligation on a net basis.

Notes to the consolidated financial statements for the year ended March 31, 2021

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

a. The date of the plan amendment or curtailment, and
b. The date that the Group recognises related restructuring costs

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

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

w. Financial instruments

Financial assets and financial liabilities are recognised when the Group becomes a party to the contract embodying the related financial instruments. All financial assets, financial liabilities and financial guarantee contracts are initially measured at transaction cost and where such values are different from the fair value, at fair value.Transaction costs that are directlyattributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financialliabilities at fair value through profit and loss) are added to or deducted from the fair value measured on initial recognitionof financial asset or financial liability. Transaction costs directly attributable to the acquisition of financial assets andfinancial liabilities at fair value through profit and loss are immediately recognised in the consolidated statement of profit and loss. In case of interest free or concession loans/debentures/preference shares given to associates and joint ventures, the excess of the actual amount of the loan over initial measure at fair value is accounted as an equity investment.

Investment in equity instruments issued by associates and joint ventures are measured at cost less impairment.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocatinginterest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter period.

(a) Financial assets

Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets measured at fair value

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows or to sell these financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial asset not measured at amortised cost or at fair value through other comprehensive income is carried at fair value through the statement of profit and loss.

For financial assets maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Impairment of financial assets,excluding investments in joint ventures and associates

Loss allowance for expected credit losses is recognised for financial assets measured at amortised cost and fair value through profit or loss.

The Group recognises impairment loss on trade receivables using expected credit loss model, which involves use of provision matrix constructed on the basis of historical credit loss experience as permitted under Ind AS 109 – Financial instruments.

For financial assets whose credit risk has not significantly increased since initial recognition, loss allowance equal to twelve months expected credit losses is recognised. Loss allowance equal to the lifetime expected credit losses is recognised if the credit risk on the financial instruments has significantly increased since initial recognition.

De-recognition of financial assets

The Group de-recognises a financial asset only when the contractual rights to the cash flows from the financial asset expire, or it transfers the financial asset and the transfer qualifies for de-recognition under Ind AS 109.

If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to controlthe transferred asset, the Group recognises its retained interest in the assets and an associated liability for amounts it may have to pay.

If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Groupcontinues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On de-recognition of a financial asset in its entirety, the difference between the carrying amounts measured at the date of de-recognition and the consideration received is recognised in the consolidated statement of profit andloss.

For trade and other receivables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

(b) Financial liabilities and equity instruments

Classification as debt or equity

Financial liabilities and equity instruments issued by the Group are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Group afterdeducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Financial Liabilities

Financial liabilitiesare initially measured at fair value, net of transaction costs, and are subsequently measuredat amortised cost, using the effective interest rate method where the time value of money is significant. Interest bearing bank loans, overdrafts and issued debt are initially measured at fair value and are subsequently measured at amortised cost using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in the consolidated statement of profit and loss.

For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

a. Financial guarantee contracts

Financial guarantee contracts issued by the Group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee.

b. De-recognition

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

Notes to the consolidated financial statements for the year ended March 31, 2021

Put Option Liability

The potential cash payments related to put options issued by the Group over the equity of subsidiary companies to non-controlling interests are accounted for as financial liabilities when such options may only be settled other than by exchange of a fixed amount of cash or another financial asset for a fixed number of shares in the subsidiary. The financial liability for such put option is accounted for under IND AS 109.

The amount that may become payable under the option on exercise is initially recognised at fair value under other financial liabilities with a corresponding charge directly to equity. All subsequent changes in the carrying amount of the financial liability are recognised in the profit or loss attributable to the parent. The entity recognises both the non-controlling interest and the financial liability under the NCI put. It continues to measure non-controlling interests at proportionate share of net assets.

If the put option is exercised, the entity accounts for an increase in its ownership interest. At the same time, the entity derecognises the financial liability and recognises an offsetting credit in the same component of equity reduced on initial recognition. In the event that the option expires unexercised, the liability is derecognised with a corresponding adjustment to equity.

Off-setting of financial instruments

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

x. Derivative financial instruments

The Group uses derivative financial instruments, such as call spread options, interest rate swap etc. forward currency contractsto hedge its foreign currency risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss, except for the effective portion of cash flow hedges, which is recognised in consolidated OCI and later reclassified to profit or loss when the hedge item affects profit or loss.

For the purpose of hedge accounting, hedges are classified as:

a) Fair value hedges when hedging the exposure to changes in the fair value of a recognised asset or liability or an unrecognised firm commitment;

b) Cash flow hedges when hedging the exposure to variability in cash flows that is either attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction or the foreign currency risk in an unrecognised firm commitment;

c) Hedges of a net investment in a foreign operation.

At the inception of a hedge relationship, the Group formally designates and documents the hedge relationship to which the Group wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes the Group's risk management objective and strategy for undertaking hedge, the hedging / economic relationship, the hedged item or transaction, the nature of the risk being hedged, hedge ratio and how the entity will assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the hedged risk. Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated.

Cash flow hedges that meet the strict criteria for hedge accounting are accounted for as described below:

The effective portion of the gain or loss on the hedging instrument is recognised in consolidated OCI in the cash flow hedge reserve, while any ineffective portion is recognised immediately in the consolidated statement of profit and loss.

Amounts recognised as consolidated OCI are transferred to profit or loss when the hedged transaction affects profit or loss, such as when the hedged financial income or financial expense is recognised or when a forecast sale occurs.

If the hedging instrument expires or is sold, terminated or exercised without replacement or rollover (as part of the hedging strategy), or if its designation as a hedge is revoked, or when the hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss previously recognised in consolidated OCI remains separately in equity until the forecast transaction occurs or the foreign currency firm commitment is met.

y. Convertible preference shares/debentures

Convertible preference shares / debentures are separated into liability and equity components based on the terms of the contract.

On issuance of the convertible preference shares / debentures, the fair value of the liability component is determined using a market rate for an equivalent non-convertible instrument. This amount is classified as a financial liability measured at amortised cost (net of transaction costs) until it is extinguished on conversion or redemption.

The remainder of the proceeds is allocated to the conversion option that is recognised and included in equity since conversion option meets Ind AS 32 criteria for conversion right. Transaction costs are deducted from equity, net of associated income tax. The carrying amount of the conversion option is not re-measured in subsequent years.

Transaction costs are apportioned between the liability and equity components of the convertible preference shares / debentures based on the allocation of proceeds to the liability and equity components when the instruments are initially recognised.

z. Cash and cash equivalents

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

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

aa. Cash dividend

The Group recognises a liability to make cash distributions to equity holders of the respectiveCompanieswhen the distribution is authorised and the distribution is no longer at the discretion of suchCompany. Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the respective Company's Board of Directors.

bb. Foreign currencies

Transactions in foreign currencies are initially recorded by the Group's entities at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the Group uses an average rate if the average approximates the actual rate at the date of the transaction.

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

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss with the exception of the following:

- Exchange differences arising on monetary items that forms part of a reporting entity's net investment in a foreign operation are recognised in profit or loss in the separate financial statements of the reporting entity or the individual financial statements of the foreign operation, as appropriate. In the financial statements that include the foreign operation and the reporting entity (e.g., consolidated financial statements when the foreign operation is a subsidiary), such exchange differences are recognised initially in OCI. These exchange differences are reclassified from equity to profit or loss on disposal of the net investment.
- Exchange differences arising on monetary items that are designated as part of the hedge of the Group's net investment of a foreign operation. These are recognised in OCI until the net investment is disposed of, at which time, the cumulative amount is reclassified to profit or loss.
- Tax charges and credits attributable to exchange differences on those monetary items are also recorded inOCI.
- Exchange differences arising on translation of long term foreign currency monetary items recognised in the financial statements before the beginning of the first Ind AS financial reporting period in respect of which the Group has elected to recognise such exchange differences in equity or as part of cost of assets as allowed under Ind AS 101-"First time adoption of Indian Accounting Standard" are recognised directly in equity or added/ deducted to/ from the cost of assets as the case may be. Such exchange differences recognised in equity or as part of cost of assets is recognised in the statement of profit and loss on a systematic basis.

Notes to the consolidated financial statements for the year ended March 31, 2021

Group companies:

On consolidation, the assets and liabilities of foreign operations are translated into Indian Rupees at the rate of exchange prevailing at the reporting date and their statements of profit or loss are translated at exchange rates prevailing at the dates of the transactions. For practical reasons, the Group uses an average rate to translate income and expense items, if the average rate approximates the exchange rates at the dates of the transactions. The exchange differences arising on translation for consolidation are recognised in OCI. On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is recognised in the consolidated statement of profit and loss.

cc. Exceptional items

An item of income or expense which due to its size, type or incidence requires disclosure in order to improve an understanding of the performance of the Group is treated as an exceptional item and the same is disclosed in the consolidated financial statements.

dd. Treasury shares

The Holding Company has created a Staff Welfare Trust ('SWT') for providing staff welfare to its employees. The Holding Company treats SWT as its extension and shares held by SWT are treated as treasury shares. Own equity instruments that are reacquired (treasury shares) are recognised at cost and deducted from equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Holding Company's own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognised in capital reserve.

ee. Corporate social responsibility ('CSR') expenditure

The Group charges its CSR expenditure during the year to the consolidated statement of profit and loss.

ff. Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

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

Notes to the consolidated financial statements for the year ended March 31, 2021

2.3. The entities consolidated in the consolidated financial statements are listed below:

Sl. No.	Name of the entity	Country of incorporation	Relationship as at March 31, 2021	Percentage of effective ownership interest held (directly and indirectly) as at		Percentage of voting rights held as at		As % of consolidated net assets	Net assets, i.e, total assets minus total liabilities*	As % of consolidated net assets	Net assets, i.e, total assets minus total liabilities*	As % of total profit after tax	Profit after tax*	As % of total profit after tax	Profit after tax*	As % of other comprehensive income	Other comprehensive income*	As % of other comprehensive income	Other comprehensive income*	As % of total comprehensive income	Total comprehensive income*	As % of total comprehensive income	Total comprehensive income*
				March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021		March 31, 2020		March 31, 2021		March 31, 2020		March 31, 2021		March 31, 2020		March 31, 2021		March 31, 2020	
Parent																							
1	GMR Infrastructure Limited (GIL)	India	Holding Company					25.28%	9,746.46	27.64%	12,067.74	24.38%	(1,279.68)	33.27%	(1,479.12)	55.44%	(1,115.93)	44.51%	1,996.25	32.99%	(2,395.61)	1332.12%	517.13
Subsidiaries																							
Indian																							
2	GMR Energy Trading Limited (GETL)	India	Subsidiary	81.00%	81.00%	81.00%	81.00%	0.19%	74.82	0.14%	62.52	-0.24%	12.34	-0.07%	2.91	0.00%	(0.04)	0.00%	(0.02)	-0.17%	12.30	7.43%	2.88
3	GMR Londa Hydropower Private Limited (GLHPPL)	India	Subsidiary[14]	82.16%	100.00%	100.00%	100.00%	-0.23%	(89.08)	-0.18%	(79.88)	0.18%	(9.20)	0.14%	(6.24)	0.00%	-	0.00%	-	0.13%	(9.20)	-16.07%	(6.24)
4	GMR Mining & Energy Private Limited (GMEL)	India	Subsidiary[14]	82.16%	100.00%	100.00%	100.00%	0.00%	(1.08)	0.00%	(0.03)	0.00%	-	0.00%	-	0.00%	-	0.00%	(0.01)	0.00%	(0.00)	-0.02%	(0.01)
5	GMR Generation Assets Limited (GGAL)	India	Subsidiary[14]	82.16%	100.00%	82.16%	100.00%	-1.85%	(714.48)	-0.14%	(61.21)	11.30%	(592.88)	27.00%	(1,200.13)	0.00%	-	0.00%	0.02	8.17%	(592.88)	-3091.48%	(1,200.11)
6	GMR Power Infra Limited (GPIL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	-0.02%	(8.39)	-0.02%	(6.56)	0.03%	(1.83)	0.04%	(1.69)	0.00%	-	0.00%	-	0.03%	(1.83)	-4.35%	(1.69)
7	GMR Highways Limited (GMRHL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	2.57%	989.09	2.47%	1,079.56	1.73%	(90.57)	0.41%	(18.08)	-0.01%	0.11	0.00%	-	1.25%	(90.46)	-46.58%	(18.08)
8	GMR Tambaram Tindivanam Expressways Limited (GTTEL)	India	Subsidiary[14]	95.18%	100.00%	100.00%	100.00%	0.69%	264.26	0.57%	247.47	-0.32%	16.80	-0.30%	13.38	0.00%	-	0.00%	0.22	-0.23%	16.80	35.03%	13.60
9	GMR Tuni Anakapalli Expressways Limited (GTAEL)	India	Subsidiary[14]	95.18%	100.00%	100.00%	100.00%	0.38%	146.81	0.31%	136.97	-0.19%	9.84	-0.24%	10.75	0.00%	-	0.00%	0.01	-0.14%	9.84	27.71%	10.76
10	GMR Ambala Chandigarh Expressways Private Limited (GACEPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	-0.72%	(277.35)	-0.46%	(201.31)	1.45%	(76.00)	1.11%	(49.46)	0.00%	(0.04)	0.00%	(0.01)	1.05%	(76.04)	-127.41%	(49.46)
11	GMR Pochanpalli Expressways Limited (GPEL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.62%	238.24	0.53%	230.23	-0.15%	7.99	-0.27%	11.81	0.00%	0.02	0.00%	(0.02)	-0.11%	8.01	30.37%	11.79
12	GMR Hyderabad Vijayawada Expressways Private Limited (GHVEPL)	India	Subsidiary	90.00%	90.00%	90.00%	90.00%	-2.16%	(830.95)	-1.48%	(644.14)	3.56%	(186.82)	4.31%	(191.80)	0.00%	0.01	0.00%	(0.01)	2.57%	(186.81)	-494.10%	(191.81)
13	GMR Chennai Outer Ring Road Private Limited (GCORRPL)	India	Subsidiary	90.00%	90.00%	90.00%	90.00%	0.04%	16.76	0.14%	61.48	0.86%	(45.35)	0.12%	(5.39)	0.00%	(0.03)	0.00%	(0.06)	0.63%	(45.38)	-14.04%	(5.45)
14	GMR Hyderabad International Airport Limited (GHIAL)	India	Subsidiary2	32.13%	47.26%	63.00%	63.00%	5.53%	2,133.04	5.32%	2,321.17	2.88%	(151.05)	-14.32%	636.82	1.84%	(37.04)	2.95%	132.11	2.59%	(188.09)	1980.77%	768.93
15	Gateways for India Airports Private Limited (GFIAL)	India	Subsidiary	86.49%	86.49%	86.49%	86.49%	0.01%	2.55	0.01%	2.59	0.00%	(0.04)	0.00%	0.08	0.00%	-	0.00%	-	0.00%	(0.04)	0.21%	0.08
16	GMR Aerostructure Services Limited (GASL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	-0.05%	(19.74)	-0.29%	(124.89)	0.71%	(37.47)	1.08%	(48.18)	0.00%	-	0.00%	-	0.52%	(37.47)	-124.10%	(48.18)
17	GMR Logistics Park Private Limited (GLPPL)	India	NA[2,11]	NA	47.26%	NA	100.00%	0.00%	-	0.13%	58.44	0.00%	-	0.01%	(0.55)	0.00%	-	0.00%	-	0.00%	-	-1.42%	(0.55)
18	GMR Hyderabad Aerotropolis Limited (GHAL)	India	Subsidiary[2]	32.13%	47.26%	100.00%	100.00%	0.19%	74.58	0.18%	77.45	0.06%	(3.01)	0.06%	(2.48)	-0.01%	0.14	0.00%	-	0.04%	(2.87)	-6.40%	(2.48)
19	GMR Hyderabad Aviation SEZ Limited (GHASL)	India	Subsidiary[2]	32.13%	47.26%	100.00%	100.00%	0.12%	46.99	0.11%	47.33	0.01%	(0.37)	0.10%	(4.36)	0.00%	0.03	0.00%	-	0.00%	(0.34)	-11.24%	(4.36)
20	GMR Air Cargo and Aerospace Engineering Limited (GACAEL)	India	Subsidiary[2]	32.13%	47.26%	100.00%	100.00%	0.01%	2.30	-0.01%	(3.56)	-0.11%	5.68	-0.37%	16.37	-0.01%	0.17	-0.01%	(0.38)	-0.08%	5.85	41.20%	16.00
21	GMR Aero Technic Limited (GATL)	India	Subsidiary[2]	32.13%	47.26%	100.00%	100.00%	0.00%	0.11	0.00%	0.43	0.01%	(0.32)	0.00%	0.06	0.00%	-	0.00%	-	0.00%	(0.32)	0.14%	0.06
22	GMR Airport Developers Limited (GADL)	India	Subsidiary[2]	51.00%	75.01%	100.00%	100.00%	0.18%	70.29	0.13%	55.45	-0.47%	24.57	-0.39%	17.33	-0.02%	0.47	-0.02%	(0.83)	-0.34%	25.04	42.50%	16.50
23	GMR Hospitality and Retail Limited (GHRL)	India	Subsidiary[2]	32.13%	47.26%	100.00%	100.00%	0.02%	7.68	0.07%	29.08	0.41%	(21.61)	-0.18%	8.11	-0.01%	0.20	0.00%	(0.13)	0.29%	(21.41)	20.57%	7.98
24	GMR Hyderabad Airport Power Distribution Limited (GHAPDL)	India	NA[13]	NA	47.26%	NA	100.00%	0.00%	-	0.00%	-	0.00%	-	0.00%	(0.02)	0.00%	-	0.00%	-	0.00%	-	-0.05%	(0.02)
25	Delhi International Airport Limited (DIAL)	India	Subsidiary[2]	32.64%	48.01%	64.00%	64.00%	6.63%	2,554.77	6.28%	2,742.45	6.05%	(317.41)	-0.30%	13.15	-6.45%	129.77	0.25%	11.27	2.58%	(187.64)	62.89%	24.42
26	Delhi Aerotropolis Private Limited (DAPL)	India	Subsidiary[2]	32.64%	48.01%	100.00%	100.00%	0.00%	(0.06)	0.00%	(0.06)	0.00%	-	0.00%	-	0.00%	-	0.00%	-	0.00%	-	0.00%	-

Notes to the consolidated financial statements for the year ended March 31, 2021

Sl. No.	Name of the entity	Country of incor-poration	Relati-onship as at March 31, 2021	Percentage of effective ownership interest held (directly and indirectly) as at		Percentage of voting rights held as at		As % of conso-lidated net assets	Net assets, i.e, total assets minus total liabilities*	As % of conso-lidated net assets	Net assets, i.e, total assets minus total liabil-ities*	As % of total profit after tax	Profit after tax*	As % of total profit after tax	Profit after tax*	As % of other compre-hensive income	Other compre-hensive income*	As % of other compre-hensive income	Other compre-hensive income*	As % of total compre-hensive income	Total compre-hensive income*	As % of total compre-hensive income	Total compre-hensive income*
				March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021		March 31, 2020		March 31, 2021		March 31, 2020		March 31, 2021		March 31, 2020		March 31, 2021		March 31, 2020	
27	Delhi Airport Parking Services Private Limited (DAPSL)	India	Subsidiary[2]	36.74%	54.03%	90.00%	90.00%	0.18%	70.40	0.21%	91.59	0.40%	(21.25)	-0.80%	35.72	0.00%	0.06	0.00%	(0.10)	0.29%	(21.19)	91.75%	35.62
28	GMR Airports Limited (GAL)	India	Subsidiary[2]	51.00%	75.01%	51.00%	75.01%	40.44%	15,591.56	36.90%	16,108.41	4.91%	(257.74)	-1.68%	74.86	49.07%	(987.81)	54.36%	2,437.61	17.15%	(1,245.55)	6472.10%	2,512.47
29	GMR Nagpur International Airport Limited (GNIAL)	India	Subsidiary[2,6]	51.00%	75.01%	100.00%	100.00%	0.00%	(0.02)	0.00%	(0.02)	0.00%	-	0.00%	(0.03)	0.00%	-	0.00%	-	0.00%	(0.00)	-0.07%	(0.03)
30	GMR Kannur Duty Free Services Limited (GKDFSL)	India	Subsidiary[2,6]	51.00%	75.01%	100.00%	100.00%	0.00%	0.86	0.00%	(0.02)	0.00%	(0.11)	0.00%	(0.03)	0.00%	-	0.00%	-	0.00%	(0.11)	-0.08%	(0.03)
31	GMR Aviation Private Limited (GAPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.34%	131.41	0.30%	129.56	-0.03%	1.84	0.11%	(4.67)	0.00%	0.02	0.00%	(0.06)	-0.03%	1.86	-12.18%	(4.73)
32	GMR Krishnagiri SIR Limited (GKSIR)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	-0.07%	(27.93)	0.26%	111.81	2.64%	(138.70)	0.06%	(2.59)	0.00%	-	0.00%	-	1.91%	(138.70)	-6.66%	(2.59)
33	Advika Properties Private Limited (APPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.00%	(1.29)	0.00%	0.70	0.04%	(2.00)	0.00%	(0.03)	0.00%	-	0.00%	-	0.03%	(2.00)	-0.07%	(0.03)
34	Aklima Properties Private Limited (AKPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.00%	1.04	0.00%	0.78	0.00%	0.26	0.00%	(0.02)	0.00%	-	0.00%	-	0.00%	0.26	-0.06%	(0.02)
35	Amartya Properties Private Limited (AMPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.00%	(0.50)	0.00%	0.18	0.01%	(0.69)	0.01%	(0.63)	0.00%	-	0.00%	-	0.01%	(0.69)	-1.63%	(0.63)
36	Baruni Properties Private Limited (BPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.00%	(1.02)	0.00%	0.87	0.04%	(1.89)	0.00%	(0.02)	0.00%	-	0.00%	-	0.03%	(1.89)	-0.06%	(0.02)
37	Bougainvillea Properties Private Limited (BOPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.00%	1.44	0.00%	1.52	0.00%	(0.08)	0.00%	(0.17)	0.00%	-	0.00%	-	0.00%	(0.08)	-0.45%	(0.17)
38	Camelia Properties Private Limited (CPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.02%	6.35	0.00%	0.26	-0.12%	6.09	0.00%	(0.15)	0.00%	-	0.00%	-	-0.08%	6.09	-0.38%	(0.15)
39	Deepesh Properties Private Limited (DPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.02%	8.98	0.01%	2.49	-0.12%	6.49	0.00%	(0.03)	0.00%	-	0.00%	-	-0.09%	6.49	-0.08%	(0.03)
40	Eila Properties Private Limited (EPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.00%	(0.53)	0.00%	0.56	0.02%	(1.09)	0.01%	(0.22)	0.00%	-	0.00%	-	0.01%	(1.09)	-0.57%	(0.22)
41	Gerbera Properties Private Limited (GPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.01%	3.34	0.00%	0.50	-0.05%	2.84	0.00%	(0.06)	0.00%	-	0.00%	-	-0.04%	2.84	-0.15%	(0.06)
42	Lakshmi Priya Properties Private Limited (LPPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.00%	(0.97)	0.00%	0.81	0.03%	(1.78)	0.00%	(0.05)	0.00%	-	0.00%	-	0.02%	(1.78)	-0.12%	(0.05)
43	Honeysuckle Properties Private Limited (HPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.00%	0.81	0.00%	1.09	0.01%	(0.28)	0.00%	(0.03)	0.00%	-	0.00%	-	0.00%	(0.28)	-0.09%	(0.03)
44	Idika Properties Private Limited (IPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.00%	(0.60)	0.00%	0.65	0.02%	(1.25)	0.00%	(0.15)	0.00%	-	0.00%	-	0.02%	(1.25)	-0.37%	(0.15)
45	Krishnapriya Properties Private Limited (KPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.00%	1.09	0.00%	0.77	-0.01%	0.32	0.00%	(0.03)	0.00%	-	0.00%	-	0.00%	0.32	-0.07%	(0.03)
46	Larkspur Properties Private Limited (LAPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.01%	5.49	0.00%	1.42	-0.08%	4.07	0.00%	(0.06)	0.00%	-	0.00%	-	-0.06%	4.07	-0.15%	(0.06)
47	Nadira Properties Private Limited (NPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.00%	0.68	0.00%	1.00	0.01%	(0.32)	0.00%	(0.03)	0.00%	-	0.00%	-	0.00%	(0.32)	-0.08%	(0.03)
48	Padmapriya Properties Private Limited (PAPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.01%	3.41	0.00%	0.66	-0.05%	2.75	0.00%	0.05	0.00%	-	0.00%	-	-0.04%	2.75	0.12%	0.05
49	Prakalpa Properties Private Limited (PPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.00%	(0.94)	0.00%	0.73	0.03%	(1.66)	0.00%	(0.05)	0.00%	-	0.00%	-	0.02%	(1.66)	-0.14%	(0.05)
50	Purnachandra Properties Private Limited (PUPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.01%	1.95	0.00%	0.61	-0.03%	1.33	0.00%	(0.12)	0.00%	-	0.00%	-	-0.02%	1.33	-0.30%	(0.12)
51	Shreyadita Properties Private Limited (SPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.00%	0.57	0.00%	0.54	0.00%	0.03	0.00%	(0.12)	0.00%	-	0.00%	-	0.00%	0.03	-0.30%	(0.12)
52	Pranesh Properties Private Limited (PRPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.00%	0.75	0.00%	0.81	0.00%	(0.05)	0.00%	(0.03)	0.00%	-	0.00%	-	0.00%	(0.05)	-0.08%	(0.03)
53	Sreepa Properties Private Limited (SRPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.00%	1.19	0.00%	0.70	-0.01%	0.49	0.00%	(0.14)	0.00%	-	0.00%	-	-0.01%	0.49	-0.36%	(0.14)
54	Radhapriya Properties Private Limited (RPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.00%	(1.89)	0.00%	0.72	0.05%	(2.61)	0.00%	(0.04)	0.00%	-	0.00%	-	0.04%	(2.61)	-0.10%	(0.04)
55	Asteria Real Estates Private Limited (AREPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.00%	(0.23)	0.00%	(0.20)	0.00%	(0.03)	0.00%	(0.01)	0.00%	-	0.00%	-	0.00%	(0.03)	-0.04%	(0.01)
56	Lantana Properies Private Limited (Lantana)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.01%	3.16	0.00%	(0.73)	-0.07%	3.89	0.00%	(0.04)	0.00%	-	0.00%	-	-0.05%	3.89	-0.10%	(0.04)

Notes to the consolidated financial statements for the year ended March 31, 2021

Sl. No.	Name of the entity	Country of incorporation	Relationship as at March 31, 2021	Percentage of effective ownership interest held (directly and indirectly) as at		Percentage of voting rights held as at		As % of consolidated net assets	Net assets, i.e, total assets minus total liabilities*	As % of consolidated net assets	Net assets, i.e, total assets minus total liabilities*	As % of total profit after tax	Profit after tax*	As % of total profit after tax	Profit after tax*	As % of other comprehensive income	Other comprehensive income*	As % of other comprehensive income	Other comprehensive income*	As % of total comprehensive income	Total comprehensive income*	As % of total comprehensive income	Total comprehensive income*
				March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021		March 31, 2020		March 31, 2021		March 31, 2020		March 31, 2021		March 31, 2020		March 31, 2021		March 31, 2020	
57	Namitha Real Estates Private Limited (NREPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.00%	(1.88)	0.00%	(1.73)	0.00%	(0.15)	0.00%	(0.15)	0.00%	-	0.00%	-	0.00%	(0.15)	-0.38%	(0.15)
58	Honey Flower Estates Private Limited (HFEPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.10%	38.82	0.09%	37.94	-0.02%	0.88	0.00%	0.04	0.00%	-	0.00%	-	-0.01%	0.88	0.11%	0.04
59	GMR SEZ & Port Holdings Limited (GSPHL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	-0.39%	(148.75)	0.37%	160.99	0.96%	(50.28)	0.77%	(34.39)	0.00%	-	0.00%	-	0.69%	(50.28)	-88.60%	(34.39)
60	Suzone Properties Private Limited (SUPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	-0.01%	(4.67)	-0.01%	(3.10)	0.02%	(0.94)	0.00%	(0.04)	0.00%	-	0.00%	-	0.01%	(0.94)	-0.11%	(0.04)
61	Lilliam Properties Private Limited (LPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	-0.01%	(2.59)	-0.01%	(2.22)	-0.01%	0.27	0.00%	0.20	0.00%	-	0.00%	-	0.00%	0.27	0.52%	0.20
62	GMR Corporate Affairs Private Limited (GCAPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	-0.01%	(3.35)	-0.04%	(18.22)	-0.07%	3.64	0.10%	(4.61)	0.00%	-	0.00%	-	-0.05%	3.64	-11.87%	(4.61)
63	Dhruvi Securities Private Limited (DSPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.54%	209.67	0.57%	247.97	-0.20%	10.29	-0.65%	28.88	2.41%	(48.59)	0.62%	27.62	0.53%	(38.30)	145.54%	56.50
64	Kakinada SEZ Limited (KSL)	India	NA[3,12]	NA	51.00%	NA	51.00%	0.00%	-	0.18%	79.42	0.06%	(3.27)	0.01%	(0.62)	0.00%	0.01	0.00%	(0.08)	0.04%	(3.26)	-1.80%	(0.70)
65	GMR Business Process and Services Private Limited (GBPSPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.11%	42.89	-0.02%	(8.76)	-0.98%	51.65	-0.07%	3.16	0.00%	-	0.00%	-	-0.71%	51.65	8.14%	3.16
66	Raxa Security Services Limited (RSSL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.16%	62.32	0.14%	61.30	-0.04%	1.95	-0.15%	6.54	0.05%	(0.94)	-0.04%	(1.58)	-0.01%	1.01	12.80%	4.97
67	GMR Infra Services Limited (GISL)	India	NA[2,3]	NA	NA	NA	NA	0.00%	-	0.00%	-	0.00%	-	15.34%	(681.77)	0.00%	-	0.00%	-	0.00%	-	-1756.23%	(681.77)
68	Kakinada Gateway Port Limted (KGPL)	India	NA[3,12]	NA	51.00%	NA	100.00%	0.00%	-	0.41%	176.99	0.00%	(0.02)	0.00%	(0.01)	0.00%	-	0.00%	-	0.00%	(0.02)	-0.01%	(0.01)
69	GMR Power and Urban Infra Limited (GPUIL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.00%	(0.34)	0.00%	(0.29)	0.00%	(0.04)	0.01%	(0.39)	0.00%	-	0.00%	-	0.00%	(0.04)	-1.01%	(0.39)
70	GMR Goa International Airport Limited (GIAL)	India	Subsidiary[2]	50.99%	75.00%	99.99%	99.99%	0.96%	369.38	0.42%	184.60	0.08%	(4.22)	0.08%	(3.40)	0.00%	-	0.00%	-	0.06%	(4.22)	-8.76%	(3.40)
71	GMR Infra Developers Limited (GIDL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	1.22%	470.04	1.11%	484.27	2.57%	(134.97)	19.44%	(864.26)	-6.00%	120.73	0.00%	-	0.20%	(14.24)	-2226.32%	(864.26)
72	GMR Vishakhapatnam International Airport Limited (GVIAL)	India	Subsidiary[10]	51.00%	NA	100.00%	NA	0.02%	8.82	-	-	0.00%	(0.18)	-	-	0.00%	-	-	-	0.00%	(0.18)	-	-
73	GMR Hyderabad Airport Assets Limited (GHAAL)	India	Subsidiary[10]	32.13%	NA	100.00%	NA	0.00%	0.09	-	-	0.00%	(0.01)	-	-	0.00%	-	-	-	0.00%	(0.01)	-	-
Foreign																							
74	GMR Energy (Cyprus) Limited (GECL)	Cyprus	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.00%	-	-0.35%	(151.28)	0.00%	(0.11)	0.36%	(16.06)	0.27%	(5.34)	-0.11%	(5.00)	0.08%	(5.45)	-54.24%	(21.06)
75	GMR Energy (Netherlands) B.V. (GENBV)	Netherlands	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.68%	261.33	0.55%	238.21	-0.34%	17.74	0.24%	(10.69)	0.19%	(3.78)	-0.07%	(3.31)	-0.19%	13.96	-36.07%	(14.00)
76	GMR Energy Projects (Mauritius) Limited (GEPML)	Mauritius	Subsidiary	100.00%	100.00%	100.00%	100.00%	-4.82%	(1,858.38)	-3.97%	(1,734.58)	1.60%	(83.99)	1.90%	(84.37)	1.98%	(39.81)	-0.86%	(38.58)	1.71%	(123.80)	-316.71%	(122.95)
77	GMR Infrastructure (Singapore) Pte Limited (GISPL)	Singapore	Subsidiary	100.00%	100.00%	100.00%	100.00%	4.75%	1,831.23	3.77%	1,645.10	-2.85%	149.35	-2.43%	108.20	-1.37%	27.51	0.67%	29.99	-2.44%	176.86	355.98%	138.19
78	GMR Coal Resources Pte Limited (GCRPL)	Singapore	Subsidiary	100.00%	100.00%	100.00%	100.00%	2.62%	1,011.15	-1.21%	(527.59)	1.65%	(86.68)	3.32%	(147.44)	1.19%	(24.00)	-0.52%	(23.10)	1.52%	(110.68)	-439.32%	(170.55)
79	GADL International Limited (GADLIL)	Isle of Man	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.00%	0.05	0.00%	0.12	0.00%	(0.06)	0.00%	(0.03)	0.02%	(0.40)	-0.01%	(0.38)	0.01%	(0.46)	-1.08%	(0.42)
80	GADL (Mauritius) Limited (GADLML)	Mauritius	NA[13]	NA	75.01%	NA	100.00%	0.00%	-	0.00%	0.01	0.00%	-	0.00%	0.05	0.00%	-	0.00%	(0.03)	0.00%	-	0.06%	0.02
81	GMR Male International Airport Private Limited (GMIAL)	Maldives	Subsidiary	76.87%	76.87%	76.87%	76.87%	1.66%	640.65	1.43%	625.89	0.00%	(0.02)	0.08%	(3.70)	-0.48%	9.71	0.22%	9.65	-0.13%	9.69	15.33%	5.95
82	GMR Airports International B.V. (GAIBV)	Netherlands	Subsidiary[2]	51.00%	75.01%	100.00%	100.00%	-0.81%	(312.37)	-0.40%	(176.54)	2.54%	(133.47)	3.42%	(151.96)	0.13%	(2.53)	-0.07%	(3.16)	1.87%	(136.00)	-399.57%	(155.11)
83	GMR Airport Singapore PTE Limited (GASPL)	Singapore	Subsidiary[2,6]	51.00%	75.01%	100.00%	100.00%	0.01%	4.02	0.00%	(0.71)	0.36%	(18.82)	0.08%	(3.73)	-0.01%	0.17	0.00%	(0.05)	0.26%	(18.65)	-9.72%	(3.77)
84	GMR Airports (Mauritius) Limited (GAML)	Mauritius	Subsidiary[2]	51.00%	75.01%	100.00%	100.00%	0.00%	-	0.01%	2.94	0.06%	(3.04)	0.01%	(0.36)	0.00%	0.09	0.00%	0.04	0.04%	(2.95)	-0.82%	(0.32)
85	GMR Infrastructure (Mauritius) Limited (GIML)	Mauritius	Subsidiary	100.00%	100.00%	100.00%	100.00%	1.77%	684.22	2.02%	883.91	4.26%	(223.57)	-2.30%	102.04	-0.36%	7.22	0.07%	3.35	2.98%	(216.35)	271.49%	105.39

Notes to the consolidated financial statements for the year ended March 31, 2021

Sl. No.	Name of the entity	Country of incorporation	Relationship as at March 31, 2021	Percentage of effective ownership interest held (directly and indirectly) as at		Percentage of voting rights held as at		As % of consolidated net assets	Net assets, i.e, total assets minus total liabilities*	As % of consolidated net assets	Net assets, i.e, total assets minus total liabilities*	As % of total profit after tax	Profit after tax*	As % of total profit after tax	Profit after tax*	As % of other comprehensive income	Other comprehensive income*	As % of other comprehensive income	Other comprehensive income*	As % of total comprehensive income	Total comprehensive income*	As % of total comprehensive income	Total comprehensive income*
				March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021		March 31, 2020		March 31, 2021		March 31, 2020		March 31, 2021		March 31, 2020		March 31, 2021		March 31, 2020	
86	GMR Infrastructure (Cyprus) Limited (GICL)	Cyprus	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.06%	22.12	0.25%	108.00	-0.01%	0.73	-0.04%	1.99	1.10%	(22.05)	-0.47%	(21.07)	0.29%	(21.32)	-49.15%	(19.08)
87	GMR Infrastructure Overseas Limited, Malta (GIOL)	Malta	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.12%	45.86	0.09%	41.20	0.01%	(0.71)	0.02%	(0.94)	-0.23%	4.72	0.01%	0.51	-0.06%	4.01	-1.10%	(0.43)
88	GMR Infrastructure (UK) Limited (GIUL)	United Kingdom	Subsidiary	100.00%	100.00%	100.00%	100.00%	-0.02%	(8.86)	0.00%	1.54	0.08%	(4.02)	0.08%	(3.74)	0.48%	(9.75)	-0.19%	(8.68)	0.19%	(13.77)	-32.00%	(12.42)
89	GMR Infrastructure (Global) Limited (GIGL)	Isle of Man	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.00%	-	2.39%	1,044.88	20.66%	(1,084.21)	-0.01%	0.51	-0.81%	16.25	0.03%	1.52	14.71%	(1,067.96)	5.21%	2.02
90	GMR Energy (Global) Limited (GEGL)	Isle of Man	NA[13]	NA	100.00%	NA	100.00%	0.00%	-	0.00%	(0.28)	0.00%	-	0.00%	(0.07)	0.00%	-	-0.53%	(23.58)	0.00%	-	-60.93%	(23.65)
91	Indo Tausch Trading DMCC (Indo Tausch)	United Arab Emirates	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.00%	0.58	0.00%	0.82	0.01%	(0.27)	0.01%	(0.27)	0.00%	(0.02)	0.00%	(0.02)	0.00%	(0.29)	-0.77%	(0.30)
92	GMR Infrastructure (Overseas) Limited (GI(O)L)	Mauritius	Subsidiary	100.00%	100.00%	100.00%	100.00%	-2.53%	(973.66)	-2.15%	(938.58)	-1.23%	64.45	-10.18%	452.67	1.61%	(32.38)	-0.74%	(33.03)	-0.44%	32.07	1080.99%	419.64
93	GMR Airports Greece Single Member S.A.	Greece	Subsidiary[10]	51.00%	NA	100.00%	NA	0.00%	(0.33)	0.00%	-	0.01%	(0.52)	0.00%	-	0.00%	(0.03)	0.00%	-	0.01%	(0.55)	0.00%	-
Joint ventures (investment as per equity method) and Jointly controlled operations																							
Indian																							
94	GMR Energy Limited (GEL)	India	Joint Venture[1,5]	69.58%	69.58%	51.73%	51.73%	3.30%	1,272.32	4.35%	1,897.31	11.88%	(623.33)	26.76%	(1,189.62)	0.00%	-	-0.02%	(0.71)	8.58%	(623.33)	-3066.28%	(1,190.33)
95	GMR Bajoli Holi Hydropower Private Limited (GBHHPL)	India	Joint Venture[2,14]	6.57%	9.67%	20.14%	20.14%	0.25%	96.55	0.22%	95.35	0.24%	(12.82)	0.65%	(29.06)	0.00%	0.04	0.00%	(0.03)	0.18%	(12.78)	-74.95%	(29.10)
96	Delhi Duty Free Services Private Limited (DDFS)	India	Joint Venture[2]	24.97%	36.73%	66.93%	66.93%	0.78%	300.68	0.75%	326.92	0.50%	(26.42)	-1.93%	85.93	-0.01%	0.19	-0.01%	(0.27)	0.36%	(26.23)	220.66%	85.66
97	Laqshya Hyderabad Airport Media Private Limited (Laqshya)	India	Joint Venture[2]	15.74%	23.16%	49.00%	49.00%	0.06%	22.86	0.05%	22.74	0.00%	0.10	-0.10%	4.50	0.00%	0.02	0.00%	0.02	0.00%	0.12	11.64%	4.52
98	Delhi Aviation Services Private Limited (DASPL)	India	Joint Venture[2]	16.32%	24.00%	50.00%	50.00%	0.06%	22.52	0.05%	21.86	-0.11%	5.66	-0.10%	4.43	0.00%	(0.01)	0.00%	(0.01)	-0.08%	5.65	11.39%	4.42
99	Delhi Aviation Fuel Facility Private Limited (DAFF)	India	Joint Venture[2]	8.49%	12.48%	26.00%	26.00%	0.17%	64.63	0.16%	70.64	0.06%	(3.23)	-0.23%	10.07	0.00%	-	0.00%	-	0.04%	(3.23)	25.94%	10.07
100	GMR Logistics Park Private Limited (GLPPL)	India	Joint Venture[2,11]	9.64%	NA	30.00%	NA	0.05%	17.70	0.00%	-	0.00%	(0.01)	0.00%	-	0.00%	-	0.00%	-	0.00%	(0.01)	0.00%	-
101	WAISL Limited (WAISL)	India	NA[2,3,7]	NA	NA	NA	NA	0.00%	-	0.00%	-	0.00%	-	-0.05%	2.41	0.00%	-	0.00%	-	0.00%	-	6.21%	2.41
102	GIL SIL JV	India	Joint Venture9	51.00%	51.00%	51.00%	51.00%	0.01%	3.42	0.01%	2.72	-0.01%	0.70	-0.06%	2.72	0.00%	-	0.00%	-	-0.01%	0.70	7.01%	2.72
Foreign																							
103	GMR Megawide Cebu Airport Corporation (GMCAC)	Philippines	Joint Venture[2,8]	20.40%	30.00%	40.00%	40.00%	1.29%	498.86	1.22%	531.89	1.37%	(72.15)	-0.72%	32.06	0.00%	(0.02)	0.00%	(0.22)	0.99%	(72.17)	82.02%	31.84
104	Limak GMR Joint Venture (CJV)	Turkey	Joint Venture	50.00%	50.00%	50.00%	50.00%	0.00%	-	0.00%	(0.96)	0.00%	(0.09)	0.01%	(0.64)	0.00%	-	0.00%	-	0.00%	(0.09)	-1.65%	(0.64)
105	Megawide GISPL Construction Joint Venture (MGCJV)	Philippines	Jointly Controlled Operations	50.00%	50.00%	50.00%	50.00%	0.02%	8.43	0.02%	8.83	-0.15%	7.96	-0.10%	4.56	-0.03%	0.65	0.02%	0.96	-0.12%	8.61	14.22%	5.52
106	Megawide GMR Construction JV, Inc. (MGCJV Inc.)	Philippines	Joint Venture[2]	25.50%	45.00%	50.00%	45.00%	0.08%	29.50	0.13%	54.86	-0.30%	15.51	-0.72%	31.89	0.00%	-	0.00%	-	-0.21%	15.51	82.15%	31.89
107	PT Golden Energy Mines Tbk (PTGEMS)	Indonesia	Joint Venture[4]	30.00%	30.00%	30.00%	30.00%	9.53%	3,675.85	8.27%	3,611.20	-3.98%	208.73	-3.10%	137.81	0.04%	(0.72)	-0.05%	(2.29)	-2.86%	208.01	349.10%	135.52
108	Heraklioncrete International Airport SA (Crete)	Greece	Joint Venture[2]	11.04%	16.23%	21.64%	21.64%	0.60%	231.84	0.50%	217.88	0.00%	(0.08)	0.08%	(3.37)	0.00%		0.00%	-	0.00%	(0.08)	-8.68%	(3.37)

Notes to the consolidated financial statements for the year ended March 31, 2021

Sl. No.	Name of the entity	Country of incor-poration	Relati-onship as at March 31, 2021	Percentage of effective ownership interest held (directly and indirectly) as at		Percentage of voting rights held as at		As % of conso-lidated net assets	Net assets, i.e, total assets minus total liabilities*	As % of conso-lidated net assets	Net assets, i.e, total assets minus total liabil-ities*	As % of total profit after tax	Profit after tax*	As % of total profit after tax	Profit after tax*	As % of other compre-hensive income	Other compre-hensive income*	As % of other compre-hensive income	Other compre-hensive income*	As % of total compre-hensive income	Total compre-hensive income*	As % of total compre-hensive income	Total compre-hensive income*
				March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021		March 31, 2020		March 31, 2021		March 31, 2020		March 31, 2021		March 31, 2020		March 31, 2021		March 31, 2020	
Associate																							
109	Celebi Delhi Cargo Terminal Management India Private Limited (CDCTM)	India	Associate[2]	8.49%	12.48%	26.00%	26.00%	0.19%	75.03	0.16%	68.26	-0.44%	23.22	-0.23%	10.30	0.00%	(0.08)	0.00%	0.01	-0.32%	23.14	26.56%	10.31
110	Travel Food Services (Delhi Terminal 3) Private Limited (TFS)	India	Associate[2]	13.06%	19.20%	40.00%	40.00%	0.02%	6.33	0.02%	8.50	0.04%	(2.22)	-0.06%	2.87	0.00%	0.05	0.00%	(0.05)	0.03%	(2.17)	7.26%	2.82
111	TIM Delhi Airport Advertising Private Limited (TIM)	India	Associate[2]	16.29%	23.96%	49.90%	49.90%	0.10%	38.94	0.09%	41.01	-0.02%	1.11	-0.24%	10.55	0.00%	0.05	0.00%	0.21	-0.02%	1.16	27.72%	10.76
112	GMR Rajahmundry Energy Limited (GREL)	India	Associate	36.97%	45.00%	45.00%	45.00%	-1.10%	(422.86)	-0.78%	(339.26)	1.91%	(100.40)	1.77%	(78.74)	0.00%	0.01	0.00%	0.01	1.38%	(100.39)	-202.81%	(78.73)
113	DIGI Yatra Foundation (DIGI)	India	Associate[2]	12.00%	17.65%	37.00%	37.00%	0.00%	-	0.00%	-	0.00%	-	0.00%	-	0.00%	-	0.00%	-	0.00%	-	0.00%	-
	Sub Total							**100.00%**	**38,556.84**	**100.00%**	**43,659.46**	**100.00%**	**(5,247.90)**	**100.00%**	**(4,445.71)**	**100.00%**	**(2,012.92)**	**100.00%**	**4,484.53**	**100.00%**	**(7,260.82)**	**100.00%**	**38.82**
	Less: Non controlling interests in all subsidiaries								(3,036.69)		(2,674.58)		(630.50)		(227.19)		58.00		(55.87)		(572.50)		(283.06)
	Consolidation adjustments/eliminations**								(34,201.59)		(40,768.99)		3,081.13		2,243.52		2,094.58		(4,460.38)		5,175.69		(2,216.86)
	Total								**1,318.56**		**215.89**		**(2,797.27)**		**(2,429.38)**		**139.64**		**(31.72)**		**(2,657.63)**		**(2,461.10)**

*The figures have been considered from the respective standalone financial statements before consolidation adjustments / eliminations.

** Consolidation adjustments/eliminations include intercompany eliminations and consolidation adjustments.

Notes to the consolidated financial statements for the year ended March 31, 2021

The reporting dates of the subsidiaries, joint ventures and associates coincide with that of the parent Company except in case of foreign subsidiaries (refer Sl. No 74 to 93) and foreign joint ventures (refer Sl. No 103 to 108) whose financial statements for the year ended on and as at December 31, 2020 were considered for the purpose of consolidated financial statements of the Group.

The financial statements of other subsidiaries / joint ventures / associates have been drawn up to the same reporting date as of the Company, i.e. March 31, 2021.

Notes:

1 During the year ended March 31, 2019, the Group has accounted for the put option to acquire additional 17.85% stake from investors in regard to GMR Energy Limited at an agreed amount. However, the same has been considered for effective holding but not for voting rights as at March 31, 2021 and March 31, 2020.

2 During the year ended March 31, 2020 change in holding % of GAL is on account of sale of subisidiary (GISL) to ADP Groupe and subsequently effectively holding in GAL reduced to 75.01%. During the year ended March 31, 2021, change in holding % of GAL on account of sale of 25% equity stake to ADP Groupe and subsequently effectively holding in GAL reduced to 51%

3 The amounts disclosed with respect to net profit / (loss) in the table above comprises of the net profit / (loss) from the operations of such entities till the date of disposal and net profit / (loss) from such disposal.

4 The amounts for net assets / (liabilities) and net profit / (loss) of PTGEMS and its joint ventures have been presented on a consolidated basis. Refer note 17 below.

5 The amounts for net assets / (liabilities) and net profit / (loss) of GEL and its subsidiaries and joint ventures have been presented on a consolidated basis. Refer note 16 below.

6 Incorporated during the year ended March 31, 2020.

7 Pursuant to sale of holding in WAISL, ceased to be joint venture of the Group.

8 The amounts for net assets / (liabilities) and net profit / (loss) of GMCAC and its joint ventures have been presented on a consolidated basis. Refer note 18 below.

9 Entity has been assessed as joint venture during the year ended March 31, 2020.

10 Incorporated during the year ended March 31, 2021.

11 GHAL (wholly owned subsidiary of GHIAL) has entered into an agreement with ESR Hyderabad 1 Pte Limited (ESR) on April 16, 2020 for dilution of its stake in GLPPL from 100% to 30%. Pursuant to this agreement GLPPL became joint venture for the Group.

12 Entity disposed during the year ended March 31, 2021. Also refer note 48(ii).

13 Entity liquidated during the year ended March 31, 2021.

14 The holding in GBHHPL is only to the extent of Group share held through DIAL. For holding in GBHHPL held by Group through GEL, refer note 16 below.

15 Refer note 47(ii).

16 The entities consolidated with GEL are listed below:

Sl. No.	Name of the entity	Country of incorporation	Relationship with GIL as at March 31, 2021	Percentage of effective ownership interest held (directly and indirectly) by GIL as at	
				March 31, 2021	March 31, 2020
1	GMR Vemagiri Power Generation Limited (GVPGL)	India	Joint Venture	69.58%	69.58%
2	GMR (Badrinath) Hydro Power Generation Private Limited (GBHPL)	India	Joint Venture	69.61%	69.61%
3	GMR Warora Energy Limited (GWEL)	India	Joint Venture	69.58%	69.58%
4	GMR Gujarat Solar Power Limited (GGSPL)	India	Joint Venture	69.58%	69.58%
5	GMR Bundelkhand Energy Private Limited (GBEPL)	India	Joint Venture	69.58%	69.58%
6	GMR Tenaga Operations and Maintenance Private Limited (GTOM)	India	Joint Venture	34.79%	34.79%
7	GMR Maharashtra Energy Limited (GMAEL)	India	Joint Venture	69.58%	69.58%
8	GMR Rajam Solar Power Private Limited (GRSPPL)	India	Joint Venture	69.58%	69.58%
9	GMR Indo-Nepal Power Corridors Limited (GINPCL)	India	Joint Venture	69.58%	69.58%
10	GMR Indo-Nepal Energy Links Limited (GINELL)	India	Joint Venture	69.58%	69.58%
11	GMR Consulting Services Limited (GCSL)	India	Joint Venture	69.58%	69.58%
12	GMR Kamalanga Energy Limited (GKEL)	India	Joint Venture	60.83%	60.83%
13	GMR Bajoli Holi Hydropower Private Limited (GBHHPL)	India	Joint Venture	55.57%	55.57%
14	Rampia Coal Mine and Energy Private Limited (RCMEPL)	India	Joint Venture	12.10%	12.10%
15	GMR Energy (Mauritius) Limited (GEML)	Mauritius	Joint Venture	71.10%	71.10%

Notes to the consolidated financial statements for the year ended March 31, 2021

Sl. No.	Name of the entity	Country of incorporation	Relationship with GIL as at March 31, 2021	Percentage of effective ownership interest held (directly and indirectly) by GIL as at	
				March 31, 2021	March 31, 2020
16	Karnali Transmission Company Private Limited (KTCPL)	Nepal	Joint Venture	71.10%	71.10%
17	GMR Lion Energy Limited (GLEL)	Mauritius	Joint Venture	71.10%	71.10%
18	GMR Upper Karnali Hydropower Limited (GUKPL)	Nepal	Joint Venture	51.90%	51.90%

17 The entities consolidated with PTGEMS are listed below.

1	PT Roundhill Capital Indonesia (RCI)	Indonesia	Joint Venture	29.70%	29.70%
2	PT Borneo Indobara (BIB)	Indonesia	Joint Venture	29.43%	29.43%
3	PT Kuansing Inti Makmur (KIM)	Indonesia	Joint Venture	30.00%	30.00%
4	PT Karya Cemerlang Persada (KCP)	Indonesia	Joint Venture	30.00%	30.00%
5	PT Bungo Bara Utama (BBU)	Indonesia	Joint Venture	30.00%	30.00%
6	PT Bara Harmonis Batang Asam (BHBA)	Indonesia	Joint Venture	30.00%	30.00%
7	PT Berkat Nusantara Permai (BNP)	Indonesia	Joint Venture	30.00%	30.00%
8	PT Tanjung Belit Bara Utama (TBBU)	Indonesia	Joint Venture	30.00%	30.00%
9	PT Trisula Kencana Sakti (TKS)	Indonesia	Joint Venture	21.00%	21.00%
10	PT Era Mitra Selaras (EMS)	Indonesia	Joint Venture	30.00%	30.00%
11	PT Wahana Rimba Lestari (WRL)	Indonesia	Joint Venture	30.00%	30.00%
12	PT Berkat Satria Abadi (BSA)	Indonesia	Joint Venture	30.00%	30.00%
13	GEMS Trading Resources Pte Limited (GEMSCR)	Singapore	Joint Venture	30.00%	30.00%
14	PT Karya Mining Solution (KMS)	Indonesia	Joint Venture	30.00%	30.00%
15	PT Kuansing Inti Sejahtera (KIS)	Indonesia	Joint Venture	30.00%	30.00%
16	PT Bungo Bara Makmur (BBM)	Indonesia	Joint Venture	30.00%	30.00%
17	PT GEMS Energy Indonesia (PTGEI)	Indonesia	Joint Venture	30.00%	30.00%
18	PT Dwikarya Sejati Utma (PTDSU)	Indonesia	Joint Venture	30.00%	30.00%
19	PT Unsoco (Unsoco)	Indonesia	Joint Venture	30.00%	30.00%
20	PT Barasentosa Lestari (PTBSL)	Indonesia	Joint Venture	30.00%	30.00%
21	PT Duta Sarana Internusa (PTDSI)	Indonesia	Joint Venture	30.00%	30.00%

18 The entities consolidated with GMCAC are listed below.

Sl. No.	Name of the entity	Country of incorporation	Relationship with GIL as at March 31, 2021	Percentage of effective ownership interest held (directly and indirectly) by GIL as at	
				March 31, 2021	March 31, 2020
1	Mactan Travel Retail Group Co. (MTRGC)	Philippines	Joint Venture	12.75%	18.75%
2	SSP-Mactan Cebu Corporation (SMCC)	Philippines	Joint Venture	12.75%	18.75%

Notes to the consolidated financial statements for the year ended March 31, 2021

3. Property, plant and equipment

(₹ in crore)

Particulars	Freehold land	Runways, taxiways, aprons etc.	Buildings (including roads)	Bridges, culverts, bunders etc.	Plant and machin-ery	Leasehold improve-ments	Office equipments (inclu-ding computers)	Furniture and fixtures (including electrical installations and equipments)	Vehicles and aircrafts	Total	Capital work in progress	Total
Gross carrying amount												
As at April 01, 2019	**38.17**	**2,296.40**	**5,963.48**	**322.98**	**2,846.51**	**176.12**	**159.88**	**1,264.02**	**251.24**	**13,318.80**	**857.03**	**14,175.83**
Additions	-	391.41	145.08	-	62.36	6.47	48.90	103.71	9.13	767.06	3,454.23	4,221.29
Disposals	-	-	(23.83)	-	(17.81)	-	(13.03)	(6.63)	(2.86)	(64.16)	-	(64.16)
Capitalisations	-	-	-	-	-	-	-	-	-	-	(502.24)	(502.24)
Exchange differences (Refer note 2.b)	-	1.71	5.28	-	2.77	-	0.01	0.99	-	10.76	-	10.76
Other adjustments (Refer note 5)	-	(32.18)	(40.42)	0.72	(5.73)	(1.26)	(1.70)	(1.67)	(0.03)	(82.27)	-	(82.27)
As at March 31, 2020	**38.17**	**2,657.34**	**6,049.59**	**323.70**	**2,888.10**	**181.33**	**194.06**	**1,360.42**	**257.48**	**13,950.19**	**3,809.02**	**17,759.21**
Additions	-	127.63	169.53	2.06	86.90	19.28	21.65	104.70	8.53	540.28	2,992.56	3,532.84
Disposals	(0.09)	-	(3.96)	-	(4.70)	(0.19)	(7.67)	(3.72)	(1.81)	(22.14)	-	(22.14)
Capitalisations	-	-	-	-	-	-	-	-	-	-	(185.93)	(185.93)
Exchange differences (Refer note 2.b)	-	-	-	-	-	-	0.01	-	-	0.01	-	0.01
Other adjustments (Refer note 5)	-	-	(0.24)	-	(1.39)	-	-	-	(0.01)	(1.64)	-	(1.64)
As at March 31, 2021	**38.08**	**2,784.97**	**6,214.92**	**325.76**	**2,968.91**	**200.42**	**208.05**	**1,461.40**	**264.19**	**14,466.70**	**6,615.65**	**21,082.35**
Accumulated Depreciation												
As at April 01, 2019	**-**	**448.94**	**1,131.48**	**53.22**	**1,104.61**	**47.55**	**64.13**	**784.51**	**69.94**	**3,704.38**	**-**	**3,704.38**
Charge for the year	-	128.25	271.77	13.39	291.57	14.67	34.06	132.44	17.47	903.62	-	903.62
Disposals	-	-	(3.14)	-	(12.42)	-	(12.68)	(6.16)	(2.81)	(37.21)	-	(37.21)
Other adjustments	-	-	-	-	0.05	-	(0.33)	-	-	(0.28)	-	(0.28)
As at March 31, 2020	**-**	**577.19**	**1,400.11**	**66.61**	**1,383.81**	**62.22**	**85.18**	**910.79**	**84.60**	**4,570.51**	**-**	**4,570.51**
Charge for the year	-	142.63	267.58	13.39	287.84	11.11	40.08	110.90	18.04	891.57		891.57
Disposals	-	-	(0.54)	-	(4.47)	(0.04)	(7.65)	(2.09)	(1.81)	(16.60)		(16.60)
As at March 31, 2021	**-**	**719.82**	**1,667.15**	**80.00**	**1,667.18**	**73.29**	**117.61**	**1,019.60**	**100.83**	**5,445.48**	**-**	**5,445.48**
Net carrying amount												
As at March 31, 2020	**38.17**	**2,080.15**	**4,649.48**	**257.09**	**1,504.29**	**119.11**	**108.88**	**449.63**	**172.88**	**9,379.68**	**3,809.02**	**13,188.70**
As at March 31, 2021	**38.08**	**2,065.15**	**4,547.77**	**245.76**	**1,301.73**	**127.13**	**90.44**	**441.80**	**163.36**	**9,021.22**	**6,615.65**	**15,636.87**

Notes:

1. Buildings (including roads) with gross carrying amount of ₹ 6,133.56 crore (March 31, 2020: ₹ 5,908.54 crore), runways, taxiways, aprons, bridges, culverts, bunders etc. are on leasehold land.
2. Foreign exchange differences in gross carrying amount:
   a. Foreign exchange gain of ₹ 0.01 crore (March 31, 2020: gain of ₹ 0.02 crore) on account of translating the financial statement items of foreign entities using the exchange rate at the balance sheet date.
   b. The MCA, Government of India ('GoI') vide its Notification No GSR 225 (E) dated March 31, 2009 prescribed certain changes to AS - 11 on 'The Effects of Changes in Foreign Exchange Rates'. The Group has, pursuant to adoption of such prescribed changes to the said Standard, exercised the option of recognizing the exchange differences arising in reporting of foreign currency monetary items at rates different from those at which

Notes to the consolidated financial statements for the year ended March 31, 2021

they were recorded earlier, in the original cost of such depreciable assets in so far such exchange differences arose on foreign currency monetary items relating to the acquisition of depreciable assets. Exchange differences are capitalized as per paragraph D13AA of Ind AS 101 'First time adoption' availing the optional exemption that allows first time adopter to continue capitalization of exchange differences in respect of long term foreign currency monetary items recognized in the consolidated financial statement for the period ending immediately beginning of the first Ind AS financial reporting period as per the previous GAAP.

Foreign exchange loss of ₹ 10.74 crore in respect of exchange differences arising on foreign currency monetary items relating to the acquisition of depreciable assets have been adjusted against property, plant and equipment in the year ended March 31, 2020.

The sunset date for transitional provisions to AS 11, which allowed deferment/ capitalization of exchange differences arising on long-term monetary items was valid till March 31, 2020. Accordingly, foreign exchange differences arising on foreign currency monetary items relating to the acquisition of depreciable assets have not been adjusted against property, plant and equipment in the year ended March 31, 2021.

3. The property, plant and equipment of the Group has been pledged for the borrowings taken by the Group. Also refer note 18 and note 23.

4. Depreciation for the year of ₹ 1.51 crore (March 31, 2020: ₹ 1.58 crore) related to certain consolidated entities in the project stage, which are included in capital work-in-progress.

5. Other adjustments in gross carrying amount include reversal of input credit of GST amounting to ₹ Nil (March 31, 2020: ₹ 77.90 crore) and reversal of liability of vendors on final settlement amounting to ₹ 1.64 crore (March 31, 2020: ₹ 2.11 crore) pertaining to construction works which were earlier capitalised.

6. Buildings include space given on operating lease having gross carrying amount of ₹ 190.87 crore (March 31, 2020: ₹ 235.47 crore), depreciation charge for the year of ₹ 6.35 crore (March 31, 2020: ₹ 7.84 crore), accumulated depreciation of ₹ 67.66 crore (March 31, 2020: ₹ 75.54 crore) and net carrying amount of ₹ 123.21 crore (March 31, 2020: ₹ 159.93 crore).

7. Also refer note 41(a) for disclosures of contractual commitments for the acquisition of property, plant and equipment.

Notes to the consolidated financial statements for the year ended March 31, 2021

4. Right of use assets

(₹ in crore)

Particulars	Land	Buildings (including roads)	Plant and machinery	Leasehold improv-ements	Office equipments (including computers)	Vehicles and aircrafts	Furniture and fixtures (including electrical installations and equipments)	Total
Gross carrying amount								
As at April 01, 2019	**0.65**	**102.13**	**4.29**	**11.30**	**1.21**	**4.70**	**0.10**	**124.38**
Additions	-	0.95	-	-	-	-	-	0.95
Disposals	-	(2.98)	-	-	-	-	-	(2.98)
As at March 31, 2020	**0.65**	**100.10**	**4.29**	**11.30**	**1.21**	**4.70**	**0.10**	**122.35**
Additions	-	14.98	-	-	0.05	7.19	0.32	22.54
Disposals	-	(0.59)	(0.87)	-	-	-	-	(1.46)
Other adjustments	-	(3.67)	-	0.27	-	-	-	(3.40)
As at March 31, 2021	**0.65**	**110.82**	**3.42**	**11.57**	**1.26**	**11.89**	**0.42**	**140.03**
Accumulated Depreciation								
As at April 01, 2019	**-**	**-**	**-**	**-**	**0.28**	**-**	**-**	**0.28**
Charge for the year	0.26	8.56	2.03	0.26	0.47	4.27	0.03	15.88
As at March 31, 2020	**0.26**	**8.56**	**2.03**	**0.26**	**0.75**	**4.27**	**0.03**	**16.16**
Charge for the year	0.16	8.97	1.71	2.20	0.44	3.66	0.11	17.25
Disposals	-	(0.31)	(0.45)	-	-	-	-	(0.76)
Other adjustments	-	-	-	(0.03)	-	-	-	(0.03)
As at March 31, 2021	**0.42**	**17.22**	**3.29**	**2.43**	**1.19**	**7.93**	**0.14**	**32.62**
Net carrying amount								
As at March 31, 2020	**0.39**	**91.54**	**2.26**	**11.04**	**0.46**	**0.43**	**0.07**	**106.19**
As at March 31, 2021	**0.23**	**93.60**	**0.13**	**9.14**	**0.07**	**3.96**	**0.28**	**107.41**

Notes

1. Accumualted depreciation as on April 01, 2019 represents assets taken on finance lease which was earlier classified in property, plant and equipements.
2. Depreciation of ₹ 0.14 crore (March 31, 2020: Rs 0.17 crore) has been charged to capital work in progress.

Notes to the consolidated financial statements for the year ended March 31, 2021

5 Investment property

(₹ in crore)

Particulars	Investment property		Investment property under construction	Total
	Land	Buildings		
Gross carrying amount				
As at April 01, 2019	**208.20**	**39.76**	**2,894.72**	**3,142.68**
Acquisitions during the year	1.00	-	1.14	2.14
Expenses capitalised during the year	-	-	356.70	356.70
Disposals	(6.46)	-	-	(6.46)
As at March 31, 2020	**202.74**	**39.76**	**3,252.56**	**3,495.06**
Acquisitions during the year	1.68	-	-	1.68
Expenses capitalised during the year	**-**	**-**	**291.52**	**291.52**
Disposals (refer note 48(ii))	(51.12)	(13.07)	(2,945.48)	(3,009.67)
Asset classified as held for sale (refer note 36)	(64.93)	-	(171.63)	(236.56)
Other Adjustments	-	-	(5.00)	(5.00)
As at March 31, 2021	**88.37**	**26.69**	**421.97**	**537.03**
Accumulated depreciation				
As at April 01, 2019	**-**	**2.89**	**-**	**2.89**
Charge for the year	-	0.89	-	0.89
As at March 31, 2020	**-**	**3.78**	**-**	**3.78**
Charge for the year	-	0.90	-	0.90
Disposals		(2.16)		(2.16)
As at March 31, 2021	**-**	**2.52**	**-**	**2.52**
Net carrying amount				
As at March 31, 2020	**202.74**	**35.98**	**3,252.56**	**3,491.28**
As at March 31, 2021	**88.37**	**24.17**	**421.97**	**534.51**

Notes :

(a) Information regarding income and expenditure of Investment property:

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Rental income derived from investment property	4.71	9.10
Less: Direct operating expenses (including repairs and maintenance) generating rental income	(2.53)	(3.33)
Less: Direct operating expenses (including repairs and maintenance) that did not generate rental income	(2.52)	(3.84)
Profit arising from investment property before depreciation	**(0.34)**	**1.93**
Less: Depreciation for the year	(0.90)	(0.89)
Profit arising from investment property	**(1.24)**	**1.04**

(b) Investment property under construction including land as at March 31, 2021 represents 1,284 acres (March 31, 2020 : 10,833 acres) of land held by the Group consisting of 814 acres (March 31, 2020 : 1,325 acres) of land held by GKSIR for the purpose of SEZ at Krishnagiri, 470 acres (March 31, 2020 : 1,267 acres) of land held by various other entities and Nil (March 31, 2020 : 8,241 acres) of land held by KSL for the purpose of SEZ and industrial in Kakinada.

(c) Refer note 36(b) and 36(c).

(d) Investment property of the Group has been pledged for the borrowing taken by the Group. Refer note 18 and note 23.

(e) Certain investment properties are leased to tenants under long-term operating leases with rentals payable monthly. Refer note 42 for details on future minimum lease rentals.

(f) Refer to note 41 (a) for disclosure of contractual commitments for investment property.

(g) Fair value hierarchy disclosures for investment property have been provided in note 52.

Notes to the consolidated financial statements for the year ended March 31, 2021

6. Goodwill on Consolidation

(₹ in crore)

Particulars	
Gross carrying amount	
As at April 01, 2019	458.56
As at March 31, 2020	458.56
As at March 31, 2021	**458.56**
Accumulated impairment	
As at April 01, 2019	**-**
Charge / other adjustments for the year	**21.88**
As at March 31, 2020	**21.88**
Charge / other adjustments for the year	-
As at March 31, 2021	**21.88**
Net carrying amount	
As at March 31, 2020	436.68
As at March 31, 2021	**436.68**

Notes:

i) Allocation of Goodwill to reportable segments:

The goodwill amounting to ₹ 436.68 crore (March 31, 2020 : ₹ 436.68 crore) acquired through business combination has been entirely allocated to 'Airport' segment of the Group.

ii) Allocation of goodwill to cash generating units (CGU):

Goodwill has been allocated to the following CGUs for impairment testing purpose with carrying amount of goodwill being significant in comparison with the entity's total carrying amount of goodwill with indefinite useful lives :

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Goodwill relating to GAL	346.89	346.89
Goodwill relating to DIAL	57.13	57.13
Goodwill relating to DAPSL	32.66	32.66
Total	**436.68**	**436.68**

The recoverable amount of the above mentioned Groups, for impairment testing is determined based on value-in-use calculations which uses cash flow projections based on financial budgets approved by management covering a period ranging from 60-62 years, as based on the agreements with respective authorities.

iii) Key assumptions used for value in use calculations are as follows: *#

The Group prepares its cash flow forecasts based on the most recent financial budgets approved by management with projected revenue growth rate ranges from 0% to 127% (March 31, 2020: 0% to 48%) for the forecast period. The rate used to discount the forecasted cash flows ranges from 15% to 15.50% (March 31, 2020: 15.00% to 15.50%) .

*** Discount rates -** Management estimates discount rates that reflect current market assessments of the risks specific to the CGU, taking into consideration the time value of money and individual risks of the underlying assets that have not been incorporated in the cash flow estimates. The discount rate calculation is based on the specific circumstances of the Group and its operating segments and is derived from its weighted average cost of capital (WACC).

 # Growth rates - The growth rates are based on industry growth forecasts. Management determines the budgeted growth rates based on past performance and its expectations on market development. The weighted average growth rates used were consistent with industry reports.

Notes to the consolidated financial statements for the year ended March 31, 2021

7. Other intangible assets

(₹ in crore)

Particulars	Airport concessionaire rights	Capitalised software	Carriage-ways	Technical know-how	Power Plant concessionaire rights	Right to Cargo facility	Total	Intangible assets under development
Gross carrying amount								
As at April 01, 2019	**430.47**	**25.31**	**2,732.69**	**8.98**	**14.82**	**26.34**	**3,238.61**	**1.25**
Additions	-	15.01	1.68	-	-	3.72	20.41	1.20
Disposals	-	(0.20)	-	-	-	(0.05)	(0.25)	-
As at March 31, 2020	**430.47**	**40.12**	**2,734.37**	**8.98**	**14.82**	**30.01**	**3,258.77**	**2.45**
Additions	-	4.62	-	-	-	2.56	7.18	3.82
Disposals	-	(0.06)	-	-	-	-	(0.06)	-
Adjustments	-	(1.80)	-	-	-	-	(1.80)	-
As at March 31, 2021	**430.47**	**42.88**	**2,734.37**	**8.98**	**14.82**	**32.57**	**3,264.09**	**6.27**
Accumulated amortisation and impairment								
As at April 01, 2019	**45.10**	**15.74**	**285.25**	**8.98**	**6.22**	**10.27**	**371.56**	**-**
Charge for the year	8.21	3.60	106.22	-	0.82	4.88	123.73	-
Disposals	-	(0.14)	-	-	-	(0.05)	(0.19)	-
As at March 31, 2020	**53.31**	**19.20**	**391.47**	**8.98**	**7.04**	**15.10**	**495.10**	**-**
Charge for the year	8.21	4.93	78.43	-	0.90	4.10	96.57	-
Disposals	-	(0.06)	-	-	-	-	(0.06)	-
As at March 31, 2021	**61.52**	**24.07**	**469.90**	**8.98**	**7.94**	**19.20**	**591.61**	**-**
Net carrying amount								
As at March 31, 2020	**377.16**	**20.92**	**2,342.90**	**-**	**7.78**	**14.91**	**2,763.67**	**2.45**
As at March 31, 2021	**368.95**	**18.81**	**2,264.47**	**-**	**6.88**	**13.37**	**2,672.48**	**6.27**

1. Amortisation for the year of ₹ 0.10 crore (March 31, 2020: ₹ Nil) related to certain consolidated entities in the project stage, which are included in capital work-in-progress.

Notes to the consolidated financial statements for the year ended March 31, 2021

8A. Interest in Joint ventures

(1) Details of joint ventures :

Name of the Entity	Country of incorporation / Place of Business	Percentage of effective ownership interest held (directly and indirectly) as at		Percentage of voting right held as at		Nature of Activities	Accounting Method
		March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020		
a) Material Joint Ventures :							
GMR Megawide Cebu Airport Corporation (GMCAC) [4]	Philippines	20.40%	30.00%	40.00%	40.00%	Operates the Mactan Cebu International Airport.	Equity Method
Delhi Duty Free Services Private Limited (DDFS) [8]	India	24.97%	36.73%	66.93%	66.93%	Operates Duty free shop at Indira Gandhi International Airport, New Delhi.	Equity Method
GMR Energy Limited (GEL) and its components [3, 9]	India	69.58%	69.58%	51.73%	51.73%	Owns / operates / constructs thermal, solar and hydro power plants through its subsidiaries and joint ventures.	Equity Method
PT Golden Energy Mines TBK (PTGEMS) and its components [4, 10]	Indonesia	30.00%	30.00%	30.00%	30.00%	Coal mining and trading operations in Indonesia .	Equity Method
b) Others : Delhi Aviation Services Private Limited (DASPL)[8]	India	16.32%	24.00%	50.00%	50.00%	Manages the operation of bridge mounted equipment and supply potable water at Indira Gandhi International Airport, New Delhi.	Equity Method
Delhi Aviation Fuel Facility Private Limited (DAFFPL)[8]	India	8.49%	12.48%	26.00%	26.00%	Operates aircraft refueling facility at Indira Gandhi International Airport, New Delhi.	Equity Method
Laqshya Hyderabad Airport Media Private Limited (Laqshya)[8]	India	15.74%	23.16%	49.00%	49.00%	Provides outdoor media services for display of advertisement at Hyderabad Airport.	Equity Method
GMR Bajoli Holi Hydropower Private Limited (GBHHPL) [5, 8]	India	6.57%	9.67%	20.14%	20.14%	180 MW hydro based power project under construction	Equity Method
Limak GMR Joint Venture (Limak) [4]	Turkey	50.00%	50.00%	50.00%	50.00%	Joint venture formed for construction of ISG airport, Turkey.	Equity Method
Megawide GMR Construction JV, Inc. (MGCJV Inc.) [4,6,8]	Philippines	25.50%	45.00%	50.00%	45.00%	Joint venture formed for construction of Clark Airport, Phillipines.	Equity Method
GIL SIL JV	India	51.00%	51.00%	51.00%	51.00%	Engaged in Engineering, Procurement and Construction (EPC) activites	Equity Method
Mactan Travel Retail Group Co. (MTRGC)[8]	Philippines	12.75%	18.75%	50.00%	50.00%	Develops, set-up, operates, maintains and manages the duty paid retails outlets at the Mactan Cebu International Airport.	Equity Method
SSP-Mactan Cebu Corporation (SMCC)[8]	Philippines	12.75%	18.75%	50.00%	50.00%	Develops, set-up, operates, maintains and manages the food and beverage outlets at the Mactan Cebu International Airport.	Equity Method
Heraklion Crete International Airport S.A. (Crete) [4,8]	Greece	11.04%	16.23%	21.64%	21.64%	Develop, construct, operate and management of the New Heraklion Airport.	Equity Method
GMR Logistics Park Private Limited (GLPPL) [7,8]	India	9.64%	NA	30.00%	NA	Engages is in business of leasing of commercial spaces.	Equity Method

Notes to the consolidated financial statements for the year ended March 31, 2021

Notes :

1 Aggregate amount of unquoted investment in joint ventures - ₹ 2,604.18 crore (March 31, 2020 : ₹ 3,283.77 crore).

2 Aggregate amount of quoted investment in joint ventures - ₹ 3,675.85 crore (March 31, 2020 : ₹ 3,611.21 crore). The trading of shares is suspended since January, 2018 hence the market value of quoted investments in joint ventures as at reporting date is not available. Also refer Note 8(b)(13)(ii).

3 During the year ended March 31, 2019, the Group has accounted for the put option to acquire additional 17.85% stake from investors in regard to GMR Energy Limited at an agreed amount. However, the same has been considered for effective holding but not for voting rights since March 31, 2019. GEL and its components together have been referred to as 'GEL Group'.

4 The reporting dates of the joint ventures entities coincide with the Holding Company except in case of GMCAC, PTGEMS and its components, Limak, MGCJV Inc. and Crete whose financial statements for the year ended on and as at December 31, 2019 and December 31, 2020 as applicable were considered for the purpose of consolidated financial statements of the Group as these are the entities incorporated outside India and their financials statements are prepared as per calender year i.e. January to December.

5 Shareholding excludes the shares held by GEL in GBHHPL.

6 During the year, the Group has purchased additional equity of 5% in MGCJV.

7 Refer note 45(xviii) for additional details.

8 Refer note 45(xiii) for additional details.

9 GEL, its subsidiaires and joint ventures as detailed in note 2.3 have been referred to as 'GEL and its components'

10 PTGEMS, its subsidiaires and joint ventures as detailed in note 2.3 have been referred to as 'PTGEMS and its components'

Notes to the consolidated financial statements for the year ended March 31, 2021

2 Summarised financial information for material joint ventures

(₹ in crore)

Particulars	GEL and its components**		DDFS		GMCAC		PTGEMS and its components		Total	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019	March 31, 2021	March 31, 2020
Current assets										
Cash and cash equivalents	19.54	31.43	12.55	6.96	149.11	164.60	1,481.73	960.20	1,662.93	1,163.19
Assets classified as held for disposal	136.91	119.86	-	-	-	-	-	-	136.91	119.86
Other assets	846.78	788.13	137.03	335.74	149.58	185.41	1,498.48	1,665.08	2,631.87	2,974.36
Total current assets	**1,003.23**	**939.42**	**149.58**	**342.70**	**298.69**	**350.01**	**2,980.21**	**2,625.28**	**4,431.71**	**4,257.41**
Non current assets										
Non current tax assets	9.72	13.40	2.10	1.76	-	-	-	-	11.82	15.16
Deferred tax assets	-	-	19.60	10.26	-	-	50.46	50.87	70.06	61.13
Other non current assets	5,269.26	5,649.56	369.65	308.94	5,056.30	4,680.90	2,915.17	2,896.49	13,610.38	13,535.89
Total non current assets	**5,278.98**	**5,662.96**	**391.35**	**320.96**	**5,056.30**	**4,680.90**	**2,965.63**	**2,947.36**	**13,692.26**	**13,612.18**
Current liabilities										
Financial liabilities (excluding trade payable)	2,360.56	2,342.09	45.51	60.88	125.48	76.61	551.35	393.60	3,082.90	2,873.18
Current tax liabilities	27.76	27.75	1.79	1.79	-	-	119.60	31.08	149.15	60.62
Other liabilities (including trade payable)	337.85	379.65	68.43	188.70	329.55	194.88	1,744.91	1,559.81	2,480.74	2,323.04
Total current liabilities	**2,726.17**	**2,749.49**	**115.73**	**251.37**	**455.03**	**271.49**	**2,415.86**	**1,984.49**	**5,712.79**	**5,256.84**
Non current liabilities										
Financial liabilities (excluding trade payable)	3,033.85	2,761.80	89.70	36.75	3,509.05	3,343.74	730.30	796.56	7,362.90	6,938.85
Deferred tax liabilities	19.62	40.51	-	-	109.23	70.62	170.71	167.58	299.56	278.71
Other liabilities (including trade payable)	211.38	188.51	5.84	6.68	40.45	36.92	75.66	66.52	333.33	298.63
Total non current liabilities	**3,264.85**	**2,990.82**	**95.54**	**43.43**	**3,658.73**	**3,451.28**	**976.67**	**1,030.66**	**7,995.79**	**7,516.19**
Less : Non controlling interest	**(12.84)**	**(13.43)**	**-**	**-**	**-**	**-**	**(21.21)**	**(16.71)**	**(34.05)**	**(30.14)**
Net assets	**278.35**	**848.64**	**329.66**	**368.86**	**1,241.23**	**1,308.14**	**2,532.10**	**2,540.78**	**4,381.34**	**5,066.42**

** Refer note 8a(1)(4)

Notes to the consolidated financial statements for the year ended March 31, 2021

3 Reconciliation of carrying amounts of material joint ventures

(₹ in crore)

Particulars	GEL and its components**		DDFS		GMCAC		PTGEMS and its components		Total	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019	March 31, 2021	March 31, 2020
Opening net assets	848.64	1,543.58	368.86	328.89	1,308.14	1,166.49	2,540.78	2,195.13	5,066.42	5,234.09
Profit / (loss) for the year	(570.02)	(731.35)	(39.48)	146.47	(170.91)	68.40	695.77	459.36	(84.64)	(57.12)
Other Comprehensive income	(0.27)	(0.80)	0.28	(0.40)	(0.06)	(0.55)	(2.42)	(7.62)	(2.47)	(9.36)
Dividends paid	-	-	-	(88.00)	-	-	(762.94)	(161.53)	(762.94)	(249.53)
Dividend distribution tax	-	-	-	(18.10)	-	-	-	-	-	(18.10)
Foreign currency translation difference account	-	-	-	-	103.24	73.80	60.91	55.43	164.15	129.23
Other adjustments	-	37.21	-	-	0.82	-	-	-	0.82	37.21
Closing net assets	**278.35**	**848.64**	**329.66**	**368.86**	**1,241.23**	**1,308.14**	**2,532.10**	**2,540.78**	**4,381.34**	**5,066.42**
Proportion of the Group's ownership**	69.58%	69.58%	66.93%	66.93%	40.00%	40.00%	30.00%	30.00%		
Group's share	193.68	590.49	220.65	246.88	496.49	523.26	759.63	762.23	1,670.45	2,122.86
Adjustments to the equity values										
a) Fair valuation of investments	2,862.53	2,862.53	-	-	-	-	-	-	2,862.53	2,862.53
b) Goodwill	-	-	80.03	80.03	-	-	2,916.22	2,848.98	2,996.25	2,929.01
c) Additional impairment charge (refer note 8b(13)(i))	(2,152.13)	(1,923.63)	-	-	-	-	-	-	(2,152.13)	(1,923.63)
d) Acquisition of 17.85% stake	400.25	400.25	-	-	-	-	-	-	400.25	400.25
e) Other adjustments	(32.01)	(32.01)	-	-	-	-	-	-	(32.01)	(32.01)
Carrying amount of the investment	**1,272.32**	**1,897.63**	**300.68**	**326.91**	**496.49**	**523.26**	**3,675.85**	**3,611.21**	**5,745.34**	**6,359.01**

** Refer note 8a(1)(4)

4 Summarised statement of profit & loss for material joint ventures

(₹ in crore)

Particulars	GEL and its components		DDFS		GMCAC		PTGEMS and its components		Total	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	December 31, 2020	December 31, 2019	December 31, 2020	December 31, 2019	March 31, 2021	March 31, 2020
Revenue from operations	1,512.93	1,880.50	272.23	1,414.59	165.78	501.95	7,861.86	7,777.59	9,812.80	11,574.63
Interest income	16.27	7.39	17.14	17.44	4.84	10.61	46.52	90.34	84.77	125.78
Depreciation and amortisation expenses	178.55	180.03	43.37	36.79	8.99	8.10	116.74	158.20	347.65	383.12
Finance Cost	613.45	651.24	9.68	9.83	157.66	130.27	67.01	80.05	847.80	871.39
Other expenses (net of other income)	1,322.03	1,417.45	275.90	1,189.39	142.59	280.43	6,782.96	6,920.15	8,523.48	9,807.42
Tax expenses / (income)	(22.02)	287.48	(0.10)	49.55	32.30	25.36	231.66	240.64	241.84	603.03
Profit / (loss) from continuing operations	(562.81)	(648.31)	(39.48)	146.47	(170.91)	68.40	710.01	468.89	(63.19)	35.45
Loss from discontinued operations	(4.36)	(83.63)	-	-	-	-	-	-	(4.36)	(83.63)
Profit / (loss) for the year	(567.17)	(731.94)	(39.48)	146.47	(170.91)	68.40	710.01	468.89	(67.55)	(48.18)
Less : Non controlling interest	(0.55)	(0.59)	-	-	-	-	14.26	9.53	13.71	8.94
Profit / (loss) for the year attributable to parent	(566.62)	(731.35)	(39.48)	146.47	(170.91)	68.40	695.75	459.36	(81.26)	(57.12)
Other comprehensive income/(loss)	(0.27)	(0.80)	0.28	(0.40)	(0.06)	(0.55)	(1.62)	(7.97)	(1.67)	(9.72)
Less : Non controlling interest	(0.04)	-	-	-	-	-	0.80	0.35	0.76	0.35
Other comprehensive income/(loss) attributable to parent	(0.23)	(0.80)	0.28	(0.40)	(0.06)	(0.55)	(2.42)	(7.62)	(2.43)	(9.37)
Total comprehensive income/(loss) to parent	(566.85)	(732.15)	(39.20)	146.07	(170.97)	67.85	693.33	451.74	(83.69)	(66.49)
Less : DDT paid	-	-		(18.09)	-	-	-	-	-	(18.09)
Total comprehensive income/(loss) to parent net of DDT	(566.85)	(732.15)	(39.20)	127.98	(170.97)	67.85	693.33	451.74	(83.69)	(84.58)
Other Adjustments	(2.85)	-	-	-	-	-	-	-	(2.85)	-
Total comprehensive income/(loss) to parent net of DDT and other adjustments	(569.70)	(732.15)	(39.20)	127.98	(170.97)	67.85	693.33	451.74	(86.54)	(84.58)
Group share of profit / (loss) for the year	(396.81)	(509.43)	(26.24)	85.66	(68.39)	27.14	208.00	135.52	(283.43)	(261.11)
Additional impairment charge (Group share)	(228.50)	(680.91)	-	-	-	-	-	-	(228.50)	(680.91)
Dividend received by Group from joint ventures	-	-		58.90	-	-	228.88	48.46	228.88	107.36

Notes to the consolidated financial statements for the year ended March 31, 2021

5 Financial information in respect of oher joint ventures

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Aggregate carrying amount of investments in individually immaterial joint ventures	534.69	535.97
Aggregate amount of Group's share of :		
- Profit for the year from continuing operations	14.03	29.00
- Other comprehensive income for the year	0.05	(0.03)
- Total comprehensive income for the year	14.08	28.97
- Less : DDT paid	-	(1.34)
- Total comprehensive income for the year (net of DDT)	**14.08**	**27.63**

6 Contingent liabilities in respect of joint ventures (Group's share)

a) Contingent liabilities (Group's share)

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Contingent Liabilities		
Corporate guarantees	417.48	528.81
Bank guarantees outstanding / Letter of credit outstanding	354.13	451.45
Disputed entry tax liabilities	102.67	102.67
Claims against the Group not acknowledged as debts	318.76	1,469.51
Disputed arrears of electricity charges	43.91	54.08
Matters relating to income tax under dispute	9.75	6.62
Matters relating to indirect taxes duty under dispute	42.21	41.52
Disputed demand for deposit of fund setup by water resource department	36.50	36.50
Total	**1,325.41**	**2,691.16**

b) Notes

i) The management of the Group believes that the ultimate outcome of the above matters will not have any material adverse effect on the Group's consolidated financial position and result of operations.

ii) Refer note 49(b) with regard to corporate guarantee provided by the Group on behalf of joint ventures.

iii) A search under section 132 of the IT Act was carried out at the premises of GEL and certain entities of the GEL Group by the income tax authorities on October 11, 2012, followed by search closure visits on various dates during the year ended March 31, 2013 to check the compliance with the provisions of the IT Act. The income tax department has subsequently sought certain information / clarifications. During the year ended March 31, 2015 and March 31, 2016, block assessments have been completed for some of the companies of the Group and appeals have been filed with the income tax department against the disallowances made in the assessment orders. The management of the Group believes that it has complied with all the applicable provisions of the IT Act with respect to its operations.

iv) GKEL and GWEL has been made a party to various litigation in relation to land acquired and other matters for their power project. The compensation award has already been deposited with the Government and the possession of all these lands have already been handed over to GKEL/GWEL. In all these matters there are no adverse interim orders as at March 31, 2019. The management of the Group believes that the claims filed against GKEL/GWEL are not tenable and does not have any adverse impact on the consolidated financial statements.

v) GEL had entered into a Power Purchase Agreements ('PPAs') with Karnataka Power Transmission Corporation Limited for supply of energy during the period December 15, 1997 to July 7, 2008. GEL had a Fuel Supply Agreement ('FSA') with a fuel supplier towards purchase of Naphtha for generation of electricity during the aforementioned period. The FSA provided for payment of liquidated damages to the fuel supplier in the event there was a shortfall in the purchase of the annual guaranteed quantity.

During the year ended March 31, 2013, GEL received a demand towards liquidated damages amounting to ₹ 296.16 crore along with an interest of ₹ 5.55 crore towards failure of GEL to purchase the annual guaranteed quantity for the period from November 21, 2001 to June

6, 2008 under the erstwhile FSA. GEL had disputed the demand from the supplier towards the aforementioned damages. Further, GEL has filed its statement of defense and counter claim amounting to ₹ 35.96 crore along with interest at the rate of 18% p.a.

The matter was under arbitration. During the year ended March 31, 2017, the Arbitration Tribunal issued its arbitral award directing the fuel supplier to pay ₹ 32.21 crore to GEL towards its counter claim filed by GEL and rejected the claims of the fuel supplier. Subsequently, the fuel supplier filed an appeal before the District Civil Court of Bangalore for setting aside the entire arbitration award. The fuel supplier has also filed an interim application under Section 36 of the Arbitration and Conciliation Act for grant of interim stay on execution of the Arbitration award. The District City Civil Court vide its order issued the stay order on the operation of the Arbitration Award on furnishing of a bank guarantee by the fuel supplier equivalent to 50% of counter claim amount. Fuel supplier has filed writ petition before Karnataka High Court for setting aside the interim stay order dated March 04, 2017. Karnataka high court has dismissed the objection petition. GEL has filed execution petition before Delhi High Court for execution of Arbitral award, the outcome of which is awaited.

Fuel supplier has filed an appeal before Bangalore High court against the order passed by the District Civil Court. Hon'ble High Court, ordered stay of the Award subject to Fuel supplier depositing 50% of the Award amount. Hon'ble High Court has allowed GEL to withdraw the amount on furnishing BG of equivalent amount. GEL has filed application for permission to withdraw amount upon submission of Corporate Guarantees. During the year ended March 31, 2020, High court allowed GEL's Application with the condition that GEL give Affidavit-cum-Undertaking to state that it will not encumber/sell its land offered as security, till the disposal of the Appeal of fuel supplier.

Further, based on submission of two Corporate Guarantee copies by GEL and GGAL and Affidavit of undertaking by GMR Budelkhand Energy Limited the court had permitted GEL to withdraw the amount which has been deposited by the fuel supplier on a condition that GEL shall re-deposit the aforesaid amount before the court, within a time frame to be stipulated by the Court at the time of final disposal if the fuel supplier is successful in the appeal. The amount withdrawn by GEL has been shown as payable under other financial liabilities.

The final outcome of the case is pending conclusion. However, based on its internal assessment and a legal opinion, the management of the Group is confident that the claim of the fuel supplier towards such liquidated damages is not tenable and accordingly no adjustments have been made to the consolidated financial statements of GEL and the claim from the fuel supplier has been considered as a contingent liability.

vi) During the year ended March 31, 2019, GEL received a notice of arbitration from one of the joint venture shareholders of GKEL seeking the Company to purchase their 10.20% stake in GKEL for ₹ 288.18 crore as per the terms of the shareholding agreement. During the year ended March 31, 2021, the arbitral tribunal pronounced an award directing GEL to purchase 21.93 crore shares of GKEL held by he joint venture shareholders by paying them aggregate sum of ₹ 288.18 crore approximately plus interest calculated @ 2% above the SBI PLR from October 11 2018 till the date of award within 30 days from the date of award failing which it carries interest @18% per annum till the date of payment.

The Management of GEL is of the opinion that the invocation of the arbitration proceedings is invalid as the fund buyout obligation under the Share Subscription and Shareholder Agreement has not been validly triggered. The Management of GEL had filed a petition to challenge the award before the Hon'ble High Court of Bombay under and on the grounds available in section 34 and section 29A of the Arbitration and Conciliation Act, 1996. Subsequent to year ended March 31 2021, GEL has entered into a term sheet with the joint venture shareholder of GKEL for purchase of 21.90 crore shares of GKEL held by the joint venture shareholder for an aggregate consideration of ₹ 219.30 crore, which is to be paid in tranches as per the due dates agreed in the term sheet.

vii) As at March 31, 2021, the amount payable in foreign currency by the Group to certain vendors of USD 0.79 crore (March 31,2020 : USD 0.88 crore) is outstanding for more than 3 years. The Group is in the process of filing the application with RBI for condonation of delay and it is confident that such delays will not require any adjustments to the consolidated financial statements.

viii) GEL and GVPGL (referred to as 'GEL Group' for this note) have entered into Technical Service Agreement ('TSA') and Parts and Repair Work Supply Agreement ('PRWST') with General Electric International Inc. and its affiliates (collectively referred as 'GE') for scheduled maintenance of gas turbines in gas based power plants. GE has raised invoices on respective companies as per the terms in the agreement, which are outstanding as at date. GEL Group has not paid the liability in contravention with Master Circular issued by the Reserve Bank of India ('RBI') on Import of Goods and Services dated 1 July 2014 (as amended). During the year ended March 31, 2020, GE served demand notice to GEL under section 8 of the Insolvency and Bankruptcy Code, 2016 of India demanding payment of outstanding amount. Pursuant to the above, the GEL Group and GE., entered into a settlement, wherein the GEL Group has agreed to pay the outstanding dues to GE as per the proposed payment plan mentioned in the settlement agreement. In case the GEL Group fail to make payment as per the agreed schedule, the GEL Group agreed to pay additional interest as per the TSA. On July 18, 2020, GE approached International Court of Arbitration of the International Chamber of Commerce (ICC) by filling

Notes to the consolidated financial statements for the year ended March 31, 2021

Emergency Application under ICC Arbitration Rules against the GEL Group. The Emergency Arbitrator, having jurisdiction to adjudicate a contract between the GEL Group and one of the affiliate of General Electric International Inc., vide its order dated August 3, 2020, directed the GL Group to pay the dues to GE. During the year ended March 31, 2021, the GEL Group, in accordance with the order of the emergency arbitrator and approval of the RBI (as per which no penalty or delay fee was charged), has paid the dues to GE. The GEL Group is in the process of filling the application with the RBI for condonation of delay and for approval of payment of remaining amount and hence no adjustments have been made in the consolidated financial statements. During the year ended March 31, 2021, the overseas vendors had initiated arbitration proceeding towards recovery of such overdue payable, which is pending in the Arbitral Tribunal of International Court of Arbitration of International Chamber of Commerce.

ix) The Government of Karnataka vide its Order No. EN 540 NCE 2008 dated January 1, 2009 ('the Order') invoked Section 11 of the Electricity Act, 2003 ('the Electricity Act') and directed GEL to supply power to the State Grid during the period January 1, 2009 to May 31, 2009 at a specified rate. The period was subsequently extended up to June 5, 2009 vide Order No. EN 325 NCE 2009 dated September 22, 2009. GEL had a contract with a buyer till January 31, 2009 at a selling rate higher than such specified rate and, as such, filed a petition before the Hon'ble High Court of Karnataka challenging the Order. Revenue in respect of power supplied during January 2009 has been recognised in the books as per the original contracted rate, based on a legal opinion. The differential revenue, so recognised in the books, amounts to ₹ 44.76 crore.

Based on the interim directions of the Hon'ble High Court of Karnataka in the month of March 2009, Karnataka Electricity Regulatory Commission ('KERC') has recommended a higher band of tariff than the specified rate in the Order. However, revenue for the four months period ended June 5, 2009 has been recognised, on a prudent basis, as per the rate specified in the Order. The Hon'ble High Court of Karnataka, in its order dated March 26, 2010, dismissed the petition of GEL challenging the Order invoking section 11(1) of the Electricity Act with a direction that if the Order had any adverse financial impact on GEL, then a remedy is provided to GEL to approach the appropriate commission under the Electricity Act empowered to offset the adverse financial impact in such manner as it considers appropriate. GEL had filed a Special Leave Petition ('SLP') before the Hon'ble Supreme Court of India to appeal against the said Order of the Hon'ble High Court of Karnataka, and has sought ex-parte ad-interim order staying the operation of the said Order and to direct Electricity Supply Companies to pay minimum rate prescribed by KERC.

Additionally, GEL filed a petition before KERC to decide on the adverse financial impact suffered by GEL because of invoking of powers u/s 11 (1), in reply to which the Government of Karnataka undertakings ('respondents') filed their reply on April 26, 2012 contesting GEL's claim of ₹ 166.75 crore and made a counter claim of ₹ 223.53 crore against GEL on account of adverse impact suffered by the respondents. In response to counter claim made by the respondent, GEL filed an updated petition with KERC on September 6, 2012.

In reply to the petition filed by GEL, KERC, vide their order dated November 30, 2012 through a majority judgment directed for a tariff of ₹ 6.90 / Kwh for the entire period for which the Order was in force to offset the adverse financial impact suffered by GEL. GEL has filed an appeal before the APTEL, New Delhi challenging the KERC's order to the limited extent that KERC has failed to fully offset the adverse financial impact suffered by GEL. Further, during the year ended March 31, 2013, GEL has withdrawn its SLP filed before the Hon'ble Supreme Court of India.

During the year ended March 31, 2014, respondents filed a review petition before KERC against the majority judgment passed by it, which was rejected by KERC. During the year ended March 31, 2015, GEL has received an order dated May 23, 2014 from APTEL allowing them tariff of ₹ 6.90 per unit for all electricity supplied from January 1, 2009 to May 31, 2009 and directed the respondents to pay interest at the rate of 12% from the date of KERC order. The respondents have filed a civil appeal before the Hon'ble Supreme Court of India against APTEL order and GEL has filed an execution petition seeking execution of the above mentioned order of APTEL.

During the year ended March 31, 2016, the Hon'ble Supreme Court of India has passed the interim orders directing the customer to pay the dues to GEL against GEL furnishing security of immovable property/ bank security. GEL has received an amount of Rs 67.16 crore from the customers, pursuant to which it has recognised differential revenue of ₹ 22.39 crore during the year ended March 31, 2016. Further, the final order from Hon'ble Supreme Court of India is pending receipt. In view of the above, the management of GEL is confident that there will not be any adverse financial impact on GEL with regard to the aforementioned transactions and accordingly, no adjustments have been made to the consolidated financial statements of GEL for the year ended March 31, 2021.

x) State of Himachal Pradesh has filed claim against GBHHPL in District court of Himachal Pradesh seeking 1% additional free power from GBHHPL based on New Hydro Power Policy, 2008.

xi) In case of GBHHPL, petition have been filed with Hon'ble Supreme Court challenging the grant of environmental clearance and approval granted for diversion of Forest land for shifting of project site from right to left bank of river Ravi.

Notes to the consolidated financial statements for the year ended March 31, 2021

xii) GKEL entered into agreement with SEPCO in 2008 for the construction and operation of a coal fired thermal power plant. Disputes arose between the parties in relation to the delays in construction and various technical issues relating to the construction and operation of the power plant. SEPCO served a notice of dispute to GKEL in March 2015 and initiated arbitration proceedings. An Arbitral Tribunal was constituted to adjudicate upon the disputes between the parties. SEPCO filed its claim and GKEL filed its counter claims before the Arbitral Tribunal. The Arbitral Tribunal has passed an Award on September 7, 2020 on the issues before it except the issues of interest and cost. Since there were computation/ clerical / typographical errors in the Award, both parties (GKEL and SEPCO) applied for correction of the Award under Section 33 of the Arbitration & Conciliation Act, 1996. The Arbitral Tribunal considered the applications of both the parties and has pronounced the corrected award on November 17, 2020 (the "Award"). The net impact of the Award on GKEL could be approximately ₹ 984.62 crore, payable by GKEL to SEPCO (including ₹ 689.88 crore of bank guarantee invoked by GKEL). GKEL has already made a provision of ₹ 1,103.17 crore in its books towards any such liability and thus there is no additional impact in books of accounts due to the Award. GKEL has challenged the Award under Section 34 of the Arbitration and Conciliation Act, 1996 (Act) before the High Court of Orissa on 15 February 2021. Based on legal advice obtained, GKEL has a good arguable case under section 34 of the Act to challenge the Award and seek setting aside of the same and thus GKEL is not expecting cash outflow in this matter. GKEL has in its books made provisions in view of the disputes between SEPCO and GKEL and taken into consideration the Award passed by the Arbitral Tribunal based on generally accepted accounting practices. Irrespective of the heads under which they appear or their nomenclature/heading/title/narration, etc., such provisions do not make GKEL liable for payment since liability is disputed as GKEL has challenged the award before the Hon'ble High Court of Orissa.

xiii) The management is of the opinion that the grant of Long Term Open Access ('LTOA') is beyond the generation capacity of the plant and requirement of reduction of LTOA was not on GKEL, own accord but was forced due to reasons attributable to implementing agencies. The management is hopeful of getting relief as requested in its petition before Appellate Tribunal of Electricity ('APTEL') and does not foresee any financial implication on such relinquishment that requires any adjustment in consolidated financial statements

GKEL has entered into a Bulk Power Transmission Agreement ('BPTA') with PGCIL for availing LTOA for inter-state transmission of 220MW of power to western region from its fourth unit of generating station on long term basis in future. The said BPTA was amended with revision in its commissioning schedule to September 2017. GKEL provided bank guarantees of ₹ 11 crore against the said BPTA. GKEL was unable to get longer term or medium term PPA for the generation of 4th Unit and had to temporarily suspend its construction and since the matter was beyond the control of GKEL, surrendered the transmission facility under force majeure conditions. GKEL had filed a petition with CERC to consider the relinquishment under force majeure without any liability to it.

CERC had informed to take up the matter for adjudication after its decision in petition no. 92/MP/2015. The order in case of 92/MP/2015 was pronounced during the year wherein the CERC has decided that relinquishment charges have been payable in certain circumstances and methodology of such computation of relinquishment charges. It further ordered Power Grid Corporation that the transmission capacity which is likely to be stranded due to relinquishment of LTA shall be assessed based on load flow studies and directed it to calculate the stranded capacity and the compensation (relinquishment charges) payable by each relinquishing long term customer as per methodology specified in the Order respectively within one month of date of issue of the Order and publish the same on its website. The CERC order held that the relinquishment charges were liable to be paid for the abandoned projects.

As per calculations furnished by Power Grid Corporation of India Limited ('PGCIL') in terms of order in 92/MP the relinquishment charges for the 220 MW surrendered capacity is Rs 3.05 crore (at sr. no. 48 of the list published on the website of PGCIL). However PGCIL have not yet raised any demand against this Order. Further GKEL has challenged the Order and filed an Appeal in association with APP before APTEL in appeal no 417/2019.

xiv) DDFS had filed three refund applications dated January 1, 2018 under section 11(B) of Central Excise Act, 1944 seeking refund of ₹ 40.62 crore being the service tax and cess paid on license fees, marketing fees, airport services charges and utility charges during the period October 2016 to June 2017 for services rendered to DDFS at the duty-free shops at T-3, IGI Airport, Delhi. Such refund claims were filed in pursuance of the decision of the CESTAT Mumbai in Commissioner of Service Tax - VII, Mumbai vs. Flemingo Duty Free Pvt Ltd 2018 (8) GSTL 181 (Tri. Mumbai) (Flemingo) wherein it was held that service tax on license fee was not payable since services were provided outside taxable territory.

In respect of the said refund applications, DDFS received a Show Cause Notice (SCN) dated August 24, 2018 that refund claims for the period October 2016 to January 2017 were barred by limitation and refund cannot be processed. Vide order dated September 6, 2018, the Assistant Commissioner, CGST held that only the period of October 2016 to December 2016 is barred by limitation and denied refund of ₹ 12.78 crore. The balance amount of ₹ 27.84 crore was allowed in favour of DDFS and subsequently refunded to the DDFS, which was recognized as income in Statement of Profit and Loss during the quarter and six months ended September 30, 2018 when this refund was received. The

Notes to the consolidated financial statements for the year ended March 31, 2021

Department filed an appeal against the aforesaid Order dated September 6, 2018 before Commissioner (Appeals) to the extent refund of ₹ 27.84 crore held to be payable to DDFS. The said appeal of the Department has been rejected by the Commissioner (Appeals) vide Order dated May 18, 2020. On August 4, 2020 the Department filed an appeal before the CESTAT, New Delhi against the order of Commissioner (Appeal) dated May 18, 2020.

As against denial of refund of Rs 12.78 crore, DDFS filed an appeal before the Commissioner (Appeals) who rejected the appeal on May 10, 2019 and upheld the Order dated September 6,.2018. DDFS filed an appeal before the CESTAT, New Delhi who allowed the appeal of DDFS vide its Order dated August 14, 2019 and held that since service tax was not payable on license fee, the limitation prescribed under Section 11B of the Central Excise Act, 1944 has no application. Accordingly, refund of ₹ 12.78 crore is allowed in favour of DDFS. The Department served a copy of the appeal along with application for stay against the CESTAT Order dated August 14, 2019 before the Delhi High Court in March 2020 which has yet to be listed.

DDFS had also filed application dated December 31, 2018 with the Department for the period April 2010 to September 2016 seeking refund of service tax and cess amounting to ₹182.13 crore paid on the input services (concession fee, marketing fee, airport service charges and utility charges) rendered to DDFS at the duty-free shops at T-3, IGI Airport, Delhi. The Assistant Commissioner issued the Order dated June 26, 2019 rejecting the claim filed by DDFS that the Duty-free shops are in non-taxable territory. DDFS filed an appeal on August 7, 2019 against the Assistant Commissioner's Order before Commissioner (Appeals) and received an Order dated May 26, 2020 in favour of DDFS allowing the refund of ₹ 182.13 crore. DDFS requested the Asst. Commissioner to process the refund based on the Order passed by the Commissioner (Appeals). The Assistant Commissioner issued a SCN dated August 4, 2020 asking DDFS to explain that the refund claim is not hit by the bar of unjust enrichment as incidence of duty appears to be passed by DDFS to their customers at the time of sale of goods. Subsequently on August 4, 2020 the Department filed an appeal before the CESTAT, New Delhi against the Order of Commissioner (Appeals) dated May 26, 2020. DDFS filed a reply before the CESTAT on December 24, 2020 against the department's appeal dated August 4, 2020 before the CESTAT which has yet to be listed.

In the meanwhile, the Assistant Commissioner issued two separate Orders dated December 10, 2020 on the respective SCNs and rejected the refund of service tax of Rs 182.13 crore and Rs 12.78 crore. On December 23, 2020 DDFS filed a rectification / recall request under Section 74 of the Finance Act, 1994 against both the rejection Orders before the Assistant Commissioner. Subsequently DDFS also filed an Appeal against both the rejection Orders of the Assistant Commissioner, before the Commissioner (Appeals) on February 15, 2021, which is yet to be heard.

DDFS has received responses from the Assistant Commissioner vide its letter dated March 3,.2021 and March 15, 2021 with reference to both the rectification / recall request for an amount of Rs 12.78 crore and Rs 182.13 crore respectively. The letters states that there is no mistake / error in both the Orders dated December 10, 2020 and DDFS may file an appeal before the appropriate authority.

Having regard to status of matters referred above and in view of inherent uncertainty in predicting final outcome of above litigations, involving refunds, which is sub-judice, refund of ₹ 27.84 crore (as at March 31,2020 ₹ 27.84 crore) received in an earlier year has been considered as contingent liability by the management.

Notes to the consolidated financial statements for the year ended March 31, 2021

(₹ in crore)

8b. Interest in Associates

1. Details of Associates :

Name of the Entity	Country of incorporation / Place of Business	Percentage of effective ownership interest held (directly and indirectly) as at		Percentage of voting right held as at		Nature of Activities	Accounting Method
		March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020		
a) Material associates :							
GMR Rajahmundry Energy Limited (GREL)2	India	36.97%	45.00%	45.00%	45.00%	Owns and operates 768 MW combined cycle gas based power plant at Rajahmundry, Andhra Pradesh.	Equity Method
b) Others :							
TIM Delhi Airport Advertising Private Limited (TIMDAA) [3]	India	16.29%	23.95%	49.90%	49.90%	Provides advertisement services at Indira Gandhi International Airport, New Delhi.	Equity Method
Celebi Delhi Cargo Terminal Management India Private Limited (CDCTM) [3]	India	8.49%	12.48%	26.00%	26.00%	Provides Cargo services at Indira Gandhi International Airport, New Delhi.	Equity Method
Travel Food Services (Delhi Terminal 3) Private Limited (TFS) [3]	India	13.06%	19.20%	40.00%	40.00%	Provides food and beverages services at Indira Gandhi International Airport, New Delhi.	Equity Method
DIGI Yatra Foundation (Digi) [3]	India	12.00%	17.65%	37.00%	37.00%	A central platform for identity management of passengers as Joint Venture of private airport operators and Airport Authority of India.	Equity Method

Notes :

1. Aggregate amount of unquoted investment in associates - ₹ 120.30 crore (March 31, 2020 : ₹ 117.77 crore).
2. Refer note 47(ii) for additional details.
3. Refer note 45(xiii) for additional details.

2. Summarised financial information for material associates

(₹ in crore)

Particulars	GREL		Total	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Current assets				
Cash and cash equivalents	1.59	2.38	1.59	2.38
Other assets	17.23	18.39	17.23	18.39
Total current assets	**18.82**	**20.77**	**18.82**	**20.77**
Non current assets				
Non current tax assets	0.13	0.13	0.13	0.13
Other non current assets	1,954.27	2,063.18	1,954.27	2,063.18
Total non current assets	**1,954.40**	**2,063.31**	**1,954.40**	**2,063.31**

Notes to the consolidated financial statements for the year ended March 31, 2021

(₹ in crore)

Particulars	GREL		Total	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Current liabilities				
Financial liabilities (excluding trade payable)	224.56	151.78	224.56	151.78
Other liabilities (including trade payable)	44.22	44.23	44.22	44.23
Total current liabilities	**268.78**	**196.01**	**268.78**	**196.01**
Non current liabilities				
Financial liabilities (excluding trade payable)	2,509.94	2,471.44	2,509.94	2,471.44
Deferred tax liabilities	-	0.45	-	0.45
Other liabilities (including trade payable)	15.46	14.06	15.46	14.06
Total non current liabilities	**2,525.40**	**2,485.95**	**2,525.40**	**2,485.95**
Net assets	**(820.96)**	**(597.88)**	**(820.96)**	**(597.88)**

3. Reconciliation of carrying amounts of material associates (₹ in crore)

Particulars	GREL		Total	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Opening net assets	(597.88)	(422.93)	(597.88)	(422.93)
Loss for the year	(223.11)	(174.97)	(223.11)	(174.97)
Other Comprehensive income	0.03	0.02	0.03	0.02
Closing net assets	**(820.96)**	**(597.88)**	**(820.96)**	**(597.88)**
Proportion of the group's ownership	45.00%	45.00%	45.00%	45.00%
Group's share	(369.43)	(269.05)	(369.43)	(269.05)
Adjustments to the equity values				-
a) Additional impairment charge (refer note 8(b)13(i) and (iii))	(425.04)	(425.04)	(425.04)	(425.04)
b) Loans adjusted against provision for loss in associates	371.61	354.83	371.61	354.83
c) Amount shown under provisions (note 21) *	422.86	339.26	422.86	339.26
Carrying amount of the investment	**-**	**-**	**-**	**-**

* The Group has recognised the liability to the extent of its constructive obligation in GREL.

4. Summarised Statement of Profit & Loss for material associates (₹ in crore)

Particulars	GREL		Total	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Interest income	0.88	13.47	0.88	13.47
Depreciation and amortisation expenses	108.94	108.95	108.94	108.95
Finance Cost	110.13	129.31	110.13	129.31
Other expenses (net of other income)	4.92	(49.82)	4.92	(49.82)
Profit / (loss) for the year	(223.11)	(174.97)	(223.11)	(174.97)
Other comprehensive income	0.03	0.02	0.03	0.02
Total comprehensive income	(223.08)	(174.95)	(223.08)	(174.95)
Total comprehensive income to parent net of DDT	(223.08)	(174.95)	(223.08)	(174.95)
Group share of profit / (loss) for the year	(100.39)	(78.73)	(100.39)	(78.73)
Net Group share of profit / (loss) for the year	(100.39)	(78.73)	(100.39)	(78.73)

Notes to the consolidated financial statements for the year ended March 31, 2021

5. Financial information in respect of other associates (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Aggregate carrying amount of investments in individually immaterial associates	120.30	117.77
Aggregate amount of group's share of :		
- Profit for the year from continuing operations	22.05	25.67
- Other comprehensive income for the year	0.02	0.16
- Total comprehensive income for the year	**22.07**	**25.83**
- Less : DDT paid	-	(1.95)
- Total comprehensive income for the year (net of DDT)	**22.07**	**23.88**

6. Carrying amount of investments accounted for using equity method * (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Aggregate amount of individually material joint ventures (refer note 8(a))	5,745.34	6,359.01
Aggregate amount of individually material associates (refer note 8(b))	-	-
Aggregate amount of individually immaterial joint ventures (refer note 8(a))	534.69	535.97
Aggregate amount of individually immaterial associates (refer note 8(b))	120.30	117.77
Total	**6,400.33**	**7,012.75**

*the movement in carrying amount in joint ventures and associates also includes movement due to new investments made during the year and foreign exchange translation reserve.

7. Share of loss of investments accounted for using equity method (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Material joint ventures	(283.43)	(261.11)
Material associates	(100.39)	(78.73)
Other joint ventures	16.06	27.63
Other associates	22.07	23.88
Total	**(345.69)**	**(288.33)**

8. Exceptional items (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Material joint venture and associates (refer note 8b(13)(i))	(228.50)	(680.91)
Total	**(228.50)**	**(680.91)**

9. (a) Contingent liabilities in respect of associates (Group's share) (₹ in crore)

Particulars	March 31, 2021	March 31 2020
Bank guarantees outstanding	-	3.91
Claims against the Group not acknowledged as debts	0.78	0.80
Matters relating to income tax under dispute	4.12	4.12
Matters relating to indirect taxes duty under dispute	0.02	-
Total	**4.92**	**8.83**

Notes:

i) Refer Note 49(b) with regard to corporate guarantee provided by the Group on behalf of associates.

Notes to the consolidated financial statements for the year ended March 31, 2021

10. Capital Commitments in respect of joint ventures and associates

a) Capital commitments in respect of joint ventures

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Estimated value of contracts remaining to be executed on capital account, not provided for (net of advances)	53.79	159.36

b) Capital commitments in respect of associates

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Estimated value of contracts remaining to be executed on capital account, not provided for (net of advances)	0.44	0.21

11 Other Commitments of / towards joint ventures and associates

i) Certain entities in power sector have entered into Power Purchase Agreements ('PPAs') with customers, pursuant to which these entities have committed to sell power of contracted capacity as defined in the respective PPAs, make available minimum Power Load Factor (PLF) over the period of tariff year as defined in the respective PPAs. The PPAs contain provision for disincentives and penalties in case of certain defaults.

ii) Certain entities in power sector have entered into fuel supply agreements with suppliers whereby these entities have committed to purchase and suppliers have committed to sell contracted quantity of fuel for defined period as defined in the respective fuel supply agreements, including the fuel obtained through the suppliers outside India.

iii) One of the overseas entities in power sector and the Government of Indonesia (Government) have entered into coal sale agreement for a defined period pursuant to which the entity is required to pay to the Government, amount equivalent to a specified percentage of proceeds from sale of the coal by the entity. Further, based on a regulation of the Government, all Companies holding mining rights have an obligation to pay an exploitation fee equivalent to certain percentage, ranging from 3% - 5% of sales, net of selling expenses and in certain cases, it is required to pay fixed payment (deadrent) to the Government based on total area of land in accordance with the rates stipulated therein.

iv) One of the overseas entities in power sector (as the buyer) and its joint ventures (as the seller) in power sector have entered into a coal sale agreement for sale and purchase of coal, whereby the buyer entity and seller entity have committed to, respectively, take delivery and to deliver, minimum specified percentage of the annual tonnage as specified in the agreement for each delivery year, based on the agreed pricing mechanism. The buyer entity is also committed to use the coal for the agreed use, provided that it shall not sell any coal to any person domiciled or incorporated in the country in which the seller entity operates.

v) One of the overseas entities in power sector has entered into a Cooperation Agreement with a third party whereby the entity is required to pay Land management fee from USD 1/ton up to USD 4.75/ton based on the provision stated in the agreement.

vi) One of the overseas entities in power sector has entered into a Road Maintenance Agreement with third parties whereby the entity is required to maintain the road during the road usage period.

vii) Certain entities in the power sector have entered into long term assured parts supply and maintenance agreements with sub-contractors whereby these entities have committed to pay fixed charges in addition to variable charges based on operating performance as defined in the agreements. The entities have also committed to pay incentives on attainment of certain parameters by the sub-contractors.

viii) GEL has provided commitment to subsidiaries and joint ventures to fund the cost overruns over and above the estimated project cost or cash deficiency, if any, to the lenders of its project stage subsidiaries, to the extent as defined in the agreements executed with the respective lenders.

ix) One of the entities in airports sector has entered into a tripartite Master Service Agreement ('MSA') with the service provider and the holding company of the service provider, whereby this entity is committed to pay annually to the service provider if the receivable of the service provider falls short of subsistence level (as defined in the said MSA). This agreement was amended vide addendum number 17, dated April 05, 2018 to add one more party. Also in case of delay in payment of dues from customers to the service provider, this entity would fund the deficit on a temporary basis till the time the service provider collects the dues from aforementioned customers.

x) In respect of Group's investments in certain jointly controlled entities, other joint venture partners have the first right of refusal in case any of the joint venture partners intend to sell its stake subject to other terms and conditions of respective joint venture agreements.

xi) In respect of Group's investments in jointly controlled entities, the Group cannot transfer / dispose its holding for a period as specified in the respective joint venture agreements.

xii) Shares of the certain joint ventures have been pledged as security towards loan facilities sanctioned to the Group. Refer Note 18 and 23.

xiii) The Group has committed to provide continued financial support to some of the joint ventures and associates, to ensure that these entities are able to meet their debts and liabilities as they fall due and they continue as going concerns.

xiv) Certain entities in power sector have made a commitment towards expenditure on corporate social responsibility activities amounting to ₹ 33.82 crore (March 31, 2020 : ₹ 32.69 crore).

Notes to the consolidated financial statements for the year ended March 31, 2021

xv) GEL has entered into a Share Subscription and Share Holding Agreement with Infrastructure Development Finance Company Limited ('shareholder') in which it has committed to the shareholder that either GEL directly, or indirectly (along with the other group Companies as defined in the shareholding agreement) will hold at least 51% of the paid up equity share capital of GKEL.

xvi) In terms of the prescribed new environmental norms notified as per Environment (Protection) Amendment Rules, 2015, GWEL is required to install the Flue Gas Desulphurization Systems (FGD) to control emission from the power plant for by 2022.

xvii) Certain joint ventures and associates of the Group have restrictions on their ability to transfer funds to the Group in the form of cash dividends, or to repay loans or advances made by the Group resulting from borrowing arrangements, regulatory requirements or contractual arrangements entered by the Group.

12 Trade receivables in respect of joint ventures and associates

GWEL entered into a PPA with Maharashtra State Electricity Distribution Company Limited ('MSEDCL') on March 17, 2010 for sale of power for an aggregate contracted capacity of 200 MW, wherein power was required to be scheduled from power plant's bus bar. MSEDCL disputed place of evacuation of power with Maharashtra Electricity Regulatory Commission ('MERC'), wherein MERC has directed GWEL to construct separate lines for evacuation of power through State Transmission Utility ('STU') though GWEL was connected to Central Transmission Utility ('CTU'). Aggrieved by the MERC Order, GWEL preferred an appeal with APTEL. APTEL vide its interim Order dated February 11, 2014 directed GWEL to start scheduling the power from GWEL's bus bar and bear transmission charges of inter-state transmission system towards supply of power. GWEL in terms of the interim order scheduled the power from its bus bar from March 17, 2014 and paid inter-state transmission charges. APTEL vide its final Order dated May 8, 2015 upheld GWEL's contention of scheduling the power from bus bar and directed MSEDCL to reimburse the inter-state transmission charges hitherto borne by GWEL as per its interim order. Accordingly, GWEL has raised claim of ₹ 611.58 crore towards reimbursement of transmission charges from March 17, 2014 till March 31, 2021. MSEDCL preferred an appeal with Hon'ble Supreme Court of India and the matter is pending conclusion.

In view of the favorable Order from APTEL, rejection of stay petition of MSEDCL by the Hon'ble Supreme Court of India, receipt of substantial amount towards reimbursement of transmission charges and also considering the legal opinion received from legal counsel that GWEL has tenable case with respect to the appeal filed by MSEDCL against the said Order which is pending before Hon'ble Supreme Court of India, GWEL has recognized the reimbursement of transmission charges of ₹ 611.58 crore relating to the period from March 17, 2014 to March 31, 2021 (including ₹ 75.81 crore for the year ended March 31, 2021) in the financial statements of GWEL.

13 Others

i) The Group has investments of ₹ 1,272.32 crore as at March 31, 2021 (March 31 2020 ₹ 1,897.63 crore) and loan (including accrued interest) (net of impairment) amounting to ₹ 745.12 crore in GMR Energy Limited ('GEL') (including its subsidiaries and joint ventures), a joint venture of the Group and in GMR Rajahmundry Limited ('GREL'), an associate of GMR Generation Assets Limited ("GGAL"), subsidiary of the Group, as at March 31, 2021. GEL has certain underlying subsidiaries / joint ventures which are engaged in energy sector. GREL, GEL and some of its underlying subsidiaries / joint ventures, as further detailed in notes (iii), (iv), (v) and (vii) below have substantially eroded net worth. Based on the valuation assessment by an external expert during the year ended March 31, 2021 and the sensitivity analysis carried out for some of the aforesaid assumptions, the value so determined after discounting the projected cash flows using discount rate ranging from 10.83% to 21.83% across various entities, the management has accounted for an impairment loss of ₹ 228.50 crore as at March 31, 2021 (March 31, 2020 ₹ 680.91 crore) in the value of Group's investment in GEL and its subsidiaries/ joint ventures which has been disclosed as an exceptional item in the consolidated financial statements of the Group for the year ended March 31, 2021. The management is of the view that post such diminution, the carrying value of the Group's investment in GEL and provision created against future liabilities for GREL is appropriate.

ii) The Group has investments of Rs 3,675.85 crore in PTGEMS, a joint venture of the Group as at March 31, 2021 (March 31, 2020 ₹ 3611.21 crore). PTGEMS along with its subsidiaries is engaged in the business of coal mining and trading activities. The cost of investments made by the Group is significantly higher than the book value of assets of PTGEMS and includes certain future benefits including Coal Supply Agreement ('CSA') of GCRPL with PTGEMS whereby the Group is entitled to offtake stated quantity of coal as per the terms of the CSA at an agreed discount other than profit from mining operations. Though the shares of PTGEMS are listed on the overseas exchanges, the management is of the view that the quoted prices are not reflective of the underlying value of the mines as in the past few years the shares have been very thinly traded. Based on profitable mining operations, ramp up of production volumes and other assumptions around off take at a discounted price and trading thereof in valuation assessment carried out by an external expert during the year ended March 31, 2021, the management of the Group believes that the carrying value of aforesaid investments in PTGEMS as at March 31, 2021 is appropriate.

iii) In view of lower supplies / availability of natural gas to the power generating companies in India, GEL, GVPGL and GREL are facing shortage of natural gas supply and delays in securing gas linkages. As a result, GEL has not generated and sold electrical energy since April 2013. GVPGL and GREL emerged as successful bidders in the auction process organised by the Ministry of Power and operated on an intermittent basis from August 2015 and October 2015 respectively till September 2016 by using Regasified Liquefied Natural Gas ('RLNG') as natural gas. These entities have ceased operations and have been incurring losses including cash losses on account of the aforesaid shortage of natural gas supply.

GREL had not commenced commercial operations pending linkages of natural gas supply from the Ministry of Petroleum and Natural Gas till the period ended September 30, 2015. As a result, the consortium of lenders of GREL decided to implement Strategic Debt Restructuring Scheme ('SDR'). Pursuant to the scheme, borrowings aggregating to ₹ 1,308.57 crore and interest accrued thereon amounting to ₹ 105.42 crore was converted into equity shares of GREL for 55% stake in equity share capital of GREL and the Group had given a guarantee of Rs 2,571.71 crore to the lenders against the remaining debt. Under the SDR Scheme, the bankers had to find new promoters for GREL within the period as prescribed under the scheme, which expired during the year ended March 31, 2018. Consequent to the SDR and the conversion of loans into equity share capital by the consortium of lenders, GREL ceased to be a subsidiary

Notes to the consolidated financial statements for the year ended March 31, 2021

of the Group and the Group has accounted its investments in GREL under the Equity Method as per the requirements of Ind AS - 28.. During the year ended March 31,2019, considering that GREL continued to incur losses in absence of commercial operations, the consortium of lenders has decided to implement a revised resolution plan which has been approved by all the lenders and accordingly the lenders have restructured the debt. The Group has provided guarantees to the lenders against the servicing of sustainable debts having principal amounting to ₹ 1,116.00 crore and all interests there on, including any other obligation arising out of it and discharge of the put option in regard to Cumulative Redeemable Preference Shares ('CRPS') (unsustainable debt) amounting to Rs 940.59 crore, if any exercised by the CRPS lenders, as per the terms of the revised resolution plan.

During the year ended March 31, 2018, pursuant to the appeal filed by Andhra Pradesh Discoms ('APDISCOMs'), the Hon'ble Supreme Court held that RLNG is not natural gas and accordingly GVPGL cannot be entitled for capacity charges based on availability declaration for generation of power on the basis of RLNG. GVPGL had also filed petition claiming losses of ₹ 447.00 crore pertaining to capacity charges pertaining to period 2006 to 2008 before Andhra Pradesh Electricity Regulatory Commission ('APERC'). Over the years, the case was heard for deciding the jurisdiction to adjudicate the proceedings. During the year ended March 31, 2019, the Hon'ble High Court of Andhra Pradesh passed its Judgment and held that the Central Electricity Regulatory Commission ('CERC') has the jurisdiction to adjudicate the aforesaid claims of GVPGL. Further, during the year ended March 31, 2020, the Andhra Pradesh DISCOMs (APDISCOMs') appealed against, the aforesaid judgement before the Hon'ble Supreme Court. The Supreme Court vide its order dated February 4, 2020 dismissed the aforesaid petition of the DISCOMs and held that CERC will have jurisdiction to adjudicate the disputes in the present case and directed CERC to dispose off the petition filed before it within six months. The matter is pending to be heard before the CERC as at March 31, 2021. Additionally, during the year ended March 31, 2020, in case of GVPGL's litigation with APDISCOMs, wherein APDISCOMS refused to accept declaration of capacity availability on the basis of deep water gas citing that natural gas for the purpose of PPA does not include Deep Water Gas and consequent refusal to schedule power from GVGPL and pay applicable tariff including capacity charges, CERC has passed order dated January 28, 2020, declaring that natural gas for the purpose of PPA includes Deep Water Gas. Accordingly, GVGPL is entitled to claim capacity charges from APDISCOMs from October 2016 based on availability declaration for generation of power on the basis of deep water gas, along with late payment surcharge. GVGPL has calculated a claim amount of ₹ 741.31 crore for the period from November 2016 till February 2020. GVPGL has not received any of the aforesaid claims and is confident of recovery of such claims in the future based on CERC order.

During the year ended March 31, 2020, GEL entered into a Sale and Purchase Agreement with a prospective buyer for a consideration of USD 1.55 crore for sale of the Barge Mounted Power Plant ('Barge Plant') on as is where is basis, out of which USD 0.30 crore has been received till March 31, 2020. The transaction was expected to be completed by May 31, 2020. However, the dismantling work is on hold due to COVID - 19. The management is confident of completing the transfer of Barge Plant during the financial year ended March 31, 2022. Since the estimate of realizable value amounting ₹ 112.01 crore done by the management as at March 31, 2021 is consistent with the consideration for the Barge Plant as per the agreement, no further impairment charge is required.

Further, the management of the Group is evaluating various approaches / alternatives to deal with the situation and is confident that Government of India ('GoI') would take further necessary steps / initiatives in this regard to improve the situation regarding availability of natural gas from alternate sources in the foreseeable future. The management of the Group carried out a valuation assessment of GREL and GVPGL during the year ended March 31, 2021 which includes certain assumptions relating to availability and pricing of domestic and imported gas, future tariff, tying up of PPA, realization of claims for losses incurred in earlier periods and current period from the customer and other operating parameters, which it believes reasonably reflect the future expectations from these projects. The business plan of GREL considered for valuation assessment has been approved by the consortium of lenders at the time of execution of the resolution plan. The management of the Group will monitor these aspects closely and take actions as are considered appropriate and is confident that these gas based entities will be able to generate sufficient profits in future years and meet their financial obligations as they arise and GEL will be able to dispose off the Barge Power Plant as per the aforementioned Sale and Purchase agreement. Based on the aforementioned reasons, claims for capacity charges and business plans, the management is of the view that the carrying value of net assets of GVPGL by GEL as at March 31, 2021 is appropriate. The Group has provided for its investment in full in GREL and the management is confident that no further obligation would arise for the guarantees provided to the lenders against the servicing of sustainable and unsustainable debts.

iv GMR Badrinath Hydro Power Generation Private Limited ('GBHPL'), a subsidiary of GEL is in the process of setting up 300 MW hydro based power plant in Alaknanda River, Chamoli District of Uttarakhand. The Hon'ble Supreme Court of India ('the Court'), while hearing a civil appeal in the matters of Alaknanda Hydro Power Company Limited, directed vide its order dated May 7, 2014 that no further construction work shall be undertaken by the 24 projects coming up on the Alaknanda and Bhagirathi basins until further orders. Further, during the year ended March 31, 2016, Ministry of Environment Forest and Climate Change ('MoEF') has represented to the Supreme Court of India that of the six hydro projects in Uttarakhand, two projects including GBHPL requires certain design modifications as per the policy stipulations. During the year ended March 31, 2018, the validity of Environmental Clearance ('EC') granted to GBHPL by the MoEF ceased to exist. Pursuant to an application made by GBHPL, the MoEF vide its letter dated April 17, 2018, proposed to extend the EC granted to GBHPL for a period of 3 years, subject to the final outcome of the matter pending before the Court. Based on its internal assessment and a legal opinion, the management of the Group is confident of obtaining the requisite clearances and based on business plan and a valuation assessment carried out by an external expert during the year ended March 31, 2021, the management of the Group is of the view that the carrying value of net assets of GBHPL by GEL as at March 31, 2021 is appropriate.

v) GMR Warora Energy Limited ('GWEL'), a subsidiary of GEL, is engaged in the business of generation and sale of electrical energy from its coal based power plant of 600 MW situated at Warora. GWEL has accumulated losses of ₹ 703.86 crore as at March 31, 2021 which has resulted in substantial erosion of GWEL's net worth. GWEL had claimed compensation for coal cost pass through and various ""change in law"" events from its customers under the Power Purchase Agreements ('PPA') and have filed petitions with the regulatory authorities for settlement of such claims in favour of GWEL. GWEL has trade receivables, other receivables and unbilled revenue (including claims) of ₹ 714.72 crore which are substantially pending receipt.

Notes to the consolidated financial statements for the year ended March 31, 2021

Based on certain favorable interim regulatory orders, the management is confident of a favorable outcome towards the outstanding receivables. Further, GWEL received notices from one of its customer disputing payment of capacity charges of ₹ 132.01 crore for the period March 23, 2020 to June 30, 2020 as the customer had not availed power during the said period sighting force majeure on account of COVID 19 pandemic. GWEL responded and clarified that the said situation is not covered under force majeure clause in view of the clarification by the Ministry of Power stating that Discoms will have to comply with the obligation to pay fixed capacity charges as per PPA. The customer is of the view that the aforesaid clarification by the Ministry of Power cannot override the terms of the PPA and continue to dispute the payment thereof. Accordingly, during the year ended March 31, 2021, GWEL filed petition with Central Electricity Regulatory Commission ('CERC') for settlement of the dispute. The management based on its internal assessment and petition filed with CERC, is of the view that the aforesaid capacity charges are fully recoverable. Further, in view of the ongoing COVID-19 pandemic and expiry of the PPA with one of the customer availing 200 MW of power in June 2020 and a consequent cancellation of the fuel supply agreement, there could be impact on the future business operations, financial position and future cash flows of GWEL. However, GWEL has certain favourable interim orders towards the aforementioned claims. Further during the year ended March 31, 2021, GWEL basis the requisite approval of the lenders, has invoked resolution process as per Resolution Framework for COVD-19 related stress prescribed by RBI on December 30, 2020 in respect of all the facilities (including fund based, non-fund based and investment in non-convertible debentures) availed by GWEL as on the invocation date. In this regard, all the lenders of GWEL have entered into an Inter Creditors Agreement ('ICA') on January 21, 2021 and a Resolution Plan is to be implemented within 180 days from the invocation date in accordance with the framework issued by RBI, which is still under progress.

The management of GWEL expects that the plant will generate sufficient profits in the future years and will be able to recover the receivables and based on business plans and valuation assessment by an external expert during the year ended March 31, 2021, considering key assumptions such as capacity utilization of plant in future years based on current levels of utilization including merchant sales and sales through other long term PPA's and management's plan for entering into a new long-term PPA to replace the PPA earlier entered with one of its customers which has expired in June 2020 and the pending outcome of the debt resolution plan with the lenders of GWEL, the management of the Group is of the view that the carrying value of the net assets in GWEL by GEL as at March 31, 2021 is appropriate.

vi) GMR Kamalanga Energy Limited ('GKEL'), a joint venture of GEL, is engaged in development and operation of 3*350 MW under Phase I and 1*350 MW under Phase II, coal based power project in Kamalanga village, Orissa and has commenced commercial operation of Phase I of the project. GKEL has accumulated losses of ₹ 1,813.41 crore as at March 31, 2021, which has resulted in substantial erosion of GKEL's net worth due to operational difficulties faced during the early stage of its operations. Further, GKEL has trade receivables, other receivables and unbilled revenue (including claims) of ₹ 1,418.05 crore as at March 31, 2021, for coal cost pass through and various ""change in law"" events from its customers under the PPAs and have filed petitions with the regulatory authorities for settlement of such claims in favour of GKEL. The payment from the customers against the claims is substantially pending receipt. Based on certain favorable interim regulatory orders with regard to its petition for 'Tariff Determination' and 'Tariff Revision' with its customers, the management is confident of a favorable outcome towards the outstanding receivables of GKEL.

GKEL in view of the Supreme Court Order in Energy Watchdog vs CERC and others and CERC order in its own case for Haryana Discoms had sought legal opinion from the legal counsel on certainty of the claims with Bihar Discom. Considering opinion received from legal counsels that GKEL has good tenable case with virtual certainty with respect to coal cost pass through and favourable Order from APTEL dated December 21, 2018 and CERC judgment in GKEL's own case for Haryana Discom where the computation methodology of coal cost pass through was decided, the management was virtually certain on receipt of the GKEL's claim of revenue on coal cost pass through and was of the opinion that no contingency was involved in this regard. GKEL has now received a favourable order on September 16, 2019 whereby the CERC has allowed the coal cost pass through to be charged to the Bihar Discom, based on a certain methodology. However, GKEL has filed a review petition with Hon'ble Appellate Tribunal for Electricity dated November 14, 2019 against this methodology on the grounds that the methodology stated in this order, even though favourable, is contradictory to the methodology stated in the earlier order of CERC in GKEL's case with Haryana Discom. Accordingly, GKEL continued to recognize the income on Coal Cost Pass through claims of ₹ 17.78 crore for the year ended March 31, 2021

GKEL has accounted for transportation cost of fly ash as change in law event as the same was agreed in principle by CERC vide Order 131/MP/2016 dated February 21, 2018 and on March 22, 2021 in case no 405/MP/2019, CERC allowed to recover ash transportation costs including GST from Bihar and Haryana Discoms. Similarly, CERC in its order dated April 8, 2019 has allowed Maithan Power Limited in case no – 331/MP/2018 to recover the actual ash disposal expenses from its beneficiaries (DVC).

Based on the above orders of CERC, GKEL has recognised revenue amounting to Rs 13.40 Cr for GRIDCO during the year ended March 31, 2021 post complying with the conditions mandated in this regard. GKEL has filed petition with CERC for determination of compensation of transportation charges of fly ash as per Order.

Further, as detailed below there are continuing litigation with SEPCO Electric Power Construction Corporation (SEPCO) ('Capital Creditors') which are pending settlement. Further during the year, GKEL has won the bid for supply of balance 150 MW to Haryana Discom. GKEL has signed fuel supply agreement with Coal India Limited for supply of coal from its Mahanadi Coal Field Mines for 0.36 crore ton which is within a distance of 15 KM from the plant site. In addition to above, GKEL has won the bid (Shakti-III) for supply of 0.04 crore ton of coal for balance 150 MW.

Further, during the year ended March 31, 2020, as part of the strategic initiatives being undertaken by the management to ensure liquidity and timely payment of its obligations, the management of GEL, entered into share purchase agreement with JSW Energy Limited for sale of its equity stake in GKEL. However, during the previous year ended March 31, 2020, the said transaction has been called off due to uncertainties on account of COVID – 19 pandemic.

Further, GKEL had entered agreement with SEPCO in 2008 for the construction and operation of coal fired thermal power plant. There were certain disputes between the parties in relation to the delays in construction and various technical issues relating to the construction and

Notes to the consolidated financial statements for the year ended March 31, 2021

operation of the plant. SEPCO served a notice of dispute to GKEL in March 2015 and initiated arbitration proceedings. The Arbitral Tribunal has issued an opinion (the Award) on September 7, 2020 against GKEL. Since there were computation/ clerical / typographical errors in the Award, both parties (GKEL and SEPCO) immediately applied for correction of the award under Section 33 of the Arbitration & Conciliation Act 1996 (as amended). The Arbitral Tribunal considered the applications of both the parties and has pronounced the corrected award on November 17, 2020. GKEL already accounted for the aforementioned liability in excess of the amount as per the award pertaining to the retention money, unpaid invoices and the Bank Guarantee revoked. GKEL has challenged the award under section 34 of the Arbritation and Conciliation Act, 1996 before the Hon'able High Court of Orissa on February 15, 2021. Based on the legal opinion obtained, GKEL has good arguable case under section 34 of the Act to challenge the Award and seek setting aside of the same as thus the is not expecting cash outflow in this matter.

In view of these matters, business plans (including expansion and optimal utilization of existing capacity, rescheduling/ refinancing of existing loans at lower rates), valuation assessment by an external expert during the year ended March 31, 2021, the management is of the view that the carrying value of the net assets in GKEL held by GEL as at March 31, 2021 is appropriate.

vii Also refer note 20(2) & 20(3)

8c. Financial Assets - Non-current investments (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Investments carried at fair value through consolidated statement of profit or loss		
In equity shares of other companies	0.56	0.56
In venture capital fund	245.22	-
Investments at amortised cost		
Investment in Debentures[1,2]	164.35	142.00
In other securities	-	4.83
	410.13	**147.39**
Aggregate book value of quoted investments	**-**	**-**
Aggregate market value of quoted investments	**-**	**-**
Aggregate value of unquoted investments	**410.13**	**147.39**

1. During the year ended March 31, 2011, GSPHPL had invested ₹ 100.00 crore in Kakinada Infrastructure Holding Private Limited (KIHPL), a shareholder in KSPL, through cumulative optionally convertible debentures with coupon rate of 0.10% p.a. GSPHPL is entitled to exercise the option of conversion of the aforesaid debentures into equity shares of KIHPL at a mutually agreed valuation at any time not exceeding 36 months from the date of execution of the debenture agreement (March 18, 2011). This period had been extended for 18 months with effect from March 18, 2014, which has been further extended for 36 months from September 18, 2015. Further during the year ended March 31, 2019, the terms of the agreement had been extended for 12 months and which had been further extended till September, 2020 in the previous year. In the event GSPHPL does not exercise the option to convert the debentures into shares within the said period, the debentures shall be compulsorily converted by KIHPL into equity shares on expiry of the aforementioned period. Considering the abovementioned facts, the investment in KIHPL of ₹ 100.00 crore has been carried at amortised cost as at March 31, 2020. During the year ended March 31, 2021, pursuant to amendment to the Debenture Subscription Agreement dated March 9, 2021, Rs 25.00 crore has beed received as at March 31, 2021 and balance Rs 75.00 crore is scheduled be received on or before December 31, 2021, hence classified as current investment.
2. During the year ended March 31, 2020, GIDL has invested ₹ 42.00 crore in GMR Infra Services Limited (GISL), a shareholder in GAL, through non convertible, non cumulative redeemable debentures with coupon rate of 0.001% p.a.. The investment in GISL of ₹ 42.00 crore has been carried at amortised cost as per Ind AS 109.

9. Trade receivables

Particulars	Non-current		Current	
	March 31, 2021 ₹ in crore	March 31, 2020 ₹ in crore	March 31, 2021 ₹ in crore	March 31, 2020 ₹ in crore
Unsecured, considered good				
Trade Receivables from external parties	147.50	109.86	1,059.64	1,294.06
Receivables from joint ventures and associates (refer note 49)	-	-	78.81	122.25
Receivables from other related parties (refer note 49)	-	-	7.12	7.53
Total (A)	**147.50**	**109.86**	**1,145.58**	**1,423.84**
Trade receivables- credit impaired				
Unsecured, credit impaired	28.79	28.80	9.05	8.56

Notes to the consolidated financial statements for the year ended March 31, 2021

Particulars	Non-current		Current	
	March 31, 2021 ₹ in crore	March 31, 2020 ₹ in crore	March 31, 2021 ₹ in crore	March 31, 2020 ₹ in crore
Total (B)	**28.79**	**28.80**	**9.05**	**8.56**
Loss allowance				
Less: Trade receivable - loss allowance (C)	(28.79)	(28.80)	(9.05)	(8.56)
Total (A+B+C)	**147.50**	**109.86**	**1,145.58**	**1,423.84**

(i) Refer note 49 for trade or other receivables due from directors or other officers of the Group either severally or jointly with any other person and trade or other receivable due from firms or private companies respectively in which any director is a partner, a director or a member.

(ii) Includes retention money deducted by customers to ensure performance of the Group's obligations and hence are receivable on the completion of contract or after the completion of defect liability period as defined in the respective contract and accordingly no discounting has been done for the same.

10. Loans

Particulars	Non-current		Current	
	March 31, 2021 ₹ in crore	March 31, 2020 ₹ in crore	March 31, 2021 ₹ in crore	March 31, 2020 ₹ in crore
Security Deposit				
Unsecured, considered good				
Security deposit includes deposits with related parties (refer note 49)	0.03	0.12	5.51	3.00
Security deposit with others	433.83	25.05	26.68	26.51
Unsecured- credit impaired	0.20	0.20	-	-
	434.06	**25.37**	**32.19**	**29.51**
Loss allowance				
Less: Deposit receivable - credit impaired	(0.20)	(0.20)	-	-
Total (A)	**433.86**	**25.17**	**32.19**	**29.51**
Other loans				
Unsecured, considered good				
Loan to related parties (refer note 49)	1,055.61	381.85	632.33	877.37
Loan to employees	0.22	1.83	12.12	1.74
Loan to others	39.17	38.88	36.64	8.36
	1,095.00	**422.56**	**681.09**	**887.47**
Loan receivable - credit impaired				
Loan to others	100.00	100.00	-	-
Loan to associates/ joint ventures	212.00	212.00	221.00	21.00
	312.00	312.00	221.00	21.00
Loss allowance				
Less: Loan receivable - credit impaired	(312.00)	(312.00)	(221.00)	(21.00)
Total (B)	**1,095.00**	**422.56**	**681.09**	**887.47**
Total (A+B)	**1,528.86**	**447.73**	**713.28**	**916.98**

1. Loans are non-derivative financial instruments which generate a fixed or variable interest income for the Group. The carrying value may be affected by the changes in the credit risk of the counter parties.
2. The Group made a provision for diminution in the value of loan of ₹ 200.00 crore as at March 31, 2021 (March 31, 2020: ₹ Nil) which has been disclosed as an 'exceptional item' in the consolidated financial statements for the year ended March 31, 2021.
3. No loans are due from directors or other officers of the Holding Company either severally or jointly with any other person. Nor any loans are due from firms or private companies respectively in which any director is a partner, a director or a member.

Notes to the consolidated financial statements for the year ended March 31, 2021

11. Other financial assets

Particulars	Non-current		Current	
	March 31, 2021 ₹ in crore	March 31, 2020 ₹ in crore	March 31, 2021 ₹ in crore	March 31, 2020 ₹ in crore
Unsecured, considered good unless stated otherwise				
Non-current bank balances (refer note 15)	64.50	190.80	-	-
Total (A)	**64.50**	**190.80**	**-**	**-**
Derivative instruments at fair value through OCI				
Derivatives designated as hedge (refer note 51)	1,255.97	1,599.69	238.62	-
Total (B)	**1,255.97**	**1,599.69**	**238.62**	**-**
Derivative instruments at fair value through profit or loss				
Derivatives not designated as hedge (refer note 51)	-	274.35	-	-
Total (C)	**-**	**274.35**	**-**	**-**
Unsecured, considered good unless stated otherwise				
Receivable against service concession arrangements	768.42	822.11	199.99	231.08
Unbilled revenue (refer note 49)	12.01	12.49	950.75	892.85
Interest accrued on fixed deposits	0.03	0.10	23.55	77.32
Interest accrued on long term investments including loans to group companies (refer note 49)	41.34	1.25	90.08	42.62
Non trade receivable (refer note 49)	926.45	189.40	961.79	358.01
Non trade receivable considered doubtful	-	-	5.81	5.81
Advance to Airport Authority of India ('AAI') paid under protest (refer note 45(viii))	-	-	446.21	-
Total (D)	**1,748.25**	**1,025.35**	**2,678.18**	**1,607.69**
Less: Non trade receivable - loss allowance	-	-	(452.02)	(5.81)
Total (A+B+C+D)	**3,068.72**	**3,090.19**	**2,464.78**	**1,601.88**

12. Other assets

Particulars	Non-current		Current	
	March 31, 2021 ₹ in crore	March 31, 2020 ₹ in crore	March 31, 2021 ₹ in crore	March 31, 2020 ₹ in crore
Capital advances				
Unsecured, considered good				
Capital advances to related parties (refer note 49)	327.59	364.93	-	-
Capital advances to others	962.65	1,317.62	-	-
Total (A)	**1,290.24**	**1,682.55**	**-**	**-**
Advances other than capital advances				
Unsecured, considered good				
Advances other than capital advances	7.75	7.81	215.73	266.46
Passenger service fee (Security Component)	10.56	10.56	-	-
Unsecured, considered doubtful	0.04	0.04	0.91	0.91
	18.35	18.41	216.64	267.37
Provision for doubtful advances	(0.04)	(0.04)	(0.91)	(0.91)
Total (B)	**18.31**	**18.37**	**215.73**	**266.46**
Other advances				
Prepaid expenses	17.51	19.77	52.72	54.62
Deposit/ balances with statutory/ government authorities	951.22	278.13	164.51	451.29
Receivable against lease equalisation	1,166.55	421.78	-	-
Other receivable	8.22	-	17.84	3.69
Total (C)	**2,143.50**	**719.68**	**235.07**	**509.60**
Total (A+B+C)	**3,452.05**	**2,420.60**	**450.80**	**776.06**

Notes to the consolidated financial statements for the year ended March 31, 2021

13. Inventories

Particulars	March 31, 2021 ₹ in crore	March 31, 2020 ₹ in crore
Raw materials (valued at lower of cost and net realizable value) (refer note 28)	143.77	142.19
Traded goods (refer note 30)*	14.18	30.73
Consumables, stores and spares	16.61	17.61
Total inventories	**174.56**	**190.53**

* Includes goods in transit of ₹ 1.98 Crore (March 31, 2020: ₹ 1.40 Crore)

14. Current investments

Particulars	March 31, 2020 ₹ in crore	March 31, 2019 ₹ in crore
Investments carried at fair value through consolidated statement of profit or loss (unquoted)		
Investment in domestic mutual funds	1,432.22	973.62
Investment in overseas funds by foreign subsidiaries	163.45	160.43
Investments carried at amortised cost		
Investment in commercial papers	994.60	1,783.73
Investments in other funds	273.13	41.34
	2,863.40	**2,959.12**

Notes:

1. Aggregate market value of current quoted investments - ₹ Nil (March 31, 2020: ₹ Nil)
2. Aggregate carrying amount of current unquoted investments ₹ 2,863.40 crore (March 31, 2020: ₹ 2,959.12 crore)
3. Aggregate provision for diminution in the value of current investments ₹ Nil (March 31, 2020: ₹ Nil)

15. Cash and cash equivalents

Particulars		Non-current		Current	
		March 31, 2021 ₹ in crore	March 31, 2020 ₹ in crore	March 31, 2021 ₹ in crore	March 31, 2020 ₹ in crore
Balances with banks					
- on current accounts [2,4,6]		-	-	677.58	595.60
- Deposits with original maturity of less than three months		-	-	3,619.89	2,261.70
Cheques / drafts on hand		-	-	0.19	-
Cash on hand / credit card collection		-	-	1.94	2.13
	(A)	**-**	**-**	**4,299.60**	**2,859.43**
Bank balances other than cash and cash equivalents					
Bank balances other than cash and cash equivalents		-	-	0.13	0.27
- Unclaimed dividend		-	-	1,941.68	1,488.46
- Deposits with remaining maturity for less than twelve months[6]		64.50	190.80	171.86	100.61
	(B)	**64.50**	**190.80**	**2,113.67**	**1,589.34**
Amount disclosed under other financial assets (refer note 11)		(64.50)	(190.80)		-
	(C)	**(64.50)**	**(190.80)**	**-**	**-**
Total	**(A+B+C)**	**-**	**-**	**6,413.27**	**4,448.77**

Notes:

1. Includes fixed deposits in GICL of ₹ 21.92 crore (March 31, 2020: ₹ 107.10 crore) with Eurobank, Cyprus. The Republic of Cyprus is presently facing economic difficulties. The management is of the view that in spite of such economic difficulties the amount held as fixed deposit with Eurobank is good for recovery though withdrawal of the amount from the Republic of Cyprus would be subject to restriction as may be imposed by the Central Bank of Cyprus. Accordingly, the amount of deposit has been considered as non current.

Notes to the consolidated financial statements for the year ended March 31, 2021

2. Includes balances in Exchange Earner's Foreign Currency ('EEFC') Accounts.
3. Restricted deposits includes margin money deposit and deposits with banks that are pledged by the Group with the Government and other authorities and with lenders against long-term and short-term borrowings / hedging of FCCB interest / towards bank guarantee and letter of credit facilities availed by the Group.
4. Balances with banks on current accounts does not earn interest. Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash-requirement of the Group and earn interest at the respective short-term deposit rates.
5. Refer notes 18 and 23 as regards restriction on balances with banks arising in connections with the borrowings made by the Group.
6. Includes Marketing Fund in DIAL of ₹ 56.87 crore (March 31, 2020: ₹ 70.67 crore). Refer note 45(v). Further this includes deposits of the Holding Company amounting to ₹ 27.65 crore (March 31, 2020: ₹ 20.27 crore) pledged against various bank guarantees.
7. For the purpose of the consolidated statement of cash flows, cash and cash equivalents comprise the following:

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Balances with banks:		
- On current accounts	677.58	595.60
Deposits with original maturity of less than three months	3,619.89	2,261.70
Cheques / drafts on hand	0.19	-
Cash on hand / credit card collection	1.94	2.13
Cash at bank and short term deposits attributable to entities held for sale (refer note 36)	0.44	58.84
Cash and cash equivalents for consolidated statement of cash flow	**4,300.04**	**2,918.27**

Bank borrowings are generally considered to be financing activities. However, where bank overdrafts which are repayable on demand form an integral part of an entity's cash management, bank overdrafts are included as a component of cash and cash equivalents. A characteristic of such banking arrangements is that the bank balance often fluctuates from being positive to overdrawn. Accordingly, the Group has considered only such bank overdrafts which fluctuates from being positive to overdrawn often.

16. Equity share capital

Particulars	Equity Shares		Preference Shares	
	In Numbers	(₹ in crore)	In Numbers	(₹ in crore)
Authorised share capital:				
At April 1, 2019	**13,500,000,000**	**1,350.00**	**6,000,000**	**600.00**
Changes during the year	-	-	-	-
At March 31, 2020	**13,500,000,000**	**1,350.00**	**6,000,000**	**600.00**
Changes during the year	-	-	-	-
At March 31, 2021	**13,500,000,000**	**1,350.00**	**6,000,000**	**600.00**

* Face value of equity shares of Re. 1 each
** Face value of preference shares of ₹ 1,000 each

a. Issued equity capital
Equity shares of ₹ 1 each issued, subscribed and fully paid

	In Numbers	(₹ in crore)
At April 1, 2019	**6,035,945,275**	**603.59**
Changes during the year	-	-
At March 31, 2020	**6,035,945,275**	**603.59**
Changes during the year	-	-
At March 31, 2021	**6,035,945,275**	**603.59**

b) Terms / rights attached to equity shares:

The Company has only one class of equity shares having a par value of Re. 1 per share. Every member holding equity shares therein shall have voting rights in proportion to the member's share of the paid up equity share capital. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors, if any, is subject to the approval of the shareholders in the ensuing Annual General Meeting except interim dividend, if any.

Notes to the consolidated financial statements for the year ended March 31, 2021

In the event of liquidation of the Company, the holders of equity shares would be entitled to receive remaining assets of the Company, after distribution of all the preferential amounts. The distribution will be in proportion to the number of equity shares held by the equity shareholders.

c) Shares held by the Holding Company / Ultimate Holding Company and / or their subsidiaries / associates:

Name of the shareholder	March 31, 2021		March 31, 2020	
	No. of shares held	(₹ in crore)	No. of shares held	(₹ in crore)
GMR Enterprises Private Limited ('GEPL'), the holding company Equity shares of Re. 1 each, fully paid up	2,925,543,150	292.55	3,101,143,150	310.11
GMR Business and Consulting LLP ('GBC'), an associate of the holding company Equity shares of Re. 1 each, fully paid up	805,635,166	80.56	805,635,166	80.56
GMR Infra Ventures LLP ('GIVLLP'), an associate of the holding company Equity shares of Re. 1 each, fully paid up	31,321,815	3.13	31,321,815	3.13

d) Details of shareholders holding more than 5% shares in the Company

Name of the shareholder	March 31, 2021		March 31, 2020	
	No. of shares held	% holding in class	No. of shares held	% holding in class
Equity shares of Re. 1 each fully paid				
GEPL	2,925,543,150	48.47%	3,101,143,150	51.38%
GBC	805,635,166	13.35%	805,635,166	13.35%
DVI Fund Mauritius Limited	532,697,959	8.83%	537,191,459	8.90%
ASN Investments Limited	439,069,922	7.27%	359,736,151	5.96%

As per records of the Company including its register of shareholders/ members, the above share holding represents both legal and beneficial ownership of shares.

e) Aggregate number of shares issued for consideration other than cash during the period of five years immediately preceding the reporting date:

During the year ended March 31, 2016, 5,683,351 Series A CCPS and 5,683,353 Series B CCPS of face value of ₹ 1,000 each have been converted into 359,478,241 equity shares of face value of Re. 1 each at a price of ₹ 15.81 per equity share (including securities premium of ₹ 14.81 per equity share) and 380,666,645 equity shares of face value of Re.1 each at a price of ₹ 14.93 per equity share (including securities premium of ₹ 13.93 per equity share) respectively.

f) Shares reserved for issue under options

For details of shares reserved for issue under options, refer note 18 related to terms of conversion/ redemption of foreign currency convertible bonds and optionally convertible debentures.

17. Other Equity

(₹ in crore)

Equity component of optionally convertible debentures ('OCD's') (refer note 18)		
Balance as at April 1, 2019		45.92
Balance as at March 31, 2020		45.92
Less: Amout transferred to retained earnings		(45.92)
Balance as at March 31, 2021	**(A)**	-
Treasury shares (refer note 48(i))		
Balance as at April 1, 2019		(101.54)
Less: Buy back of treasury shares during the year		101.54
Balance as at March 31, 2020		-
Balance as at March 31, 2021	**(B)**	-

Notes to the consolidated financial statements for the year ended March 31, 2021

17. Other Equity

(₹ in crore)

Securities premium (refer note 17(h))		
Balance as at April 1, 2019		10,010.98
Balance as at March 31, 2020		10,010.98
Balance as at March 31, 2021	**(C)**	**10,010.98**
Debenture redemption reserve (refer note 17(c))		
Balance as at April 1, 2019		187.42
Less: Amount transferred to retained earning		(35.34)
Balance as at March 31, 2020		**152.08**
Less: Amount transferred to retained earning		(59.49)
Balance as at March 31, 2021	**(D)**	**92.59**
Capital reserve on consolidation (refer note 17 (f))		
Balance as at April 1, 2019		(162.27)
Balance as at March 31, 2020		(162.27)
Balance as at March 31, 2021	**(E)**	**(162.27)**
Capital reserve on acquisition (refer note 17(a))		
Balance as at April 1, 2019		3.41
Balance as at March 31, 2020		3.41
Balance as at March 31, 2021	**(F)**	**3.41**
Capital reserve on government grant (refer note 17(d))		
Balance as at April 1, 2019		63.45
Balance as at March 31, 2020		63.45
Balance as at March 31, 2021	**(G)**	**63.45**
Capital reserve on forfeiture (Refer note 17 (e))		
Balance as at April 1, 2019		141.75
Balance as at March 31, 2020		141.75
Balance as at March 31, 2021	**(H)**	**141.75**
Foreign currency monetary translation reserve (FCMTR) (refer note 17(g))		
Balance as at April 1, 2019		(68.31)
Less: Exchange differences on FCCB recognised during the year		(195.40)
Add: FCMTR amortisation during the year		15.31
Balance as at March 31, 2020		**(248.40)**
Less: Exchange differences on FCCB recognised during the year		76.65
Add: FCMTR amortisation during the year		(2.08)
Balance as at March 31, 2021	**(I)**	**(173.83)**
Special Reserve u/s 45-IC of Reserve Bank of India ('RBI') Act (refer note 17(b))		
Balance as at April 1, 2019		66.59
Add: Amount transferred from surplus balance in the consolidated statement of profit and loss		20.51
Balance as at March 31, 2020		**87.10**
Add: Amount transferred from surplus balance in the consolidated statement of profit and loss		2.06
Balance as at March 31, 2021	**(J)**	**89.16**
Deficit in the consolidated statement of profit and loss		
Balance as at April 1, 2019		(11,345.78)
Loss for the year		(2,429.38)
Add: Amount transferred to the surplus balance in the consolidated statement of profit and loss		35.34
Less: Special Reserve u/s 45-IC of RBI Act (refer note 17(b))		(20.51)
Less: Adjustment on account of merger of subsidiaires (refer note 47(ii))		(274.24)
Add: Adjustment of put option obligation for purchase of minoirty shareholding of GMR Airports Limited ('GAL')		996.20

Notes to the consolidated financial statements for the year ended March 31, 2021

17. Other Equity

(₹ in crore)

Less: Adjustment of receivable shown under current financial assets (refer note 45(xxv))		(3,560.00)
Add: Adjustment on account of transaction between shareholders (refer note 45(xiii))		3,463.60
Less: Buy back of Treasury shares (refer note 48(i))		(72.00)
Less: Re-measurement (losses) / gains on post employment defined benefit plans		(4.26)
Less: Dividend distribution tax on dividend declared by subsidiaries		(19.47)
Balance as at March 31, 2020		**(13,230.50)**
Loss for the year		(2,797.27)
Add: Amount transferred to the surplus balance in the consolidated statement of profit and loss		59.49
Less: Special Reserve u/s 45-IC of RBI Act (refer note 17(b))		(2.06)
Add: Adjustment on account of transaction between shareholders (refer note 45(xiii))		3,313.03
Add: Adjustment on account of merger of subsidiaries (refer note 47(ii))		10.59
Add: Transfer on account of redemption of OCDs		45.92
Less: Re-measurement (losses) / gains on post employment defined benefit plans		0.38
Balance as at March 31, 2021	**(K)**	**(12,600.42)**
Components of Other Comprehensive Income ('OCI')		
Foreign currency translation difference account (FCTR) (refer note 17(i))		
Balance as at April 01, 2019		84.24
Movement during the year		(123.13)
Non controlling interest		(1.96)
Balance as at March 31, 2020		**(40.85)**
Movement during the year		95.64
Non controlling interest		4.21
Balance as at March 31, 2021	**(L)**	**59.00**
Cash flow hedge reserve (refer note 17(j))		
Balance as at April 01, 2019		17.42
Add: During the year		152.86
Non controlling interest		(55.23)
Balance as at March 31, 2020		**115.05**
Add: During the year		91.01
Non controlling interest		(51.60)
Balance as at March 31, 2021	**(M)**	**154.46**
Total other equity (A+B+C+D+E+F+G+H+I+J+K+L+M)		
Balance as at March 31, 2020		**(3,062.28)**
Balance as at March 31, 2021		**(2,321.72)**

a) GAPL purchased the aircraft division of GMR Industries Limited under slump sale on October 01, 2008 for a purchase consideration of ₹ 29.00 crore on a going concern basis and the transaction was concluded in the month of March 2009. Accordingly, an amount of ₹ 3.41 crore being the excess of net value of the assets acquired (based on a valuation report) over the purchase consideration has been recognised as capital reserve on acquisition.

b) As required by section 45-1C of the RBI Act, 20% of DSPL and GAL's net profit of the year is transferred to special reserve. The said reserve can be used only for the purpose as may be specified by the RBI from time to time.

c) Certain entities in the Group have issued redeemable non-convertible debentures ('NCD'). Accordingly, the Companies (Share capital and Debentures) Rules, 2014 (as amended), required the Company to create DRR out of profits of the entities available for payment of dividend.

d) During the year ended March 31, 2006, GHIAL had received a grant of ₹ 107.00 crore from Government of Telangana ['formerly Government of Andhra Pradesh ('GoAP')] towards Advance Development Fund Grant, as per the State Support Agreement. This is in the nature of financial support for the project and accordingly, the Group's share amounting to ₹ 67.41 crore as at April 1, 2011 was included in Capital reserve (government grant).

Notes to the consolidated financial statements for the year ended March 31, 2021

e) On July 2, 2014, the Board of Directors of the Holding Company approved an issue and allotment of up to 180,000,000 warrants having an option to apply for and be allotted equivalent number of equity shares of face value of Re.1 each on a preferential basis under chapter VII of the SEBI ICDR Regulations and provisions of all other applicable laws and regulations and accordingly the Company received an advance of ₹141.75 crore against such share warrants. The shareholders approved the aforesaid issue of warrants through postal ballot on August 12, 2014. Pursuant to the approval of the Management Committee of the Board of Directors dated February 26, 2016 the outstanding warrants have been cancelled as the holders did not exercise the option within the due date of 18 months from the date of allotment and Rs 141.75 crore received as advance towards such warrants has been forfeited in accordance with the SEBI ICDR Regulations during the year ended March 31, 2016. The said amount has been credited to Capital Reserve account during the year ended March 31, 2016.

f) The Group has paid an additional consideration of Rs 197.09 crore for acquisition of RSSL which has been adjusted against the capital reserve as at April 01, 2015.

g) The MCA, Government of India ('GoI') vide its Notification No GSR 225 (E) dated March 31, 2009 prescribed certain changes to AS - 11 on 'The Effects of Changes in Foreign Exchange Rates'. The Group has, pursuant to adoption of such prescribed changes to the said Standard, exercised the option of recognizing the exchange differences arising in reporting of foreign currency monetary items at rates different from those at which they were recorded earlier, in the original cost of such depreciable assets in so far such exchange differences arose on foreign currency monetary items relating to the acquisition of depreciable assets. Exchange differences are capitalized as per paragraph D13AA of Ind AS 101 'First time adoption' availing the optional exemption that allows first time adopter to continue capitalization of exchange differences in respect of long term foreign currency monetary items recognized in the consolidated financial statement for the period ending immediately beginning of the first Ind AS financial reporting period as per the previous GAAP. Accordingly, exchange loss of ₹ 74.57 crore (March 31, 2020: exchange gain ₹ 180.09 crore), net of amortisation, on long term monetary asset has been accumulated in the 'Foreign currency monetary item translation difference account' and is being amortised in the statement of profit and loss over the balance period of such long term monetary asset.

h) Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

i) Exchange differences arising on translation of the foreign operations are recognised in other comprehensive income as described in accounting policy and accumulated in a separate reserve within equity. The cumulative amount is reclassified to consolidated profit or loss when the net investment is disposed-off.

j) The Group uses hedging instruments as part of its management of foreign currency risk and interest rate risk associated on borrowings. For hedging foreign currency and interest rate risk, the Group uses foreign currency forward contracts, cross currency swaps, foreign currency option contracts and interest rate swaps. To the extent these hedges are effective, the change in fair value of the hedging instrument is recognised in the cash flow hedging reserve. Amounts recognised in the cash flow hedging reserve is reclassified to the consolidated statement of profit or loss when the hedged item affects profit or loss.

Notes to the consolidated financial statements for the year ended March 31, 2021

18. Long-term borrowings

(₹ in crore)

Particulars	Non - current		Current Maturities	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Debentures/bonds				
Foreign currency convertible bonds (unsecured)	2,149.18	2,224.20	-	-
Foreign currency senior notes (secured)	14,344.87	14,774.09	2,102.00	-
Non convertible debentures/bonds (secured)	3,694.84	558.74	47.69	3,219.45
Non convertible debentures/bonds (unsecured)	3,971.27	1,000.00	-	-
Optionally convertible debentures (secured)	-	-	-	161.05
Term loans				
From banks				
Indian rupee term loans (secured)	5,341.02	5,431.44	799.20	410.82
Foreign currency loans (secured)	794.65	776.08	1,302.90	1,927.28
Indian rupee term loans (unsecured)	3.15	490.22	-	-
From financial institutions				
Indian rupee term loans (secured)	238.82	419.13	174.51	225.10
Indian rupee term loans (unsecured)	130.94	522.52	43.07	229.74
From others				
Loans from related parties (unsecured) (refer note 49)	-	4.64	-	-
Liability component of compound financial instrument				
Convertible preference shares (unsecured)	6.41	5.79	-	-
Other loans				
From the State Government of Telangana ('GoT') (unsecured)	315.05	315.05	-	-
	30,990.20	**26,521.90**	**4,469.37**	**6,173.44**
The above amount includes				
Secured borrowings	24,414.20	21,959.48	4,426.30	5,943.70
Unsecured borrowings	6,576.00	4,562.42	43.07	229.74
Amount disclosed under the head 'Other current financial liabilities' (Refer note 20)				
- current maturities of long term borrowings	-	-	(4,469.37)	(6,173.44)
Net amount	**30,990.20**	**26,521.90**	**-**	**-**

A. Terms of security

i) The aforementioned borrowings of various entities of the Group are secured by way of charge on various movable and immovable assets of the group including but not limited to, present and future, leasehold rights of land, freehold land, buildings, intangibles, movable plant and machinery, other property, plant and equipment, investments, inventories, spares, tools and accessories, furniture, fixtures, vehicles and all other movable assets, intangible, goodwill, intellectual property, uncalled capital transaction accounts, rights under project documents of respective entities and all book debts, operating cash flows, current assets, receivables,Trust and Retention account ('TRA'), commissions, revenues of whatsoever nature and wherever arising, all insurance contracts, accounts including Debt Service Reserve Accounts and bank accounts, bank guarantees, letter of credits, guarantee, performance bond, corporate guarantees, non disposable undertaking with respect to shares held in certain companies, pledge of shares of subsidiaries / associates / joint ventures held by their respective holding companies (including Holding Company of the Group) and certain personal assets of some of the directors.

ii) Out of the above total borrowings, borrowings of ₹ 581.30 crore (March 31, 2020: ₹ 722.02 crore) have been secured against some of the personal assets of certain directors and assets held / corporate guarantee given by the holding company / fellow subsidiaries.

Notes to the consolidated financial statements for the year ended March 31, 2021

B. Terms of repayment

(₹ in crore)

Particulars	Interest rates range (p.a)	Amount outstanding as at March 31, 2021	Repayable within		
			1 year	1 to 5 years	>5 years
Debentures / Bonds					
Foreign currency convertible bonds (unsecured)	7.50%	2,193.30	-	-	2,193.30
Foreign currency senior notes (secured)	4.25% - 6.45%	16,532.73	2,111.05	4,386.60	10,035.08
Non convertible debentures (secured)	7.44% - 11.00%	3,816.48	47.84	3,718.94	49.70
Non convertible debentures (unsecured)	12.00% - 18.00%	4,000.00	-	4,000.00	-
Term loans					
From banks					
Indian rupee term loans (secured)	7.70% - 13.30% / YBL 1 Year MCLR+3.20%	6,261.27	818.54	4,525.91	916.82
Foreign currency loans (secured)	6 month USD Libor + 5.25% / 3 month USD Libor + 2.25%	2,097.37	1,302.72	794.65	-
Indian rupee term loans (unsecured)	10.00%	4.68	-	4.68	-
From financial institutions					
Indian rupee term loans (secured)	9.25% - 16.00%	391.60	150.25	192.64	48.71
Indian rupee term loans (unsecured)	11.00% - 12.15%	173.33	43.33	130.00	-
Liability component of compound financial instrument					
Convertible preference shares (unsecured)	6%	6.41	-	-	6.41
Other loans					
From the State Government of Telangana ('GoT') (unsecured)	0%	315.05	-	189.03	126.02
		35,792.22	**4,473.73**	**17,942.45**	**13,376.04**

Note:

i) Reconciliation with carrying amount

(₹ in crore)

Total Amount repayable as per repayment terms	35,792.22
Less: Impact of recognition of borrowing at amortised cost using effective interest method	332.65
Net carrying value	**35,459.57**

Notes to the consolidated financial statements for the year ended March 31, 2021

Particulars	Interest rates range (p.a)	Amount outstanding as at March 31, 2020	Repayable within		
			1 year	1 to 5 years	>5 years
Debentures / Bonds					
Foreign currency convertible bonds (unsecured)	7.50%	2,269.95	-	-	2,269.95
Foreign currency senior notes (secured)	4.25% - 6.45%	14,840.57	-	4,517.79	10,322.78
Non convertible debentures (secured)	7.44% - 18.00%	4,834.46	3,275.71	1,461.14	97.61
Optionally convertible debentures (secured)	0%	172.26	172.26	-	-
Term loans					
From banks					
Indian rupee term loans (secured)	9% - 15.05%	6,003.55	424.33	4,082.12	1,497.10
Foreign currency loans (secured)	6 month USD Libor + 5.25% / 3 month USD Libor + 2.25%	2,703.36	1,927.28	776.08	-
Indian rupee term loans (unsecured)	Base rate + 4.75%	500.00	-	500.00	-
From financial institutions					
Indian rupee term loans (secured)	9.40% - 16.00%	661.38	225.70	379.34	56.34
Indian rupee term loans (unsecured)	11.00% - 12.15%	752.54	229.93	522.61	-
From others					
Loans from related parties (unsecured)	12.25%	4.64	-	4.64	-
Liability component of compound financial instrument					
Convertible preference shares (unsecured)	6%	5.79	-	-	5.79
Other loans					
From the State Government of Telangana ('GoT') (unsecured)	0%	315.04	-	252.04	63.00
		33,063.54	**6,255.21**	**12,495.76**	**14,312.57**

Note:

i) Reconciliation with carrying amount

(₹ in crore)

Total Amount repayable as per repayment terms	33,063.54
Less: Impact of recognition of borrowing at amortised cost using effective interest method	368.20
Net carrying value	**32,695.34**

C. Other notes

1. Pursuant to the approval of the Management Committee of the Board of Directors dated December 10, 2015, the Holding Company had issued 7.50% Unlisted FCCBs of USD 300.00 million to Kuwait Investment Authority with a maturity period of 60 years. The Subscriber can exercise the conversion option on and after 18 months from the closing date up to close of business on maturity date. Interest is payable on an annual basis. The FCCBs are convertible at ₹ 18 per share which can be adjusted downwards at the discretion of the Holding Company, subject to the regulatory floor price. The exchange rate for conversion of FCCBs is fixed at Rs 66.745/USD. As at March 31, 2021, the FCCB holders have not exercised the conversion option. The Holding Company needs to take necessary steps in case the bondholders direct the Holding Company to list the FCCBs on the Singapore Exchange Trading Limited.
2. 6% Redeemable, Convertible, Non-Cumulative Preference Shares of ₹ 100 each fully paid up issued by GCORRPL, are redeemable at par on June 1, 2026. These preference shares can be redeemed at the option of GCORRPL at any time, as may be determined by the Board of Directors of GCORRPL with one-month prior notice to the preference shareholders. These preference shares have been classified as financial liability by GCORRPL and are measured at amortised cost of ₹ 6.41 crore (March 31, 2020: ₹ 5.79 crore).
3. Against a secured Indian rupee term loan from bank taken by GACEPL, it has agreed to pay an additional interest of 0.60% p.a. on the loan from August 2010 onwards if the claim submitted by GACEPL is awarded in favour of GACEPL during arbitration proceedings.

Notes to the consolidated financial statements for the year ended March 31, 2021

4. In case of certain secured Indian rupee term loans from banks, the banks have a put option for full or part of the facility amount at the end of certain months from the date of first disbursement and every three months thereafter.

5. In case of certain loans from banks and financial institutions, the lenders have certain mandatory prepayment rights as per the terms of the agreements.

19 Trade payables

Particulars	Current	
	March 31, 2021 ₹ in crore	March 31, 2020 ₹ in crore
Trade payables[1]	2,459.58	2,071.63
	2,459.58	**2,071.63**

1. Terms and conditions of the above financial liabilities:
   - Trade payables are non-interest bearing
   - For explanations on the Group's credit risk management processes, refer note 52
   - The dues to related parties are unsecured. (refer note 49)

20. Other financial liabilities

Particulars	Non-current		Current	
	March 31, 2021 ₹ in crore	March 31, 2020 ₹ in crore	March 31, 2021 ₹ in crore	March 31, 2020 ₹ in crore
At amortized cost				
Security deposit from concessionaires / customers	425.22	449.29	329.64	263.91
Security deposit from commercial property developers ('CPD')	15.99	14.44	-	-
Concession fee payable	149.11	171.96	144.45	92.11
Annual fees payable to AAI (refer note 45(viii))	528.00	189.88	-	-
Unclaimed dividend	-	-	0.13	0.27
Non-trade payable (including retention money)1	40.08	72.99	902.88	1,025.05
Liability towards put options given to non controlling interest / preference shareholders of subsidiaries / joint ventures2,3	-	-	1,260.88	1,192.43
Interest / premium / processing fees payable on redemption of debenture/ loan	74.56	-	1,139.56	1,525.61
Current maturities of long term borrowings (refer note 18)	-	-	4,469.37	6,173.44
Total (A)	**1,232.96**	**898.56**	**8,246.91**	**10,272.82**
Financial guarantees	46.04	38.58	5.52	16.67
Total (B)	**46.04**	**38.58**	**5.52**	**16.67**
Total (A+B)	**1,279.00**	**937.14**	**8,252.43**	**10,289.49**

1. Retention money is payable on the completion of the contracts or after the completion of the defect liability period as defined in the respective contracts. These payments are kept as retention to ensure performance of the vendor obligation and hence are not discounted for present value of money.

2. In July 2010, IDFC and Temasek ('PE investors') had made certain investments through preference shares in GMR Energy Limited (GEL). There were certain amendments to the original arrangement between the Company, GEL and the PE investors. As per the latest amended Subscription and Shareholder Agreement executed in May 2016, preference shares held by the PE investors were converted into equity shares of GEL. Post conversion, the PE investors held 17.85% of equity shares in GEL with an exit option within the timelines as defined in the aforesaid amended agreement. As the said timelines expired during the year ended March 31, 2019 and the PE investors have sort for an exit without any further extensions, the Group has recognized the financial liability of ₹ 1,142.43 crore (March 31, 2020: ₹ 1,192.43 crore) in the consolidated financial statements with corresponding investment in joint ventures and associates.

3. In April 2019, Tenaga Nasional Berhad through its wholly-owned subsidiary TNB Topaz Energy SDN (hereinafter together with Tenaga referred to as "TNB") had invested ₹ 105.60 crore in the form of 105,600,000 Compulsorily Convertible debentures ("TNB CCDs") of ₹ 10 each with a

Notes to the consolidated financial statements for the year ended March 31, 2021

commitment to fund a second tranche of ₹ 120.00 crore, subject to the fulfilment of agreed conditions precedent specified in the subscription agreement entered between TNB and the Holding Company (TNB Subscription Agreement) to the satisfaction of TNB in GMR Bajoli Holi Hydropower Private Limited for the Bajoli Holi hydro-power project currently under development. Pursuant to the TNB Subscription Agreement, the Holding Company had granted a put option to the TNB on the TNB CCDs which is exercisable against the Holding Company under agreed circumstances at fair value. During the year ended March 31, 2020, TNB had issued a notice for excise of put options granted by the Company on the ground of trigger of certain conditions as prescribed in TNB Subscription Agreement. Consequently, subsequent to the year end, the Holding Company has entered into a settlement agreement with TNB pursuant to which the Holding Company has acquired aforesaid CCDs.

21. Provisions

Particulars	Non-current		Current	
	March 31, 2021 ₹ in crore	March 31, 2020 ₹ in crore	March 31, 2021 ₹ in crore	March 31, 2020 ₹ in crore
Provision for employee benefits				
Provision for gratuity (refer note 40)	22.08	17.79	9.06	10.62
Provision for compensated absences	-	-	90.14	86.36
Provision for other employee benefits	-	-	4.53	1.57
Total (A)	**22.08**	**17.79**	**103.73**	**98.55**
Other provisions (refer note 43)				
Provision for operation and maintenance	42.80	78.11	247.78	230.63
Provision for rehabilitation and settlement	-	-	-	42.73
Provision for replacement obligations	6.62	-	4.05	-
Provision for power banking arrangment	-	-	-	136.19
Provision against standard assets	9.77	9.93	0.80	0.47
Others	0.24		124.92	120.62
Total (B)	**59.43**	**88.04**	**377.55**	**530.64**
Provision for loss in an associate (refer note 8b) (C)	-	-	422.86	339.26
Total (A+B+C)	**81.51**	**105.83**	**904.14**	**968.45**

22. Other liabilities

Particulars	Non-current		Current	
	March 31, 2021 ₹ in crore	March 31, 2020 ₹ in crore	March 31, 2021 ₹ in crore	March 31, 2020 ₹ in crore
Advances received from customers and Commercial Property Developers	49.40	52.31	736.86	858.27
Deferred / unearned revenue[1]	1,857.90	1,916.62	122.77	131.47
Statutory dues payable	-	-	203.66	200.28
Marketing fund liability (refer note 45(v))	-	-	52.31	57.13
Government grants	30.32	35.59	5.27	5.27
Other liabilities	-	-	30.83	75.04
Total	**1,937.62**	**2,004.52**	**1,151.70**	**1,327.46**

1 Interest free security deposit received from concessionaire, cutomers and commercial property developers (that are refundable in cash on completion of its term) are carried at amortised cost. Difference between the amortised value and transaction value of the security deposits received has been recognised as deferred revenue.

Notes to the consolidated financial statements for the year ended March 31, 2021

23. Short-term borrowings

Particulars	Interest rates range (p.a)	March 31, 2021 ₹ in crore	March 31, 2020 ₹ in crore
Secured			
Cash credit and overdraft from banks	14.25%	291.00	274.13
Indian rupee short term loans from banks	6.15%-14.25%	524.76	195.21
Indian repee short term loan from others	8.60%	100.00	-
Non convertible debentures	17%-18%	175.00	1,000.00
Unsecured			
Indian rupee short term loans from banks	15.05%	21.32	19.92
Indian rupee short term loans from related parties	6.00%-12.25%	110.20	75.20
Negative grant (unsecured)	NA	60.33	66.41
		1,282.61	**1,630.87**
The above amount includes			
Secured borrowings		1,090.76	1,469.34
Unsecured borrowings		191.85	161.53
		1,282.61	**1,630.87**

Notes:

i) The aforementioned borrowings are secured against by way of first charge on the current assets including book debts, current assets, fixed assets, equipments, bank accounts including, without limitation, the TRA / Escrow account, lien/ pledge of various fixed deposits placed by certain entities of the Group, operating cash flows, receivables, revenues whatsoever in nature, present and future, pledge over certain shares of certain entities of the Group and unconditional and irrevocable corporate guarantee by the certain entities of the Group.

ii) Negative grant of ₹ 60.33 crore (March 31, 2020: ₹ 66.41 crore) of GACEPL is interest free and recorded at amortised cost. Negative grant is repayable in unequal yearly instalments over the next 5 years. As at March 31, 2021, an amount of ₹ 60.33 crore (March 31, 2020: ₹ 66.41 crore) is due and GACEPL has obtained an interim stay order from the arbitration tribunal against the recovery of the negative grant till further orders. In accordance with the terms of the Concession agreement entered into with NHAI by GACEPL dated November 16, 2005, GACEPL has an obligation to pay an amount of ₹ 174.75 crore by way of Negative Grant to NHAI. GACEPL has paid an amount of ₹ 114.42 crore till March 31, 2021 (March 31, 2020: Rs 108.34 crore).

24. Revenue from operations

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Sale of products		
Power segment:		
Income from sale of electrical energy	1.15	2.26
	1.15	**2.26**
Traded goods		
Power segment:		
Income from sale of electrical energy	653.22	340.97
Income from coal trading	351.77	422.15
	1,004.99	**763.12**
Airport segment:		
Non-aeronautical		
Sale of duty free goods	35.89	175.39
	35.89	**175.39**
Sale of services		
Airport segment:		
Aeronautical	663.77	2,062.79
Non-aeronautical	1,837.61	2,952.21
Improvements to concession assets	2.58	3.72
	2,503.96	**5,018.72**

Notes to the consolidated financial statements for the year ended March 31, 2021

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Roads segment:		
Annuity income from expressways		
Operation and maintenance income (SCA) (Annuity)	72.34	85.98
Construction income	1.60	6.12
Toll income from expressways	325.75	374.41
	399.69	**466.51**
EPC segment:		
Construction revenue	1,081.69	859.48
	1,081.69	**859.48**
Others segment:		
Income from hospitality services	20.20	66.11
Income from management and other services	151.02	163.65
	171.22	**229.76**
Sales / income from operations	**5,198.59**	**7,515.24**

25. Other operating income

(₹ in crore)

	March 31, 2021	March 31, 2020
Income from commercial property development	748.61	764.09
Income from management and other services	74.84	87.54
Net gain on sale or fair valuation of investments	13.02	4.30
Others	29.80	23.76
	866.27	**879.69**

26. Finance income

(₹ in crore)

	March 31, 2021	March 31, 2020
Treated as operating income:		
Interest income on:		
Bank deposits and others	67.34	43.50
Receivables from service concession arrangements	97.18	117.11
	164.52	**160.61**

Notes to revenue from contracts with customers

a) Timing of rendering of services in year ended March 31, 2021:

(₹ in crore)

Particulars	Performance obligation satisfied at point in time	Performance obligation satisfied over time*	Total
Income from sale of electrical energy	654.37	-	654.37
Income from coal trading	351.77	-	351.77
Sale of duty free goods	35.89	-	35.89
Aeronautical	547.55	116.22	663.77
Non-aeronautical	-	1,837.61	1,837.61
Improvements to concession assets	-	2.58	2.58
Operation and maintenance income (SCA) (Annuity)	-	72.34	72.34
Construction income	-	1,083.29	1,083.29
Toll income from expressways	325.75	-	325.75
Income from hospitality services	20.20	-	20.20
Income from management and other services	-	225.86	225.86
Income from Commercial Property Developers	-	748.61	748.61
Net gain on sale or fair valuation of investments	-	13.02	13.02
Other operating income	-	29.80	29.80
Interest income on bank deposits and others	-	67.34	67.34
Interest income on receivables from service concession arraangements	-	97.18	97.18
Total	**1,935.53**	**4,293.85**	**6,229.38**

Notes to the consolidated financial statements for the year ended March 31, 2021

Timing of rendering of services in the year ended March 31, 2020 (₹ in crore)

Particulars	Performance obligation satisfied at point in time	Performance obligation satisfied over time*	Total
Income from sale of electrical energy	343.23	-	343.23
Income from coal trading	422.15	-	422.15
Sale of duty free goods	175.39	-	175.39
Aeronautical	1,843.76	219.03	2,062.79
Non-aeronautical	-	2,952.21	2,952.21
Improvements to concession assets	-	3.72	3.72
Operation and maintenance income (SCA) (Annuity)	-	85.98	85.98
Construction income	-	865.60	865.60
Toll income from expressways	374.41	-	374.41
Income from hospitality services	66.11	-	66.11
Income from management and other services	-	251.19	251.19
Income from Commercial Property Developers	-	764.09	764.09
Net gain on sale or fair valuation of investments	-	4.30	4.30
Other operating income	-	23.76	23.76
Interest income on bank deposits and others	-	43.50	43.50
Interest income on receivables from service concession arraangements	-	117.11	117.11
Total	**3,225.05**	**5,330.49**	**8,555.54**

* The Group recognises revenue from these sources over time, using an input method to measure progress towards complete satisfaction of the service, because the customer simultaneously receives and consumes the benefits provided by the Group.

b) Reconciliation of revenue recognised in the statement of profit and loss with contracted price (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Revenue as per contracted price	7,659.82	9,944.09
Significant financing component	2.99	5.90
Adjustment to revenue where the Group is acting as an agent	(1,433.43)	(1,394.45)
Revenue from contract with customer	**6,229.38**	**8,555.54**

c) Contract Balances (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Receivables		
- Non current (Gross)	176.29	138.66
- Current (Gross)	1,154.63	1,432.40
- Provision for impairment loss (non current)	(28.79)	(28.80)
- Provision for impairment loss (current)	(9.05)	(8.56)
Contract assets		
Unbilled revenue		
- Non Current	12.01	12.49
- Current	950.75	892.85
Contract Liabilities		
Deferred / unearned revenue		
- Non Current	1,857.90	1,916.62
- Current	122.77	131.47
Advance received from customers and CPD's		
- Non Current	49.40	52.31
- Current	736.86	858.27

Notes to the consolidated financial statements for the year ended March 31, 2021

d) Revenue recognised during the year from the performance obligation satisfied upto previous year (arising out of contract modifications) amounts to ₹ 100.01 crore (March 31, 2020: ₹ 130.51 crore)

e) Reconciliation of contracted price with revenue during the year

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Opening contracted price of orders	4,961.48	4,795.70
Add:		
Increase due to additional consideration recognised as per contractual terms	184.70	165.78
Closing contracted price of orders	**5,146.18**	**4,961.48**
Total Revenue recognised during the year	1,081.69	859.48
Revenue recognised upto previous year (from orders pending completion at the end of the year)	2,996.08	2,136.60
Balance revenue to be recognised in future	**1,068.41**	**1,965.40**

f) The Group has a process whereby periodically long term contracts are assessed for material foreseeable losses. At the period end, the Group has reviewed and ensured that adequate provision as required under the law/accounting standards for the material foreseeable losses on such long term contracts has been made in the books of accounts. The Group does not have any derivative contracts at the end of the year.

g) Reconciliation of revenue recognised in the statement of profit and loss with contracted price

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
In India	5,828.15	8,046.83
Outside India	401.23	508.71
	6,229.38	**8,555.54**

27. Other Income

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Interest income on bank deposits and others	271.92	244.05
Provisions/trade payable no longer required, written back	41.83	111.73
Net gain on sale or fair valuation of investments	128.13	60.00
Gain on account of foreign exchange fluctuations (net)	-	104.58
Gain on fair valuation of derivative instruments	-	0.99
Profit on sale of investment property/property, plant and equipment (net)	60.86	-
Lease rentals	5.01	10.33
Income from government grant	5.27	5.28
Income from duty credit scrips	1.62	37.95
Miscellaneous income	119.44	91.68
	634.08	**666.59**

28. Cost of materials consumed

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Inventory at the beginning of the year	142.19	45.07
Add: purchases	757.52	531.97
	899.71	577.04
Less: inventory at the end of the year (refer note 13)	(143.77)	(142.19)
	755.94	**434.85**

Notes to the consolidated financial statements for the year ended March 31, 2021

29. Purchase of traded goods (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Purchase of electrical energy	605.25	336.75
Purchase of coal for trading	348.78	410.78
Purchase of duty free items	0.34	82.92
	954.37	**830.45**

30. Decrease / (Increase) in stock in trade (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Stock at the beginning of the year (refer note 13)	30.73	15.10
Less: Stock at the end of the year (refer note 13)	(14.18)	(30.73)
	16.55	**(15.63)**

31. Employee benefit expenses (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Salaries, wages and bonus	659.74	732.13
Contribution to provident and other funds (refer note 40(a) and 40(b)(A))	54.04	57.71
Gratuity expenses (refer note 40(b)(B))	12.94	8.92
Staff welfare expenses	27.92	32.45
	754.64	**831.21**

32. Other expenses (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Consumption of stores and spares	24.38	30.62
Electricity and water charges	63.54	94.77
Airport service charges / operator fees (refer note 49)	122.29	148.97
Repairs and maintenance	362.75	263.19
Manpower hire charges	101.88	124.40
Legal and professional fees	284.65	312.97
Directors' sitting fees	1.54	3.58
Write off/provision towards carrying amount of investments	28.44	0.04
Loss allowance on doubtful advances and trade receivables	48.30	29.06
Exchange differences (net)	110.07	-
Donation (includes corporate social responsibility expenditure)	29.53	80.02
Property, plant and equipment written off / loss on sale of property, plant and equipment (net)	-	1.90
Provision against advance to AAI paid under protest	446.21	-
Logo fees	4.18	3.27
Expenses of commercial property development	14.30	15.43
Rent	47.67	50.39
Rates and taxes	67.41	93.83
Travelling and conveyance	58.47	88.99
Miscellaneous expenses	81.03	170.12
	1,896.64	**1,511.55**

33. Depreciation and amortisation expenses (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Depreciation on property, plant and equipment	890.06	902.04
Depreciation on investment property	0.90	0.89
Depreciation of right of use asset	17.11	15.71
Amortisation of intangible assets	96.47	145.61
	1,004.54	**1,064.25**

Notes to the consolidated financial statements for the year ended March 31, 2021

34. Finance costs

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Interest on debts, borrowings and lease liabilities[1, 2]	2,790.31	3,093.58
Bank and other charges	98.15	169.69
Net interest on hedging instruments	283.71	281.80
	3,172.17	**3,545.07**

1 Interest capitalised to capital work-in-progress / investment property under construction during the year is ₹ 564.57 crore (March 31, 2020 : ₹ 668.78 crore)

2 Includes interest on lease liability amounting to ₹ 10.93 crore (March 31, 2020: ₹ 10.51 crore)

35. Earnings per share ('EPS')

Basic EPS amounts are calculated by dividing the profit/ loss for the year attributable to equity shareholders of the parent by the weighted average number of equity shares outstanding during the year. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

Diluted EPS amounts are calculated by dividing the profit attributable to equity shareholders (after adjusting for interest on the convertible securities) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	March 31, 2021	March 31, 2020
Loss Attributable to equity holders of the parent:		
Continuing Operations (₹ in crore)	(2,797.26)	(2,425.68)
Discontinuing Operations (₹ in crore)	(0.01)	(3.70)
Profit Attributable to equity holders of the parent for basic/ diluted earning per share (₹ in crore)	**(2,797.27)**	**(2,429.38)**
Weighted Average number of equity shares for basic EPS	6,035,945,275	6,027,330,072
Effect of dilution:	-	-
Weighted Average number of equity shares adjusted for the effect of dilution	6,035,945,275	6,027,330,072
Earning per share for continuing operations - Basic and Diluted (₹)	(4.63)	(4.02)
Earning per share for discontinuing operations - Basic and Diluted (₹)	-	(0.01)
Earning per share for continuing and discontinuing operations - Basic and Diluted (₹)	(4.63)	(4.03)

Notes:

1 Considering that the Group has incurred losses during the year ended March 31, 2021 and March 31, 2020, the allotment of conversion option in case of convertible instrument would decrease the loss per share for the respective years and accordingly has been ignored for the purpose of calculation of diluted earnings per share.

36. Non-current assets held for sale and discontinued operations

a) GMR Male International Airport Private Limited ('GMIAL'), a subsidiary of the Holding Company, entered into an agreement on June 28, 2010 with Maldives Airports Company Limited ('MACL') and Ministry of Finance and Treasury ('MoFT'), Republic of Maldives, for the Rehabilitation, Expansion, Modernization, Operation and Maintenance of Male International Airport ('MIA') for a period of 25 years ("the Concession Agreement"). On November 27, 2012, MACL and MoFT issued notices to GMIAL stating that the Concession Agreement was void ab initio and that neither MoFT nor MACL had authority under the laws of Maldives to enter into the agreement and MACL took over the possession and control of the MIA and GMIAL vacated the airport effective December 8, 2012. The matter was under arbitration. During the year ended March 31, 2017, the arbitration tribunal delivered its final award in favour of GMIAL.

During the year ended March 31, 2018, Maldives Inland Revenue Authority ('MIRA') has issued tax audit reports and notice of tax assessments demanding business profit tax amounting to USD 1.44 crore, USD 0.29 crore as the additional withholding tax excluding fines and penalties. During the year ended March 31, 2019, MIRA has issued additional demands of USD 0.21 crore and USD 0.13 crore on account of fines on business profit tax and withholding taxes respectively. However, management of the Group is of the view that the notice issued by MIRA is not tenable.

On May 23, 2019, the Attorney General's office has issued statement on this matter to MIRA stating that in the event of the Maldives parties deducting any sum from this award in respect of taxes, the amount payable under the award shall be increased to enable the GMIAL to receive

Notes to the consolidated financial statements for the year ended March 31, 2021

the sum it would have received if the payment had not been liable to tax.

Further, as per the letter dated January 22, 2020 received from Ministry of Finance Male', Republic of Maldives (the "Ministry"), the amount of tax assessed by MIRA relating to the final arbitration award is USD 0.59 crore and in the event of any tax payable by GMIAL on the same shall be borne by whom the payment was settled to GMIAL, without giving any workings / break-up for the same. As such the Ministry has confirmed that the GMIAL is not liable to pay for the tax assessed by MIRA on the final arbitration award.

GMIAL has obtained the statement of dues from MIRA on December 31, 2020, according to which GMIAL is required to settle business profit tax amounting to USD 0.72 crore and fines on business profit tax amounting to USD 0.62 crore and GMIAL is required to settle withholding tax amounting USD 0.29 crore and fines on withholding tax amounted to USD 0.36 crore (withdrawing the interim tax liability claim of USD 0.72 crore).

Considering the entire tax liability pertaining to the business profit taxes is relating to the Arbitration Award Sum, the management of the Group is of view that GMIAL will be able to successfully defend and object to the notice of tax assessments and accordingly, no additional provision is required to be recognized in these financial statements. Further, in respect of the matters pertaining to the withholding taxes and the fines thereon, Group, believes that since these pertain to the aforementioned matter itself, the tax demand on these items is not valid and based on an independent legal opinion, no adjustments to the books of account are considered necessary.

Accordingly, no adjustments have been made to the consolidated financial statements of the Group for the year ended March 31, 2021.

b) During the current year, GMR Krishnagiri SIR Limited ("GKSIR") has sold 210.74 acres of land to TATA Electronic Private Limited (TEPL), an anchor client @31 lakhs per acres. Further, GKSIR entered bidding term sheet to sell additional land of 300.375 acres @ 31 lakh per acre. Accordingly, cost of total 300.375 acres land has been classified as asset held for sale and recorded at realisable value. However, considering the value appreciation of land in the vicinity subsequent to sale of land to TEPL and based on the independent valuer report, the management is of view that the recoverable value of balance land will be more than the book value.

c) State Industries Promotion Corporation of Tamil Nadu (SIPCOT) has acquired 277 acre of land in year ended March 31, 2021 and further issued notification / notice for acquisition of 486 acres (March 31, 2020: 595.15 acres) of land for industrial purpose. Accordingly, the investment property is classified as assets held for sale.

(d) Financial performance

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Income		
Other income	0.05	-
Total income	**0.05**	**-**
Expenses		
Employee benefit expenses	-	3.04
Other expenses	0.07	0.64
Finance costs	-	0.02
Total expenses	**0.07**	**3.70**
Loss before exceptional items and tax from discontinued operations	**(0.02)**	**(3.70)**
Exceptional items	-	-
Loss from discontinued operations before tax expenses	**(0.02)**	**(3.70)**
Tax expenses of discontinued operations	-	-
Loss after tax from discontinued operations	**(0.02)**	**(3.70)**

Notes to the consolidated financial statements for the year ended March 31, 2021

(e) Statement of cash flow

(₹ in crore)

	Particulars	March 31, 2021	March 31, 2020
A.	**Cash flows from operating activities**		
	Loss before tax	(0.02)	(3.70)
	Adjustments for movement in working capital:		
	Trade and Other Receivables	0.06	3.56
	Trade and Other Payables	(0.00)	(0.65)
	Cash generated from operations	0.04	(0.79)
	Income taxes paid	-	-
	Net cash generated from / (used in) operating activities (A)	**0.04**	**(0.79)**
B.	**Cash flows from investing activities**		
	Finance income received	-	-
	Loans given (net)	-	-
	Net cash generated from investing activities (B)	-	-
C.	**Cash flows from financing activities**		
	Proceeds from issue of share capital	-	0.74
	Share Application Money Received	-	58.30
	Net cash used in financing activities (C)	**-**	**59.04**
	Net increase in cash and cash equivalent (A + B + C)	0.04	58.25
	Cash and cash equivalents at the beginning of year	58.84	0.59
	Less: cash and equivalents attributatble to entity accounted for as loss of control entity during the year	(58.84)	-
	Cash and cash equivalents as at end of the year	**0.44**	**58.84**

f) Assets classified as held for sale

The Group has following non-current assets/disposal groups recognized as held for sale as at March 31, 2021:

Asset / Disposal Group	Reportable segment
GMIAL	Airport segment
EDWPCPL	Power segment

The Group has following non-current assets/disposal groups recognized as held for sale as at March 31, 2020:

Asset / Disposal Group	Reportable segment
GMIAL	Airport segment
EDWPCPL	Power segment
GLPPL	Airport segment

The details of disposal group classified as held for sale and liabilities associated thereto are as under:

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Assets classified as held for sale		
Investment property		
Amount transferred from Investment property (net) (refer note 5)	158.05	-
Other current financial assets	12.56	-
Cash and cash equivalents	0.44	58.84
Other assets including claims recoverable	143.30	2.89
Total assets of disposal group held for sale	**314.35**	**61.73**
Liabilities directly associated with assets classified as held for sale		
Trade payables	4.18	-
Other liabilities	18.13	63.54

Notes to the consolidated financial statements for the year ended March 31, 2021

Provisions	-	7.96
Total liabilities of disposal group held for sale	**22.31**	**71.50**
Other comprehensive income - Exchange difference on translation of foreign operations	**10.88**	**17.25**

37. (a) Deferred Tax

Deferred tax (liabilities) / assets comprises mainly of the following:

For the year ended March 31, 2021 (₹ in crore)

Particulars	Opening deferred tax assets/ (liabilities)	Deferred tax (expense)/ income recognised in profit and loss	Deferred tax (expense)/ income recognised in other comprehensive income	Closing deferred tax assets/ (liabilities)
Deferred tax asset :				
Carry forward losses / unabsorbed depreciation (including capital loss)	331.40	120.14	-	451.54
MAT credit entitlement	515.93	0.07	-	516.00
Others	52.29	20.58	-	72.87
Total	**899.62**	**140.79**	**-**	**1,040.41**
Offsetting deferred tax liabilities				
Depreciation	(163.43)	(12.26)	-	(175.69)
Others	(81.41)	(4.42)	42.94	(42.89)
Total	**(244.84)**	**(16.68)**	**42.94**	**(218.58)**
Net deferred tax assets	**654.78**	**124.11**	**42.94**	**821.83**
Deferred tax liabilities :				
Depreciation	(905.20)	31.74	-	(873.46)
Lease Equilisation reserve	(144.27)	(256.90)	-	(401.17)
Cash flow hedge	(87.08)	-	(69.55)	(156.63)
Undistributed profits of equity accounted investments	(105.70)	9.54	-	(96.16)
Others	(58.06)	59.27	-	1.21
Total	**(1,300.31)**	**(156.35)**	**(69.55)**	**(1,526.21)**
Offsetting deferred tax assets:				
Carry forward losses / unabsorbed depreciation	790.14	(7.90)	-	782.24
Intangibles (airport concession rights)	58.86	(3.92)	-	54.94
Expenses on which tax is not deducted	13.56	156.34	-	169.90
Unpaid liability	66.35	118.15	-	184.50
Others	146.36	71.14	-	217.50
Total	**1,075.27**	**333.81**	**-**	**1,409.08**
Net deferred tax liabilities	**(225.04)**	**177.46**	**(69.55)**	**(117.13)**
Net deferred tax	**429.74**	**301.57**	**(26.61)**	**704.70**

For the year ended March 31, 2020 (₹ in crore)

Particulars	Opening deferred tax assets/ (liabilities)	Deferred tax (expense)/ income recognised in profit and loss	Deferred tax (expense)/ income recognised in other comprehensive income	Closing deferred tax assets/ (liabilities)
Deferred tax assets :				
Carry forward losses / unabsorbed depreciation (including capital loss)	65.94	265.46	-	331.40
MAT credit entitlement	502.74	13.19	-	515.93
Others	34.88	20.20	(2.79)	52.29
Total	**603.56**	298.85	**(2.79)**	899.62

Notes to the consolidated financial statements for the year ended March 31, 2021

Particulars	Opening deferred tax assets/ (liabilities)	Deferred tax (expense)/ income recognised in profit and loss	Deferred tax (expense)/ income recognised in other comprehensive income	Closing deferred tax assets/ (liabilities)
Offsetting deferred tax liabilities :				
Depreciation	(143.13)	(20.30)	-	(163.43)
Others	(117.78)	98.17	(61.80)	(81.41)
Total	**(260.91)**	**77.87**	**(61.80)**	**(244.84)**
Net deferred tax assets	**342.65**	**376.72**	**(64.59)**	**654.78**
Deferred tax liabilities :				
Depreciation	(963.67)	58.47	-	(905.20)
Lease Equalisation reserves	-	(144.27)	-	(144.27)
Cash flow hedge	(80.33)	-	(6.75)	(87.08)
Undistributed profits of equity accounted investments	(35.83)	(69.87)	-	(105.70)
Others	(44.73)	(13.33)	-	(58.06)
Total	**(1,124.56)**	**(169.00)**	**(6.75)**	**(1,300.31)**
Offsetting deferred tax assets :				
Carry forward losses / unabsorbed depreciation	845.22	(55.08)	-	790.14
Intangibles (airport concession rights)	62.79	(3.93)	-	58.86
Expenses on which tax is not deducted	13.24	0.32	-	13.56
Unpaid liability	-	66.35	-	66.35
Others	125.20	21.16	-	146.36
Total	**1,046.45**	**28.82**	**-**	**1,075.27**
Net deferred tax liabilities	**(78.11)**	**(140.18)**	**(6.75)**	**(225.04)**
Net deferred tax	**264.54**	**236.54**	**(71.34)**	**429.74**

Notes

i. In case of certain entities, deferred tax asset has not been recognised on unabsorbed losses on the grounds of prudence in view of the management's assessment of future profitability.

ii. In case of certain entities, as the timing differences are originating and reversing within the tax holiday period under the provisions of section 80-IA of the Income Tax Act, 1961, deferred tax has not been recognised by these companies.

iii. As at March 31, 2021 aggregate amount of temporary difference associated with undistributed earnings of subsidiaries for which deferred tax liability has not been recognised is ₹ 1,271.63 crore (March 31, 2020 : ₹ 2,601.18 crore). No liability has been recognised in respect of such difference as the Group is in a position to control the timing of reversal of the temporary difference and it is probable that such difference will not reverse in the foreseeable future.

iv. The Holding Company has not recognised deferred tax asset on unused tax losses and unabsorbed depreciation of ₹ 5,798.90 crore and other deductible temporary differences of ₹ 1,218.26 crore. The unused tax losses will be adjustable till assessment year 2029-30.

v. GHIAL has recognized, MAT credit entitlement of ₹ 457.28 crore (March 31, 2020: ₹ 457.11 crore), as GHIAL based on estimates expects to adjust this amount after expiry of the tax holiday period (i.e. AY 2022-23) u/s 80IA of the Income Tax Act, 1961. Management is confident that in view of the anticipated tariff orders for the control periods which will be effective from the financial year ended March 31, 2021, GHIAL's normal tax liability will be more than the MAT payable after considering the deduction under section 80IA of the Income Tax Act, 1961. Further, the Holding Company has recognized MAT credit entitlement amounting ₹ 58.72 crore (March 31, 2020: Rs 58.72 crore) based on the expected future taxable income basis which it shall be able to adjust the aforementioned MAT credit entitlement.

Notes to the consolidated financial statements for the year ended March 31, 2021

37. (b) Income Tax

The domestic subsidiaries of the Group are subject to income tax in India on the basis of their standalone financial statements. As per the Income Tax Act, 1961, these entities are liable to pay income tax which is the higher of regular income tax payable or the amount payable based on the provisions applicable for MAT.

MAT paid in excess of regular income tax during a year can be carried forward for a period of 15 years and can be offset against future tax liabilities.

Income tax expenses in the consolidated statement of profit and loss consist of the following: (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Tax expenses of continuing operations		
(a) Current tax	34.50	155.44
(b) Adjustments of tax relating to earlier periods	4.64	(3.82)
(c) Deferred tax credit	(301.57)	(236.54)
Tax expenses of discontinued operations		
(a) Current tax	-	-
(b) Adjustments of tax relating to earlier periods	-	-
(c) Deferred tax credit	-	-
Total taxes	**(262.43)**	**(84.92)**
Other comprehensive income section		
Deferred tax related to items recognized in OCI during the year		
Remeasurement losses on defined benefit plans	0.64	(0.96)
Cashflow hedge reserve	25.97	72.30
Income tax charged to OCI	**26.61**	**71.34**
Reconciliation of taxes to the amount computed by applying the statutory income tax rate to the income before taxes is summarized below:		
Loss before taxes from continuing operations	(3,690.18)	(2,283.41)
Loss before taxes from discontinued operations	(0.02)	(3.70)
Share of loss of investments accounted for using equity method	(345.69)	(288.33)
Loss before taxes and share of loss of investments accounted for using equity method from continuing and discontinued operations	(3,344.51)	(1,998.78)
Applicable tax rates in India	34.94%	34.94%
Computed tax charge based on applicable tax rates of respective countries	**(1,168.71)**	**(698.45)**
Adjustments to taxable profits for companies with taxable profits		
(a) Income exempt from tax	(132.66)	(317.70)
(b) Items not deductible	142.75	91.16
(c) Adjustments on which deferred tax is not created/reversal of earlier years	681.15	597.86
(d) Adjustments to current tax in respect of prior periods	4.64	(3.83)
(e) Adjustment for different tax rates between the group components	157.43	136.27
(f) Others	52.97	109.77
Tax expense as reported	**(262.43)**	**(84.92)**

Notes:

1. Certain entities of the Group have incurred losses during the relevant period, which has resulted in reduction of profit/increase of losses in the consolidated financial statements. However, the tax liability has been discharged by the respective entities on a standalone basis. Further, in view of absence of reasonable certainty, the Group has not recognised deferred tax asset in such companies.

2. The Taxation Laws (Amendment) Ordinance, 2019 was issued by the Ministry of Finance, Government of India on September 20, 2019. Pursuant to the said ordinance, certain entities in the Group are entitled to avail revised tax rates from the financial year commencing April 1, 2019. However, on the basis of a detailed analysis of the provisions of the Ordinance, management has concluded that the entities shall avail revised tax rates after utilization of various tax credits that the respective entities are currently entitled for. Accordingly, these consolidated financial statements for the year ended March 31, 2021 do not include any adjustments on account of changes in the corporate tax rates.

Notes to the consolidated financial statements for the year ended March 31, 2021

38. Significant accounting judgements, estimates and assumptions

The preparation of the Group's consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods affected.

Significant judgements and estimates relating to the carrying values of assets and liabilities include impairment of investments, other non-current assets including Goodwill, determination of useful life of assets, estimating provisions, recoverability of deferred tax assets, commitments and contingencies, fair value measurement of financial assets and liabilities, fair value measurement of put options given by the Group, applicability of service concession arrangements, recognition of revenue on long term contracts, treatment of certain investments as joint ventures/associates and estimation of payables to Government / statutory bodies.

a) Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

i. Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Estimates include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Refer note 51 and 52 for further disclosures.

ii. Revenue recognition from Engineering, procurement and construction (EPC)

Revenue from EPC contracts is recognized over a period of time in accordance with the requirements of Ind AS 115, Revenue from Contracts with Customers. Due to the nature of the contracts, the Group uses the percentage of completion method in accounting for its fixed price contracts. Use of the percentage of completion method requires the Group to estimate the costs incurred till date as a proportion of the total cost to be incurred along with identification of contractual obligations and the Group's rights to receive payments for performance completed till date, changes in scope and consequential revised contract price and recognition of the liability for loss making contracts/ onerous obligations. Costs incurred have been used to measure progress towards completion as there is a direct relationship. Provision for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

iii. Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds.

The mortality rate is based on publicly available mortality tables for India. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Further details about gratuity obligations are given in note 40.

Notes to the consolidated financial statements for the year ended March 31, 2021

iv. Impairment of non-current assets including property, plant and equipment, right of use assets, intangible assets, assets under construction/development, investments accounted for using equity method and goodwill

Determining whether property, plant and equipment, right of use assets, intangible assets, assets under construction/development, investments accounted for using equity method and goodwill are impaired requires an estimation of the value in use of the individual investment or the relevant cash generating units. The value in use calculation is based on Discounted Cash Flow Model ('DCF') model over the estimated useful life of the power plants, concession on roads, airports etc. Further, the cash flow projections are based on estimates and assumptions relating to conclusion of tariff rates, operational performance of the plants and coal mines, life extension plans, availability and market prices of gas, coal and other fuels, restructuring of loans etc in case of entities in the energy business, estimation of passenger traffic and rates, rates per acre/hectare for lease rentals from CPD, passenger penetration rates, and favorable outcomes of litigations etc. in the airport and expressway business, assumptions relating to realization per acre of land from monetization for SEZ business which are considered as reasonable by the management (refer note 3,4,5,6 and 7).

v. Recognition of revenue for change in law and other claims

The recognition of revenue is based on the tariff rates/methodology prescribed under PPA/LOI with customers. Significant management judgement is required to determine the revenue to be recognized in cases where regulatory order in favour of the Group is yet to be received or which is further challenged in higher judicial forums. The estimate of such revenue is based on similar existing other favorable orders/ contractual terms of the PPA with the customers.

vi. Provision for periodic major maintenance

The entities in the road sector of the Group are engaged in development of highways on build, operate and transfer model on annuity or toll basis. These are SPVs which have entered into concessionaire agreements with National Highways Authority of India ('NHAI') or the respective state governments for carrying out these projects.

The Group is contractually committed to carry out major maintenance whenever the roughness index exceeds the limit as indicated in the respective concession agreement.

The management, estimates provision w.r.t periodic major maintenance by using a model that incorporates a number of assumptions, including the life of the concession agreement, annual traffic growth and the expected cost of the periodic major maintenance which are considered as reasonable by the management. (Refer note 43)

vii. Valuation of investment property

Investment property is stated at cost. However, as per Ind AS 40 'Investment Property', there is a requirement to disclose fair value as at the balance sheet date. The Group engaged independent valuation specialists to determine the fair value of its investment property as at reporting date.

b) Significant judgements

In the process of applying the Group's accounting policies, the management has made the following judgements, which have the most significant effect on the amounts recognized in these consolidated financial statements.

i. Determination of applicability of Appendix C of Service Concession Arrangement ('SCA'), under Ind AS - 115 'Revenue from contracts with customers' in case of airport entities

DIAL and GHIAL, subsidiaries of the Holding Company, have entered into concession agreements with Airports Authority of India ('AAI') and the Ministry of Civil Aviation ('MoCA') respectively, both being Government / statutory bodies. The concession agreements give DIAL and GHIAL exclusive rights to operate, maintain, develop, modernize and manage the respective airports on a revenue sharing model. Under the agreement, the Government / statutory bodies have granted exclusive right and authority to undertake some of their functions, being the functions of operation, maintenance, development, design, construction, upgradation, modernization, finance and management of the respective airports and to perform services and activities at the airport constituting 'Aeronautical services' (regulated services) and 'Non-aeronautical services' (non-regulated services). Aeronautical services are regulated while there is no control over determination of prices for Non-aeronautical services. Charges for Non-aeronautical services are determined at the sole discretion of DIAL and GHIAL. The management of the Group conducted detailed analysis to determine applicability of SCA. The concession agreements of these entities, have significant non-regulated revenues, which are apparently not ancillary in nature, as these are important for DIAL and GHIAL, the Government / statutory body and users/ passengers perspective. Further, the regulated and non-regulated services are substantially interdependent and cannot be offered in isolation. The airport premises are being used both for providing regulated services (Aeronautical services) and for providing non-regulated services (Non-aeronautical services). Based on DIAL and GHIAL's proportion of regulated and non-regulated activities, the management has determined that over the concession period, the unregulated business activities drive the economics of the arrangement and contributes substantially to the profits of DIAL and GHIAL and accordingly, the management has concluded that SCA does not apply in its entirety to DIAL and GHIAL.

ii. Determination of control and accounting thereof

As detailed in the accounting policy, consolidation principles under Ind AS necessitates assessment of control of the subsidiaries independent of the majority shareholding. Accordingly, certain entities like GKEL and DDFS, where though the Group has majority shareholdings, they have been accounted as joint ventures on account of certain participative rights granted to other partners / investors under the shareholding agreements (GKEL has been accounted for as joint venture of GEL). Similarly, as detailed in Note 8b 13(i), consequent to investment made by Tenaga in GEL with certain participative rights in the operations of GEL, GEL and its underlying subsidiaries have also been accounted as joint ventures w.e.f. November 4, 2016 under Ind AS. Further, as detailed in note 8b 13(iii), GREL have been accounted as associates on account of the SDR and the conversion of loans into equity share capital by the consortium of lenders.

Under Ind AS, joint ventures are accounted under the equity method as per the Ind AS-28 against the proportionate line by line consolidation under previous GAAP.

Refer note 8a and 8b for further disclosure.

iii. Classification of leases

The Group enters into leasing arrangements for various premises. The assessment (including measurement) of the lease is based on several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to extend/terminate etc. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to extend or to terminate.

iv. Recoverability of advances/receivables

At each balance sheet date, based on historical default rates observed over expected life, the management assesses the expected credit losses on outstanding receivables and advances.

v. Taxes

Deferred tax assets including MAT Credit Entitlement is recognized to the extent that it is probable that taxable profit will be available against which the same can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies. Refer note 37 for further disclosures.

vi. Contingencies

Contingent liabilities may arise from the ordinary course of business in relation to claims against the Group, including legal and contractual claims. By their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum, of contingencies inherently involves the exercise of significant judgement and the use of estimates regarding the outcome of future events.

The Group has ongoing litigations with various regulatory authorities and third parties. Where an outflow of funds is believed to be probable and a reliable estimate of the outcome of the dispute can be made based on management's assessment of specific circumstances of each dispute and relevant external advice, management provides for its best estimate of the liability. Such accruals are by nature complex and can take number of years to resolve and can involve estimation uncertainty. Information about such litigations is provided in notes to the consolidated financial statements.

In respect of financial guarantees provided by the Group to third parties, the Group considers that it is more likely than not that such an amount will not be payable under the guarantees provided. Refer note 41 for further disclosure.

vii. Other significant judgements

a) Refer note 45(ix) as regards the revenue share payable by DIAL and GHIAL to the grantor.

b) Refer note 45(i) and 45(ii) as regards the revenue accounting of GHIAL and DIAL.

c) Refer 46(i) and 46(ii) as regard the recovery of claims in GACEPL and GHVEPL.

Notes to the consolidated financial statements for the year ended March 31, 2021

39. Interest in material partly-owned subsidiaries

Financial information of subsidiaries that have material non-controlling interests is provided below :

1. Details of material partly-owned subsidiaries :

(₹ in crore)

Name of the Entity	Place of Business	Proportion of equity interest held by non-controlling interests (Effective)		Proportion of equity interest held by non-controlling interests (Direct)	
		As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
DIAL*	India	67.36%	51.99%	36.00%	36.00%
GHIAL*	India	67.87%	52.74%	37.00%	37.00%
GMIAL	Republic of Maldives	23.13%	23.13%	23.13%	23.13%
GAL*	India	49.00%	24.99%	49.00%	24.99%

*Refer note 45(xiii) for details.

2. Accumulated balances of non-controlling interest :

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
DIAL	952.61	1,034.05
GHIAL	1,331.02	1,182.55
GMIAL	148.18	144.77
GAL	1,271.04	530.49
Aggregate amount of individually immaterial non-controlling interest	(666.16)	(217.28)
Total	**3,036.69**	**2,674.58**

3. Profit / (loss) allocated to non-controlling interest :

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
DIAL	(100.38)	5.88
GHIAL	(107.57)	316.41
GMIAL	2.24	1.38
GAL	(114.46)	14.17
Aggregate amount of individually immaterial non-controlling interest	(252.33)	(54.78)
Total	**(572.50)**	**283.06**

Notes to the consolidated financial statements for the year ended March 31, 2021

4. Summarised financial position

The summarised financial position of these subsidiaries are provided below. This information is based on amounts before inter-company eliminations:

(₹ in crore)

Particulars	DIAL		GHIAL		GMIAL*		GAL**	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	December 31, 2020	December 31, 2019	March 31, 2021	March 31, 2020
Non-current assets								
Property, plant and equipments	5,714.96	6,079.41	2,232.30	2,268.32	-	-	1.73	2.27
Capital work in progress	3,633.80	2,140.61	2,255.00	1,208.31	-	-	-	0.84
Intangible assets (including Right of use asset)	391.08	395.45	82.27	82.52	-	-	1.97	2.69
Investments	288.08	288.07	670.18	669.36	-	-	5,232.56	4,907.31
Financial assets	1,181.71	1,141.67	677.42	963.88	-	-	241.84	433.25
Other non-current assets (including non-current tax assets)	2,506.83	1,527.77	766.65	729.07	-	-	28.91	28.82
Deferred tax assets	-	-	373.30	251.30	-	-	105.95	62.59
Total	**13,716.46**	**11,572.98**	**7,057.12**	**6,172.76**	**-**	**-**	**5,612.96**	**5,437.77**
Current assets								
Inventories	6.27	6.55	5.59	6.36	-	-	-	-
Financial assets	5,929.50	4,903.73	3,603.45	2,575.34	643.02	628.19	530.41	219.18
Other current assets	106.83	424.25	57.69	21.84	2.93	2.88	31.97	14.06
Total	**6,042.60**	**5,334.53**	**3,666.73**	**2,603.54**	**645.95**	**631.07**	**562.38**	**233.24**
Non-current liabilities								
Financial liabilities	11,622.12	10,408.20	7,448.73	5,481.00	-	-	3,489.56	3,484.64
Other non-current liabilities	1,808.75	1,901.46	41.03	52.58	-	-	17.53	42.68
Deferred tax liabilities		95.87	-	-	-	-	-	-
Total	**13,430.87**	**12,405.53**	**7,489.76**	**5,533.58**	**-**	**-**	**3,507.09**	**3,527.32**
Current liabilities								
Financial liabilities	3,316.75	1,244.93	976.12	826.03	4.24	4.15	59.76	-
Provisions	149.57	149.57	17.77	18.38	-	-	2.47	20.87
Other current liabilities (including liabilities for current tax)	307.05	365.02	107.14	77.17	1.06	1.03	12.06	-
Total	**3,773.37**	**1,759.52**	**1,101.03**	**921.58**	**5.30**	**5.18**	**74.29**	**20.87**
Total equity (A)	**2,554.82**	**2,742.46**	**2,133.06**	**2,321.14**	**640.65**	**625.89**	**2,593.96**	**2,122.82**
Equity share capital attributable to non-controlling shareholders (B)	882.00	882.00	139.86	139.86	50.79	49.62	689.27	331.96
Equity share capital attributable to equity holders of parents (C)	1,568.00	1,568.00	238.14	238.14	168.79	164.90	717.40	996.43
Net other equity for distrbution (D=A-B-C)	**104.82**	**292.46**	**1,755.06**	**1,943.14**	**421.07**	**411.37**	**1,187.29**	**794.43**
Other equity attributable to:								
Equity holders of parents	34.21	140.41	563.90	900.45	323.68	316.22	605.52	595.90
Non-controlling interests	70.61	152.05	1,191.16	1,042.69	97.39	95.15	581.77	198.53

* Being a foreign subsidiary, financial statements of GMIAL is consolidated for the year ended December 31 every year.

** The balances are net of fair value gain recognised on investments in subsidiaries.

Notes to the consolidated financial statements for the year ended March 31, 2021

5 Summarised statement of profit and loss

The summarised financial statement of profit and loss of these subsidiaries are provided below. This information is based on amounts before inter-company eliminations.

(₹ in crore)

Particulars	DIAL		GHIAL		GMIAL		GAL	
	March 31, 2021[1]	March 31, 2020[1]	March 31, 2021[1]	March 31, 2020[1]	December 31, 2020	December 31, 2019	March 31, 2021[1]	March 31, 2020[1]
Revenue from operations	2,423.47	3,909.42	441.23	1,525.76	-	-	360.78	398.51
Other income	98.60	334.20	143.41	114.30	0.05	-	0.53	185.45
Revenue share paid / payable to concessionaire grantors	338.12	1,848.67	22.54	64.95	-	-	-	-
Employee benefits expense	213.33	209.38	112.49	117.93	-	3.04	16.88	25.10
Finance cost	696.09	678.66	236.74	240.53	-	0.02	520.13	423.37
Depreciation and amortisation	568.85	626.25	189.83	170.71	-	-	1.54	1.93
Other expenses	1,188.82	879.30	253.08	351.81	0.06	0.64	125.58	48.99
(Loss)/profit before tax	**(483.14)**	**1.36**	**(230.04)**	**694.13**	**(0.02)**	**(3.70)**	**(302.83)**	**84.57**
Tax (credit)/expense	(165.73)	(11.79)	(78.99)	57.32	-	-	(45.09)	9.66
(Loss)/profit for the year	**(317.41)**	**13.15**	**(151.05)**	**636.81**	**(0.02)**	**(3.70)**	**(257.74)**	**74.91**
Other comprehensive income	129.77	11.27	(37.03)	132.11	9.71	9.65	0.16	(0.18)
Total comprehensive income	**(187.64)**	**24.42**	**(188.08)**	**768.92**	**9.69**	**5.95**	**(257.58)**	**74.73**
% of NCI	67.36%	51.99%	67.87%	52.74%	23.13%	23.13%	49.00%	24.99%
Attributable to the non-controlling interests[1]	**(100.38)**	**5.88**	**(107.57)**	**316.41**	**2.24**	**1.38**	**(114.46)**	**14.17**
Dividend paid to non-controlling interests (including DDT)	-	-	-	(42.03)	-	-	-	-

[1]Consequent to change in non-controlling interest in GAL as detailed in note 45(xiii), the non-controlling interest in GAL increased to 51% (24.99% in March 31, 2020) on date of sale of shares. This consequently impacted the non-controlling interest in DIAL and GHIAL as well. Profit / (loss) attributable to non-controlling interest includes profits attributable to non-controlling interest of GAL on account of sale of shares post change in shareholding percentage till year ended March 31, 2021 and March 31, 2020.

6 Summarised cash flow information :

The summarised cash flow information of these subsidiaries are provided below. This information is based on amounts before inter-company eliminations.

(₹ in crore)

Particulars	DIAL		GHIAL		GMIAL		GAL	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	December 31, 2020	December 31, 2019	March 31, 2021	March 31, 2020
Cash flow from/(used in) operating activities	98.19	245.71	(40.00)	759.42	-	(3.74)	39.33	104.90
Cash flow from/(used in) investing activities	(1,277.87)	(1,269.51)	(1,436.71)	(2,465.47)	0.04	57.37	(339.23)	(733.41)
Cash flow from/(used in) financing activities	2,464.58	2,846.76	1,896.58	1,573.36	-	(53.81)	310.89	628.28
Net increase/(decrease) in cash & cash equivalents	**1,284.90**	**1,822.96**	**419.87**	**(132.69)**	**0.04**	**(0.18)**	**10.99**	**(0.23)**

Notes to the consolidated financial statements for the year ended March 31, 2021

40. Gratuity and other post employment benefits plans

a) Defined contribution plan

Contributions to provident and other funds included in capital work-in-progress (note 3), intangible assets under development, investment property (note 5), Non current assets held for sale and discontinued operations (note 36) and employee benefits expense (note 31) are as under:

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Contribution to provident fund	29.36	31.50
Contribution to superannuation fund	14.41	15.41
	43.77	**46.91**

b) Defined benefit plan

(A) Provident fund

The Group makes contribution towards provident fund which is administered by the trustees. The rules of the Group's provident fund administered by a trust, require that if the board of the trustees are unable to pay interest at the rate declared by the government under para 60 of the Employees provident fund scheme, 1972 for the reason that the return on investment is less for any other reason, then the deficiency shall be made good by the Group making interest shortfall a defined benefit plan. Accordingly, the Group has obtained actuarial valuation and based on the below provided assumption there is no deficiency at the balance sheet date. Hence the liability is restricted towards monthly contributions only.

Contributions to provident funds by DIAL and GAL included in capital work-in-progress (note 3), Non current assets held for sale and discontinued operations (note 36) and employee benefit expenses (note 31) are as under:

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Contribution to provident fund	11.72	12.44
	11.72	**12.44**

As per the requirements of Ind AS 19, benefits involving employer established provident funds, which require interest shortfalls to be re-compensated, are to be considered as defined benefit plans.

The details of the fund and plan asset position are as follows: (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Plan assets at the year end, at fair value	192.99	179.23
Present value of benefit obligation at year end	182.70	169.24
Net liability recognized in the balance sheet	-	-

Assumptions used in determining the present value obligation of the interest rate guarantee under the Deterministic Approach:

Particulars	March 31, 2021	March 31, 2020
Discount rate	6.80%	6.80%
Fund rate	8.50%	8.50%
EPFO rate	8.50%	8.50%
Withdrawal rate	5.00%	5.00%
Mortality	Indian Assured Lives "Mortality (2006-08) (modified)Ult *"	Indian Assured Lives "Mortality (2006-08) (modified)Ult *"

*As published by Insurance Regulatory and Development Authority ('IRDA') and adopted as Standard Mortality Table as recommended by Institute of Actuaries of India effective April 1, 2013

(B) Gratuity Plan

The Group has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (based on last drawn basic) for each completed year of service.

The fund provides a capital guarantee of the balance accumulated and declares interest periodically that is credited to the fund account. Although we know that the fund manager invests the funds as per products approved by Insurance Regulatory and Development Authority of India and investment guidelines as stipulated under section 101 of Income Tax Act, the exact asset mix is unknown and not publicly available. The Trust assets managed by the fund manager are highly liquid in nature and we do not expect any significant liquidity risks. The Trustees are responsible for the investment of the assets of the Trust as well as the day to day administration of the scheme.

Notes to the consolidated financial statements for the year ended March 31, 2021

The following tables summarise the components of net benefit expense recognised in the statement of profit or loss / OCI and amounts recognised in the balance sheet for defined benefit plans/ obligations.

Statement of profit and loss

Gratuity expense included in capital work-in-progress (note 3), intangible assets under development, investment property (note 5), Non current assets held for sale and discontinued operations (note 36) and employee benefits expenses (note 31) are as under:

(i) Net employee benefit expenses:

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Current service cost	11.52	9.71
Past service cost- Plan amendments	-	(0.71)
Net interest cost on defined benefit obligation	1.56	1.05
Net benefit expenses	**13.08**	**10.05**

(ii) Remeasurement loss recognised in other comprehensive income: (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Actuarial (gain)/loss due to defined benefit obligations ('DBO') and assumptions changes	(3.27)	5.80
Return on plan assets less than discount rate	0.05	0.73
Actuarial (gain)/losses due recognised in OCI	**(3.22)**	**6.53**

Balance Sheet (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Present value of defined benefit obligation	(87.91)	(84.31)
Fair value of plan assets	56.77	55.90
Plan liability	**(31.14)**	**(28.41)**

Changes in the present value of the defined benefit obligation are as follows: (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Opening defined benefit obligation	84.31	70.63
Transferred to / transfer from the Group	(0.85)	0.80
Interest cost	5.23	4.99
Current service cost	11.52	9.71
Past service cost- plan amendments	-	(0.71)
Benefits paid	(7.85)	(6.91)
Actuarial (gain)/losses on obligation - assumptions	(3.27)	5.80
Effects of business combinations and disposals	(1.18)	-
Closing defined benefit obligation	**87.91**	**84.31**

Changes in the fair value of plan assets are as follows: (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Opening fair value of plan assets	55.90	51.70
Transferred to / transfer from the Group	(2.12)	0.13
Interest income on plan assets	3.67	3.94
Contributions by employer	7.80	7.12
Benefits paid	(7.85)	(6.83)
Return on plan assets lesser than discount rate	(0.05)	(0.73)
Adjustment on transfer from subsidiary	-	0.57
Effects of business combinations and disposals	(0.58)	-
Closing fair value of plan assets	**56.77**	**55.90**

The Group expects to contribute ₹ 7.80 crore (March 31, 2020 : ₹ 7.11 crore) towards gratuity fund in next year.

The major category of plan assets as a percentage of the fair value of total plan assets is as follows:

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Investments with insurer managed funds	100.00%	100.00%

Notes to the consolidated financial statements for the year ended March 31, 2021

Expected benefit payments for the year ending:

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
March 31, 2021	NA	10.39
March 31, 2022	14.29	10.75
March 31, 2023	10.98	10.57
March 31, 2024	10.98	12.13
March 31, 2025	12.11	63.73
March 31, 2026	12.50	NA
March 31, 2027 to March 31, 2031*	63.16	NA

* for previous year read as March 31, 2026 to March 31, 2028

The principal assumptions used in determining gratuity obligations:

Particulars	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
	For Raxa		Other entities of the Group	
Discount rate (in %)	5.40%	5.70%	6.80%	6.80%
Salary escalation (in %)	3.00%	2.00%	6.00%	6.00%
Attrition rate (in %)	25.00%	25.00%	5.00%	5.00%
Mortality rate	Indian Assured Lives "Mortality (2006-08) (modified)Ult "	Indian Assured Lives "Mortality (2006-08) (modified) Ult "	Indian Assured Lives "Mortality (2006-08) (modified) Ult "	Indian Assured Lives "Mortality (2006-08) (modified) Ult "

Notes :

1. The estimates of future increase in compensation levels, considered in the actuarial valuation, have been taken on account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

2. **Plan characteristics and associated risks:**

   The Gratuity scheme is a final salary defined benefit plan that provides for a lump sum payment made on exit either by way of retirement, death, disability or voluntary withdrawal. The benefits are defined on the basis of final salary and the period of service and paid as lump sum at exit. The plan design means the risks commonly affecting the liabilities and the financial results are expected to be:

   a. Interest rate risk : The defined benefit obligation calculated uses a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase

   b. Salary Inflation risk : Higher than expected increases in salary will increase the defined benefit obligation

   c. Demographic risk : This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of a short career employee typically costs less per year as compared to a long service employee.

A quantitative sensitivity analysis for significant assumption is as shown below

Assumptions	Discount Rate		Future Salary Increases		Attrition Rate	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Sensitivity level (%)	1.00%	1.00%	1.00%	1.00%	1.00%	1.00%
Impact on defined benefit obligation due to increase	(5.58)	(5.32)	5.56	5.26	0.25	0.26
Impact on defined benefit obligation due to decrease	6.43	6.10	(5.06)	(4.83)	(0.30)	(0.32)

The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

41. Commitments and contingent liabilities

a) Capital commitments

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Estimated value of contracts remaining to be executed on capital account, not provided for (net of advances)	8,502.18	10,121.42

Notes to the consolidated financial statements for the year ended March 31, 2021

b) Other commitments

i. Entities in roads sectors have entered into various Concession agreements with concessionaires for periods ranging from 17.5 years to 25 years from achievement of date of COD / appointed date as defined in the respective Concession agreements, whereby these entities have committed to comply with certain key terms and conditions pertaining to construction of roads / highways in accordance with the timelines and milestones as defined in the respective Concession agreements, COD as per the respective Concession agreements, construction, management, payment of fees (including revenue share), operation and maintenance of roads / highways in accordance with the respective Concession agreements, performance of the obligations under the respective financing agreements, non-transfer or change in ownership without the prior approval of the concessionaire and transfer of the roads / highways projects on termination of relevant agreements or in case of defaults as defined in the respective Concession agreements and utilisation of grants received as per the requirements of the respective concession agreements.

ii. a) Entities in airports sector have entered into various agreements with Concessionaires for periods ranging from 25 years to 35 years extendable by another 20 to 30 years in certain cases on satisfaction of certain terms and conditions of respective Concession agreements from dates as defined in the respective agreements for development, rehabilitation, expansion, modernisation, operation and maintenance of various airports in and outside India. Pursuant to these agreements, these entities have committed to comply with various terms of the respective agreements which pertains to payment of fees (including revenue share), development / expansion of Airports in accordance with the timelines and milestones as defined in the respective agreements, achievement of COD as per the respective agreements, development, management, operation and maintenance of airports in accordance with the respective agreements, performance of various obligations under the respective financing agreements, non-transfer or change in ownership without the prior approval of respective airport concessionaires, compliance with the applicable laws and permits as defined in the respective agreements, transfer of airports on termination of agreements or in case of defaults as defined in the respective agreements.

b) As per the terms of agreements with respective authorities, DIAL, GHIAL and GIAL are required to pay 45.99%, 4% and 36.99% of the revenue for an initial term of 30, 30 and 35 years which is further extendable by 30, 30 and 20 years respectively and GVIAL is required to pay per passenger fess of ₹ 303/- per domestic passenger and ₹ 606/- per international passenger from 10 anniversary from phase 1 COD on a monthly basis.

iii. The Group through KGPL has entered into Concession agreement with Government of Andhra Pradesh for a period of 30 years extendable by another 10 years from achievement of date of COD / appointed date as defined in the Concession agreement, whereby KGPL has committed to comply with certain key terms and conditions pertaining to development of commercial port in accordance with the timelines and milestones as defined in the Concession agreement, COD as per the Concession agreement, construction, management, payment of fees (including revenue share), operation and maintenance of port in accordance with the Concession agreement, performance of the obligations under the financing agreements, non-transfer or change in ownership without the prior approval of the concessionaire and transfer of the port project on termination of relevant agreement or in case of defaults as defined in the Concession agreement.

During the year ended March 31, 2021, the Group has disposed off its investment in KGPL (refer note 48(ii)).

iv. One of the entities in airports sector is committed to pay every year a specified percent of previous year's gross revenue as operator fee to the airport operator for the period specified in the Airport operator agreement.

v. The Group has entered into agreements with the lenders wherein the promoters of the Holding Company and the Holding Company have committed to hold at all times at least 51% of the equity share capital of the subsidiaries and not to sell, transfer, assign, dispose, pledge or create any security interest except pledge of shares to the respective lenders as covered in the respective agreements with the lenders.

vi. The Group has provided commitment to fund the cost overruns over and above the estimated project cost or cash deficiency, if any, to the lenders of its project stage subsidiaries, to the extent as defined in the agreements executed with the respective lenders.

vii. In respect of its equity investment in East Delhi Waste Processing Company Private Limited, DIAL along with SELCO International Limited has to maintain minimum 51% shareholding for a period of 2 years from the commissioning of the project and thereafter minimum 26% shareholding for next 10 years. The project has been commissioned with effect from April 01, 2017.

viii. In terms of Section 115JB of Income Tax Act, 1961, certain Ind AS adjustments at the Ind AS transition date are to be included in book profits equally over a period of five years starting from the year of first time adoption of Ind AS i.e. FY 2016-17. Pursuant to above, the Group had made Ind AS adjustments as on March 31, 2016 and included 1/5th of the same while computing book profit for FY 2016-17, FY 2017-18, FY 2018-19 and FY 2019-20 and FY 2020-21 and paid MAT accordingly. The remaining amount will be adjusted in the one subsequent year while computing book profit for MAT.

ix. DIAL had entered "Call spread Option" with various banks for hedging the repayment of 6.125% Senior secured notes (2022) of USD 288.75 million, 6.125% Senior secured notes (2026) of USD 522.60 million which are repayable in February 2022 and October 2026 respectively. Also DIAL has entered into "Call spread Option" with bank for hedging the repayment of 6.45% Senior secured notes (2029) for USD 500 million borrowings which is repayable in June 2029.

Notes to the consolidated financial statements for the year ended March 31, 2021

Option Value (in USD Mn)	Period		Call spread range (INR/USD)	Total Premium Payable	Premium paid till	Premium outstanding as on
	From	To			March 31, 2021	March 31, 2021
522.60	December 6, 2016	October 22, 2026	66.85 - 101.86	1,241.30	519.07	722.23
80.00*	February 8, 2017	January 25, 2022	68.00 - 85.00	94.33	75.35	18.98
208.75*	January 25, 2018	January 25, 2022	63.80 - 85.00	198.34	148.95	49.39
350.00	June 24, 2019	May 30, 2029	69.25 - 102.25	742.79	122.50	620.29
150.00	February 27, 2020	May 30, 2029	71.75 - 102.25	307.17	32.87	274.30

During the previous year, DIAL has also entered into "Coupon only hedge" and "Call Spread option" with bank for hedging the payment of interest liability on 6.45% Senior secured notes (2029) for USD 150 million and 6.125% Senior secured notes (2022) for USD 288.75 million borrowings respectively.

* Subsequently, DIAL has cancelled Call spread options of USD 105.422 million (USD 80 million of February 8, 2017 options & USD 25.422 million from January 25, 2018 options) and Call spread option on interest liability of USD 105.422 million in April 2021 due to prepayment of USD 105.422 million to USD 288.75 million notes holders as per tender acceptance.

x. GAL has entered into the concession agreement with State of Greece and TERNA for the purpose of design, construction, financing, operation, maintenance and exploitation of International Airport of Heraklion, Crete, Concession SA. Per the agreement, GAL is required to invest EURO 70.2 million (₹ 553.15 crore). The company has infused equity of Euro 29.68 million (₹ 235.28 crore) till 31 March 2021.

During the previous year ended March 31, 2020, GAL has provided Committed Investment letter of guarantee for Euro 42.12 million, through SPV partner TERNA S.A., in favour of (i) Ministry of Infrastructures and Transport and (ii) International Airport of Heraklion, Crete, Concession SA. Subsequent to providing of abovementioned Guarantee, GAL has infused Euro 1.60 million (₹ 14.03 crore) in International Airport of Heraklion, Crete, Concession SA.

During the year ended March 31, 2021, GAL has given counter indemnity in the form of Bank Guarantee of Euro 10.53 million issued by HSBC Bank in favor of Ministry of Infrastructure and Transport (First Beneficiary) and Heraklion Crete International Airport Concession Societe Anonyme (Second Beneficiary) as per the provision mentioned in Concession agreement to replace the guarantee already provided through our partner TERNA on behalf of GAL.

xi. As per the terms of Airport Operator Agreement, DIAL is required to pay every year 3% of previous year's gross revenue as operator fee to Fraport AG Frankfurt Airport Services Worldwide.

xii. Refer Note 42 for commitments relating to lease arrangements.

xiii. Refer Note 8a and 8b with regards to other commitments of joint ventures and associates.

c) Contingent liabilities (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Corporate guarantees	2,980.18	3,636.70
Bank guarantees outstanding / Letter of credit outstanding	1,015.22	1,079.34
Bonds issued to custom authorities	112.00	112.00
Letter of comfort provided on behalf of joint ventures	1,788.50	1,533.58
Claims against the Group not acknowledged as debts	306.65	242.61
Matters relating to income tax under dispute	405.40	428.34
Matters relating to indirect taxes duty under dispute	319.69	325.82

Others Contingent liabilities:

1. The above amounts do not include interest and penalty amounts which may be payable till the date of settlements, if any.

2. A search under section 132 of the IT Act was carried out at the premises of the Holding Company and certain entities of the Group by the income tax authorities on October 11, 2012, followed by search closure visits on various dates during the year ended March 31, 2013 to check the compliance with the provisions of the IT Act. The income tax department has subsequently sought certain information / clarifications. Block assessments have been completed for some of the companies of the Group and they have received orders/demand from the Income Tax Authorities for earlier years. The management of the Group has filed the appeals with the income tax department against the disallowances made in the assessment orders and believes that these demands are not tenable as it has complied with all the

Notes to the consolidated financial statements for the year ended March 31, 2021

applicable provisions of the IT Act with respect to its operations.

3. In respect of ongoing land acquisition process of KSL during the year ended March 31, 2020, there were claims of different types pending before various judicial forums such as, disputes between claimants, or writ petitions filed against property acquisitions, of land etc. As these cases were subject to judicial verdicts which are pending settlement and accordingly, no adjustments was made to these consolidated financial statements of the Group for the year ended March 31, 2020.

   During the year ended March 31, 2021, the Group has disposed off its investment in KSL (refer note 48(ii)).

4. There are numerous interpretative issues till now relating to the Supreme Court (SC) judgement on PF dated February 28, 2019. The Group, its joint ventures and associates have paid the liability on a prospective basis from the date of SC order. The Group, its joint ventures and associates have not made any provision related to period before the order due to lack of clarity on the subject.

5. MSEDCL has raised a legal dispute on GETL at the Central Electricity Regulatory Commission seeking revocation of its trading license on account of failure to supply power. The Group is confident that litigation filed at the CERC by MSEDCL will not hold good as the same is not in accordance with the terms of the LOI and there is no financial implication expected out of this matter.

6. Refer note 36(a) with regard to contingent liability of the Group in case of tax demands in GMIAL.

7. Refer note 45(iii) with regard to contingent liability arising out of utilization of PSF(SC) Fund.

8. Refer note 8(a) and 8(b) with regards to contingent liabilities of the Group on behalf of joint ventures and associates.

9. Refer note 45(xii) with regards to contingent liabilities on Duty Credit Scrips in DIAL

10. Refer note 45(xi) with regards to contingent liabilities as regards dispute with Silver Resort Hotel India Private Limited in DIAL.

11. Refer note 45(vii) with regards to contingent liabilities as regards Annual Fee/Monthly Annual Fee (MAF) payable to AAI in DIAL.

12. Refer note 45(ix) with regards to contingent liabilities as regards revenue sharing on notional Ind AS adjustments.

42. Leases

Finance lease receivables — Group as lessor

GHAL(subsidiary for Group) has entered into finance lease arrangement (as Lessor) with GLPPL (joint venture for Group) for sublease of ~ 65.88 acres of land for the development of logistic park for the initial period of 18 years and extendable for another 30 years at option of GLPPL.

(₹ in crore)

Particulars	Minimum Lease Payments	
	March 31, 2021	March 31, 2020
Receivable not later than 1 year	0.50	0.50
Receivable later than 1 year and not later than 5 years	0.13	0.13
Receivable later than 5 years	11.05	-
Gross investment Lease	**11.68**	**0.63**
Less: Unearned Finance income	(4.65)	(0.06)
Present Value of Minimum Lease receivables	**7.03**	**0.57**

Operating leases - Group as lessor

The Group has sub-leased certain assets to various parties under operating leases having a term of 1 year to 49 years. The leases have varying terms, escalation clauses and renewal rights. On renewal, the terms of leases are renegotiable.

The lease rentals received during the year (included in Note 24 and Note 27) and the future minimum rentals receivable under non-cancellable operating leases are as follows:

Notes to the consolidated financial statements for the year ended March 31, 2021

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Receivables on non- cancelable leases		
Not later than one year	773.15	750.00
Later than one year but not later than five year	3,267.12	3,197.11
Later than five year	34,359.62	35,318.15

Operating leases - Group as lessee

The Group has entered into certain cancellable operating lease agreements mainly for office premises and hiring equipment's and certain non-cancellable operating lease agreements towards land space and office premises and hiring office equipments and IT equipments. The lease rentals paid during the year (included in Note 32) and the maximum obligation on the long term non - cancellable operating lease payable are as follows:

Lease liability

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Opening balance	**115.37**	**120.90**
Addition / Disposal	21.46	0.58
Other adjustments	(3.53)	(2.03)
Interest for the year	10.93	10.51
Repayment made during the year	(21.98)	(14.59)
Closing balance	**122.25**	**115.37**
Disclosed as:		
Non - current	110.24	105.24
Current	12.01	10.13

Following amount has been recognized in statement of consolidated profit and loss account

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Amortisation on right to use asset	17.11	15.71
Interest on lease liability	10.93	10.51
Expenses related to short term lease (included under other expenses)	47.16	49.24
Expenses related to low value lease (included under other expenses)	0.51	1.15
Total amount recognised in statement of profit and loss account	**75.71**	**76.61**

Other Notes

i. For right of use assets refer note 4.

ii. For maturity profile of lease liability refer note 52.

Notes to the consolidated financial statements for the year ended March 31, 2021

43. Other provisions

(₹ in crore)

Particulars	Provisions for operations and maintenance	Provision for rehabilitation and settlement	Provisions against standard assets	Provision for replacement obligations	Provision for power banking arrangement	Others	Total
As at April 1, 2019	**359.66**	**42.86**	**7.58**	**-**	**44.45**	**-**	**454.55**
Provision made during the year	70.56	-	3.11	-	136.34	120.62	330.63
Notional interest on account of unwinding of financial liabilities	13.20	-	-	-	-	-	13.20
Amount used during the year	(130.35)	(0.13)	-	-	(44.60)	-	(175.08)
Amount reversed during the year	(4.33)	-	(0.29)	-	-	-	(4.62)
As at March 31, 2020	**308.74**	**42.73**	**10.40**	**-**	**136.19**	**120.62**	**618.68**
Provision made during the year	35.88	-	0.49	10.67	-	5.19	52.23
Notional interest on account of unwinding of financial liabilities	12.54	-	-	-	-	-	12.54
Amount used during the year	(64.87)	-	-	-	(136.19)	-	(201.06)
Amount reversed during the year	(1.71)	(42.73)	(0.32)	-	-	(0.65)	(45.41)
As at March 31, 2021	**290.58**	**-**	**10.57**	**10.67**	**-**	**125.16**	**436.98**
Balances as at March 31, 2020							
Current	230.63	42.73	0.47	-	136.19	120.62	530.64
Non-current	78.11	-	9.93	-	-	-	88.04
Balances as at March 31, 2021							
Current	247.78	-	0.80	4.05	-	124.92	377.55
Non-current	42.80	-	9.77	6.62	-	0.24	59.43

Notes:

Provisions for operations and maintenance

During the current year, based on report by independent agency on road roughness index, the management has revised its assumption about the timing and quantum of the estimated overlay expenditure which has resulted in the reversal of excess provision of ₹ 1.71 crore (March 31, 2020: Rs 4.33 crore). Also refer note 38a(vi).

Provision for rehabilitation and settlement

The provisions for rehabilitation and resettlement liabilities represent the management's best estimate of the costs which will be incurred in the future to meet the Group's obligations towards rehabilitation and resettlement for the purpose of acqusition of land for development of Special Economic Zone.

The Group has disposed off its investment in Kakinada SEZ Limited (KSL) in the current financial year resulting in reversal of provision for rehabilitation and settlement.

Contingent provisions against standard assets

As per regulation 10 of the prudential norms issued by Reserve Bank of India ("RBI"), every Non-Banking Financial Institution i.e. Systematically Important Core Investment Company (CIC-ND-SI) is required to make provision @ 0.40% (March 31, 2020: 0.40%) on all standard assets and as per regulation 9 at other defined percentages for all "sub-standard assets, doubtful assets and loss assets.

In order to comply with the prudential norms, GAL and DSPL, based on the legal opinion, has identified only interest-bearing assets to be considered for provisioning. Accordingly, GAL and DSPL have created provision on standard assets @ 0.40% (March 31, 2020: 0.40%) on inter corporate deposits only.

In addition to above, GAL has also created provision @ 10% on the loan to related party, trade receivables and other receivables, as per the requirement of master directions-core investments Companies (Reserve Bank) Directions.

Provision for replacement obligations

GACAEL, a subsidiary of the Group, has made provision towards replacement obligations of its Cargo business.

Provision for power banking arrangement

GETL has entered into banking transactions for supply of power. As per the terms of the contract, GETL obtains power for sale to third party from the power generator("supplier") which is required to be returned by GETL to the supplier at a future date. GETL recognised revenue towards the said power sold to the third party at the time of supply of power by the supplier. GETL being a trader is required to enter into contract with another power generator for supplying the power to be returned at a future date to the original supplier. GETL has estimated a provision towards purchase of power to be made at a future date to close the open positions in banking arrangements based on the rates available with it in the Letter of Intent for supply of power at a future date.

Notes to the consolidated financial statements for the year ended March 31, 2021

44. Trade receivables

i. The Group has a receivable (including unbilled revenue) of ₹ 246.96 crore as at March 31, 2021 (March 31, 2020: ₹ 226.85 crore) from Air India Limited and its subsidiaries namely Indian Airlines Limited, Airline Allied Services Limited and Air India Charters Limited collectively referred as 'Air India'. In view of continuing 'Airport Enhancement and Financing Service Agreement' with the International Air Transport Association ('IATA') for recovery of dues from Air India and Air India being a government enterprise/undertaking, the Group considers its dues from Air India as good and fully recoverable. During the year ended March 31, 2021, the Group has recognized receivable of ₹ 29.75 crore (March 31, 2020: ₹ 28.90 crore) (including GST) and received ₹ Nil (March 31, 2020: ₹ 8.41 crore) (including GST) towards interest agreed to be paid by Air India Limited. In view of payment and continuous reduction in the overdue quarter on quarter backed by continuing "Airport Enhancement and Financing Service Agreement" with IATA for recovery of dues from Air India and considering the fact that Air India being a government enterprise/ undertaking, the Group considers its due from Air India as good and fully recoverable. As agreed in 13th OMDA Implementation Oversight Committee ('OIOC') meeting, the Group has not paid revenue share on ₹ Nil (March 31, 2020: ₹ 27.97 crore) recognised as interest income on delayed payment by Air India.

ii. As at March 31, 2021, GGAL (earlier GPCL, merged with GGAL with effect from March 31, 2019) , a subsidiary of the Holding Company, has receivables from TAGENDCO aggregating to ₹ 114.12 crore (March 31, 2020: Rs 114.12 crore). Based on an internal assessment and various discussions that the Group had with TAGENDCO, the management of the Group is confident of recovery of such receivables and accordingly, no adjustment has been made in these consolidated financial statements.

45. Matters related to certain airport sector entities:

i. AERA Tariff Order and Airport Development Fee ('ADF') Order

Airport Economic Regulatory Authority ('AERA') DF Order No. 28/2011-12, 30/2012-13 and AERA tariff order No. 03/2012-13 and 57/2020-21 on determination of Aeronautical Tariff was issued on November 14, 2011, December 28, 2012, April 24, 2012 and December 30, 2020 respectively

a) DIAL implemented the Tariff order No. 40/2015-16 dated December 8, 2015 issued by AERA for the second control period with effect from July 8, 2017 as per directions of Director General of Civil Aviation dated July 7, 2017. DIAL's appeal no. 10/2012 with respect to first control period has been concluded at the TDSAT along with the appeal of certain airlines. TDSAT vide its order dated April 23, 2018 has passed the order, which provides clarity on the issues which were pending for last six years and has laid down the principles to be followed by AERA in the third control period starting from April 1, 2019. DIAL expects the uplift impact of the TDSAT order to reflect in the tariff determination by AERA for the third control period i.e. 2019 -2024. DIAL's appeal against the second control period is pending before the TDSAT and the same is still to be heard which shall be heard in due course. Also, DIAL in respect of TDSAT order dated April 23, 2018 has filed a limited appeal in the Hon'ble Supreme Court of India on July 21, 2018 and same is still to be heard.

Further, DIAL has filed tariff proposal for the third control period starting April 1, 2019 to March 31, 2024 with the regulator on November 27, 2018. AERA has time to time extended the prevailing tariff. AERA has issued tariff order for third control period on December 30, 2020 allowing DIAL to continue with BAC+10% tariff for the balance period of third control period plus compensatory tariff in lieu of Fuel Throughput Charges. DIAL had also filed an appeal against some of AERA's decisions in the third control period order on January 29, 2021 with TDSAT.

b) AERA has passed an order vide Order No 30/2012-13 dated December 28, 2012 in respect of levy of development fee at Delhi Airport. As per the said order, the rate of Airport Development Fee (ADF) has been reduced from ₹ 200 to ₹ 100 and from ₹ 1,300 to ₹ 600 per embarking domestic and international passenger respectively. Further, as per the said order, such revised rates have come into force with effect from January 1, 2013 and estimated DF collection period has been extended up to April 2016. Further, AERA issued order No.47/2015-16 dated January 25, 2016, restricting cut-off date for collection of ADF upto April 30, 2016. As per the order, AERA has granted AAI six months' time after cut-off date (i.e. April 30, 2016) to reconcile and arrive at the over recovery / under recovery of ADF. However, the same is pending finalization. The over / under recovery will be accounted on final reconciliation of ADF with AAI. However, DIAL has collected the DF receivable in full and settled the DF loan on May 28, 2016.

ii. In case of GHIAL had filed an appeal, challenging the disallowance of pre-control period losses, foreign exchange loss on external commercial borrowings and other issues for determination of aeronautical tariff for the First Control Period commencing from April 1, 2011 to March 31, 2016 by Airport Economic Regulatory Authority ('AERA'). During the current year, Telecom Disputes Settlement Appellate Tribunal (TDSAT) in its disposal order dated March 06, 2020 has directed AERA to reconsider the issues afresh while determining the aeronautical tariff for the Third Control Period commencing from April 01, 2021.

In relation to determination of tariff for the Second Control Period, commencing from April 1, 2016 to March 31, 2021, AERA had issued a consultation paper on December 19, 2017. However, as the aforesaid consultation paper does not address the issues arising out of the first control period, including true up for shortfall of receipt vis-a-vis entitlement for the First Control Period, GHIAL had filed a writ petition with the Hon'ble High Court at Hyderabad on February 6, 2018 and obtained a stay order from the High Court vide order dated February 7, 2018 in respect of further proceedings in determination of tariff order for the second control period. Pending determination of Aeronautical Tariff, AERA vide its order no. 48 dated March 25, 2019 has allowed GHIAL to continue to charge the aeronautical tariff as prevailed on March 31, 2016 till September

Notes to the consolidated financial statements for the year ended March 31, 2021

30, 2019 or till determination of tariff for the aforesaid period whichever is later. In view of the above, GHIAL has applied aeronautical tariff as prevailed on March 31, 2016 during the year ended March 31, 2020.

Consequent to the Order passed by TDSAT dated March 06, 2020, AERA, in respect of the remainder of the Second control period, i.e. from April 1, 2020 to March 31, 2021, has determined the Aeronautical tariff vide its Order no: 34/2019-20/HIAL dated March 27, 2020. Accordingly, GHIAL has applied aeronautical tariff for determination of aeronautical revenue as per the aforesaid order, for the year ended March 31, 2021.

In July 2020, GHIAL filed an application with the AERA for determination of Aeronautical tariff for the third control period commencing from April 1, 2021 to March 31, 2026.

iii. The Ministry of Civil Aviation (MoCA) issued orders to DIAL and GHIAL (collectively 'Airport Operations') requiring the Airport Operators to reverse the expenditure incurred, since inception towards procurement and maintenance of security systems/equipment and on creation of fixed assets out of Passenger Service Fee (Security Component) ['PSF (SC)'] escrow account opened and maintained by the Airport Operators in a fiduciary capacity. Managements of the Airport Operators are of the view that such orders are contrary to and inconsistent with Standard Operating Procedure (SOPs), guidelines and clarification issued by the MoCA from time to time and challenged the said orders before Hon'ble High court of their respective jurisdictions by way of a writ petition. The Hon'ble Courts had stayed the MoCA order with an undertaking that, in the event the decision of the writ petitions goes against the Airport Operators, it shall reverse all the expenditure incurred from PSF (SC).

The Airport Operators had incurred ₹ 439.25 crore towards capital expenditure (including the construction cost and cost of land mentioned below and excluding related maintenance expense and interest thereon) till March 31, 2021 out of PSF (SC) escrow account as per SOPs, guidelines and clarification issued by the MoCA from time to time.

Further, in case of DIAL, MoCA had issued an order dated September 18, 2017 stating the approximate amount of reversal to be made by DIAL towards capital expenditure and interest thereon amounting to ₹ 295.58 crore and ₹ 368.19 crore respectively, subject to the order of the Hon'ble High court of Delhi.

During the year ended March 31, 2019, pursuant to AERA order No. 30/ 2018-19 dated November 19, 2018 with respect to DIAL's entitlement to collect X-ray baggage charges from airlines, DIAL has remitted ₹ 119.66 crore to PSF (SC) account against the transfer of screening assets to DIAL from PSF (SC) to DIAL with an undertaking to MoCA by DIAL that in case the matter pending before the Hon'ble High Court is decided in DIAL's favour, DIAL will not claim this amount back from MoCA.

Based on the internal assessments and pending final outcome of the aforesaid writ petitions, no adjustments have been made to the accompanying consolidated financial statements of the Group for the year ended March 31, 2021.

Further, as per the advice from the Ministry of Home Affairs and the Standard Operating Procedures ('SOP') issued by MoCA on March 6, 2002, GHIAL, through its wholly owned subsidiary, Hyderabad Airport Security Services Limited ('HASSL') constructed residential quarters for Central Industrial Security Forces ('CISF') deployed at the Hyderabad airport. After completion of such construction, the total construction cost including the cost of land amounting to ₹ 113.73 crore was debited to the PSF(SC) Fund with intimation to MoCA. The Comptroller and Auditor General of India ('CAG'), during their audits of PSF (SC) Fund, observed that, GHIAL had not obtained prior approval from MoCA for incurring such cost from the PSF (SC) Fund as required by the guidelines dated January 8, 2010 and April 16, 2010 issued by MoCA. However, management of the Group is of the opinion that these guidelines were issued subsequent to the construction of the said residential quarters and approached MoCA for approval to debit such costs to the PSF (SC) Fund account and also, made an application for increase in PSF (SC) tariff to recover these dues and to meet the shortfall in discharging other liabilities from PSF (SC) Fund.

In earlier years, MoCA responded that, it is not in a position to consider the request for enhancement in the PSF (SC) tariff. As a result, GHIAL requested MoCA to advice the AERA for considering the cost of land/ construction and other related costs with regard to the aforesaid residential quarters in determination of Aeronautical Tariff for the Hyderabad airport. Pending final instruction from MoCA, cost of residential quarters continue to be accounted in the PSF(SC) Fund and no adjustments have been made to the accompanying consolidated financial statements of the Group for the year ended March 31, 2021.

iv. DIAL has received Advance Development Costs (ADC) of ₹ 680.14 crore, including ₹ 6.93 crore related to Phase II development (March 31, 2020: ₹ 680.14 crore, including ₹ 6.93 crore related to Phase II development) from various Developers at Commercial Property District towards facilitating the development of common infrastructure there in. As per the term of the agreement, DIAL will facilitate the development of common infrastructure upon receipt of advance towards development cost in accordance with the instructions and specifications in the agreement. Further, DIAL has no right to escalate the development cost and in case any portion of the advance development cost is not utilized by DIAL towards development of any infrastructure facility, the same shall be returned to the Developers upon earlier of the expiry of the initial term of agreement or upon termination of the development agreement. As at March 31, 2021, DIAL has incurred development expenditure of ₹ 582.11 crore (March 31, 2020: ₹ 567.81 crore), which has been adjusted against the aforesaid ADC. Further, in case of Silver Resort Hotel India Private Limited, DIAL had transferred ₹ 32.61 crore as unspent ADC in its proportion refundable to Silver Resort Hotel India Private Limited to 'Advances from customer', basis the arbitration order which is now refunded during the previous financial year as per settlement agreement approved vide Hon'ble High Court order dated November 7, 2019. Remaining ADC of amount ₹ 65.42 crore including ₹ 6.93 crore related to Phase II development (March 31, 2020: ₹ 79.72 crore, including ₹ 6.93 crore related to Phase II development) is disclosed under other liabilities in consolidated financial statements.

Notes to the consolidated financial statements for the year ended March 31, 2021

v. DIAL is collecting "Marketing Fund" at a specified percentage from various concessionaires as per the agreement with respective concessionaires and to be utilized towards sales promotional activities as defined in such agreements in accordance with the Marketing Fund policy adopted by DIAL. As at March 31, 2021, DIAL has accounted for ₹ 181.07 crore (March 31, 2020: ₹ ₹ 174.40 crore) towards such Marketing Fund and has incurred expenditure amounting to ₹ 129.34 crore (March 31, 2020: ₹ 117.27 crore) (net of income on temporary investments) till March 31, 2021 from the amount so collected. The balance amount of ₹ 51.72 crore pending utilization as at March 31, 2021 (March 31, 2020: ₹ 57.13 crore) against such sales promotion activities is included under "Other current liabilities" as specific fund to be used for the purposes to be approved by the Marketing fund committee constituted for this purpose as per Marketing Fund Policy.

vi. The consolidated financial statements of the Group do not include accounts for PSF (SC) of DIAL and GHIAL as the same are maintained separately in the fiduciary capacity by these entities on behalf of Government of India (GoI)and are governed by SOP issued vide letter number AV/13024/047/2003-SS/AD dated January 19, 2009 issued by MoCA, GoI. As per the MoCA notification, the PSF(SC) is replaced by Aviation Security Fee w.e.f. July 1, 2019 and will be governed by National Aviation Security Fee trust.

vii. DIAL has made an internal assessment on computation of Annual Fee payable to AAI and is of the view that the Annual Fee has been paid to AAI on Gross Receipts credited to the statement of profit and loss (with certain exclusions) instead of on the "Revenue" as defined under OMDA. The legal opinion obtained in this regard made it clear that there were excess payments of Annual Fee by DIAL by mistake from time to time to AAI. Accordingly, as per the decision taken by the Board of Directors of DIAL, a claim for return of excess Annual Fee paid to the AAI was raised on December 26, 2016. AAI has not agreed to the claim and insisted DIAL to continue to pay Annual Fee on the same basis, which DIAL is paying under protest and accounting annual fee as expense till the matter is settled. Accordingly, the dispute arose under OMDA but same could not be resolved amicably leading to the initiation of arbitration proceedings, which have commenced from December, 2018. DIAL has submitted its statement of claim in respect of which, AAI has filled its Statement of Defense (SOD). Pleadings in the matter are completed and issues were framed by Arbitral Tribunal. At the stage of oral evidence, DIAL had examined two of its witnesses. Despite opportunity being given no witness was examined by AAI. DIAL had completed its arguments/ submissions, AAI arguments have been partly heard and will further continue on the next date of hearing. However, due to current COVID -19 situation, the matter was not taken up for hearing for AAI's arguments and was simply adjourned. Next date of hearings are July 11, 2021, July 18, 2021 and August 01, 2021 for AAI's arguments and August 07, 2021 and August 08, 2021 for DIAL's rejoinder arguments.

viii. In the month of March 2020, DIAL in its various communications issued inter-alia under Article 16 (Force Majeure), informed AAI that consequent to outbreak of Covid-19 pandemic, the entire aviation industry, particularly the IGI Airport has been adversely affected. It was specifically communicated that the said crisis has materially and adversely affected the business of DIAL which in turn directly impacts the performance of DIAL's obligations under the OMDA (including obligation to pay Annual Fee/Monthly Annual Fee) while it is continuing to perform its obligation to operate, maintain and manage the IGI Airport. DIAL thereby invoked Force Majeure as provided under Article 16 of OMDA and claimed that it would not in a position to perform its obligation to prepare Business Plan and pay Annual Fee/ Monthly Annual fee to AAI. The said event(s) of Force Majeure has also been admitted by AAI in its communication to DIAL. Consequently, DIAL is entitled to suspend or excuse the performance of its said obligations as notified to AAI. However, AAI has not agreed to such entitlement of DIAL under OMDA. This has resulted in dispute and for the settlement of which, DIAL has invoked on September 18, 2020 dispute resolution mechanism in terms of Article 15 of OMDA. Further, on December 2, 2020, DIAL again requested to AAI to direct the Escrow Bank to not transfer the amounts from Proceeds Accounts to AAI Fee Account, seeking similar treatment as granted by Hon'ble High Court of Delhi to Mumbai International Airport Ltd.

In the absence of response from AAI, DIAL approached Delhi High Court seeking certain interim reliefs by filing a petition u/s 9 of Arbitration & Conciliation Act on December 5, 2020 due to the occurrence of Force Majeure event due to outbreak of COVID 19 and its consequential impact on business of DIAL, against AAI and ICICI Bank (Escrow Bank). The Hon'ble High Court of Delhi vide its order dated January 5, 2021 has granted ad-interim reliefs with following directions:

- The ICICI Bank is directed to transfer back, into the Proceeds Account, any amount which may have been transferred from the Proceeds Account to the AAI Fee Account, after December 9, 2020,
- Transfer of moneys from the Proceeds Account to the AAI Fee Account, pending further orders, shall stand stayed and DIAL can use money in Proceeds Account to meet its operational expenses.

Meanwhile with the nomination of arbitrators by DIAL and AAI and appointment of presiding arbitrator, the arbitration tribunal has been constituted on January 13, 2021. The first preliminary hearing was held on January 29, 2021. Parties have to complete their pleadings by June 19, 2021 and DIAL has filed its statement of claim on March 25, 2021.

Before DIAL's above petition could be finally disposed off and while the issue is now pending before the Arbitral Tribunal, AAI has preferred an appeal against the ad-interim order under section 37 of the Arbitration and Conciliation Act, 1996 before division bench of Delhi High Court.

Though AAI has preferred an appeal, but it has not issued any certificate or instructions to the Escrow Bank from December 9, 2020 onwards regarding the amount of AAI Fee payable by DIAL to AAI, as contemplated under the Escrow Agreement and the OMDA. Resultantly both pursuant to the ad-interim order of Hon'ble Delhi High Court and in the absence of any certificate or instruction from AAI, the Escrow Bank has not transferred any amount pertaining to AAI Fee from Proceeds Account to AAI Fee Account of the Escrow Account from December 9, 2020 onwards.

Notes to the consolidated financial statements for the year ended March 31, 2021

Basis the legal opinion obtained, DIAL is entitled to not to pay the Monthly Annual fee under article 11.1.2 of OMDA to AAI being an obligation it is not in a position to perform or render on account of occurrence of Force Majeure Event, in terms of the provisions of Article 16.1 of OMDA till such time DIAL achieves level of activity prevailing before occurrence of Force majeure. Further, DIAL has also sought relief for refund of MAF of an amount of ₹ 465.77 crore appropriated by AAI for the period starting from March 19, 2020 till December 2020.

In view of the above, the management of DIAL has decided not to provide the Monthly Annual Fee to AAI amounting to ₹ 768.69 crore for the year ended March 31, 2021 on "Revenue" as defined in OMDA (refer note 45(ix)).

Additionally, AAI had already appropriated the Monthly Annual Fee amounting to ₹ 446.21 crore from April 01, 2020 till December 9, 2020, which DIAL has already protested. Accordingly, the same has been shown as Advance to AAI paid under protest. However, since the recovery of this amount is sub-judice before the Hon'ble Delhi High Court and the arbitral tribunal, as a matter of prudence, DIAL has decided to create a provision against above advance and shown the same in other expenses (refer note 32).

ix. In case of DIAL and GHIAL, as per the Operations, Management and Development Agreement ('OMDA') / Concession Agreement, DIAL and GHIAL are liable to pay a certain percentage of the revenue as Monthly Annual Fee ('MAF') / Concession Fee ('CF') to Airport Authority of India / Ministry of Civil Aviation respectively. The management is of the view that certain income / credits arising on adoption of Ind AS, mark to market gain on valuation of Interest Rate Swap, gain on reinstatement of Senior Secured Notes and Scrips received under Services Export from India Scheme ('SEIS') in the nature of government grant, interest income from Air India, etc were not contemplated by the parties to the agreements at the time of entering the agreements and these income / credit do not represent receipts from business operations from any external sources and therefore should not be included as revenue for the purpose of calculating MAF / CF. Accordingly, DIAL and GHIAL based on a legal opinion, has provided for MAF / CF on the basis of revenue adjusted for such incomes/ credits. Detail of such incomes / credits for the year ended March 31, 2021 and March 31, 2020 are as under:

(₹ in crore)

Particulars	**March 2021**		**March 2020**	
	GHIAL	**DIAL**	**GHIAL**	**DIAL**
Construction income from commercial property developers	-	14.30	-	15.43
Discounting on fair valuation of deposits taken from commercial property developers	-	31.80	-	31.89
Discounting on fair valuation of deposits taken from concessionaires	7.46	71.03	6.48	64.07
Interest income on security deposits given carried at amortised cost	0.25	0.20	0.23	0.36
Significant financing component on revenue from contract with customers	1.10	1.89	1.10	4.80
Income recognized on straight lining of revenue under Ind AS 116	5.65	-	2.09	-
Income arising from fair valuation of financial guarantee	0.96	-	0.82	-
Income from government grant	5.27	-	5.28	-
Amortisation of deferred income	0.26	-	0.52	-
Interest income from Air India	-	-	-	27.97

DIAL has accrued revenue of ₹ 735.21 crore (March 31, 2020 ₹ 412.87 crore) basis straight lining revenue, in accordance with Ind AS 116. Revenue share of ₹ 338.12 crore (March 31, 2020 ₹ 189.88 crore) on this revenue is also provided and payable to AAI in future years on actual realization of revenue. Further, DIAL has also provided the "Airport Operator Fees" included in "Other expenses" based on "Gross revenue" for the last financial year, after excluding the income/ credits from above transactions.

x. On June 15, 2020, Delhi Cantonment Board ('DCB') has passed the order on DIAL, contradicting its own previous demand and acted in contravention of Cantonment Act, 2006 and the HC order dated December 2, 2019 has sought to retrospectively enhance the rate of property tax leviable on the DIAL on the pretext of purported errors in calculation, determining the property tax payable by the DIAL for the assessment period i.e. 2016-17, 2017-18, 2018-19 to be Rs 2,589.11 crore after making due adjustments of amounts already deposited. DIAL has thus challenged the assessment and demand by way of writ petition before Hon'ble Delhi High Court and sought stay against the assessment and demand. DIAL filed a Writ Petition on July 20, 2020 before the High Court of Delhi challenging the assessment order dated June 15, 2020. The writ petition was heard on various dates in which Honourable Delhi High Court directed DCB not to take any coercive action against DIAL till next hearing.

Now, AAI, DCB and Ministry of Defence have filed their counter reply. Pending writ petition, DCB has raised additional demand of property tax for ₹ 1,733.32 crore for 2019-20 and 2020-21 after considering amount paid by DIAL, which have also been objected by DIAL in view of directions of the High court to DCB not to take any coercive action. Accordingly, DIAL has filed its additional affidavit for consideration for financial year ended March 31, 2020 and March 31, 2021 in present writ petition. The matter is now listed for further hearing on July 08, 2021.

xi. DIAL had entered into 'Development Agreement' and the 'Infrastructure Development and Service Agreement' with Silver Resort Hotel India Private Limited (hereinafter referred as 'Developer') on February 26, 2010 for development and operation of commercial property area located in

Notes to the consolidated financial statements for the year ended March 31, 2021

Aerocity for a period of 30 years; further extendable to another 30 years. As per term of agreements, Developer was required to pay the License fee and other charges to DIAL on annual basis. On July 16, 2015, DIAL has issued termination notice on account of failure by the Developer to pay the License Fees and other charges, required to be paid under the agreements executed between DIAL and the Developer. Consequently, the Developer has invoked the arbitration process as per Infrastructure Development and Service Agreement.

The Arbitral Award was passed by the Hon'ble Arbitral Tribunal which was received by DIAL on September 08, 2017. The favorable award passed in majority by Tribunal granting ₹ 115.89 crore award to DIAL and directing it to settle the award against security deposits of ₹ 192.88 crore lying with DIAL and pay the balance ₹ 76.99 crore to the Developer. However, one of the arbitrators has passed the dissenting order granting award in favor of Developer amounting to ₹ 416.86 crore. Dissenting award granted by one of the arbitrators is not enforceable / binding on the parties, being the minority order / dissenting opinion. Accordingly, DIAL has deposited payment of ₹ 76.13 crore (net of recovery of arbitration cost of ₹ 0.86 crore) in the Hon'ble High Court of Delhi as per arbitration award.

Further, Developer has filed an appeal against the arbitration award before the Hon'ble High court. The matter was heard for arguments on April 26, 2018 and the judgment was pronounced on May 8, 2018 in favour of DIAL.

Pursuant to the above order, the Developer has preferred an appeal before Double Bench of Delhi High Court which was heard on July 4, 2018.

Both the parties agreed for settlement and accordingly the matter has been settled vide Hon'ble High Court order dated November 7, 2019 according to which DIAL has paid ₹ 54 crore to the developer as final settlement including outstanding ADC of ₹ 32.61 crore

xii. The Government of India announced Services Export from India Scheme (SEIS) under Foreign Trade Policy (FTP) 2015-20 under which the service provider of notified services is entitled to Duty Credit Scrips as a percentage of net foreign exchange (NFE) earned. These Scrips either can be used for payment of basic custom duty on imports or can be transferred/traded in the market.

Pursuant to above, during the year ended March 31, 2018, DIAL had received SEIS scrips of ₹ 31.19 crore of financial year 2015-16 having validity till September 30, 2019. Pursuant to above, during the year ended March 31, 2019, DIAL has received SEIS scrips of ₹ 55.82 crore for financial year 2016-17, having validity till October 21, 2020. During the year ended March 31, 2020, DIAL has also received SEIS scrips of ₹ 24.32 crore and ₹ 15.87 crore for FY 2017-18 and FY 2018-19 respectively, having validity till June 20, 2021 and August 13, 2021 respectively.

As on March 31, 2021, DIAL has entirely utilized / sold ₹ 127.20 crore (March 31, 2020: ₹ 111.11 crore) of the remaining scrips. The Scrips received under SEIS are in nature of Government Grant and is similar to the Scrips received earlier under Served from India Scheme (SFIS) of Foreign Trade Policy 2010-15. DIAL is of the view that as per the latest Arbitral Order dated December 27, 2018 in case of SFIS Scrip, the Income from SEIS Scrip is out of the purview of revenue definition as per OMDA. Accordingly, management believes that, no Annual Fee is payable as per the provisions of OMDA and has not been provided in these consolidated financial statements.

xiii. The Holding company along with other shareholders of the GMR Airports Limited (GAL), a subsidiary Company (together referred as "GMR Group") had signed a share subscription and share purchase agreement with Aerport De Paris SA (ADP) for stake sale in the GAL on February 20, 2020. Pursuant to consummation of the same, ADP would hold 49% stake (directly & indirectly) in the GAL for an equity consideration of Rs 10,780.00 crore, valuing GAL at the Base post money valuation of ₹ 22,000.00 crore. The equity consideration comprises of:

- ₹ 9,780.00 crore towards secondary sale of shares by GMR Group; and
- ₹ 1,000.00 crore equity infusion in GAL

In addition, ADP had also pegged Earn-outs upto ₹ 4,475.00 crore linked to achievement of certain agreed operating performance metrics as well as on receipt of certain regulatory clarifications. The successful consummation of earnouts, could increase, GAL's valuation on post money basis to ₹ 26,475.00 crore and the Group stake in GAL to ~59%. The Group will retain management control over the Airports Business with ADP having customary rights and board representation at GAL and its key subsidiaries.

The first tranche of Rs 5,248.00 crore for 24.99% shares of GAL (primarily through buyout of GMR Infra Services Limited (GISL) via primary infusion of equity) had been completed on February 24, 2020. The second & final tranche of ₹ 5,532.00 crore (including primary of ₹ 1,000.00 crore in GAL) was subject to regulatory approvals, consents and other approvals.

Since March 31, 2020, the outbreak of COVID-19 and related global responses have caused material disruptions to businesses around the world, leading to an economic slowdown. Despite unprecedented adverse conditions, on July 7, 2020 the GMR Group has successfully completed the transaction with ADP with slight modifications. As per the revised Share Purchase Agreement, the second tranche of the investment for 24.01% of GAL has been structured in two parts:

- A firm amount, immediately paid at Second closing, for a total of ₹ 4,565.00 crore, including ₹ 1,000.00 crore equity infusion in GAL.
- Earn-outs amounting to Rs 1,060.00 crore, subject to the achievement of certain performance related targets by GAL upto FY2024.

Accordingly, ADP has increased earn-outs for GMR Group which are now pegged at up to ₹ 5,535.00 crore compared to the earlier ₹ 4,475.00 crore. These additional Earn-outs of ₹ 1,060.00 crore are linked to the achievement of certain agreed EBITDA metrics/ levels.

The GMR Group has accordingly accounted for the second and final tranche in these consolidated financial statements. Pursuant to the revised

Notes to the consolidated financial statements for the year ended March 31, 2021

SPA, the Second Closing was concluded on July 7, 2020 and the entire amount of ₹ 4,565.00 crore towards second & final tranche payment from ADP has been received. This money has been primarily used in servicing the debt which has helped deleverage both the Group and GAL further and result in improved cash flows and profitability.

xiv. In respect of DIAL's equity investment in WAISL, DIAL has to maintain minimum 26% of equity shareholding directly or indirectly until the expiry of next 5 years from January 2010 and thereafter minimum 20% of equity shareholding directly or indirectly until the expiry of next 5 years. However, on June 26, 2019, DIAL sold its entire investment in WAISL Limited of ₹ 1.30 crore (13,00,000 shares of ₹ 10 each) to Antariksh Softtech Private Limited based on valuation of independent valuer.

xv. The Board of directors of GADL (Mauritius) Limited (GADLML) at its meeting held on December 16, 2019, approved the proposal to wind up the affairs by way of member voluntary wind up. Accordingly, GADLML has appointed Official Liquidator for the purposed member voluntary windup on December 16, 2019 and is under Insolvency Act 2009. As on December 25, 2020 GADLML received the acknowledgement for winding up.

xvi. The Board of directors of GMR Hyderabad Airport Power Distribution Limited (GHAPDL) at its meeting held on February 17, 2020, approved the proposal for making an application for removal off its name, from the Registrar of Companies, maintained by the registrar. Accordingly required application in form STK 8 has been filed with the registrar. As on March 13, 2021 GHAPDL received acknowledgement for removal off its name from Registrar of Companies.

xvii. The Hon'ble Supreme Court of India (SCI) vide its Judgment dated January 16, 2020 lifted the suspension on the Environmental Clearance (EC) granted for the Mopa International Airport Project. This order will pave the way for commencement of construction and development activities at the Mopa airport. In lifting the suspension of the EC, SCI directed compliance of all original and additional conditions which would be implemented under the supervision of National Environmental Engineering Research Institute (NEERI).

xviii. GMR Hyderabad Aerotropolis Limited (GHAL), a subsidiary of GMR Hyderabad lnternational Airport Limited (GHIAL), has formed a joint venture with ESR Hyderabad 1 Pte Limited (ESR), a subsidiary of the Hong Kong headquartered ESR Cayman Limited, to develop a 66-acre logistics and industrial park at the Hyderabad airport city. ESR and GHAL for the aforesaid transaction have entered into definitive agreements with an equity interest of 70% and 30% respectively in the SPV viz., GMR Logistics Park Private Limited (GLPPL). However legal compliance for the above mentioned transaction and share transfer to ESR has taken place in April 2020. The same has been classified as held for sale as detailed in note 36 as at March 31, 2020. Subsequently on completion of share sale agreement on April 16, 2020 GLPPL is treated as joint venture of the Group.

xix. DIAL has entered into Development agreements with five developers collectively referred as Bharti Reality SPV's ("Developers") on March 28, 2019 ("Effective date") granting the Developers the right during the term for developing 4.8 million square feet commercial space from the Effective Date and thereafter presently granted sub lease of the asset area in Gateway and Downtown Districts. As per the terms of Development agreements, DIAL is entitled to receive interest free refundable security deposit ("RSD"), advance development cost ("ADC") and the annual lease rent ("ALR"). On the Effective Date as specified in the Development agreements DIAL has received the initial first tranche payment towards RSD amount from the Developers.

At the initial planning phase of the project, DIAL was required to procure the Concept Master Plan ("CMP") approval from governmental authorities, including the Airport Authority of India ("AAI") within 180 days from the Effective Date or with in a further additional time period of 90 days. Post the expiry of 270 days from the Effective Date, only the Developers can extend such period. The Developers have provided such extension up to June 30, 2021.

Due to global impact of COVID-19, aviation industry has been adversely affected. Further, the approval of CMP from Government authorities, is finally been received from Delhi Urban Art Commission (DUAC) in March 2021. Considering the significant delay in getting the CMP approval, DIAL is not in a position to seek payment of ALR from the Developers for the financial year ended on March 31, 2021. As discussions are in process with Developers, pending final settlement of the issues with the Developers, DIAL management has decided not to accrue ALR effective from April 01, 2020 till the final settlement with the Developers and considered the financial year 2021 as Lease Holiday period. Accordingly, DIAL has accrued revenue of ₹ 463.84 crore during the quarter ended March 31, 2021 on straight line basis considering Financial Year 2021 as Lease Holiday period, in accordance with recognition and measurement principles under Ind AS 116 "Leases".

xx. DIAL had entered a settlement agreement with Bamboo Hotel ("Developer") on January 17, 2019 in reference to dispute which arose due to non-approval of concept plan by AAI and consequent loss of revenue and time to the Developer. The settlement agreement was entered with the background that AAI approval on the concept master plan will be arranged shortly by the DIAL and there will be no further loss of revenue and time to the Developer. As per Settlement agreement, the Developer shall pay the license fee for FY 2020-21 and FY 2021-22 in March 2022.

Further, Developer has informed via communication dated November 17, 2020 that since, the approval of AAI on revised concept plan was received on September 4, 2020 and COVID 19 pandemic has resulted into delay in commencement of development work and funding of the project etc., resulting loss of revenue and delay in project completion time by the developer. Developer has asked for waiver of applicable license fee for FY2020-21 and FY2021-22 due in March 2022. Considering the uncertainty in collection of license fees for FY 2020-21, DIAL management has assessed the possibility of developer agreeing to pay license fee for FY 2020-21 is remote and uncertain, hence the management has decided not to accrue the income for FY 2020-21, and considered financial year 2021 as Lease Holiday period. Accordingly, DIAL has accrued revenue of ₹ 47.43 crore (March 31, 2020: ₹ 48.49 crore) on straight line basis considering Financial Year 2020-21 as Lease Holiday period, in accordance with recognition and measurement principles under Ind AS 116 "Leases".

Notes to the consolidated financial statements for the year ended March 31, 2021

xxi. During the financial year ended 2019, GHIAL had entered into a term loan facility arrangement with Yes Bank Limited ("YBL" or "Bank"), to avail term loan of ₹ 4,200.00 crore and had incurred an up-front processing fee of ₹ 63.00 crore. However, in view of certain developments, the Bank expressed its inability to extend the loan, and accordingly on April 21, 2020, the arrangement was terminated. Further YBL vide their letter dated June 9, 2020 acknowledged the receipt of request from GHIAL for refund of the aforesaid up-front fees and to present GHIAL's request to the appropriate committees for approvals. Further, management has obtained legal opinion from an independent lawyer regarding GHIAL's right to receive the refund of upfront fee. In view of the above and on the basis of on-going discussions with the Bank officials, management is confident of the recovery of the said amount in full, and accordingly, no adjustment were considered necessary in the accompanying consolidated financial statements for the year ended March 31, 2021.

xxii. The Hon'ble Orissa High Court vide Judgement in W.P. No.20463/2018, in the case of Safari Retreats Private Limited, observed that the GST provisions w.r.t input tax credit allowability in respect of Civil work are not in line with the objective of the Act, and accordingly, held that if an assessee is required to discharge GST on the rental income, it is eligible to avail the Input Tax Credit (ITC) of GST w.r.t. civil work. DIAL is engaged in rendering output supplies which is in the nature of letting out space/ facilities to various airline operators and other parties/concessionaires, in return for consideration, known by different nomenclatures and are leviable to GST. Hence, DIAL has availed the GST ITC in respect of the costs for civil work incurred as part of the Phase 3A expansion project and regular operations, upon application of the said judicial pronouncement.

Further, department has filed an appeal in Hon'ble Supreme Court of India against the judgement of Hon'ble Orissa High Court. Pending outcome of judgement of Hon'ble Supreme Court of India, considering the judgement of Hon'ble Orissa High Court and based on the opinion obtained by DIAL in this regard, the Management is of the view that GST ITC in respect of such civil work is eligible to be availed by DIAL.

Having regard to the same, GST ITC amounting to ₹ 477.62 crore (March 31, 2020: ₹ 254.01 crore) has been claimed in GST return and disclosed under balance with statutory / Government authorities in consolidated financial statements.

Further a Writ Petition has also been filed by DIAL in the matter before Delhi High Court on July 10, 2020, for ITC claim to be allowed of GST in respect of the civil works i.e. works contract service and goods and services received by DIAL for construction of immoveable property used for providing output taxable supplies. The writ was heard by the Hon'ble High Court on July 29, 2020 and issued notice to the respondents. Accordingly, the matter was heard on September 15, 2020 and on November 20, 2020. Next date of hearing has been fixed on July 09, 2021.

Further GHIAL has also recognized input tax credit on civil and related work aggregating to ₹ 372.80 crore (including ₹ 256.71 crore pertaining to earlier year) has been claimed in GST returns and disclosed under balance with government authorities in the consolidated financial statements.

Further, GHIAL has filed a writ petition (10367/2020) with Hon'ble High Court of Telangana requesting to strike down the relevant provisions of GST which denies ITC in respect of works contract services or goods and services received for construction of immoveable property (other than plant & machinery). The Hon'ble High Court had passed interim order directing the Respondents to not take any coercive action against the petitioner.

Further GIAL has also recognized input tax credit on civil and related work aggregating to ₹ 68.69 crore (March 31, 2020: Nil) has been claimed in GST returns and disclosed under balance with government authorities in the consolidated financial statements.

Further a Writ Petition has also been filed by GIAL in the matter before High Court of Bombay at Panaji, Goa on December 18, 2020, for ITC claim to be allowed of GST in respect of the civil works i.e. works contract service and goods and services received by GIAL for construction of immoveable property will be used for providing output taxable supplies.

xxiii. During the year 2018-19, DIAL had started the construction activities for phase 3A airport expansion as per Master Plan. DIAL has incurred ₹ 4,160.88 crore excluding GST (including capital advances of ₹ 635.76 crore (excluding GST)) till March 31, 2021 [March 31, 2020: ₹ 2,813.45 crore (including capital advances of ₹ 839.16 crore)] towards construction of phase 3A works, which includes Interest during construction of ₹ 418.08 crore (net of interest income Rs: 198.83 crore) as on March 31, 2021 (March 31, 2020: ₹ 117.15 crore [net of interest income of ₹ 115.80 crore]).

DIAL has capitalized the following expenses during construction, included in above, being expenses related to phase 3A airport expansion project. Consequently, expenses disclosed under the respective notes are net of amounts capitalized by DIAL.

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Employee benefit expenses	28.78	16.67
Manpower hire charges	18.08	8.84
Professional consultancy	15.58	8.62
Travelling and conveyance	3.01	2.53
Others	3.90	1.04
Total	**69.35**	**37.70**

Notes to the consolidated financial statements for the year ended March 31, 2021

xxiv. During the year ended March 31, 2021 the following expenses of revenue nature are capitalized to the capital work-in-progress (CWIP) by GHIAL. Consequently, expenses disclosed under the other expenses are net of amounts capitalized.

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Opening balance (A)	**224.95**	**83.02**
Revenue expense:		
Legal and professional expense	53.31	83.75
Employee benefit expense	0.63	0.40
Travelling and conveyance	0.57	0.78
Finance cost	256.37	231.53
Total (B)	**310.88**	**316.46**
Less: Income		
Interest income from bank deposit	(29.62)	(95.75)
Interest income on security deposit paid	(1.11)	(1.24)
Total (C)	**(30.73)**	**(96.99)**
Net (D=B-C)	**280.15**	**219.47**
Less: Capitalised during the year (E)	(3.77)	(77.64)
Closing balance (F=A+D-E)	**501.33**	**224.85**

xxv. Pursuant to the investor agreements (including amendments thereof) entered into during the years ended March 31, 2011 and 2012 (hereinafter collectively referred to as "investor agreements"), GAL, a subsidiary of the Company, had issued 3,731,468 Class A Compulsorily Convertible Preference Shares ("CCPS A") of ₹ 1,000 each at a premium of ₹ 2,885.27 each and ₹ 3,080.90 each aggregating to ₹ 663.31 crore and ₹ 441.35 crore respectively, to certain Private Equity Investors ('Investors').

As per the terms of the investor agreement, the Company had a call option to buy CCPS A from the Investors for a call price to be determined as per the terms of the investor agreement.

The Company vide its letter dated April 1, 2015, had exercised the call option to buy the CCPS A, subject to obtaining the requisite regulatory approvals. However, Investors had initiated arbitration proceedings against GAL and the Company, seeking conversion of CCPS A.

The Company together with GAL had executed a settlement agreement dated August 13, 2018 with Investors to amicably settle all outstanding disputes pertaining to the matters which were the subject of the aforesaid arbitration. As per the settlement agreement, the Company through its wholly owned subsidiary, GISL, had purchased 2,714,795 CCPS A of GAL for an additional consideration of ₹ 3,560.00 crore from the Investors and balance 932,275 CCPS A have been converted into equity shares representing 5.86% shareholding of GAL in the hands of the Investors with a put option given by the Group to acquire the same at fair value.

However pursuant to the definitive agreement dated July 04, 2019 with TRIL Urban Transport Private Limited, a subsidiary of Tata Sons, Solis Capital (Singapore) Pte. Limited and Valkyrie Investment Pte. Limited, the management had considered the aforesaid additional obligation of Rs. 3,560.00 crore as recoverable and had recognized the same as a financial asset in it consolidated financial statements for the year ended March 31, 2019. This agreement was cancelled during the year ended March 31, 2020.

Pursuant to the transaction with ADP appropriate adjustments have been made to reflect the above transaction and the financial asset of ₹ 3,560.00 crore has also been adjusted with other equity as a consequence of the receipt of the above consideration..

46. Matters related to certain road sector entities:

i. GMR Ambala Chandigarh Expressways Private Limited ('GACEPL'), a subsidiary of the Holding Company has been incurring losses since the commencement of its commercial operations and has accumulated losses of ₹ 543.15 crore as at March 31, 2021. The management of the Group believes that these losses are primarily attributable to the loss of revenue arising as a result of diversion of partial traffic on parallel roads.

GACEPL had invoked arbitration proceedings against National Highways Authority of India (NHAI), State of Haryana (SoH) and State of Punjab (SoPb) as per the terms of the Concession Agreement entered into with NHAI dated November 16, 2005 ('Concession agreement') and State Support Agreement dated February 21, 2006 and March 8, 2006 due to continued losses suffered by GACEPL on account of diversion of traffic to parallel roads developed by SoH and SoPb. GACEPL has raised its contention that NHAI, SoH & SoPb has breached the provisions of Concession Agreement and State Support Agreements by building parallel highways resulting in loss of traffic to the GACEPL's toll road. GACEPL had filed a net claim of ₹ 1,003.35 crore including interest, calculated up to March 31, 2019 before the Tribunal.

The three member Hon'ble Tribunal vide its order dated August 26, 2020, has pronounced the award wherein majority of the Tribunal has disagreed with the contention of the GACEPL and has rejected all the claims of GACEPL whereas the minority arbitrator has upheld the claims of the GACEPL and awarded the entire amount claimed by GACEPL. Majority Award has also vacated the stay granted on recovery of negative grant vide Tribunal's interim order dated August 13, 2013. Minority Arbitrator by way of minority award has agreed with most of the contention of GACEPL and has directed State of Haryana and State of Punjab jointly to pay the claim covered under his award along with interest from 2008 till March 31, 2019.

Further, in accordance with the terms of the Concession Agreement, GACEPL has an obligation to pay an amount of ₹ 174.75 crore by way of Negative Grant over the concession period. The total value of Negative Grant has been recognized in the financials by way of capitalization in the cost of carriageway and a corresponding obligation has been created towards Deferred Payment. During earlier years GACEPL has paid negative grant to NHAI in various instalment and balance negative grant of ₹ 66.41 crore was due in instalments (i.e. ₹ 17.47 crore, ₹ 17.48 crore, ₹ 26.21 crore and ₹ 5.24 crore were due in August 2013, August 2014, August 2015 and August 2016, respectively) but have not been remitted to NHAI as there was a stay on account of arbitration. The Arbitral Tribunal on August 26, 2020 while rejecting the GACEPL's prayer for compensation for breach of State Support Agreement & Concession Agreement by State Government of Haryana, State Government of Punjab and NHAI, vacated the stay granted on payment of Negative Grant and NHAI consequently demanded the payment of negative grant including interest from GACEPL and the Escrow Banker. The claim by NHAI for interest communicated to GACEPL and the Escrow Banker was ₹ 101.34 crore calculated up October 31, 2020, though the interest as computed by GACEPL upto August 25, 2020 is ₹ 60.32 crore (@SBI PLR plus 2%). Escrow Banker based on the demand from NHAI, has remitted ₹ 6.08 crore as per the waterfall mechanism to NHAI and the same is considered by GACEPL as paid under protest. The dissenting opinion of the other Arbitrator also rejected GACEPL's contention on the non-payment of Negative Grant and has concluded that GACEPL shall be bound by the Concession Agreement in relation to payment of Negative Grant.

GACEPL aggrieved by rejection of all claims by majority members had preferred an appeal, in both Punjab and Haryana matters, under Section 34 and Section 9 of the Arbitration Act before Hon'ble Delhi High Court requesting to stay the Majority Award and grant stay on payment of Negative Grant. The Hon'ble Delhi High Court has admitted the application under Section 34 with direction to all parties to file the document before the next date of hearing i.e., February 12, 2021 whereas the application under Section 9 has been dismissed on the ground that the losing party in an Arbitration proceeding cannot seek relief under Section 9 of Arbitration Act. Subsequently, the Division Bench of Hon'ble Delhi High Court also dismissed the aforementioned application under Section 9 on the similar grounds.

During the current year, GACEPL in terms of its communication to NHAI has provided for delay in payment of interest on negative grant w.e.f. August 26, 2020 onwards amounting to ₹ 5.19 crore under prudence, pursuant to the vacation of stay on payment of negative grant vide Arbitral Award dated August 26, 2020. Further, the management is of the opinion that there is no charge of interest in pursuance of stay given by the Arbitral Tribunal for the period to August 26, 2020 and effect, if any will be given on the conclusion of proceedings pending before hon'ble Supreme Court.

On October 30, 2020, GACEPL aggrieved by the dismissal of application by Division Bench as well has filed a Special Leave Petition (SLP) before the Hon'ble Supreme Court of India under Section 9 seeking interim relief on recovery of Negative Grant till the time Section 34 petition is decided by Hon'ble Delhi Court. In this regard, the GACEPL has obtained legal opinion from the legal counsel handling matters, wherein the legal counsel has opined that the GACEPL has a fair chance of getting stay on payment of Negative Grant, considering the Hon'ble Supreme Court in similar matters have granted interim relief to the Petitioners.

Based on legal opinion, GACEPL is of the view that majority Award has not interpreted the relevant clauses of the concession agreement from point of view of intention of the parties and has also ignored the fact that NHAI has also not produced any data to contradict the reason for reduction in traffic in comparison to its Detailed Project Report (DPR). In the opinion of the legal team no effective consultations among the three arbitrators had also lead to a fractured award and that majority award has also ignored the provisions and guidelines of Indian Road Congress which have the force of statutory bindings thereby taking a contrary view as the nature of development carried out by States have altered/ changed the status of roads.

Accordingly, the Management of GACEPL is of the opinion that the matter has not attained the finality and GACEPL has good chances of getting stay on the majority award and expects to win the case in Delhi High Court and to receive the Claims in due course. As per the internal assessment by the management, on the reasonable certainty of inflows of the claims discussed above, GACEPL has considered that there would be no cash outflow related to negative grants or that there will be net cash inflows even if the negative grant out flows are considered and expects realisability of GACEPL's claims in the near future.

Further, the valuation expert based on the assumptions that it would be receiving the compensation in the future, had determined value in use of GACEPL assets as at March 31, 2021 (i.e. valuation date) which is higher than the carrying value of assets. The management of the Group is confident of receipt of claims for loss due to diversion of traffic/compensation in the appellate proceedings and accordingly is of the opinion that carrying value of carriage ways in GACEPL of ₹ 338.16 crore as at March 31, 2021 is appropriate.

ii. GMR Hyderabad Vijayawada Expressways Private Limited ('GHVEPL') a subsidiary of the Holding Company has been incurring losses since the commencement of its commercial operations and has accumulated losses of ₹ 1,349.02 crore as at March 31, 2021. The management believes that these losses are primarily due to loss of revenue arising as a result of drop in commercial traffic on account of bifurcation of State of Andhra Pradesh and ban imposed on sand mining in the region. The management of the Group based on its internal assessment and a legal opinion, believes that these events constitute a Change in Law as per the Concession Agreement and GHVEPL is entitled to a claim for losses suffered on account of the aforementioned reasons and accordingly filed its claim for the loss of revenue till the year ended March 31, 2017 with National Highways Authority of India ('NHAI'). The claim of GHVEPL was rejected by NHAI and accordingly during the year ended March 31, 2018, GHVEPL had decided to proceed with arbitration and accordingly Arbitral Tribunal was constituted and claims were filed. The project was initially developed from existing 2 lanes to 4 lanes to be further developed to 6 laning subsequently (before 14th anniversary of the appointed date). If 6 laning is not carried out (if so required by NHAI/desired by GHVEPL), concession period will be restricted to 15 years as against 25 years. GHVEPL has been amortising intangible assets over the concession period of 25 years.

Notes to the consolidated financial statements for the year ended March 31, 2021

GHVEPL has recognised a provision of additional concession fees (premium) of ₹ 793.38 crore including interest till March 31, 2021 (March 31, 2020: ₹ 620.31 crore), which is unpaid pending finality of litigation proceedings as detailed below.

The Arbitral Tribunal vide its order dated March 31, 2020, had pronounced the award unanimously, upholding GHVEPL's contention that bifurcation of state of Andhra Pradesh and ban on sand mining in the region constitutes Change in Law event and GHVEPL is entitled for compensation for the loss of revenue arising as a result of drop in commercial vehicles. Majority of the Tribunal members have directed NHAI to constitute a committee for determining the claim amount based on data/ records available with GHVEPL and NHAI. The minority member in the Tribunal however was of the opinion that Tribunal should have constituted the Committee instead of directing NHAI, which is against the principal of natural justice. GHVEPL, aggrieved by the findings, has filed applications under Section 9 and 34 of the Arbitration Act, 1996, before Delhi High Court challenging the award on the limited ground of (i) constitution of the committee by NHAI for quantification of compensation and (ii) for interim measures by restraining NHAI from constituting the Committee, demanding premium and taking coercive / precipitate measures under the Concession Agreement. Vide order dated August 4, 2020, the Delhi High Court upheld the decision of the Arbitral Tribunal that there was a change in law due to ban on sand mining and State bifurcation. The Court has also held that GHVEPL is entitled for compensation due to Change in Law and the application of the NHAI was dismissed. For quantification of claim of GHVEPL, the committee to be appointed by the NHAI has been struck down and in its place the Court has appointed a retired judge of Supreme Court as sole arbitrator to quantify the claims in nine months. Further, the Arbitrator has decided to appoint an Independent Expert for his assistance.

NHAI has challenged the aforesaid Order dated August 4, 2020 before divisional bench of Hon'ble Delhi High Court, wherein the Hon'ble Delhi High Court has clarified that the sole arbitrator shall continue to discharge his duties subject to final outcome of the appeal.

On May 8, 2020 GHVEPL has received a notice from NHAI / Regulator stating that it is satisfied that six-laning is not required for the project highway and four laning is sufficient for operating the project highway restricting the concession period to 15 years pursuant to Clause 3.2.2 of the Concession Agreement dated October 9, 2009. GHVEPL has filed a response with NHAI on May 26, 2020, June 16, 2020, August 31, 2020 and October 19, 2020 seeking the material on record on the basis of which the NHAI has decided that six-laning is not required, since in terms of GHVEPL's assessment, six-laning shall be required considering the current traffic flow on the project highway. NHAI, however vide its letter dated June 24, 2020 and October 15, 2020 has stated that the contention of GHVEPL is unmerited and due reasons have been conveyed, even though no substantial information is provided on the basis of which such decision is taken. In this regard, GHVEPL has obtained a legal opinion from its Counsel handling NHAI matter in Honorable Delhi High Court which has opined that with the majority findings of the Arbitral Award in favour of GHVEPL, issuance of Notice dated May 8, 2020 and letter dated June 24, 2020 / October 15, 2020 by NHAI / Regulator is in bad light and arbitrary. Legal Counsel opined that NHAI being aware of the financial implications of the Notice dated May 8, 2020 trying to somehow avoid quantifying and making any payment of the claim to GHVEPL under Change in Law. The Counsel further opined that, NHAI after having failed in its series of coercive steps including the notices for recovery of alleged Premium, suspension notice and notices in relation to non-compliance of O & M requirements has, on May 8, 2020, issued the Notice under Article 3.2.2 of the Concession Agreement and that too in the middle of extensive arguments in the aforesaid petitions before the Hon'ble Delhi High Court, only to make GHVEPL to somehow give up its claims and avoid determination of claims. GHVEPL on October 30, 2020 has issued Notice of Dispute under Article 44.2 read with Clause 44.1.2 of the Concession Agreement to NHAI for amicable settlement as a first step in dispute resolution, which has been declined by NHAI on December 4, 2020. Pursuant to the notice dated April 6, 2021, the Arbitrators have been appointed and the Arbitral Tribunal has held its first hearing setting procedural timelines for hearing the litigation. Legal counsel has opined that GHVEPL has a fair chance of winning the arbitration proceedings and has rightful claim for Change in Law for 25 years concession period.

Further GHVEPL has also internally assessed the average daily traffic for financial year 2024-25, the scheduled six-laning period which indicates that average daily traffic at designated Toll Plaza will exceed the Design Capacity that would require six-laning as per Clause 29.2.3 of the Concession Agreement. In terms of the internal assessment by GHVEPL where in the traffic flows were estimated to increase to the levels which mandates six-laning during the concession period and based on the opinion from the legal Counsel, the management is of the view that the withdrawal of the Six Laning of the project highway without any reasoning is not a tenable action by NHAI / Regulator based on which a notice for invoking Arbitration under clause 44 of the concession agreement has been served upon on April 6, 2021. The legal counsel has opined that GHVEPL is in good position to assert for concession period of 25 years. Accordingly, considering the matter is sub-judice, concession life of 25 years with six laning has been considered for the purposes of the amortisation of Intangibles considering the initiation of Arbitration Proceedings challenging the communication/notice by NHAI / Regulator restricting the period to 15 years with four-laning.

The valuation expert based on the assumptions that it would be receiving the compensation in the future, had determined value in use of GHVEPL assets as at March 31, 2021 (i.e. valuation date) which is higher than the carrying value of assets.

The management of the Group is confident that it will be able to claim compensation from the relevant authorities for the loss it suffered due to aforementioned reasons. Accordingly, based on the aforesaid legal opinion, expected future traffic flow over a concession period of 25 years, valuation assessment by an external expert based on expected compensation claim inflows, the management of the Group believes that the carrying value of carriage ways of ₹ 1,923.00 crore of GHVEPL as at March 31, 2021 is appropriate.

iii. GMR Highways Limited, a subsidiary of the Holding Company, received approval of shareholders and creditors and subsequent confirmation from National Company Law Tribunal (NCLT) vide the order dated March 20, 2020 to reduce GMRHL's issued, subscribed and paid-up equity share capital from ₹ 2,052.93 crore (comprising 2,052,929,749 fully paid up equity shares of ₹ 10/- each) to ₹ 775.44 crore, comprising of 775,440,510 fully paid up equity shares of ₹ 10/- each. Such reduction has been given effect by cancelling and extinguishing 62.23% of the total issued, subscribed and paid up equity share capital of GMRHL (the "Capital Reduction"). The shareholders whose share capital has been reduced have been paid a sum of 10 paise per equity share as the consideration.

Notes to the consolidated financial statements for the year ended March 31, 2021

47. Matters related to certain power sector entities:

i. GGAL (earlier GPCL, merged with GGAL with effect from March 31, 2019), a subsidiary of the Holding Company, approached Tamil Nadu Electricity Regulatory Commission ('TNERC') to resolve the claims / counterclaims arising out of the Power Purchase Agreement ('PPA') and Land Lease Agreement ('LLA') in respect of the dues recoverable from Tamil Nadu Generation and Distribution Corporation Limited ('TAGENDCO') on account of sale of energy including reimbursement towards interest on working capital, Minimum Alternate Tax ('MAT'), rebate, start / stop charges and payment of land lease rentals to TAGENDCO. GGAL received a favorable order from TNERC and in pursuance of the Order, filed its claim on April 30, 2010 amounting to ₹ 481.68 crore.

TAGENDCO filed a petition against TNERC Order in Appellate Tribunal for Electricity ('APTEL'). In terms of an interim Order from APTEL, TAGENDCO deposited ₹ 537.00 crore including interest on delayed payment of the claim amount. APTEL vide its Order dated February 28, 2012, upheld the claim of GGAL and further directed GGAL to verify and pay counterclaims of TAGENDCO in respect of the benefits earned if any, by GGAL with regard to the delayed payment towards fuel supply that are not as per the terms of the FSA. GGAL had appealed to the Hon'ble Supreme Court in Civil Appeals seeking certain interim relief with respect to the benefits pointed out by APTEL on credit period of Fuel Supplies in terms of the FSA. The Hon'ble Supreme Court vide its Order dated April 24, 2014, has referred the dispute to TNERC for examining the claim of the contesting parties in so far as the quantum of amount is concerned. GGAL and TAGENDCO have filed their respective petitions before TNERC during August 2014. Further, TAGENDCO has filed the petition in the Hon'ble Supreme Court against APTEL order which is pending before the Hon'ble Supreme Court. During the period ended December 31, 2018, GGAL has received an order from TNERC whereby TNERC has upheld the TAGENDCO's claim amounting to ₹ 121.37 crore. GGAL's counter claim of ₹ 191.00 crore under old PPA towards interest on delayed payments, start and stop charges and invoice for nil dispatches and invoice for differential rates for the period from July 2011 to February 2014 has not yet been adjudicated by TNERC. The management has filed an appeal before APTEL and the final outcome is yet to be announced.

GGAL was availing tax holiday under Section 80IA of the Income Tax Act, 1961 ('IT Act') in respect of its income from power generation. Considering that the substantial amount, though under protest, has been received by GGAL, based on an expert opinion, GGAL offered the claims upto March 31, 2014 as income in its tax returns and claimed the deduction as available under Section 80IA of the IT Act.

In accordance with the above, the amount received towards the above mentioned claims is being disclosed as advance from the customer in the books of account. Further, GGAL has been legally advised that pending adjudication of petition, the entire matter is now sub-judice and has not attained the finality.

Hence, pending acceptance of claims by TAGENDCO and pending adjudication of petition before the Hon'ble Supreme Court, the Group has not recognised the aforesaid claim in the books of account.

ii. GGAL ('the Transferee Company'), a subsidiary of the Holding Company had applied for confirmation / approval of scheme of merger / amalgamation and capital reduction ('the Scheme') with its wholly owned subsidiaries GMR GENCO Assets Limited, GMR Kakinada Energy Private Limited and GMR Coastal Energy Private Limited and partly owned subsidiaries SJK Powergen Limited and GMR Power Corporation Limited (collectively referred to as the 'Transferor Companies'). The appointed date of merger / amalgamation is March 31, 2019. The scheme was filed with the Hon'ble Regional Director, Mumbai (RD). Necessary approvals from shareholders and creditors (vide NOCs) were obtained and submitted with the office of RD. The RD filed its report dated February 20, 2020 with National Company Law Tribunal, Special Bench, Mumbai ('NCLT') and NCLT passed the order approving the scheme on March 13, 2020. Pursuant to the Scheme, financial statements of GGAL have been prepared on merged basis with effect from March 31, 2019 in accordance with the accounting treatment prescribed in the Scheme. Further, due to the effect of this merger, the non-controlling shareholders of GGALs partly owned subsidiaries have been issued shares in GGAL.

48. Matters related to certain other sector entities:

i. The Holding Company had given an interest free loan of ₹ 115.00 crore to GMR Welfare Trust ('GWT' or 'the trust') during the year ended March 31, 2011 for the purpose of employee benefit scheme. The trust had utilised the proceeds of the loan received from the Holding Company primarily in the acquisition of equity shares of Holding Company for ₹ 101.54 crore and equity shares of GAL for ₹ 11.28 crore.

SEBI had issued Circular CIR/CFD/DIL/3-2013 dated January 17, 2013 prohibiting listed companies from framing any employee benefit scheme involving acquisition of its own securities from the secondary market. SEBI had issued Circular CIR/CFD/POLICYCELL/14/2013 dated November 29, 2013 extending the date of compliance to June 30, 2014. The management of the Holding Company submitted the details of GWT to the stock exchanges. SEBI has issued a Notification dated October 28, 2014 notifying "The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014" ("SEBI Regulations") whereby the Companies having existing schemes to which these regulations apply are required to comply with these regulations within one year of the effective date of the regulations and the trusts holding shares, for the purposes of implementing general employee benefit schemes, which exceed ten percent of the total value of the assets of the trusts, shall have a period of five years to bring down trusts' holding in such shares to the permissible limits. SEBI published Frequently Asked Question ("FAQ") on SEBI Regulations and clarified that appropriation of shares towards ESPS/ESOP/SAR/General Employee Benefits Scheme/Retirement Benefit Schemes by October 27, 2015 would be considered as compliance with proviso to regulation 3(12) of the SEBI Regulations. The Company may appropriate towards individual employees or sell in the market during next one year so that no unappropriated inventory remains thereafter. The shareholders have approved the revised terms and conditions of the scheme by passing a special resolution in the Annual General Meeting of the Holding Company held on September 23, 2015 and that the Holding Company will ensure compliance with other applicable provisions of the new regulations within the permissible time period.

Notes to the consolidated financial statements for the year ended March 31, 2021

During the year ended March 31, 2020, GWT has fully repaid the outstanding balance of the aforementioned loan amounting ₹ 115.00 crore by obtaining funds from GMR Bannerghatta Properties Private Limited (a promoter group entity) and also transferred the sharers of the GAL to the Holding Company pursuant to share purchase agreement. Hence, the Group has not consolidated the financials of GWT in its consolidated financial statement as on March 31, 2020 and thereafter.

ii. The Group has signed definitive Securities sale and purchase agreement ('SSPA') on September 24, 2020 for the sale of entire 51% equity stake owned by its wholly owned subsidiary GMR SEZ & Port Holdings Limited ("GSPHL") in Kakinada SEZ Limited ("KSEZ") to Aurobindo Realty and Infrastructure Private Limited ("ARIPL"). As part of the proposed transfer of stake of KSEZ ("Proposed Sale"), the entire equity stake of Kakinada Gateway Port Limited ("KGPL") held by KSEZ would also be transferred to ARIPL.

The Group has also entered Amendment Agreement to Securities Sale and Purchase Agreement (Amendment to SSPA). Pursuant to the same, only 74% equity stake of KGPL held by KSEZ would be transferred to ARIPL and balance 26% equity stake of KGPL would be held by GSPHL. In accordance with the Amendment to SSPA, the revised total consideration for the sale of equity stake as well as the inter corporate deposits given to KSEZ by the Holding Company and its subsidiaries is ₹ 2,719.21 crore. Out of the revised total consideration, ₹ 1,692.03 crore would be received upfront on or before the closing date and balance ₹ 1,027.18 crore would be received in next 2 to 3 years which is contingent upon achievement of certain agreed milestones primarily related to the sale of 2,500 acres of the land parcels by KSEZ at specified prices during the financial years ended March 31, 2022 and March 31, 2023.

The said transaction is subject to conditions precedent as specified in SSPA. Pursuant to the satisfaction of such conditions precedent, except for ₹ 478.00 crore, ARIPL has released the upfront consideration before March 31, 2021 which has been utilized for payment to the lenders of Holding Company and its subsidiaries. Consequent to the aforementioned, the Group has accounted for the consideration pursuant to the SSPA during the year ended March 31, 2021 and has recognized loss of ₹ 137.99 crore as exceptional loss in relation to same considering the fair value determined by an external valuation expert.

The Group expects in next 2-3 years there will be significant development in the Kakinada SEZ which includes the development of Bulk Drug Park, establishment of a large pharmaceutical unit, Commercial Sea port, establishment of various port based industries, manufacturing industries, development of new International Airport in Bhogapuram. Based on assessment of the achievement of the aforementioned milestones by an independent property consultancy agency, management of the Group is confident of achieving the aforementioned milestones and is of the view that the carrying value of the amount recoverable (disclosed under other financial assets) as at March 31, 2021 is appropriate.

49. Related party transactions

a. Names of the related parties and description of relationship:

Sl. No.	Relationship	Name of the parties
(i)	Holding company	GMR Enterprises Private Limited (GEPL)
(ii)	Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or joint ventures or associates	Airport Authority of India (AAI)
		Antariksh Softtech Private Limited (till June 26, 2019)
		Arcelormittal India Limited (AIL)
		Bharat Petroleum Corporation Limited (BPCL)
		Bird World Wide Flight Services India Private Limited (BWWFSIPL)
		Celebi Ground Handling Delhi Private Limited (CELEBI GHDPL)
		Celebi Hava Servisis A.S. (CHSAS)
		Fraport AG Franfurt Airport Services Worldwide (FAG)
		Government of Telangana (GoT)
		Indian Oil Corporation Limited (IOCL)
		Kakinada Infrastructure Holding Private Limited (KIHPL) (till March 30, 2021)
		Lanco Group Limited (LGL)
		Limak Insaat San. Ve Ticaret A.S. (LISVT)
		Laqshya Media Limited (LMPL)
		Malaysia Airport Holding Berhad (MAHB)
		Malaysia Airports Consultancy Services SDN Bhd (MACS)
		MAHB (Mauritius) Private Limited (MAHB Mauritius)
		Megawide Construction Corporation (MCC)

Notes to the consolidated financial statements for the year ended March 31, 2021

Sl. No.	Relationship	Name of the parties
		Menzies Aviation India Private Limited (MAIPL)
		Menzies Aviation PLC (UK) (MAPUK)
		NAPC Limited (NAPC)
		Navabharat Power Private Limited (NBPPL)
		Odeon Limited (OL)
		Oriental Structures Engineers Private Limited (OSEPL) (till June 01, 2019)
		Oriental Tollways Private Limited (OTPL) (till June 01, 2019)
		PT Dian Swastatika Sentosa Tbk (PT Dian)
		PT Sinar Mas Cakrawala
		Punj Lloyd Limited
		Reliance Industries Limited (RIL)
		Sterlite Energy Limited (SEL)
		Power And Energy International (Mauritius) Limited
		Tenaga Parking Services (India) Private Limited (TPSIPL)
		Times Innovative Media Limited (TIML)
		Travel Foods Services (Delhi) Private Limited (TFSDPL)
	Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or joint ventures or associates	Tottenham Finance Limited, Mauritius (TFL)
		GMR Infra Services Limited (GISL) (w.e.f February 25, 2020)
		Aeroports DE Paris S.A. (ADP) (w.e.f July 7, 2020)
		Veda Infra-Projects (India) Private Limited (VIHIPL)
		Welfare Trust for GMR Group Employees (WTGGE)
		ESR Hyderabad 1 PTE ltd (ESR)(w.e.f April 16, ,2020)
		Nepal Electric Authority (NEA)
		United Travel Retail Partners Inc. (UTRP)
		Select Service Partner Philippines Corporation (SSPPC)
		TNB Repair & Maintenance sdn. Bhd (TNB)
		Yalvorin Limited (YL)
(iii)	Enterprises where key management personnel and their relatives exercise significant influence (where transactions have taken place)	GMR Varalakshmi Foundation (GVF)
		Sri Varalakshmi Jute Twine Mills Private Limited
		GMR Family Fund Trust (GFFT)
		GEOKNO India Private Limited (GEOKNO)
		Kakinada Refinery & Petrochemicals Private Limited (KRPPL)
		GMR Institute of Technology (GIT)
		GMR School of Business (GSB)
		GMR Varalakshmi Care Hospital (GVCH)
		Jetsetgo Aviation Services Private Limited (JASPL)
		Jetsetgo Aviation Services Private Limited (JASPL)
(iv)	Fellow subsidiary companies (where transactions have taken place)	GMR Holding (Mauritius) Limited (GHML)
		GMR Holdings (Overseas) Limited (GHOL)
		JSW GMR Cricket Private Limited (JGPL)
		Kothavalasa Infraventures Private Limited (KIPL)
		Grandhi Enterprises Private Limited (GREPL)
(v)	Joint ventures / associates / joint operations	GMR Energy Limited (GEL)
		GMR Vemagiri Power Generation Limited (GVPGL)

Notes to the consolidated financial statements for the year ended March 31, 2021

Sl. No.	Relationship	Name of the parties
		GMR (Badrinath) Hydro Power Generation Private Limited (GBHPL)
		GMR Kamalanga Energy Limited (GKEL)
		GMR Energy (Mauritius) Limited (GEML)
		GMR Lion Energy Limited (GLEL)
		GMR Upper Karnali Hydropower Limited (GUKPL)
		GMR Consulting Services Limited (GCSPL)
		GMR Bajoli Holi Hydropower Private Limited (GBHHPL)
		Rampia Coal Mine and Energy Private Limited (RCMEPL)
		GMR Rajahmundry Energy Limited (GREL)
		GMR Warora Energy Limited (GWEL)
		GMR Chhattisgarh Energy Limited (GCEL) (till June 29, 2019)[1]
		GMR Maharashtra Energy Limited (GMAEL)
		GMR Bundelkhand Energy Private Limited (GBEPL)
		GMR Rajam Solar Power Private Limited (GRSPPL)
		GMR Gujarat Solar Power Limited (GGSPPL)
		Karnali Transmission Company Private Limited (KTCPL)
	Joint ventures / associates / joint operations	GMR Indo-Nepal Energy Links Limited (GINELL)
		GMR Indo-Nepal Power Corridors Limited (GINPCL)
		PT Golden Energy Mines Tbk (PTGEMS)
		PT Roundhill Capital Indonesia (RCI)
		PT Borneo Indobara (BIB)
		PT Kuansing Inti Makmur (KIM)
		PT Karya Cemerlang Persada (KCP)
		PT Bungo Bara Utama (BBU)
		PT Bara Harmonis Batang Asam (BHBA)
		GMR OSE Hungund Hospet Highways Private Limited (GOSEHHHPL) (till June 01, 2019)[1]
		PT Berkat Nusantara Permai (BNP)
		Marsyangdi Transmission Company Private Limited (MTCPL) (till May 26, 2019)[2]
		WAISL Limted (WAISL) (till June 26, 2019)[2]
		GMR Mining & Energy Private Limited (GMEL) (Till December 26, 2019)[3]
		PT Tanjung Belit Bara Utama (TBBU)
		PT Trisula Kencana Sakti (TKS)
		PT Era Mitra Selaras (EMS)
		PT Wahana Rimba (WRL)
		PT Berkat Satria Abadi (BSA)
		GEMS Trading Resources Pte Limited (GEMSCR)
		PT Karya Mining Solution (KMS)
		PT Kuansing Inti Sejahtera (KIS)
		PT Bungo Bara Makmur (BBM)
		PT GEMS Energy Indonesia (PTGEI)
		PT Dwikarya Sejati Utma (PTDSU)
		PT Duta Sarana Internusa (PTDSI)

Notes to the consolidated financial statements for the year ended March 31, 2021

Sl. No.	Relationship	Name of the parties
		PT Unsoco (Unsoco)
		PT Barasentosa Lestari (BSL)
		Laqshya Hyderabad Airport Media Private Limited (Laqshya)
		Delhi Aviation Services Private Limited (DASPL)
		Travel Food Services (Delhi Terminal 3) Private Limited (TFS)
		Delhi Duty Free Services Private Limited (DDFS)
		Delhi Aviation Fuel Facility Private Limited (DAFF)
		Celebi Delhi Cargo Terminal Management India Private Limited (CDCTM)
		TIM Delhi Airport Advertising Private Limited (TIM)
		GMR Megawide Cebu Airport Corporation (GMCAC)
		Megawide GISPL Construction Joint Venture (MGCJV)
		Megawide GISPL Construction Joint Venture Inc. (MGCJV INC.)
		Limak GMR Construction JV (CJV)
		GMR Tenaga Operations and Maintenance Private Limited (GTOMPL)
	Joint ventures / associates / joint operations	Mactan Travel Retail Group Corp. (MTRGC)
		SSP-Mactan Cebu Corporation (SMCC)
		DIGI Yatra Private Limited (DYPL)
		International Airport Of Heraklion, Crete SA (Crete)
		GMR Logistics Park Private Limited (GLPPL) (w.e.f April 16, ,2020)
		GIL SIL JV
(vi)	Key management personnel and their relatives (where transaction has taken place)	Mr. G.M. Rao (Non-executive Chairman)
		Mrs. G Varalakshmi (Relative)
		Mr. G.B.S. Raju (Director)
		Mr. Grandhi Kiran Kumar (Managing Director & CEO)
		Mr. Srinivas Bommidala (Director)
		Mrs. B. Ramadevi (Relative)
		Mr. S Rajagopal (Independent Director)
		Mrs Grandhi Satyavathi Smitha (Relative)
		Mr. B.V. Nageswara Rao (Director)
		Mr. Venkat Ramana Tangirala (Company Secretary)
		Mr. R S S L N Bhaskarudu (Independent Director)
		Mr. N C Sarabeswaran (Independent Director)
		Mr. S Sandilya (Independent Director)
		Mr. C.R. Muralidharan (Independent Director)[4]
		Mrs. V. Siva Kameswari (Independent Director)
		Mr. Madhva Bhimacharya Terdal (Executive Director- Strategic Initiatives) (w.e.f August 8, 2019)
		Mr. Suresh Lilaram Narang (Independent Director) (Appointed w.e.f April 22, 2020)
		Mr. Saurabh Chawla (Group Chief Financial Officer)

Notes :

1. Ceased to be an associate during the year ended March 31, 2020.
2. Ceased to be a joint venture during the year ended March 31, 2020.
3. Ceased to be an associate and became a subsidiary during the year ended March 31, 2020.
4. Ceased to be independent director w.e.f. October 8, 2020.

Notes to the consolidated financial statements for the year ended March 31, 2021

b. Transactions during the year

(₹ in crore)

Particulars	Year ended	Holding Company	Joint Ventures	Associates	Fellow subsidiaries	Enterprise owned or significantly influenced by key managerial personnel or their relatives	Shareholders having substantial interest / enterprises having significant influence over the subsidiaries / joint ventures / associates	Key managerial personnel or its relative
Revenue from operations								
	2021	-	362.59	344.50	-	1.66	72.35	-
	2020	-	820.40	450.11	-	6.63	69.68	-
Other Income								
	2021	-	9.47	0.49	0.11	0.26	-	-
	2020	-	31.90	-	-	0.02	15.36	-
Finance income								
	2021	36.51	107.31	10.35	-	0.04	-	-
	2020	5.03	74.33	9.54	-	0.04	-	-
Dividend income received from								
	2021	-	284.20	19.61	-	-	-	-
	2020	-	113.89	9.50	-	-	-	-
Airport service charges / operator fees								
	2021	-	-	-	-	-	108.21	-
	2020	-	-	-	-	-	103.80	-
Revenue share paid / payable to concessionaire grantors								
	2021	-	-	-	-	-	338.12	-
	2020	-	-	-	-	-	1,848.67	-
Purchase of traded goods (Gross) including open access charges paid / recovered net.								
	2021	-	535.52	-	-	-	-	-
	2020	-	172.45	0.72	-	-	-	-
Lease expenses								
	2021	-	0.16	-	1.85	0.03	-	2.95
	2020	-	-	-	-	0.15	-	0.27
Issue of CCPS								
	2021	-	-	-	-	-	-	-
	2020	-	-	-	-	-	45.48	-
Provision against advance								
	2021	-	-	-	-	-	446.21	-
	2020	-	-	-	-	-	-	-
Managerial remuneration								
	2021	-	-	-	-	-	-	23.14
	2020	-	-	-	-	-	-	27.83
Directors' sitting fees								
	2021	-	-	-	-	-	-	0.85
	2020	-	-	-	-	-	-	0.94

Notes to the consolidated financial statements for the year ended March 31, 2021

b. Transactions during the year

(₹ in crore)

Particulars	Year ended	Holding Company	Joint Ventures	Associates	Fellow subsidiaries	Enterprise owned or significantly influenced by key managerial personnel or their relatives	Shareholders having substantial interest / enterprises having significant influence over the subsidiaries / joint ventures / associates	Key managerial personnel or its relative
Logo fees								
	2021	4.17	-	-	-	-	-	-
	2020	3.27	-	-	-	-	-	-
Sub-Contracting expenses								
	2021	-	-	-	-	-	2.45	-
	2020	-	-	-	-	-	5.98	-
Fee paid for services received								
	2021	-	0.13	-	-	-	0.01	-
	2020	-	-	-	-	-	-	-
Legal and professional fees								
	2021	-	0.05	-	-	3.26	3.88	-
	2020	-	0.17	-	-	7.97	1.80	-
Other expenses								
	2021	-	117.57	0.00	-	2.03	1.39	0.33
	2020	-	51.98	0.02	0.06	0.52	7.33	1.05
Marketing fund billed								
	2021	-	2.66	0.48	-	-	-	-
	2020	-	14.03	1.34	-	-	-	-
Marketing fund utilised								
	2021	-	4.21	0.29	-	-	-	-
	2020	-	7.17	0.30	-	-	-	-
Reimbursement of expenses incurred on behalf of the Group								
	2021	-	0.31	0.64	0.02	-	-	-
	2020	-	0.23	0.45	-	-	-	-
Expenses incurred by the Group on behalf of / expenses recovered by the Group								
	2021	-	32.42	22.08	-	0.04	18.34	-
	2020	-	42.27	28.02	-	0.07	26.42	-
Provision for doubtful loans credit impaired								
	2021	-	-	-	-	-	200.00	-
	2020	-	20.49	-	-	-	-	-
Donation/ CSR expenditure								
	2021	-	-	-	-	13.90	-	-
	2020	-	-	-	-	19.19	-	-

Notes to the consolidated financial statements for the year ended March 31, 2021

b. Transactions during the year

(₹ in crore)

Particulars	Year ended	Holding Company	Joint Ventures	Associates	Fellow subsidiaries	Enterprise owned or significantly influenced by key managerial personnel or their relatives	Shareholders having substantial interest / enterprises having significant influence over the subsidiaries / joint ventures / associates	Key managerial personnel or its relative
Finance cost								
	2021	-	24.14	12.61	-	0.29	-	-
	2020	7.05	40.61	6.27	0.15	0.56	-	-
Depreciation of ROU								
	2021	-	-	-	1.64	-	-	2.29
	2020	-	-	-	1.64	0.49	-	2.29
Finance cost lease liability								
	2021	-	-	-	0.10	0.71	8.52	0.27
	2020	-	-	-	0.26	0.11	8.52	0.36
Corporate guarantees/ comfort letters extinguished on behalf of								
	2021	-	-	-	-	1.30	-	-
	2020	-	1,412.21	3,156.75	-	-	-	-
Corporate guarantees/ comfort letters taken by the Group on behalf of its bank against loan taken								
	2021	-	298.47	-	-	-	-	-
	2020	-	225.60	-	-	-	-	-
Investment in share/debenture of								
	2021	-	30.38	-	-	-	-	-
	2020	-	260.52	-	-	-	-	-
Sale of investment in equity share of								
	2021	-	-	-	-	-	3,565.00	-
	2020	-	1.30	-	-	-	-	-
Issue of equity shares by subsidiary								
	2021	-	-	-	-	-	1,000.00	-
	2020	-	-	-	-	-	-	-
Loans / advances repaid by								
	2021	1,035.09	121.56	2.10	3.46	4.61	-	-
	2020	190.00	71.15	0.36	-	-	6.80	-
Loans / advances given to								
	2021	556.49	818.86	2.10	418.10	-	-	-
	2020	689.29	344.63	-	-	-	208.25	-
Borrowings taken during the year								
	2021	-	-	35.00	14.35	-	-	-
	2020	456.38	-	59.00	-	0.53	-	-
Borrowings repaid during the year								
	2021	-	-	-	14.35	4.64	-	-
	2020	525.18	66.28	-	96.36	-	-	-

Notes to the consolidated financial statements for the year ended March 31, 2021

b. Transactions during the year

(₹ in crore)

Particulars	Year ended	Holding Company	Joint Ventures	Associates	Fellow subsidiaries	Enterprise owned or significantly influenced by key managerial personnel or their relatives	Shareholders having substantial interest / enterprises having significant influence over the subsidiaries / joint ventures / associates	Key managerial personnel or its relative
Security deposits received from concessionaires / customers								
	2021	-	-	19.09	-	-	-	-
	2020	-	-	7.22	-	-	-	-
Security deposits repaid to concessionaires / customers								
	2021	-	53.79	-	-	-	-	-
	2020	-	-	-	-	-	-	-
Purchase of CCPS								
	2021	-	-	-	-	-	110.05	-
	2020	-	-	-	-	-	-	-
Capital advances given/(received back)								
	2021	-	56.51	-	-	-	-	-
	2020	(50.00)	-	-	-	-	158.24	-
Equity dividend paid by subsidiaries / joint ventures / associates to								
	2021	-	-	-	-	-	-	-
	2020	-	-	-	-	-	34.97	-
Capitalised in capital work in progress								
	2021	-	-	-	-	-	-	-
	2020	-	-	0.03	-	-	0.02	-

Notes to the consolidated financial statements for the year ended March 31, 2021

C. Balances outstanding as at:

(₹ in crore)

Particulars	Year ended	Holding Company	Joint Venture	Associates	Fellow subsidiaries	Enterprise owned or significantly influenced by key managerial personnel or their relatives	Shareholders having substantial interest / enterprises having significant influence over the subsidiaries / joint ventures / associates	Key managerial personnel or its relative
Right of Use								
	2021	-	-	-	0.14	-	-	0.19
	2020	-	-	-	1.78	-	-	2.48
Investment in Debentures/ Preference Shares								
	2021	-	16.35	-	-	-	117.00	-
	2020	-	-	-	-	-	142.00	-
Capital advances								
	2021	-	82.01	-	-	-	327.59	-
	2020	-	-	-	-	-	364.93	-
Advances other than capital advances								
	2021	-	-	-	-	0.18	-	-
	2020	-	-	-	-	0.30	-	-
Security deposits receivable								
	2021	-	-	-	1.23	4.38	-	0.03
	2020	-	-	-	1.12	1.97	-	0.03
Trade receivable								
	2021	0.01	73.20	5.62	-	3.66	3.46	-
	2020	0.01	115.69	6.56	-	2.43	5.09	-
Provision for doubtful loans credit impaired								
	2021	-	233.00	-	-	-	200.00	-
	2020	-	233.00	-	-	-	-	-
Non trade receivable								
	2021	-	20.32	2.40	-	0.04	488.61	-
	2020	-	1.92	0.52	-	0.12	4.35	-
Unbilled revenue								
	2021	-	20.36	38.76	-	-	1.12	-
	2020	-	40.27	38.75	-	-	1.93	-
Other receivables								
	2021	-	29.41	0.42	3.91	-	-	-
	2020	-	0.47	0.20	-	-	-	-
Provision against advance								
	2021	-	-	-	-	-	446.21	-
	2020	-	-	-	-	-	-	-
Loans								
	2021	23.39	1,238.22	-	418.10	-	8.25	-
	2020	501.99	540.91	-	3.46	4.61	208.25	-
Interest accrued on loans given								
	2021	19.42	123.09	-	-	-	-	-
	2020	4.17	65.98	-	-	-	0.64	-

Notes to the consolidated financial statements for the year ended March 31, 2021

(₹ in crore)

Particulars	**Year ended**	**Holding Company**	**Joint Venture**	**Associates**	**Fellow subsidiaries**	**Enterprise owned or significantly influenced by key managerial personnel or their relatives**	**Shareholders having substantial interest / enterprises having significant influence over the subsidiaries / joint ventures / associates**	**Key managerial personnel or its relative**
Trade payables								
	2021	5.11	339.78	3.07	0.14	2.22	67.36	0.03
	2020	2.38	214.30	3.19	0.27	0.30	156.16	0.05
Security deposits from concessionaires / customers at amortised cost								
	2021	-	215.80	68.64	-	0.11	-	-
	2020	-	207.22	54.99	-	2.47	-	-
Unearned / deferred revenue								
	2021	-	124.68	120.25	-	-	-	-
	2020	-	179.38	118.83	-	0.04	-	-
Non trade payables / other liabilities								
	2021	1.10	28.45	0.65	0.56	1.27	528.00	1.75
	2020	2.07	1.14	-	-	0.66	189.88	-
Provision for loss in an associate								
	2021	-	-	422.86	-	-	-	-
	2020	-	-	339.26	-	-	-	-
Advance from customers								
	2021	-	9.21	0.00	-	-	-	-
	2020	-	28.25	5.63	-	-	-	-
Accrued interest on borrowings								
	2021	-	7.75	0.35	-	-	-	-
	2020	-	6.29	-	-	0.56	-	-
Borrowings								
	2021	-	16.20	94.00	-	-	315.05	-
	2020	-	16.20	59.00	-	4.64	315.05	-
Lease Liability - Non current								
	2021	-	-	-	0.15	-	-	-
	2020	-	-	-	1.84	-	-	0.78
Lease Liability - Current								
	2021	-	-	-	-	4.23	76.98	0.20
	2020	-	-	-	-	0.81	74.26	2.17
Liability for CCPS								
	2021	-	6.41	-	-	-	-	-
	2020	-	5.79	-	-	-	-	-

Notes to the consolidated financial statements for the year ended March 31, 2021

Outstanding corporate guarantees availed from								
	2021	-	4,105.78	2,353.20	-	-	-	-
	2020	-	4,108.75	2,353.20	-	-	-	-
Outstanding bank guarantees given on behalf of								
	2021	-	382.00	-	-	-	-	-
	2020	-	-	-	-	1.30	-	-

Notes :

1. The Group has provided securities by way of pledge of investments for loans taken by certain companies.
2. Certain Key management personnel have extended personal guarantees as security towards borrowings of the Group and other body corporates. Similarly, GEPL and certain fellow subsidiaries have pledged certain shares held in the Company as security towards the borrowings of the Group
3. Remuneration to key managerial personal does not include provision for gratuity, superannuation and premium for personal accidental policy, as the same are determined for the Group as a whole.
4. The Group has entered into sub-contract agreements with unincorporated joint ventures formed by the Group and other joint venturer under joint operation arrangements. Such joint ventures are rendering services ultimately to an unrelated party. Accordingly, the transactions entered on account of such sub-contract arrangement with the unincorporated joint ventures have not been disclosed above.
5. Refer note 8a and 8b for investment in joint venture and associates.
6. In the opinion of the management, the transactions reported herein are on arm's length basis.

50. Segment information

a) Operating segments are those components of the business whose operating results are regularly reviewed by the chief operating decision making body in the Group to make decisions for performance assessment, resource allocation and for which information is available discretely. The reporting of segment information is the same as provided to the management for the purpose of the performance assessment and resource allocation to the segments.

b) The segment reporting of the Group has been prepared in accordance with Ind AS 108 'Operating Segments'.

c) For the purpose of reporting, business segments are primary segments and the geographical segments are secondary segments.

d) The reportable segments of the Group comprise of the following:

Segment	Description of activity
Airports	Development and operation of airports
Power	Generation of power and provision of related services and exploration and mining activities
Roads	Development and operation of roadways
EPC	Handling of engineering, procurement and construction solution in the infrastructure sector
Others	Urban Infrastructure and other residual activities

e) Geographical segments are categorised as ‘India’ and ‘Outside India’ and are based on the domicile of the customers.

Notes to the consolidated financial statements for the year ended March 31, 2021

Segment Reporting

(₹ in crore)

Particulars	Airports		Power		Roads		EPC		Others		Inter Segment and Inter Operations		Unallocated		Total	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Revenue																
Revenue from operations	3,404.46	6,131.49	1,023.40	777.35	496.87	585.20	1,081.69	859.10	222.96	202.40	-	-	-	-	6,229.38	8,555.54
Inter Segment Revenue	64.99	59.38	-	24.05	-	-	-	1.56	226.20	239.30	(291.19)	(324.29)	-	-	-	-
Total Revenue	**3,469.45**	**6,190.87**	**1,023.40**	**801.40**	**496.87**	**585.20**	**1,081.69**	**860.66**	**449.16**	**441.70**	**(291.19)**	**(324.29)**	**-**	**-**	**6,229.38**	**8,555.54**
Segment result before share of (loss)/ profit of investments accounted for using equity method, exceptional items & tax	(1,291.67)	538.88	42.82	(5.03)	152.65	229.12	89.33	132.33	157.83	(72.92)	-	-	-	-	(849.04)	822.38
Share of (loss)/ profit of investments accounted for using equity method	(73.81)	157.01	(288.00)	(481.73)	-	-	16.12	33.98	-	2.41	-	-	-	-	(345.69)	(288.33)
Exceptional items	-	-	(406.97)	(680.91)	-	-	-	-	(473.60)	-	-	-	-	-	(880.57)	(680.91)
Segment result after share of (loss)/ profit of investments accounted for using equity method, exceptional items & tax	(1,365.48)	695.89	(652.15)	(1,167.67)	152.65	229.12	105.45	166.31	(315.77)	(70.51)	-	-	-	-	(2,075.30)	(146.86)
Unallocated income/ expense																
Finance cost	-	-	-	-	-	-	-	-	-	-	-	-	(1,748.14)	(2,206.99)	(1,748.14)	(2,206.99)
Finance income	-	-	-	-	-	-	-	-	-	-	-	-	133.26	70.44	133.26	70.44
Loss before tax	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**(1,614.88)**	**(2,136.55)**	**(3,690.18)**	**(2,283.41)**
Tax credit on continuing operations	-	-	-	-	-	-	-	-	-	-	-	-	262.43	84.92	262.43	84.92
Loss from discontinued operations	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(0.02)	(3.70)
Loss after tax	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**(1,352.45)**	**(2,051.63)**	**(3,427.77)**	**(2,202.19)**
Segment Assets	**32,899.20**	**27,683.46**	**6,091.88**	**6,583.76**	**3,840.29**	**3,586.77**	**1,253.02**	**1,338.08**	**2,471.26**	**4,712.53**	**-**	**-**	**-**	**-**	**46,555.65**	**43,904.60**
Loans - current	-	-	-	-	-	-	-	-	-	-	-	-	676.22	887.25	676.22	887.25
Loans - non current	-	-	-	-	-	-	-	-	-	-	-	-	1,094.86	421.10	1,094.86	421.10
Interest accrued on fixed deposits	-	-	-	-	-	-	-	-	-	-	-	-	3.05	5.09	3.05	5.09
Interest accrued on long term investments	-	-	-	-	-	-	-	-	-	-	-	-	129.62	26.84	129.62	26.84
Bank balances other than cash and cash equivalents	-	-	-	-	-	-	-	-	-	-	-	-	168.08	289.79	168.08	289.79
Deferred tax assets (net)	-	-	-	-	-	-	-	-	-	-	-	-	821.83	654.78	821.83	654.78
Income tax assets (net)	-	-	-	-	-	-	-	-	-	-	-	-	196.61	275.62	196.61	275.62
Assets classified as held for sale	-	-	-	-	-	-	-	-	-	-	-	-	314.35	61.73	314.35	61.73
Total Assets	**32,899.20**	**27,683.46**	**6,091.88**	**6,583.76**	**3,840.29**	**3,586.77**	**1,253.02**	**1,338.08**	**2,471.26**	**4,712.53**	**-**	**-**	**3,404.62**	**2,622.20**	**49,960.27**	**46,526.80**

Notes to the consolidated financial statements for the year ended March 31, 2021

Particulars	Airports		Power		Roads		EPC		Others		Inter Segment and Inter Operations		Unallocated		Total	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Segment Liabilities	**29,376.22**	**24,189.03**	**2,660.97**	**2,563.23**	**1,250.41**	**1,042.27**	**627.32**	**691.94**	**377.06**	**335.74**	**-**	**-**	**-**	**-**	**34,291.98**	**28,822.21**
Borrowings - non current	-	-	-	-	-	-	-	-	-	-	-	-	10,175.37	11,432.76	10,175.37	11,432.76
Current matutities of long term borrowings	-	-	-	-	-	-	-	-	-	-	-	-	2,367.19	3,253.24	2,367.19	3,253.24
Borrowings - current	-	-	-	-	-	-	-	-	-	-	-	-	846.54	1,610.95	846.54	1,610.95
Interest payable	-	-	-	-	-	-	-	-	-	-	-	-	728.40	798.25	728.40	798.25
Liabilities for current tax (net)	-	-	-	-	-	-	-	-	-	-	-	-	41.23	41.71	41.23	41.71
Deferred tax liabilities (net)	-	-	-	-	-	-	-	-	-	-	-	-	117.13	225.04	117.13	225.04
Financial guarantee contracts	-	-	-	-	-	-	-	-	-	-	-	-	51.56	55.25	51.56	55.25
Liabilities directly associated with assets classified as held for sale	-	-	-	-	-	-	-	-	-	-	-	-	22.31	71.50	22.31	71.50
Total Liabilities	**29,376.22**	**24,189.03**	**2,660.97**	**2,563.23**	**1,250.41**	**1,042.27**	**627.32**	**691.94**	**377.06**	**335.74**	**-**	**-**	**14,349.73**	**17,488.70**	**48,641.71**	**46,310.91**
Other disclosures:																
Investments accounted for using equity method	1,279.40	1,309.71	5,088.02	5,646.42	-	-	32.91	56.62	-	-	-	-	-	-	6,400.33	7,012.75
Depreciation and amortisation of continued operations	882.79	872.93	3.61	3.60	79.40	107.11	20.35	22.25	18.39	58.36	-	-	-	-	1,004.54	1,064.25
Material non cash expenses including impairment, other than depreciation and amortisation	551.10	21.37	433.80	682.37	0.28	0.84	1.47	0.02	526.96	5.38	-	-	-	-	1,513.61	709.98

Adjustments and eliminations

Current taxes, deferred taxes and certain financial assets and liabilities are not allocated to those segments as they are managed on a group basis.

(₹ in crore)

Particulars	Revenue from external customers*		Non-current operating assets**	
	Mar 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
India	5,828.15	8,046.83	19,382.51	19,977.30
Outside India	401.23	508.71	11.71	11.67
Total	**6,229.38**	**8,555.54**	**19,394.22**	**19,988.97**

* There is no single external customer which constitutes 10% of total revenue from external customer.

**Non-current assets for this purpose consist of property, plant and equipment, right of use assets, investment properties and intangible assets, capital work in progress, goodwill and intangible under development.

Notes to the consolidated financial statements for the year ended March 31, 2021

51. Hedging activities and derivatives

(a) Derivatives not designated as hedging instruments

The Group uses principal and interest rate swaps, cross currency swaps and call spread options to manage some of its transaction exposures. These derivative instruments are not designated as cash flow/ fair value hedges and are entered into for periods consistent with foreign currency exposure of the underlying transactions. The Group does not hold or issue derivative financial instruments for trading purposes. All transactions in derivative financial instruments are undertaken to manage risks arising from underlying business activities.

(₹ in crore)

Particulars	March 31, 2021		March 31, 2020	
	Assets	Liabilities	Assets	Liabilities
Call spread option [1]	-	-	274.35	-
Total	**-**	**-**	**274.35**	**-**
Classified as :				
Non- current	-	-	274.35	-
Current	-	-	-	-

1. As at March 31, 2020 for call spread options of USD 208.75 million, the USD spot rate is above the USD call option strike price. Accordingly, foreign exchange gain of ₹ 134.29 crore has been adjusted with fixed assets.

   As at March 31, 2020 for call spread options of USD 80.00 million, the USD spot rate is above the USD call option strike price. Accordingly, foreign exchange gain of ₹ 51.47 crore has been adjusted with fixed assets.

   As at March 31, 2020 mark-to-market loss amounting to ₹ 10.74 crore on the above call spread option of USD 288.75 million USD has been adjusted with the fixed assets in addition to the foreign exchange loss of ₹ 185.76 crore taken to fixed assets on the underlying loans .

   Further as at March 31, 2021 with respect to call spread option no adjustment has been made in fixed asset for exchange gain/mark to market margin.

   Refer note 3(2)(b)

(b) Derivatives designated as hedging instruments

(₹ in crore)

Particulars	March 31, 2021		March 31, 2020	
	Assets	Liabilities	Assets	Liabilities
Call spread options & coupon only swap[1]	872.41	-	734.69	-
Cross currency swap, coupon only swap & call spread options[2]	622.18	-	865.00	-
Total	**1,494.59**	**-**	**1,599.69**	**-**
Classified as :				
Non- current	1,255.97	-	1,599.69	-
Current	238.62	**-**	**-**	-

1. DIAL had entered into Call spread Option with various banks for hedging the repayment of 6.125% Senior secured notes (2022) of USD 288.75 million, 6.125% Senior secured notes (2026) of USD 522.60 million which are repayable in February 2022 and October 2026 respectively. Also DIAL has entered into Call spread Option with bank for hedging the repayment of 6.45% Senior secured notes (2029) for USD 500 million borrowings which is repayable in June 2029.

   During the previous year, DIAL has also entered into Coupon only hedge and Call Spread option with bank for hedging the payment of interest liability on 6.45% Senior secured notes (2029) for USD 150 million and 6.125% Senior secured notes (2022) for USD 288.75 million borrowings respectively.

   As at March 31, 2021, the USD spot rate is above the USD call option strike price for all hedge options of USD 1,311.35 million (March 31, 2020 USD 1,022.60 million). Accordingly, an amount of ₹ 335.35 crore (March 31, 2020: ₹ 620.79 crore) has been released from cash flow hedge reserve to consolidated statement of profit and loss to neutralize the impact of foreign exchange gain/(loss) included in consolidated statement of profit and loss.

Notes to the consolidated financial statements for the year ended March 31, 2021

2. GHIAL had entered into Cross Currency Swap with various banks in order to hedge principal portion and to protect interest component of 4.25% senior secured notes of USD 350.00 million which is repayable in October 2027, with interest payable on semi-annually basis. Further GHIAL had also entered into Call Spread arrangements in order to hedge principal portion of 5.375% senior secured notes for USD 300 million which is repayable in April 2024 and Coupon Only Swap to hedge the payment of interest liability on semi-annually basis.

   During the year, GHIAL has also entered into Call Spread arrangements in order to hedge principal portion of 4.75% senior secured notes for USD 300 million which is repayable in February 2026 and Coupon Only Swap to hedge the payment of interest liability on semi-annually basis.

   As at March 31, 2021, the USD spot rate is above the USD derivative instruments strike price for all hedge options of USD 950.00 million (March 31, 2020 USD 650.00 million). Accordingly, an amount of ₹ 161.08 crore (March 31, 2020: ₹ 430.65 crore) has been released from cash flow hedge reserve to consolidated statement of profit and loss to neutralize the impact of foreign exchange gain/(loss) included in consolidated statement of profit and loss.

52. Disclosures on Financial instruments

This section gives an overview of the significance of financial instruments for the Group and provides additional information on balance sheet items that contain financial instruments.

The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of financial asset, financial liability and equity instrument are disclosed in accounting policies, to the consolidated financial statements.

(a) Financial assets and liabilities

The following tables presents the carrying value and fair value of each category of financial assets and liabilities as at March 31, 2021 and March 31, 2020 (excluding those pertaining to discontinued operations. Refer note 36)

As at March 31, 2021 (₹ in crore)

Particulars	Fair value through consolidated statement of profit or loss	Derivative instruments through consolidated statement of other comprehensive Income	Derivative instruments not in hedging relationship	Amortised cost	Total Carrying value	Total Fair value
Financial assets						
(i) Investments (other than investments accounted for using equity method)	1,841.45	-	-	1,432.08	3,273.53	3,273.53
(ii) Loans	-	-	-	2,242.14	2,242.14	2,242.14
(iii) Trade receivables	-	-	-	1,293.08	1,293.08	1,293.08
(iv) Cash and cash equivalents	-	-	-	4,299.60	4,299.60	4,299.60
(v) Bank balances other than cash and cash equivalents	-	-	-	2,178.17	2,178.17	2,178.17
(vi) Derivative instruments	-	1,494.59	-	-	1,494.59	1,494.59
(vii) Other financial assets	-	-	-	3,974.41	3,974.41	3,974.41
Total	**1,841.45**	**1,494.59**	**-**	**15,419.48**	**18,755.52**	**18,755.52**
Financial liabilities						
(i) Borrowings	-	-	-	36,742.18	36,742.18	36,742.18
(ii) Trade payables	-	-	-	2,459.58	2,459.58	2,459.58
(iii) Other financial liabilities	-	-	-	5,010.50	5,010.50	5,010.50
(iv) Lease liabilities	-	-	-	122.25	122.25	122.25
(v) Financial guarantee contracts	-	-	-	51.56	51.56	51.56
Total	**-**	**-**	**-**	**44,386.07**	**44,386.07**	**44,386.07**

Notes to the consolidated financial statements for the year ended March 31, 2021

As at March 31, 2020 (₹ in crore)

Particulars	Fair value through consolidated statement of profit or loss	Derivative instruments through consolidated statement of other comprehensive Income	Derivative instruments not in hedging relationship	Amortised cost	Total Carrying value	Total Fair value
Financial assets						
(i) Investments (other than investments accounted for using equity method)	1,134.05	-	-	1,972.46	3,106.51	3,106.51
(ii) Loans	-	-	-	1,364.71	1,364.71	1,364.71
(iii) Trade receivables	-	-	-	1,533.70	1,533.70	1,533.70
(iv) Cash and cash equivalents	-	-	-	2,859.43	2,859.43	2,859.43
(v) Bank balances other than cash and cash equivalents	-	-	-	1,780.14	1,780.14	1,780.14
(vi) Derivative instruments	-	1,599.69	274.35	-	1,874.04	1,874.04
(vii) Other financial assets	-	-	-	2,627.22	2,627.22	2,627.22
Total	**1,134.05**	**1,599.69**	**274.35**	**12,137.66**	**15,145.75**	**15,145.75**
Financial liabilities						
(i) Borrowings	-	-	-	34,326.21	34,326.21	34,326.21
(ii) Trade payables	-	-	-	2,071.63	2,071.63	2,071.63
(iii) Other financial liabilities	-	-	-	4,997.94	4,997.94	4,997.94
(iv) Lease liabilities	-	-	-	115.37	115.37	115.37
(v) Financial guarantee contracts	-	-	-	55.25	55.25	55.25
Total	**-**	**-**	**-**	**41,566.40**	**41,566.40**	**41,566.40**

(i) Investments in mutual fund, overseas fund by foreign subsidiaries, other fund and derivative instruments are mandatorily classified as fair value through consolidated statement of profit and loss and investment in commercial papers are classified at amortised cost.

(ii) As regards the carrying value and fair value of investments accounted for using equity method refer note 8(a) and 8(b).

(b) Fair value hierarchy

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to Level 3, as described below:

Quoted prices in an active market (Level 1): This level of hierarchy includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities. This category consists of investment in quoted equity shares and mutual and overseas fund investments.

Valuation techniques with observable inputs (Level 2): This level of hierarchy includes financial assets and liabilities, measured using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).

Valuation techniques with significant unobservable inputs (Level 3): This level of hierarchy includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

Notes to the consolidated financial statements for the year ended March 31, 2021

Assets and liabilities measured at fair value (₹ in crore)

Particulars	Fair value measurements at reporting date using			
	Total	Level 1	Level 2	Level 3
March 31, 2021				
Financial assets				
Investments (other than investments in accounted for using equity method)	1,841.45	1,595.67	245.22	0.56
Derivative instruments	1,494.59	-	1,494.59	-
March 31, 2020				
Financial assets				
Investments (other than investments in accounted for using equity method)	1,134.05	1,133.49	-	0.56
Derivative instruments	1,874.04	-	1,874.04	-

Assets for which fair values are disclosed (₹ in crore)

Particulars	Fair value measurements at reporting date using			
	Total	Level 1	Level 2	Level 3
March 31, 2021				
Investment property	676.08	-	-	676.08
March 31, 2020				
Investment property	4,823.42	-	-	4,823.42

(i) Short-term financial assets and liabilities are stated at carrying value which is approximately equal to their fair value.

(ii) Derivative contracts are fair valued using market observable rates and published prices together with forecasted cash flow information where applicable.

(iii) The Group enters into derivative financial instruments with various counterparties, principally financial institutions with investment grade credit ratings. Interest rate swaps are valued using valuation techniques, which employs the use of market observable inputs. The most frequently applied valuation techniques include forward pricing and swap models, using present value calculations. The models incorporate various inputs including the credit quality of counterparties, foreign exchange spot and forward rates, yield curves of the respective currencies, currency basis spreads between the respective currencies, interest rate curves and forward rate curves of the underlying commodity.

(iv) Management uses its best judgement in estimating the fair value of its financial instruments. However, there are inherent limitations in any estimation technique. Therefore, for substantially all financial instruments, the fair value estimates presented above are not necessarily indicative of the amounts that the Group could have realised or paid in sale transactions as of respective dates. As such, fair value of financial instruments subsequent to the reporting dates may be different from the amounts reported at each reporting date.

(v) The fair values of investment property have been determined based on available data for similar investment property or observable market prices less incremental cost for disposing of the investment property on the basis of valuation done by independent valuer.

(vi) There have been no transfers between Level 1, Level 2 and Level 3 for the years ended March 31, 2021 and year ended March 31, 2020.

(vii) Fair value of mutual funds and overseas funds is determined based on the net asset value of the funds.

Notes to the consolidated financial statements for the year ended March 31, 2021

(c) Financial risk management objectives and policies

In the course of its business, the Group is exposed primarily to fluctuations in foreign currency exchange rates, interest rates, equity prices, liquidity and credit risk, which may adversely impact the fair value of its financial instruments. The Group has a risk management policy which not only covers the foreign exchange risks but also other risks associated with the financial assets and liabilities such as interest rate risks and credit risks. The risk management policy is approved by the Board of Directors. The risk management framework aims to:

(i) create a stable business planning environment by reducing the impact of currency and interest rate fluctuations on the Group's business plan.

The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of financial asset, financial liability and equity instrument are disclosed in accounting policies, to the consolidated financial statements.

Market risk

Market risk is the risk of any loss in future earnings, in realisable fair values or in future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in interest rates, foreign currency exchange rates, liquidity and other market changes. Future specific market movements cannot be normally predicted with reasonable accuracy.

(a) Market risk- Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term and short-term debt obligations with floating interest rates.

The Group manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

Interest rate sensitivity

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

The exposure of the Group's borrowing to interest rate changes at the end of the reporting period are as follows:

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Variable rate borrowings	9,094.61	10,411.39
Fixed rate borrowings	27,647.57	23,914.82
Total borrowings	**36,742.18**	**34,326.21**

(₹ in crore)

Particulars	Increase / (decrease) in basis points	Effect on profit before tax
March 31, 2021		
Increase	+50	(45.47)
Decrease	-50	45.47
March 31, 2020		
Increase	+50	(52.06)
Decrease	-50	52.06

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment.

Notes to the consolidated financial statements for the year ended March 31, 2021

(b) Market risk- Foreign currency risk

The fluctuation in foreign currency exchange rates may have potential impact on the consolidated statement of profit and loss and equity, where any transaction references more than one currency or where assets/liabilities are denominated in a currency other than the functional currency of the respective consolidated entities. Considering the countries and economic environment in which the Group operates, its operations are subject to risks arising from fluctuations in exchange rates in those countries.

The Group has entered into certain derivative contracts which are not designated as hedge. Refer note 51 for details.

(i) Foreign currency exposure

The following table demonstrate the unhedged exposure in USD exchange rate as at March 31, 2021 and March 31, 2020. The Group's exposure to foreign currency changes for all other currencies is not material.

(in crore)

Particulars	Currency	March 31, 2021	March 31, 2020
Cash and bank balances	USD	1.91	139.56
		(1.30)	(92.80)
Trade receivables	USD	1.20	87.68
		(1.58)	(112.79)
Investments	USD	61.56	4,498.19
		(61.04)	(4,357.34)
Loans	USD	5.72	417.96
		(4.95)	(353.36)
Trade payables	USD	1.12	81.84
		(1.33)	(94.94)
Borrowings	USD	58.70	4,289.21
		(67.87)	(4,844.90)
Other financial liabilities	USD	7.91	577.98
		(10.93)	(780.24)
Net assets/(liabilities)	**USD**	**2.66**	**194.37**
		(11.26)	**(803.80)**

Note: Previous year's figures are shown in brackets above.

ii. Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD exchange rates, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities. The Group's exposure to foreign currency changes for all other currencies is not material.

(₹ in crore)

Particulars	Change in USD rate	Effect on profit before tax
March 31, 2021		
Increase	4.62%	8.97
Decrease	(4.62%)	(8.97)
March 31, 2020		
Increase	5.45%	(43.81)
Decrease	(5.45%)	43.81

Notes to the consolidated financial statements for the year ended March 31, 2021

The sensitivity analysis has been based on the composition of the Group's net financial assets and liabilities as at March 31, 2021 and March 31, 2020. The period end balances are not necessarily representative of the average debt outstanding during the period.

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Financial instruments that are subject to credit risk and concentration thereof principally consist of trade receivables, loans receivables, investments, cash and cash equivalents, derivatives and financial guarantees provided by the Group.

The carrying value of financial assets represents the maximum credit risk. The maximum exposure to credit risk was ₹ 18,755.52 crore and ₹ 15,145.75 crore as at March 31, 2021 and March 31, 2020 respectively, being the total carrying value of trade receivables, balances with bank, bank deposits, investments (other than investments accounted for using equity method) and other financial assets.

Customer credit risk is managed by each business unit subject to the Group's established policy, procedures and control relating to customer credit risk management. An impairment analysis is performed at each reporting date on an individual basis for major clients. The Group does not hold collateral as security.

The Group's exposure to customers is diversified and there is no concentration of credit risk with respect to any particular customer as at March 31, 2021 and March 31, 2020.

With respect to trade receivables / unbilled revenue, the Group has constituted the terms to review the receivables on a periodic basis and to take necessary mitigations, wherever required. The Group creates allowance for all unsecured receivables based on lifetime expected credit loss based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and the rates used in the provision matrix.

Credit risk from balances with bank and financial institutions is managed by the Group's treasury department in accordance with the Group's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

In respect of financial guarantees provided by the Group to banks and financial institutions, the maximum exposure which the Group is exposed to is the maximum amount which the Group would have to pay if the guarantee is called upon. Based on the expectation at the end of the reporting period, the Group considers that it is more likely than not that such an amount will not be payable under the guarantees provided.

Reconciliation of loss allowance provision - Loans and other financial assets

(₹ in crore)

Particulars	Trade Receivables	Security Deposit	Loans	Non trade receivables
As at April 1, 2019	34.58	0.20	370.17	-
Movement during the year	2.78	-	(37.17)	5.81
As at March 31, 2020	**37.36**	**0.20**	**333.00**	**5.81**
Movement during the year	0.48	-	200.00	446.21
As at March 31, 2021	**37.84**	**0.20**	**533.00**	**452.02**

Liquidity risk

Liquidity risk refers to the risk that the Group can not meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Group has obtained fund and non-fund based working capital lines from various banks. Furthermore, the Group has access to funds from debt markets through convertible debentures, non-convertible debentures, bonds and other debt instruments. The Group invests its surplus funds in bank fixed deposit and in mutual funds, which carries no or low market risk.

The Group monitors its risk of a shortage of funds on a regular basis. The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, bank loans, debentures, preference shares, sale of assets and strategic partnership with investors etc.

Notes to the consolidated financial statements for the year ended March 31, 2021

The following table shows a maturity analysis of the anticipated cash flows excluding interest and other finance charges obligations for the Group's financial liabilities on an undiscounted basis, which therefore differ from both carrying value and fair value. Floating rate interest is estimated using the prevailing interest rate at the end of the reporting period.

(₹ in crore)

Particulars	0 to 1 year	1 to 5 years	> 5 years	Total
March 31, 2021				
Borrowings including current maturities (other than convertible preference shares)	5,756.35	17,942.45	13,369.63	37,068.43
Other financial liabilities	3,777.54	554.28	2,433.22	6,765.04
Lease liabilities	12.01	52.21	720.17	784.39
Trade payables	2,459.58	-	-	2,459.58
Total	**12,005.48**	**18,548.94**	**16,523.02**	**47,077.44**
March 31, 2020				
Borrowings including current maturities (other than convertible preference shares)	7,886.09	12,495.76	14,306.78	34,688.63
Other financial liabilities	4,099.38	694.98	2,666.55	7,460.91
Lease liabilities	10.13	51.12	728.61	789.86
Trade payables	2,071.63	-	-	2,071.63
Total	**14,067.23**	**13,241.86**	**17,701.94**	**45,011.03**

(i) The above excludes any financial liabilities arising out of financial guarantee contract as detailed in note 41.

(ii) For range of interest of borrowings, repayment schedule and security details refer note 18 and 23.

Price risk

The Group's exposure to price risk arises from investments held and classified in the balance sheet either as fair value through other comprehensive income or at fair value through profit or loss.To manage the price risk arising from investments, the Group diversifies its portfolio of assets.

(₹ in crore)

Particulars	Change in price	Effect on profit before tax
March 31, 2021		
Increase	5%	166.80
Decrease	(5%)	(166.80)
March 31, 2020		
Increase	5%	150.40
Decrease	(5%)	(150.40)

53. Capital management

The Group's capital management is intended to create value for shareholders by facilitating the meeting of long-term and short-term goals of the Group.

The Group determines the amount of capital required on the basis of annual business plan coupled with long-term and short-term strategic investment and expansion plans. The funding needs are met through equity, cash generated from operations and sale of certain assets, long-term and short-term bank borrowings and issue of non-convertible / convertible debt securities and strategic partnership with investors.

For the purpose of the Group's capital management, capital includes issued equity capital, convertible preference share, share premium and all other equity reserves.

Notes to the consolidated financial statements for the year ended March 31, 2021

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group monitors capital using a gearing ratio, which is total debt divided by total capital plus total debt. The Group's policy is to keep the gearing ratio at an optimum level to ensure that the debt related covenant are complied with. Refer note 1.1

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Borrowings including current maturities of long term borrowings (refer notes 18 and 23)	36,742.18	34,326.21
Less: Cash and cash equivalents	(4,299.60)	(2,859.43)
Net debt (i)	**32,442.58**	**31,466.78**
Capital components		
Equity share capital	603.59	603.59
Other equity	(2,321.72)	(3,062.28)
Non-controlling interests	3,036.69	2,674.58
Total Capital (ii)	**1,318.56**	**215.89**
Capital and borrowings (iii = i + ii)	**33,761.14**	**31,682.67**
Gearing ratio(%) (i / iii)	**96.09%**	**99.32%**

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2021 and March 31, 2020.

54. Post outbreak of COVID-19 last year in the month of March 2020, many countries have implemented travel restrictions and quarantine measures. As a quarantine measure, Government of India has also imposed the countrywide lockdown with effect from March 25, 2020 which got extended till June 30, 2020, however, restrictions on operation of domestic flights were lifted from May 25, 2020. The Group has majority of its subsidiaries, joint ventures and associates operating in Airport sector, Energy sector, Highway sector and Urban Infra sector and with respect to COVID - 19 impact on the business of these entities, management believes while the COVID - 19 may impact the businesses in the short term, it does not anticipate medium to long term risk to the business prospects. Considering the business plans of the investee companies the management does not foresee any material impact on the carrying value at which the aforementioned investments, property plant and equipment, intangible assets, capital work in progress and trade receivables. Accordingly, no adjustments to the carrying value of these assets are considered necessary. Further, the management has made detailed assessment of its liquidity position for the next one year and of the recoverability and carrying values of its assets as at the balance sheet date and has concluded that there are no material adjustments required in the consolidated financial statements. The impact of the COVID - 19 pandemic might be different from that estimated as at the date of approval of these consolidated financial statements and the Group will closely monitor any material changes to the future economic conditions.

55. The Board at its meeting held on August 27, 2020, had approved the Scheme of Amalgamation and Arrangement amongst GMR Power Infra Limited (GPIL), a subsidiary of the Holding Company, the Holding Company and GMR Power and Urban Infra Limited (GPUIL), a wholly owned subsidiary and their respective shareholders ("the Scheme") subject to the requisite approvals, which, inter alia, envisages the following:

(i) the amalgamation of GPIL with the Holding Company and the dissolution of GPIL without winding up and cancellation of the equity shares held by its shareholders;

(ii) followed by the demerger of all the businesses, undertakings, activities, operations and properties forming part of the Demerged Undertaking (which includes the EPC Business and the Urban Infrastructure Business, as more particularly defined in the Scheme) of the Holding Company on a going concern basis, from the Holding Company to GPUIL, the cancellation of the equity shares held by the Holding Company in GPUIL and the issue of equity shares by GPUIL to the shareholders of the Holding Company; and

(iii) various other matters consequential or integrally connected therewith, including the reorganisation of the share capital of GPUIL;

Upon the Scheme becoming effective and in consideration of the demerger and vesting of Demerged Undertaking of the Holding Company into GPUIL, GPUIL shall issue and allot to every member of the Holding Company holding 10 (Ten) fully paid up equity shares of face value of Re 1 in the Holding Company, 1 (One) equity share of face value of ₹ 5 each in GPUIL.

The Holding Company had filed the Scheme with NCLT Mumbai for its approval after the receipt of No-Objection from the BSE and NSE.

56. Ministry of Corporate Affairs had published a list of Disqualified Directors in September 2017. As per this list, Mr. Srinivasan Sandilya (Director of the Holding Company as at March 31, 2020) was reported as disqualified from being appointed as a director in terms of section 164 (2) of the Companies Act, 2013 for the period from November 1, 2016 to October 31, 2021 pursuant to his directorship of Association of Indian Automobiles Manufacturers ('defaulting company'). Consequently, the defaulting company has filed application with the Registrar of Companies ('ROC') under Condonation of Delay Scheme, 2018 ('CODS - 2018'). During the year ended March 31, 2019, as confirmed by an email from ROC, his disqualification has been removed in view

Notes to the consolidated financial statements for the year ended March 31, 2021

of Circular No. 16/2017 dated 29-12-2017 after filing of documents under CODS, 2018. However, his name continues in the List of Disqualified Directors published by the Ministry as he was defaulter for non-filing of documents on the date of publication of the said list.

57. The Code of Social Security, 2020 ("Code") relating to employee benefits during employment and post employment received Presidential assent in September 2020. Subsequently the Ministry of Labour and Employment had released the draft rules on the aforementioned code. However, the same is yet to be notified. The Group will evaluate the impact and make necessary adjustments to the consolidated financial statements in the period when the code will come into effect.

58. Ministry of Corporate Affairs ('MCA') notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from April 1, 2021.

59. Certain amounts (currency value or percentages) shown in the various tables and paragraphs included in the consolidated financial statements have been rounded off or truncated as deemed appropriate by the management of the Group.

60. Reconciliation of liabilities arising from financing activities pursuant to Ind AS - 7 'Cash Flows'.

(₹ in crore)

Particulars	Long term borrowings*	Short term borrowings**
As at April 1, 2020	**32,695.34**	**1,630.87**
Cash flows changes:		
proceeds from long term borrowings	8,209.95	-
Repayment of long term borrowings	(5,126.25)	-
Repayment of short of long term borrowings (net)	-	(3.48.26)
Non cash changes:		
Foreign exchange fluctuations	(507.19)	-
Other	187.71	-
As at March 31, 2021	**35,459.57**	**1,282.61**
As at April 1, 2019	**25,208.67**	**2,364.99**
Cash flow changes		
proceeds from long term borrowings	9,307.85	-
Repayment of long term borrowings	(3,410.70)	-
Repayment of short of long term borrowings (net)	-	(734.12)
Non cash changes:		
Foreign exchange fluctuations	1,480.20	-
Other	109.32	-
As at April 31, 2020	**32,695.34**	**1,630.87**

* includes current maturities of long term borrowings

** movement of short term borrowings presented on net basis.

As per our report of even date

For Walker Chandiok & Co LLP
ICAI firm registration number: 001076N/ N500013
Chartered Accountants

Anamitra Das
Partner
Membership number: 062191

Place: New Delhi
Date: June 18, 2021

For and on behalf of the Board of Directors of GMR Infrastructure Limited

G. M. Rao
Chairman
DIN: 00574243

Grandhi Kiran Kumar
Managing Director & Chief Executive Officer
DIN: 00061669

Saurabh Chawla
Chief Financial Officer

Venkat Ramana Tangirala
Company Secretary
Membership Number: A13979

Date: June 18, 2021
Place: Counter Signed at Dubai and New Delhi

INDEPENDENT AUDITOR'S REPORT

To the Members of GMR Infrastructure Limited

Report on the Audit of the Standalone Financial Statements

Qualified Opinion

1. We have audited the accompanying standalone financial statements of GMR Infrastructure Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2021, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us, except for the effects/possible effects of the matters described in the Basis for Qualified Opinion section of our report, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the state of affairs of the Company as at 31 March 2021, and its loss (including other comprehensive loss), its cash flows and the changes in equity for the year ended on that date.

Basis for Qualified Opinion

3. As stated in note 5(4) to the accompanying standalone financial statements, the Company has invested in GMR Generation Assets Limited ('GGAL') and GMR Energy Projects Mauritius Limited ('GEPML'), subsidiaries of the Company, which have further invested in step down subsidiaries and joint ventures. Further, the Company has outstanding loan (including accrued interest) amounting to ₹ Nil crore recoverable (net of impairment) from GGAL as at 31 March 2021. Also, the Company together with GGAL and GEPML has investments in GMR Energy Limited ('GEL'), a joint venture of the Company, amounting to ₹ 1,272.32 crore and has outstanding loan (including accrued interest) amounting to ₹ 709.01 crore recoverable from GEL as at 31 March 2021. GEL has further invested in GMR Vemagiri Power Generation Limited ('GVPGL') and GMR (Badrinath) Hydro Power Generation Private Limited ('GBHPL'), both subsidiaries of GEL and in GMR Kamalanga Energy Limited ('GKEL'), joint venture of GEL and GGAL has further invested in GMR Rajahmundry Energy Limited ('GREL'), an associate company of GGAL. The aforementioned investments are carried at their respective fair value in the accompanying standalone financial statements as per Ind AS 109 – 'Financial Instruments'.

   As mentioned in note 5(8), GVPGL and GREL have ceased operations due to continued unavailability of adequate supply of natural gas and other factors mentioned in the said note and have been incurring significant losses, including cash losses with consequential erosion of their respective net worth. Further, GREL has entered into a resolution plan with its lenders to restructure its debt obligations during the year ended 31 March 2019. The Company has given certain corporate guarantees for the loans including Cumulative Redeemable Preference Shares ('CRPS') outstanding in GREL amounting to ₹ 2,056.59 crore.

   The carrying value of the investment of the Company in GEL, to the extent of amount invested in GVPGL, and the Company's obligations towards the corporate guarantees given for GREL are significantly dependent on the achievement of key assumptions considered in the valuation performed by the external expert particularly with respect to availability of natural gas, future tariff of power generated and realization of claims for losses incurred in earlier periods from the customer as detailed in the aforementioned note. The Company has provided for its investment in full in GREL and the management is confident that no further obligation would arise for the guarantees provided to the lenders against the servicing of sustainable and unsustainable debts.

   As mentioned in note 5(7), the management has accounted the investment in GKEL based on the valuation performed by an external expert using the discounted future cash flows method which is significantly dependent on the achievement of certain assumptions considered in aforementioned valuation such as settlement of disputes with customers and timely realization of receivables, expansion and optimal utilization of existing capacity, rescheduling/refinancing of existing loans at lower rates amongst other key assumptions and the uncertainty and the final outcome of the litigations with the capital creditors as regards claims against GKEL.

   Further, as mentioned in note 5(9), GBHPL has stopped the construction of the 300 MW hydro based power plant on Alaknanda river, Uttarakhand, since 7 May 2014 on directions of Hon'ble Supreme Court of India ('the Supreme Court'). The carrying value of the investments in GBHPL is significantly dependent on obtaining requisite approvals from Supreme court, environmental clearances, availability of funding support for development and construction of the aforesaid power plant and achievement of the other key assumptions made in the valuation assessment done by an external expert.

   Accordingly, owing to the aforementioned uncertainties, we are unable to comment upon adjustments, if any, that may be required to the carrying value of the aforesaid loans and investments, and further provisions, if any, required to be made for the said obligations, and the consequential impact on the accompanying standalone financial statements.

   The opinion expressed by us on the consolidated financial statements for the year ended 31 March 2020 vide our report dated 30 July 2020 was also qualified with respect to the above matters.

4. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of

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

Emphasis of Matter

5. We draw attention to note 5(14) to the accompanying standalone financial statements in relation to the recoverability of sale consideration receivable as at 31 March 2021 amounting to ₹ 513.21 crore pursuant to the sale of equity stake and inter-corporate deposits given to Kakinada SEZ Limited ('KSEZ') which is dependent on the achievement of the milestones as detailed in the aforementioned note. Such achievement of milestones is significantly dependent on future development in the Kakinada SEZ and basis independent assessment by property consultancy agency, management is confident of achieving such milestones and is of the view that no adjustment to the aforesaid balance is required to be made in the accompanying standalone financial statements. Our opinion is not modified in respect of this matter.

Key Audit Matters

6. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

7. In addition to the matters described in the Basis for Qualified Opinion section, we have determined the matters described below to be the key audit matters to be communicated in our report.

Key audit matter	How our audit addressed the key audit matter
1. Assessment of going concern basis - *(refer note 2.1 to the accompanying standalone financial statements)*	
The Company has incurred loss before tax amounting to ₹ 1,280.16 crore for the year ended 31 March 2021 and its current liabilities exceeds its current assets by ₹ 1,923.21 crore as at 31 March 2021. While the above factors indicated a need to assess the Company's ability to continue as a going concern, as mentioned in aforesaid note, the Company has taken into consideration the following mitigating factors in its assessment for going concern basis of accounting. • Raising of funds from financial institutions and strategic investors • Receipts from sale of stake in certain non-core assets • Monetization of assets and refinancing of existing debts • Recovery of outstanding claims in highway and power sector investee companies Management has prepared future cash flow forecasts taking into cognizance the above developments and performed sensitivity analysis of the key assumptions used therein to assess whether the Company would be able operate as a going concern for a period of at least 12 months from the date of financial statements and concluded that the going concern basis of accounting used for preparation of the accompanying financial statements is appropriate with no material uncertainty. We have considered the assessment of management's evaluation of going concern basis of accounting as a key audit matter due to the pervasive impact thereof on the standalone financial statements and the significant judgements and assumptions that are inherently subjective and dependent on future events, involved in preparation of cash flow projections and determination of the overall conclusion by the management.	Our audit procedures included but were not limited to, the following in relation to assessment of appropriateness of going concern basis of accounting: • Obtained an understanding of the management's process for identifying all the events or conditions that could impact the Company's ability to continue as a going concern and the process followed to assess the mitigating factors for such events or conditions. Also, obtained an understanding around the methodology adopted and the associated controls implemented by the Company to assess their future business performance to prepare a robust cash flow forecast; • Reconciled the cash flow forecast to the future business plans of the Company as approved by the Board of Directors and considered the same for our assessment of the Company's capability to meet its financial obligation falling due within next twelve months; • In order to corroborate management's future business plans and to identify potential contradictory information, we read the minutes of the Board of Directors and discussed the same with the management; • Tested the appropriateness of key assumptions used by the management, including the impact of COVID-19 pandemic on such assumption, that had most material impact in preparation of the cash flow forecast such as expected realization from proceeds on account of divestment of stake in certain entities, realization from various claims in investee entities and evaluation of the expected outflow on account of debt repayments; • Performed independent sensitivity analysis to test the impact of variation on the cash flows due to change in key assumptions; • Reviewed the historical accuracy of the cash flow projections prepared by the management in prior periods; • Inspected the relevant documents for management's plan of raising funds from strategic investors and raising of additional funds from financial institutions; and • Assessed the appropriateness and adequacy of the disclosures made in the standalone financial statements in respect of going concern.

<table>
<tr><th>Key audit matter</th><th>How our audit addressed the key audit matter</th></tr>
<tr><td colspan="2">2. Revenue recognition and measurement of upfront losses on Long-term construction contracts (refer note 2.2 for the accounting policy and note 36 for disclosures of the accompanying standalone financial statements)</td></tr>
<tr><td>For the year ended 31 March 2021, the Company has recognized revenue from Engineering, procurement and construction (EPC) contracts of ₹1,055.20 crore and has accumulated provisions for upfront losses amounting to ₹ 28.60 crore as at 31 March 2021.

The Company's revenue primarily arises from construction contracts, which is recognised over a period of time in accordance with the requirements of Ind AS 115, Revenue from Contract with Customers, as further explained in note 2.2 to the accompanying standalone financial statements, and which, by its nature, is complex given the significant judgements involved in the assessment of current and future contractual performance obligations.

The Company recognises revenue and margins based on the stage of completion which is determined on the basis of the proportion of value of goods or services transferred as at the Balance Sheet date, relative to the value of goods or services promised under the contract.

The recognition of contract revenue, contract costs and the resultant profit/ loss therefore rely on the estimates in relation to forecast contract revenue and the total cost. These contract estimates are reviewed by the management on a periodic basis. In doing so, the management is required to exercise judgement in its assessment of the valuation of contract variations and claims and liquidated damages as well as the completeness and accuracy of forecast costs to complete and the ability to deliver contracts within contractually determined timelines. The final contract values can potentially be impacted on account of various factors and are expected to result in varied outcomes. Changes in these judgements, and the related estimates as contracts progress can result in material adjustments to revenue and margins/ onerous obligations.

Owing to these factors, we have determined revenue recognition and provision for upfront losses from EPC contracts as a key audit matter for the current year audit.</td><td>Our audit procedures for recognition of contract revenue, margin and contract costs, and related receivables and liabilities included, but were not limited to, the following:

• Evaluated the appropriateness of the Company's accounting policy for revenue recognition from construction contracts in accordance with Ind AS 115, 'Revenue from Contracts with Customers;

• Assessed the design and implementation of key controls, over the recognition of contract revenue and margins, and tested the operating effectiveness of these controls;

• For a sample of contracts, we have tested the appropriateness of amount recognized as revenue by evaluating key management judgements inherent in the determining forecasted contract revenue and costs to complete that drive the accounting under the percentage of completion method by performing following procedures:

- reviewed the contract terms and conditions;

- evaluated the identification of performance obligation of the contract;

- evaluated the appropriateness of management's assessment that performance obligation was satisfied over time and consequent recognition of revenue using percentage of completion method;

- obtained an understanding of the assumptions applied in determining the forecasted revenue and cost to complete;

- assessed management's estimates of the impact to revenue and budgeted costs arising from scope changes made to the original contracts, claims, disputes and liquidation damages with reference to supporting documents including variation orders and correspondence between the Company and the customers; and

• Assessed the appropriateness and adequacy of disclosures made by the management with respect to revenue recognised during the year in accordance with applicable accounting standards.</td></tr>
<tr><td colspan="2">3. Fair value measurement of investments in subsidiaries, associates and joint ventures (refer note 2.2 for the accounting policy and note 5 for disclosures of the accompanying standalone financial statements)</td></tr>
<tr><td>The Company has determined the fair value of its investments in unquoted equity and preference shares of its subsidiaries, joint ventures and associates as at the year end. Determining the fair value of such unquoted investments requires use of valuation techniques which has been performed by independent valuation experts, applying applicable valuation methodologies. The Company has total investment of ₹ 13,687.42 crore as at 31 March 2021 which constitutes 75.00 % of total assets of the Company.

The determination of carrying value of the Company's investments in subsidiaries, joint ventures and associates is dependent on management's estimates of future cash flows and their judgment with respect to final determination of tariff rates, operational performance of the plants and coal mines, life extension plans, availability and market prices of gas, coal</td><td>Our audit procedures to assess the reasonableness of fair valuation of investments included the following:

• Obtained a detailed understanding of the management's process and controls for determining the fair valuation of unquoted equity and preference instruments;

• Evaluated the design and tested the operating effectiveness of key controls implemented for fair valuation of the investments;

• Obtained the valuation reports of the management's valuation expert and assessed the expert's professional competence, objectivity and capabilities in performing the valuation of the investments;

• Assessed the appropriateness of the valuation methodology used for the fair valuation computation;</td></tr>
</table>

<table>
<tr><th>Key audit matter</th><th>How our audit addressed the key audit matter</th></tr>
<tr><td>
and other fuels, restructuring of loans, outcome of litigations, etc. in case of investments in entities in the energy business and estimation of passenger and vehicle traffic and rates and favourable outcomes of litigations etc. in case of investments in airport and expressway business.

Owing to the uncertainties involved in forecasting and discounting future cash flows, significant management's judgement and subjectivity involved in estimates and underlying key assumptions used in the valuation models and the significance of the Company's investments as at 31 March 2021 in context of standalone financial statements, we have determined this as a key audit matter for current year audit.

In addition to the above, considering the following matters to be fundamental to the understanding of the financial statements, we draw attention to:

a. Note 5(3)(d)(i) of the accompanying standalone financial statements, which describes the uncertainties due to the outbreak of COVID-19 pandemic and management's evaluation of its impact on the assumptions underlying the valuation of investments which are carried at fair value in the standalone financial statements of the Company as at 31 March 2021. Further, we also draw attention to note 5(3)(d)(ii) in relation to the carrying value of investments in the subsidiaries as specified in the note which are further dependent on the uncertainties relating to the future outcome of the ongoing matters.

b. Note 5(5) and 5(6) in relation to the investment made by the Company in GEL amounting to ₹ 1,272.32 crore as at 31 March 2021 which is in addition to the matters described in paragraph 3 above. The recoverability of such investment is further dependent upon various claims, counter claims and other receivables from customers of GMR Warora Energy Limited ('GWEL'), a subsidiary of GEL, which are pending settlement / realization as on 31 March 2021, and certain other key assumptions considered in the valuation performed by an external expert, including capacity utilization of plant in future years, management's plan for entering into a new long-term power purchase agreement ('PPA') to replace the PPA expired in June 2020 with one of its customers and the pending outcome of the debt resolution plan being discussed with the lenders of GWEL, as explained in the said note.

The above claims also include recovery of transmission charges from Maharashtra State Electricity Distribution Company Limited (`MSEDCL') by GWEL amounting to ₹ 611.58 crore for the period from 17 March 2014 to 31 March 2021, based on the Order of the Appellate Tribunal for Electricity (`APTEL') (`the Order') dated 8 May 2015 which is currently contested by MSEDCL in the Supreme Court as described in aforesaid note.

The management of the Company, based on its internal assessment, legal opinion, certain interim favourable regulatory orders and valuation assessment made by an external expert, is of the view that the carrying value of the aforesaid investment of the Company in GEL, taking into account the matters described above in relation to the investments made by GEL in its aforementioned subsidiaries, is appropriate and accordingly, no adjustments to the aforesaid balance have been made in the accompanying standalone financial statements for the year ended 31 March 2021.
</td><td>
• Carried out an assessment of forecasts of future cash flows prepared by the management across various sectors and business of the investee companies which involved, evaluating the key assumptions including the discount rate and comparing the estimates to externally available industry, economic and financial data and assessed the impact of COVID-19 outbreak on these assumptions with the support of our auditor's expert and assessed the appropriateness of the aforesaid key assumptions;

• Engaged in discussions with the management on the performance of the Company's investments as compared to previous year in order to evaluate whether the inputs and assumptions used in the cash flow forecasts were suitable;

• Discussed the significant ongoing litigations in the investee companies which had a material impact to ascertain the appropriateness of the outcome considered in the respective valuation models;

• Tested the arithmetical accuracy of the computations done in accordance with the valuation models; and

• Ensured the appropriateness and adequacy of the related disclosures in the standalone financial statements in accordance with the accounting standards.
</td></tr>
</table>

Information other than the Financial Statements and Auditor's Report thereon

8. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Report on Corporate Governance, Directors' Report etc., but does not include the standalone financial statements and our auditor's report thereon. These reports are expected to be made available to us after the date of this auditor's report.

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

   In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

   When we read these reports, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance.

   Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

9. The accompanying standalone financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

11. Those Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

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

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

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

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

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

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

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

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

16. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

17. As required by section 197(16) of the Act, based on our audit, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.

18. As required by the Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act, we give in the Annexure I a statement on the matters specified in paragraphs 3 and 4 of the Order.

19. Further to our comments in Annexure I, as required by section 143(3) of the Act, based on our audit, we report, to the extent applicable, that:

    a) we have sought and except for the matters described in the Basis for Qualified Opinion section, obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying standalone financial statements;

    b) except for the effects/possible effects of the matters described in the Basis for Qualified Opinion section, in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

    c) the standalone financial statements dealt with by this report are in agreement with the books of account;

    d) except for the effects/possible effects of the matters described in the Basis for Qualified Opinion section, in our opinion, the aforesaid standalone financial statements comply with Ind AS specified under section 133 of the Act;

    e) the matters described in Emphasis of Matter reported in S. No. 3(a) and 3(b) of the Key audit matters section in paragraph 7 above, and paragraph 3 of Basis for Qualified Opinion section, in our opinion, may have an adverse effect on the functioning of the Company;

    f) on the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2021 from being appointed as a director in terms of section 164(2) of the Act;

    g) the qualification relating to the maintenance of accounts and other matters connected therewith are as stated in the Basis for Qualified Opinion section;

    h) we have also audited the internal financial controls with reference to standalone financial statements of the Company as on 31 March 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date and our report dated 18 June 2021 as per Annexure II expressed modified opinion; and

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

        ii. except for the effects/possible effects of the matters described in paragraph 3 of the Basis for Qualified Opinion section, the standalone financial statements disclose the impact of pending litigations on the standalone financial position of the Company as at 31 March 2021, as detailed in note 37(II) to the accompanying standalone financial statements;

        iii. except for the effects/possible effects of the matters described in the Basis for Qualified Opinion section, the Company, as detailed in note 36(e) to the accompanying standalone financial statements, has made provision as at 31 March 2021, as required under the applicable law or Ind AS, for material foreseeable losses, if any, on long-term contracts including derivative contracts;

iv. there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31 March 2021; and

v. the disclosure requirements relating to holdings as well as dealings in specified bank notes were applicable for the period from 8 November 2016 to 30 December 2016, which are not relevant to these standalone financial statements. Hence, reporting under this clause is not applicable.

For **Walker Chandiok& Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Anamitra Das
Partner
Membership No.: 062191
UDIN: 21062191AAAAIP8074

Place: New Delhi
Date: 18 June 2021

Annexure I to the Independent Auditor's Report of even date to the members of GMR Infrastructure Limited, on the standalone financial statements for the year ended 31 March 2021

Based on the audit procedures performed for the purpose of reporting a true and fair view on the standalone financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

(b) The Company has a regular program of physical verification ofits property, plant and equipment under which property, plant and equipment are verified in a phased manner over a period of 3 years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this program, certain property, plant and equipment were verified during the year and no material discrepancies were noticed on such verification.

(c) The title deeds of all the immovable properties (which are included under the head 'Property, plant and equipment') are held in the name of the Company.

(ii) In our opinion, the management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies between physical inventory and book records were noticed on physical verification.

(iii) The Company has not granted any loan, secured or unsecured to companies, firms, Limited Liability Partnerships (LLPs) or other parties covered in the register maintained under Section 189 of the Act. Accordingly, the provisions of clauses 3(iii)(a), 3(iii)(b) and 3(iii)(c) of the Order are not applicable.

(iv) In our opinion, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of loans, investments, guarantees and security.

(v) In our opinion, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of cost records under sub-section (1) of Section 148 of the Act in respect of Company's products/services and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) (a) Undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess, goods and services tax and other material statutory dues, as applicable, have generally been regularly deposited to the appropriate authorities, though there has been a slight delay in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.

(b) The dues outstanding in respect of income-tax, sales-tax, service-tax, duty of customs, duty of excise and value added tax on account of any dispute, are as follows:

Statement of Disputed Dues

Name of Statute	Nature of Dues	Amount (₹ in Crore)	Amount paid under Protest (₹ in Crore)	Period to which the amount relates	Forum where dispute is Pending
Finance Act,1994	Service tax	9.00	-	July 2013 to March 2014	Central Excise and service Tax Appellate Tribunal
Tamil Nadu Value Added Tax Act, 2006	Value Added tax	0.31	-	April 2018 to March 2018	Assistant Commissioner (Circle), Poonmallee-Chennai, Tamil Nadu
Telangana Value Added Tax Act, 2005	Value Added tax	0.17	-	April 2013 to March 2014	Deputy Commissioner, Saroornagar -Hyderabad, Telengana
Income Tax Act, 1961	Income taxes	209.20	-	Assessment year 2008-09 to 2015-16	Income Tax Appellate Tribunal, Bengaluru
Income Tax Act, 1961	Income taxes	10.34	-	Assessment year 2017-18	Commissioner of Income tax (A), Bengaluru

(viii) The Company had dues to bonds holders as on 31 March 2021 amounting to ₹ 185.25 crore which were overdue for 90 days, for which the formal extension had been obtained subsequent to the year end. During the year, there were certain delays in dues payable to debenture holders/ bond holders amounting to ₹ 246.31 crore, ranging 7-11 days which were made good by the Company before 31 March 2021. Further with respect to dues to one debenture holder amounting to ₹ 58.73 crore due on 25 June 2020, the Company in reference with COVID-19 - Regulatory Package notified by RBI submitted an application for moratorium of dues. In absence of any further communication from the debenture holder on the matter, the dues were made good on 25 August 2020.

The Company has no defaults in repayment of loans or borrowings to any financial institution or a bank, as at balance sheet date, though during the year, there were certain delays noted in the case of ICICI Bank Limited, Yes Bank Limited, Industrial Finance Corporation of India Limited and Life Insurance Corporation of India amounting to ₹ 26.62 crore, ₹ 78.59 crore, ₹ 41.72 crore and ₹ 143.33 crore respectively, ranging from 1 to 29 days which were paid within the same or next month in which they were due. The Company does not have any loans or borrowings payable to the government.

(ix) The Company did not raise moneys by way of initial public offer or further public offer (including debt instruments) and did not have any term loans outstanding during the year. Accordingly, the provisions of clause 3(ix) of the Order are not applicable.

(x) No fraud by the Company or on the Company by its officers or employees has been noticed or reported during the period covered by our audit.

(xi) Managerial remuneration has been paid and provided by the Company in accordance with the requisite approvals mandated by the provisions of Section 197 of the Act read with Schedule V to the Act.

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

(xiii) In our opinion all transactions with the related parties are in compliance with Sections 177 and 188 of Act, where applicable, and the requisite details have been disclosed in the standalone financial statements etc., as required by the applicable Ind AS.

(xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures.

(xv) In our opinion, the Company has not entered into any non-cash transactions with the directors or persons connected with them covered under Section 192 of the Act.

(xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Anamitra Das
Partner
Membership No.: 062191
UDIN:21062191AAAAIP8074

Place: New Delhi
Date: June 18, 2021

Independent Auditor's Report on the internal financial controls with reference to standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the standalone financial statements of GMR Infrastructure Limited ('the Company') as at and for the year ended 31 March 2021, we have audited the internal financial controls with reference to financial statements of the Company as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

2. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ('the Guidance Note') issued by the Institute of Chartered Accountants of India (the 'ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company's business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to 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 ('ICAI') prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

6. A Company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

Qualified opinion

8. According to the information and explanations given to us and based on our audit, the following material weakness have been identified in the operating effectiveness of the Company's internal financial controls with reference to financial statements as at 31 March 2021:

   The Company's internal control system towards estimating the fair value of its investment in certain subsidiaries, joint ventures and associates as more fully explained in note 5(4) to the accompanying standalone financial statements were not operating effectively due to uncertainties in the judgments and assumptions made by the Company in such estimations, which could result in the Company not providing for adjustment, if any that may be required to the carrying values of investments and further provisions, if any, required to be made for the obligations on behalf of those entities and its consequential impact on the accompanying standalone financial statements

9. A ‘material weakness’ is a deficiency, or a combination of deficiencies, in internal financial controls with reference to financial statements, such that there is a reasonable possibility that a material misstatement of the Company's annual or interim financial statements will not be prevented or detected on a timely basis.

10. In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements as at 31 March 2021, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI, and except for the effects/possible effects of the material weaknesses described above on the achievement of the objectives of the control criteria, the Company’s internal financial controls with reference to financial statements were operating effectively as at 31 March 2021.

11. We have considered the material weaknesses identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the standalone financial statements of the Company as at and for the year ended 31 March 2021, and the material weakness have affected our opinion on the standalone financial statements of the Company and we have issued a modified opinion on the standalone financial statements.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm’s Registration No.: 001076N/N500013

Anamitra Das
Partner
Membership No.: 062191
UDIN: 21062191AAAAIP8074

Place: New Delhi
Date: June 18, 2021

Standalone Balance Sheet as at March 31, 2021

(₹ in crore)

	Notes	March 31, 2021	March 31, 2020
I ASSETS			
(1) Non-current assets			
Property, plant and equipment	3	123.63	132.71
Intangible assets	4	1.53	1.94
Financial assets			
Investments	5	13,794.82	15,018.66
Trade receivables	6	146.91	109.57
Loans	7	1,328.83	1,256.28
Other financial assets	8	574.03	81.24
Non-current tax assets (net)	10	62.82	64.42
Other non-current assets	9	7.28	8.73
		16,039.85	**16,673.55**
(2) Current assets			
Inventories	11	78.68	98.48
Financial assets			
Investments	5	0.20	98.00
Trade receivables	6	333.21	538.87
Cash and cash equivalents	12(a)	57.24	23.26
Bank balances other than cash and cash equivalents	12(b)	27.78	2.01
Loans	7	631.40	1,137.96
Other financial assets	8	934.43	863.83
Other current assets	9	148.04	96.68
		2,210.98	**2,859.09**
(3) Assets classified as held for sale	13	**-**	**4,748.88**
Total assets (1 + 2 + 3)		**18,250.83**	**24,281.52**
II EQUITY AND LIABILITIES			
(1) Equity			
Equity share capital	14	603.59	603.59
Other equity	15	9,142.63	11,464.15
Total equity		**9,746.22**	**12,067.74**
Liabilities			
(2) Non-current liabilities			
Financial liabilities			
Borrowings	16	3,720.53	6,341.45
Other financial liabilities	17	106.12	128.72
Provisions	18	3.89	0.89
Deferred tax liabilities (net)	19	539.88	882.84
		4,370.42	**7,353.90**
(3) Current liabilities			
Financial liabilities			
Borrowings	16	766.91	818.64
Trade payables	21		
(a) Total outstanding dues of micro enterprises and small enterprises		44.23	32.64
(b) Total outstanding dues of creditors other than (a) above		518.57	519.42
Other financial liabilities	17	2,689.78	3,322.14
Other current liabilities	20	113.68	162.21
Provisions	18	1.02	4.83
		4,134.19	**4,859.88**
Total equity and liabilities (1+2+3)		**18,250.83**	**24,281.52**
Summary of significant accounting policies	2.2		

The accompanying notes are an integral part of the standalone financial statements.

This is the standalone balance sheet referred to in our report of even date

For **Walker Chandiok & Co LLP**
ICAI firm registration number: 001076N/ N500013
Chartered Accountants

Anamitra Das
Partner
Membership number: 062191

Place: New Delhi
Date: June 18, 2021

For and on behalf of the Board of Directors of GMR Infrastructure Limited

G. M. Rao
Chairman
DIN: 00574243

Grandhi Kiran Kumar
Managing Director & Chief Executive Officer
DIN: 00061669

Saurabh Chawla
Chief Financial Officer

Venkat Ramana Tangirala
Company Secretary
Membership Number: A13979

Date: June 18, 2021
Place: Counter Signed at Dubai and New Delhi

Standalone statement of Profit and Loss for the year ended March 31, 2021

(₹ in crore)

		Notes	March 31, 2021	March 31, 2020
I	**Income**			
	Revenue from operations	22	1,055.20	803.46
	Other operating income	23	393.40	351.64
	Other income	24	19.48	7.90
	Total income		**1,468.08**	**1,163.00**
II	**Expenses**			
	Cost of material consumed	25	662.56	360.39
	Sub-contracting expense		194.66	176.03
	Employee benefit expense	26	28.76	40.71
	Finance costs	27	890.71	892.93
	Depreciation and amortisation expense	28	21.50	23.52
	Other expenses	29	157.06	133.09
	Total expenses		**1,955.25**	**1,626.67**
III	**Loss before exceptional items and tax (I +/- II)**		**(487.17)**	**(463.67)**
IV	Exceptional items	30	796.85	990.47
V	**Loss before tax (III +/- IV)**		**(1,284.02)**	**(1,454.14)**
VI	**Tax expense:**	32		
	(1) Current tax		-	-
	(2) Taxes in relation to earlier periods		-	(1.32)
	(3) Deferred tax		(3.86)	26.30
	Total tax expenses		**(3.86)**	**24.98**
VII	**Loss for the year (V +/- VI)**		**(1,280.16)**	**(1,479.12)**
VIII	**Other comprehensive (loss)/ income**			
(A)	(i) Items that will not be reclassified to profit or loss			
	- Re-measurement gains on defined benefit plans		0.55	0.04
	- Net gain/(loss) on fair valuation through other comprehensive income ('FVTOCI') of equity securities		(1,455.57)	2,460.76
	(ii) Income tax effect		339.09	(464.55)
(B)	(i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax effect		-	-
	Total other comprehensive (loss)/ income for the year		**(1,115.93)**	**1,996.25**
IX	**Total comprehensive income for the year (VII +/- VIII)**		**(2,396.09)**	**517.13**
X	Earnings per equity share (nominal value of share ₹ 1 each):			
	Basic and diluted	31	(2.12)	(2.45)

Summary of significant accounting policies 2.2

The accompanying notes are an integral part of the standalone financial statements.

This is the standalone statement of profit and loss referred to in our report of even date

For **Walker Chandiok & Co LLP**
ICAI firm registration number: 001076N/ N500013
Chartered Accountants

For and on behalf of the Board of Directors of GMR Infrastructure Limited

Anamitra Das
Partner
Membership number: 062191

G. M. Rao
Chairman
DIN: 00574243

Grandhi Kiran Kumar
Managing Director & Chief Executive Officer
DIN: 00061669

Saurabh Chawla
Chief Financial Officer

Venkat Ramana Tangirala
Company Secretary
Membership Number: A13979

Place: New Delhi
Date: June 18, 2021

Date: June 18, 2021
Place: Counter Signed at Dubai and New Delhi

Standalone statement of changes in equity for the year ended March 31, 2021

a. **Equity share capital:**
Equity shares of Re. 1 each issued, subscribed and fully paid

	Number of shares	₹ in crore
At April 1, 2019	**6,035,945,275**	**603.59**
Add: Issued during the year	-	-
At March 31, 2020	**6,035,945,275**	**603.59**
	Number of shares	**₹ in crore**
At April 1, 2020	**6,035,945,275**	**603.59**
Add: Issued during the year	-	-
At March 31, 2021	**6,035,945,275**	**603.59**

b. **Other equity**

(₹ in crore)

Particulars	Equity component of Optionally Convertible Debentures ('OCD') (refer note 15)	Treasury shares (refer note 15)	Fair valuation through other comprehensive income ('FVTOCI') (refer note 15)	Reserves and surplus						Total other equity
				General reserve (refer note 15)	Securities premium (refer note 15)	Debenture redemption reserve (refer note 15)	Capital reserve (refer note 15)	Retained earnings (refer note 15)	Foreign currency monetary translation difference account ('FCMTR') (refer note 15)	
For the year ended March 31, 2021										
As at April 1, 2020	**45.92**	**-**	**2,228.38**	**174.56**	**10,010.98**	**59.49**	**141.75**	**(948.54)**	**(248.39)**	**11,464.15**
Loss for the year	-	-	-	-	-	-	-	(1,280.16)	-	(1,280.16)
Other comprehensive income (refer note 15)	-	-	(1,116.48)	-	-	-	-	0.55	-	(1,115.93)
Total comprehensive income	**-**	**-**	**(1,116.48)**	**-**	**-**	**-**	**-**	**(1,279.61)**	**-**	**(2,396.09)**
Exchange difference on foreign currency convertible bond ('FCCB') recognised during the year	-	-	-	-	-	-	-	-	76.65	76.65
FCMTR amortisation during the year	-	-	-	-	-	-	-	-	(2.08)	(2.08)
Transfer on account of redemption of OCDs	(45.92)	-	-	-	-	-	-	45.92	-	-
Transfer from Debenture Redemption Reserve	-	-	-	-	-	(59.49)	-	59.49	-	-
Transfer from Fair valuation through other comprehensive income ('FVTOCI') reserve	-	-	(4,254.97)	-	-	-	-	4,254.97	-	-
As at March 31, 2021	**-**	**-**	**(3,143.07)**	**174.56**	**10,010.98**	**-**	**141.75**	**2,132.23**	**(173.82)**	**9,142.63**
For the year ended March 31, 2020										
As at April 1, 2019	**45.92**	**(101.54)**	**677.84**	**174.56**	**10,010.98**	**94.86**	**141.75**	**121.50**	**(68.31)**	**11,097.56**
Loss for the year	-	-	-	-	-	-	-	(1,479.12)	-	(1,479.12)
Other comprehensive income (refer note 15)	-	-	1,996.21	-	-	-	-	0.04	-	1,996.25
Total comprehensive income	**-**	**-**	**1,996.21**	**-**	**-**	**-**	**-**	**(1,479.08)**	**-**	**517.13**
Exchange difference on foreign currency convertible bond ('FCCB') recognised during the year	-	-	-	-	-	-	-	-	(195.39)	(195.39)
FCMTR amortisation during the year	-	-	-	-	-	-	-	-	15.31	15.31
Purchase of treasury shares/ loss on sale of treasury shares	-	101.54	-	-	-	-	-	(72.00)	-	29.54
Transfer from Debenture Redemption Reserve	-	-	-	-	-	(35.37)	-	35.37	-	-
Transfer from Fair valuation through other comprehensive income ('FVTOCI')	-	-	(445.67)	-	-	-	-	445.67	-	-
As at March 31, 2020	**45.92**	**-**	**2,228.38**	**174.56**	**10,010.98**	**59.49**	**141.75**	**(948.54)**	**(248.39)**	**11,464.15**

Summary of significant accounting policies 2.2

The accompanying notes are an integral part of the standalone financial statements.

This is the standalone statement of changes in equity referred to in our report of even date

For **Walker Chandiok & Co LLP**
ICAI firm registration number: 001076N/ N500013
Chartered Accountants

Anamitra Das
Partner
Membership number: 062191

Place: New Delhi
Date: June 18, 2021

For and on behalf of the Board of Directors of GMR Infrastructure Limited

G. M. Rao
Chairman
DIN: 00574243

Grandhi Kiran Kumar
Managing Director & Chief Executive Officer
DIN: 00061669

Saurabh Chawla
Chief Financial Officer

Venkat Ramana Tangirala
Company Secretary
Membership Number: A13979

Date: June 18, 2021
Place: Counter Signed at Dubai and New Delhi

Standalone statement of cash flows for the year ended March 31, 2021

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
CASH FLOW FROM OPERATING ACTIVITIES		
Loss before tax	**(1,284.02)**	**(1,454.14)**
Adjustments for:		
Depreciation and amortisation expenses	21.50	23.52
Exceptional items	796.85	990.47
Bad debts written off/ provision for doubtful debts	1.43	4.02
Net foreign exchange differences (unrealised)	14.66	33.94
Gain on disposal of assets (net)	(0.36)	(1.67)
Provision/ liabilities no longer required, written back	(13.38)	(0.71)
Reversal for upfront loss on long term construction cost	(24.28)	(95.05)
Profit on sale of current investments	(3.13)	(0.92)
Dividend income on current investments (gross) ₹ Nil (March 31, 2020: ₹ 4,360)	-	(0.00)
Finance income (including finance income on finance asset measured at amortised cost)	(390.25)	(349.53)
Finance costs	890.71	892.93
Operating profit before working capital changes	**9.73**	**42.86**
Working capital adjustments:		
Change in inventories	19.80	(53.40)
Change in trade receivables	166.88	(169.08)
Change in other financial assets	(81.68)	45.15
Change in other assets	(51.77)	(44.35)
Change in trade payables	48.32	151.83
Change in other financial liabilities	(18.71)	(11.84)
Change in provisions	(0.81)	(0.23)
Change in other liabilities	(48.53)	(95.71)
Cash generated from / (used in) operations	**43.23**	**(134.77)**
Income taxes refund/ (paid) (net)	1.60	(19.67)
Net cash from / (used) in operating activities	**44.83**	**(154.44)**
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(10.35)	(0.96)
Proceeds from sale of property, plant and equipment	0.55	3.95
Purchase of non-current investments (including advances paid)	(376.15)	(0.10)
Proceeds from sale and redemption of non-current investments	4,345.69	1,206.85
Proceeds from / (Purchase) of current investments (net)	100.93	(97.07)
(Investment in)/ Proceeds from bank deposit (having original maturity of more than three months) (net)	(7.23)	17.63
Loans given to group companies	(3,926.79)	(2,951.11)
Loans repaid by group companies	2,129.63	1,679.24
Interest received	365.82	184.83
Dividend received [(₹ Nil (March 31, 2020: ₹ 4,360)]	-	0.00
Net cash from investing activities	**2,622.10**	**43.26**

Standalone statement of cash flows for the year ended March 31, 2021

(₹ in crore)

	March 31, 2021	March 31, 2020
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from long term borrowings	425.12	2,493.60
Repayment of long term borrowings	(2,445.00)	(1,622.51)
Proceeds from / (Repayment) of short term borrowings (net)	19.27	(118.68)
Finance costs paid	(632.34)	(629.75)
Net cash (used in) /from financing activities	**(2,632.95)**	**122.66**
Net increase in cash and cash equivalents	33.98	11.48
Cash and cash equivalents at the beginning of the year	23.26	11.78
Cash and cash equivalents at the end of the year	**57.24**	**23.26**

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Component of Cash and Cash equivalents		
Balances with banks:		
- On current accounts	36.28	22.33
Deposits with original maturity of less than three months	20.94	0.90
Cash on hand	0.02	0.03
	57.24	**23.26**

Reconciliation of liabilities arising from financing activities pursuant to Ind AS - 7 'Statement of Cash Flows' (₹ in crore)

Particulars	Liabilities arising from financing activities	
	Long term borrowings* (refer note 16)	Short term borrowings# (refer note 16)
As at April 01, 2020	**7,362.62**	**-**
Cash flow changes:		
Proceeds from borrowings	425.12	19.27
Repayment of borrowings	(2,445.00)	-
Non-cash changes:		
Moratorium interest coverted into loan	110.99	-
Others non-cash adjustment**	(1,061.40)	(71.00)
Foreign exchange fluctuations	(76.65)	-
Amortisation of transaction costs	35.44	-
As at March 31, 2021	**4,351.12**	**(51.73)**
As at April 01, 2019	**6,242.69**	**943.55**
Cash flow changes:		
Proceeds from borrowings	2,493.60	-
Repayment of borrowings	(1,622.51)	(124.91)
Non-cash changes:		
Foreign exchange fluctuations	191.49	-
Amortisation of transaction costs	57.35	-
As at March 31, 2020	**7,362.62**	**818.64**

* includes current maturities of long term borrowings

Standalone statement of cash flows for the year ended March 31, 2021

movement of short term borrowings presented on net basis.

** includes movement on account of adjustment against consideration for sale of equity shares of GMR Airport Limited amounting to ₹ 619.00 crore [as described in note 5(11)(i)(d)], adjustment of borrowings from GMR Power Corporation Limited against loan receivables from GMR Generation Assets Limited (GGAL) amounting to ₹ 348.29 crore which have merged with [refer note 5(11)(i)(b)] and ₹ 165.11 crore adjusted against loan receivables from Kakinada SEZ Limited pursuant to the transaction as described in note 5(14).

Summary of significant accounting policies	2.2

The accompanying notes are an integral part of the standalone financial statements.

This is the standalone statement of cash flow referred to in our report of even date

For **Walker Chandiok & Co LLP**
ICAI firm registration number: 001076N/ N500013
Chartered Accountants

Anamitra Das
Partner
Membership number: 062191

Place: New Delhi
Date: June 18, 2021

For and on behalf of the Board of Directors of GMR Infrastructure Limited

G. M. Rao
Chairman
DIN: 00574243

Grandhi Kiran Kumar
Managing Director & Chief Executive Officer
DIN: 00061669

Saurabh Chawla
Chief Financial Officer

Venkat Ramana Tangirala
Company Secretary
Membership Number: A13979

Date: June 18, 2021
Place: Counter Signed at Dubai and New Delhi

Notes to the standalone financial statements for the year ended March 31, 2021

1. CORPORATE INFORMATION

GMR Infrastructure Limited ('GIL' or 'the Company') is a public limited Company domiciled in India. The registered office of the Company is located at Naman Centre, Bandra Kurla Complex, Mumbai, India. Its equity shares are listed on National Stock Exchange and Bombay Stock Exchange in India. The Company carries its business in the following business segments:

a. Engineering Procurement Construction (EPC)

The Company is engaged in handling EPC solutions in the infrastructure sector.

b. Others

The Company's business also comprises of investment activity and corporate support to various infrastructure Special Purpose Vehicles (SPV).

Information on other related party relationships of the Company is provided in Note 34.

Other explanatory information to the standalone financial statement comprises of notes to the financial statements for the year ended March 31, 2021.

The standalone financial statements were approved by the Board of Directors and authorised for issue in accordance with a resolution of the directors on June 18, 2021.

2. SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies applied by the Company in the preparation of its financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these financial statements, unless otherwise indicated below:

Impact of implementation of new standards/amendments:

Effective April 01, 2019, the Company has adopted Ind AS 116 "Leases" and applied the standard to lease arrangements existing on the date of initial application using the modified retrospective approach with right-of-use asset recognized at an amount equal to the lease liability adjusted for any prepayments/accruals recognized in the balance sheet immediately before the date of initial application. Accordingly, comparatives for the year ended March 31, 2019 have not been retrospectively adjusted.

2.1. BASIS OF PREPARATION

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

The standalone financial statements have been prepared on a historical cost basis except for certain financial assets and liabilities (refer accounting policy regarding financial instruments) which have been measured at fair value.

The functional and presentation currency of the Company is Indian Rupee ("₹") which is the currency of the primary economic environment in which the Company operates and all values are rounded to nearest crore except when otherwise indicated.

The Standalone financial statements for the year ended 31 March 2021 reflected an excess of current liabilities over current assets of ₹ 1,923.21 crores and losses from continuing operations after tax amounting to ₹ 1,280.16 crore. Management is taking various initiatives including monetization of assets, sale of stake in certain non-core assets including receipt of balance consideration as detailed in note 5(14), recovery of outstanding claims in highway and power sector investee entities, raising finances from financial institutions and strategic investors, refinancing of existing debt and other strategic initiatives. Such initiatives will enable the Company meet its financial obligations, improve net current assets and its cash flow in an orderly manner. Accordingly, the financial statements continue to be prepared on a going concern basis.

2.2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a. Current versus non-current classification

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

i. Expected to be realised or intended to be sold or consumed in normal operating cycle,

ii. Held primarily for the purpose of trading,

iii. Expected to be realised within twelve months after the reporting period, or

iv. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

Notes to the standalone financial statements for the year ended March 31, 2021

A liability is current when:

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

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Advance tax paid is classified as non-current assets.

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

b. Fair value measurement of financial instruments

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date using valuation techniques.

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

a) In the principal market for the asset or liability, or

b) In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

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

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

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

All assets and liabilities for which fair value is measured or disclosed in the standalone financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

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

c. Revenue from contracts with customer

The Company recognises revenue from contracts with customers when it satisfies a performance obligation by transferring promised good or service to a customer. The revenue is recognised to the extent of transaction price allocated to the performance obligation satisfied. Performance obligation is satisfied over time when the transfer of control of asset (good or service) to a customer is done over time and in other cases, performance obligation is satisfied at a point in time. For performance obligation satisfied over time, the revenue recognition is done by measuring the progress towards complete satisfaction of performance obligation. The progress is measured in terms of a proportion of actual cost incurred to-date, to the total estimated cost attributable to the performance obligation.

Transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring good or service to

Notes to the standalone financial statements for the year ended March 31, 2021

a customer excluding amounts collected on behalf of a third party. Variable consideration is estimated using the expected value method or most likely amount as appropriate in a given circumstance. Payment terms agreed with a customer are as per business practice and there is no financing component involved in the transaction price.

Costs to obtain a contract which are incurred regardless of whether the contract was obtained are charged-off in Profit & loss immediately in the period in which such costs are incurred. Incremental costs of obtaining a contract, if any, and costs incurred to fulfil a contract are amortised over the period of execution of the contract in proportion to the progress measured in terms of a proportion of actual cost incurred to-date, to the total estimated cost attributable to the performance obligation.

Significant judgments are used in:

1. Determining the revenue to be recognised in case of performance obligation satisfied over a period of time; revenue recognition is done by measuring the progress towards complete satisfaction of performance obligation. The progress is measured in terms of a proportion of actual cost incurred to-date, to the total estimated cost attributable to the performance obligation.

2. Determining the expected losses, which are recognised in the period in which such losses become probable based on the expected total contract cost as at the reporting date.

Revenue from operations

Revenue from operation is exclusive of goods and service tax (GST). Revenue includes adjustments made towards liquidated damages and variation wherever applicable. Escalation and other claims, which are not ascertainable/acknowledged by customers are not taken into account.

Revenue from construction/project related activity is recognised as follows:

1. **Cost plus contracts:** Revenue from cost plus contracts is recognized over time and is determined with reference to the extent performance obligations have been satisfied. The amount of transaction price allocated to the performance obligations satisfied represents the recoverable costs incurred during the period plus the margin as agreed with the customer.

2. **Fixed price contracts:** Contract revenue is recognised over time to the extent of performance obligation satisfied and control is transferred to the customer. Contract revenue is recognised at allocable transaction price which represents the cost of work performed on the contract plus proportionate margin, using the percentage of completion method. Percentage of completion is the proportion of cost of work performed to-date, to the total estimated contract costs.

Impairment loss (termed as provision for foreseeable losses in the financial statements) is recognized in profit or loss to the extent the carrying amount of the contract asset exceeds the remaining amount of consideration that the Company expects to receive towards remaining performance obligations (after deducting the costs that relate directly to fulfil such remaining performance obligations). In addition, the Company recognises impairment loss (termed as provision for expected credit loss on contract assets in the financial statements) on account of credit risk in respect of a contract asset using expected credit loss model on similar basis as applicable to trade receivables.

CONTRACT BALANCES

Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional. Contract assets are transferred to receivables when the rights become unconditional and contract liabilities are recognized as and when the performance obligation is satisfied.

Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section (n) Financial instruments – initial recognition and subsequent measurement.

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

Income from management/ technical services

Income from management/ technical services is recognised as per the terms of the agreement on the basis of services rendered.

Interest income

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable except the interest income received from customers for delayed payments which are accounted on the basis of reasonable certainty / realisation.

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

Dividends

Dividend income is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

d. Taxes on income

Current income tax

Tax expense for the year comprises current and deferred tax. The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the statement of profit and loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The Company's liability for current tax is calculated using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

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

Deferred tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying values of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of the taxable profit and is accounted for using the balance sheet liability model. Deferred tax liabilities are generally recognised for all the taxable temporary differences. In contrast, deferred tax assets are only recognised to the extent that is probable that future taxable profits will be available against which the temporary differences can be utilised.

Deferred tax assets are recognized for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Deferred tax assets include Minimum Alternative Tax ('MAT') paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT is recognized as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realized.

In the year in which the Company recognises MAT credit as an asset, it is created by way of credit to the statement of profit and loss shown as part of deferred tax asset. The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent that it is no longer probable that it will pay normal tax during the specified period.

Notes to the standalone financial statements for the year ended March 31, 2021

e. Non-current assets held for sale/ disposal

The Company classifies non-current assets as held for sale/ disposal if their carrying amounts will be recovered principally through a sale rather than through continuing use. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale expected within one year from the date of classification.

The criteria for held for sale classification is regarded met only when the assets or disposal group is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets , its sale is highly probable; and it will genuinely be sold, not abandoned. The Company treats sale of the asset to be highly probable when:

a) The appropriate level of management is committed to a plan to sell the asset,
b) An active programme to locate a buyer and complete the plan has been initiated,
c) The asset (or disposal group) is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
d) The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
e) Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Non-current assets held for sale are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the standalone balance sheet.

f. Property, plant and equipment

Freehold land is carried at historical cost and is not depreciated. All other items of property, plant and equipment are stated at historical cost less accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate assets are derecognised when replaced. All other repairs and maintenance are charged to profit and loss during the reporting period in which they are incurred.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset having useful life that is materially different from that of the remaining asset. These components are depreciated over their useful lives; the remaining asset is depreciated over the life of the principal asset.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as follows:

Category of asset*	Estimated useful life
Plant and equipment	4 - 15 years*
Office equipment's	5 years
Furniture and fixtures	10 years
Vehicles	8 - 10 years
Computers	3 years

Leasehold improvements are depreciated over the period of lease or estimated useful life, whichever is lower, on straight line basis.

*The Company, based on technical assessment made by the technical expert and management estimate, depreciates certain items of plant and equipment over estimated useful lives which are different from the useful life prescribed in Schedule II to the Companies Act, 2013.

Further, the management has estimated the useful lives of asset individually costing Rs 5,000 or less to be less than one year, whichever is lower than those indicated in Schedule II. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

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

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

Notes to the standalone financial statements for the year ended March 31, 2021

g. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period with the effect of any change in the estimate being accounted for on a prospective basis. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

A summary of the policies applied to the Company's intangible assets is, as follows:

Intangible assets	Useful lives	Amortisation method used	Internally generated or acquired
Computer software	Definite (6 years)	Straight-line basis	Acquired

h. Borrowing cost

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds including interest expense calculated using the effective interest method. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset until such time as the assets are substantially ready for the intended use or sale. All other borrowing costs are expensed in the period in which they occur.

i. Leases

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

A lease is classified at the inception date as a finance lease or an operating lease.

The Company as a lessee

Till previous year, assets acquired on leases where a significant portion of risk and rewards of ownership are retained by the lessor are classified as operating leases. Lease rental are charged to statement of profit and loss on straight-line basis except where scheduled increase in rent compensate the lessor for expected inflationary costs.

For any new contracts entered into on or after April 1, 2019, the Company considers whether a contract is, or contains a lease. A lease is defined as 'a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration'.

The Company enters into leasing arrangements for various assets. The assessment of the lease is based on several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to extend/purchase etc.

At lease commencement date, the Company recognises a right-of-use asset and a lease liability on the balance sheet. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Company, an estimate of any costs to dismantle and remove the asset at the end of the lease (if any), and any lease payments made in advance of the lease commencement date (net of any incentives received).

The Company depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Company also assesses the right-of-use asset for impairment when such indicators exist. At lease commencement date, the Company measures the lease liability at the present value of the lease payments unpaid at

Notes to the standalone financial statements for the year ended March 31, 2021

that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Company's incremental borrowing rate. Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed payments) and variable payments based on an index or rate. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is re-measured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments. When the lease liability is re-measured, the corresponding adjustment is reflected in the right-of-use asset. The Company has elected to account for short-term leases using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in statement of profit and loss on a straight-line basis over the lease term.

The Company as a lessor

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income.

j. Inventories

Raw materials, components, stores and spares are valued at lower of cost and net realisable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost of raw materials, components and stores and spares is determined on a weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

Costs incurred that relate to future activities on the contract are recognised as "Contract work in progress".

Contract work in progress comprising construction costs and other directly attributable overheads is valued at lower of cost and net realisable value.

k. Impairment of non-financial assets

As at the end of each accounting year, the Company reviews the carrying amounts of its PPE, investment property, intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If such indication exists, the said assets are tested for impairment so as to determine the impairment loss, if any. Goodwill and the intangible assets with indefinite life are tested for impairment each year.

Impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount. Recoverable amount is determined:

(i) in the case of an individual asset, at the higher of the fair value less costs of disposal and the value in use; and

(ii) in the case of a cash generating unit (a group of assets that generates identified, independent cash flows), at the higher of the cash generating unit's net fair value less costs of disposal and the value in use.

(The amount of value in use is determined as the present value of estimated future cash flows from the continuing use of an asset and from its disposal at the end of its useful life. For this purpose, the discount rate (pre-tax) is determined based on the weighted average cost of capital of the company suitably adjusted for risks specified to the estimated cash flows of the asset).

For this purpose, a cash generating unit is ascertained as the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets.

If recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, such deficit is recognised immediately in the statement of profit and loss as impairment loss and the carrying amount of the asset (or cash generating unit) is reduced to its recoverable amount.

When an impairment loss subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss is recognised for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the statement of profit and loss.

Notes to the standalone financial statements for the year ended March 31, 2021

l. Provisions and contingent liabilities

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

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

A provision for onerous contracts is recognised when the expected benefits to be derived by the Company from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Company recognises any impairment loss on the assets associated with that contract.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the standalone financial statements.

Provisions and contingent liability are reviewed at each balance sheet.

m. Retirement and other employee benefits

Retirement benefit in the form of provident fund, pension fund and superannuation fund are defined contribution schemes. The Company has no obligation, other than the contribution payable. The Company recognizes contribution payable to provident fund, pension fund and superannuation fund as expenditure, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet reporting date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

Accumulated leave, which is expected to be utilized within the next twelve months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end.

The Company presents the leave as a current liability in the standalone balance sheet, to the extent it does not have an unconditional right to defer its settlement for twelve months after the reporting date.

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method using actuarial valuation to be carried out at each balance sheet date.

In case of funded plans, the fair value of the plan assets is reduced from the gross obligation under the defined benefit plans to recognise the obligation on a net basis.

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

Past service costs are recognised in profit or loss on the earlier of:

a. The date of the plan amendment or curtailment, and
b. The date that the Company recognises related restructuring costs

Notes to the standalone financial statements for the year ended March 31, 2021

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

a. Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and

b. Net interest expense or income.

n. Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contract embodying the related financial instruments. All financial assets, financial liabilities and financial guarantee contracts are initially measured at transaction cost and where such values are different from the fair value, at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability. Transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit and loss are immediately recognised in the statement of profit and loss. In case of interest free or concession loans/debentures/preference shares given to subsidiaries, associates and joint ventures, the excess of the actual amount of the loan over initial measure at fair value is accounted as an equity investment. On de-recognition of such financial instruments in its entirety, the difference between the carrying amount measured at the date of de-recognition and the consideration received is adjusted with equity component of the investments.

Pursuant to change in accounting policy as detailed above, the Company has made an irrevocable election to measure investments in equity instruments issued by subsidiaries, associates and joint ventures at Fair Value Through Other Comprehensive Income (FVTOCI). Amounts recognised in OCI are not subsequently reclassified to the statement of profit and loss. Refer note 5 and 37

Investment in preference shares/ debentures of the subsidiaries are treated as equity instruments if the same are convertible into equity shares or are redeemable out of the proceeds of equity instruments issued for the purpose of redemption of such investments. Investment in preference shares/ debentures not meeting the aforesaid conditions are classified as debt instruments at amortised cost.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter period.

(a) Financial assets

- **Measurement and Valuation**

1. Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

2. Financial assets measured at fair value

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows or to sell these financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial asset not measured at amortised cost or at fair value through other comprehensive income is carried at fair value through the statement of profit and loss.

For financial assets maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

- **Impairment of financial assets**

Loss allowance for expected credit losses is recognised for financial assets measured at amortised cost and fair value through the statement of profit and loss.

The Company recognises impairment loss on trade receivables using expected credit loss model, which involves use of provision matrix constructed on the basis of historical credit loss experience as permitted under Ind AS 109 - Impairment loss on investments.

For financial assets whose credit risk has not significantly increased since initial recognition, loss allowance equal to twelve months expected credit losses is recognised. Loss allowance equal to the lifetime expected credit losses is recognised if the credit risk on the financial instruments has significantly increased since initial recognition.

- **De-recognition of financial assets**

The Company de-recognises a financial asset only when the contractual rights to the cash flows from the financial asset expire, or it transfers the financial asset and the transfer qualifies for de-recognition under Ind AS 109.

If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the assets and an associated liability for amounts it may have to pay.

If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On de-recognition of a financial asset in its entirety, the difference between the carrying amounts measured at the date of de-recognition and the consideration received is recognised in standalone statement of profit or loss.

For trade and other receivables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

(b) Financial liabilities and equity instruments

- **Classification as debt or equity**

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

- **Measurement and Valuation**

1. Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

2. Financial Liabilities

Financial liabilities are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, using the effective interest rate method where the time value of money is significant. Interest bearing bank loans, overdrafts and issued debt are initially measured at fair value and are subsequently measured at amortised cost using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in the statement of profit and loss.

For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

- **Financial guarantee contracts**

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

- **Put Option Liability**

The potential cash payments related to put options issued by the Company over the equity of subsidiary companies to non-controlling interests are accounted for as financial liabilities when such options may only be settled other than by exchange of a fixed amount of cash or another financial asset for a fixed number of shares in the subsidiary. The financial liability for such put option is accounted for under Ind AS 109.

Notes to the standalone financial statements for the year ended March 31, 2021

The amount that may become payable under the option on exercise is initially recognised at fair value under other financial liabilities with a corresponding debit to investments.

If the put option is exercised, the entity derecognises the financial liability by discharging the put obligation. In the event that the option expires unexercised, the liability is derecognised with a corresponding adjustment to investment.

- **De-recognition**

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

(c) Off-setting of financial instruments

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

o. Derivative financial instruments

The Company uses derivative financial instruments, such as forward currency contracts to hedge its foreign currency risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

p. Convertible preference shares/debentures

Convertible preference shares/debentures are separated into liability and equity components based on the terms of the contract.

On issuance of the convertible preference shares/debentures, the fair value of the liability component is determined using a market rate for an equivalent non-convertible instrument. This amount is classified as a financial liability measured at amortised cost (net of transaction costs) until it is extinguished on conversion or redemption.

The remainder of the proceeds is allocated to the conversion option that is recognised and included in equity since conversion option meets Ind AS 32 criteria for conversion right. Transaction costs are deducted from equity, net of associated income tax. The carrying amount of the conversion option is not re-measured in subsequent years.

Transaction costs are apportioned between the liability and equity components of the convertible preference shares/debentures based on the allocation of proceeds to the liability and equity components when the instruments are initially recognised.

q. Cash and cash equivalents

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

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

r. Foreign currencies

In preparing the financial statements, transactions in the currencies other than the Company's functional currency are recorded at the rates of exchange prevailing on the date of transaction. At the end of each reporting period, monetary items denominated in the foreign currencies are re-translated at the rates prevailing at the end of the reporting period. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on translation of long term foreign currency monetary items recognised in the financial statements before the beginning of the first Ind AS financial reporting period in respect of which the Company has elected to recognise such exchange differences in equity or as part of cost of assets as allowed under Ind AS 101-"First time adoption of Indian Accounting Standard" are recognised directly in equity or added/ deducted to/ from the cost of assets as the case may be. Such exchange differences recognised in equity or as part of cost of assets is recognised in the statement of profit and loss on a systematic basis.

Exchange differences arising on the retranslation or settlement of other monetary items are included in the statement of profit and loss for the period.

Notes to the standalone financial statements for the year ended March 31, 2021

s. Treasury shares

The Company has created a Staff welfare Trust ('SWT') for providing staff welfare to its employees. The Company treats SWT as its extension and shares held by SWT are treated as treasury shares. Own equity instruments that are reacquired (treasury shares) are recognised at cost and deducted from equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognised in capital reserve.

t. Corporate social responsibility ('CSR') expenditure

The Company charges its CSR expenditure during the year to the statement of profit and loss.

u. Interest in joint operations

In respect of its interests in joint operations, the Company recognises its share in assets, liabilities, income and expenses line-by-line in the standalone Ind AS financial statements of the entity which is party to such joint arrangement. Interests in joint operations are included in the segments to which they relate.

v. Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares. Potential ordinary shares shall be treated as dilutive when, and only when, their conversion to ordinary shares would decrease earnings per share or increase loss per share from continuing operations.

w. Exceptional items

An item of income or expense which due to its size, type or incidence requires disclosure in order to improve an understanding of the performance of the Company is treated as an exceptional item and the same is disclosed in the financial statements.

Notes to the standalone financial statements for the year ended March 31, 2021

3. Property, plant and equipment

(₹ in crore)

Particulars	Freehold land	Leasehold improvements	Plant and equipment	Furniture and fixtures	Office equipment	Vehicles	Computers	Total
Gross carrying amount								
As at April 01, 2019	**0.08**	**0.34**	**209.96**	**3.47**	**5.60**	**4.66**	**1.81**	**225.92**
Additions	-	-	0.19	-	0.06	0.68	0.25	1.18
Disposals	-	-	8.23	-	-	-	0.01	8.24
As at March 31, 2020	**0.08**	**0.34**	**201.92**	**3.47**	**5.66**	**5.34**	**2.05**	**218.86**
Additions	-	-	11.79	-	0.06	-	0.34	12.18
Disposals	-	-	3.37	0.47	5.45	0.39	1.08	10.76
As at March 31, 2021	**0.08**	**0.34**	**210.34**	**3.00**	**0.27**	**4.95**	**1.31**	**220.28**
Accumulated depreciation								
As at April 01, 2019	**-**	**0.34**	**57.37**	**1.82**	**4.84**	**3.37**	**1.34**	**69.08**
Charge for the year	-	-	20.84	0.40	0.54	0.56	0.69	23.03
Disposals	-	-	5.96	-	-	-	-	5.96
As at March 31, 2020	**-**	**0.34**	**72.25**	**2.22**	**5.38**	**3.93**	**2.03**	**86.15**
Charge for the year	-	-	19.54	0.36	0.46	0.38	0.35	21.09
Disposals	-	-	3.05	0.47	5.59	0.39	1.08	10.58
As at March 31, 2021	**-**	**0.34**	**88.74**	**2.11**	**0.25**	**3.92**	**1.30**	**96.66**
Net carrying amount								
As at March 31, 2021	**0.08**	**-**	**121.60**	**0.89**	**0.02**	**1.03**	**0.01**	**123.63**
As at March 31, 2020	**0.08**	**-**	**129.67**	**1.25**	**0.28**	**1.41**	**0.02**	**132.71**

1. Refer note 16 for information on property, plant and equipment pledged as security by the Company.
2. Refer note 37(iii) for disclosures of contractual commitments for the acquisition of property, plant and equipment.

4. Intangible assets

(₹ in crore)

Particulars	Computer Software	Total
Gross carrying amount		
As at April 01, 2019	**6.08**	**6.08**
Additions	0.51	0.51
Disposals	-	-
As at March 31, 2020	**6.59**	**6.59**
Additions	-	-
Disposals	0.87	0.87
As at March 31, 2021	**5.72**	**5.72**
Accumulated amortisation		
As at April 01, 2019	**4.16**	**4.16**
Charge for the year	0.49	0.49
Disposals	**-**	**-**
As at March 31, 2020	**4.65**	**4.65**
Charge for the year	0.41	0.41
Disposals	0.87	0.87
As at March 31, 2021	**4.19**	**4.19**
Net carrying amount		
As at March 31, 2021	**1.53**	**1.53**
As at March 31, 2020	**1.94**	**1.94**

Notes to the standalone financial statements for the year ended March 31, 2021

5. Financial assets - Investments

(₹ in crore)

Particulars	Non-current		Current	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
A. Investments measured at Fair Value through Other Comprehensive Income (FVTOCI) (Fully paid up) **Unquoted equity shares** **i. Subsidiary companies** **- Domestic Companies**				
GMR Hyderabad International Airport Limited ('GHIAL') [1,000 (March 31, 2020: 1,000) equity shares of ₹ 10 each]	19.55	19.55	-	-
GMR Pochanpalli Expressways Limited ('GPEL')[15] [2,070,000 (March 31, 2020: 2,070,000) equity shares of ₹ 10 each]	5.14	-	-	-
GMR Ambala Chandigarh Expressways Private Limited ('GACEPL')[1,15] [47,495,280 (March 31, 2020: 47,495,280) equity shares of ₹ 10 each]	-	-	-	-
Delhi International Airport Limited ('DIAL') [15] [200 (March 31, 2020: 200) equity shares of ₹ 10 each]	5.72	5.72	-	-
GMR Airports Limited ('GAL')[1,2,3] [also refer note 15(2)] 548,601,089 (March 31, 2020: 989,435,414) equity shares ₹ 10 each]	7,354.74	10,848.34	-	4,435.63
GMR Aviation Private Limited ('GAPL') [244,080,868 (March 31, 2020: 244,080,868) equity shares of ₹ 10 each]	129.84	129.50	-	-
Gateways for India Airports Private Limited ('GFIAL') [8,649 (March 31, 2020: 8,649) equity shares of ₹ 10 each]	2.25	2.21	-	-
GMR Krishnagiri SIR Limited ('GKSIR') (formely known as GMR Krishnagiri SEZ Limited ('GKSEZ')) [117,500,000 (March 31, 2020: 117,500,000) equity shares of ₹ 10 each]	-	127.42	-	-
GMR Highways Limited ('GMRHL')[1,11] [699,895,741 (March 31, 2020: 699,895,741) equity shares of ₹ 10 each]	47.48	1.70	-	-
GMR Hyderabad Vijayawada Expressways Private Limited ('GHVEPL') [2,050,000 (March 31, 2020: 2,050,000) equity shares of ₹ 10 each]	-	-	-	-
GMR Corporate Affairs Private Limited ('GCAPL')1 [4,999,900 (March 31, 2020: 4,999,900) equity shares of ₹ 10 each]	42.98	-	-	-
GMR Chennai Outer Ring Road Private Limited ('GCORRPL')[1] [12,300,000 (March 31, 2020: 12,300,000) equity shares of ₹ 10 each]	17.95	-	-	-
GMR Energy Trading Limited ('GETL') [50,219,897 (March 31, 2020: 50,219,897) equity shares of ₹ 10 each]	124.79	77.90	-	-
Dhruvi Securities Private Limited ('DSPL') [168,059,694 (March 31, 2020: 168,059,694) equity shares of ₹ 10 each]	7.03	165.57	-	-
GMR Generation Assets Limited ('GGAL')[1,4,5,6,7,8,9,11] [1,617,295,559 (March 31, 2020: 6,322,750,426) equity shares of ₹ 10 each]	-	-	-	-
GMR Power Infra Limited ('GPIL') [849,490 (March 31, 2020: 849,490) equity shares of ₹ 10 each]	-	-	-	-
GMR Infra Developers Limited ('GIDL')[11] [49,994 (March 31, 2020: 49,994) equity shares of ₹10 each fully paid-up]	-	-	-	-
GMR Aerostructure Service Limited ('GASL') (formerly known as GMR Hyderabad Airport Resource Management Limited ('GHARML') [50,000 (March 31, 2020: 50,000) equity shares of ₹ 10 each]	-	-	-	-
GMR SEZ & Port Holdings Limited ('GSPHL')[11,14] [47,989,999 (March 31, 2020: 47,989,999) equity shares of ₹ 10 each]	141.41	750.86	-	-
GMR Power and Urban Infra Limited (GPUIL)[11] [100,000 (March 31, 2020: 100,000) equity shares of ₹ 10 each]	-	-	-	-
GMR Airport Developers Limited (GADL)[13]	0.08	0.08	-	-
Kakinada Gateways Port Limited (KGPL)[13]	-	3.45	-	-
	7,898.98	**12,132.30**	**-**	**4,435.63**

Notes to the standalone financial statements for the year ended March 31, 2021

5. Financial assets - Investments (contd..)

(₹ in crore)

Particulars	Non-current		Current	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
- Overseas companies				
GMR Infrastructure (Mauritius) Limited ('GIML')[11] [181,236,001 (March 31, 2020: 181,236,001) equity shares of USD 1 each]	1,745.80	1,265.38	-	-
GMR Coal Resources Pte Limited ('GCRPL')[10] [30,000 (March 31, 2020: 30,000) equity shares of SGD 1 each]	-	-	-	-
GMR Male International Airport Private Limited ('GMIAL')[11,12] [Nil (March 31, 2020: 154) equity shares of Mrf 10 each]	-	13.02	-	-
GMR Infrastructure (Overseas) Limited ('GI(O)L') [100 (March 31, 2020: 100] equity shares of USD 1 each]	-	-	-	-
	1,745.80	**1,278.40**	**-**	**-**
ii. Joint ventures/ associates				
GMR Energy Limited ('GEL')[1,4,5,6,7,8,9.11,15] [1,057,369,038 (March 31, 2020: 1,057,369,038) equity shares of ₹ 10 each]	536.13	485.90	-	313.25
GMR Energy (Mauritius) Limited ('GEML') [5 (March 31, 2020: 5) equity share of USD 1 each]	5.29	3.63	-	-
GMR (Badrinath) Hydro Power Generation Private Limited ('GBHPL')[9] [4,900 (March 31, 2020: 4,900) equity shares of ₹ 10 each]	-	-	-	-
	541.42	**489.53**	**-**	**313.25**
Less: Investments classified as held for sale	-	-	-	(4,748.88)
Total investment in equity	**10,186.20**	**13,900.23**	**-**	**-**
B. Investment in preference shares (Fully paid up)				
i. Investment in preference shares (in the nature of equity) of subsidiary companies measured at Fair Value through OCI (FVTOCI)				
GGAL[1,4,5,6,7,8,9,11] [Nil (March 31, 2020: 492,105,500) 0.01% compulsorily convertible cumulative preference shares of ₹ 10 each]	-	-	-	-
GPEL [4,450,000 (March 31, 2020: 4,450,000) 0.01% compulsorily convertible non-cumulative preference shares of ₹ 100 each]	20.76	-	-	-
GCORRPL [2,192,500 (March 31, 2020: 2,192,500) 0.01% compulsorily convertible non-cumulative preference shares of ₹ 100 each]	-	-	-	-
GAL[3] 272,077,162 (March 31, 2020: 197,743,603) 0% non-cumulative compulsorily convertible preference shares ('Bonus CCPS A') of ₹ 10 each, 50,532,525 (March 31, 2020: Nil) 0% non-cumulative compulsorily convertible preference shares ('Bonus CCPS B') of ₹ 10 each, 42,110,437 (March 31, 2020: Nil) 0% non-cumulative compulsorily convertible preference shares ('Bonus CCPS C') of ₹ 10 each and 75,798,787 (March 31, 2020: Nil) 0% non-cumulative compulsorily convertible preference shares ('Bonus CCPS D') of ₹ 10 each.	1,714.20	135.25	-	-
DSPL[11]	132.46	132.46	-	-
GCAPL[11]	7.12	-	-	-
	1,874.54	**267.71**	**-**	**-**

Notes to the standalone financial statements for the year ended March 31, 2021

5. Financial assets - Investments (contd..)

(₹ in crore)

Particulars	Non-current		Current	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
ii. Investment in preference shares of subsidiary companies at amortised cost				
GACEPL [66,000 (March 31, 2020: 66,000) 8% non-cumulative redeemable preference shares of ₹ 100 each]	0.60	0.54	-	-
GCORRPL[15] [1,200,000 (March 31, 2020: 1,200,000) 6% non-cumulative redeemable convertible preference shares of ₹ 100 each]	14.43	6.41	-	-
GCAPL [15,000,000 (March 31, 2020: 15,000,000) 8% non-cumulative redeemable preference shares of ₹ 10 each]	7.88	14.39	-	-
DSPL [42,000,000 (March 31, 2020: 42,000,000) 8% compulsorily convertible preference shares of ₹ 10 each]	86.56	77.32	-	-
GHVEPL [8,152,740 (March 31, 2020: 8,152,740) 6% non-cumulative redeemable/ convertible preference shares of ₹ 100 each]	57.10	51.59	-	-
	166.57	**150.26**	**-**	**-**
Less: provision for diminution in value of investments in preference shares at amortised cost	(59.17)	(58.62)	-	-
Total investment in preference shares	**1,981.94**	**359.35**	**-**	**-**
C. Investment in debentures (Fully paid up)				
i. Investment in debentures (in the nature of equity) of measured at FVTOCI				
a. Subsidiary companies				
GSPHL[11] [Nil (March 31, 2020: 100) 0% unsecured compulsorily convertible cumulative debentures of ₹ 10,000,000 each]	-	100.00	-	-
GSPHL[11] [Nil (March 31, 2020: 21,200,000) 0% unsecured compulsorily convertible debentures of ₹10 each]	-	21.20	-	-
GSPHL[11] [Nil (March 31, 2020: 13,826) 0% unsecured compulsorily convertible cumulative debentures of ₹ 100,000 each]	-	138.26	-	-
GSPHL[11] 51 (March 31, 2020: Nil) 0.01% optionally convertible debentures (OCDs) of 1,00,00,000 each]	51.00	-	-	-
GSPHL[11] 876 (March 31, 2020: Nil) 0.01% optionally convertible debentures (OCDs) of 1,00,000 each]	8.76	-	-	-
GIDL[11] [23,385 (March 31, 2020: 13,485) 0.001% unsecured compulsorily convertible debentures of ₹ 1,000,000 each]	1,461.32	484.28	-	-
b. Joint ventures/ associates GMR Bajoli Holi Hydropower Private Limited (GBHHPL)[11]	105.60	-	-	-
	1,626.68	**743.74**	**-**	**-**
ii. Investment in debentures of subsidiary companies at amortised cost				
GKSIR [142 (March 31, 2020: 142) 12% unsecured optionally convertible cumulative debentures of ₹ 1,000,000 each]	-	14.20	-	-
DPPL[11] [Nil (March 31, 2020: 15) 0.1% unsecured optionally convertible cumulative debentures of ₹ 1,000,000 each]	-	1.14	-	-
	-	**15.34**	-	-
Total investment in debentures	**1,626.68**	**759.08**	**-**	**-**

Notes to the standalone financial statements for the year ended March 31, 2021

5. Financial assets - Investments (contd..)

(₹ in crore)

Particulars	Non-current		Current	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
D. Investments at fair value through profit and loss account				
Investment in mutual funds				
Aditya Birla Sun Life Overnight Fund Nil (March 31, 2020: 907,214.71) units of Nil (March 31, 2020: ₹ 1,080.25 each)	-	-	-	98.00
Union Medium Duration Fund- Regular Plan -Growth 199,990 (March 31, 2020: Nil) units of ₹ 10.2045 each (March 31, 2020: NIL)	-	-	0.20	-
Total investment in mutual funds	**-**	**-**	**0.20**	**98.00**
Total investments (A+B+C+D)	**13,794.82**	**15,018.66**	**0.20**	**98.00**
Aggregate book value of quoted investments	-	-	0.20	98.00
Aggregate market value of quoted investments	-	-	0.20	98.00
Aggregate amount of unquoted investments	13,853.99	15,077.28	-	-
Aggregate amount of impairment in the value of investments	(59.17)	(58.62)	-	-

1. Details of investments pledged at face value as security in respect of the loans availed by the Company and the investee Companies. Also refer note 16 The following unquoted investments included above have been pledged as security in respect of the borrowings of the Company or the investee Companies:

(₹ in crore)

Description	March 31, 2021	March 31, 2020
GMRHL [209,968,722 (March 31, 2020: 699,895,739 equity share of ₹10 each)]	209.97	699.90
GACEPL [23,272,687 (March 31, 2020: 23,272,687) equity shares of ₹10 each]	23.27	23.27
GCORRPL [3,487,500 (March 31, 2020: 3,487,500) equity shares of ₹10 each]	3.49	3.49
GAL [373,514,792 (March 31, 2020: 664,195,004) equity shares of ₹10 each]	373.51	664.20
GEL [305,059,169 (March 31, 2020: 305,059,169) equity share of ₹ 10 each]	305.06	305.06
GGAL [1,555,061,813 (March 31, 2020: 62,542,77,709) equity shares of ₹10 each]	1,555.06	6,254.28
GSPHPL [Nil (March 31, 2020: 3,35,93,000) equity shares of ₹10 each]	-	33.59
GCAPL [4,999,990 (March 31, 2020: Nil) equity shares of ₹10 each]	5.00	-

2 The management of the Company along with other shareholders of GAL and GMR Airports Limited (GAL), a subsidiary Company (together referred as "GMR Group") had signed a share subscription and share purchase agreement with Aeroports DE Paris S.A. (ADP) for stake sale in GAL on February 20, 2020. Pursuant to consummation of the same, ADP would hold 49% stake (directly and indirectly) in GAL for an equity consideration of Rs 10,780.00 crore, valuing GAL at the Base post money valuation of ₹ 22,000.00 crore. The equity consideration comprises of:

- ₹ 9,780.00 crore towards secondary sale of shares by GMR Group; and
- ₹ 1,000.00 crore equity infusion in GAL

In addition, ADP had also pegged Earn-outs upto ₹ 4,475.00 crore linked to achievement of certain agreed operating performance metrics as well as on receipt of certain regulatory clarifications. The successful consummation of earnouts, could increase, GAL's valuation on post money basis to ₹ 26,475.00 crore and the GMR Group stake in GAL to ~59%. The GMR Group will retain management control over the Airports Business with ADP having

Notes to the standalone financial statements for the year ended March 31, 2021

5. Financial assets - Investments (contd..)

customary rights and board representation at Company and its key subsidiaries.

The first tranche of ₹ 5,248.00 crore for 24.99% shares of GAL (primarily through buyout of GMR Infra Services Limited (GISL) via primary infusion of equity) had been completed on February 24, 2020. The second & final tranche of ₹ 5,532.00 crore (including primary of ₹ 1,000.00 crore in GAL) was subject to regulatory approvals, consents and other approvals.

Since March 31, 2020, the outbreak of COVID-19 and related global responses have caused material disruptions to businesses around the world, leading to an economic slowdown. Despite unprecedented adverse conditions, on July 7, 2020 the GMR Group has successfully completed the transaction with ADP with slight modifications. As per the revised Share Purchase Agreement ("Revised SPA"), the second tranche of the investment for 24.01% of GAL has been structured in two parts:

- A firm amount, immediately paid at Second closing, for a total of ₹ 4,565.00 crore, including ₹ 1,000.00 crore equity infusion in GAL.
- Earn-outs amounting to Rs 1,060.00 crore, subject to the achievement of certain performance related targets by GAL upto the financial year ended March 31, 2024.

Accordingly, ADP has increased earn-outs for GMR Group which are now pegged at up to ₹ 5,535.00 crore compared to the earlier ₹ 4,475.00 crore. These additional Earn-outs of ₹ 1,060.00 crore are linked to the achievement of certain agreed EBITDA metrics/ levels.

Pursuant to the Revised SPA, the Second Closing was concluded on July 7, 2020 and the entire amount of ₹ 4,565.00 crore towards second and final tranche payment from ADP has been received. The aforesaid amount is received as;
- ₹ 1,000.00 crore by GAL against fresh issue of equity shares
- ₹ 3,519.00 crore by the Company as sales consideration for 440,834,325 equity shares of GAL
- ₹ 46.00 crore by DSPL as sales consideration for 6,989,926 equity shares of GAL

3 Non-cumulative compulsorily convertible preference shares

a) During the year ended March 31, 2020 GAL had issued 273,516,392 (197,743,603 to the Company) non-cumulative compulsorily convertible preference shares ('Bonus CCPS Series A') each having a face value of ₹ 10 each, for an aggregate face value of ₹ 273.52 crore as per the terms of Shareholders' Agreement ("SHA") dated February 20, 2020 between the Company, Aéroports de Paris S.A. ('ADP'), GAL, and GMR Infra Services Limited ('GISL'), and the Share Subscription and Share Purchase Agreement dated February 20, 2020 ("SSPA") entered into among ADP, GAL, GIDL, GISL and Company. ADP has pegged Earn-outs upto ₹ 4,475.00 crore linked to achievement of certain agreed operating performance metrics as well as on receipt of certain regulatory clarifications as specified in SHA by way of conversion of these Bonus CCPS.

These Bonus CCPS Series A are convertible into equity shares of GAL no later than November 15, 2024, based on the conversion formula as defined the SHA. These Bonus CCPS A are non-cumulative in nature and each Bonus CCPS A holder shall is entitled to dividend of 0.001% per annum declared on each Bonus CCPS A. Further, these Bonus CCPS A are not redeemable and there is no obligation on GAL to redeem such Bonus CCPS A.

b) During the year ended March 31, 2021, GAL has issued 5,08,01,774 (37,837,162 to the Company) non-cumulative compulsorily convertible preference shares ('Bonus CCPS Series B'), 42,334,812 (31,530,968 to the Company) non-cumulative compulsorily convertible preference shares ('Bonus CCPS Series C') and 76,202,661 (56,755,742 to the Company) non-cumulative compulsorily convertible preference shares ('Bonus CCPS Series D') each having a face value of ₹ 10 each, for an aggregate face value of ₹ 169.34 crore as per the terms of the amended agreement to Shareholders' Agreement ("Amended SHA") dated February 20, 2020 executed on July 7, 2021 between the Company, ADP, GAL and GISL, and the Share Subscription and Share Purchase Agreement dated February 20, 2020 ("SSPA") entered into between ADP, GAL, GISL and the Company. These Bonus CCPS Series B, Bonus CCPS Series C and Bonus CCPS Series D are convertible into such number of equity shares in accordance with the terms of the Amended SHA which are dependent on the consolidated target EBIDTA of GMR Airports Limited for the financial years ended March 31, 2022, March 31, 2023 and March 31, 2024 respectively and upon conversion of Bonus CCPS Series B, Bonus CCPS Series C and Bonus CCPS Series D, 49% of such converted shares shall be acquired by ADP from the Company.

These Bonus CCPS Series B, Bonus CCPS Series C and Bonus CCPS Series D are non-cumulative in nature and holders of each Bonus CCPS Series B, Bonus CCPS Series C and Bonus CCPS Series D shall be entitled to dividend of 0.001% per annum declared on each of these. Further, these Bonus CCPS Series B, Bonus CCPS Series C and Bonus CCPS Series D are not redeemable and there is no obligation on GAL to redeem such Bonus CCPS Series B, Bonus CCPS Series C and Bonus CCPS Series D.

Notes to the standalone financial statements for the year ended March 31, 2021

5. Financial assets - Investments (contd..)

c) Further all CCPS A, CCPS B, CCPS C and CCPS D are directly or indirectly held by the Company.

d) (i) Post outbreak of COVID-19 last year in the month of March, 2020, many countries have implemented travel restrictions and quarantine measures. As a quarantine measure, Government of India has also imposed the countrywide lockdown with effect from March 25, 2020 which got extended till June 30, 2020, however, restrictions on operation of domestic flights were lifted from May 25, 2020. The Company has majority of its subsidiaries, JVs and associates operating in Airport sector, Energy Sector, Highway sectors and Urban Infra sector and with respect to of COVID - 19 impact on the business of these entities, management believes while the second wave of COVID - 19 may impact the businesses in the short term, it does not anticipate medium to long term risk to the business prospects. Considering the business plans of the investee companies the management does not foresee any material impact on the carrying value at which the aforementioned investments, property plant and equipment, intangible assets, capital work in progress and trade receivables. Accordingly, no adjustments to the carrying value of these assets are considered necessary. Further, the management has made detailed assessment of its liquidity position for the next one year and of the recoverability and carrying values of its assets as at the balance sheet date and has concluded that there are no material adjustments required in the standalone financial.

(ii) Further, fair value of investments in Equity shares and CCPS of GAL are also subject to likely outcome of ongoing litigations and claims pertaining to DIAL and GHIAL as follows:

- Ongoing arbitration between DIAL and AAI in relation to the payment of Monthly Annual fees for the period till the operations of DIAL reaches pre COVID 19 levels. Basis an independent legal opinion obtained by the management of DIAL, the Company is entitled to be excused from making payment of Monthly Annual fee under article 11.1.2 of OMDA to AAI on account of occurrence of Force Majeure Event under Article 16.1 of OMDA, till such time the Company achieves level of activity prevailing before occurrence of force majeure. In view of the above, the management has not considered the Annual Fee payable to AAI for the years ended March 31, 2021 and March 31, 2022 in the cash flows used for the purposes of estimation of the fair value of investment made by the Company in DIAL through GAL.

- Consideration of Cargo, Ground Handling and Fuel farm ('CGHF') income as part of non-aeronautical revenue in determination of tariff for the third control period by Airport Economic Regulatory Authority in case of GHIAL. GHIAL has filed appeal with Telecom Disputes Settlement Appellate Tribunal ('TDSAT') and during the previous year, the adjudicating authority, TDSAT, in its disposal order dated March 06, 2020 has directed AERA to reconsider the issue afresh while determining the aeronautical tariff for the Third Control Period commencing from April 01, 2021. In July 2020, the GHIAL has filed an application with the AERA for determination of Aeronautical tariff for the third control period commencing from April 1, 2021 to March 31, 2026 wherein it has contended that CGHF income shall be treated as non-aero revenue. The management has also obtained legal opinion and according to which GHIAL position is appropriate as per terms of Concession agreement and AERA Act, 2008.

e) During the year, the Company has acquired 2,722,519 non-cumulative compulsorily convertible preference shares ('Bonus CCPS A'), 12,695,362 non-cumulative compulsorily convertible preference shares ('Series Bonus CCPS B'), 10,579,469 non-cumulative compulsorily convertible preference shares ('Series Bonus CCPS C') and 19,043,045 non-cumulative compulsorily convertible preference shares ('Series Bonus CCPS D') each having a face value of ₹ 10 each for consideration of ₹ 110.05 crore from GISL.

4 The Company has invested in GGAL which has further invested in step down subsidiaries and joint ventures. Further, the Company has outstanding loan (including accrued interest) amounting to ₹ Nil (March 31, 2020 : Nil) recoverable from GGAL as at March 31, 2021. Also, the Company together with GGAL and GMR Energy Projects Mauritius Limited has investments in GMR Energy Limited ("GEL") amounting ₹ 1,272.32 crore and has outstanding loan (including accrued interest) amounting to ₹ 709.01 crore in GEL as at March 31, 2021. GEL and GGAL have certain underlying subsidiaries/ associates/ joint ventures which are engaged in energy sector including mining operations. GEL, GGAL and some of the underlying subsidiaries/ associates/ joint ventures as further detailed in note 5,6,7,8 and 9 below have been incurring losses resulting in substantial erosion in their net worth. Based on its internal assessment with regard to future operations and valuation assessment by an external expert during the year ended March 31, 2021, the management of the Company has fair valued its investments and for reasons as detailed in note 5,6,7,8 and 9 below, the management is of the view that the fair values of the Company's investments in GGAL and GEL are appropriate.

Notes to the standalone financial statements for the year ended March 31, 2021

5. Financial assets - Investments (Contd.)

5 GMR Warora Energy Limited ('GWEL'), a subsidiary of GEL, is engaged in the business of generation and sale of electrical energy from its coal based power plant of 600 MW situated at Warora. GWEL, has accumulated losses of ₹ 703.86 crore as at March 31, 2021 which has resulted in substantial erosion of GWEL's net worth. GWEL had claimed compensation for coal cost pass through and various "change in law" events from its customers under the Power Purchase Agreements ('PPA') and has filed petitions with the regulatory authorities for settlement of such claims in favour of GWEL. GWEL has trade receivables, other receivables and unbilled revenue (including claims) of ₹ 714.72 crore which are substantially pending receipt. Based on certain favorable interim regulatory orders, the management is confident of a favorable outcome towards the outstanding receivables.

Further, GWEL received notices from one of its customer disputing payment of capacity charges of ₹ 132.01 crore for the period March 23, 2020 to June 30, 2020 as the customer had not availed power during the said period sighting force majeure on account of COVID 19 pandemic. GWEL responded and clarified that the said sitauation is not covered under force majeure clause in view of the clarification by the Ministry of Power stating that Discoms will have to comply with the obligation to pay fixed capacity charges as per PPA. The customer is of the view that the aforesaid clarification by the Ministry of Power cannot override the terms of the PPA and continue to dispute the payment thereof. Accordingly, during the period ended March 31, 2021, GWEL filed petition with Central Electricity Regulatory Commission ('CERC') for settlement of the dispute. The management based on its internal assessment and petition filed with CERC, is of the view that the aforesaid capacity charges are fully recoverable. Further, in view of the ongoing COVID-19 pandemic and expiry of the PPA with one of the customer availing 200 MW of power in June 2020 and a consequent cancellation of the fuel supply agreement, there could be impact on the future business operations, financial position and future cash flows of GWEL. However, GWEL has certain favourable interim orders towards the aforementioned claims. Further during the quarter ended December 31, 2020, GWEL basis the requisite approval of the lenders, has invoked resolution process as per Resolution Framework for COVD-19 related stress prescribed by RBI on December 30, 2020 in respect of all the facilities (including fund based, non-fund based and investment in non-convertible debentures) availed by GWEL as on the invocation date. In this regard, all the lenders of GWEL have entered into an Inter Creditors Agreement ('ICA') on January 21, 2021 and a Resolution Plan is to be implemented within 180 days from the invocation date in accordance with the framework issued by RBI, which is still under progress.

The management of GWEL expects that the plant will generate sufficient profits in the future years and will be able to recover the receivables and based on business plans and valuation assessment by an external expert during the year ended March 31, 2021, considering key assumptions such as capacity utilization of plant in future years based on current levels of utilization including merchant sales and sales through other long term PPA's and management's plan for entering into a new long-term PPA to replace the PPA earlier entered with one of its customers which has expired in June 2020 and the pending outcome of the debt resolution plan with the lenders of GWEL, the management of the GEL is of the view that the carrying value of the net assets in GWEL by GEL as at March 31, 2021 is appropriate.

6 GWEL entered into a PPA with Maharashtra State Electricity Distribution Company Limited ('MSEDCL') on March 17, 2010 for sale of power for an aggregate contracted capacity of 200 MW, wherein power was required to be scheduled from power plant's bus bar. MSEDCL disputed the place of evacuation of power with Maharashtra Electricity Regulatory Commission ('MERC'), wherein MERC has directed GWEL to construct separate lines for evacuation of power through State Transmission Utility ('STU') though GWEL was connected to Central Transmission Utility ('CTU'). Aggrieved by the MERC Order, GWEL preferred an appeal with APTEL. APTEL vide its interim Order dated February 11, 2014 directed GWEL to start scheduling the power from GWEL's bus bar and bear transmission charges of inter-state transmission system towards supply of power. GWEL in terms of the interim order scheduled the power from its bus bar from March 17, 2014 and paid inter-state transmission charges. APTEL vide its final Order dated May 8, 2015 upheld GWEL's contention of scheduling the power from bus bar and directed MSEDCL to reimburse the inter-state transmission charges hitherto borne by GWEL as per its interim order. Accordingly, GWEL has raised claim of ₹ 611.58 crore towards reimbursement of transmission charges from March 17, 2014 till March 31, 2021. MSEDCL preferred an appeal with Hon'ble Supreme Court of India and the matter is pending conclusion.

In view of the favorable Order from APTEL, rejection of stay petition of MSEDCL by the Hon'ble Supreme Court of India, receipt of substantial amount towards reimbursement of transmission charges and also considering the legal opinion received from legal counsel that GWEL has tenable case with respect to the appeal filed by MSEDCL against the said Order which is pending before Hon'ble Supreme Court of India, GWEL has recognized the reimbursement of transmission charges of ₹ 611.58 crore relating to the period from March 17, 2014 to March 31, 2021 (including ₹ 75.81 crore for the year ended March 31, 2021) in the financial statement of GWEL.

7 GMR Kamalanga Energy Limited ('GKEL'), a joint venture of GEL is engaged in development and operation of 3*350 MW under Phase I and 1*350 MW under Phase II, coal based power project in Kamalanga village, Orissa and has commenced commercial operation of Phase I of the project. GKEL has accumulated losses of ₹ 1,813.41 crore as at March 31, 2021, which has resulted in substantial erosion of GKEL's net worth due to operational difficulties faced during the early stage of its operations. Further, GKEL has trade receivables, other receivables and unbilled revenue (including claims) of ₹ 1,418.05 crore as at March 31, 2021, for coal cost pass through and various "change in law" events from its customers under the PPAs and have filed petitions with

Notes to the standalone financial statements for the year ended March 31, 2021

5. Financial assets - Investments (Contd.)

the regulatory authorities for settlement of such claims in favour of GKEL. The payment from the customers against the claims is substantially pending receipt. Based on certain favorable interim regulatory orders with regard to its petition for 'Tariff Determination' and 'Tariff Revision' with its customers, the management is confident of a favorable outcome towards the outstanding receivables of GKEL.

GKEL in view of the Supreme Court Order in Energy Watchdog vs CERC and others and CERC order in its own case for Haryana Discoms had sought legal opinion from the legal counsel on certainty of the claims with Bihar Discoms. Considering opinion received from legal counsels that GKEL has good tenable case with virtual certainty with respect to coal cost pass through and favourable Order from APTEL dated March 21, 2018 and CERC judgment in GKEL's own case for Haryana Discoms where the computation methodology of coal cost pass through was decided, the management was virtually certain on receipt of the GKEL's claim of revenue on coal cost pass through and was of the opinion that no contingency was involved in this regard. GKEL has now received a favorable order on September 16, 2019 whereby the CERC has allowed the coal cost pass through to be charged to the Bihar Discom, based on a certain methodology. However, GKEL has filed a review petition with Hon'ble Appellate Tribunal for Electricity dated November 14, 2019 against this methodology on the grounds that the methodology stated in this order, even though favorable, is contradictory to the methodology stated in the earlier order of CERC in GKEL's case with Haryana Discom. Accordingly, GKEL continued to recognize the income on Coal Cost Pass Through claims of ₹17.78 crore for the year ended March 31, 2021.

GKEL has accounted for transportation cost of fly ash as change in law event as the same was agreed in principle by CERC vide Order 131/MP/2016 dated February 21, 2018 and on March 22, 2021 in case no 405/MP/2019, CERC allowed to recover ash transportation costs including GST from Bihar and Haryana Discoms. Similarly CERC in its order dated April 8, 2019 has allowed Maithan Power Limited in case no - 331/MP/2018 to recover the actual ash disposal expenses from its beneficiaries (DVC).

Based on the above orders of CERC, the Company has recognised revenue amounting to ₹ 13.40 Cr for GRIDCO during the year ended March 31, 2021 post complying with the conditions mandated in this regard. GKEL has filed petition with CERC for determination of compensation of transportation charges of fly ash as per Order.

Further, as detailed below there are continuing litigation with SEPCO Electric Power Construction Corporation (SEPCO) ('Capital Creditors') which are pending settlement. Further, during the year, GKEL has won the bid for supply of balance 150 MW to Haryana Discom. GKEL has signed fuel supply agreement with Coal India Limited for supply of coal from its Mahanadi Coal Field Mines for 0.36 crore ton which is within a distance of 15 KM from the plant site. In addition to above, GKEL has won the bid (Shakti-III) for supply of 0.04 crore ton of coal for balance 150 MW.

Further, during the year ended March 31, 2020, as part of the strategic initiatives being undertaken by the management to ensure liquidity and timely payment of its obligations, the management of the Company, entered into share purchase agreement with JSW Energy Limited for sale of its equity stake in GKEL. However, during the year, the said transaction has been called off due to uncertainties on account of COVID-19 pandemic.

Further, GKEL had entered into an agreement with SEPCO in 2008 for the construction and operation of coal fired thermal power plant. There were certain disputes between the parties in relation to the delays in construction and various technical issues relating to the construction and operation of the plant. SEPCO served a notice of dispute to GKEL in March 2015 and initiated arbitration proceedings. The Arbitral Tribunal has issued an opinion (the Award) on September 07, 2020 against GKEL. Since there were computation/ clerical / typographical errors in the Award, both parties (GKEL and SEPCO) immediately applied for correction of the award under Section 33 of the Arbitration & Conciliation Act 1996 (as amended). The Arbitral Tribunal considered the applications of both the parties and has pronounced the corrected award on November 17, 2020. GKEL already accounted for the aforementioned liability in excess of the amount as per the award pertaining to the books, representing the retention money, unpaid invoices and the Bank Guarantee revoked. GKEL has challenged the award under section 34 of the Arbitration and Conciliation Act, 1996 before the Hon'ble High Court of Orissa on February 15, 2021. Based on the legal opinion obtained, GKEL has good arguable case under section 34 of the Act to challenge the Award and seek setting aside of the same as thus they are not expecting cash outflow in this matter.

In view of these matters, business plans (including expansion and optimal utilization of existing capacity, rescheduling/ refinancing of existing loans at lower rates), valuation assessment by an external expert during the year ended March 31, 2021, the management is of the view that the carrying value of the investments in GKEL held by GEL as at March 31, 2021 is appropriate.

8 In view of lower supplies / availability of natural gas to the power generating companies in India, GREL, GMR Vemagiri Power Generation Limited ('GVPGL'), a subsidiary of GEL and GEL are facing shortage of natural gas supply and delays in securing gas linkages. As a result, GEL has not generated and sold electrical energy since April 2013. GREL and GVPGL emerged as successful bidders in the auction process organised by the Ministry of Power

5. Financial assets - Investments (Contd.)

and operated on an intermittent basis from August 2015 and October 2015 respectively till September 2016 by using Re-gasified Liquefied Natural Gas ('RLNG') as natural gas. These entities have ceased operations and have been incurring losses including cash losses on account of the aforesaid shortage of natural gas supply.

(i) GREL had not commenced commercial operations pending linkages of natural gas supply from the Ministry of Petroleum and Natural Gas till the period ended September 30, 2015. As a result, the consortium of lenders of GREL decided to implement Strategic Debt Restructuring Scheme ('SDR Scheme'). Pursuant to the scheme, borrowings aggregating to ₹ 1,308.57 crore and interest accrued thereon amounting to ₹ 105.42 crore was converted into equity shares of GREL for 55% stake in equity share capital of GREL and the Company and GGAL have given a guarantee of ₹ 2,571.71 crore to the lenders against the remaining debt. Under the SDR Scheme, the bankers had to find new promoters for GREL within the period as prescribed under the scheme, which expired during the year ended March 31, 2018. Consequent to the SDR and the conversion of loans into equity share capital by the consortium of lenders, GREL ceased to be a subsidiary of the Company and has been considered as associate as per the requirements of Ind AS -28.

During the year ended March 31, 2019, considering that GREL continued to incur losses in absence of commercial operations, the consortium of lenders has decided to implement a revised resolution plan which has been approved by all the lenders and accordingly the lenders have restructured the debt. The Company along with its subsidiaries has provided guarantees to the lenders against the servicing of sustainable debts having principal amounting to ₹ 1,119.54 crore and all interests there on, including any other obligation arising out of it and discharge of the put option in regard to Cumulative Redeemable Preference Shares ('CRPS') (unsustainable debt) amounting to ₹ 940.59 crore, if any exercised by the CRPS lenders, as per the terms of the revised resolution plan.

(ii) During the year ended March 31, 2018, pursuant to the appeal filed by Andhra Pradesh Discoms ('APDISCOMs'), the Hon'ble Supreme Court held that RLNG is not natural gas and accordingly GVPGL cannot be entitled for capacity charges based on availability declaration for generation of power on the basis of RLNG. GVPGL had also filed petition claiming losses of ₹ 447.00 crore pertaining to capacity charges pertaining to period 2006 to 2008 before Andhra Pradesh Electricity Regulatory Commission ('APERC'). Over the years, the case was heard for deciding the jurisdiction to adjudicate the proceedings. During the year ended March 31, 2019, the Hon'ble High Court of Andhra Pradesh passed its Judgment and held that the Central Electricity Regulatory Commission ('CERC') has the jurisdiction to adjudicate the aforesaid claims of GVPGL. Further, during the year ended March 31, 2020, the Andhra Pradesh DISCOMs (APDISCOMs') appealed against, the aforesaid judgement before the Hon'ble Supreme Court. The Supreme Court vide its order dated February 4, 2020 dismissed the aforesaid petition of the DISCOMs and held that CERC will have jurisdiction to adjudicate the disputes in the present case and directed CERC to dispose off the petition filed before it within six months. The matter is pending to be heard before the CERC as at March 31, 2021.

Additionally, during the year ended March 31, 2020, in case of GVPGL's litigation with APDISCOMs, wherein APDISCOMS refused to accept declaration of capacity availability on the basis of deep water gas citing that natural gas for the purpose of PPA does not include Deep Water Gas and consequent refusal to schedule power from GVPGL and pay applicable tariff including capacity charges, CERC has passed order dated January 28, 2020, declaring that natural gas for the purpose of PPA includes Deep Water Gas. Accordingly, GVPGL is entitled to claim capacity charges from APDISCOMs from October 2016 based on availability declaration for generation of power on the basis of deep water gas, along with late payment surcharge.

GVPGL has calculated a claim amount of ₹ 741.31 crore for the period from November 2016 till February 2020. GVPGL has not received any of the aforesaid claims and is confident of recovery of such claims in the future based on CERC order.

(iii) During the year ended March 31, 2020, GEL entered into a Sale and Purchase Agreement with a prospective buyer for a consideration of USD 1.55 crore for sale of the Barge Mounted Power Plant ('Barge Plant') on as is where is basis, out of which USD 0.30 crore has been received till March 31, 2020. The transaction was expected to be completed by May 31, 2020. However, the dismantling work is on hold due to COVID-19. However, the management is confident of completing the transfer of Barge Plant during the financial year ended March 31, 2022. Since the estimate of realizable value amounting ₹ 112.01 crore done by the management as at March 31, 2021 is consistent with the consideration for the Barge Plant as per the agreement, no further impairment charge is required.

(iv) Further, the management of the Company is evaluating various approaches / alternatives to deal with the situation and is confident that Government of India ('GoI') would take further necessary steps / initiatives in this regard to improve the situation regarding availability of natural gas from alternate sources in the foreseeable future. The management of the Company carried out a valuation assessment of GREL and GVPGL during the year ended March 31, 2021 which includes certain assumptions relating to availability and pricing of domestic and imported gas, future

Notes to the standalone financial statements for the year ended March 31, 2021

5. Financial assets - Investments (Contd.)

tariff, tying up of PPA, realization of claims for losses incurred in earlier periods and current period from the customer and other operating parameters, which it believes reasonably reflect the future expectations from these projects. The business plan of GREL considered for valuation assessment has been approved by the consortium of lenders at the time of execution of the resolution plan. The management of the Company will monitor these aspects closely and take actions as are considered appropriate and is confident that these gas based entities will be able to generate sufficient profits in future years and meet their financial obligations as they arise and GEL will be able to dispose off the Barge Power Plant as per the aforementioned Sale and Purchase agreement. Based on the aforementioned reasons, claims for capacity charges and business plans, the management is of the view that the carrying value of the investment in GVPGL by GEL as at March 31, 2021 is appropriate. The Company has provided for its investment in full in GREL and the management is confident that no further obligation would arise for the guarantees provided to the lenders against the servicing of sustainable and unsustainable debts.

9 GMR Badrinath Hydro Power Generation Private Limited ('GBHPL') a subsidiary of GEL, is in the process of setting up 300 MW hydro based power plant in Alaknanda River, Chamoli District of Uttarakhand. The Hon'ble Supreme Court of India ('the Court'), while hearing a civil appeal in the matters of Alaknanda Hydro Power Company Limited, directed vide its order dated May 7, 2014 that no further construction work shall be undertaken by the 24 projects coming up on the Alaknanda and Bhagirathi basins until further order. Further, during the year ended March 31, 2016, Ministry of Environment Forest and Climate Change ('MoEF') has represented to the Supreme Court of India that of the six hydro projects in Uttarakhand, two projects including GBHPL requires certain design modifications as per the policy stipulations. During the year ended March 31, 2018, the validity of Environmental Clearance ('EC') granted to GBHPL by the MoEF ceased to exist. Pursuant to an application made by GBHPL, the MoEF vide its letter dated April 17, 2018, proposed to extend the EC granted to GBHPL for a period of 3 years, subject to the final outcome of the matter pending before the Court. Based on its internal assessment and a legal opinion, the management of GBHPL is confident of obtaining the requisite clearances and based on business plan and a valuation assessment carried out by an external expert during the year ended March 31, 2021, the management of the Company is of the view that the carrying value of the investments in GBHPL by GEL as at March 31, 2021 is appropriate.

10 The Company through its subsidiary GMR Coal Resources Pte. Limited ('GCRPL') has investments of ₹ 3,703.92 crore (March 31, 2020: ₹ 3,618.65 crore) in PTGEMS, a joint venture as at March 31, 2021. PTGEMS along with its subsidiaries is engaged in the business of coal mining and trading activities. The cost of investments is significantly higher than the book value of assets of PTGEMS and includes certain future benefits including Coal Supply Agreement ('CSA') of GCRPL with PTGEMS whereby the Company along with its subsidiaries is entitled to offtake stated quantity of coal as per the terms of the CSA at an agreed discount other than profit from mining operations. Though the shares of PTGEMS are listed on the overseas exchanges, the management is of the view that the quoted prices are not reflective of the underlying value of the mines as in the past few years the shares have been very thinly traded. Based on profitable mining operations, ramp up of production volumes and other assumptions around off take at a discounted price and trading thereof considered in valuation assessment carried out by an external expert during the year ended March 31, 2020, the management believes that the carrying value of aforesaid investments in PTGEMS as at March 31, 2021 is appropriate

11 i) During the year ended March 31, 2021:

(a) The Company has sold 154 equity shares of Mrf 10 each of GMIAL for consideration of ₹ 0.00 crore (₹ 23,725)

(b) GGAL ('the Transferee Company'), a subsidiary of the Company had applied for confirmation / approval of scheme of merger / amalgamation and capital reduction ('the Scheme') with its wholly owned subsidiaries GMR GENCO Assets Limited, GMR Kakinada Energy Private Limited and GMR Coastal Energy Private Limited and partly owned subsidiaries SJK Powergen Limited and GMR Power Corporation Limited (collectively referred to as the 'Transferor Companies'). The appointed date of merger / amalgamation is March 31, 2019. The scheme was filed with the Hon'ble Regional Director, Mumbai (RD). Necessary approvals from shareholders and creditors (vide NOCs) were obtained and submitted with the office of RD. The RD filed its report dated February 20, 2020 with National Company Law Tribunal, Special Bench, Mumbai ('NCLT') and NCLT passed the order approving the Scheme on March 13, 2020. Pursuant to the Scheme, financial statements of GGAL have been prepared on merged basis with effect from March 31, 2019 in accordance with the accounting treatment prescribed in the Scheme. Further, as per the Scheme, GGAL's issued, subscribed and paid-up equity share capital has been reduced from ₹ 6,323.25 crore (comprising of 6,323,250,226 equity shares of ₹ 10 each) to ₹ 723.25 crore (comprising of 723,250,226 equity shares of ₹ 10 each) by way of cancelling and extinguishing 5,600,000,000 fully paid up equity shares of ₹ 10 each out of which 5,599,557,367 pertains to shares held the Company. The shareholders whose share capital has been reduced have been paid a total sum of ₹ 60 crore in the proportion of their shareholding in GGAL as the consideration.

(c) DPPL has redeemed 15, 0.1% unsecured optionally convertible cumulative debentures of ₹ 1,000,000 each

(d) The Company has sold 1,165,330,644 equity shares of ₹10 each of GAL to GIDL for a consideration of ₹ 2,112.05 crore. The sales consideration is

5. Financial assets - Investments (Contd.)

received/adjusted as under;

- ₹ 990.00 crore in form of 9,900, 0.001% unsecured compulsorily convertible debentures of GIDL having face value of ₹ 1,000,000 each,
- ₹ 619.00 crore adjusted against the loan taken by the Company from GIDL & balance amount is received as cash.

(e) GGAL has converted 492,102,500, 0.01% compulsorily convertible cumulative preference shares of ₹ 10 each held by the Company into 492,102,500 equity shares of ₹ 10 each. Further, GGAL has issued 402,000,000 equity shares of ₹ 10 each to the Company against other receivables of ₹ 402.00 cores.

(f) In April 2019, Tenaga Nasional Berhad through its wholly-owned subsidiary TNB Topaz Energy SDN (hereinafter together with Tenaga referred to as "TNB") had invested ₹ 105.60 crore in the form of 105,600,000 Compulsorily Convertible debentures ("TNB CCDs") of ₹ 10 each with a commitment to fund a second tranche of ₹ 120.00 crore, subject to the fulfilment of agreed conditions precedent specified in the subscription agreement entered between TNB and the Company (TNB Subscription Agreement) to the satisfaction of TNB in GMR Bajoli Holi Hydropower Private Limited for the under-development Bajoli Holi hydro-power project. Pursuant to the TNB Subscription Agreement, the Company had granted a put option to the TNB on the TNB CCDs which is exercisable against the Company under agreed circumstances at fair value. During the year ended March 31, 2020, TNB had issued a notice for excise of put options granted by the Company on the ground of trigger of certain conditions as prescribed in TNB Subscription Agreement. Consequently, subsequent to the year end, the Company has entered into a settlement agreement with TNB pursuant to which the Company has acquired aforesaid CCDs.

(g) GSPHL has converted (a) 0% 13,826 Compulsorily Convertible Debentures (CCD) of ₹ 100,000 each, (b) 0% 21,200,000 Compulsorily Convertible Debentures of ₹ 10 each and (c) 0 % 100 Compulsorily Convertible Debentures of ₹ 10,000,000 each, aggregating to ₹ 259.46 crore into 0.01% Optionally Convertible debentures (OCDs). After Conversion, GSPHL has redeemed all OCD's for a consideration of ₹199.70 crore. Against aforementioned consideration, the company has received ₹ 34.44 crore during the current year and ₹ 166.70 cr have been adjusted against the liability of the Company. Also refer note 5 (14).

(h) The redemption date of 15,000,000 8% non-cumulative redeemable preference shares of ₹ 10 each issued by GCAPL have been extended for further period of 9 years at mutually agreed terms and conditions. Considering the extention, equity component of preference shares amounting to ₹ 7.12 crore has been recognized.

ii) During the year ended March 31, 2020:

(a) GMRHL, a subsidiary of the Company, received approval of shareholders and creditors and subsequent confirmation from National Company Law Tribunal (NCLT) vide the order dated March 20, 2020 has reduced its issued, subscribed and paid-up equity share capital from ₹ 2,052.93 crore (comprising 2,052,929,749 fully paid up equity shares of ₹ 10/- each) to ₹ 775.44 crore (comprising of 775,440,510 fully paid up equity shares of ₹ 10/- each). Such reduction has been given effect by cancelling and extinguishing 62.23% of the total issued, subscribed and paid up equity share capital of the GMRHL (the "Capital Reduction"). The shareholders whose share capital has been reduced have been paid a sum of 10 paise per equity share as a consideration.

(b) GPUIL has issued 100,000 equity shares of ₹10 each to the Company at its face value.

(c) GMR Infra Developers Limited ("GIDL") has converted 7,115 0.001% Compulsorily Convertible Debentures ("CCDs") having face value of ₹ 1,000,000 each, aggregating to ₹ 711.50 Crore, out of the 20,600 CCD issued by GIDL to the Company, into 12.25% non- convertible debentures (NCDs) of ₹1,000,000 each which has been redeemed during the year.

(d) 8% compulsorily convertible preference shares issued by Dhruvi Securities Private Limited ("DSPL") have been extended for further period of 9 years at mutually agreed terms and conditions. Considering the extention of CCPS, equity component of preference shares amounting to ₹ 132.46 crore has been recognised.

(e) During the year ended March 31, 2019, the Company had sold 123,628,295 equity shares of GEL of ₹ 10 each to GGAL for a sale consideration of ₹ 157.40 crore and pursuant to the sale agreement, 413,266,250 equity shares will be sold to GGAL within next 12 months. Accordingly, ₹ 508.60 crore had been classified under "Assets classified as held for sale" as on March 31, 2020. [However, during the year ended March 31, 2021, the Company has not sold GEL shares pursuant to the sale agreement and accordingly GEL shares reclassified from "Assets classified as held for sale" to "Non- current Investments"]

Notes to the standalone financial statements for the year ended March 31, 2021

5. Financial assets - Investments (Contd.)

(f) The Company entered into a Share Purchase Agreement GISL(SPA) with GMR Infra Services Limited ('GISL') for the sale of 29,277,930 equity shares of face value of ₹ 10 each of GMR Airports Limited ('GAL'), a subsidiary company, for a consideration of ₹ 462.84 crore, subject to fulfillment of various conditions as specified in the GISL SPA. The transaction was completed on February 15, 2020.

12 In GMR Male International Airport Private Limited ('GMIAL'), during the year ended March 31, 2018, Maldives Inland Revenue Authority ('MIRA') has issued tax audit reports and notice of tax assessments demanding business profit tax amounting to USD 1.44 crore, USD 0.29 crore as the additional withholding tax excluding fines and penalties. During the year ended March 31, 2019, MIRA has issued additional demands of USD 0.21 crore and USD 0.13 crore on account of fines on business profit tax and withholding taxes respectively. However, management of the GMIAL is of the view that the notice issued by MIRA is not tenable.

On May 23, 2019, the Attorney General's office has issued statement on this matter to MIRA stating that in the event of the Maldives parties deducting any sum from this award in respect of taxes, the amount payable under the award shall be increased to enable GMIAL to receive the sum it would have received if the payment had not been liable to tax.

Further, as per the letter dated January 22, 2020 received from Ministry of Finance Male, Republic of Maldives (the "Ministry"), the amount of tax assessed by MIRA relating to the final arbitration award is USD 0.59 crore and in the event of any tax payable by GMIAL on the same shall be borne by whom the payment was settled to GMIAL, without giving any workings / break-up for the same. As such the Ministry has confirmed that GMIAL is not liable to pay for the tax assessed by MIRA on the final arbitration award.

GMIAL has obtained the statement of dues from MIRA on December 31, 2020, according to which GMIAL is required to settle business profit tax amounting to USD 0.72 crore and fines on business profit tax amounting to USD 0.62 crore and GMIAL is required to settle withholding tax amounting USD 0.29 crore and fines on withholding tax amounted to USD 0.36 crore (withdrawing the interim tax liability claim of USD 0.72 crore).

Considering the entire tax liability pertaining to the business profit taxes is relating to the Arbitration Award Sum, the management of GMIAL is of view that GMIAL will be able to successfully defend and object to the notice of tax assessments and accordingly, no additional provision is required to be recognized in these financial statements. Further, in respect of the matters pertaining to the withholding taxes and the fines thereon, GMIAL, believes that since these pertain to the aforementioned matter itself, the tax demand on these items is not valid and based on an independent legal opinion, no adjustments to the books of account are considered necessary.

13 The Company does not hold any shares in these entities. The value of investment represents investments in additional equity on account of financial guarantees.

14 The Company has signed definitive share sale and purchase agreement ('SSPA') on September 24, 2020 for the sale of equity owned by its wholly owned subsidiary GMR SEZ & Port Holdings Limited ("GSPHL") of its entire 51% stake in Kakinada SEZ Limited ("KSEZ") to Aurobindo Realty and Infrastructure Private Limited ("ARIPL"). As part of the proposed transfer of stake of KSEZ ("Proposed Sale"), the entire equity stake of Kakinada Gateway Port Limited ("KGPL") held by KSEZ would also be transferred to ARIPL. The equity stake held by Company through GSPHL and the inter corporate deposits (including accrued interest) given to KSL by the Company are carried at ₹ 502.00 crore and ₹ 1,556.79 crore respectively as on December 31, 2020. The equity stake in KSL held by the Company through GSPHL as on December 31, 2020 has been carried at a fair value of ₹ 502.00 crore (which includes fair valuation gain of ₹ 454.00 crore). Apart from the aforementioned, certain subsidiaries of the Company have also extended inter corporate deposits (including accrued interest) to KSL amounting ₹ 1,036.75 crore as at December 31, 2020.

The aforesaid SSPA has been amended and Amendment Agreement to Securities Sale and Purchase Agreement (Amendment to SSPA) has been executed during the current quarter. Pursuant to the same, only 74% equity stake of KGPL held by KSEZ would be transferred to ARIPL and balance 26% equity stake of KGPL would be held by GSPHL. In accordance with the Amendment to SSPA, the revised total consideration for the sale of equity stake as well as the inter corporate deposits given to KSEZ by the Company and its subsidiaries is ₹ 2,719.21 crore. Out of the revised total consideration, ₹ 1,692.03 crore would be received upfront on or before the closing date and balance ₹ 1,027.18 crore would be received in next 2 to 3 years which is contingent upon achievement of certain agreed milestones primarily related to the sale of 2,500 acres of the land parcels by KSEZ at specified prices during the financial years ended March 31, 2022 and March 31, 2023.

Notes to the standalone financial statements for the year ended March 31, 2021

5. Financial assets - Investments (Contd.)

Pursuant to the satisfaction of Conditions Precedent as specified in SSPA, except for ₹ 478.00 crore, ARIPL has released the upfront consideration before March 31, 2021 which has been utilized for the payment to the lenders of the Company and its subsidiaries. Accordingly, Company has recognized exceptional loss of ₹ 95.00 crore and loss of ₹ 490.00 crore in other comprehensive income in the current financial year in relation to the said transaction.

The Company expects in next 2-3 years there will be significant development in the Kakinada SEZ which includes the development of Bulk Drug Park, Commercial Sea port, establishment of various port-based industries, manufacturing industries, development of new International Airport in Bhogapuram. Based on assessment of the achievement of the aforementioned milestones by an independent property consultancy agency, management of the Company is confident of achieving the aforementioned milestones and is of the view that the carrying value of the amount recoverable (disclosed under 'other financial assets') as at March 31, 2021 is appropriate.

15 This includes shares held by others on behalf of the Company.

6. Trade receivables

(₹ in crore)

		Non-current		Current	
		March 31, 2021	**March 31, 2020**	**March 31, 2021**	**March 31, 2020**
Unsecured, considered good[1]					
Receivable from related parties (refer note 34)		146.74	108.71	329.83	533.58
Other trade receivables		0.17	0.86	3.38	5.29
	(A)	**146.91**	**109.57**	**333.21**	**538.87**
Trade receivables- credit impaired					
Receivable from related parties (refer note 34)		-	-	1.40	1.40
Other trade receivables		28.79	28.79	1.78	1.78
	(B)	**28.79**	**28.79**	**3.18**	**3.18**
Loss allowance					
Less: Trade receivables - loss allowance	**(C)**	**(28.79)**	**(28.79)**	**(3.18)**	**(3.18)**
Total trade receivables	**(A+B-C)**	**146.91**	**109.57**	**333.21**	**538.87**

- No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.
- Trade receivables are non-interest bearing.
- Refer note 38(c) for details pertaining to Expected Credit Loss ('ECL').

1. Includes retention money (net of impairment allowances) of ₹146.91 crore (March 31, 2020 ₹ 109.57 crore). These payments are deducted by customer to ensure performance of the Company's obligations and hence are receivable on the completion of contract or after the completion of defect liability period as defined in the respective contract and accordingly no discounting has been done for the same.
2. Refer note 16 for information on trade receivables pledged as security against borrowings.

Notes to the standalone financial statements for the year ended March 31, 2021

7. Loans

(₹ in crore)

		Non-current		Current	
		March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Security deposit					
Unsecured, considered good					
Security deposit with others		-	0.33	1.09	2.61
	(A)	**-**	**0.33**	**1.09**	**2.61**
Other loans					
Unsecured, considered good					
Loan to related parties (refer note 34)		1,328.83	1,255.95	630.31	1,135.35
		1,328.83	**1,255.95**	**630.31**	**1,135.35**
Loans receivables - credit impaired- related parties (refer note 30,34 and 38 (c))		560.07	324.81	626.22	409.53
		560.07	**324.81**	**626.22**	**409.53**
Loss allowance					
Less: Loans receivables - credit impaired - related parties (refer note 30,34 and 38(c))		(560.07)	(324.81)	(626.22)	(409.53)
	(B)	**1,328.83**	**1,255.95**	**630.31**	**1,135.35**
Total loans	**(A+B)**	**1,328.83**	**1,256.28**	**631.40**	**1,137.96**

1. Loans are non-derivative financial instruments which generate a fixed or variable interest income for the Company. The carrying value may be affected by the changes in the credit risk of the counter parties.
2. The Company made a provision for diminution in the value of loan of ₹ 1,186.29 crore as at March 31, 2021 (March 31, 2020: ₹ 734.34 crore) which has been disclosed as an 'exceptional item' in the standalone financial statements of the Company for the year ended March 31, 2021.
3. No loans are due from directors or other officers of the Company either severally or jointly with any other person. Nor any loans are due from firms or private companies respectively in which any director is a partner, a director or a member.

8. Other financial assets

(₹ in crore)

		Non-current		Current	
		March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Unsecured, considered good unless stated otherwise					
Non-current bank balances (refer note 12 (b))		62.70	81.24	-	-
Unbilled revenue- others		-	-	7.30	14.81
Unbilled revenue - related parties (refer note 34)		-	-	367.39	291.18
Interest accrued on fixed deposits		-	-	2.19	1.84
Interest accrued on loans and debentures to related parties (also refer note 34)		-	-	87.52	295.74
Other receivable (also refer note 34)*		511.33	-	379.95	402.00
Non trade receivable considered good (also refer note 34)		-	-	90.08	83.49
Application money paid towards securities [₹ 31, 275 (March 31, 2020: ₹ 31, 275)]		-	-	0.00	0.00
	(A)	**574.03**	**81.24**	**934.43**	**1089.06**
Loss allowance					
Less: Other receivable - loss allowances (refer note 30,34 and 38(c))	**(B)**	**-**	**-**	**-**	**(225.23)**
Total other financial assets	**(A-B)**	**574.03**	**81.24**	**934.43**	**863.83**

* Includes receivable against sale of 8,422,314,44 Compulsory Convertible Debentures (CCDs) of ₹ 10 each amounting to ₹ 513.21 crore (net of amount received) issued by KSL. Also refer note 5(14). It also includes advance amounting to ₹ 216.00 cr given to GASL for the acquistion of 100% stake in RSSL .

Notes to the standalone financial statements for the year ended March 31, 2021

9. Other assets

(₹ in crore)

		Non-current		Current	
		March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Capital advances					
Unsecured, considered good					
Capital advances to others		0.01	1.87	-	-
	(A)	**0.01**	**1.87**	**-**	**-**
Advances other than capital advances					
Unsecured, considered good					
Advance to suppliers		-	-	104.01	62.25
Advance to employees		-	-	1.61	0.70
Advance to related party (refer note 34)		-	-	0.18	0.30
	(B)	**-**	**-**	**105.80**	**63.25**
Other advances					
Prepaid expenses		-	-	5.23	11.49
Balances with statutory/ government authorities		7.27	6.86	37.01	21.94
	(C)	**7.27**	**6.86**	**42.24**	**33.43**
Total other assets	**(A+B+C)**	**7.28**	**8.73**	**148.04**	**96.68**

10. Non- current tax assets (net)

(₹ in crore)

	March 31, 2021	March 31, 2020
Advance income tax (net of provision for current tax and including tax paid under protest)	62.82	64.42
Total non-current tax assets (net)	**62.82**	**64.42**

11. Inventories

(₹ in crore)

	March 31, 2021	March 31, 2020
Raw materials (valued at lower of cost and net realizable value)*	78.68	98.48
Total inventories	**78.68**	**98.48**

* Refer note 16 for information on inventories pledged as security against borrowings.

12 (a). Cash and cash equivalents

(₹ in crore)

		Non-current		Current	
		March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Cash and cash equivalents					
Balances with banks:					
- In current accounts		-	-	36.28	22.33
- deposits with original maturity of less than or equal to three months[1]		-	-	20.94	0.90
Cash on hand		-	-	0.02	0.03
	(A)	-	-	**57.24**	**23.26**

Notes to the standalone financial statements for the year ended March 31, 2021

12 (b). Other bank balances

(₹ in crore)

	Non-current		Current	
	March 31, 2021	**March 31, 2020**	**March 31, 2021**	**March 31, 2020**
Unclaimed Dividend	-	-	0.13	0.27
Deposits with remaining maturity for more than three months but less than twelve months[1,2]	-	38.09	27.65	1.74
Deposits with remaining maturity for more than twelve months[1]	62.70	43.15	-	-
(B)	**62.70**	**81.24**	**27.78**	**2.01**
Amount disclosed under non current financial assets (refer note 8)	(62.70)	(81.24)	-	-
(C)	**(62.70)**	**(81.24)**	**-**	**-**
Total (A+B+C)	**-**	**-**	**85.02**	**25.27**

1. A charge has been created over the deposits of ₹ 111.29 crore (March 31, 2020: ₹ 83.88 crore) towards various loans, guarantees, letter of credit facilities, working capital facilities, bank performance gurantee and Debt Service Reserve Account ('DSRA') maintained by the Company for loans availed by the Company from banks and financial institutions (refer note 16).
2. Includes deposits with original maturity of more than 3 months but less than 12 months of ₹ 27.65 crore (March 31, 2020: ₹ 20.27 crore).
3. For the purpose of the standalone statement of cash flows, cash and cash equivalents comprise the following: (₹ in crore)

Particular	March 31, 2021	March 31, 2020
Balances with banks:		
- On current accounts	36.28	22.33
Deposits with original maturity of less than three months	20.94	0.90
Cash on hand	0.02	0.03
Cash and cash equivalents for cash flow statement	**57.24**	**23.26**

Note : Bank borrowings are generally considered to be financing activities. However, where bank overdrafts which are repayable on demand form an integral part of an entity's cash management, bank overdrafts are included as a component of cash and cash equivalents. A characteristic of such banking arrangements is that the bank balance often fluctuates from being positive to overdrawn. Accordingly, the Company has considered only such bank overdrafts which fluctuates from being positive to overdrawn often.

13. Assets held for sale

The details of assets held for sale and liabilities associated thereto are as under; (₹ in crore)

	March 31, 2021	March 31, 2020
Assets classified as held for sale		
Investment in subsidiary and joint venture (refer note 5)	-	4,748.88
Total assets held for sale	**-**	**4,748.88**

Notes to the standalone financial statements for the year ended March 31, 2021

14. Equity Share Capital

	Equity Shares*		Preference Shares**	
	In Numbers	(₹ in crore)	In Numbers	(₹ in crore)
Authorised share capital:				
At April 1, 2019	**13,500,000,000**	**1,350.00**	**6,000,000**	**600.00**
Increase/(decrease) during the year	-	-	-	-
At March 31, 2020	**13,500,000,000**	**1,350.00**	**6,000,000**	**600.00**
Increase/(decrease) during the year	-	-	-	-
At March 31, 2021	**13,500,000,000**	**1,350.00**	**6,000,000**	**600.00**

* Face value of equity shares: ₹ 1 each
** Face value of preference shares : ₹ 1,000 each

a. Issued equity capital

Equity shares of Re. 1 each issued, subscribed and fully paid

	In Numbers	(₹ in crore)
At April 1, 2019	**6,035,945,275**	**603.59**
Issued during the year	**-**	**-**
At March 31, 2020	**6,035,945,275**	**603.59**
Issued during the year	-	-
At March 31, 2021	**6,035,945,275**	**603.59**

b. Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of Re 1 per share. Every member holding equity shares therein shall have voting rights in proportion to the member's share of the paid up equity share capital. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors if any is subject to the approval of the shareholders in the ensuing Annual General Meeting except interim dividend if any.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the equity shareholders.

c. Shares held by holding /ultimate holding company and/ or their subsidiaries/ associates.

Out of the equity share issued by the Company, share held by its holding company, ultimate holding company and their subsidiaries/ associates are as below:

Name of Shareholder	March 31, 2021		March 31, 2020	
	No. of shares held	(₹ in crore)	No. of shares held	(₹ in crore)
GMR Enterprises Private Limited ('GEPL'), holding company	2,925,543,150	292.55	3,101,143,150	310.11
Equity shares of Re. 1 each, fully paid up				
GMR Infra Ventures LLP ('GIVLLP'), an associate of the holding company	31,321,815	3.13	31,321,815	3.13
Equity shares of Re. 1 each, fully paid up				
GMR Business and Consulting LLP ('GBC'), an associate of the holding company	805,635,166	80.56	805,635,166	80.56
Equity shares of Re. 1 each, fully paid up				

Notes to the standalone financial statements for the year ended March 31, 2021

d. Details of shareholders holding more than 5% shares in the Company

Name of Shareholder	March 31, 2021		March 31, 2020	
	No. of shares held	% Holding in class	No. of shares held	% Holding in class
Equity shares of Re. 1 each fully paid				
GEPL	2,925,543,150	48.47%	3,101,143,150	51.38%
GBC	805,635,166	13.35%	805,635,166	13.35%
DVI Fund Mauritius Limited	532,697,959	8.83%	536,725,736	8.89%
ASN Investments Limited	439,069,922	7.27%	359,736,151	5.96%

As per records of the Company including its register of shareholders/ members, the above share holding represents both legal and beneficial ownership of shares.

e. Aggregate number of shares issued for consideration other than cash during the period of five years immediately preceding the reporting date:

During the year ended March 31, 2016, 5,683,351 Series A 0.001% CCPS and 5,683,353 Series B 0.001% CCPS of face value of ₹ 1,000 each have been converted into 359,478,241 equity shares of face value of ₹ 1 each at a price of ₹ 15.81 per equity share (including securities premium of ₹ 14.81 per equity share) and 380,666,645 equity shares of face value of ₹1 each at a price of ₹ 14.93 per equity share (including securities premium of ₹ 13.93 per equity share) respectively.

f. Shares reserved for issue under options

For details of shares reserved for issue on conversion of foreign currency convertible bonds ('FCCB'), refer note 16(3) related to terms of conversion/ redemption of FCCB.

15. Other Equity

Equity component of optionally convertible debentures ('OCDs') [refer note 16 (2)][9]		(₹ in crore)
Balance as at April 1, 2019		**45.92**
Balance as at March 31, 2020		**45.92**
Less: amount transferred to retained earning		(45.92)
Balance as at March 31, 2021	**(A)**	**-**
Treasury shares[2]		
Balance as at April 1, 2019		**(101.54)**
Less: Sale during the year		101.54
Balance as at March 31, 2020		**-**
Balance as at March 31, 2021	**(B)**	**-**
Fair valuation through other comprehensive income ('FVTOCI') reserve[3]		
Balance as at April 1, 2019		**677.84**
Add: Gains on FVTOCI on equity securities (net of tax ₹ 464.65 crore)		1996.21
Less: amount transferred to retained earning		(445.67)
Balance as at March 31, 2020		**2,228.38**
Add: Loss on FVTOCI on equity securities (net of tax ₹ 339.09 crore)		(1,116.48)
Less: amount transferred to retained earning		(4,254.97)
Balance as at March 31, 2021	**(C)**	**(3,143.07)**
General reserve[5]		
Balance as at April 1, 2019		**174.56**
Balance as at March 31, 2020		**174.56**
Balance as at March 31, 2021	**(D)**	**174.56**

Notes to the standalone financial statements for the year ended March 31, 2021

15. Other Equity

(₹ in crore)

Securities premium[4]		
Balance as at April 1, 2019		**10,010.98**
Balance as at March 31, 2020		**10,010.98**
Balance as at March 31, 2021	**(E)**	**10,010.98**
Debenture redemption reserve ('DRR')[7]		
Balance as at April 1, 2019		**94.86**
Less: amount transferred to retained earnings		(35.37)
Balance as at March 31, 2020		**59.49**
Less: amount transferred to retained earnings		(59.49)
Balance as at March 31, 2021	**(F)**	**-**
Capital reserve[1]		
Balance as at April 1, 2019		**141.75**
Balance as at March 31, 2020		**141.75**
Balance as at March 31, 2021	**(G)**	**141.75**
Retained earnings[6]		
Balance as at April 1, 2019		**121.50**
Loss for the year		(1,479.12)
Add: Transferred from debenture redemption reserve		35.37
Add: Loss on sale of treasury shares		(72.00)
Add: Re-measurement gains on defined benefit plans		0.04
Add: Transfer from Fair valuation through other comprehensive income ('FVTOCI') reserve		445.67
Balance as at March 31, 2020		**(948.54)**
Loss for the year		(1,280.16)
Add: Transferred from debenture redemption reserve		59.49
Add: Transfer on account of redemption of OCDs		45.92
Add: Re-measurement gains on defined benefit plans		0.55
Add: Transfer from fair valuation through other comprehensive income ('FVTOCI') reserve		4254.97
Balance as at March 31, 2021	**(H)**	**2,132.23**
Foreign currency monetary translation difference account ('FCMTR') (refer note 16(3))[8]		
Balance as at April 1, 2019		**(68.31)**
Add: Exchange difference loss on FCCB recognised during the year		(195.40)
Less: FCMTR amortisation during the year		(15.31)
Balance as at March 31, 2020		**(248.39)**
Add: Exchange difference gain on FCCB recognised during the year		76.65
Less: FCMTR amortisation during the year		(2.08)
Balance as at March 31, 2021	**(I)**	**(173.82)**
Total other equity	**(A+B+C+D+E+F+G+H+I)**	
Balance as at March 31, 2020		**11,464.15**
Balance as at March 31, 2021		**9,142.63**

Notes to the standalone financial statements for the year ended March 31, 2021

1. On July 02, 2014, the Board of Directors of the Company approved an issue and allotment of up to 180,000,000 warrants having an option to apply for and be allotted equivalent number of equity shares of face value of Re.1 each on a preferential basis under chapter VII of the SEBI ICDR Regulations and provisions of all other applicable laws and regulations and accordingly the Company received an advance of ₹ 141.75 crore against such share warrants. The shareholders approved the aforesaid issue of warrants through postal ballot on August 12, 2014. Pursuant to the approval of the Management Committee of the Board of Directors dated February 26, 2016 the outstanding warrants have been cancelled as the holders did not exercise the option within the due date of 18 months from the date of allotment, and ₹ 141.75 crore received as advance towards such warrants has been forfeited in accordance with the SEBI ICDR Regulations during the year ended March 31, 2016. The said amount was credited to Capital Reserve account during the year ended March 31, 2016.

2. The Company had given an interest free loan of ₹ 115.00 crore to GMR Welfare Trust ('GWT') during the year ended March 31, 2011 for the purpose of employee benefit scheme. GWT had utilised the proceeds of the loan received from the Company to acquire equity shares of the Company for ₹ 101.15 crore, investment in GAL for ₹ 11.28 crore and for other purpose for ₹ 2.28 crore.

   SEBI had issued Circular CIR/CFD/DIL/3-2013 dated January 17, 2013 prohibiting listed companies from framing any employee benefit scheme involving acquisition of its own securities from the secondary market. SEBI had issued Circular CIR/CFD/POLICYCELL/14/2013 dated November 29, 2013 extending the date of compliance to June 30, 2014. The management of the Company submitted the details of GWT to the stock exchanges. SEBI has issued a Notification dated October 28, 2014 notifying "The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014" ("SEBI Regulations") whereby the Companies having existing schemes to which these regulations apply are required to comply with these regulations within one year of the effective date of the regulations and the trusts holding shares, for the purposes of implementing general employee benefit schemes, which exceed ten percent of the total value of the assets of the trusts, shall have a period of five years to bring down trusts' holding in such shares to the permissible limits. SEBI published Frequently Asked Question ("FAQ") on SEBI Regulations and clarified that appropriation of shares towards ESPS/ ESOP/SAR/General Employee Benefits Scheme / Retirement Benefit Schemes by October 27, 2015 would be considered as compliance with proviso to regulation 3(12) of the SEBI Regulations. The Company may appropriate towards individual employees or sell in the market during next one year so that no unappropriated inventory remains thereafter. The shareholders have approved the revised terms and conditions of the scheme by passing a special resolution in the Annual General Meeting of the Company held on September 23, 2015 and that the Company will ensure compliance with other applicable provisions of the new regulations within the permissible time period. Pursuant to the implementation of Ind AS, the Company had consolidated the financial statements of GWT in its standalone financial statements and accordingly the loans has become Nil during previos year.

   During the previous year, the GWT has fully repaid the outstanding balance of the aforementioned loan amounting Rs 115.00 crore and has also transferred the sharers of GAL held by it, to the Company pursuant to share purchase agreement entered during the year between the Company and GWT. Hence, the Company has discontinued consolidating the financials of GWT in its standalone financial statement as on March 31, 2020. Further, during the previous year, GWT has disposed off all shares of the company.

3. FVTOCI equity securities

   Pursuant to change in accounting policies as detailed in note 2, the Company has elected to recognise changes in the fair value of investments in equity securities in other comprehensive income. These changes are accumulated within the FVTOCI reserves within equity.

4. Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

5. General reserve was created persuant to transfer of debenture redemption reserve and equity component of preference share. General reserve is a free reserve available to the Company.

6. Retained Earnings are the profits of the Company earned till date net of appropriations.

7. During the year, the Company has redeemed its outstanding debentures and transferred outstanding balance in debentures redemption reserve to retained earnings.

8. FCMTR represents unamortised foreign exchange differences arising on translation of long-term foreign currency monetary items.

9. During the current year, the Company has fully repaid 0% Optionally Convertible Debentures ('OCDs') issued to Doosan against which this equity component of ₹ 45.92 crore was recognised by the Company at the time of initial recognition in accordance with Ind AS 32 Financial Instruments Presentation. Accordingly, equity component of OCDs has been transferred to retained earnings. Also refer note 16(2).

Notes to the standalone financial statements for the year ended March 31, 2021

16. Financial liabilities - Borrowings

(₹ in crore)

		Non-current		Current	
		March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
A.	**Long term borrowings:**				
	Debentures / Bonds				
	Nil (March 31, 2020: 10,000) 0% redeemable and non-convertible debentures of ₹ Nil (March 31, 2020: ₹ 252,500; (secured)[1,27]	-	-	-	252.18
	Nil (March 31, 2020: 3) 0% optionally convertible debentures of ₹ Nil (March 31, 2020: ₹ 430,802,315; (secured)[2]	-	-	-	161.05
	6 (March 31, 2020: 6) 7.5% Foreign Currency Convertible Bonds ('FCCBs') of USD 50,000,000 (March 31, 2020: USD 50,000,000) each (unsecured)[3,27]	2,149.18	2,224.20	-	-
	Term Loans				
	From banks				
	Indian rupee term loans (secured)[4,5,6,7,8,9,26]	1,117.43	773.71	303.70	160.27
	Indian rupee term loans (unsecured)[9]	-	490.22	-	-
	From financial institutions				
	Indian rupee term loans (secured)[10,11,12,25]	27.78	171.41	111.94	173.34
	Indian rupee term loans (unsecured),[13,14,15,16,17]	130.94	522.52	43.07	229.73
	Others				
	Loans from related parties (unsecured)[18,19,20,23,24] (refer note no 34)	295.20	2,159.39	171.88	44.59
		3,720.53	**6,341.45**	**630.59**	**1,021.17**
	The above amount includes				
	Secured borrowings	1,145.21	945.12	415.64	746.84
	Unsecured borrowings	2,575.32	5,396.33	214.95	274.32
	Less: amount classified under "Other financial liabilities"(refer note no 17)	-	-	(630.59)	(1,021.16)
		3,720.53	**6,341.45**	**-**	**-**

B.	**Short term borrowings:**				**(₹ in crore)**
				March 31, 2021	March 31, 2020
	Loan repayable on demand				
	Bank Overdraft (secured) [21]			291.00	268.18
	Working capital loan (secured) [21]			133.81	139.34
	Loans from related parties (unsecured)[22] (refer note no 34)			342.10	411.13
				766.91	**818.64**
	The above amount includes				
	Secured borrowings			424.81	407.52
	Unsecured borrowings			342.10	411.13
				766.91	**818.64**

Notes to the standalone financial statements for the year ended March 31, 2021

1. During the year ended March 31, 2012, the Company had entered into an agreement to issue 7,000 secured, listed redeemable, non convertible debentures of ₹ 1,000,000 each to ICICI Bank Limited ('ICICI') ('Tranche 1'). During the year ended March 31, 2013 the Company had further entered into an agreement with ICICI to issue 3,000 secured, redeemable, non convertible debentures of ₹ 1,000,000 each ('Tranche 2'). These debentures are secured by way of (i) first pari passu charge over 444.52 acres of land held by GKSIR (ii) subservient charge on 8,236 acres of SEZ land held by KSL (iii) first exclusive charge over Debt Service and Reserve Account ('DSRA') maintained by the Company with ICICI and (iv) second ranking pledge over 30% of fully paid-up equity shares of ₹ 10 each of GGAL. These debentures are redeemable at a premium yield during the financial year ended March 31, 2020 @ 14.50% p.a. base rate of ICICI plus 4.50% p.a. The Tranche 1 is redeemable in thirty seven quarterly unequal instalments commencing from March 25, 2012 and Tranche 2 is redeemable in thirty six quarterly unequal instalments commencing from June 25, 2012. As at March 31, 2021, the Company has fully redeemed these debentures. Also refer note 16(27) below.

2. During the year ended March 31, 2019, the Company had entered into an agreement to issue eight 0% Optionally Convertible Debentures ('OCDs') of ₹ 402.00 crore i.e. 4 OCDs of ₹ 43.08 crore each and 4 OCDs of ₹ 57.42 crore each to Doosan Power Systems India Private Ltd ('DPS') which were redeemable in eight quarterly unequal instalments commencing from March 31, 2019. However, subsequent to issue of OCD's, based on interpretative letter received from Securities and Exchange Board of India ('SEBI'), 4 OCDs of face value amounting to ₹ 229.68 crore were cancelled by the Company and have been considered as 'loans from others' during the year ended March 31, 2019 and there after the same have been realloted on September 27, 2019, These OCDs are secured by way of (i) pledge of 217,300,975 fully paid -up equity shares of ₹10 each of GEL owned by GIL and GGAL in favour of DPS. During the current year, the company has fully redemeed balance OCD's outstanding as on March 31, 2020. As at March 31, 2021, the Company has repaid all installment of three OCDs

3. Pursuant to the approval of the Management Committee of the Board of Directors dated December 10, 2015, the Company has issued 7.50% Unlisted FCCBs of USD 30.00 crore to Kuwait Investment Authority with a maturity period of 60 years which has outstanding amount ₹ 2,149.18 crore (March 2020 : ₹ 2,224.20 crore). The subscriber can exercise the conversion option on and after 18 months from the closing date upto close of business on maturity date. Interest is payable on annual basis. The FCCBs are convertible at ₹ 18 per share which can be adjusted at the discretion of the Company, subject to the regulatory floor price. The exchange rate for conversion of FCCBs is fixed at Rs 66.745/USD. As at March 31, 2021, FCCB holders have not exercised the conversion option. The Company needs to take necessary steps in case the bondholders direct the Company to list the FCCBs on the Singapore Exchange Trading Limited. Also refer note 16(27) below.

4. Indian rupee term loan from a bank of ₹ 28.47 crore (March 31, 2020: ₹ 64.89 crore) carries interest @ the lender's Marginal Cost of Funds based Lending Rate of 1Y (I-MCLE-1Y) plus spread of 4.55% p.a. (March 31, 2020: I-MCLE-1Y plus spread of 4.55% p.a.) and interest is payable on a monthly basis. The loan is secured by (i) first pari passu charge over 357.605 acres of land held by GKSIR (ii) subservient charge on 8,236 acres of SEZ land held by KSL (iii) charge over Dividend / Interest Escrow Account of the Company into which all dividends and/or interest receivable by the Company from GEL and GGAL would be deposited and (iv) first ranking pledge/NDU over 49% of equity shares of GGAL. (v) DSRA covering interest payment for the next three months.The loan is repayable in eighteen structured quarterly instalments commencing from December 25, 2016 and ending on September 25, 2021. Further the lender has certain mandatory prepayment rights as per the terms of the agreements, including amendments thereof. Further, during current year, the bank has converted interest accrued during the moratorium period amounting to Rs 4.32 crore into funded interest term loan.The terms and conditions of the said loan will remains same as original loan.

5. Indian rupee term loan from a bank of ₹ 37.50 crore (March 31, 2020: ₹ 43.48 crore) carries interest @ base rate of lender plus spread of 1.25% p.a. (March 31, 2020: base rate of lender plus spread of 1.25% p.a.) and interest is payable on a monthly basis. The loan is secured by i) 10% of cash margin on the outstanding amount in the form of lien on fixed deposits in favour of the lender ii) an exclusive charge on assets created out of underlying facility by GISPL in favour of lender approved correspondent bank iii) second charge on cash flows of GISPL from coal trading under Coal Sales and Purchase Agreement with GCRPL iv) exclusive charge on loans given to GEL v) DSRA covering interest payment for the next three months and vi) securities as set out in note 16(26). The loan is repayable in fourteen unequal semi-annual instalments commencing after twelve months from the date of first disbursement. Further the lender has certain mandatory prepayment rights as per the terms of the agreements, including amendments thereof. Further, during current year, the bank has converted interest accrued during the moratorium period amounting to Rs 2.73 crore into funded interest term loan.The terms and conditions of the said loan will remains same as original loan.

6. Indian rupee term loan from a bank of ₹ 555.48 crore (March 31, 2020: ₹ 508.39 crore) carries interest @ lender's marginal cost of funds based lending rate ('MCLR') plus spread of 3.10% p.a. (March 31, 2020: MCLR plus spread of 3.10% p.a.) and interest is payable on a monthly basis. The loan is secured by (i) first charge on the assets taken on loan by the Company to provide minimum cover of 1.00 times of the facility outstanding (ii) extension of pledge over 20% shares of GEL along with all beneficial/economic voting rights (already cross collateralized for existing term loan facilities at the Company, RSSL, GGAL (Term Loan-I) GMRHL (Term Loan-I)) (iii) additional pledge over 8% shares of GEL along with all beneficial/economic voting rights and non disposal undertaking over 2% shares of GEL (prior to disbursement) (iv) pledge over 26% shares of GMR Airports Limited along with all beneficial/economic voting

rights (v) margin of 19.14% of outstanding amount (in form of FD/cash or any other instrument to the satification of the lender). The loan is repayable in fourteen half yearly structured instalments commencing after a moratorium period of one year from the date of first disbursement. Further the lender has certain mandatory prepayment rights as per the terms of the agreements. Further, during current year, the bank has converted interest accrued during the moratorium period amounting to Rs 35.99 crore into funded interest term loan. The terms and conditions of the said loan will remains same as original loan. Also refer note 16(26) below.

7. Indian rupee term loan from a bank of ₹ Nil (March 31, 2020: ₹ 29.94 crore) carries interest @ base rate of lender plus spread of 0.50% p.a. (March 31, 2020: base rate of lender plus spread of 0.50% p.a.) and interest is payable on a monthly basis. The loan is secured by i) 10% DSRA in the form of lien on fixed deposits in favour of the lender ii) Exclusive first charge on assets provided by the Company created out of this facility and iii) securities as set out in note 16(26). The loan is repayable in fourteen structured quarterly instalments commencing from January 15, 2017 as per the revised agreement dated May 23, 2016. Further the lender has certain mandatory prepayment rights as per the terms of the agreements, including amendments thereof. Further, during current year, the bank has converted interest accrued during the moratorium period amounting to Rs 1.70 crore into funded interest term loan.The terms and conditions of the said loan will remains same as original loan.

8. Indian rupee term loan from a bank of ₹ 272.51 crore (March 31, 2020: ₹ 287.28 crore) carries interest @ MCLR plus spread of 1.45% p.a. (March 31, 2020: MCLR plus spread of 1.45% p.a.) and interest is payable on a monthly basis. The loan is secured by i) first charge on assets created out of this facility ii) 10% of cash margin on the outstanding amount in the form of lien on fixed deposits in favour of the lender and iii) securities as set out in note 16(26). The loan is repayable in twenty eight structured quarterly instalments commencing from October 2017. Further the lender has certain mandatory prepayment rights as per the terms of the agreements, including amendments thereof. Further, during current year, the bank has converted interest accrued during the moratorium period amounting to Rs 17.28 crore into funded interest term loan.The terms and conditions of the said loan will remains same as original loan.

9. Indian rupee term loan from a bank of ₹ 527.18 crore (March 31, 2020: ₹ 490.22 crore) carries interest @ base rate of lender plus spread of 4.75% p.a. (March 31, 2020: base rate of lender plus spread of 4.75% p.a.) payable on a monthly basis. The loan is secured by (i) first pari passu charge on 357.605 acres of land held by GKSIR and (ii) subservient charge on 8,236 acres of SEZ land held by KSL. The loan is repayable in twelve structured quarterly instalments commencing from April 25, 2021 and ending on January 25, 2024 as per the revised agreement dated May 27, 2016. (iii) first ranking pledge/ NDU over 49% of equity shares of GGAL iv) DSRA covering interest payment for the next three months Further the lender has certain mandatory prepayment rights as per the terms of the agreements, including amendments thereof. Further, during current year, the bank has converted interest accrued during the moratorium period amounting to Rs 34.10 crore into funded interest term loan.The terms and conditions of the said loan will remains same as original loan.

10. Indian rupee term loan from a financial institution of ₹ 23.89 crore (March 31, 2020: ₹ 43.28 crore) carries interest rate @ 13.50% p.a. (March 31, 2020: 13.50% p.a.) and is payable on a monthly basis. The loan is repayable in eighteen quarterly instalments commencing from October' 2016. The loan is secured by way of i) first mortgage and charge on non-agriculture lands of SJK Powergen Limited ('SJK') (Which has now been merged with GMR Generation Assets Ltd w.e.f April 1, 2020) ii) pledge of 20,000,000 equity shares of Re. 1 each of the Company, held by GEPL and iii) pledge of such number of equity shares of ₹ 10 each of GEL having book value of minimum of ₹ 400.00 crore held by the Company and in case of default of repayment of loan, the lender has the right to convert the loan into equity. Further, during current year, the bank has converted interest accrued during the moratorium period amounting to Rs 2.30 crore into funded interest term loan.The terms and conditions of the said loan will remains same as original loan.

11. Indian rupee term loan from a financial institution of ₹ 115.83 crore (March 31, 2020: ₹211.95 crore) carries interest @ the lender's benchmark rate plus spread of 3.30% p.a. (March 31, 2020: lender's benchmark rate plus spread of 3.30% p.a.). The loan is secured by i) a mortgage on exclusive first charge basis on a) 99.76 acres of immovable property held by RSSL b) 10 acres of immovable property held by GEPL c) 10 acres of immovable property held by Fabcity Properties Private Limited d) 11.46 acres of immovable property held by GMR Bannerghatta Properties Private Limited e) 13.225 acres of land held by BIPL f) 246.10 square meter of house property located in New Delhi held by DG Buildwell Private Limited g) commercial property held by Grandhi Enterprises Private Limited and corporate guarantee of these entities which are giving mortgage charge ii) Pledge of 6,024,097 listed shares of the Company on exclusive charge basis iii) DSRA covering interest payment for two quarters and principal repayment for one quarter in the form of fixed deposit and iv) post dated cheques ('PDC') for interest and principal repayments. The loan is repayable in fourty eight monthly instalments commencing after a moratorium period of 12 months from the date of first disbursement. Further the lender has certain mandatory prepayment rights as per the terms of the agreements. Further, during current year, the bank has converted interest accrued during the moratorium period amounting to Rs 12.57 crore into funded interest term loan.The terms and conditions of the said loan will remains same as original loan.

Notes to the standalone financial statements for the year ended March 31, 2021

12. Indian rupee term loan from a financial institution of ₹ Nil (March 31, 2020: ₹ 86.62 crore) carries interest @ SREI Prime Lending Rate (SPLR) add spread of 1.00% p.a (March 31, 2020 : SPLR add spread of 1.00% p.a.) payable on a monthly basis. The loan is secured against i) exclusive charge over 197 equipments ii) first charge over track laying and associated equipment owned by the Company for the DFCC package 201 iii) first pari passu charge by way of hypothecation over the entire current assets of the DFCC package 202 (hereinafter refered as "project") including cash flows related to the project by way of escrow mechanism iv) second pari passu charge by way of hypothecation over the movable fixed assets of the project including but not limited to track laying and associated equipment of the project v) first pari passu charge over all the project documents including all licenses, permits, approvals, consents and insurace polices. The loan facility shall be repaid in four structured monthly installments commencing from March 2020 to June 2020.

13. Indian rupee term loan from a financial institution of ₹ Nil (March 31, 2020: ₹85.68 crore) carries interest @ 12.00% p.a. (March 31, 2020: 12.00% p.a.) payable on a quarterly basis. The loan is repayable in seven equal annual instalments commencing at the end of four years from the date of first disbursement. The loan is secured by exclusive first charge on land held by GKSIR.

14. Indian rupee term loan from a financial institution of ₹ Nil (March 31, 2020: ₹ 199.80 crore) carries interest @ 11.75% p.a. (March 31, 2020: 11.75% p.a.) payable on a half yearly basis. The loan is repayable in ten equated annual instalments commencing from December 2012. The loan is secured by a first pari passu charge on 8,236 acres of land held by KSL.

15. Indian rupee term loan from a financial institution of ₹ 174.02 crore (March 31, 2020: ₹ 216.61 crore) carries interest @ 12.15% p.a. (March 31, 2020: 12.15% p.a.) payable on a quarterly basis. The loan is repayable in six equal annual instalments commencing at the end of five years from the date of first disbursement. The loan is secured by an exclusive first charge on certain immovable properties located in the State of Telangana owned by Namitha Real Estate Private Limited (NREPL), a subsidiary of the Company, Corporate Infrastructure Services Private Limited, a fellow subsidiary, Varalaxmi Jute & Twine Mills Private Limited, Vijay Niwas Real Estates Private Limited and Smt. G. Varalakshmi.

16. Indian rupee term loan from a financial institution of ₹ Nil (March 31, 2020: ₹185.00 crore) carries interest @ SPLR less spread of 1.50% p.a. (March 31, 2020 : SPLR less spread of 1.50% p.a.) payable on a monthly basis. The loan facility is repayable at the end of six years from initial disbursement date. The loan is secured against i) second pari passu charge on entire current assets of GEPL ii) corporate gurantee of GEPL. Further the lender has certain mandatory prepayment rights as per the terms of the agreements.

17. Indian rupee term loan from a financial institution of ₹ Nil (March 31, 2020: ₹65.17 crore) carries interest @ SPLR less spread of 3.25% p.a. (March 31, 2020 : SPLR less spread of 3.25% p.a.) payable on a monthly basis. The loan is secured against i) second pari passu charge on entire current assets of GEPL ii) corporate gurantee of GEPL. Further the lender has certain mandatory prepayment rights as per the terms of the agreements. The loan facility is repayable at the end of fifteen months from initial disbursement date.

18. Loan of ₹ 44.63 crore (March 31, 2020: ₹ 44.59 crore) from its subsidiary, GADL carries interest @ 12.95% p.a. (March 31, 2020: 12.95% p.a.) and is payable on a monthly basis. The loan is to be repaid on June 30, 2024.

19. Loan of ₹ Nil (March 31, 2020: ₹ 277.22 crore) from its subsidiary, GPCL carries interest @ 7% p.a. (March 31, 2020: 7% p.a.) and is payable along with the principal.

20. Loans of ₹ 34.57 crore (March 31, 2020: 1,882.17 crore) from its subsidiaries, GIDL carries interest @ 19.46% p.a (March 31, 2020: 19.46%) and is payable along with the principal. The loan is repayable after 3 years from the date of disbursement of the loan.

21. Bank overdrafts amounting to ₹ 291.00 crore (March 31, 2020: ₹ 268.18 crore) and working capital loan amounting to ₹ 133.81 crore (March 31, 2020: 139.34 crore) is secured by

    A) first charge on current assets of the EPC division of the Company and GIL (package 202),

    B) First charge ranking Pari-Pasu on the escrow Account (in the name of GIL-SIL JV) maintained for the purpose of project package 202 along with other working capital as well as term loan lenders, 2nd Pari-Pasu charge on equipment financed by Laksmi vilas bank (Loan with LVB has fully repaid by the company hence the charge may be treated as first charge) .

    Collateral Security

    1) Exclusive Charge by way of mortgage of around 334.24 acres vacant land situated at Ayyarnpalli, Nagamangalam, Udhanpalli, Udedurgam and Thimjepalli villages near hosur, Tamil Nadu, which is part of 2101 acres, purchased for industrial development. The land stands in the name of M/s GMR Krishnagiri SIR Limited (formerly known as M/s GMR Krishnagiri SEZ Limited), M/s Lilliam Properties(P) Ltd. and M/s Suzone Properties (P) Ltd. which are all GMR Group companies

    2) Exclusive charge by way of mortgage of residential property at Jaynagar 4th block, Bengaluru standing in the name of B V Nageswara Rao measuring 2494 Sq.ft.

Notes to the standalone financial statements for the year ended March 31, 2021

3) Exclusive charge by way of lien marked on fixed deposit of Rs 14.50 crore maintained with the branch along with interest accrued thereon (In lieu of commercial property owned by GMR Family Fund Trust at Museum Road, Bengaluru admeasuring 6455 Sq ft.

4) Pari Passu Charge on the fixed assets of project (Package 201) Present and Future.

The cash credit facility is further secured by personal/corporate Guarantee

1) Mr . B V Nageswara Rao, Group Director, (To the extent of the value of the property offered as collateral security i.e Rs 4.30 crore); M/s GMR Krishnagiri SEZ Limited; M/s GMR Lilliam Properties (P) Ltd; M/s GMR Suzone Properties (P) Ltd.

2) First Mortgage on the compnay's entire Fixed Assets Pertaining to subject project (If any) and First charge by way of Hypothecation on all movable assets (Excudling all equipments funded by our banks) including but not limited to all current / non-current assets in respect of Project (Package 201) both present and future ranking pari pasu with other working capital and NFB / BG Lenders.

C) A first Charge on all the compnay's Bank accounts including, without lmitation, the TRA / Escrow account and each of the other acccounts as required to be created by the company for this project under any project Document or contract

D) A first charge / assignment/ security interest on the company's rights under the EPC Agreement, major project documents & Contracts and all licenses, permits, approvals, consents and insurance policies in respect of the present project

E) Assignment of Contractor guarantees, liquidated damages, letter of credit, guarantee or performance bond that may be provided by any counter party under any project agreement or contract in favor of the company and insurance policies etc. pertaining to this project

The Aforesaid security would rank pari passu with all the security created/to be created in favour of the lenders and working capital lenders, if any for securing the fund based and non fund based working capital limits for the project

Second Pari Passu Charge on the fixed assets of project (DFCC Package 201) financed by the bank Present and Future

F) First mortgage on the entire fixed assets pertaining to DFCC Package 201 (if any) and First charge by way of hypothecation on all movable assets including but not limited to all current/Non-Current assets held by GIL-SIL JV in respect of Project (Package 201) both present and future ranking pari passu with other working capital and NFB/BG lenders

G) A first charge on all the Bank accounts of GIL-SIL JV including, without limitation, the TRA/Escrow/Designated account and each of the other accounts as required to be created by GIL-SIL JV for this project under any project document or contract.

The aforesaid security would rank pari-passu with all the security created / to be created in favour of the lenders and working capital lenders, if any for securing the fund-based and non-fund based working capital limits for the project (DFCC Package 201) First Charge on the current assets of the EPC division of the Company (more particularly as defined in DoH dated January 01, 2010)

22. Loans of ₹ 342.10 crore (March 31, 2020: ₹ 411.13 crore) from its subsidiaries, carry interest ranging between 7.00% p.a. to 12.95% p.a. (March 31, 2020: 7.00% p.a. to 12.95% p.a.) and is payable along with repayment of principal or on such intervals as may otherwise be agreed upon by the parties.

23. During the year ended March 31, 2021, the Company had taken short term loan from GMR Corporate Affairs Private Limited of ₹ 171.88 crore which carried interest @ 17% p.a. payable on monthly basis. The principal is repayable on January 12, 2022

24. During the year ended March 31, 2021, the Company had taken term loan from GMR Airports Limited of ₹ 216.00 crore which carried interest @ 16% p.a. payable on Monthly Basis. The principal is repayable on June 30, 2024

25. Vehicle loan taken from a financial institution of Nil (March 31, 2020: ₹ 2.90 crore) carries interest @ 9.50% p.a. payable on a monthly basis. The loan is repayable in thirty four monthly instalments commencing after two months from the date of first disbursement. The loan is secured by a charge on the assets purchased out of loan proceeds by the Company.

26. Securities for the facilities mentioned in note 5, 6, 7, 8

a) First charge over 30% pledge of shares of RSSL and 70% shares under NDU arrangement to be kept in lender's demat account.
b) Charge over 30% pledge of shares of GGAL.
c) Pledge over 30% shares of GMRHL held by the Company along with DSPL.
d) Undertaking from the Company to hold majority stake in GMRHL.
e) Pledge/charge on the advances/CCPS invested by GISPL in GCRPL in favour of lender/ lender approved correspondent bank.
f) Mortgage on office space at Bandra Kurla Complex, Mumbai.
g) Pledge over 26% shares of GAL along with all beneficial/economic voting rights.

Notes to the standalone financial statements for the year ended March 31, 2021

27. Detail of period and amount of delays;

As on March 31, 2021:

The Company had dues to bonds holders as on 31 March 2021 amounting to ₹ 185.25 crore which were overdue for 90 days, for which the formal extension had been obtained subsequent to the year end and before the approval of these standalone financial statements.

As on March 31, 2020:

The Company has delayed in repayment of principle amounting to ₹ 45.00 crore and interest dues there on amounting to ₹ 8.47 crore due to 0% redeemable and non-convertible debentures holders. The delay ranges to 0-30 days. The Company has paid all aforesaid delayed outstanding amounts subsequent to March 31, 2020.

17. Other financial liabilities

(₹ in crore)

	Non-current		Current	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Other financial liabilities at amortised cost				
Security deposit- Related parties (refer note no 34)[3]	43.50	49.50	-	-
Security deposit others	0.15	0.16	-	-
Financial guarantee	62.47	79.06	16.28	16.68
Unclaimed dividend	-	-	0.13	0.27
Non-trade payable[1]	-	-	163.73	8.49
Non trade payable- Related parties (refer note 34)[5]	-	-	54.59	555.08
Liabilities towards put options given to non controlling interest[2,6]	-	-	1,260.03	1,192.43
Interest accrued on debt and borrowings (refer note no 34)	-	-	564.43	528.02
Current maturities of long-term borrowings (refer note 16)[4]	-	-	458.71	976.57
Current maturities of long term borrowings - Related parties (refer note 16, 34)	-	-	171.88	44.60
Total other financial liabilities	**106.12**	**128.72**	**2,689.78**	**3,322.14**

1. During the year ended March 31, 2016, ₹ 22,563 was received as excess share application money received against rights issue which is pending to be refunded during year ended March 31, 2021.

2. In July 2010, IDFC and Temasek ('PE investors') had made certain investments through preference shares in GMR Energy Limited (GEL). There were certain amendments to the original arrangement between the Company, GEL and the PE investors. Per the latest amended Subscription and Shareholder Agreement executed in May 2016, preference shares held by the PE investors were converted into equity shares of GEL. Post conversion, the PE investors held 17.85% of equity shares in GEL with an exit option within the timelines as defined in the aforesaid amended agreement. As the said timelines have expired, the PE investors have sort for an exit without any further extensions and consequently, the Company has recognized the financial liability of ₹ 1,142.43 crore (March 2020: ₹ 1,192.43 crore) crore in the financial statements.

3. Security deposit of ₹ 43.50 crore (March 31, 2020: Rs 49.50 crore) from its subsidiary, RSSL carries interest @ 11.35% p.a. (March 31, 2020: 11.35% p.a.) payable on a monthly basis. The security deposit is repayable on discharge of all performance obligations of RSSL under the long term service agreements entered into with the Company and other group companies.

4. Includes unpaid matured debentures and interest accrued thereon amounting to ₹ Nil (March 2020 : ₹ 53.47 crore)

5. Pursuant to SSPA as specified in note 5 (14), ₹ 555.08 crore payable to KGPL has been adjusted against the consideration as specified in that note.

6. Refer note 5 (11) (i) (f)

Notes to the standalone financial statements for the year ended March 31, 2021

18. Provisions

(₹ in crore)

	Non-current		Current	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Provision for employee benefits				
Provision for gratuity (refer note 35(b))	0.80	0.89	-	-
Provision for superannuation	-	-	0.04	0.05
Provision for compensated absences	3.09	-	0.98	4.78
Total provisions	**3.89**	**0.89**	**1.02**	**4.83**

19. Deferred tax (asset) / liabilities (net)

(₹ in crore)

		Non-current	
		March 31, 2021	March 31, 2020
Deferred tax liabilities arising on account of			
Property, plant & equipment and Intangible assets		7.62	4.73
Fair valuation gain (net) on equity instruments		874.53	1,213.63
Financial liabilities recognised at amortised cost		-	3.86
Total deferred tax liabilities	**(A)**	**882.15**	**1,222.23**
Deferred tax assets arising on account of			
Brought forward capital losses		(275.93)	(275.93)
Expenses deductible on payment		(7.62)	(4.73)
Total deferred tax assets	**(B)**	**(283.55)**	**(280.66)**
MAT credit entitlement	**(C)**	**(58.72)**	**(58.72)**
Total deferred tax liabilities (net)	**(A+B+C)**	**539.88**	**882.84**

20. Other liabilities

(₹ in crore)

	Non-current		Current	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Advances from customers (also refer note no 34)	-	-	87.53	155.03
Other liabilities (including statutory dues)	-	-	26.15	7.18
Total other liabilities	**-**	**-**	**113.68**	**162.21**

Notes to the standalone financial statements for the year ended March 31, 2021

21. Trade payables

(₹ in crore)

	Current	
	March 31, 2021	March 31, 2020
Total outstanding dues of micro enterprises and small enterprises[1,3]	44.23	32.64
Total outstanding dues of creditors other than micro enterprises and small enterprises[1]		
- Trade payables	502.85	502.12
- Trade payables to related parties (refer note 34)	15.72	17.30
Total trade payables	**562.80**	**552.06**

1. Includes retention money of ₹ 93.55 crore (March 31, 2020: ₹ 87.02 crore). Retention money is payable on the completion of the contracts or after the completion of the defect liability period as defined in the respective contracts.These payments are kept as retention to ensure performance of the vendor obligation and hence are not discounted for present value of money.
2. Terms and conditions of the above financial liabilities:
   - Trade payables are non-interest bearing
   - For explanations on the Company's credit risk management processes, refer note 38(c)
   - The dues to related parties are unsecured.

3. Disclosure as per Section 22 of "The Micro, Small and Medium Enterprises Development Act, 2006".

(₹ in crore)

	March 31, 2021	March 31, 2020
The principal amount and the interest due thereon remaining unpaid to any supplier:		
- Principal Amount	42.70	31.88
- Interest thereon	1.53	0.76
	44.23	**32.64**
The amount of interest paid by the buyer in terms of section 16, along with the amounts of the payment made to the supplier beyond the appointed day.	-	-
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 this Act	-	-
The amount of interest accrued and remaining unpaid	1.53	0.76
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small investor	-	-

22. Revenue from operations

(₹ in crore)

	March 31, 2021	March 31, 2020
Sale of services:		
Engineering, Procurement and Construction ('EPC'): Construction revenue (also refer note no 34 and 36)	1,055.20	803.46
	1,055.20	**803.46**

Notes to the standalone financial statements for the year ended March 31, 2021

23. Other operating income

(₹ in crore)

	March 31, 2021	March 31, 2020
Interest income on:		
Bank deposits	6.12	7.97
Inter corporate deposits and others (also refer note no 34)	384.13	341.56
Income from Leasing of equipment- EPC	0.02	1.19
Dividend income on current investments (gross) Nil (March 31, 2020: ₹ 4,360)	-	0.00
Profit on sale of current investments (others)	3.13	0.92
	393.40	**351.64**

24. Other income

(₹ in crore)

	March 31, 2021	March 31, 2020
Liabilities/ provisions no longer required, written back	13.38	0.71
Interest income - Others	0.65	-
Gain on disposal of assets (net)	0.36	1.67
Scrap sales	1.60	2.21
Miscellaneous income	3.49	3.31
	19.48	**7.90**

25. Cost of material consumed

(₹ in crore)

	March 31, 2021	March 31, 2020
Inventory at the beginning of the year	98.48	45.08
Add: Purchases	642.76	413.79
	741.24	**458.87**
Less: Inventory at the end of the year	78.68	98.48
	662.56	**360.39**

26. Employee benefit expenses

(₹ in crore)

	March 31, 2021	March 31, 2020
Salaries, wages and bonus	23.86	35.26
Contribution to provident and other funds (refer note 35(a))	1.24	1.72
Gratuity expenses (refer note 35(b))	0.48	0.28
Staff welfare expenses	3.18	3.45
	28.76	**40.71**

*Employee benefit expenses are net of ₹ 16.55 crore (March 31, 2020: ₹ 17.51 crore) cross charged to certain subsidiaries, associates and joint ventures.

27. Finance costs

(₹ in crore)

	March 31, 2021	March 31, 2020
Interest on debts and borrowings (also refer note no 34)	875.62	864.09
Bank and other charges	15.09	28.84
	890.71	**892.93**

* Finance costs are net of ₹ 0.01 crore (March 31, 2020: ₹ 0.02 crore) cross charged to certain subsidiaries, associates and joint ventures.

Notes to the standalone financial statements for the year ended March 31, 2021

28. Depreciation and amortisation expenses

(₹ in crore)

	March 31, 2021	March 31, 2020
Depreciation on property, plant and equipment (refer note 3)	21.09	23.03
Amortisation on other intangible assets (refer note 4)	0.41	0.49
	21.50	**23.52**

29. Other expenses

(₹ in crore)

	March 31, 2021	March 31, 2020
Bad debts written off/ provision for doubtful debts	1.43	4.02
Lease rental and equipment hire charges	31.59	33.25
Rates and taxes	31.90	30.26
Repairs and maintenance	5.85	4.80
Legal and professional fees	48.10	7.94
Security expenses	6.82	6.37
Payment to auditors (refer details below)#	4.10	2.57
Directors' sitting fees	0.30	0.31
Loss on account of foreign exchange fluctuations (net)	19.60	33.07
Miscellaneous expenses	7.37	10.50
	157.06	**133.09**

*Other expenses are net of ₹ 33.84 crore (March 31, 2020: ₹ 29.85 crore) cross charged to certain subsidiaries, associates and joint ventures. Also refer note 34.

** CSR expenditure:

(a) Gross amount required to be spent by the Company during the year: Nil (March 31,2020: Nil)

(b) The Company has incurred Nil (March 31, 2020: Nil) on CSR activities during the year 2020-21.

 # Payment to auditors (exclusive of goods and service tax)

(₹ in crore)

	March 31, 2021	March 31, 2020
As auditor:		
Audit fee	1.50	1.56
Tax audit fees	0.04	0.04
In other capacity		
Other Services (including certification fees)	2.51	0.59
Reimbursement of expenses	0.05	0.38
	4.10	**2.57**

30. Exceptional items (net)

(₹ in crore)

	March 31, 2021	March 31, 2020
Provision for impairment in carrying value of investments, loans/advances/other receivables carried at amortised cost (also refer note no 7,8 and 34)	796.85	990.47
	796.85	**990.47**

Notes to the standalone financial statements for the year ended March 31, 2021

31. Earnings per share (EPS)

Basic EPS is calculated by dividing the profit/ loss for the year attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends relative to a fully paid equity share during the reporting year. The weighted average number of equity shares outstanding during the year is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

Diluted EPS is calculated by dividing the profit attributable to equity shareholders (after adjusting for interest on the convertible securities) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Face value of equity shares (Re. per share)	1	1
Loss attributable to equity shareholders	(1,280.16)	(1,479.12)
Weighted average number of equity shares used for computing earning per share (basic and diluted)	6,035,945,275	6,027,330,072
EPS- basic and diluted (Rs)	**(2.12)**	**(2.45)**

Notes:

(i) Considering that the Company has incurred losses during the year ended March 31, 2021 and March 31, 2020, the allotment of convertible securities would decrease the loss per share for the respective year and accordingly has been ignored for the purpose of calculation of diluted earnings per share.

(ii) Weighted average number of equity shares used for computing earning per share (basic and diluted) have been adjusted for Nil shares (March 2020 : 8,615,203) treasury shares held by GMR Welfare Trust as detailed in note 15(2).

32. Income Tax

The Company is subject to income tax in India on the basis of standalone financial statements. As per the Income Tax Act, the Company is liable to pay income tax which is the higher of regular income tax payable or the amount payable based on the provisions applicable for Minimum Alternate Tax (MAT).

MAT paid in excess of regular income tax during a year can be carried forward for a period of 15 years and can be offset against future tax liabilities.

Business loss can be carried forward for a maximum period of eight assessment years immediately succeeding the assessment year to which the loss pertains. Unabsorbed depreciation can be carried forward for an indefinite period.

Income tax expenses in the statement of profit and loss consist of the following:

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
(a) Current tax	-	-
(b) Adjustment of tax relating to earlier periods	-	(1.32)
(c) Deferred tax	(3.86)	26.30
Total taxes	**(3.86)**	**24.98**

Reconciliation of taxes to the amount computed by applying the statutory income tax rate to the income before taxes is summarized below:

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Loss before taxes	**(1,284.02)**	**(1,454.14)**
Applicable tax rates in India	34.94%	34.94%
Computed tax charge on applicable tax rates in India	**(448.69)**	**(508.13)**
Tax impact on financial liabilities recognised at amortised cost	(3.86)	(12.27)
Reversal of MAT credit	-	38.57
Adjustment of tax relating to earlier periods	-	(1.32)
Tax effect on losses on which deferred taxes has not been recognised	448.69	508.13
Total tax expenses	**(3.86)**	**24.98**

Notes to the standalone financial statements for the year ended March 31, 2021

Movement in deferred tax assets and liabilities for the year ended March 31, 2021:-

(₹ in crore)

Particular	Opening deferred tax (asset) / liabilities	Income tax expense / (credit) recognized in statement of profit or loss	Income tax expense / (credit) recognized in other comprehensive income	Closing deferred tax (asset) / liabilities
Property, plant and equipment and Intangible assets	4.73	2.89	-	7.62
Fair valuation gain (net) on equity instruments	1,213.63	-	(339.11)	874.53
Financial liabilities recognised at amortised cost	3.86	(3.86)	-	-
Brought forward capital losses	(275.93)	-	-	(275.93)
Expenses deductible on payment	(4.73)	(2.89)	-	(7.62)
MAT credit entitlement	(58.72)	-	-	(58.72)
Total	**882.84**	**(3.86)**	**(339.11)**	**539.88**

Movement in deferred tax assets and liabilities for the year ended March 31, 2020:-

(₹ in crore)

Particular	Opening deferred tax (asset) / liabilities	Income tax expense / (credit) recognized in profit or loss	Income tax expense / (credit) recognized in other comprehensive income	Closing deferred tax (asset) / liabilities*
Property, plant and equipment and Intangible assets	3.49	1.25	-	4.73
Fair valuation gain (net) on equity instruments	473.14	-	740.49	1,213.63
Financial liabilities recognised at amortised cost	16.14	(12.28)	-	3.86
Brought forward capital losses	-	-	(275.93)	(275.93)
Expenses deductible on payment	(3.49)	(1.25)	-	(4.73)
MAT credit entitlement	(97.23)	38.57	-	(58.72)
Total	**392.05**	**26.30**	**464.56**	**882.84**

The company has not recognised deferred tax asset on unused tax losses and unabsorbed depreciation of ₹ 5,798.90 crore and other deductible temporary differences of ₹ 1,218.26 crore. The unused tax losses will be adjustable till assessment year 2029-30.

33. Significant accounting judgements, estimates and assumptions

The preparation of the Company's Standalone Financial Statements requires management to make judgements, estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

Significant judgements and estimates relating to the carrying values of assets and liabilities include fair value measurement of investments in subsidiaries, joint ventures and associates, provision for employee benefits and other provisions, recoverability of deferred tax assets, commitments and contingencies and recognition of revenue on long term contracts.

Notes to the standalone financial statements for the year ended March 31, 2021

i) Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are described below. The Company based its assumptions and estimates on parameters available when the Standalone Financial Statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

a. Taxes

Deferred tax assets are recognised for MAT Credit Entitlement to the extent that it is probable that taxable profit will be available against which the same can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies. Refer note 19 and 32 for further disclosures.

b. Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. The cash flow projections used in these models are based on estimates and assumptions relating to conclusion of tariff rates, operational performance of the plants and coal mines, life extension plans, availability and market prices of gas, coal and other fuels, restructuring of loans etc in case of investments in entities in the energy business, estimation of passenger and vehicle traffic and rates and favourable outcomes of litigations etc. in the airport and expressway business which are considered as reasonable by the management. Fair value of investment in SEZ sector is determined based on available data for similar immovable property/ investment or observable market prices less incremental cost for disposing of the immovable property/ investments. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Refer note 5 and 38 for further disclosures.

c. Contingencies

Contingent liabilities may arise from the ordinary course of business in relation to claims against the Company, including legal and contractual claims. By their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum, of contingencies inherently involves the exercise of significant judgement and the use of estimates regarding the outcome of future events.

In respect of financial guarantees provided by the Company to third parties, the Company considers that it is more likely than not that such an amount will not be payable under the guarantees provided. Refer note 37 for further disclosure.

d. Revenue recognition

The Company uses the percentage of completion method in accounting for its fixed price contracts. Use of the percentage of completion method requires the Company to estimate the costs incurred till date as a proportion of the total cost to be incurred. Costs incurred have been used to measure progress towards completion as there is a direct relationship. Provision for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

e. Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds.

The mortality rate is based on publicly available mortality tables for India. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Further details about gratuity obligations are given in note 35.

Notes to the standalone financial statements for the year ended March 31, 2021

34. Related parties

a) Names of related parties and description of relationship:

Description of relationship	Name of the related parties
Holding Company	GMR Enterprises Private Limited (GEPL)
Subsidiary Companies	GMR Generation Assets Limited (GGAL)
	GMR Power Corporation Limited (GPCL)[1]
	GMR Energy Trading Limited (GETL)
	SJK Powergen Limited (SJK)[1]
	GMR Coastal Energy Private Limited (GCEPL)[1]
	GMR Londa Hydropower Private Limited (GLHPPL)
	GMR Kakinada Energy Private Limited (GKEPL)[1]
	Delhi International Airport Limited (DIAL) [formerly known as Delhi International Airport Private Limited]
	Delhi Aerotropolis Private Limited (DAPL)
	GMR Hyderabad International Airport Limited (GHIAL)
	GMR Hyderabad Air Cargo and Logistics Private Limited (GHACLPL)[11]
	Hyderabad Airport Security Services Limited (HASSL)[9]
	GMR Aerostructure Services Limited (GASL) [formerly known as GMR Hyderabad Airport Resource Management Limited (GHARML)]
	GMR Hyderabad Aerotropolis Limited (HAPL)
	GMR Hyderabad Aviation SEZ Limited (GHASL)
	GMR Hospitality and Retail Limited (GHRL) [formerly known as GMR Hotels and Resorts Limited (GHRL)]
	Gateways for India Airports Private Limited (GFIAL)
	GMR Highways Limited (GMRHL)
	GMR Tuni Anakapalli Expressways Limited (GTAEL)
	GMR Tambaram Tindivanam Expressways Limited (GTTEL)
	GMR Ambala Chandigarh Expressways Private Limited (GACEPL)
	GMR Pochanpalli Expressways Limited (GPEL)
	GMR Hyderabad Vijayawada Expressways Private Limited (GHVEPL)
	GMR Chennai Outer Ring Road Private Limited (GCORRPL)
	GMR Kishangarh Udaipur Ahmedabad Expressways Limited (GKUAEL)[4]
	GMR Krishnagiri SIR Limited ('GKSIR') (formely known as GMR Krishnagiri SEZ Limited ('GKSEZ'))
	GMR Logistics Park Private Limited (GLPPL)[14]
	Advika Properties Private Limited (APPL)
	Aklima Properties Private Limited (AKPPL)
	Amartya Properties Private Limited (AMPPL)
	Baruni Properties Private Limited (BPPL)
	Camelia Properties Private Limited (CPPL)
	Eila Properties Private Limited (EPPL)
	Gerbera Properties Private Limited (GPL)

Notes to the standalone financial statements for the year ended March 31, 2021

Description of relationship	Name of the related parties
Subsidiary Companies	Lakshmi Priya Properties Private Limited (LPPPL)
	Honeysuckle Properties Private Limited (HPPL)
	Idika Properties Private Limited (IPPL)
	Krishnapriya Properties Private Limited (KPPL)
	Nadira Properties Private Limited (NPPL)
	Prakalpa Properties Private Limited (PPPL)
	Purnachandra Properties Private Limited (PUPPL)
	Shreyadita Properties Private Limited (SPPL)
	Sreepa Properties Private Limited (SRPPL)
	Bougainvillea Properties Private Limited (BOPPL)
	Honeyflower Estates Private Limited (HFEPL)
	Namitha Real Estate Private Limited (NREPL)
	GMR Airports Limited (GAL)
	GMR Corporate Affairs Private Limited (GCAPL)
	GMR SEZ & Port Holdings Limited (GSPHL)
	GMR Aviation Private Limited (GAPL)
	GMR Business Process and Services Private Limited (GBPSPL)
	Dhruvi Securities Private Limited (DSPL)
	GMR Energy (Cyprus) Limited (GECL)
	GMR Energy (Netherlands) BV (GENBV)
	GMR International Airport BV (GIABV)
	GMR Infrastructure (Mauritius) Limited (GIML)
	GMR Infrastructure (Cyprus) Limited (GICL)
	GMR Infrastructure Overseas (Malta) Limited (GIOSL) (Formerly known as GMR Infrastructure Overseas Sociedad Limitada)
	GMR Infrastructure (UK) Limited (GIUL)
	GMR Infrastructure (Global) Limited (GIGL)
	GMR Infrastructure (Singapore) Pte Limited (GISPL)
	GMR Energy (Global) Limited (GEGL)[15]
	GMR Genco Assets Limited (GGEAL)[1]
	GMR Energy Projects (Mauritius) Limited (GEPML)
	GMR Airport Developers Limited (GADL)
	GADL International Limited (GADLIL)
	GADL (Mauritius) Limited (GADLML)[15]
	Deepesh Properties Private Limited (DPPL)
	Larkspur Properties Private Limited (LAPPL)
	Padmapriya Properties Private Limited (PAPPL)
	Radha Priya Properties Private Limited (RPPL)
	Pranesh Properties Private Limited (PRPPL)

Notes to the standalone financial statements for the year ended March 31, 2021

Description of relationship	Name of the related parties
Subsidiary Companies	Kakinada SEZ Limited (KSL)[10]
	GMR Power Infra Limited (GPIL)
	GMR Male International Airport Private Limited (GMIAL)
	GMR Coal Resources Pte Limited (GCRPL)
	Lantana Properties Private Limited (LPPL)
	Asteria Real Estate Private Limited (AREPL)
	GMR Infrastructure (Overseas) Limited (GI(O)L)
	GMR Airports (Mauritius) Limited (GAML)
	GMR Hyderabad Airport Power Distribution Limited (GHAPDL)[15]
	GMR Air Cargo and Aerospace Engineering Limited (GACAEL) (formerly known as GMR Aerospace Engineering Limited (GAEL)
	Delhi Airport Parking Services Private Limited (DAPSL)
	GMR Aero Technic Limited (GATL) (formerly known as MAS GMR Aero Technic Limited (MGATL))
	East Godavari Power Distribution Company Private Limited (EGPDCPL)[9]
	Suzone Properties Private Limited (SUPPL)
	Lilliam Properties Private Limited (LPPL)
	GMR Utilities Private Limited (GUPL)[15]
	Raxa Security Services Limited (RSSL)
	Indo Tausch Trading DMCC (Indo Tausch)
	Kakinada Gateway Port Limited (KGPL)[10]
	GMR Goa International Airport Limited (GIAL)
	GMR Infra Services Limited (GISL)[8]
	GMR Power and Urban Infra Limited (GPUIL)[2]
	GMR Nagpur International Airport Limited (GNIAL)[2]
	GMR Airports Singapore Pte Limited (GASPL)[2]
	GMR Kannur Duty Free Services Limited (GKDFRL)[2]
	GMR Hyderbad Airport Assets Limited (GHAAL) (incorporated on November 25, 2020)
	GMR Macau Duty Free and Retail Company Limited[5]
	GMR Mining and Energy Private Limited (GMEL)[6]
	GMR Visakhapatnam International Airport Limited (GVIAL)[13]
	GMR Airports Greece Single Member S.A. (GAGSMA)[13]
	GMR Infra Developers Limited (GIDL)

Notes to the standalone financial statements for the year ended March 31, 2021

Description of relationship	Name of the related parties
Associates / Joint Venture Companies	Rampia Coal Mine and Energy Private Limited (RCMEPL)
	Limak GMR Construction JV (CJV)
	Celebi Delhi Cargo Terminal Management India Private Limited (CDCTM)
	Delhi Aviation Services Private Limited (DASPL)
	Travel Food Services (Delhi Terminal 3) Private Limited (TFS)
	WAISL Limted (WAISL) [formely known as Wipro Airport IT Services Limited][3]
	TIM Delhi Airport Advertisment Private Limited (TIM)
	PT Unsoco (Unsoco)
	PT Dwikarya Sejati Utma (PTDSU)
	PT Duta Sarana Internusa (PTDSI)
	PT Barasentosa Lestari (PTBSL)
	GMR Logistics Park Private Limited (GLPPL)[14]
	GMR Tenaga Operations and Maintenance Private Limited (GTOMPL)
	DIGI Yatra Foundation (DIGI)
	International Airport of Heraklion, Crete SA (Crete) (incorporated on February 5, 2019)
	GIL SIL JV
	Mactan Travel Retail Group Corporation (MTRGC)
	SSP-Mactan Cebu Corporation (SMCC)
	PT Golden Energy Mines Tbk (PTGEMS)
	PT Tanjung Belit Bara Utama (TBBU)
	PT Roundhill Capital Indonesia (RCI)
	PT Kuansing Inti Makmur (KIM)
	PT Trisula Kencana Sakti (TKS)
	PT Borneo Indobara (BORNEO)
	PT Karya Cemerlang Persada (KCP)
	PT Bungo Bara Utama (BBU)
	PT Bara Harmonis Batang Asam (BHBA)
	PT Berkat Nusantara Permai (BNP)
	PT Karya Mining Solution (KMS) (formerly PT Bumi Anugerah Semesta (BAS))
	PT Era Mitra Selaras (EMS)
	PT Wahana Rimba Lestari (WRL)
	PT Berkat Satria Abadi (BSA)
	PT Kuansing Inti Sejahtera (KIS)
	PT Bungo Bara Makmur (BBM)
	PT Gems Energy Indonesia (GEMS Energy)
	GEMS Trading Resources Pte Limited (GEMSTR)
	Delhi Aviation Fuel Facility Private Limited (DAFF)

Notes to the standalone financial statements for the year ended March 31, 2021

Description of relationship	Name of the related parties
Associates / Joint Venture Companies	Laqshya Hyderabad Airport Media Private Limited (Laqshya)
	Megawide GISPL Construction JV (MGCJV)
	Megawide GISPL Construction Joint Venture Inc. (MGCJV INC.)
	GMR Megawide Cebu Airport Corporation (GMCAC)
	GMR Kamalanga Energy Limited (GKEL)
	Delhi Duty Free Services Private Limited (DDFS)
	GMR Energy Limited (GEL)
	GMR Vemagiri Power Generation Limited (GVPGL)
	GMR (Badrinath) Hydro Power Generation Private Limited (GBHPL)
	GMR Mining and Energy Private Limited (GMEL)[8]
	GMR Consulting Services Limited (GCSL)
	GMR Bajoli Holi Hydropower Private Limited (GBHHPL)
	GMR Warora Energy Limited (GWEL) (Formerly EMCO Energy Limited (EMCO))
	GMR Gujarat Solar Power Limited (GGSPL)
	GMR Upper Karnali Hydro Power Limited (GUKPL)
	GMR Energy (Mauritius) Limited (GEML)
	GMR Lion Energy Limited (GLEL)
	GMR Maharashtra Energy Limited (GMAEL)
	GMR Bundelkhand Energy Private Limited (GBEPL)
	GMR Rajam Solar Power Private Limited (GRSPPL) (formerly known as GMR Uttar Pradesh Energy Private Limited (GUPEPL))
	Karnali Transmission Company Private Limited (KTCPL)
	Marsyangdi Transmission Company Private Limited (MTCPL)[7]
	GMR Indo-Nepal Energy Links Limited (GINELL)
	GMR Indo-Nepal Power Corridors Limited (GINPCL)
	GMR Rajahmundry Energy Limited (GREL)
	GMR Chhattisgarh Energy Limited (GCEL)[7]
Enterprises where key managerial personnel or their relatives exercise significant influence (Where transactions have taken place)	Welfare Trust of GMR Infra Employees (GWT)
	Welfare Trust for Group Employees
	GMR Varalaxmi Foundation (GVF)
	GMR Family Fund Trust (GFFT)
	GEOKNO India Private Limited (GEOKNO)
Fellow Subsidiaries (Where transactions have taken place)	Grandhi Enterprises Private Limited (GREPL)
	GMR Airport Global Limited (GAGL)

Notes to the standalone financial statements for the year ended March 31, 2021

Description of relationship	Name of the related parties
Key management personnel and their relatives (Where transactions have taken place)	Mr. G.M. Rao (Chairman)
	Mrs. G Varalakshmi (Relative)
	Mr. G.B.S. Raju (Director)
	Mr. Grandhi Kiran Kumar (Managing Director & CEO)
	Mr. Srinivas Bommidala (Director)
	Mr. B.V. Nageswara Rao (Director)
	Mr. R S S L N Bhaskarudu (Independent Director)
	Mr. N C Sarabeswaran (Independent Director)
	Mr. S Sandilya (Independent Director)
	Mr. S Rajagopal (Independent Director)
	Mr. C.R. Muralidharan (Independent Director)[12]
	Mrs. V. Siva Kameswari (Independent Director)
	Mr. Madhva Bhimacharya Terdal - (Executive Director- Strategic Initiatives w.e.f August 8, 2019)
	Mr. Suresh Lilaram Narang (Independent Director) (Appointed w.e.f April 22, 2020)
	Mr. Saurabh Chawla (Group Chief Financial Officer) (Appointed w.e.f. February 15, 2019)
	Mr. Venkat Ramana Tangirala (Company Secretary)

Notes

1. Merged with GMR Generation Assets Limited (GGAL) with appointed date of March 31, 2019 vide NCLT order dated March 20, 2020.
2. Subsidiaries incorporated during the year ended March 31, 2020.
3. Ceased to be joint venture during the year ended March 31, 2020.
4. Merged with GMR Highways Limited (GMRHL) with appointed date of March 31, 2018 vide order dated July 23, 2019.
5. Subsidiaries incorporated and wound up during the year ended March 31, 2020.
6. Ceased to be a joint venture and became a subsidiary w.e.f. December 12, 2019.
7. Joint venture disposed off during the year March 31, 2020.
8. Ceased to be a subsidiary during the year ended March 31, 2020.
9. Subsidiary liquidated during the year ended March 31, 2020.
10. Ceased to be a subsidiary during the year ended March 31, 2021.
11.Merged with GMR Air Cargo and Aerospace Engineering Limited (GACAEL) vide order dated August 23, 2019
12.Ceased to be independent director w.e.f. Oct 8, 2020.
13. Subsidiaries incorporated during the year ended March 31, 2021.
14. Ceased to be a subsidiary and became a joint venture during the year ended March 31, 2021
15. Subsidiaries liquidated during the year ended March 31, 2021.

Notes to the standalone financial statements for the year ended March 31, 2021

b) Summary of transactions and outstanding balances with above related parties are as follows: (₹ in crore)

Nature of Transaction	Holding Company	Subsidiary Companies	Associates/ Joint Ventures	Fellow subsidiary Companies	Enterprise where key managerial personnel or their relatives exercise significant influence	Key Management Personnel and their Relatives
(A) Transaction during the year						
i) Interest Income - Gross						
2021	-	338.70	45.44	-	-	-
2020	-	316.50	25.05	-	-	-
ii) Construction revenue						
2021	-	5.75	1,037.08	-	-	-
2020	-	18.39	745.93	-	-	-
iii) Dividend income on current investments						
2021	-	-	-	-	-	-
2020	-	0 .00	-	-	-	-
iv) Other Income						
2021	-	0.02	-	-	-	-
2020	-	-	-	-	-	-
v) Finance cost						
2021	-	254.18	3.60	-	-	-
2020	-	153.06	0.95	-	-	-
vi) Legal and professional fees						
2021	-	13.09	-	-	-	-
2020	-	11.46	-	-	-	-
vii) Lease rental and equipment hire charges						
2021	-	0.37	-		-	-
2020	-	1.75	-	-	-	-
viii) Repairs and maintenance expenses						
2021	-	0.72	-	-	-	-
2020	-	1.32	-	-	-	-
ix) Rates and taxes						
2021	-	-	27.48	-	-	-
2020	-	-	23.32	-	-	-
x) Miscellaneous Expenses						
2021	0.00	3.98	-	-	-	-
2020	0.00	4.61	-	-	-	0.54

Notes to the standalone financial statements for the year ended March 31, 2021

(₹ in crore)

Nature of Transaction	Holding Company	Subsidiary Companies	Associates/ Joint Ventures	Fellow subsidiary Companies	Enterprise where key managerial personnel or their relatives exercise significant influence	Key Management Personnel and their Relatives
xi) Expenses incurred by GIL on behalf of others- Cross charges during the year						
2021	-	34.68	14.52	-	-	-
2020	-	31.59	15.76	-	-	-
xii) Provision for doubtful debts						
2021	-	-	-	-	-	-
2020	-	-	0.89	-	-	-
xiii) Exceptional items						
2021	-	596.28	-	-	200.57	-
2020	-	990.47	-	-	-	-
xiv) Investment in equity/ preference shares (including Bonus preference shares)[j]						
2021	-	336.26	-	-	-	-
2020	-	0.10	-	-	-	-
xv) Sale of equity shares/ amount received on capital reduction						
2021	-	2,172.05	-	-	-	-
2020	-	474.37	-	-	-	-
xvi) Investment in debentures of						
2021	-	1,832.23	-	-	-	-
2020	-	-	-	-	-	-
xvii) Redemption of debentures of						
2021	-	201.20	-	-	-	-
2020	-	711.50	-	-	-	-
xviii) Loans given to						
2021	-	3,783.16	451.60	-	-	-
2020	-	2,433.56	309.30	-	-	-
xix) Loans repaid by						
2021	-	3,760.85	-	-	-	-
2020	-	1,627.24	46.64	-	-	-
xx) Loans received from						
2021	-	670.85	-	-	-	-
2020	-	5,246.08	40.00	-	-	-

Notes to the standalone financial statements for the year ended March 31, 2021

(₹ in crore)

Nature of Transaction	Holding Company	Subsidiary Companies	Associates/ Joint Ventures	Fellow subsidiary Companies	Enterprise where key managerial personnel or their relatives exercise significant influence	Key Management Personnel and their Relatives
xxi) Loans repaid to						
2021	-	2,125.41	-	-	-	-
2020	-	3,657.22	-	-	-	-
xxii) Security deposit received from						
2021	-	-	-	-	-	-
2020	-	3.00	-	-	-	-
xxiii) Security deposit repaid to						
2020	-	6.00	-	-	-	-
2019	-	13.73	-	-	-	-
xxiv) Additional equity on account of financial guarantees/ loan/ Preference shares						
2021	-	9.02	1.87	-	-	-
2020	-	153.62	43.28	-	-	-
xxv) Advance received from customers						
2021	-	6.72	-	-	-	-
2020	-	11.03	-	-	-	-
xxvi) Advance repaid/ adjusted to customers						
2021	-	-	86.46	-	-	-
2020	-	5.29	106.14	-	-	-
xxvii) Sale of property, plant and equipment						
2021	-	-	-	-	-	-
2020	-	0.07	-	-	-	-
xxviii) Corporate Guarantees/ Comfort Letters given on behalf of (Sanction amount)						
2021	-	310.64	298.47	-	-	-
2020	-	2,000.00	225.60	-	-	-
xxix) Corporate Guarantees/ Comfort Letters extinguished on behalf of (Sanction amount)						
2021	-	2,862.16	-	-	-	-
2020	-	2,076.28	4,568.95	-	1.30	-
xxx) Expenses include the following remuneration to the Key Management Personnel						
- Short-term employee benefits						
2021	-	-	-	-	-	7.15
2020	-	-	-	-	-	5.68

Notes to the standalone financial statements for the year ended March 31, 2021

(₹ in crore)

Nature of Transaction	Holding Company	Subsidiary Companies	Associates/ Joint Ventures	Fellow subsidiary Companies	Enterprise where key managerial personnel or their relatives exercise significant influence	Key Management Personnel and their Relatives
- Sitting fees paid to independent directors						
2021	-	-	-	-	-	0.28
2020	-	-	-	-	-	0.33
xxxi) Net (loss)/gain on FVTOCI of equity securities						
2021	-	(1,192.56)	(263.01)	-	-	-
2020	-	3,002.04	(541.28)	-	-	-
xxxii) Issue of equity shares against other receivables by						
2021	-	402.00	-	-	-	-
2020	-	-	-	-	-	-
(B) Outstanding balances as at the year ended						
a) Loans receivable – Non-Current (Gross)						
2021	-	1,792.47	425.31	-	-	-
2020	-	1,573.51	7.25	-	-	-
Loans receivables - credit impaired						
2021	-	560.07	-	-	-	-
2020	-	324.81	-	-	-	-
b) Loans receivable – Current (Gross)						
2021	-	471.63	247.66	-	208.25	-
2020	-	1,123.97	212.66	-	208.25	-
Loans receivables - credit impaired						
2021	-	425.65	-	-	200.57	-
2020	-	409.53	-	-	-	-
c) Cross Charge Receivable						
2021	-	42.96	47.68	-	0.04	-
2020	-	38.91	39.82	-	-	-
d) Advances other than capital advances						
2021	-	-	-	-	0.18	-
2020	-	-	-	-	0.30	-
e) Security deposits receivable - Non current						
2021	-	-	-	-	-	-
2020	-	0.04	-	-	-	-

Notes to the standalone financial statements for the year ended March 31, 2021

(₹ in crore)

Nature of Transaction	Holding Company	Subsidiary Companies	Associates/ Joint Ventures	Fellow subsidiary Companies	Enterprise where key managerial personnel or their relatives exercise significant influence	Key Management Personnel and their Relatives
f) Security deposits receivable - Current						
2021	-	0.04	-	-	0.38	-
2020	-	-	-	-	0.38	-
g) Trade receivables- Non Current						
2021	-	0.83	145.91	-	-	-
2020	-	0.82	107.89	-	-	-
h) Trade receivables- Current						
2021	-	0.30	330.93	-	-	-
2020	-	0.19	534.79	-	-	-
Provision for doubtful receivables:						
2021	-	-	1.40	-	-	-
2020	-	-	1.40	-	-	-
i) Other financial asset receivable						
2021	-	312.31	-	-	-	-
2020	-	402.00	-	-	-	-
Provision for doubtful other receivable						
2021	-	-	-	-	-	-
2020	-	225.23	-	-	-	-
j) Unbilled revenue - Current						
2021	-	0.45	366.94	-	-	-
2020	-	0.35	290.83	-	-	-
k) Interest accrued on loans and debentures						
2021	-	73.65	44.75	-	-	-
2020	-	289.87	5.87	-	-	-
l) Loans payables - Non Current						
2021	-	295.38	-	-	-	-
2020	-	2,159.39	-	-	-	-
m) Loans payables – Current						
2021	-	477.10	40.00	-	-	-
2020	-	415.72	40.00	-	-	-
xiv) Security deposits paybles - Non Current						
2021	-	43.50	-	-	-	-
2020	-	49.50	-	-	-	-

Notes to the standalone financial statements for the year ended March 31, 2021

(₹ in crore)

Nature of Transaction	Holding Company	Subsidiary Companies	Associates/ Joint Ventures	Fellow subsidiary Companies	Enterprise where key managerial personnel or their relatives exercise significant influence	Key Management Personnel and their Relatives
n) Trade payables - Current						
2021	-	14.48	1.12	-	0.12	-
2020	-	14.06	3.12	-	0.12	-
o) Accrued interest but not due on borrowings						
2021	-	146.21	-	-	-	-
2020	-	75.14	-	-	-	-
p) Non Trade payables - Current						
2021	-	54.59		-	-	-
2020	-	555.00	-	-	-	-
q) Advance from customers - Current						
2021	-	32.43	39.05	-	-	-
2020	-	25.71	125.51	-	-	-
r) Liability towards losses of subsidiaries						
2021	-	0.32	-	-	-	-
2020	-	0.08	-	-	-	-
s) Corporate Guarantees/ Comfort Letters/ Bank Guarantee sanctioned on behalf of						
2021	-	8,826.69	6,840.98	-	-	-
2020	-	11,502.64	6,461.95	-	-	-

Notes

a. The Company has provided securities by way of pledge of investments for loans taken by certain Companies. (Refer note- 5)

b. The Holding Company has pledged certain shares held in the Company as security towards the borrowings of the Company and related parties.

c. Also refer note 5 on non-current investments and current investments.

d. Also refer note 16 for long term borrowings and short term borrowings as regards security given by related parties for loans availed by the Company.

e. As the liability for gratuity and leave encashment is provided on actuarial basis for the Company as a whole, the amount pertaining to the directors are not included.

f. The Company has entered into sub-contract agreements with unincorporated joint ventures formed by the Company and other joint venturer under joint operation arrangements. Such joint ventures are rendering services ultimately to an unrelated party. Accordingly, the transactions entered on account of such sub-contract arrangement with the unincorporated joint ventures have not been disclosed above.

g. In the opinion of the management, the transactions reported herein are on arms' length basis.

Notes to the standalone financial statements for the year ended March 31, 2021

h. Details of significant transaction or balance with related parties.

Nature of Transaction	Holding Company	Subsidiary Companies	Associates/ Joint Ventures	Fellow subsidiary Companies	Enterprise where key managerial personnel or their relatives exercise significant influence	Key Management Personnel and their Relatives
(A) Transaction during the year						
i) Construction revenue						
- GIL SIL JV						
2021	-	-	1,037.08	-	-	-
2020	-	-	745.93	-	-	-
ii) Sale of equity shares/ amount received on capital reduction						
- GIDL						
2021	-	2,112.06	-	-	-	-
2020	-	-	-	-	-	-
iii) Investment in debentures of						
- GIDL						
2021	-	990.00	-	-	-	-
2020	-	-	-	-	-	-
- KSPL						
2021	-	842.23	-	-	-	-
2020	-	-	-	-	-	-
iv) Loans given to						
- GASL						
2021	-	1,424.43	-	-	-	-
2020	-	627.26	-	-	-	-
- GIOL						
2021	-	859.91	-	-	-	-
2020	-	453.25	-	-	-	-
- KSPL						
2021	-	846.84	-	-	-	-
2020	-	119.69	-	-	-	-
- GEL						
2021	-	-	451.60	-	-	-
2020	-	-	259.30	-	-	-

Notes to the standalone financial statements for the year ended March 31, 2021

Nature of Transaction	Holding Company	Subsidiary Companies	Associates/ Joint Ventures	Fellow subsidiary Companies	Enterprise where key managerial personnel or their relatives exercise significant influence	Key Management Personnel and their Relatives
v) Loans repaid by						
- GASL						
2021	-	1,495.26	-	-	-	-
2020	-	527.33	-	-	-	-
- KSPL						
2021	-	1,465.43	-	-	-	-
2020	-	425.00	-	-	-	-
vi) Loans received from						
- GAL						
2021	-	416.00	-	-	-	-
2020	-	425.00	-	-	-	-
- GCAPL						
2021	-	175.00	-	-	-	-
2020	-	-	-	-	-	-
- GSISL						
2021	-	-	-	-	-	-
2020	-	2,000.63	-	-	-	-
- GIDL						
2021	-	-	-	-	-	-
2020	-	2,505.10	-	-	-	-
vii) Loans repaid to						
- GIDL						
2021	-	1,881.65	-	-	-	-
2020	-	623.00	-	-	-	-
- GAL						
2021	-	200.00	-	-	-	-
2020	-	460.00	-	-	-	-
- GSISL						
2021	-	-	-	-	-	-
2020	-	2,000.63	-	-	-	-
- DIAL						
2021	-	-	-	-	-	-
2020	-	400.00	-	-	-	-

Notes to the standalone financial statements for the year ended March 31, 2021

Nature of Transaction	Holding Company	Subsidiary Companies	Associates/ Joint Ventures	Fellow subsidiary Companies	Enterprise where key managerial personnel or their relatives exercise significant influence	Key Management Personnel and their Relatives
viii) Corporate Guarantees/ Comfort Letters given on behalf of (Sanction amount)						
- GACPL						
2021	-	175.00	-	-	-	-
2020	-	-	-	-	-	-
- GMRHL						
2021	-	59.13	-	-	-	-
2020	-	-	-	-	-	-
- GIDL						
2021	-	-	-	-	-	-
2020	-	2,000.00	-	-	-	-
- GBHHPL						
2021	-	-	226.35	-	-	-
2020	-	-	225.60	-	-	-
ix) Corporate Guarantees/ Comfort Letters extinguished on behalf of (Sanction amount)						
- GIDL						
2021	-	1,000.00	-	-	-	-
2020	-	-	-	-	-	-
- KGPL						
2021	-	500.00	-	-	-	-
2020	-	-	-	-	-	-
- GISPL						
2021	-	291.42	-	-	-	-
2020	-	-	-	-	-	-
- GCRPL						
2021	-	842.14	-	-	-	-
2020	-	-	-	-	-	-
- GISL						
2021	-	-	-	-	-	-
2020	-	1,700.00	-	-	-	-
- GWEL						
2021	-	-	-	-	-	-
2020	-	-	800.00	-	-	-

Notes to the standalone financial statements for the year ended March 31, 2021

Nature of Transaction	Holding Company	Subsidiary Companies	Associates/ Joint Ventures	Fellow subsidiary Companies	Enterprise where key managerial personnel or their relatives exercise significant influence	Key Management Personnel and their Relatives
- GCEL						
2021	-	-	-	-	-	-
2020	-	-	1,858.24	-	-	-
- GOSEHHHPL						
2021	-	-	-	-	-	-
2020	-	-	1,080.00	-	-	-
x) Issue of equity shares against other receivables by						
- GGAL						
2021	-	-	402.00	-	-	-
2020	-	-	-	-	-	-
(B) Outstanding balances as at the year ended						
a) Loans receivable – Non-Current (Gross)						
- GIOL						
2021	-	982.00	-	-	-	-
2020	-	334.81	-	-	-	-
- GGAL						
2021	-	360.00	-	-	-	-
2020	-	147.36	-	-	-	-
- GEL						
2021	-	-	416.60	-	-	-
2020	-	-	-	-	-	-
- GASL						
2021	-	181.64	-	-	-	-
2020	-	334.81	-	-	-	-
- KSPL						
2021	-	-	-	-	-	-
2020	-	611.91	-	-	-	-
b) Loans receivable – Current (Gross)						
- GGAL						
2021	-	425.65	-	-	-	-
2020	-	409.53	-	-	-	-

Notes to the standalone financial statements for the year ended March 31, 2021

Nature of Transaction	Holding Company	Subsidiary Companies	Associates/ Joint Ventures	Fellow subsidiary Companies	Enterprise where key managerial personnel or their relatives exercise significant influence	Key Management Personnel and their Relatives
- GEL						
2021	-	-	247.66	-	-	-
2020	-	-	212.66	-	-	-
- Welfare Trust for Group Employees						
2021	-	-	-	-	208.25	-
2020	-	-	-	-	208.25	-
- SJK						
2021	-	-	-	-	-	-
2020	-	401.57	-	-	-	-
c) Trade receivables- Non Current						
- GIL SIL JV						
2021	-	-	145.91	-	-	-
2020	-	-	107.89	-	-	-
d) Trade receivables- Current						
- GIL SIL JV						
2021	-	-	329.53	-	-	-
2020	-	-	533.39	-	-	-
e) Other financial asset receivable						
- GASL						
2021	-	216.10	-	-	-	-
2020	-	-	-	-	-	-
- KSPL						
2021	-	91.18	-	-	-	-
2020	-	-	-	-	-	-
- GGAL						
2021	-	-	-	-	-	-
2020	-	402.00	-	-	-	-
f) Unbilled revenue - Current						
- GIL SIL JV						
2021	-	-	366.94	-	-	-
2020	-	-	290.83	-	-	-
g) Loans payables - Non Current						
- GAL						
2021	-	216.00	-	-	-	-
2020	-	-	-	-	-	-

Notes to the standalone financial statements for the year ended March 31, 2021

Nature of Transaction	Holding Company	Subsidiary Companies	Associates/ Joint Ventures	Fellow subsidiary Companies	Enterprise where key managerial personnel or their relatives exercise significant influence	Key Management Personnel and their Relatives
- GIDL						
2021	-	-	-	-	-	-
2020	-	1,882.10	-	-	-	-
- GPCL	-					
2021	-	-	-	-	-	-
2020	-	277.29	-	-	-	-
h) Loans payables – Current						
- GHIAL						
2021	-	200.00	-	-	-	-
2020		200.00	-	-	-	-
- GCAPL						
2021	-	175.00	-	-	-	-
2020	-	-	-	-	-	-
- GPCL						
2021	-	-	-	-	-	-
2020	-	71.00	-	-	-	-
i) Corporate Guarantees/ Comfort Letters/ Bank Guarantee sanctioned on behalf of						
- GCRPL						
2021		2,345.45	-	-	-	-
2020		3,298.99	-	-	-	-
- GHVEPL						
2021		1,690.00	-	-	-	-
2020		1,690.00	-	-	-	-
- GMRHL						
2021		944.13	-	-	-	-
2020		885.00	-	-	-	-
- GGAL						
2021		659.83	-	-	-	-
2020		749.00	-	-	-	-
- GIDL						
2021		1,000.00	-	-	-	-
2020		2,000.00	-	-	-	-

Notes to the standalone financial statements for the year ended March 31, 2021

Nature of Transaction	Holding Company	Subsidiary Companies	Associates/ Joint Ventures	Fellow subsidiary Companies	Enterprise where key managerial personnel or their relatives exercise significant influence	Key Management Personnel and their Relatives
- GEL						
2021	-	-	768.00	-	-	-
2020	-	-	768.00	-	-	-
- GBHHPL						
2021	-	-	2,196.95	-	-	-
2020	-	-	1,970.60	-	-	-
- GREL						
2021	-	-	2,353.20	-	-	-
2020	-	-	2,353.20	-	-	-
- GKEL						
2021	-	-	400.00	-	-	-
2020	-	-	400.00	-	-	-
- GIL SIL JV						
2021	-	-	382.00	-	-	-
2020	-	-	559.65	-	-	-
- GWEL						
2021	-	-	422.20	-	-	-
2020	-	-	410.50	-	-	-
- GCORRPL						
2021	-	766.00	-	-	-	-
2020	-	766.00	-	-	-	-

Notes to the standalone financial statements for the year ended March 31, 2021

35. Gratuity and other post-employment benefit plans

a) Defined contribution plan

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Provident and pension fund	1.72	2.06
Superannuation fund	0.38	0.53
Total*	**2.10**	**2.59**

* Gross of ₹ 0.64 crore (March 31, 2020: ₹ 0.61 crore) towards contribution to provident fund and ₹ 0.22 crore (March 31, 2020: ₹0.26 crore) towards contribution to superannuation fund cross charged to certain subsidiaries, associates and joint ventures.

b) Defined benefit plan

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (based on last drawn basic) for each completed year of service.

The fund provides a capital guarantee of the balance accumulated and declares interest periodically that is credited to the fund account. Although we know that the fund manager invests the funds as per products approved by Insurance Regulatory and Development Authority of India and investment guidelines as stipulated under section 101 of Income Tax Act, the exact asset mix is unknown and not publicly available. The Trust assets managed by the fund manager are highly liquid in nature and we do not expect any significant liquidity risks. The Trustees are responsible for the investment of the assets of the Trust as well as the day to day administration of the scheme.

The following tables summarise the components of net benefit expense recognised in the standalone statement of profit or loss and the funded status and amounts recognised in the standalone balance sheet for gratuity benefit.

i. Net benefit expenses (recognized in the standalone statement of profit and loss)

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Current service cost	0.70	0.66
Net interest cost on defined benefit obligations	0.06	0.08
Net benefit expenses*	**0.76**	**0.74**

*Gross of ₹ 0.14 crore (March 31, 2020: ₹ 0.46 crore) cross charged to certain subsidiaries, associates and joint ventures .

ii. Remeasurement (gains)/ loss recognised in other comprehensive income (OCI): (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Actuarial (gain)/ loss on obligations arising from changes in experience adjustments	(0.42)	0.13
Actuarial (gain)/ loss on obligations arising from changes in financial assumptions	-	(0.19)
Actuarial (gain)/ loss arising during the year	**(0.42)**	**(0.06)**
Return on plan assets (greater)/ less than discount rate	(0.13)	0.02
Actuarial (gain)/ loss recognised in OCI	**(0.55)**	**(0.04)**

iii. Net defined benefit asset/ (liability) (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Defined benefit obligation	(3.01)	(3.44)
Fair value of plan assets	2.21	2.55
Plan (liability)/ asset	**(0.80)**	**(0.89)**

Notes to the standalone financial statements for the year ended March 31, 2021

iv. Changes in the present value of the defined benefit obligation are as follows: (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Opening defined benefit obligation	3.44	2.94
Current service cost	0.70	0.66
Interest cost on the defined benefit obligation	0.21	0.22
Benefits paid	(0.65)	(0.21)
Acquisition adjustment	(0.27)	(0.23)
Actuarial (gain)/ loss on obligations arising from changes in experience adjustments	(0.42)	(0.13)
Actuarial (gain)/ loss on obligations arising from changes in financial assumptions	-	0.19
Closing defined benefit obligation	**3.01**	**3.44**

v. Changes in the fair value of plan assets are as follows: (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Fair value of assets at end of prior year	2.55	1.21
Interest income on plan assets	0.15	0.14
Contributions by employer	0.03	1.61
Benefits paid	(0.65)	(0.21)
Return on plan assets (lesser)/ greater than discount rate	0.13	0.02
Acquisition adjustment	0.00	(0.22)
Fair value of asset at the end of current year	**2.21**	**2.55**

The Company expects to contribute ₹ 0.46 crore (March 31, 2020: ₹ 1.61 crore) towards gratuity fund in 2021-22.

vi. The following pay-outs are expected in future years: (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
April 1, 2021	NA	0.75
April 1, 2022	0.46	0.28
April 1, 2023	0.18	0.23
April 1, 2024	0.22	0.28
April 1, 2025	0.48	0.49
April 1, 2026*	0.39	3.56
April 1, 2027 to April 1, 2031	2.79	NA

* for previous year read as April 1, 2026 to April 1, 2030

The average duration of the defined benefit plan obligation at the end of the reporting period is 10 years (March 31, 2020: 10 years).

vii. The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:

Particulars	March 31, 2021	March 31, 2020
Investments with insurer	100%	100%

Notes to the standalone financial statements for the year ended March 31, 2021

viii. The principal assumptions used in determining gratuity obligation for the Company's plans are shown below:

Particulars	March 31, 2021	March 31, 2020
Discount rate (in %)	6.80%	6.80%
Salary escalation (in %)	6.00%	6.00%
Employee turnover	5.00%	5.00%
Mortality rate	Refer Note 4 below	Refer Note 4 below

Notes:

1. Plan assets are fully represented by balance with the Life Insurance Corporation of India.
2. The expected return on plan assets is determined considering several applicable factors mainly the composition of the plan assets held, assessed risks of asset management, historical results of the return on plan assets and the Company's policy for plan asset management.
3. The estimates of future salary increase in compensation levels, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.
4. As per Indian Assured Lives Mortality (2006-08) (modified) Ultimate
5. Plan Characteristics and Associated Risks:

   The Gratuity scheme is a Defined Benefit Plan that provides for a lump sum payment made on exit either by way of retirement, death, disability or voluntary withdrawal. The benefits are defined on the basis of final salary and the period of service and paid as lump sum at exit. The Plan design means the risks commonly affecting the liabilities and the financial results are expected to be:

   a. Interest rate risk : The defined benefit obligation calculated uses a discount rate based on governmentbonds. If bond yields fall, the defined benefit obligation will tend to increase

   b. Salary Inflation risk : Higher than expected increases in salary will increase the defined benefit obligation

   c. Demographic risk : This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of a short career employee typically costs less per year as compared to a long service employee.

ix. A quantitative sensitivity analysis for significant assumption as at March 31, 2021 and March 31, 2020 is as shown below:

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Discount rate		
Impact on defined benefit obligation due to 1% increase in discount rate	(0.21)	(0.23)
Impact on defined benefit obligation due to 1% decrease in discount rate	0.25	0.27
Salary escalation rate		
Impact on defined benefit obligation due to 1% increase in salary escalation rate	0.23	0.25
Impact on defined benefit obligation due to 1% decrease in salary escalation rate	(0.21)	(0.22)
Attrition Rate		
Impact on defined benefit obligation due to 1% increase in attrition rate [Rs (9,771) {March 31, 2020: Rs (33,939)}]	(0.00)	(0.00)
Impact on defined benefit obligation due to 1% decrease in attrition rate [Rs (5,469) {March 31, 2020: Rs 15,538}]	(0.00)	0.00

The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

Notes to the standalone financial statements for the year ended March 31, 2021

36. Disclosure in terms of Ind AS 115 - Revenue from Contracts with Customers

(a) Contract Balances:

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Receivables:		
- Non-current (Gross)	175.70	138.36
- Current (Gross)	336.39	542.05
- Provision for impairment loss (non current)	(28.79)	(28.79)
- Provision for impairment loss (current)	(3.18)	(3.18)
Contract assets:		
Unbilled revenue		
- Non Current	-	-
- Current	374.69	305.99
- Provision for impairment loss (non current)	-	-
Contract liabilities:		
Advance received from customers		
- Non Current	-	-
- Current	87.53	155.03

b) Increase/ Decrease in net contract balances is primarily due:
The movement in receivables and in contract assets is on account of invoicing and collection during the year.

c) Revenue recognised during the year from the performance obligation satisfied upto previous year (arising out of contract modifications) amounts to ₹ 100.01 crore (March 2020: ₹ 130.51 crore)

d) Reconciliation of contracted price with revenue during the year -

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Opening contracted price of orders	**7,057.38**	**6,891.60**
Add:		
Fresh orders /change orders received (net)	-	-
Increase due to additional consideration recognised as per contractual terms	184.70	165.78
Less:		
Orders cancelled during the year	2,095.90	-
Closing contracted price of orders	**5,146.18**	**7,057.38**
Total Revenue recognised during the year	1,055.20	803.46
Revenue recognised upto previous year (from orders pending completion at the end of the year)	2,940.06	2,136.60
Balance revenue to be recognised in future	**1,150.92**	**4,117.32**

e) The Company has a process whereby periodically long term contracts are assessed for material foreseeable losses. At the period end, the Company has reviewed and ensured that adequate provision as required under the law/accounting standards for the material foreseeable losses on such long term contracts has been made in the books of accounts. The Company does not have any derivative contracts at the end of the year.

Notes to the standalone financial statements for the year ended March 31, 2021

37 Commitments and contingencies

I Leases

Company as lessee

The Company has leases for office building, warehouses and related facilities for which the Company has adopted IndAS 116 "Leases" effective April 1, 2019, as notified by the Ministry of Corporate Affairs (MCA) in the Companies (Indian Accounting Standards) Amendment Rules, 2019 using modified retrospective method. On adoption of this standard, based on the execption of short term leases or lease of low value underlying assets, none of the lease has been identified for which right-of-use asset and a lease liability is required to be created.

Following amount has been recognised in statement of profit and loss :

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Expenses related to short term lease (included under other expenses) [net of ₹3.60 crore (March 31, 2020: ₹ 1.74 crore) cross charged to certain subsidiaries, associates and joint ventures]	31.59	33.25

Total cash outflow for leases for the year ended March 31, 2021 was ₹ 31.59 crore (March 31, 2020: ₹ 33.25 crore)

II Contingencies

In the ordinary course of business, the Company faces claims and assertions by various parties. The Company assesses such claims and assertions and monitors the legal environment on an ongoing basis with the assistance of external legal counsel, wherever necessary. The Company records a liability for any claims where a potential loss is probable and capable of being estimated and discloses such matters in its financial statements, if material. For potential losses that are considered possible, but not probable, the Company provides disclosure in the Standalone Financial Statements but does not record a liability in its accounts unless the loss becomes probable.

The following is a description of claims and assertions where a potential loss is possible, but not probable. The Company believes that none of the contingencies described below would have a material adverse effect on the Company's financial condition, results of operations or cash flows.

(₹ in crore)

Particulars of guarantees	March 31, 2021	March 31, 2020
Corporate guarantees availed by the group companies		
(a) sanctioned*	13,610.57	15,774.84
(b) outstanding*	8,618.00	11,085.86
Bank guarantees		
(a) sanctioned	701.70	641.31
(b) outstanding	516.00	535.29
Letter of comfort provided on behalf of group companies to banks		
(a) sanctioned	1,855.40	1,629.00
(b) outstanding	1,812.50	1,557.58

*During the year ended March 31, 2019, the Company and its subsidiaries had entered into a Framework agreement in favour of IDBI Bank Ltd (as the Lead Bank) wherein the Company had guaranteed the obligations of unsustainable debt of GMR Rajahmundry Energy Limited in form of Cumulative Redeemable Preference Shares (CRPS) amounting to ₹ 940.59 crore. Redemption of CRPS is due on March 31, 2035 for ₹ 235.15 crore, March 31, 2036 for ₹ 235.15 crore , March 31, 2037 for ₹ 235.15 crore and March 31, 2038 for ₹ 235.14 crore. Hence there is no immediate contingent liability on the Company.

[#] This includes corporate gurantees amountig to ₹ 500.00 crore given to the lenders of KGPL which has ceased to be a subsidiary during the year ended March 31, 2021. Pending receipt of NOCs from the lenders for the release of the corporate guarantees, the aforementioned amount of corporate guarantees is included in the table above.

In addition to above table, following are the additional contingent liabilities:

1. There are numerous interpretative issues relating to the Supreme Court (SC) judgement on provident fund dated February 28, 2019. As a matter of caution, the Company has evaluated the same for provision on a prospective basis from the date of the SC order and is of the view that no such provision is required. The Company will update its provision, on receiving further clarity on the subject.

Notes to the standalone financial statements for the year ended March 31, 2021

Litigations

The Company is involved in legal proceedings, both as plaintiff and as defendant. The Company believes the following claims to be of material nature:

(₹ in crore)

Particular	March 31, 2021	March 31, 2020
Matters relating to indirect taxes under dispute	41.25	46.57
Matters relating to direct taxes under dispute[1,2]	263.37	271.67
Claims against the company not acknowledged as debts	8.37	8.37

Income Tax

1 The Company has ongoing disputes with income tax authorities relating to tax treatment of certain items. These mainly include disallowance of expenses, tax treatment of certain expenses claimed by the Company as deductions and transfer pricing adjustments for related parties transactions etc. Most of these disputes and/or dis-allowances, being repetitive in nature, have been raised by the income tax authorities consistently in most of the years. The management of the Company has contested all these additions/disallowances, by way of appeal before the appellate authorities and the same are yet to be disposed off.

2 During the year ended March 31, 2020, the Company had received order/ demand amounting to Rs 20.50 crore under Section 143(3) read with section 144C, subsequently modified under Section 154 of IT Act from the Income Tax Authorities in respect to Assessment Year 2016-17. The management of the Company has filed an appeal against the above order and believes that these demands are not tenable and it has complied with all the applicable provisions of the IT Act with respect to its operations. The above amount has not been adjusted to include further interest and penalty leviable, if any, at the time of final outcome of the appeal.

III Commitments

a. Capital commitments (₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	-	10.76

b. Other commitments

1 The Company has committed to provide financial assistance as tabulated below: (₹ in crore)

Nature of relationship	Outstanding commitment for financial assistance	
	March 31, 2021	March 31, 2020
Subsidiaries	364.94	4,023.36
Joint Ventures / Associates	78.40	416.06
Total	**443.34**	**4,439.42**

2 The Company has extended comfort letters to provide continued financial support to certain subsidiaries/ joint ventures/ associates to ensure that these subsidiaries are able to meet their debts, commitments (including commitments towards investee entities) and liabilities as they fall due and they continue as going concerns.

3 The Company has entered into agreements with the lenders of certain group companies wherein it has committed to hold directly or indirectly at all times at least 51% of the equity share capital of the group companies and not to sell, transfer, assign, dispose, pledge or create any security interest except pledge of shares to the respective lenders as covered in the respective agreements with the lenders.

4 The Company has certain long term unquoted investments which have been pledged as security towards loan facilities sanctioned to the Company and the investee Companies.

5 During the year ended March 31, 2014, the Company along with its subsidiaries entered into a definitive agreement ('SPA') with Malaysia Airports MSC Sdn Bhd ('Buyer') for sale of 40% equity stake in their joint ventures, ISG , LGM. Pursuant to the SPA entered with the buyer, the Company along with its subsidiaries had provided a guarantee of Euro 4.50 crore towards tax claims, as specified in the SPA for a period till May 2019.

6 For commitment relating to FCCBs and OCD's to Doosan [refer note 16 (3) and 16 (2)].

Notes to the standalone financial statements for the year ended March 31, 2021

38. Disclosures on Financial instruments

This section gives an overview of the significance of financial instruments for the Company and provides additional information on balance sheet items that contain financial instruments.

The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of financial asset, financial liability and equity instrument are disclosed in Note 2.2 (b) and 2.2 (n), to the standalone financial statements.

(a) Financial assets and liabilities

The following tables presents the carrying value and fair value of each category of financial assets and liabilities as at March 31, 2021 and March 31, 2020.

As at March 31, 2021

(₹ in crore)

Particulars	Fair value through other comprehensive income	Fair value through statement of profit or loss	Amortised cost	Total carrying value	Total Fair Value
Financial assets					
(i) Investments	13,687.42	0.20	107.40	13,795.02	13,795.02
(ii) Loans	-	-	1,960.23	1,960.23	1,960.23
(iii) Trade receivables	-	-	480.12	480.12	480.12
(iv) Cash and cash equivalents	-	-	57.24	57.24	57.24
(v) Bank balances other than cash and cash equivalents	-	-	27.78	27.78	27.78
(vi) Other financial assets	-	-	1,508.46	1,508.46	1,508.46
Total	**13,687.42**	**0.20**	**4,141.23**	**17,828.85**	**17,828.85**
Financial liabilities					
(i) Borrowings#	-	-	5,118.03	5,118.03	5,118.03
(ii) Trade payables	-	-	562.80	562.80	562.80
(iii) Other financial liabilities	-	-	2,086.56	2,086.56	2,086.56
(iv) Financial guarantee contracts	-	-	78.75	78.75	78.75
Total	**-**	**-**	**7,846.14**	**7,846.14**	**7,846.14**

Notes to the standalone financial statements for the year ended March 31, 2021

As at March 31, 2020

(₹ in crore)

Particulars	Fair value through other comprehensive income	Fair value through statement of profit or loss	Amortised cost	Total carrying value	Total Fair Value
Financial assets					
(i) Investments	19,660.56	98.00	106.98	19,865.54	19,865.54
(ii) Loans	-	-	2,394.24	2,394.24	2,394.24
(iii) Trade receivables	-	-	648.44	648.44	648.44
(iv) Cash and cash equivalents	-	-	23.26	23.26	23.26
(v) Bank balances other than cash and cash equivalents	-	-	2.01	2.01	2.01
(vi) Other financial assets	-	-	945.07	945.07	945.07
Total	**19,660.56**	**98.00**	**4,120.00**	**23,878.56**	**23,878.56**
Financial liabilities					
(i) Borrowings#	-	-	8,181.26	8,181.26	8,181.26
(ii) Trade payables	-	-	552.06	552.06	552.06
(iii) Other financial liabilities	-	-	2,333.95	2,333.95	2,333.95
(iv) Financial guarantee contracts	-	-	95.74	95.74	95.74
Total	**-**	**-**	**11,163.01**	**11,163.01**	**11,163.01**

includes current maturity of long term borrowings

(i) Investments in mutual funds and derivative instruments are mandatorily classified as fair value through statement of profit and loss.

(b) Fair value hierarchy

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to Level 3, as described below:

Quoted prices in an active market (Level 1): This level of hierarchy includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities. This category consists of investment in quoted equity shares, and mutual fund investments.

Valuation techniques with observable inputs (Level 2): This level of hierarchy includes financial assets and liabilities, measured using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).

Valuation techniques with significant unobservable inputs (Level 3): This level of hierarchy includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

Notes to the standalone financial statements for the year ended March 31, 2021

(₹ in crore)

Particulars	Fair value measurements at reporting date using			
	Total	Level 1	Level 2	Level 3
March 31, 2021				
Financial assets				
Investment in mutual funds	**0.20**	0.20	-	-
Investments in subsidiaries, associates and joint ventures	**13,687.42**	-	-	13,687.42
March 31, 2020				
Financial assets				
Investment in mutual funds	**98.00**	98.00	-	-
Investments in subsidiaries, associates and joint ventures	**19,660.56**	-	-	19,660.56

(i) Short-term financial assets and liabilities are stated at carrying value which is approximately equal to their fair value.

(ii) Foreign exchange forward contracts are fair valued using market observable rates and published prices together with forecasted cash flow information where applicable.

(iii) Management uses its best judgement in estimating the fair value of its financial instruments. However, there are inherent limitations in any estimation technique. Therefore, for substantially all financial instruments, the fair value estimates presented above are not necessarily indicative of the amounts that the Company could have realised or paid in sale transactions as of respective dates. As such, fair value of financial instruments subsequent to the reporting dates may be different from the amounts reported at each reporting date.

(iv) The fair values of the unquoted equity shares have been estimated using a DCF model except in case of fair value of investment in SEZ sector which has determined based on available data for similar immovable property/ investment or observable market prices less incremental cost for disposing of the immovable property/ investments. The valuation requires management to make certain assumptions about the model inputs, including forecast cash flows, discount rate, credit risk and volatility. The probabilities of the various estimates within the range can be reasonably assessed and are used in management's estimate of fair value for these unquoted equity investments

(v) There have been no transfers between Level 1, Level 2 and Level 3 for year ended March 31, 2021 and year ended March 31, 2020.

(vi) Fair value of mutual funds is determined based on the net asset value of the funds.

(vii) Reconciliation of fair value measurement of unquoted equity shares classified as FVTOCI assets:

(₹ in crore)

Particulars	Total
As at April 1, 2019	**18,205.41**
Additional equity recognised for financial guarantees, loan and preference shares	196.90
Acquisition during the year	0.10
Sales / redemption during the year	(1,202.61)
Re-measurement recognised in OCI	2,460.76
As at March 31, 2020	**19,660.56**
Additional equity recognised for financial guarantees, loan and preference shares	10.89
Acquisition during the year	1,206.05
Other Adjustments	2.34
Sales / redemption during the year	(5,888.16)
Re-measurement recognised in OCI	(1,304.26)
As at March 31, 2021	**13,687.42**

Notes to the standalone financial statements for the year ended March 31, 2021

(viii) The significant unobservable inputs used in the fair value measurement categorised within Level 3 of the fair value hierarchy together with a quantitative sensitivity analysis as at March 31, 2021 and March 31, 2020 are as shown below:

Description of significant unobservable inputs to valuation:

Sector wise unquoted equity Securities	Valuation technique	Significant unobservable inputs	Range (weighted average)	Sensitivity of the input to fair value
FVTOCI assets in unquoted equity shares	DCF method	Discounting rate (Cost of Equity)	**March 31, 2021:** 10.83 % to 21.83% **March 31, 2020:** 10.79 % to 21.65%	1% increase in the discounting rate will have a significant adverse impact on the fair value of equity investments.

(c) Financial risk management objectives and policies

In the course of its business, the Company is exposed primarily to fluctuations in foreign currency exchange rates, interest rates, equity prices, liquidity and credit risk, which may adversely impact the fair value of its financial instruments. The Company has a risk management policy which not only covers the foreign exchange risks but also other risks associated with the financial assets and liabilities such as interest rate risks and credit risks. The risk management policy is approved by the Board of Directors. The risk management framework aims to:

(i) create a stable business planning environment by reducing the impact of currency and interest rate fluctuations on the Company's business plan.

(ii) achieve greater predictability to earnings by determining the financial value of the expected earnings in advance.

i) Market risk

Market risk is the risk of any loss in future earnings, in realisable fair values or in future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in interest rates, foreign currency exchange rates, equity price fluctuations, liquidity and other market changes. Future specific market movements cannot be normally predicted with reasonable accuracy.

(a) Market risk- Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

(i) Interest rate risk exposure

The exposure of the Company's borrowing to interest rate changes at the end of the reporting period are as follows:

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Variable rate borrowings	1,961.77	2,632.71
Fixed rate borrowings	2,389.35	5,548.55
Total borrowings	**4,351.12**	**8,181.26**

(ii) Interest rate sensitivity

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

Notes to the standalone financial statements for the year ended March 31, 2021

(₹ in crore)

Particulars	Change in basis points	Effect on profit before tax
March 31, 2021		
Increase	+50	(9.81)
Decrease	-50	9.81
March 31, 2020		
Increase	+50	(13.16)
Decrease	-50	13.16

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment.

(b) Market risk- Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's investing and financing activities. The Company's exposure to foreign currency changes from operating activities is not material.

No hedge contract entered for the year ended March 31, 2021 and March 31, 2020.

The following table shows foreign currency exposure in US Dollar on financial instruments at the end of reporting period. The exposure to all other foreign currencies are not material.

(₹ in crore)

Particulars	Currency	Amount in foreign currency	Amount
Borrowings	USD	30.00	2,193.30
		(30.00)	(2,269.95)
Trade Payables	USD	0.02	1.69
		(0.02)	(1.75)
Other financial liabilities	USD	5.54	405.08
		(5.54)	(418.92)
Loans	USD	13.43	982.02
		(4.42)	(334.81)
Other financial assets	USD	0.19	13.92
		(0.03)	(2.35)

Note: Previous year's figures are shown in brackets above.

Foreign currency sensitivity

(₹ in crore)

Particulars	Change in USD rate	Effect on profit before tax
March 31, 2021		
Increase	4.62%	(74.04)
Decrease	-4.62%	74.04
March 31, 2020		
Increase	5.45%	(128.26)
Decrease	-5.45%	128.26

* Exchange rate of ₹ 73.11/ USD (March 31, 2020: ₹ 75.67/ USD) has been takem from FEDAI website

Notes to the standalone financial statements for the year ended March 31, 2021

ii) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Financial instruments that are subject to credit risk and concentration thereof principally consist of trade receivables, loans receivables, investments, cash and cash equivalents, derivatives and financial guarantees provided by the Company.

The carrying value of financial assets represents the maximum credit risk. The maximum exposure to credit risk was ₹ 17,828.86 crore and ₹ 23,878.56 crore as at March 31, 2021 and March 31, 2020 respectively, being the total carrying value of investments, loans, trade receivables, balances with bank, bank deposits and other financial assets.

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. An impairment analysis is performed at each reporting date on an individual basis for major customers. The Company does not hold collateral as security. Further, the top 5 customers of the Company in the EPC segment contributes to more than 90% of the trade receivables during the year ended March 31, 2021 and March 31, 2020.

With respect to Trade receivables/unbilled revenue, the Company has constituted the terms to review the receivables on periodic basis and to take necessary mitigations, wherever required. The Company creates allowance for all unsecured receivables based on lifetime expected credit loss based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and rates used in the provision matrix.

With respect to the investing activities of the Company, it has a risk management framework that monitors the sectors of the entities in which the Company has investments and evaluates whether the sectors operate within the defined risk appetite and risk tolerance levels as defined by the senior management. The credit risk function evaluates its investments based on well-established sector specific internal frameworks, in order to identify, mitigate and allocate risks as well as to enable appropriate valuation of investments.

The following table summarises the changes in the loss allowance measured using ECL:

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Opening balance*	31.97	27.97
Amount provided/ (reversed) during the year (net)	-	4.00
Closing provision*	**31.97**	**31.97**

*Pertains to provision for doubtful receivables and unbilled revenue.

Reconciliation of loss allowance provision- Loans and other financial assets.

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Opening balance	959.57	260.99
Amount provided/ (reversed) during the year (net)	226.72	698.58
Closing provision	**1,186.29**	**959.57**

Credit risk from balances with bank and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

In respect of financial guarantees provided by the Company to banks and financial institutions, the maximum exposure which the Company is exposed to is the maximum amount which the Company would have to pay if the guarantee is called upon. Based on the expectation at the end of the reporting period, the Company considers that it is more likely than not that such an amount will not be payable under the guarantees provided.

Notes to the standalone financial statements for the year ended March 31, 2021

iii) Liquidity risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company has obtained fund and non-fund based working capital lines from various banks. Furthermore, the Company has access to funds from debt markets through commercial paper programs, non-convertible debentures and other debt instruments. The Company invests its surplus funds in bank fixed deposit and in mutual funds, which carry no or low market risk.

The Company monitors its risk of shortage of funds on a regular basis. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, bank loans, debentures, preference shares, sale of assets and strategic partnership with investors, etc.

The following table shows a maturity analysis of the anticipated cash flows excluding interest obligations for the Company's financial liabilities on an undiscounted basis, which therefore differ from both carrying value and fair value.

(₹ in crore)

Particulars	0-1 years	1 to 5 years	> 5 years	Total
March 31, 2021				
Borrowings #	626.18	1,583.86	2,193.30	4,403.34
Other financial liabilities	2,042.91	43.65	-	2,086.56
Trade payables	562.80	-	-	562.80
	3,231.89	**1,627.51**	**2,193.30**	**7,052.70**
March 31, 2020				
Borrowings #	1,805.90	4,189.01	2,269.95	8,264.86
Other financial liabilities	2,284.28	49.66	-	2,333.94
Trade payables	552.06	-	-	552.06
	4,642.23	**4,238.67**	**2,269.95**	**11,150.86**

includes current maturities of long term borrowings

(i) The above excludes any financial liabilities arising out of financial guarantee contract as detailed in note 37.

(ii) For range of interest of borrowings, repayment schedule and security details refer note 16.

iv) Price risk

The Company's exposure to price risk arises from investments held and classified in the balance sheet either as fair value through other comprehensive income or at fair value through profit or loss.To manage the price risk arising from investments, the Company diversifies its portfolio of assets.

(₹ in crore)

Particulars	Change in price	Effect on profit before tax
March 31, 2021		
Increase	5%	0.01
Decrease	-5%	(0.01)
March 31, 2020		
Increase	5%	0.25
Decrease	-5%	(0.25)

Notes to the standalone financial statements for the year ended March 31, 2021

39. Capital management

The Company's capital management is intended to create value for shareholders by facilitating the meeting of long term and short term goals of the Company.

The Company determines the amount of capital required on the basis of annual business plan coupled with long term and short term strategic investment and expansion plans. The funding needs are met through equity, cash generated from operations and sale of certain assets, long term and short term bank borrowings and issue of non-convertible debt securities and strategic partnership with investors.

For the purpose of the Company's capital management, capital includes issued equity capital, convertible preference shares and debentures, share premium and all other equity reserves attributable to the equity holders of the Company.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is total debt divided by total capital plus total debt. The Company's policy is to keep the gearing ratio at an optimum level to ensure that the debt related covenant are complied with (refer note 2.1).

(₹ in crore)

Particulars	March 31, 2021	March 31, 2020
Borrowings (refer note 16)#	4351.12	8181.26
Less: Cash and cash equivalents (refer note 12(a))	57.24	23.26
Total debts (A)	**4,293.88**	**8,158.00**
Capital components		
Equity share capital	603.59	603.59
Other equity	9,142.63	11,464.15
Total Capital (B)	**9,746.22**	**12,067.74**
Capital and borrowings C= (A+B)	**14,040.10**	**20,225.74**
Gearing ratio(%) D= (A/C)	**30.58%**	**40.33%**

includes current maturities of long term borrowings

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2021 and March 31, 2020.

Notes to the standalone financial statements for the year ended March 31, 2021

40. Disclosure as per Part A of Schedule V of Securities (Listing Obligations and Disclosures Requirements) Regulations, 2015 as regards the loans and inter-corporate deposits granted to subsidiaries, fellow subsidiaries, joint ventures, associates and other companies in which the directors are interested.

(₹ in crore)

Name of the entity	Relationship		Amount outstanding as at		Maximum amount outstanding during the year ended		Investment by loanee in the shares of the parent Company
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020	
Loans given/ debentures subscribed^							
- GMRHL[1]	Subsidiary	Subsidiary	120.61	122.22	186.88	132.22	Nil
- GKSIR[1]	Subsidiary	Subsidiary	18.48	70.29	74.45	70.29	Nil
- GSPHL[1]	Subsidiary	Subsidiary	126.85	74.73	228.61	74.73	Nil
- DSPL[1]	Subsidiary	Subsidiary	-	-	50.00	88.03	Nil
- KSL[1,6,7]	Subsidiary	Subsidiary	90.16	708.76	1,555.59	1,132.76	Nil
- GGAL[1]	Subsidiary	Subsidiary	785.61	556.89	785.61	741.32	Nil
- GBPSPL[1]	Subsidiary	Subsidiary	18.95	18.95	18.95	18.95	Nil
- RSSL[1]	Subsidiary	Subsidiary	14.57	23.13	23.13	23.13	Nil
- NREPL[1]	Subsidiary	Subsidiary	12.46	12.46	12.46	12.46	Nil
- LIPPL[1]	Subsidiary	Subsidiary	-	3.35	3.35	3.35	Nil
- SUPPL[1]	Subsidiary	Subsidiary	-	5.24	5.24	5.24	Nil
- SJK[1]	Subsidiary	Subsidiary	-	401.57	436.88	436.88	Nil
- GETL[1]	Subsidiary	Subsidiary	2.89	111.82	111.82	111.82	Nil
- GIOL[1]	Subsidiary	Subsidiary	982.02	334.81	1,117.28	334.81	Nil
- GASL[1]	Subsidiary	Subsidiary	181.64	252.47	1,510.64	279.54	Nil
- GBHHPL[1]	Subsidiary	Subsidiary	50.00	50.00	50.00	50.00	Nil
- GEL[1]	Joint venture	Joint venture	664.26	212.66	664.26	212.66	Nil
- GISL[1]	Subsidiary	Subsidiary	-	0.79	0.79	142.00	Nil
- GIDL[2]	Subsidiary	Subsidiary	2,338.50	1,348.50	2,338.50	2,060.00	Nil
- GKSIR[2]	Subsidiary	Subsidiary	14.20	14.20	14.20	14.20	Nil
- KSL[2,6,7]	Subsidiary	Subsidiary	842.23	-	842.23	-	Nil
- GSPHL[2]	Subsidiary	Subsidiary	59.76	259.46	259.46	259.46	Nil
- DPPL[2]	Subsidiary	Subsidiary	-	1.50	1.50	1.50	Nil

1. Loans given
2. Debentures subscribed
3. The above loans and inter-corporate deposits have been given for business purpose.
4. There are no outstanding debts due from directors or other officers of the Company.
5. The balances are disclosed on gross basis i.e. excluding provision for doubtful loans.
6. Ceases to be subsidiary company during the year.
7. Loan receivable from Kakinada SEZ Limited which classified under "other financial assests" pursuant to Security Sale and Purchase agreement between Aurobindo Realty Infrastructure Private Limited and Kakinada SEZ Limited, GMR SEZ and Port Holdings Limited and Kakinada Gateway Port Limited.

^ The above balances does not include interest accrued thereon and equity component of preference shares/ loans/ debentures given at concessional rates.

Notes to the standalone financial statements for the year ended March 31, 2021

41. Interest in significant investment in subsidiaries, joint ventures and associates as per Ind AS- 27

S. No.	Name of the entity	Relationship		Ownership interest		Date of Incorporation	Country of Incorporation/ Place of business
		March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020		
1	GEL	Joint venture	Joint venture	29.31%	29.31%	10-Oct-96	India
2	GBHPL	Joint venture	Joint venture	0.10%	0.10%	17-Feb-06	India
3	GEML	Joint venture	Joint venture	5.00%	5.00%	27-Feb-08	Mauritius
4	GETL	Subsidiary	Subsidiary	67.86%	67.86%	29-Jan-08	India
5	GGAL	Subsidiary	Subsidiary	82.16%	99.99%	03-Dec-10	India
6	GPIL	Subsidiary	Subsidiary	49.98%	49.98%	25-Feb-11	India
7	GACEPL	Subsidiary	Subsidiary	48.35%	48.35%	14-Jul-05	India
8	GPEL	Subsidiary	Subsidiary	1.50%	1.50%	18-Oct-05	India
9	GMRHL	Subsidiary	Subsidiary	90.26%	90.26%	03-Feb-06	India
10	GHVEPL	Subsidiary	Subsidiary	41.00%	41.00%	11-Jun-09	India
11	GCORRPL	Subsidiary	Subsidiary	41.00%	41.00%	21-Jul-09	India
12	GFIAL	Subsidiary	Subsidiary	86.49%	86.49%	12-Jan-05	India
13	GASL	Subsidiary	Subsidiary	100.00%	100.00%	18-Jul-07	India
14	DIAL [200 Equity shares (March 31, 2020 - 200 Equity shares)]	Subsidiary	Subsidiary	0.00%	0.00%	01-Mar-06	India
15	GIDL	Subsidiary	Subsidiary	99.99%	99.99%	28-Mar-17	India
16	GAL[3]	Subsidiary	Subsidiary	39.00%	74.48%	06-Feb-92	India
17	GAPL	Subsidiary	Subsidiary	100.00%	100.00%	22-Dec-06	India
18	GKSIR	Subsidiary	Subsidiary	100.00%	100.00%	24-Sep-07	India
19	GSPHL	Subsidiary	Subsidiary	100.00%	100.00%	28-Mar-08	India
20	GCAPL	Subsidiary	Subsidiary	100.00%	100.00%	22-Dec-06	India
21	DSPL	Subsidiary	Subsidiary	100.00%	100.00%	24-Jul-07	India
22	GIML	Subsidiary	Subsidiary	100.00%	100.00%	18-Dec-07	Mauritius
23	GIOL	Subsidiary	Subsidiary	100.00%	100.00%	23-Jun-10	Mauritius
24	GCRPL [30,000 Equity shares (March 31, 2020 - 30,000 Equity shares)]	Subsidiary	Subsidiary	0.03%	0.03%	04-Jun-10	Singapore
25	GHIAL [1,000 Equity shares (March 31, 2020 - 1,000 Equity shares)]	Subsidiary	Subsidiary	0.00%	0.00%	17-Dec-02	India
26	GMIAL [Nil Equity shares (March 31, 2020 - 154 Equity shares)]	Subsidiary	Subsidiary	-	0.00%	09-Aug-10	Maldives

Note:-

1. Disclosure of financial data as per Ind AS – 112 'Disclosure of Interests in Other Entities' has been done based on the audited financial statements for respective years.
2. The above disclosure made do not include step down subsidiaries, joint ventures and associates and are with respect to subsidiaries, joint ventures and associates existing as at March 31, 2021.
3. The above ownership includes assets held for sale as on March 31, 2020.

Notes to the standalone financial statements for the year ended March 31, 2021

42 The Company is in the process of conducting a transfer pricing study as required by the transfer pricing regulations under the IT Act ('regulations') to determine whether the transactions entered during the year ended March 31, 2021, with the associated enterprises were undertaken at "arm's length price". The management confirms that all the transactions with associated enterprises are undertaken at negotiated prices on usual commercial terms and is confident that the aforesaid regulations will not have any impact on the financial statements, particularly on the amount of tax expense and that of provision for taxation.

43 Certain amounts (currency value or percentages) shown in the various tables and paragraphs included in the standalone financial statements have been rounded off or truncated as deemed appropriate by the management of the Company.

44 Ministry of Corporate Affairs had published a list of Disqualified Directors in September 2017. As per this list, Mr. Srinivasan Sandilya (director of the Company as at March 31, 2021) was reported as disqualified from being appointed as a director in terms of section 164 (2) of the Companies Act, 2013 for the period from November 1, 2016 to October 31, 2021 pursuant to his directorship of Association of Indian Automobiles Manufacturers (name changed to AIAM private Limited) ('Defaulting Company'). Consequently, the defaulting company has filed application with the Registrar of Companies (ROC) under Condonation of Delay Scheme, 2018 ('CODS - 2018'). During the year ended March 31, 2019, as confirmed by an email from ROC, his disqualification has been removed in view of Circular No. 16/2017 dated 29-12-2017 after filing of documents under CODS, 2018. However, his name continues in the List of Disqualified Directors published by the Ministry as he was defaulter for non-filing of documents on the date of publication of the said list.

45 The Company is primarily engaged in the business of handling EPC solutions in infrastructure sector and investment activity and corporate support to various infrastructure Special Purpose Vehicles (SPV). In accordance with Ind AS 108 "Operating Segments", the Company has presented segment information on the basis of its consolidated financial statements which are presented in the same financial report.

46 The Code of Social Security, 2020 ("Code") relating to employee benefits during employment and post employment received Presidential assent in September 2020. Subsequently the Ministry of Labour and Employment had released the draft rules on the aforementioned code. However, the same is yet to be notified. The Company will evaluate the impact and make necessary adjustments to the financial statements in the period when the code will come into effect.

47 The Board at its meeting held on 27 August 2020, had approved the Scheme of Amalgamation and Arrangement amongst GMR Power Infra Limited (GPIL), a subsidiary Company, the Company and GMR Power and Urban Infra Limited (GPUIL), a wholly owned subsidiary and their respective shareholders ("the Scheme") subject to the requisite approvals, which, inter alia, envisages the following:

(i) the amalgamation of GPIL with the Company and the dissolution of GPIL without winding up and cancellation of the equity shares held by its shareholders;

(ii) followed by the demerger of all the businesses, undertakings, activities, operations and properties forming part of the Demerged Undertaking (which includes the EPC Business and the Urban Infrastructure Business, as more particularly defined in the Scheme) of the Company on a going concern basis, from the Company to GPUIL, the cancellation of the equity shares held by the Company in GPUIL and the issue of equity shares by GPUIL to the shareholders of the Company; and

(iii) various other matters consequential or integrally connected therewith, including the reorganisation of the share capital of GPUIL;

Upon the Scheme becoming effective and in consideration of the demerger and vesting of Demerged Undertaking of the Company into GPUIL, GPUIL shall issue and allot to every member of the Company holding 10 (Ten) fully paid up equity shares of face value of Re 1 in the Company, 1 (One) equity share of face value of ₹ 5 each in GPUIL.

The Company had filed the Scheme with NCLT Mumbai for its approval after the receipt of No-Objection from the BSE and NSE.

Notes to the standalone financial statements for the year ended March 31, 2021

48 Previous year's figures have been regrouped/reclassified , wherever necessary, to conform to the current year's classification.

As per our report of even date

For **Walker Chandiok & Co LLP**
ICAI firm registration number: 001076N/ N500013
Chartered Accountants

Anamitra Das
Partner
Membership number: 062191

Place: New Delhi
Date: June 18, 2021

For and on behalf of the Board of Directors of
GMR Infrastructure Limited

G. M. Rao
Chairman
DIN: 00574243

Grandhi Kiran Kumar
Managing Director & Chief Executive Officer
DIN: 00061669

Saurabh Chawla
Chief Financial Officer

Venkat Ramana Tangirala
Company Secretary
Membership Number: A13979

Date: June 18, 2021
Place: Counter Signed at Dubai and New Delhi

GMR INFRASTRUCTURE LIMITED
(CIN: L45203MH1996PLC281138)
Regd. Office: Naman Centre, 7th Floor, Opp. Dena Bank, Plot No. C-31, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400051.
T: +91 22 4202 8000; F: +91 22 4202 8004; W: www.gmrgroup.in
Email id: Gil.Cosecy@gmrgroup.in

NOTICE

NOTICE is hereby given that the Twenty Fifth Annual General Meeting of the members of GMR Infrastructure Limited will be held on Thursday, September 09, 2021, at 3:00 P.M. IST through Video Conferencing ("VC") to transact the following business:

Ordinary Business:

1. To consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2021, and the Reports of the Board of Directors and Auditors thereon.

2. To appoint a Director in place of Mr. G.M. Rao (DIN: 00574243), who retires by rotation and being eligible, offers himself for re-appointment.

3. To appoint a Director in place of Mr. Srinivas Bommidala (DIN: 00061464), who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

4. Ratification of remuneration to Cost Auditors of the Company for the Financial Year ended March 31, 2022.

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

   "RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) the remuneration payable to M/s. Rao, Murthy & Associates, Cost Accountants (Firm Registration No. 000065), appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records maintained by the Company for the financial year ending March 31, 2022, being ₹ 1,25,000/- (Rupees One Lakh Twenty Five Thousand Only) plus applicable taxes and reimbursement of out of pocket expenses that may be incurred by them in connection with the aforesaid audit, be and is hereby ratified."

5. Appointment of Dr. Emandi Sankara Rao (DIN: 05184747) as an Independent Director.

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

   "RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions of the Companies Act, 2013 ("the Act"), read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Articles of Association of the Company and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), Dr. Emandi Sankara Rao (DIN: 05184747) who has submitted a declaration that he meets the criteria for independence as provided under the Act and the SEBI LODR, and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, from the conclusion of the 25th Annual General Meeting for a term of three years or upto the conclusion of the 28th Annual General Meeting of the Company, whichever is earlier."

6. Appointment of Dr. Mundayat Ramachandran (DIN: 01573258) as an Independent Director.

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

   "RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions of the Companies Act, 2013 ("the Act"), read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Articles of Association of the Company and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), Dr. Mundayat Ramachandran (DIN: 01573258) who has submitted a declaration that he meets the criteria for independence as provided under the Act and the SEBI LODR, and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, from the conclusion of the 25th Annual General Meeting for a term of three years or upto the conclusion of the 28th Annual General Meeting of the Company, whichever is earlier."

7. Appointment of Mr. Sadhu Ram Bansal (DIN: 06471984) as an Independent Director.

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

   "RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions of the Companies Act, 2013 ("the Act"), read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Articles of Association of the Company and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), Mr. Sadhu Ram Bansal (DIN: 06471984) who has submitted a declaration that he meets the criteria for independence as provided under the Act and the SEBI LODR, and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, from the conclusion of the 25th Annual General Meeting for a term of three years or upto the conclusion of the 28th Annual General Meeting of the Company, whichever is earlier."

8. Appointment of Mr. Amarthaluru Subba Rao (DIN:00082313) as an Independent Director.

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

   "RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions of the Companies Act, 2013 ("the Act"), read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Articles of Association of the Company and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), Mr. Amarthaluru Subba Rao (DIN: 00082313) who has submitted a declaration that he meets the criteria for independence as provided under the Act and the SEBI LODR, and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, from the conclusion of the 25th Annual General Meeting for a term of three years or upto the conclusion of the 28th Annual General Meeting of the Company, whichever is earlier."

9. Appointment of Ms. Bijal Tushar Ajinkya (DIN: 01976832) as an Independent Director.

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

   "RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions of the Companies Act, 2013 ("the Act"), read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Articles of Association of the Company and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), Ms. Bijal TusharAjinkya (DIN: 01976832) who has submitted a declaration that she meets the criteria for independence as provided under the Act and the SEBI LODR, and in respect of whom the Company has received a notice in writing from a Member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, from the conclusion of the 25th Annual General Meeting for a term of three years or upto the conclusion of the 28th Annual General Meeting of the Company, whichever is earlier."

10. Approval for raising of funds through issuance of equity shares and/or other eligible securities through Qualified Institutions Placement and/or Foreign Currency Convertible Bond.

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

    "RESOLVED THAT pursuant to Sections 23, 42, 62, 71 and other applicable provisions, if any, of the Companies Act, 2013 and the applicable rules made thereunder (including the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014), each including any amendment(s), statutory modification(s), or re-enactment(s) thereof for the time being in force and in accordance with the relevant provisions of the memorandum of association and articles of association of the Company and in accordance with the regulations for qualified institutions placement contained in Chapter VI and other applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, and replaced with Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 ("SEBI Debt Regulations") as amended, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations") and applicable provisions of the Foreign Exchange Management Act, 1999 ("FEMA") and the regulations made thereunder including the Foreign Exchange Management (Non-debt Instruments) Rules, 2019, as amended, the Foreign Exchange Management (Debt Instruments) Regulations, 2019 as amended, the Issue of Foreign Currency Convertible Bonds and Ordinary shares (Through Depository Receipt mechanism) Scheme 1993 ("FCCB Scheme") as amended, Foreign Exchange Management (Transfer or Issue of any Foreign Security) Regulations, 2004 as amended, the Consolidated FDI Policy issued by the Department for Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India from time to time, each as amended, the uniform listing agreements entered into by the Company with the stock exchanges where the equity shares of face value of ₹ 1 (Rupee one) each of the Company are listed ("Stock Exchanges", and such equity shares, the "Equity Shares"), and any other provisions of applicable law (including all other applicable statutes, clarifications, rules, regulations, circulars, notifications, and guidelines issued by the Government of India ("GOI"), Ministry of Corporate Affairs ("MCA"), Reserve Bank of India ("RBI"), Securities and Exchange Board of India ("SEBI"), the Stock Exchanges, Registrar of Companies, Mumbai, Maharashtra ("RoC") and such other statutory/ regulatory authorities in India or abroad (the "Appropriate Authorities") from time to time, and subject to existing borrowing limits and security creation limits approved by the shareholders of the Company and all approvals, permissions, consents, and/ or sanctions as may be necessary or required from any of the Appropriate Authorities, and subject to such terms, conditions, or modifications as may be prescribed or imposed while granting such approvals, permissions, consents, and/ or sanctions by any of the aforesaid authorities, which may be agreed to by the Board of Directors of the Company ("Board", which term shall include any committee which the Board may have constituted or may hereinafter constitute to exercise its powers, including the powers conferred by this resolution), the approval of the shareholders of the Company be and is hereby accorded to the Board and the Board be and is hereby authorised to create, offer, issue, and allot such number of Equity Shares, non-convertible debentures along with warrants and/or convertible securities other than warrants (collectively, referred to as the "Securities"), to qualified institutional buyers (as defined under the SEBI ICDR Regulations) ("QIBs"), whether they are holders of the Equity Shares or not, through one or more qualified institutions placements ("QIP"), pursuant to and in accordance with Chapter VI of the SEBI ICDR Regulations, as applicable, and/or Foreign Currency Convertible Bonds ("FCCB") to Investors eligible to Invest as per FCCB Scheme/ FEMA or combination thereof or any other method as may be permitted under law through the issuance of a placement document(s)/offer documents, as permitted under applicable laws and regulations, in one or more tranches, for cash, at such price or prices (including at a discount or premium to market price or prices permitted under applicable law) as may be deemed fit, including a premium or discount that may be permitted under the SEBI ICDR Regulations on the floor price calculated as per Regulation 176 of the SEBI ICDR Regulations for QIP, such that the total amount to be raised through the issue of Securities through a QIP and/or FCCB, either singly or in any combination thereof shall not exceed ₹ 6,000 crores (Rupees Six Thousand Crores only) (inclusive of such premium as may be fixed on such Securities), to be subscribed in Indian or its equivalent of any foreign currency(ies) by all eligible investors, including resident or non-resident/foreign investors who are authorized to invest in the Securities/ FCCB of the Company as per extant regulations/guidelines or any combination as may be deemed appropriate by the Board in consultation with the book running lead managers or any advisors appointed by the Board and whether or not such investors are shareholders of the Company (collectively called "Investors"), to all or any of them, jointly or severally through a placement document or such other offer document, on such terms and conditions considering the prevailing market conditions and other relevant factors wherever necessary, in one or more tranche or tranches, in such manner, and on such terms and conditions as may be agreed by the Board in consultation with the book running lead managers/ other advisors appointed by the Board or otherwise, including the discretion to determine the amount to be issued by way of Securities or FCCB, categories of Investors, to whom the offer, issue and allotment of Securities shall be made, in such manner or otherwise on such terms and conditions and deciding of other terms and conditions like number of Securities to be issued and allotted.

RESOLVED FURTHER THAT in the event of issuance of securities through a QIP, subject to the provisions of the SEBI ICDR Regulations:

i. the allotment of the Securities shall be completed within 365 days from the date of passing of the special resolution by the shareholders of the Company or such other time as may be allowed under the Companies Act, 2013 and/ or SEBI ICDR Regulations, from time to time;

ii. the relevant date for the purposes of pricing of the Equity Shares to be issued and allotted in the proposed QIP shall be the date of the meeting in which the Board or a duly authorised committee decides to open the proposed QIP. In case of convertible securities, the relevant date shall be either the date of the meeting at which the Board decides to open the proposed QIP of such convertible securities or the date on which the holders of such convertible securities become entitled to apply for the equity shares;

iii. the Securities shall be allotted as fully paid up (in case of allotment of non-convertible debt instruments along with warrants, the allottees may pay the full consideration or part thereof payable with respect to warrants, at the time of allotment of such warrants, with the balance consideration being payable on allotment of Equity Shares on exercise of options attached to such warrants);

iv. the tenure of any convertible or exchangeable Securities shall not exceed 60 (sixty) months from the date of allotment;

v. the issuance and allotment of the Securities by way of the QIP shall be made at such price that is not less than the price determined in accordance with the pricing formula provided under Regulation 176(1) of the SEBI ICDR Regulations ("Floor Price") and the price determined for the QIP shall be subject to appropriate adjustments as per the provisions of the SEBI ICDR Regulations, as may be applicable. However, the Board or duly authorised committee may, in consultation with the lead managers, offer a discount of not more than 5% or such other percentage as may be permitted under applicable law on the Floor Price;

vi. no single allottee shall be allotted more than 50% of the issue size and the minimum number of allottees shall be in accordance with the SEBI ICDR Regulations;

vii. it is clarified that QIBs belonging to the same group (as specified under Regulation 180(2) of the SEBI ICDR Regulations) or who are under same control shall be deemed to be a single allottee;

viii. the allotment of Securities except as may be permitted under the SEBI ICDR Regulations and other applicable laws shall only be to QIBs and no allotment shall be made, either directly or indirectly, to any QIBs who is a promoter of the Company, or any person related to the promoter of the Company, in terms of the SEBI ICDR Regulations;

ix. the Securities shall not be sold by the allottees for a period of one (1) year from the date of its allotment, except on the recognized Stock Exchanges or except as may be permitted from time to time by the SEBI ICDR Regulations; and

x. the Company shall not undertake any subsequent QIP until the expiry of two weeks from the date of the QIP to be undertaken pursuant to this special resolution.

RESOLVED FURTHER THAT in the event of issuance of FCCB, the relevant date for the purpose of pricing of FCCB to be issued shall be determined in accordance with the FCCB Scheme or as may be permitted under the applicable law.

RESOLVED FURTHER THAT in pursuance of the aforesaid resolution the Securities or FCCB to be created, offered, issued, and allotted shall be subject to the provisions of the memorandum and articles of association of the Company and any Equity Shares that may be created, offered, issued and allotted by the Company shall rank pari-passu in all respects with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to issue and allot such number of Equity Shares as may be required to be issued and allotted upon issuance / conversion of any Securities/ FCCB or as may be necessary in accordance with the terms of the offering. All such Equity Shares shall rank pari-passu with the existing Equity Shares in all respects.

RESOLVED FURTHER THAT the Company be and is hereby authorized to engage/appoint book running lead managers, underwriters, guarantors, depositories, custodians, registrars, bankers, lawyers, advisors and all such agencies/intermediaries, as are or may be required to be appointed, involved or concerned in such offerings and to remunerate them by way of commission, brokerage, fees or the like including reimbursement of out of pocket expenses incurred by them and also to enter into and execute all such arrangements, agreements, memoranda, documents etc., with such agencies/ intermediaries as per the SEBI ICDR Regulations, FCCB Scheme and FEMA .

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board or the Management Committee of the Board or any other committee to be constituted by the Board for this purpose be and is hereby authorized on behalf of the Company to do such acts, deeds, matters and take all steps as may be necessary including without limitation, including among other things, the following:

i. to determine the terms and conditions of the QIP/ FCCB, including among other things, the amount of issuance of QIP and/or FCCB or combination thereof, date of opening and closing of the QIP (including the extension of such subscription period, as may be necessary or expedient), date of issuance of FCCB, the class of investors to whom the Securities/ FCCB are to be issued, and shall be entitled to vary, modify or alter any of the terms and conditions as it may deem expedient;

ii. to determine the number and amount of Securities/ FCCB that may be offered in domestic and/ or international markets and proportion thereof, tranches, issue price, interest rate, listing, premium/ discount, as permitted under applicable law (now or hereafter);

iii. to finalise and approve and make arrangements for submission of the preliminary and/or draft and/or final offering circulars/information memoranda/ offer documents/ other documents, and any addenda or corrigenda thereto with the appropriate regulatory authorities;

iv. to determine conversion of Securities/ FCCB, if any, redemption, allotment of Securities/ FCCB, listing of securities at the Stock Exchanges;

v. to make applications to the Stock Exchanges for in-principle and final approvals for listing and trading of Equity Shares, and to deliver or arrange the delivery of necessary documentation to the Stock Exchanges in relation thereto;

vi. to open such bank accounts, including escrow accounts, as are required for purposes of the QIP/ FCCB, in accordance with applicable law;

vii. to finalize utilisation of the proceeds of the QIP/ FCCB, as it may in its absolute discretion deem fit in accordance with the applicable law;

viii. approve estimated expenditure in relation to the QIP/ FCCB;

ix. to decide on conduct and schedule of road shows, investor meet(s) in accordance with applicable legal requirements for the issue of the Securities/ FCCB;

x. to undertake all such actions and compliances as may be necessary in accordance with the SEBI ICDR Regulations, the SEBI Listing Regulations, FCCB Scheme, FEMA or any other applicable laws;

xi. to apply for dematerialization of the Equity Shares with the concerned depositories;

xii. to sign and execute all deeds, documents, undertakings, agreements, papers, declarations and writings as may be required in this regard, including without limitation, the private placement offer letter (along with the application form), information memorandum, disclosure documents, the preliminary placement document and the placement document, placement agreement, escrow agreement, term sheets, trustee agreement, trust deed and any other documents as may be required, approve and finalise the bid cum application form and confirmation of allocation notes, seek any consents and approvals as may be required, provide such declarations, affidavits, certificates, consents and/or authorities as required from time to time;

xiii. to seek by making requisite applications as may be required, any approval, consent or waiver from the Company's lenders and/or any third parties (including industry data providers, customers, suppliers) with whom the Company has entered into various commercial and other agreements, and/or any/all concerned government, statutory and regulatory authorities, and/or any other approvals, consents or waivers that may be required in connection with the QIP/ FCCB, offer and allotment of the Securities/ FCCB;

xiv. to give instructions or directions and/or settle all questions, difficulties or doubts that may arise at any stage from time to time, and give effect to such modifications, changes, variations, alterations, deletions, additions as regards the terms and conditions as may be required by the SEBI, the MCA, RBI, the book running lead manager(s), or other authorities or intermediaries involved in or concerned with the QIP/ FCCB and as the Board or the management committee of the Board or any other committee to be constituted by the Board for this purpose may in its absolute discretion deem fit and proper in the best interest of the Company without being required to seek any further consent or approval of the shareholders or otherwise, and that all or any of the powers conferred on the Company and the Board or the management committee of the Board or any other committee to be constituted by the Board for this purpose pursuant to this resolution may be exercised by the Board or the management committee of the Board or any other committee to be constituted by the Board for this purpose to the end and intent that the shareholders shall be deemed to have given their approval thereto expressly by the authority of this resolution, and all actions taken by the Board or the management committee of the Board or any other committee to be constituted by the Board for this purpose, in connection with any matter(s) referred to or contemplated in any of the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects.

RESOLVED FURTHER THAT the Board or the Management Committee of the Board or any other Committee to be constituted by the Board for this purpose be and is hereby authorized to approve, finalise, execute, ratify, and/ or amend/ modify agreements and documents, including any power of attorney, lock up letters, and agreements in connection with the appointment of any intermediaries and/ or advisors (including for marketing, listing, trading and appointment of book running lead managers/ legal counsel/ bankers/ advisors/ registrars/ and other intermediaries as required) and to pay any fees, commission, costs, charges and other expenses in connection therewith.

RESOLVED FURTHER THAT subject to applicable law, the Board or the Management Committee of the Board or any other Committee to be constituted by the Board for this purpose be and is hereby authorized to delegate all or any of the powers herein conferred to any director(s), committee(s), executive(s), officer(s) or representatives(s) of the Company or to any other person to do all such acts, deeds, matters and things and also to execute such documents, writings etc., as may be necessary to give effect to this resolution."

11. Re-appointment of Mr. Grandhi Kiran Kumar (DIN: 00061669) as Managing Director of the Company and designated as "Managing Director & CEO"

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 Sections 196, 197, 203 read with Schedule V of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013, pursuant to and in due compliance from time to time of the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") and subject to such other approvals, permissions and sanctions, as may be required, and based on the recommendation of the Nomination and Remuneration Committee, approval of the members be and is hereby accorded for the re-appointment of Mr. Grandhi Kiran Kumar (DIN: 00061669) as Managing Director of the Company and designated as "Managing Director & CEO", for a further period of three years with effect from July 28, 2021 to July 27, 2024, on the following remuneration and other terms and conditions as detailed below(item (a) to (d) below being referred as "Fixed Remuneration"):

a) Remuneration of ₹ 2,40,00,000 /- (Rupees Two Crore and Forty Lakhs only) per annum with annual increment of 10% per annum, to be paid in such allocation among various components of salary and perquisites as may be mutually agreed between the Company and Mr. Grandhi Kiran Kumar. The valuation of perquisites shall be as per the provisions of the Income Tax Act, 1961.

b) In addition to above Mr. Grandhi Kiran Kumar will also be entitled for following, which shall not be included in computation of ceiling on his remuneration:

   (i) Contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income tax Act, 1961;

   (ii) Gratuity payable should not exceed half month's salary for each completed year of service; and

   (iii) Encashment of leave as per Company's rules, at the end of tenure.

c) In addition to the above said remuneration of ₹ 2.40 crore per annum, Mr. Grandhi Kiran Kumar be provided the below facilities in relation to the business requirement:

   (i) Car

   (ii) Telephones, internet etc.

   (iii) Security services

   (iv) Club Membership- membership of one club in India

d) Any other allowances, benefits, perquisites admissible to the senior officers from time to time as per HR Policy of the Group in addition to the above remuneration.

e) In addition to the remuneration specified above, a commission on the net profits, as approved by the Board of Directors for each financial year, subject to the total remuneration including salary, perquisites and commission be within the overall limit of 5% of the net profits of the Company calculated in accordance with the provisions of the Companies Act, 2013 for a financial year.

RESOLVED FURTHER THAT notwithstanding anything contained herein above, where, in any financial year during the currency of his appointment, the Company has no profits or its profits are inadequate, the Managing Director shall be paid Fixed Remuneration by way of salary and perquisites etc. as set out above, as minimum remuneration.

RESOLVED FURTHER THAT the aforesaid remuneration be paid to Mr. Grandhi Kiran Kumar shall be in addition to remuneration drawn from any other Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as in its absolute discretion it may consider necessary, expedient and desirable to give effect to this resolution."

12. Create charge/mortgage/hypothecation/ pledge on assets/ Investment for the purpose of Borrowings

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

"RESOLVED THAT in furtherance of the resolution passed by the shareholders of the Company vide postal ballot dated February 29, 2020, which became effective from March 30, 2020, pursuant to the provision of Section 180(1)(a) and all other applicable provision of the Companies Act, 2013, (" the Act"), the provisions of Regulation 24, including Regulation 24(5), 24(6) and any other applicable Regulation of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("the Listing Regulations") to the extent relevant and applicable, consent, authority and approval be and is hereby granted to the Board of Directors (hereinafter referred as Board, which term shall be deemed to include any Committee of the "Board") to mortgage and /or charge all the immovable and/or movable properties of the Company, create pledge (including disposal upon invocation of pledge)/ lien or any type of encumbrance either in the entire or any substantial part of the undertaking(s), investment made by the Company directly or indirectly in one or more of its subsidiary/ subsidiaries including material subsidiaries (currently being GMR Airports Limited, Delhi International Airport Limited, GMR Aerostructure Services Limited, GMR Energy Trading Limited, GMR Warora Energy Limited, GMR Kamalanga Energy Limited and GMR Infrastructure (Mauritius) Limited) in favour of any public or private financial institutions, banks, mutual funds, bodies corporate or any other persons whomsoever participating in extending/extended financial assistance to the Company or any of its subsidiary or Associate, to secure any term loans, working capital facilities, debentures or any other types of financial assistance, lent and advanced, agreed to be lent and or advanced by them, together with interest, compound interest, additional interest, liquidated damages, premium on monies payable to them under any loan agreement / letter of sanction/ debenture trust deed etc., within the existing borrowing limit of not exceeding ₹20,000 crore, including borrowing already availed and secured by the Company and / or any of its subsidiary or associate companies.

By order of the Board of Directors
For GMR Infrastructure Limited

Place: New Delhi
Date : August 13, 2021

T. Venkat Ramana
Company Secretary & Compliance Officer
(ACS 13979)

NOTES:

1. In view of ongoing COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") vide its General Circular Nos. 14/2020 dated April 08, 2020 and 17/2020 dated April 13, 2020, General Circular Nos. 20/2020 dated May 05, 2020, followed by General Circular No. 02/2021 dated January 13, 2021 (collectively referred to as "MCA Circulars") has allowed the Companies to conduct Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. The Securities and Exchange Board of India ("SEBI") vide its Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively referred to as "SEBI Circulars") has granted relaxation in respect of sending physical copies of annual report to shareholders and requirement of proxy for general meetings held through electronic mode. In terms of the said Circulars, the 25th AGM of the Company is being held through VC. Hence, Members can attend and participate in the AGM through VC only.

2. Pursuant to the aforesaid MCA Circulars, Members attending the 25th AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

3. As per the Companies Act, 2013, ('the Act'), a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/ her behalf. However, in terms of the MCA Circulars, the 25th AGM is being held through VC, physical attendance of Members has been dispensed with. Accordingly, in terms of the MCA Circulars and SEBI Circulars, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 25th AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

4. The Board of Directors have considered and decided to include item nos. 4 to 12 given above as Special Business in the Notice to the 25th AGM, as they consider it unavoidable in nature.

5. The Explanatory Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013, relating to item nos. 4 to 12 and the additional information required to be provided pursuant to Regulation 36 read with Regulation 26 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "SEBI LODR") and Secretarial Standard on General Meeting (SS-2) prescribed by Institute of Company Secretaries of India (ICSI), regarding the Directors who are proposed to be appointed/re-appointed are annexed hereto.

6. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, September 02, 2021 to Thursday, September 09, 2021 (both days inclusive).

7. KFin Technologies Private Limited (Kfintech) is the Registrar and Share Transfer Agent (RTA) of the Company to perform the share related work for shares held in physical and electronic form.

8. Corporate/Institutional Members are entitled to appoint authorised representatives to attend the AGM through VC on their behalf and cast their votes through remote e-voting or at the AGM. Corporate/ Institutional Members intending to authorize their representatives to participate and vote at the Meeting are requested to send a certified copy of the Board resolution/authorization letter to the Scrutiniser at e-mail ID compliance@sreedharancs.com / sree@sreedharancs.com with a copy marked to evoting@kfintech.com and to the Company at Gil.Cosecy@gmrgroup.in authorising its representative(s) to attend and vote through VC on their behalf at the Meeting pursuant to section 113 of the Companies Act, 2013. In case if the authorized representative attends the Meeting, the above mentioned documents shall be submitted before the commencement of said Meeting.

9. Members of the Company under the category of Institutional Shareholders are encouraged to attend and participate in the AGM through VC and vote thereat.

10. Kfintech shall be providing the facility for voting through remote e-voting, for participation in the 25th AGM through VC facility and e-voting during 25th AGM.

11. Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s). Any such changes effected by the Depository Participants will automatically reflect in the Company's records. In respect of shares held in physical form by writing to the Company's Registrar and Share Transfer Agent, KFin Technologies Private Limited (Unit: GMR Infrastructure Limited), Selenium Tower B, Plot 31 & 32, Gachibowli Financial District, Nanakramguda, Hyderabad-500032.

    Members may note that the Company has enabled a process for the limited purpose of receiving the Company's annual report and notice for the Annual General Meeting (including remote e-voting instructions) electronically, and Members may temporarily update their email address by accessing the link https://investor.gmrgroup.in/annual-reports.

12. In line with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2020-21 are being sent only through electronic mode to those Members whose email addresses are registered with the RTA/ Depositories. Members may also note that the Notice of the 25th AGM and the Annual Report 2020-21 will also be available on the Company's website at https://www.gmrgroup.in/, websites of the Stock Exchanges, i.e. BSE Limited and National Stock Exchange of India Limited, at www.bseindia.com and www.nseindia.com respectively, and on the website of the RTA at https://evoting.kfintech.com/.

13. Pursuant to Regulation 40 of SEBI LODR, transfer of securities held in physical form shall not be processed and any transfer of securities will be possible only in dematerialized mode. Hence members are advised to dematerialize their shares that are held in physical form for any further transfer.

14. Further with reference to the SEBI circular (Ref. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated April 20, 2018) directing security holders, holding securities in physical form to update details of their PAN and bank account, we request all such security holder to immediately update the required details or any change therein with the RTA/ Company.

15. Members who hold shares in dematerialized form and wish to provide/change/correct the bank account details should send the same immediately to their concerned Depository Participant and not to the Company. Members are also requested to give the MICR Code of their bank to their Depository Participants. The Company will not entertain any direct request from such Members for change of address, transposition of names, deletion of name of deceased joint holder and change in the bank account details. While making payment of Dividend, the Registrar and Share Transfer Agent is obliged to use only the data provided by the Depositories, in case of such dematerialized shares.

16. As per the provisions of Section 72 of the Companies Act, 2013, nomination facility is available to the members, in respect of equity shares held by them. Nomination forms can be obtained from the RTA.

17. As per Rule 3 of Companies (Management and Administration) Rules, 2014, Register of Members of the Company should have additional details pertaining to e-mail, PAN / CIN, UID, Occupation, Status, Nationality. We request all the Members of the Company to update their details with their respective Depository Participants (DPs) in case of shares held in electronic form and with the Company's RTA in the case of physical holding, immediately.

18. Non-resident Indian shareholders are requested to inform about the following immediately to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant, as the case may be: -

    a) the change in the residential status on return to India for permanent settlement, and

    b) the particulars of the updated Bank Account in India.

19. Since the AGM will be held through VC Facility, the Route Map being not relevant, is not annexed to this Notice.

20. Members are requested to note that the dividend remaining unclaimed for a continuous period of seven years from the date of transfer to the Company's Unpaid Dividend Account shall be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government. In addition, all underlying shares in respect of which dividend has remained unclaimed for seven consecutive years or more shall be transferred by the Company to demat account of the IEPF Authority within a period of thirty days of such shares becoming due to be transferred to the IEPF.

    In accordance with the aforesaid IEPF Rules, the Company has sent individual communication to all Members whose shares are due for transfer to the IEPF Authority and whose email IDs are available, informing them to claim their unclaimed/unpaid dividend before due date to avoid such transfer of shares to IEPF Authority and has also published notice in this regard in Newspapers.

    In the event of transfer of shares and unclaimed dividends to IEPF, Members are entitled to claim the same from the IEPF authority by submitting an online application in the prescribed Form IEPF-5 available on the website http://www.iepf.gov.in/ and sending a physical copy of the same duly signed to the Company along with the requisite documents enumerated in Form IEPF-5. Members can file only one consolidated claim in a financial year as per the IEPF Rules.

21. Members who wish to claim Dividends, which remain unclaimed, are requested to either correspond with Company Secretary at the Company's corporate office or the Company's Registrar and Share Transfer Agent (Kfintech) for revalidation and encashment before the due dates.

    In accordance with Rule 5(8) of the Investor Education and Protection Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company has uploaded details of unpaid and unclaimed amounts lying with the Company on its website at https://gmrgroup.in.

22. Members may join the 25th AGM through VC Facility by following the procedure as mentioned separately in the notice, which shall be kept open for the Members from 2:45 p.m. IST i.e. 15 minutes before the time scheduled to start the 25th AGM and shall not be closed for at least 15 minutes after such scheduled time.

23. Members may note that the VC Facility, provided by Kfintech, allows participation of at least 1,000 Members on a first-come-first-served basis. The large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors, etc. can attend the 25th AGM without any restriction on account of first-come first-served principle.

24. Copies of all documents referred to in the notice and explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 annexed thereto are available for inspection electronically. Members seeking to inspect such documents can send an email to Gil.Secretarial@gmrgroup.in.

    The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act will be available electronically for inspection by the members during the AGM.

    Member seeking any information with regard to any queries regarding the Annual Report, may write to the Company at Gil.Cosecy@gmrgroup.in.

25. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, substituted by Companies (Management and Administration) Amendment Rules, 2015, Secretarial Standard-2 on General Meetings and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members with facility to exercise their votes by electronic means through remote e-voting services provided by KFin Technologies Private Limited (Service Provider) on all resolutions set forth in this Notice.

26. THE PROCESS AND MANNER FOR REMOTE E-VOTING:

In compliance with the provisions of section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and the provisions of Regulation 44 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, Members are provided with the facility to cast their vote electronically, through the modes listed below, on all resolutions set forth in this Notice, by way of remote e-voting.

A) Information and instructions for remote e-voting by Individual Shareholders holding shares of the Company in demat mode:

Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided by Listed Companies", e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.

Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-voting facility.

The procedure to login and access remote e-voting, as devised by the Depositories/ Depository Participant(s), is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	**1. Members already registered for NSDL IDeAS facility;** i. Please visit the following URL https://eservices.nsdl.com. ii. Once the home page of e-Services is launched, click on the **"Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section. iii. A new screen will prompt and you will have to enter your User ID and Password. iv. Post successful authentication, click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. v. Click on company name or e-Voting service provider name i.e.., Kfintech and you will be re-directed to Kfintech website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. **2. Members who have not registered for IDeAS facility, may follow the below steps;** i. To register for IDeAS facility visit the URL at https://eservices.nsdl.com ii. Click on **"Register Online for IDeAS"** or for direct registration click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp iii. On completion of the registration formality, follow the steps provided above. **3. Members may alternatively vote through the e-voting website of NSDL in the following manner;** i. Visit the following URL: https://www.evoting.nsdl.com/ ii. Click on the icon "Login" which is available under 'Shareholder/Member' section. iii. Members to enter User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code shown on the screen. iv. Post successful authentication, you will be redirected to NSDL IDeAS site wherein you can see e-Voting page. v. Click on company name or e-Voting service provider name i.e., Kfintech and you will be redirected to Kfintech website for casting your vote.
Individual Shareholders holding securities in demat mode with CDSL	**1. Members already registered for Easi/ Easiest facility may follow the below steps;** i. Visit the following URL: https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com ii. Click on the "Login" icon and opt for "New System Myeasi" (only applicable when using the URL: www.cdslindia.com) iii. On the new screen, enter User ID and Password. Without any further authentication, the e-voting page will be made available. iv. Click on Company name or e-voting service provider name i.e. KFintech to cast your vote. **2. Members who have not registered for Easi/Easiest facility, may follow the below steps;** i. To register for Easi/Easiest facility visit the URL at https://web.cdslindia.com/myeasi./Registration/EasiRegistration ii. On completion of the registration formality, follow the steps mentioned above. **3. Members may alternatively vote through the e-voting website of CDSL in the manner specified below:** i. Visit the following URL: www.cdslindia.com ii. Enter the demat account number and PAN iii. Enter OTP received on mobile number and email registered with the demat account for authentication. iv. Post successful authentication, the member will receive links for the respective e-voting service provider i.e. KFintech where the e-voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	1. Members may alternatively log-in using the credentials of the demat account through their Depository Participant(s) registered with NSDL/CDSL for the e-voting facility. 2. On clicking the e-voting icon, members will be redirected to the NSDL/CDSL site, as applicable, on successful authentication. 3. Members may then click on Company name or e-voting service provider name i.e. Kfintech and will be redirected to Kfintech website for casting their vote.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL have forgotten the password:

Shareholders/ members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants' website.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

During the voting period, shareholders / members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Helpdesk for Individual Shareholders holding securities in demat mode:

In case shareholders/ members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

Login type Helpdesk details	Login type Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 22-23058542-43.

B) Login method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and for all shareholders holding securities in physical mode.

Member will receive an e-mail from Kfintech [for Members whose e-mail IDs are registered with the Company/Depository Participant(s)] which includes details of E-Voting Event Number ("EVEN"), User ID and Password:

i. Launch internet browser by typing the URL:https://evoting.kfintech.com/.

ii. Enter the login credentials (i.e., User ID and Password). Your Folio No./DP ID-Client ID will be your User ID. However, if you are already registered with Kfintech for e-voting, you can use your existing User ID and Password for casting your vote.

iii. After entering these details appropriately, click on 'LOGIN'

iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password should comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID, etc., on first login. You may also enter a secret question and answer of your choice to retrieve your password in case password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

v. You need to login again with the new credentials.

vi. On successful login, the system will prompt you to select the 'EVENT', i.e., GMR Infrastructure Limited.

vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-Off Date under 'FOR/AGAINST' or, alternatively, you may partially enter any number in 'FOR' and partially in 'AGAINST', but the total number in 'FOR/AGAINST' taken together should not exceed your total shareholding as mentioned hereinabove. You may also choose the option 'ABSTAIN'. If you do not indicate either 'FOR' or 'AGAINST' it will be treated as 'ABSTAIN' and the shares held will not be counted under either head.

viii. Equity shareholders holding multiple folios/demat accounts may choose the voting process separately for each folio/demat accounts.

ix. You may then cast your vote by selecting an appropriate option and click on 'Submit'.

x. A confirmation box will be displayed. Click 'OK' to confirm else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, you can login any number of times till you have voted on the Resolution.

xi. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are required to send scanned certified true copy (PDF/JPG Format) of the Board Resolution/Authority Letter etc., together with attested specimen signature(s) of the duly authorised representative(s) who are authorised to vote, to the Scrutiniser through e-mail ID compliance@sreedharancs.com / sree@sreedharancs.com with a copy marked to evoting@kfintech.com and to the Company at Gil.Cosecy@gmrgroup.in. The file scanned image of the Board Resolution should be in the naming format "Company Name, Event No."

xii. In case e-mail id of a Member is not registered with the Company/ Depository Participant(s), (including Members holding shares in physical form), please follow the steps for registration as mentioned in para 11 of the Notes.

a) Upon registration, Member will receive an e-mail from Kfintech which includes details of E-Voting Event Number (EVEN), USER ID and password.

b) Please follow all steps from aforesaid Note. No. 26 (B) (i) to (xi) above to cast your vote by electronic means.

xiii. A person, whose name is recorded in the register of equity shareholder or in the register of beneficial owners maintained by the depositories as on the Cut-Off Date only shall be entitled to avail the facility of remote e-voting as well as e-voting at the Meeting.

xiv. Persons holding securities in physical mode and non-individual shareholders holding securities in demat mode who become equity shareholder after dispatch of the Notice of the Meeting but on or before the Cut-Off Date, i.e., Thursday, September 2, 2021, may obtain User ID and Password in the manner as mentioned below:

I. If the mobile number of the equity shareholder is registered against Folio No./DP ID-Client ID, the Member may send SMS: MYEPWD<SPACE>Folio No. or DP ID-Client ID to +91 9212993399. In case of physical holding, prefix Folio No. with EVEN.

Example for NSDL: MYEPWD<SPACE>IN12345612345678

Example for CDSL: MYEPWD<SPACE>1402345612345678

Example for Physical: MYEPWD<SPACE>XXX1234567890

(XXXX being EVEN)

II. If email address of the equity shareholder is registered against Folio No./DP ID-Client ID, then on the home page ofhttps://evoting.kfintech.com, the equity shareholder may click 'Forgot Password' and enter Folio No. or DP ID-Client ID and PAN to generate a password.

III. Equity shareholders may send an e-mail request to https://evoting.kfintech.com. If the equity shareholder is already registered with the KFintech's e-voting platform, then such equity shareholder can use his/her existing User ID and Password for casting the vote through remote e-voting.

IV. In case of any queries, please visit Help and Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of https://evoting.kfintech.com. For any grievances related to e-voting, please contact Mr. SV Raju, Deputy Manager, KFin Technologies Private Limited, Selenium Tower B, Plot Nos. 31 & 32, Financial District, Nanakramgula, Serillingamapally Mandal, Hyderabad-500 032 at evoting.kfintech.com, Toll Free No: 1800-309-4001.

27. The remote e-voting period commences on Monday, September 06, 2021 at 9.00 a.m. IST and ends on Wednesday, September 08, 2021 at 5.00 p.m. IST (both days inclusive). During this period, the Members of the Company holding shares in physical form or in dematerialized form, may cast their votes by remote e-voting in the manner and process set out hereinabove. The e-voting module shall be disabled for voting thereafter. Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut- off date, being Thursday, September 2, 2021 will be entitled to cast their votes by remote e-voting.

28. The voting rights of the equity shareholder shall be in proportion to their shareholding of the paid up equity share capital of the Applicant Company as on Cut-Off Date, i.e., Thursday, September 2, 2021.

29. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.

30. VOTING AT THE AGM:

i. Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC platform and no separate login is required for the same.

ii. Members who have voted through Remote e-voting will be eligible to attend the AGM, however, they shall not be allowed to cast their vote again during the AGM.

iii. The e-voting window shall be activated upon instructions of the Chairman of the Meeting during the AGM and shall also announce the start of the casting the vote at AGM through the e-Voting platform of our RTA - Kfintech and thereafter the e-Voting at AGM shall commence.

iv. Upon the declaration by the Chairman about the commencement of e-voting at AGM, Members shall click on the "Vote" sign on the left-hand bottom corner of their video screen for voting at the AGM, which will take them to the 'Instapoll' page.

v. Members to click on the "Instapoll" icon to reach the resolution page and follow the instructions to vote on the resolutions.

vi. However, this facility shall be operational till all the resolutions are considered and voted upon in the meeting.

vii. A Member can opt for only single mode of voting i.e. through remote e-voting or voting at the AGM. If a Member casts votes by both modes i.e. voting at AGM and remote e-voting, voting done through remote e-voting shall prevail and vote at the AGM shall be treated as invalid.

31. To facilitate Members to receive the Company's Annual Report and Notice for the Annual General Meeting (including remote e-voting instructions) electronically and cast their vote, the Company has made special arrangements with Kfintech for registration of email addresses of the Members in terms of the General Circular No. 20/2020 dated May 5, 2020 issued by the MCA. Eligible Members who have not submitted their email address to the Company or Kfintech are required to provide/update their email address to Kfintech, on or before 5:00 p.m. (IST) on September 1, 2021.

The process for registration / updation of email address with Kfintech for receiving the Notice of AGM and Annual Report and login ID and password for e-voting is as under:

a) Visit the link: http://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx.

b) Select the Company name viz. GMR Infrastructure Limited.

c) Enter the DP ID & Client ID/Physical Folio Number and PAN details. In the event the PAN details are not available on record for Physical Folio, Member shall enter one of the Share Certificate numbers.

d) Upload a self-attested copy of the PAN card for authentication. If PAN details are not available in the system, the system will prompt the Member to upload a self-attested copy of the PAN card for updation.

e) Enter your email address and mobile number.

f) The system will then confirm the email address for receiving this AGM Notice.

The Members may also visit at the link https://investor.gmrgroup.in/annual-reports. and click on the "email registration" and follow the registration process as guided thereafter.

OTHER INSTRUCTIONS

1. Mr. V. Sreedharan, (Membership No. FCS 2347) or failing him Mr. Pradeep B. Kulkarni (Membership No. FCS 7260) Practicing Company Secretary have been appointed as the Scrutinizer for conducting the remote e-voting, and e-voting process in a fair and transparent manner.
2. The Scrutinizer will, after the conclusion of e-voting during the Meeting, scrutinize the votes cast at the Meeting and votes cast through remote e-voting, make a consolidated Scrutinizer's Report and submit the same to the Chairman or a person authorised by him in writing who shall countersign the same in compliance of Rule 20 of Companies (Management and Administration) Rules, 2014 (including amendments made thereto) read with Regulation 44 of SEBI LODR.
3. The Results on resolutions shall be declared on or after the AGM of the Company and the resolutions will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the Resolutions.
4. The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company at www.gmrgroup.in and on Service Provider's website at https://evoting.kfintech.com/ immediately after the result is declared by the Chairman or by person authorised by him and communicated to BSE Limited and the National Stock Exchange of India Limited, where the shares of the Company are listed.

Instructions for attending the AGM through VC:

1. Members may access the platform to attend the 25th AGM through VC at https://emeetings.kfintech.com by using their DP ID / Client ID / Folio No. as applicable as the credentials.
2. The facility for joining the 25th AGM shall open 15 minutes before the time scheduled to start the 25th AGM and shall not be closed for at least 15 minutes after such scheduled time.
3. Members are encouraged to join the Meeting using Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge or Mozilla Firefox 22.
4. Members will be required to grant access to the web-cam to enable two-way video conferencing.
5. Members are advised to use stable Wi-Fi or LAN connection to participate at the AGM through VC smoothly, without any fluctuations in the audio/video quality.
6. Members who may want to express their views or ask questions at the AGM may visit https://evoting.kfintech.com and click on the tab "Annual General Meeting Post Your Queries Here" to post their queries in the window provided, by mentioning their name, demat account number/folio number, email ID and mobile number. The window shall remain active during the remote e-voting period and shall be closed on Wednesday, September 08, 2021 at 5:00 p.m.
7. In addition to the above mentioned step, the Members may register themselves as speakers for the AGM to raise their queries. Accordingly, the Members may visit https://evoting.kfintech.com/ and click on tab 'Speaker Registration for eAGM' during the period mentioned below. Members shall be provided a 'queue number' before the AGM. The company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.

   The 'Speaker Registration' window shall be activated on Sunday, September 5, 2021 at 9.00 A.M. and shall be closed on Tuesday, September 7, 2021 at 9.00 A.M. Those Members who have registered themselves as a speaker will only be allowed to speak/express their views/ask questions during the AGM provided they hold shares as on the cut-off date i.e., Thursday, September 2, 2021. The Company reserves the right to restrict the number of speakers and time allotted per speaker subject to availability of time as appropriate for smooth conduct of the AGM.
8. Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC platform and no separate login is required for the same.
9. Members who may require any technical assistance or support before or during the AGM are requested to contact Kfin Technologies Private Limited at toll free number 1800-309-4001 or write to them at einward.ris@kfintech.com and/or evoting@kfintech.com. Kindly quote your name, DP ID Client ID/ Folio No and e-voting Event Number in all your communications.

Explanatory Statement under Section 102(1) of the Companies Act, 2013 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Item No. 4

The Board of Directors of the Company at its meeting held on August 13, 2021, on recommendation of the Audit Committee, approved the appointment of and remuneration payable to M/s. Rao, Murthy & Associates, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2022.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the members of the Company. Accordingly, the members are requested to ratify the remuneration payable to the Cost Auditor for the financial year ending March 31, 2022 as set out in the resolution.

None of the Directors and/ or Key Managerial Personnel of the Company and/ or their relatives are concerned or interested in the resolution set out in Item No. 4 of the notice and the Board recommends passing of the same as an Ordinary Resolution.

Item No. 5

The Board of Directors at its meeting held on August 13, 2021, upon recommendation by the Nomination and Remuneration Committee of the Board, approved and recommended to the shareholders, appointment of Dr. Emandi Sankara Rao (DIN: 05184747) as an Independent Director of the Company, not liable to retire by rotation, from the conclusion of the 25th Annual General Meeting for a term of three years or upto the conclusion of the 28th Annual General Meeting of the Company, whichever is earlier.

Pursuant to Section 149, 150 and other applicable provisions of the Companies Act, 2013 and rules made thereunder read with Schedule IV of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), the appointment of Dr. Emandi Sankara Rao requires approval of the Members by way of an Ordinary Resolution.

The Company has received declaration from Dr. Emandi Sankara Rao that he is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Companies Act, 2013 and other applicable provisions of the Act and has given his consent for the appointment. Further, the Company has also received a declaration from Dr. Emandi Sankara Rao confirming that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI LODR.

In the opinion of the Board, Dr. Emandi Sankara Rao fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and SEBI LODR, for his appointment as an Independent Director of the Company and he is independent of the management.

Dr. E. Sankara Rao holds bachelor degree in Electrical & Electronics Engineering from Andhra University and has done M.Tech from IIT Kharagpur. He has also completed Ph.D in Project Finance & Management of Asset Network Effectiveness by Risk & Sensitivity using Artificial Intelligence ANN Simulation Models from IIT-Bombay. He is a Chartered Engineer (Valuations) from Institution of Engineers India.

He is having 30 years of top management and 8 years of Board Level experience & expertise in Infrastructure & Industry, Banking & Finance, Institutional Development and Business Schools & Institutions Management. Served in prestigious Govt. of India All India Developmental Financial Institutions like IFCI Ltd & Subsidiaries, IIFCL & Subsidiaries, IDFC, IDBI, MDI and ILD. He has been the MD and CEO of IFCI Limited.

Dr. Rao has been contributing to the society, for over 20 years, serving the poor and needy people in different sectors like Healthcare, Education, Girl Child Development, Skills Development etc. Dr. Rao has also adopted 3 small rural hamlets and 3 schools in a remote hilly Kuneru village in Andhra Pradesh and helps them with medicines, education kits, school infrastructure and also facilitating the farming in that area.

Nomination and Remuneration Committee and the Board of Directors at their respective meetings have assessed the candidature of Dr. Emandi Sankara Rao and are of the view that he is a person of integrity and possesses necessary competencies and skills identified by the Board of Directors for being appointed as an Independent Director of the Company.

In view of his expertise and knowledge, the Board is of opinion that it would be in the interest of the Company to appoint him as an Independent Director for a period of three years with effect from the conclusion of this Annual General Meeting.

Copy of draft letter of appointment of Dr. Emandi Sankara Rao setting out the terms and conditions of appointment is being made available for inspection by the members through electronic mode.

As required under Regulation 36 of SEBI LODR and Secretarial Standard (SS-2) on General Meetings, issued by Institute of Company Secretaries of India (ICSI), the relevant details of Dr. Emandi Sankara Rao are annexed herewith to the notice.

Except Dr. Emandi Sankara Rao, being an appointee and his relatives, none of the Directors and/ or Key Managerial Personnel of the Company and/ or their relatives are concerned or interested in the resolution set out in Item No. 5 of the notice. The Board recommends passing of the resolution set out in Item No. 5 of the notice as an Ordinary Resolution.

Item No. 6

The Board of Directors at its meeting held on August 13, 2021, upon recommendation by the Nomination and Remuneration Committee of the Board, approved and recommended to the shareholders, appointment of Dr. Mundayat Ramachandran (DIN:01573258) as an Independent Director of the Company, not liable to retire by rotation, from the conclusion of the 25th Annual General Meeting for a term of three years or upto the conclusion of the 28th Annual General Meeting of the Company, whichever is earlier.

Pursuant to Section 149, 150 and other applicable provisions of the Companies Act, 2013 and rules made thereunder read with Schedule IV of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), the appointment of Dr. Mundayat Ramachandran requires approval of the Members by way of an Ordinary Resolution.

The Company has received declaration from Dr. Mundayat Ramachandran that he is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Companies Act, 2013 and other applicable provisions of the Act and has given his consent for the appointment. Further, the Company has also received a declaration from Dr. Mundayat Ramachandran confirming that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR").

In the opinion of the Board, Dr. Mundayat Ramachandran fulfils the conditions specified in the Companies Act, 2013, and rules made thereunder and SEBI LODR, for his appointment as an Independent Director of the Company and he is independent of the management.

Dr. M Ramachandran, is a retired IAS officer of the 1972 batch. He has also done M.Phil - Economic Planning, University of Glasgow, UK and holds a Doctorate of Philosophy in Economics from University of Lucknow.

He is having around 40 years of cross sector apex level policy making experience and field level implementation exposure in India, served both at the central and state government levels. As Secretary to Government of India, Ministry of Urban Development, he spearheaded the country's urban sector policies, reforms and initiatives widely recognized as a landmark period in transforming India's cities. At state level he had held various senior positions including that of Chief Secretary of Government of Uttarakhand.

He was also the Chairman of the Metro Rail Corporations of Delhi, Kolkata, Bangalore, Chennai at different point in time.

Nomination and Remuneration Committee and the Board of Directors at their respective meetings have assessed the candidature of Dr. Mundayat. Ramachandran and are of the view that he is a person of integrity and possesses necessary competencies and skills identified by the Board of Directors for being appointed as an Independent Director.

Keeping in view of his expertise and knowledge, the Board is of opinion that it would be in the interest of the Company to appoint him as an Independent Director for a period of three years with effect from the conclusion of this Annual General Meeting.

Copy of draft letter of appointment of Dr. M. Ramachandran setting out the terms and conditions of appointment is being made available for inspection by the members through electronic mode.

As required under Regulation 36 of SEBI LODR and Secretarial Standard (SS-2) on General Meetings, issued by Institute of Company Secretaries of India (ICSI), the relevant details of Dr. Mundayat Ramachandran are annexed herewith to the notice.

Except Dr. Mundayat Ramachandran, being an appointee and his relatives, none of the Directors and/ or Key Managerial Personnel of the Company and/ or their relatives are concerned or interested in the resolution set out in Item No. 6 of the notice. The Board recommends passing of the resolution set out in Item no. 6 of the notice as a ordinary Resolution.

Item No. 7

The Board of Directors at its meeting held on August 13, 2021, upon recommendation by the Nomination and Remuneration Committee of the Board, approved and recommended to the shareholders appointment of Mr. Sadhu Ram Bansal(DIN: 06471984) as an Independent Director of the Company, not liable to retire by rotation, from the conclusion of the 25th Annual General Meeting for a term of three years or upto the conclusion of the 28thAnnual General Meeting of the Company, whichever is earlier.

Pursuant to Section 149, 150 and other applicable provisions of the Companies Act, 2013 and rules made thereunder read with Schedule IV of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), the appointment of Mr. Sadhu Ram Bansal requires approval of the Members by way of an Ordinary Resolution.

The Company has received declaration from Mr. Sadhu Ram Bansal that he is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Companies Act, 2013 and other applicable provisions of the Act and has given his consent for the appointment. Further, the Company has also received a declaration from Mr. Sadhu Ram Bansal confirming that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI LODR.

In the opinion of the Board, Mr. Sadhu Ram Bansal fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and SEBI LODR, for his appointment as an Independent Director of the Company and he is independent of the management.

Mr. S.R. Bansal is a Certified Associate of Indian Institute of Bankers He was a professional banker and a competent administrator with over 35 years of extensive experience in Banking in various capacities. He has also served as an Independent Director in few companies.

He was the Chairman & Managing Director, Corporation Bank (Oct. 2013 – Jan. 2016), Executive Director, Punjab National Bank (June 2012 – Oct. 2013), Field General Manager and other posts at Dena Bank (July 1981 to April 2006 and April 2011 to June 2012), Chief General Manager / General Manager, India Infrastructure Finance Company Ltd. (IIFCL) on deputation (May 2006 – April 2011). Mr. Bansal had won many awards and accolades during his stint as Banker.

Nomination and Remuneration Committee and the Board of Directors at their respective meetings have assessed the candidature of Mr. Sadhu Ram Bansal and are of the view that he is a person of integrity and possesses necessary competencies and skills identified by the board of Directors for being appointed as an Independent Director of the Company.

In view of his expertise and knowledge, the Board is of opinion that it would be in the interest of the Company to appoint him as an Independent Director for a period of three years with effect from the conclusion of the 25th Annual General Meeting.

Copy of draft letter of appointment of Mr. Sadhu Ram Bansal setting out the terms and conditions of appointment is being made available for inspection by the members through electronic mode.

As required under Regulation 36 of SEBI LODR and Secretarial Standard (SS-2) on General Meetings, issued by Institute of Company Secretaries of India (ICSI), the relevant details of Mr. Sadhu Ram Bansalare annexed herewith to the notice.

Except Mr. Sadhu Ram Bansal, being an appointee and his relatives, none of the Directors and/ or Key Managerial Personnel of the Company and/ or their relatives are concerned or interested in the resolution set out in Item No. 7 of the Notice. The Board recommends passing of the resolution set out in Item No. 7 of the notice as an Ordinary Resolution.

Item No. 8

The Board of Directors at its meeting held on August 13, 2021, upon recommendation by the Nomination and Remuneration Committee of the Board, approved and recommended to the shareholders appointment of Mr. Amarthaluru Subba Rao (DIN:00082313) as an Independent Director of the Company, not liable to retire by rotation, from the conclusion of the 25th Annual General Meeting for a term of three years or upto the conclusion of the 28th Annual General Meeting of the Company, whichever is earlier.

Pursuant to Section 149, 150 and other applicable provisions of the Companies Act, 2013 and rules made thereunder read with Schedule IV of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), the appointment of Mr. Amarthaluru Subba Raorequires approval of the Members by way of an Ordinary Resolution.

The Company has received declaration from Mr. Amarthaluru Subba Rao that he is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Companies Act, 2013 and other applicable provisions of the Act and has given his consent for the appointment. Further, the Company has also received a declaration from Mr. Amarthaluru Subba Rao confirming that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI LODR.

In the opinion of the Board, Mr. Amarthaluru Subba Rao fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and SEBI LODR, for his appointment as an Independent Director of the Company and he is independent of the management.

Mr. A Subba Rao is a commerce graduate and a Chartered Accountant. He has an established and proven track record in Finance Leadership, end to end expertise in various facets of finance function, built over 35 years of experience in industry segments such audit practice, manufacturing, financial services and infrastructure. Among other positions, he has been the Managing Director-Finance-Sanamar Group, Executive Director - Finance & Strategy at CLP India during the period from May 2016 to April 2020, Group CFO in RPG Group during the period from August 2013 to May 2016 and Group CFO in GMR Group during his stint in GMR Group from December 1999 to August 2013.

He has contributed to Chartered Accountancy professional development by taking responsibilities in some committees constituted by ICAI and also contributed to the Infra Industry development by working on some committees constituted by the Government of India.

Nomination and Remuneration Committee and the Board of Directors at their respective meetings have assessed the candidature of Mr. Amarthaluru Subba Rao and are of the view that he is a person of integrity and possesses necessary competencies and skills identified by the Board of Directors for being appointed as an Independent Director of the Company.

In view of his expertise and knowledge, the Board is of opinion that it would be in the interest of the Company to appoint him as an Independent Director for a period of three years with effect from the conclusion of this Annual General Meeting.

Copy of draft letter of appointment of Mr. Amarthaluru Subba Rao setting out the terms and conditions of appointment is being made available for inspection by the members through electronic mode.

As required under Regulation 36 of SEBI LODR and Secretarial Standard (SS-2) on General Meetings, issued by Institute of Company Secretaries of India (ICSI), the relevant details of Mr. Amarthaluru Subba Rao are annexed herewith to the notice.

Except Mr. Amarthaluru Subba Rao, being an appointee and his relatives, none of the Directors and/ or Key Managerial Personnel of the Company and/ or their relatives are concerned or interested in the resolution set out in Item No. 8 of the notice. The Board recommends passing of the resolution set out in Item No. 8 of the notice as an Ordinary Resolution.

Item No. 9

The Board of Directors at its meeting held on August 13, 2021, upon recommendation by the Nomination and Remuneration Committee of the Board, approved and recommended to the shareholders, appointment of Ms. Bijal Tushar Ajinkya as an Independent Director of the Company, not liable to retire by rotation, from the conclusion of the 25th Annual General Meeting for a term of three years or upto the conclusion of the 28th Annual General Meeting of the Company, whichever is earlier.

Pursuant to Section 149, 150 and other applicable provisions of the Companies Act, 2013 and rules made thereunder read with Schedule IV of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), the appointment of Ms. Bijal Tushar Ajinkya requires approval of the Members by way of an Ordinary Resolution.

The Company has received declaration from Ms. Bijal Tushar Ajinkya that she is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Companies Act, 2013 and other applicable provisions of the Act and has given her consent for the appointment. Further, the Company has also received a declaration from her confirming that she meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI LODR.

In the opinion of the Board, Ms. Bijal Tushar Ajinkya fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and SEBI LODR for her appointment as an Independent Director of the Company and she is independent of the management.

Ms. Bijal Ajinkya is Partner in Khaitan & Co. in the Direct Tax, Private Client and Investment Funds Practice Groups in their Mumbai office. With over 20 years of experience, on the tax side, Ms. Ajinkya primarily focuses on international tax, structuring of inbound and outbound investments, M&A tax negotiations, providing opinions on complex tax issues on international tax, etc.

On the tax litigation front, she has immense experience in providing advice on unique litigation strategies and has been a lead advisor in many successful and path breaking tax litigations in India. She had led many successful international tax litigation in India; on the India-Mauritius Tax Treaty-Azadi Bachao Andolan, Applicability of Minimum Alternate Tax for foreign Portfolio Investors for International Financial Associations.

She has also served as an expert witness on Indian tax matters in an international arbitration. She is currently handling a tax information exchange case which is a first precedent case on the interpretation of treaty provisions with a country in the Channel Islands.

Nomination and Remuneration Committee and the Board of Directors at their respective meetings have assessed the candidature of Ms. Bijal Ajinkya and are of the view that she is a person of integrity and possesses necessary competencies and skills identified by the Board of Directors for being appointed as an Independent Director of the Company.

In view her expertise and knowledge, the Board is of opinion that it would be in the interest of the Company to appoint her as an Independent Director of the Company for a period of three with effect from the conclusion of this Annual General Meeting.

Copy of draft letter of appointment of Ms. Bijal Ajinkya setting out the terms and conditions of appointment is being made available for inspection by the members through electronic mode.

As required under Regulation 36 of SEBI LODR and Secretarial Standard (SS-2) on General Meetings, issued by Institute of Company Secretaries of India (ICSI), the relevant details of Ms. Bijal Ajinkya are annexed herewith to the notice.

Except Ms. Bijal Ajinkya, being an appointee and her relatives, none of the Directors and/ or Key Managerial Personnel of the Company and/ or their relatives are concerned or interested in the resolution set out in Item No. 9 of the notice. The Board recommends passing of the resolution set out in Item No. 9 of the notice as an Ordinary Resolution.

Item No. 10

The Company recognizes significant growth opportunities in the area of its operations and adjacencies and continues to evaluate such avenues for organic and inorganic growth. The Company proposes to raise capital/ long term funding for the purposes of funding some of these growth opportunities, other long-term capital requirements, investments in subsidiary(ies), joint venture(s) and affiliate(s), general corporate requirements, pre-payment and/or repayment of outstanding borrowings, or meeting exigencies and /or any other purposes, as may be permissible under the applicable law and approved by the board of directors of the Company/ its duly constituted committee ("Board").

In line with the above, the Company proposes to raise funds upto aggregate amounts of ₹ 6,000 crore (Rupees Six Thousand Crore Only), either singly or in any combination of issuance of equity shares of the Company ("Equity Shares"), non-convertible debentures along with warrants and/or convertible securities other than warrants (collectively, referred to as the "Securities") to qualified institutional buyers (as defined under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), whether they are holders of Equity Shares or not, for cash, in one or more tranchesand/or issuance of Foreign Currency Convertible Bonds ("FCCB") to eligible investors permitted under the Issue of Foreign Currency Convertible Bonds and Ordinary shares (Through Depository Receipt mechanism) Scheme 1993 ("FCCB Scheme") or under any Regulations made under Foreign Exchange Management Act, 1999 ("FEMA") or combination thereof, in terms of (a) the SEBI ICDR Regulations; (b) applicable provisions of the Companies Act, 2013 and the applicable rules made thereunder (including the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014), each including any amendment(s), statutory modification(s), or re-enactment(s) thereof ("Companies Act"); (c) Issue of Foreign Currency Convertible Bonds and Ordinary shares (Through Depository Receipt mechanism) Scheme 1993 (FCCB Scheme) as amended, Foreign Exchange Management (Transfer or Issue of any Foreign Security) Regulations, 2004 as amendedand (d) other applicable law including the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations,and replaced with Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, Foreign Exchange Management Act, 1999 ("FEMA") including ECB Guidelines as amended, as may be applicable.

Accordingly, the Board, at its meeting held on August 13, 2021, subject to the approval of the shareholders of the Company, approved the issuance of the Securities/ FCCB on such terms and conditions as may be deemed appropriate by the Board or the management committee of the Board at its sole and absolute discretion, taking into consideration market conditions and other relevant factors and wherever necessary, in consultation with the book running lead manager(s) and /or other advisor(s) appointed in relation to issuance of the QIP/ FCCB, in accordance with applicable laws. The Securities allotted will be listed and traded on the stock exchange(s) where Equity Shares of the Company are currently listed, subject to obtaining necessary approvals. The offer, issue, allotment of the Securities/ FCCB, shall be subject to obtaining of regulatory approvals, if any by the Company.

In terms of Section 62(1)(c) of the Companies Act, 2013, shares may be issued to persons who are not the existing shareholders of a company, if the Company is authorised by a special resolution passed by its shareholders. Further, in terms of provisions of Section 42 and 71 of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, SEBI ICDR Regulations, FCCB Scheme, shareholders approval is required for issuance of Securities/ FCCB. Therefore, consent of the shareholders is being sought for passing the special resolution, pursuant to applicable provisions of the Companies Act, 2013 and other applicable law.

The Securities offered, issued, and allotted by the Company pursuant to the QIP in terms of the resolution and shares arising out of conversion of Securities and FCCB would be subject to the provisions of the memorandum of association and articles of association of the Company and any Equity Shares that may be created, offered, issued and allotted by the Company shall rank, in all respects, pari-passu with the existing Equity Shares of the Company.

The pricing of the Securities shall be determined in accordance with the relevant provisions of the SEBI ICDR Regulations, the Companies Act, FCCB Scheme and any other applicable law. The resolution enables the Board or the management committee of the Board, in accordance with applicable law, to offer a discount of not more than 5% or such percentage as may be permitted under applicable law on the floor price determined in accordance with the SEBI ICDR Regulations.

The allotment of the Securities issued by way of QIP shall be completed within a period of 365 days from the date of passing of this resolution by the shareholders of the Company or such other time as may be allowed under the SEBI ICDR Regulations from time to time.

The Securities shall not be eligible to be sold for a period of one year from the date of allotment, except on the recognised Stock Exchanges, or except as may be permitted under the SEBI ICDR Regulations from time to time.

The 'relevant date' for the purpose of the pricing of the Securities to be issued and allotted in the proposed QIP shall be decided in accordance with the applicable provisions of the SEBI ICDR Regulations, which shall be the date of the meeting in which the Board or the management committee of the Board decides to open the QIP (or in case of allotment of eligible convertible securities, the relevant date may be the date on which the holders of such convertible securities become entitled to apply for the Equity Shares), which shall be subsequent to receipt of shareholders' approval in terms of provisions of Companies Act, 2013 and other applicable laws, rules, regulations and guidelines in relation to the proposed issue of the Equity Shares. The relevant date for purpose of FCCB will be determined in accordance with the FCCB Scheme or as may be permitted under the applicable law.

The resolution proposed is an enabling resolution and the exact amount, exact price, proportion and timing of the issue of the Securities/ FCCB in one or more tranches and the remaining detailed terms and conditions for the QIP/ FCCB will be decided by the Board or the management committee of the Board, in accordance with the SEBI ICDR Regulations, FCCB Scheme or other applicable laws in consultation with book running lead manager(s) and / or other advisor(s) appointed and such other authorities and agencies as may be required to be consulted by the Company. Further, the Company is yet to identify the investor(s) and decide the quantum of Securities/ FCCB to be issued to them. Hence, the details of the proposed allottees, percentage of their post- QIP shareholding and the shareholding pattern of the Company are not provided. The proposal, therefore, seeks to confer upon the Board or the management committee or other Committee of the Board the absolute discretion and adequate flexibility to determine the terms of the QIP/ FCCB, including but not limited to the identification of the proposed investors in the QIP/ FCCB and quantum of Securities and/or FCCB or combination thereof to be issued and allotted to each such investor, in accordance with the provisions of the SEBI ICDR Regulations, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended the Companies Act the FCCB Scheme, the FEMA and the regulations made thereunder, including the Foreign Exchange Management (Non-debt Instruments) Rules, 2019, as amended, the Foreign Exchange Management (Debt Instruments) Regulations, 2019, as amended, the ECB guidelines, Consolidated FDI Policy issued by the Department for Promotion of Industry & Internal Trade, Ministry of Commerce and Industry, Government of India from time to time, each as amended; and other applicable law.

Necessary disclosures have and will be made to the recognised Stock Exchanges, as may be required under the listing agreements entered into with the recognised Stock Exchanges and the SEBI Listing Regulations.

The approval of the shareholders is being sought to enable the Board or the management committee or other Committee of the Board, to decide on the issuance of Securities/ FCCB, to the extent and in the manner stated in the special resolution, as set out in item No. 10 of this notice, without the need for any fresh approval from the shareholders of the Company in this regard.

None of the directors or key managerial personnel of the Company, or their respective relatives, is concerned or interested, financially or otherwise, except their shareholding, if any, in the Company, in the resolution set out at Item No. 10 of the notice.

The proposed QIP/FCCB is in the interest of the Company and the Board recommends the resolution set out at Item No. 10 of the notice for the approval of the shareholders as a Special Resolution.

Item No. 11

Mr. Grandhi Kiran Kumar (DIN 00061669) was originally appointed as the Managing Director of the Company by the members of the Company at the 17th Annual General Meeting held on September 17, 2013 for a period of five (5) years, with effect from July 28, 2013. He was re-appointed as Managing Director by the members of the Company at the 21st Annual General Meeting held on September 29, 2017 for a further period of three (3) years effective from July 28, 2018 to July 27, 2021. He was designated as Managing Director and CEO with effect from November 14, 2017.

Mr. Grandhi Kiran Kumar is a Promoter Director of the Company and has been on the Company's Board of Directors since 1999. He has been actively involved in various corporate initiatives undertaken by GMR Group including group strategic restructuring plans, financial restructuring across the group, fund raising in group companies etc.

Based on the recommendation of the Nomination and Remuneration Committee and in view of the significant contributions and break-through achievements of Mr. Grandhi Kiran Kumar in a very challenging environment, the Board of Directors of the Company in its meeting held on June 18, 2021, have approved the re-appointment of Mr. Grandhi Kiran Kumar as Managing Director of the Company effective July 28, 2021, subject to the approval of the members of the Company.

Pursuant to Sections 196, 197, 203 and other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force, the re-appointment of Mr. Grandhi Kiran Kumar requires approval of the members by way of special resolution.

The terms and conditions of the appointment and remuneration payable to Mr. Grandhi Kiran Kumar are provided in the resolution referred in Item No. 11 of the Notice.

Mr. Grandhi Kiran Kumar has also been re-appointed as the "Joint Managing Director and CEO" of GMR Airports Limited ("GAL"), the subsidiary of the Company, from June 01, 2021 to May 31, 2024 and remuneration drawn by him from GAL will be as under:

Particulars	Amount
Remuneration (to be paid notwithstanding the profits)	₹4.25 crore p.a. (10% increase p.a w.e.f. April 1st every year)
Commission on profits (based on recommendation of Nomination & Remuneration Committee, to be paid in case of profit only)	Upto ₹ 3 crore p.a. w.e.f June 1, 2021 to March 31, 2022 Upto ₹ 3.30 crore p.a w.e.f April 1, 2022 to March 31, 2023 Upto ₹ 3.65 crore p.a. w.e.f April 1, 2023 to March 31, 2024 Upto ₹ 4.00 crore p.a. w.e.f April 1, 2024 to May 31, 2024.

The terms as set out in the Resolution may be treated as a written memorandum setting out the terms & conditions of re-appointment pursuant to Section 190 of the Companies Act, 2013.

Mr. Grandhi Kiran Kumar is not disqualified from being re-appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent for the re-appointment.

Save and except Mr. Grandhi Kiran Kumar (himself), Mr. G.M. Rao (his father) and Mr. G.B.S. Raju (his brother), to the extent of their shareholding interest, if any, in the Company, none of the other Directors or Key Managerial Personnel of the Company, or their respective relatives, is concerned or interested, financially or otherwise, except their shareholding, if any, in the Company, in the resolution set out at Item No. 11 of the notice.

The Board of Directors of the Company recommends the resolution set out at item No. 11 of the notice for approval of the shareholders as a Special Resolution.

Statement containing required information pursuant to Section II of Schedule V of Companies Act, 2013 is as under:

I. General information:		
(1)	Nature of industry :	Engineering, Procurement and Construction and Others (Investment Activity and corporate support to various infrastructure SPVs)
(2)	Date or expected date of commencement of commercial production:	The Company received its certificate of commencement of business on May 23, 1996.
(3)	In case of new companies, expected date ofcommencement of activities as per project approved byfinancial institutions appearing in the prospectus :	Not applicable
4)	Financial performance based on given indicators	For Financial year 2020-21 (₹ In Crore) a. Revenue from operations: 1448.60 b. Profit/ (Loss) before tax: (1284.02) c. Profit / (Loss) after tax : (1280.16)
(5)	Foreign investments or collaborations, if any.	There is no Direct Foreign Investment in equity of the Company except the investment made by the Foreign Institution Investors/ Foreign persons through secondary market i.e. stock exchanges. The Company has issued Foreign Currency Convertible Bonds (FCCB) aggregating to USD 300,000,000 to Kuwait Investment Authority.
II. Information about the appointee:		
(1)	Background details	Mr. Grandhi Kiran Kumar, age 45 years, holds a bachelor's degree in commerce. He had been on the Company's Board since 1999. He had successfully spearheaded the setting up of the Greenfield Hyderabad Airport and the development and modernisation of the Delhi Airport, two major public-private partnership project. Subsequently he led Group's Highways, Construction, SEZs and allied businesses (excluding airports SEZ) and sports divisions. Currently, he is Corporate Chairman of GMR Group and is overseeing Group's finance and Corporate Strategic Planning Department functions in addition to leading the Group's sports business.
(2)	Past remuneration	Mr. Grandhi Kiran Kumar has not drawn any remuneration from the Company from FY 2017-18 onwards.

(3)	Recognition or awards	Mr. Grandhi Kiran Kumar over the years has been instrumental in driving the group strategy and other corporate initiatives some of which are listed below: a. Bringing the ADP Groupe, one of the leadingAirport Operators as an equity partner in GMR Airports Limited. b. Strategic group restructuring plan involving demerger of non-airport vertical business into a separate company. The Company has already filed the Scheme for approval of NCLT after the receipt of NoC from Stock Exchanges. c. Bidding for and being awarded various projects across different verticals of the Group, planning and successful implementation of such projects. d. Raising funds from time to time to meet the business requirements of the Group. e. Reduction of debt across the Group.
(4)	Job profile and his suitability	He is the Managing Director & CEO of the Company and devotes substantial time and attention to the management of the affairs of the Company and exercises powers under the supervision and superintendence of the Board of the Company. He is also on the Board of GMR Airports Limited as Joint Managing Director & CEO.
(5)	Remuneration proposed	The remuneration proposed is detailed in the resolution given under Item No. 11.
(6)	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Considering the responsibility shouldered by him, proposed remuneration is commensurate with Industry standards and Board level positions held in similar sized and similarly positioned businesses.
7)	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other Director, if any.	There is no pecuniary relationship with the Company except the following: a. He is holding the position of Managing Director & CEO. b. He is included under the 'Promoter and Promoter Group' of the Company. c. He holds 672160 equity shares of Company as on March 31, 2021. Mr. Grandhi Kiran Kumar is son of Mr. G.M. Rao, Chairman and brother of Mr. G.B.S. Raju, Director.
III. Other information:		
(1)	Reasons of loss or inadequate profits :	• General slowdown and inherent problems relating to raw materials, market etc., in some sectors of infrastructure business such as Energy, Highways and Urban Infra; • Being the Infrastructure holding company, with investments in long gestation projects, the returns from its investments are yet to materialize. • Overall Impact of Covid-19 pandemic on the businesses of the Company
2)	Steps taken or proposed to be taken for improvement:	Following steps taken by the Company for improvement: - • The Company is continuing to work towards the 'Asset Light Asset Right' strategy adopted; • The Company is making continued endeavors to reduce debt/ reduce cost of borrowing. • Cost rationalization and optimization of expenditure to achieve the stated goals of the business. • The Company continues above action plan and takes appropriate measures to sweat existing operating assets. • Scout for business opportunities which are in sync with the business strategy of the Group.
(3)	Expected increase in productivity and profits in measurable terms	Barring unforeseen circumstances, the Company hopes to increase the revenue and profits by improved margins in current year

Item No. 12

The Company and its subsidiaries need to explore opportunities to raise funds from time to time to meet business requirements and on certain occasions for refinancing of existing debts as and when better opportunities arise. The shareholders of the Company had on August 12, 2014, granted approval to borrow money in excess of paid up capital and free reserve provided that the total amount so borrowed and outstanding at any point of time shall not exceeds ₹ 20,000 Crore. The Company requires to provide security in connection with the borrowings to be availed/ availed by the Company or its subsidiary/ subsidiaries from time to time. Section 180(1)(a) of the Companies Act, 2013 provides that the Board of Directors of the Company shall exercise the power to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking(s) of the Company only with the approval of the shareholders by way of Special Resolution.

The members may further note that Regulation 24(5) of the SEBI LODR provides that no listed Company shall dispose of shares in its material subsidiary which reduce its shareholding (either on its own or together with other subsidiaries) to less than or equal to 50% or cease to exercise of control over the material subsidiary without passing a Special Resolution. The Company and its subsidiary/ subsidiaries are required to create lien/ pledge over the shares of material subsidiary/subsidiaries to secure the borrowings from time to time. The current material subsidiaries of the Company are GMR Airports Limited, Delhi International Airport Limited, GMR Aerostructure Services Limited, GMR Energy Trading Limited, GMR Warora Energy Limited, GMR Kamalanga Energy Limited and GMR Infrastructure (Mauritius) Limited.

In view of the above legal provisions of Section 180(1) and Regulation 24, including 24(5) and 24(6) of the Listing Regulations the shareholder's approval is being sought for providing securities in connection with any borrowings/ fund raising availed / to be availed by the Company and /or any of its subsidiaries, including the lien/pledge on shares of aforesaid material subsidiaries, as may be specifically required under the said Regulation 24.

None of the directors or key managerial personnel of the Company, or their respective relatives, is concerned or interested, financially or otherwise, except their shareholding, if any, in the Company, in the resolution set out at Item No. 12 of the notice.

The Board of Directors of the Company recommends the resolution set out at item No. 12 of the notice for approval of the shareholders as a Special Resolution.

By order of the Board of Directors
For GMR Infrastructure Limited

Place: New Delhi
Date : August 13, 2021

T. Venkat Ramana
Company Secretary & Compliance Officer
(ACS 13979)

Annexure

Details of directors seeking appointment / reappointment at the 25th Annual General Meeting to be held on Thursday, September 09, 2021 (Pursuant to Regulations 36(3) and 26(4) of the SEBI (LODR) Regulations, 2015 and Secretarial Standard SS-2 on General Meetings.

Name of the Director	**Mr. G.M. Rao**	**Mr. Srinivas Bommidala**	**Mr. Grandhi Kiran Kumar**
Director Identification Number (DIN)	00574243	00061464	00061669
Age	72 years	58 years	45 years
Qualification	Mechanical Engineer	B. Com	B. Com
Brief resume of the Director and other details viz. qualifications, experience/ expertise	Mr. G.M. Rao is the Promoter and one of the first directors of the Company. He is an industrialist and the founder and Chairman of the GMR Group and GMR Varalakshmi Foundation, the Corporate Social Responsibility (CSR) arm of the Group. He is a graduate in mechanical engineering from Andhra University. He was awarded the Doctorate in Philosophy in 2005 by the Jawaharlal Nehru Technological University, Hyderabad in recognition of his services to industry. He was a director on the Board of Vysya Bank for several years and also served as a non-executive chairman of ING Vysya Bank between October 2002 and January 2006. Currently, he is involved in Group-level decisions and external relations, senior leader development and organization building initiatives.	Mr. Srinivas Bommidala, is the promoter and one of the first directors of the Company. He has been a member of the Board since 1996. He entered his family tobacco export business in 1982 and subsequently led the diversification into new businesses such as aerated water bottling plants, etc., and was also in charge of international marketing and management of the organisation. Subsequently, he led the team as the Managing Director of GMR Power Corporation Limited for setting up the first independent power project. This project with slow speed diesel technology was the world's largest diesel engine power plant under one roof situated at Chennai in the southern part of India. He was also instrumental in implementing the combined cycle gas turbine power project in Andhra Pradesh. When the Government decided to modernise and restructure Delhi Airport under a public private partnership scheme in 2006, he became the first Managing Director of this venture and successfully handled the transition process from a public owned entity to a public private partnership enterprise. He is currently the Chairman of the energy business.	Details disclosed in statement above containing required information pursuant to Section II of Schedule V of Companies Act, 2013 under item no. 11.
Date of first appointment on the Board	Appointed as one of the first directors.	Appointed as one of the first directors since incorporation.	July 27, 1999
Shareholding in the Company	253330 equity shares	251660 equity shares	672160 equity shares
Directorships and Committee memberships held in other companies	Given hereunder as (a)	Given hereunder as (b)	Given hereunder as (c)

Inter-se relationships between - Directors - Key Managerial Personnel (KMP)	Mr. G. M. Rao is the father of Mr. G.B.S. Raju and Mr. Kiran Kumar Grandhi and father-in-law of Mr. Srinivas Bommidala. There is no inter-se relationship with other directors and KMP of the Company.	Mr. Srinivas Bommidala is the son-in-law of Mr. G.M. Rao, brother-in-law of Mr. G.B.S. Raju and Mr. Grandhi Kiran Kumar. There is no other inter-se relationship with other directors and KMP of the Company.	Mr. Kiran Kumar Grandhi is the younger son of Mr. G.M. Rao, brother of Mr. G.B.S. Raju and brother-in-law of Mr. Srinivas Bommidala. There is no inter-se relationship with other directors and KMP of the Company.
Number of Board Meetings attended during the year 2020-21	Five (5)	Five (5)	Six (6)
Details of remuneration last drawn (₹)	Nil	Nil	Nil

Name of the Director	**Dr. Emandi Sankara Rao**	**Dr. Mundayat Ramachandran**	**Mr. Sadhu Ram Bansal**	**Mr. Amarthaluru Subba Rao**	**Ms. Bijal Tushar Ajinkya**
Director Identification Number (DIN)	05184747	01573258	06471984	00082313	01976832
Age	61	71	65	61	45
Qualification	Bachelor of Engineering, M. Tech- IIT Kharagpur, P.HD in project Finance and Management- IIT Mumbai.	Retired IAS BA - History, MA – Economics, M. Phill and Doctor of Philosophy in Economics	MA – English, Associate of Indian Institute of Banking & Finance (AIIBF) and CAIIB from Indian Institute of Bankers	Commerce Graduate and a Chartered Accountant	LLM (International Law) University of Mumbai LLB- Government Law College- University of Mumbai
Brief resume of the Director and other details viz. experience/ expertise	Please refer to explanatory statement of item no. 5	Please refer to explanatory statement of item no. 6	Please refer to explanatory statement of item no. 7	Please refer to explanatory statement of item no. 8	Please refer to explanatory statement of item no. 9
Shareholding in the Company	NIL	NIL	NIL	NIL	NIL
Directorship and committee membership held in other Companies	Given hereunder as (d)	Given hereunder as (e)	Given hereunder as (f)	Given hereunder as (g)	Given hereunder as (h)
Inter-se relationships between – Directors –Key Managerial Personnel (KMP)	N.A.	N.A.	N.A.	N.A.	NA
Terms and conditions of appointment along with remuneration sought to be paid	Term- For a term of 3 years or upto the conclusion of 28th AGM whichever is earlier Remuneration- Sitting Fees for attending Board and Committee Meetings	Term- For a term of 3 years or upto the conclusion of 28th AGM whichever is earlier Remuneration- Sitting Fees for attending Board and Committee Meetings	Term-For a term of 3 years or upto the conclusion of 28th AGM whichever is earlier Remuneration- Sitting Fees for attending Board and Committee Meetings	Term- For a term of 3 years or upto the conclusion of 28th AGM whichever is earlier Remuneration- Sitting Fees for attending Board and Committee Meetings	Term-For a term of 3 years or upto the conclusion of 28th AGM whichever is earlier Remuneration- Sitting Fees for attending Board and Committee Meetings

(a) Names of entities in which Mr. G.M. Rao holds directorship and the Membership/Chairmanship of Committees of the Board

S. No.	Name of Companies (Directorship)*	Membership/Chairmanship of Committees of the Board
1.	GMR Hyderabad International Airport Limited	Nil
2.	GMR Varalakshmi Foundation	Nil
3.	Delhi International Airport Limited	Nil
4.	GMR Airports Limited	Nil
5.	AMG Healthcare Destination Private Limited	Nil
6.	Parampara Family Business Institute	Nil
7.	Kakinada SEZ Limited	Nil
8.	GMR Goa International Airport Limited	Nil
9.	GMR Enterprises Private Limited	• Management Committee (Chairman) • Corporate Social Responsibility Committee
10	GMR Nagpur International Airport Limited	Nil
11.	GMR Visakhapatnam International Airport Limited	Nil
12.	GMR Energy Limited	Nil

(b) Names of entities in which Mr. Srinivas Bommidala holds directorship and the Membership/Chairmanship of Committees of the Board

S. No.	Name of Companies (Directorship)*	Membership/Chairmanship of Committees of the Board
1.	Bommidala Exports Private Limited	Nil
2.	Bommidala Tobacco Exporters Private Limited**	Nil
3.	GMR Varalakshmi Foundation	Nil
4.	Delhi International Airport Limited	Nil
5.	GMR Hyderabad International Airport Limited	Nil
6.	BSR Holdings Private Limited	Nil
7.	GMR Airports Limited	• Corporate Social Responsibility Committee
8.	AMG Healthcare Destination Private Limited	• Audit Committee
9.	Delhi Duty Free Services Private Limited	Nil
10.	GMR Goa International Airport Limited	• Nomination and Remuneration Committee (Chairman)
11.	GMR Enterprises Private Limited	• Management Committee
12.	GMR Energy Limited	• Audit Committee • Management Committee • Securities Allotment Committee
13.	GMR Kamalanga Energy Limited	• Management Committee
14.	GMR Warora Energy Limited	Nil

*Foreign entities not considered.
** Under the process of Strike off

(c) Names of entities in which Mr. Grandhi Kiran Kumar holds the directorship and the Membership/Chairmanship of Committees of the Board:

S. No.	Name of Companies (Directorship)*	Membership/Chairmanship of Committees of the Board
1.	GMR Hyderabad International Airport Limited	Nil
2.	GMR Varalakshmi Foundation	Nil
3.	Delhi International Airport Limited	• Share Allotment, Transfer & Grievance Committee (Chairman) • Nomination and Remuneration Committee (Chairman)
4.	GKR Holdings Private Limited	Nil
5.	GMR Airports Limited	• Asset Liability Management Committee (Chairman) • Risk Management Committee • Bidding Committee
6.	JSW GMR Cricket Private Limited (formerly known as 'GMR Sports Private Limited')	Nil
7.	GMR Goa International Airport Limited	Nil
8.	GMR Hyderabad Aerotropolis Limited	Nil

9	GMR Enterprises Private Limited	• Audit Committee; • Nomination and Remuneration Committee; (Chairman) • Corporate Social Responsibility Committee; • Management Committee
10	Kakinada SEZ Limited	Nil
11	GMR Technologies Private Limited	Nil
12	GMR Energy Limited	Nil

*Foreign entities not considered.

(d) Names of entities in which Dr. Emandi Sankara Rao holds directorship and the Membership/Chairmanship of Committees of the Board.

S. No.	Name of Companies (Directorship)*	Membership/Chairmanship of Committees of the Board
1.	Steel Exchange India Limited	• Corporate Social Responsibility Committee (Chairman) • Audit Committee
2.	Coastal Corporation Limited	Nil

(e) Names of entities in which Dr. Mundayat Ramachandran holds directorship and the Membership/Chairmanship of Committees of the Board.

S. No.	Name of Companies (Directorship)*	Membership/Chairmanship of Committees of the Board
1.	GMR Warora Energy Limited	• Audit Committee • Nomination and Remuneration Committee • Corporate Social Responsibility Committee
2.	GMR Bajoli Holi Hydropower Private Limited	• Audit Committee (Chairman) • Nomination and Remuneration Committee • Corporate Social Responsibility Committee
3.	GMR Kamalanga Energy Limited	• Audit Committee • Nomination and Remuneration Committee • Corporate Social Responsibility Committee
4.	Sanmarg Projects Private Limited	Nil
5.	Delhi International Airport Limited	• Audit Committee • Nomination and Remuneration Committee
6.	GMR Energy Limited	• Audit committee (Chairman) • Nomination and Remuneration Committee • Corporate Social responsibility Committee
7.	Cochin Smart Mission Limited	• Audit Committee (Chairman) • Nomination and Remuneration Committee
8.	GMR Visakhapatnam International Airport Limited	• Nomination and Remuneration Committee (Chairman) • Corporate Social Responsibility Committee (Chairman) • Audit Committee
9.	GMR Goa International Airport Limited	• Audit Committee • Nomination and Remuneration Committee

(f) Names of entities in which Mr. Sadhu Ram Bansal holds directorship and the Membership/Chairmanship of Committees of the Board.

S. No.	Name of Companies (Directorship)*	Membership/Chairmanship of Committees of the Board
1.	KEI Industries Limited	• Audit Committee • Risk Management Committee • Qualified Institutional Placement Committee
2.	GMR Varalakshmi Foundation	Audit Committee
3.	Hindustan Urban Infrastructure Limited	• Audit Committee • Stakeholder's Relationship Committee (Chairman) • Nomination and Remuneration Committee
4.	Hindustan Specialty Chemicals Limited	• Audit Committee • Nomination and Remuneration Committee
5.	FIITJEE Limited	-

(g) Names of entities in which Mr. Amarthaluru Subba Rao holds directorship and the membership of Committees of the Board.: **NIL**

(h) Names of entities in which Ms. Bijal Tushar Ajinkya holds directorship and the membership of Committees of the Board: **NIL**

GMR INFRASTRUCTURE LIMITED

(CIN: L45203MH1996PLC281138)

Regd. Office: Naman Centre, 7th Floor, Opp. Dena Bank, Plot No. C-31, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400051, Maharashtra, India.

Ph: +91 22 4202 8000 Fax: +91 22 4202 8004 Web: www.gmrgroup.in E-mail: Gil.Cosecy@gmrgroup.in

SHAREHOLDERS' FEEDBACK FORM

It is our constant endeavor to provide best possible services to our valuable Shareholders. We seek your feedback on the services provided by the Company.

Please spare your valuable time to fill the questionnaire given below and send it back to the Company Secretary at the Registered Office address mentioned above, to serve you better.

You may also fill the feedback form online, which is available on the website of the Company www.gmrgroup.in.

Name of the Shareholder: .... DP ID: ....

Address:..

Regd. Folio No.: .... Client ID: ....

No. of shares held: .... Signature of the Shareholder: ....

Kindly rate on a five point scale (5= excellent, 4= very good, 3= good, 2= .satisfactory, 1= Needs Improvement)

	5	4	3	2	1
Quality and contents of Financial and Non-Financial information in the Annual Report					
Information provided on the website of the Company					
Speed and quality of the responses to your queries / complaints					
Services provided by our Registrar and Share Transfer Agent, Karvy Fintech Private Limited					
Overall rating of investor services					

Your comments and suggestions, if any ....

....

....

....

....

Map for AGM Venue – turn page

Airports Energy Transportation Urban Infra Services Foundation

GMR INFRASTRUCTURE LIMITED

REGISTERED OFFICE:
Naman Centre, 7th Floor, Opp. Dena Bank, Plot No. C-31
G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051, Maharashtra, India

www.gmrgroup.in