INTERNATIONAL CONSTRUCTIONS LIMITED

CIN: L45309KA1983PLC038816

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THIRTY SIXTH ANNUAL REPORT
2018 – 2019

Board of Directors:

Mr. ANIL KUMAR SETHI
Mrs. PRITI DEVI SETHI
Mr. AMITAVA BASU
Mr. RAJESH KANDOI

Company Secretary
Mr. S Nakkiran

Registered Office :-
Golden Enclave, Corporate Block, Tower B1, 5th Floor, HAL Old Airport Road,
Bengaluru – 560 017

Auditors:

G L Kothari & Co,,
Chartered Accountants,
5/3, 2ND Floor,2nd 'A' Cross,
J.C. Road, Near Vijaya Bank,
Bangalore – 560 002

Banker:
HDFC BANK LTD

Contents

INTERNATIONAL CONSTRUCTIONS LIMITED

CIN: L45309KA1983PLC038816

BOARDS' REPORT

To

The Members

Your Directors have pleasure in presenting their Thirty Sixth Annual Report and Audited statement of accounts of the Company for the year ended 31st March 2019.

1. FINANCIAL SUMMARY/HIGHLIGHTS, OPERATIONS, STATE OF COMPANY'S AFFAIRS

FINANCIAL SUMMARY/HIGHLIGHTS

(Rs. In '000')

Particulars	For the year ended 31.03.2019	For the year ended 31.03.2018
Gross Revenue	17,652.81	8,340.12
Expenditure	16,812.59	30,655.59
Profit Before Tax	**840.22**	**(22,315.47)**
Less: Tax Expense	79.84	19,232.73
Profit /(Loss)After Tax	**760.38**	**(41,548.20)**
Other Comprehensive Income	(44,115.82)	19,977.31
Total Comprehensive Income	**(43,355.44)**	**(21,570.89)**

OPERATIONS, STATE OF COMPANY'S AFFAIRS

The above loss of Rs.4.34 Cr. is mainly due to fair value measurement of all the investments of the Company as required by law. The financials of the Company has been prepared for the first time on IND AS subsequent to the applicability of IND AS on the cancellation of registration of NBFC by RBI as stated here in below.

After all submissions and follow ups with National Stock Exchange (NSE), the suspension of trading of shares of the company on NSE was revoked by NSE vide its order no. NSE/CML/58258 dated 6.7.2018 and the shares of the company are being traded now.

After the above the company approached SEBI for revoking its earlier orders passed against the company, promoters and directors of the Company for the non-compliance of Minimum Public Shareholding (MPS) and got its Order No. WTM/GM.CFD/7/2019-20 dated 24.5.19.

The Company also submitted all the required documents for the revocation on suspension of trading of shares of the company on Calcutta Stock Exchange (CSE) and awaits the orders from CSE

As the company could not maintain the prescribed Minimum Net Owned Funds, the Reserve Bank of India has cancelled its registration of the Company as NBFC vide its letter no DNBS(BG) No. 129/01.02.669/2018-19 dated July 17, 2018. Accordingly the Company is no longer an NBFC.

Having started the trading of shares of the Company on NSE, the Company is hopeful to expand its present activities and to explore diversification possibilities by generating more funds for the said purposes and to look for good prospects for the Company from the ensuing year.

2. CONSOLIDATED FINANCIAL STATEMENTS:

In accordance with the Accounting Standards AS-21 on Consolidated Financial Statements read with Accounting Standard AS-23 on Accounting for investments in Subsidiaries & Associates, your Directors provide the Audited consolidated financial statements for the financial year ended 31st March, 2019 forming part of the Annual Report and Accounts.

3. DIVIDEND / CARRY FORWARD TO RESERVES:

Your Directors do not recommend any dividend for the year as the Company reported loss for the year under review. Current year loss is added to the 'retained earnings' and shown under the heading 'Other Equity'.

4. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO

PARTICULARS OF ENERGY CONSERVATION

i	The steps taken or impact on conservation of energy;	Energy conservation dictates how efficiently a company can conduct its operations. Considering the nature of the business of the Company, there are no particulars to be disclosed relating to the Conservation of Energy as required u/s 134(3)(m) of the Companies Act 2013 read with relevant Rule 8(3) of the Companies (Accounts) Rules, 2014, during the year under review
ii	The steps taken by the company for utilizing alternate sources of energy;	Considering the nature of the business of the Company, no step is required to be taken by the Company for utilizing alternate sources of energy.
iii	The capital investment on energy conservation equipments;	During year under review, the Company had not made any investment on the energy conservation equipments as the same were not warranted.

5. PARTICULARS OF TECHNOLOGY ABSORPTION, RESEARCH AND DEVELOPMENT

i. The efforts made towards technology absorption;- **Nil**
ii. The benefits derived like product improvement, cost reduction, product - **Nil** development or import substitution;- **Nil**
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	:	NIL
(b)	the year of import;	:	NIL
(c)	whether the technology been fully absorbed	:	NIL
(d)	if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	:	NIL

6. PARTICULARS OF FOREIGN EXCHANGE EARNINGS & OUTGO

Foreign Exchange Earnings- Nil
Foreign Exchange Outgo - Nil

7. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to provisions of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, your Directors hereunder state that for the year under review;

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
(b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
(d) the directors had prepared the annual accounts on a going concern basis;
(e) the directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
(f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

8. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENT RELATE AND THE DATE OF THE REPORT:

There are no material changes and commitments affecting the financial position of the Company which has occurred between the end of the financial year to which this financial statement relate and on the date of this report.

9. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS BY THE COMPANY U/s 186 DURING THE YEAR UNDER REVIEW:

The details of Loans / Guarantee given and investment as on 31.03.2019 is as follows:

Loans given by the Company: Rs. 4.36 Crores/-

Guarantee given by the Company: Rs. 10.00 Crores in favour of Bankers on behalf of ADD Technologies (India) Limited

Investments made by the Company: Rs. 18.92 Crores/-

The details of the investments are given under Schedule 4 of Notes to Financial Statements in for the year ended 31/03/2019.

10. PARTICULARS OF CONTRACTS/ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN 188(1) IN FORM AOC 2 OF COMPANIES (ACCOUNTS) RULES, 2014:

There are no Contracts/Arrangements with related parties referred to in Section 188(1) of Companies Act, 2013 and hence furnishing details in form AOC II does not arise.

11. STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS U/s. 149(6) OF COMPANIES ACT, 2013:

As per the provisions of Companies Act, 2013 and the Rules, the Company has received the declarations by all the Independent Directors namely Mr. Amitava Basu, and Mr. Rajesh Kandoi.

12. COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS U/s 178(3)

BOARD COMMITTEES:

i. AUDIT COMMITTEE

As required under Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligation and disclosure Requirements) regulations, 2015, your Company has a competent Audit Committee consisting of majority of Independent Directors as its members. The members of Audit Committee are:-

Sl.No	Name of the Director	Designation	Independent /Non-Independent	No of meetings attended
1	Mr. Rajesh Kandoi	Chairman	Independent	1
2	Mr. Anil Kumar Sethi	Managing Director	Non-Independent	1
3	Mr. Amitava Basu	Member	Independent	1

ii. NOMINATION AND REMUNERATION COMMITTEE As required under Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligation and disclosure Requirements) regulations, 2015, your Company has a competent Nomination and Remuneration Committee consisting of 50% of Independent Directors as its members. The members of Nomination and Remuneration Committee are:

Sl. No	Name of the Director	Designation	Independent /Non-Independent	No of meetings attended
1	Mr. Rajesh Kandoi	Chairman	Independent	1
2	Mr. Anil Kumar Sethi	Managing Director	Non-Independent	1
3	Mr. Amitava Basu	Member	Independent	1

The Policy on Directors' appointment & remuneration including of KMP and other employees and the criteria for determining qualification, positive attributes, and independence of a Director formulated by the Nomination and Remuneration Committee pursuant to Sec 178 (3) of the Companies Act, 2013 is annexed to this Board Report. **(Annexure-1)**

13. STATEMENT INDICATING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY:

The Company has adequate Risk Management Policy during the year under review.

14. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:

The Company has not developed and implemented any Corporate Social Responsibility (CSR) initiatives as the provisions for the said CSR are not applicable to it for the year under review.

15. CHANGE IN THE NATURE OF BUSINESS, IF ANY:

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

16. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Mr. Subhash Kumar Jain (02838708) has resigned from his directorship and Mr. Rajesh Kandoi (07434686) appointed as an Additional Director w.e.f 14.02.2019.

Mr. Anil Kumar Sethi (00035800) is the Managing Director of the Company and Mr. Amitava Basu (03335477), continues to act as an Independent Director of the Company.

Mr. S. Nakkiran is AGM & Company Secretary of the Company and Mr. Om Prakash Sharma is Chief Financial Officer in the Company from after his redesignation from Chief Executive Officer on 05.04.2019.

Mrs. Priti Devi Sethi (DIN: 00635846), the woman Director of the Company retires by rotation at the forthcoming AGM and offers herself for re-appointment.

17. DEPOSITS:

The Company has not accepted any deposits during the year under review within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

18. INTERNAL FINANCIAL CONTROL

Our Company has laid down internal financial controls and that such internal financial controls were adequate and was operating effectively during the year under review.

19. NUMBER OF BOARD MEETINGS HELD DURING THE YEAR UNDER REVIEW:

There were Eleven (10) Board meetings held during the year under review as below:

Sr. No	Date of Board Meeting
1.	21.05.2018
2.	29.05.2018
3.	04.07.2018
4.	08.08.2018
5.	13.08.2018
6.	12.12.2018
7.	29.12.2018
8.	25.01.2019
9.	14.02.2019
10.	19.03.2019

20. DETAILS ABOUT THE HOLDING / SUBSIDIARY / ASSOCIATE COMPANY:

Company does not have any Holding Company. Details of Subsidiary and Associate Companies are given as below:

Sl. No	Name of the company	CIN/GLN	Holding/ Subsidiary / Associate
1	ADD REALTY LIMITED	U70101KA2007PLC042211	SUBSIDIARY COMPANY
2	ADD INDUSTRIAL PARK (TAMIL NADU) LIMITED	U45209TZ2007PLC017365	SUBSIDIARY COMPANY
3	ADD ELCINA ELECTRONICS PVT LTD	U31401KA2015PTC080857	SUBSIDIARY COMPANY
4	RATNATRAY MEGA FOOD PARK PRIVATE LIMITED	U74990WB2014PTC199885	SUBSIDIARY COMPANY
5	SPM ENGINEERS LIMITED	L29120WB1984PLC066611	ASSOCIATE COMPANY
6	DELHI WASTE MANAGEMENT LIMITED	U74999DL2005PLC131954	ASSOCIATE COMPANY

The details for the Subsidiary and Associate Companies in Form AOC-I is forming part of the financial statement as **Annexure-2.**

21. AUDITORS AND AUDITOR'S REPORT:

The General Body, with due recommendation of the Audit Committee and Board of Directors, pursuant to Section 139 & 142 of the Companies Act, 2013, appointed on 27.09.2018 M/s G L Kothari & Co, Chartered Accountants Bangalore (Firm Registration No. 001445S) as statutory auditors of the Company for a period of 5 years from the close of 35th Annual General Meeting (AGM) till the conclusion of the 40th Annual General Meeting (AGM) subject to ratification by members every year. As per The Companies (Amendment) Act, 2017 dated 03.01.2017 no such annual ratification is required w.e.f 07.05.2018.

Members may take note of the above.

The notes on accounts referred to in the Auditors' Report are self-explanatory and therefore do not call for any further comments.

22. AUDITORS QUALIFICATION/REMARKS IN AUDITORS REPORTS (IF ANY):

There are no qualification/adverse remarks given by the auditors in their report given for the year ended 31/03/2019 relating to both standalone and consolidated Balance Sheets.

23. SECRETARIAL AUDITORS' QUALIFICATION / REMARKS:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. NAVNEET JHUNJHUNWALA & ASSOCIATES, Company Secretaries, Kolkata to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is annexed to this Board Report. **Annexure 3**

ADVERSE REMARK BY THE COMPANY SECRETARY IN PRACTICE IN HIS SECRETARIAL AUDIT REPORT (IF ANY):

There are no adverse remarks given by the Company Secretary in Practice in his report

24. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:

Since there are no unpaid/unclaimed Dividends declared and paid yester years, the provisions of Section 125 of the Companies Act, 2013 does not apply for the Company during the year under review.

25. DETAILS IN RESPECT OF FRAUD REPORTED BY THE AUDITOR U/s 143(12) OF COMPANIES ACT, 2013:

There are no frauds reported by the Auditor U/s. 143(12) of Companies Act, 2013 during the year under review.

26. EXTRACT OF ANNUAL RETURN:

The extract of Annual Return made upto 31/03/2019 pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 is furnished in **Annexure 5** which is attached to this Boards' Report. The said details, pursuant to section 134 (3) (a), are also available on the website of the company www.inltd.co.in.

27. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Disclosure under the Sexual Harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013 does not arise as the Company has no woman employees except one woman Director.

28. STATEMENT INDICATING THE MANNER IN WHICH FORMAL ANNUAL EVALUATION HAS BEEN MADE BY THE BOARD OF THE PERFORMANCE OF THE COMPANYAND THAT OF ITS COMMITTEES AND THE DIRECTORS:

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Committees.

29. CORPORATE GOVERNANCE:

As per Regulation 15 of SEBI (Listing and Obligations and Disclosures Requirements) Regulations, 2015, the Company is not required to comply with requirement of reporting on the Corporate Governance. However, Company emphasizes on the broad principles of Corporate Governance. Company's pursuit towards achieving good governance is an ongoing process.

30. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS IMPACTING GOING CONCERNSTATUS AND COMPANY'S OPERATIONS IN FUTURE

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

31. VIGIL MECHANISM:

As per the Regulation 15 of SEBI (Listing and Obligations and Disclosures Requirements) Regulations, 2015, the provision of Regulation 22 relating to Vigil Mechanism is not applicable to our Company with effect from 1st December 2015. However in line with the requirement u/s 177(9) & (10) of Companies Act 2013 read with the Companies (Meeting of the Board and its powers) Rules 2014, your company has adopted a Whistle Blower polices establishing vigil mechanism to provide a formal mechanism to Directors and employees to report genuine concerns. The policy provides for adequate safe guards against victimisation of persons who use such mechanism and also provide for direct access to the chairman of the Audit Committee in appropriate or exceptional cases. The functioning of the Vigil Mechanism is reviewed by the Audit Committee. It is hereby affirmed that no personnel of the company has been denied access to the Audit Committee. The Whistle Blower policy is available at Company's website at www.intltd.co.in.

ACKNOWLEDGEMENT:

Your Directors would like to place on record their appreciation of support, co-operation and assistance received from the company's clients, Bankers, shareholders and suppliers.

By Order of the Board
For International Constructions Limited

sd/-xxx
Anil Kumar Sethi
Chairman & Managing Director
(DIN NO: 00035800)

Place: Bangalore
Date: 29.05.2019

The following is the List of Annexures which is attached as a part of Boards' Report:

ANNEXURES

Serial No	Particulars
01	Policy for selection and appointment of Directors, KMPs & their remuneration
02	AOC-1 – Details of Subsidiary & Associate Companies
03	Secretarial Audit Report
04	DISCLOSURES PURSUANT TO SCHEDULE V TO SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENT) LODR REGULATIONS, 2015
05	Form MGT-9-Extract of Annual Return

Annexure-1 to the Boards' Report

POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS, KMPs AND OTHER EMPLOYEES AND THEIR REMUNERATION

A) **Policy for appointment and removal of Director and KMP**

Appointment criteria and qualifications

a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director or KMP and recommend to the Board his / her appointment.

b) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the position concerned.

c) The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

Term / Tenure

a) Managing Director/Whole-time Director:

The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time.

b) Independent Director:
An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report. No Independent Director

shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

Evaluation:

The Committee shall carry out evaluation of performance of every Director and KMP once a year.

Removal:

Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations thereunder, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director or KMP subject to the provisions and compliance of the said Act, rules and regulations.

Retirement:

The Director and KMP shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director and KMP in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company, subject to the recommendation of the Committee.

B) Policy relating to the Remuneration for the Whole-time Director and KMP
General:

a) The remuneration / commission to the Whole-time Director and KMP will be determined by the Committee and recommended to the Board for approval. The remuneration / commission shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.

b) The remuneration / commission to be paid to the Whole-time Director and KMP shall be in accordance with the Articles of Association of the Company and as per the provisions of the Act.

c) Where any insurance is taken by the Company on behalf of its Managing Director/ Directors for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on

such insurance shall be treated as part of the remuneration.

Remuneration to Whole-time / Executive / Managing Director and KMP:

a) **Fixed pay:**

The Whole-time Director/ KMP and Senior Management Personnel shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The breakup of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board on the recommendation of the Committee and approved by the shareholders and Central Government, wherever required.

a) **Minimum Remuneration:**

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Whole-time Director in accordance with the provisions of Schedule V of the Act and if it is not able to comply with such provisions, with the previous approval of the Central Government.

b) **Provisions for excess remuneration:**

If any Whole-time Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Act or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

Remuneration to Non- Executive / Independent Director:

a) **Sitting Fees:**

The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed Rs. One Lac per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

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Annexure-2 to the Boards' Report Form AOC-I

(Information in respect of the Subsidiary Companies) Part-A

(Rs. In '000')

Sl. No	Particulars	Name of the Subsidiary			
1	Name of the Subsidiary Company	ADD Realty Ltd	ADD-Elcina Electronics Pvt Ltd	ADD Industrial Park (Tamil Nadu) Ltd.	Ratnatray Mega Food Park Pvt Ltd
2	Financial Year of the Subsidiary Company	31st March 2019	31st March 2019	31st March 2019	31st March 2019
3	Reporting period for the Subsidiary concerned, if different from the holding company's reporting period				
4	Reporting currency and Exchange rate as on the last date of the relevant FY in case of foreign subsidiaries	NA	NA	NA	NA
5	Share Capital	147,148.30	2,600.00	146,120.00	100.00
6	Other Equity	254,050.40	(2,786.84)	30,094.30	(990.45)
7	Total Assets	4,01,198.70	1.26	205,096.06	116.55
8	Total Liabilities	4,01,198.70	1.26	205,096.06	116.55
9	Investments	1,61,747.82	-	-	-
10	Turnover	8,395.00	-	-	-
11	Profit/Loss before taxation	(6,498.31)	(18.59)	(3,004.95)	(11.36)
12	Deferred tax	987.49	-	(48.02)	-
13	Profit/Loss after taxation	(8,049.05)	(18.59)	(2,956.93)	(11.36)
14	Proposed Dividend	-	-	-	-
15	% of shareholding	79.40%	62.96%	63.85%	78.61%

Notes:

Names of subsidiaries which are yet to commence operations - Nil

Names of subsidiaries which have been liquidated or sold during the year-Nil

Part "B": Associates and Joint Ventures

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

(Rs. In '000')

Name of associates/Joint Ventures	Delhi Waste Management Limited	SPM Engineers Ltd
1. Latest audited Balance Sheet Date	31.03.2019	31.03.2019
2. Shares of Associate/Joint Ventures held by the company on the year end		
No.	6,85,800	12,34,600
Amount of Investment in Associates/Joint Venture	33,995.38	9,861.20
Extent of Holding%	45.72%	45.33%
3 Description of how there is significant influence	Holding more than 20% of share capital	Holding more than 20% of share capital
4. Reason why the associate/joint venture is not consolidated	It is Consolidated	It is Consolidated
5. Net worth attributable to shareholding as per latest audited Balance Sheet	3,85,320.35	42,661.70
6. Profit/(Loss) for the year	2,345.71	830.85
i. Considered in Consolidation	2,345.71	830.85
ii. Not Considered in Consolidation	-	-

Note: *In case of SPM Engineers Ltd., un-audited financial statements were considered as the audited statements are not available as of signing date.*

1. Names of associates or joint ventures which are yet to commence operations-NA
2. Names of associates or joint ventures which have been liquidated or sold during the year-NA

For G L Kothari & Co
Chartered Accountants
Firm Registration No.001445S

For and on behalf of the Board

sd/-xxx	sd/-xxx	sd/-xxx	sd/-xxx
C.A G L Kothari	**S. Nakkiran**	**Anil Kumar Sethi**	**Priti Devi Sethi**
Proprietor	AGM & CS	Director	Director
M. No: 025481	FCS2833	(DIN No: 00035800)	(DIN No: 00635846)

Place: Bangalore
Date: 29th May 2019

Place: Bangalore
Date: 29th May 2019

N. JHUNJHUNWALA & ASSOCIATES
Company Secretaries

DIAMOND CITY WEST,
18, HO CHI MINH SARANI,
TOWER-5, FLAT-5G,
KOLKATA – 700 061
PH.: 9831282412

SECRETARIAL AUDIT REPORT
Form No. MR-3

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019

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

To
The Members,
International Constructions Limited
L45309KA1983PLC038816
Golden Enclave, Corporate Block,
Tower B1,5th Floor,
HAL Old Airport Road,
Bengaluru – 560 017

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s International Constructions 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 the verification of the 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, 2019 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 Company for the financial year ended on 31st March, 2019, to the extent applicable, according to the provisions of:

i) The Companies Act, 2013 (the Act) and the rules made thereunder;
ii) The Securities Contracts (Regulation) Act, 1956 and Rules made thereunder;
iii) The Depositories Act, 1996 and Regulations and Bye-laws framed thereunder;
iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder;
v) The following Regulations and Guidelines prescribed under the Securities & Exchange Board of India Act, 1992 ("SEBI Act"), to the extent applicable:
   a) SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

N. JHUNJHUNWALA & ASSOCIATES
Company Secretaries

DIAMOND CITY WEST,
18, HO CHI MINH SARANI,
TOWER-5, FLAT-5G,
KOLKATA – 700 061
PH.: 9831282412

b) SEBI (Prohibition of Insider Trading) Regulations, 1992
c) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009
d) SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999
e) SEBI (Issue and listing of Debt securities) Regulations, 2008
f) SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993
g) The SEBI (Delisting of Equity Shares) Regulations, 2009
h) The SEBI (Buyback of Securities) Regulations, 1998

vi) As identified by the management, there are no laws specifically applicable to the Company.

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

a) Secretarial Standards issued by The Institute of Company Secretaries of India.
b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, other than the provisions relating to attainment of Minimum Public Shareholding of 25% which was subsequently complied with on 25.01.2019. SEBI, vide its order dt.24.05.2019 revoked its directions issued vide its Interim Order dt.04.06.2013 and confirmatory order dt. 15.10.2015.

1. I further report that
   a) 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.
   b) 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.
   c) None of the directors in any meeting dissented on any resolution and hence there was no instance of recording any dissenting member's view in 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.

N. JHUNJHUNWALA & ASSOCIATES
Company Secretaries

DIAMOND CITY WEST,
18, HO CHI MINH SARANI,
TOWER-5, FLAT-5G,
KOLKATA – 700 061
PH.: 9831282412

I further report that during the audit period there was no other event/action having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. referred to above.

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

For N.JHUNJHUNWALA & ASSOCIATES
COMPANY SECRETARIES

Place: KOLKATA
Date : 29.05.2019

CS NAVNEET JHUNJHUNWALA
PROPRIETOR
FCS-6397
C. P. No.: 5184

N. JHUNJHUNWALA & ASSOCIATES
Company Secretaries

DIAMOND CITY WEST,
18, HO CHI MINH SARANI,
TOWER-5, FLAT-5G,
KOLKATA – 700 061
PH.: 9831282412

Annexure – 1

To,
The Members,
International Constructions Limited
L45309KA1983PLC038816
Golden Enclave, Corporate Block,
Tower B1,5th Floor,
HAL Old Airport Road,
Bengaluru – 560 017

My report of even date is to be read along with this letter.

1. It is management's responsibility to identify the Laws, Rules, Regulations, Guidelines and Directions which are applicable to the Company depending upon the industry in which it operates and to comply and maintain those records with same in letter and in spirit. My responsibility is to express an opinion on those records based on my audit.

2. I have followed the audit practices and process 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. I believe that the process and practices I 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's Representation about the compliance of Laws, Rules, Regulations, Guidelines and Directions and happening events, etc.

5. 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 N.JHUNJHUNWALA & ASSOCIATES
COMPANY SECRETARIES

CS NAVNEET JHUNJHUNWALA
PROPRIETOR
FCS-6397
C. P. No.: 5184

Place: KOLKATA
Date : 29.05.2019

Annexure -4

DISCLOSURES PURSUANT TO SCHEDULE V TO SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENT) LODR REGULATIONS, 2015:

1. **Related Party Disclosure:**

(Amt. in Rs. '000')

S. No.	Name of the Company	Relation	Nature of Transaction	Disclosures of Amounts at the year end and maximum amount of loans/ advances/ Investments outstanding during the year
1	ADD Realty Limited	Subsidiary Company	Loan Received Interest Received	Rs. 5,940.00 Rs. 1,985.10
2	ADD Industrial Park (TN) Limited	Subsidiary Company	Loan paid	Rs. 276.97
3	SPML Infrastructure Limited	Enterprises in which KMP/Relatives of KMP having significant influence or control	Loan Received Loan paid Interest received	Rs. 900.00 Rs. 900.00 Rs. 46.17
4	Bharat Hydro Power Corporation Limited	Enterprises in which KMP/Relatives of KMP having significant influence or control	Loan paid	Rs. 2,400.00
5	Allahabad Waste Processing Co Ltd	A Body Corporate in which director of the Company is Promoter	Loan Received Interest paid	Rs. 329.02 Rs. 3.64

* Detailed disclosure of Related Party Transactions has been provided in the Note # 37 of Balance Sheet.

2. Management Discussion and Analysis

1. This Section includes discussion on the following matters within the limits set by the listed entity's competitive position:

   a) Industry structure and developments.
   b) Opportunities and Treats.
   c) Segment wise performance
   d) Outlook
   e) Risk and concerns
   f) **Internal Control Systems and their adequacy** – Company has aligned its current systems of internal financial control with the requirement of Companies Act 2013. The Company has successfully laid down the framework and ensured its effectiveness. Company's internal controls are commensurate with its size and the nature of its operations.
   a) Discussion on financial performance with respect to operational performance.
   b) Material developments in Human Resource / Industrial Relations Front including number of people employed.

3. Disclosure of Accounting Treatment: Financial Statements of the Company have been prepared in accordance with Accounting Standards as prescribed.

1. **Corporate Governance Report –** Pursuant to Regulation 15 of SEBI LODR Regulations 2015, Company has been exempted from providing disclosures under this Clause.

2. **Declaration signed by the CEO stating that the members of Board of Directors and senior management personnel have affirmed compliances with code of conduct of Board of Directors and Senior Management: -** Pursuant to Regulation 15 of SEBI LODR Regulations 2015, Company has been exempted from providing disclosures under this Clause.

3. **Compliance Certificate from either the Auditors or Practicing Company Secretaries regarding compliances of conditions of Corporate Governance shall be annexed with the Director's Board:** Pursuant to Regulation 15 of SEBI LODR Regulations 2015, Company has been exempted from providing disclosures under this Clause.

4. **Disclosures with respect to Demat Suspense Account/ Unclaimed Suspense Account**
   a) Aggregate Number of Shareholders and the outstanding Shares in the Suspense account lying at the beginning of the year – Nil
   b) Number of Shareholders who approached listed entity for transfer of Shares from Suspense **Account** during the year - Nil
   c) Number of Shareholders to whom shares were transferred from Suspense Account during the year - Nil

d) Aggregate number of shareholders and their outstanding shares in the Suspense Account lying at the end of the year - Nil
e) That the voting rights on these shares shall remain frozen till the rightful owner of such Share claims the Shares- NA

5. Shareholder Information:

a) 36th Annual General Meeting	:	11th September, 2019 at 11:00 A.M. Registered Office: Golden Enclave, Corporate Block, Tower B1, 5th Floor, HAL Old Airport Road, Bengaluru – 560 017
b) Financial Calendar	:	Financial Year April 1 to March 31 Adoption of results (a) For the Quarter ended June 30, 2018 – Second week of August 2018 (b) For the Quarter ended September 30, 2018 – Second week of November 2018 (c) For the Quarter ended December 31, 2018 – Second week of February 2019 (d) For the Quarter ended March 31, 2019 – before end of May, 2019 (Audited Financial Results) Annual General Meeting – in or before Last Week of September
c) Book Closure Date	:	05/09/2019 to 11/09/2019 (both days inclusive)
d) Listing on Stock Exchanges	:	**National Stock Exchange of India Limited (NSE)** Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai 400051 **The Calcutta Stock Exchange Association Limited (CSE)** 7, Lyons Range, Kolkata 700001 The Annual listing fee upto and for the year 2019-20 has been paid to the stock exchanges.

e)	Stock Code	:	NSE - **SUBCAPCITY**
f)	Registrar & Transfer Agents	:	Niche Technologies Private Limited D-511, Bagree Market, 71, B.R.B.Basu Road, Kolkata – 700001 Phone: 033 – 22357270 / 7271 / 3070; Fax: 033 – 2215 6823 E-mail : nichetechpl@nichetechpl.com
g)	Share Transfer System	:	The share transfers are being affected physically by the Company's share transfer agents, M/s Niche Technologies Pvt. Limited, Kolkata.
h)	Dematerialisation of Shares	:	The shareholders of the company are free to dematerialize their shares and keep them in Dematerialized form with depository participant. Company's ISIN No is 'INE203F01016'.
i)	Liquidity of Shares	:	Not traded since long time on the above said Stock Exchanges and company is making efforts to bring the shares of the Company under regular trading on NSE as briefed above.

j) Shareholding Pattern as on 31st March 2019

	CATEGORY	No. of Shares held	% age of shareholding
A	PROMOTER'S HOLDING:		
1.	Promoters - Indian Promoters - Foreign Promoters	 27,25,470 Nil	 75.00* Nil
2.	Persons acting in Concert	Nil	Nil
B.	NON-PROMOTERS HOLDING		
3.	Institutional Investors	Nil	Nil
a.	Mutual Funds	Nil	Nil
b.	Banks, Financial Institutions, Insurance Companies (Central/ State Govt. Institutions / Non-government Institutions)	Nil	Nil
c.	FIIs	Nil	Nil

4.	OTHERS	Nil	Nil
a.	Private Corporate Bodies	Nil	Nil
b.	Indian Public	9,08,490	25.00*
c.	NRIs / OCBs	Nil	Nil
d.	Employees	Nil	Nil
d.	Clearing Members	Nil	Nil
	TOTAL	**36,33,960**	**100.00**

*After achieving Minimum Public Shareholding on 25.1.2019

k) **ADDRESS FOR CORRESPONDENCE**

The Shareholders may address their communication / suggestion / grievances / other queries to

Mr. S. Nakkiran, AGM & CS
International Constructions Limited
Golden Enclave, Corporate Block, Tower B1, 5th Floor,
HAL Old Airport Road, Bengaluru – 560 017

Phone: 080 – 49411700; Fax: 080 – 49411701

9. CODE OF CONDUCT

The Code of Business Conduct and Ethics, as adopted by the Board of Directors is a comprehensive code applicable to all Directors, Executive as well as Non-executive and also members of Senior Management.

By Order of the Board
For **International Constructions Limited**

sd/-xxx
Anil Kumar Sethi
Chairman & Managing Director
(DIN NO: 00035800)

Place: Bangalore
Date: 29.05.2019

Annexure 5 to Boards Report

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on 31st March, 2019

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

i)	CIN:	L45309KA1983PLC038816
	Foreign Company Registration Number/GLN	Nil
	Registration Date [DDMMYY]	01/08/1983
ii)	Category of the Company [Pl. tick]	Public Company √ Private Company
iii)	Sub Category of the Company [Please tick whichever are applicable]	1. Government Company 2. Small Company 3. One Person Company 4. Subsidiary of Foreign Company 5. NBFC 6. Guarantee Company 7. Limited by shares √ 8. Unlimited Company 9. Company having share capital 10. Company not having share capital 11. Company Registered under Section 8
iv)	Whether shares listed on recognized Stock Exchange(s) If yes, details of stock exchanges where shares are listed	Yes √ SN: 1 National Stock of India Limited SN: 2 The Calcutta Stock Exchange Association Limited
Vi)	NAME AND REGISTERED OFFICE ADDRESS OF COMPANY:	
	Company Name	INTERNATIONAL CONSTRUCTIONS LIMITED

	Address	GOLDEN ENCLAVE, CORPORATE BLOCK, TOWER B1, 5TH FLOOR, HAL OLD AIRPORT ROAD,
	Town / City	BANGALORE
	State	KARNATAKA
	Pin Code:	560017
	Country Name :	INDIA
	Telephone (With STD Area Code Number)	-
	Fax Number :	-
	Email Address	sindhukeshavan@addgroup.co.in
	Website	www.intld.co.in
	Name of the Police Station having jurisdiction where the registered office is situated	HAL POLICE STATION
	Address for correspondence, if different from address of registered office:	NA
Vii)	Name and Address of Registrar & Transfer Agents (RTA):- Full address and contact details to be given.	
	Registrar & Transfer Agents (RTA):-	NICHE TECHNOLOGIES PRIVATE LIMITED
	Address	D-511, Bagree Market, 71, B.R.B.Basu Road,
	Town / City	KOLKATA
	State	WEST BENGAL
	Pin Code:	700001
	Telephone (With STD Area Code Number)	033 – 22357270 / 7271 / 3070
	Fax Number :	033 – 2215 6823
	Email Address	nichetechpl@nichetechpl.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

SN	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Job Work Receipts	99722110	81.99%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sl. No	Name of the company	CIN/GLN	Holding/ Subsidiary / Associate
1	ADD REALTY LIMITED	U70101KA2007PLC042211	SUBSIDIARY COMPANY
2	ADD INDUSTRIAL PARK (TAMIL NADU) LIMITED	U45209TZ2007PLC017365	SUBSIDIARY COMPANY
3	ADD ELCINA ELECTRONICS PVT LTD	U31401KA2015PTC080857	SUBSIDIARY COMPANY
4.	RATNATRAY MEGA FOOD PARK PVT LTD	U74990WB2014PTC199885	SUBSIDIARY COMPANY
5	SPM ENGINEERS LIMITED	L29120WB1984PLC066611	ASSOCIATE COMPANY
6`	DELHI WASTE MANAGEMENT LIMITED	U74999DL2005PLC131954	ASSOCIATE COMPANY

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year[As on 1-April-2018]				No. of Shares held at the end of the year[As on 31-March-2019]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) **Indian**									
a)Individual/ HUF	2621140	0	2621140	72.13	2211770	0	2211770	60.86	-11.27
b) Central Govt	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) State Govt(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Bodies Corp.	513700	Nil	513700	14.14	513700	Nil	513700	14.14	0
e) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Any other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total shareholding of Promoter (A)	3134840	Nil	3134840	86.27	2725470	Nil	2725470	75.00	-11.27
B. Public Shareholding	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
1. Institu-tions	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
a) Mutual Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

c) Central Govt	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) State Govt(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Insurance Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
g) FIIs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
h) Foreign Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i) Others (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (B)(1):-	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
2. Non-Institution									
a) Bodies Corp.	435560	500	436060	12.00	436060	Nil	436060	12.00	Nil
i) Indian	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
ii) Overseas	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	20700	42360	63060	1.74	79556	42360	121916	3.36	+1.62
ii) Individual shareholders holding nominal share capital in excess of	Nil	Nil	Nil	Nil	347480	Nil	347480	9.56	+9.56

Rs 2 lakh									
c) Others (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Non Resident Indians	Nil	Nil	Nil	Nil	1000	Nil	1000	0.03	+0.03
Overseas Corporate Bodies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Foreign Nationals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Clearing Members	Nil	Nil	Nil	Nil	2034	Nil	2034	0.06	+0.06
Trusts	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Foreign Bodies - D R	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (B)(2):-	**456260**	**42860**	**499120**	**13.74**	**866130**	**42360**	**908490**	**25.00**	**11.26**
Total Public Shareholding (B)=(B)(1)+(B)(2)	**456260**	**42860**	**499120**	**13.74**	**866130**	**42360**	**908490**	**25.00**	**11.26**
C. Shares held by Custodian for GDRs & ADRs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Grand Total (A+B+C)	**3591100**	**42860**	**3633960**	**100**	**3591600**	**42860**	**3633960**	**100**	**0**

B) Shareholding of Promoters-

SN	Shareholder's Name	Shareholding at the beginning of the year (01.04.2018)			Shareholding at the end of the year (31.03.2019)			% change in share holding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	Zoom Industrial Services Ltd	513700	14.14	Nil	513700	14.14	Nil	Nil
2	Anil Kumar Sethi	753040	20.72	Nil	753040	9.46	9.46	11.26
3	Anil Kumar Sethi (HUF)	30000	0.83	Nil	30000	0.83	0.83	Nil
4	Deepak Sethi	887100	24.41	Nil	887100	24.41	24.41	Nil
5	Priti Devi Sethi	951000	26.17	Nil	951000	26.17	26.17	Nil

C) Change in Promoters' Shareholding (please specify, if there is no change) – Change as above

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	

D) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

Top 10 Shareholders M/s / M/r/ M/s	**No. of shares**	**% of total shares of the company**
At the beginning of the year		
1. M/s. Technomechanical Services Limited	427460	11.76
2. Nirmala Jain	-	-
3. Surbhi Jain	-	-
4. Anita Jain	-	-
5. Seema Jain	-	-
6. Umang Agarwal	-	-
7. Nse Clearing Limited	-	-
8. Anil Kumar Sethi	-	-
9. Subhash Kumar Jain	-	-
10. Mamta Devi Jain	-	-
At the end of the year		
1. M/s. Technomechanical Services Limited	427460	11.76
2. Nirmala Jain	65000	1.78
3. Surbhi Jain	63000	1.73
4. Anita Jain	62000	1.70
5. Seema Jain	60000	1.65
6. Umang Agarwal	47500	1.30
7. Nse Clearing Limited	40937	1.12
8. Anil Kumar Sethi	30000	0.82
9. Subhash Kumar Jain	25879	0.71
10. Mamta Devi Jain	24101	0.66

E***) Shareholding of Directors and Key Managerial Personnel:***

	Shareholding of each Directors and each Key Managerial Personnel	***Shareholding at the beginning of the year***		***Cumulative Shareholding during the year***	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
	Anil Kumar Sethi	753040	20.72	753040	20.72
	Priti Devi Sethi	951000	26.17	951000	26.17
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for Increase / Decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):				
	At the end of the year				
	Anil Kumar Sethi	343670	9.46	343670	9.46
	Priti Devi Sethi	951000	26.17	951000	26.17

F) **INDEBTEDNESS -**Indebtedness of the Company including interest outstanding/accrued but not due for payment: individual

(Rs. In '000')

Details	**Secured Loans excluding deposits**	**Unsecured Loans**	**Deposits**	**Total Indebtedness**
Indebtedness at the beginning of the financial year 2018-19				
i) Principal Amount	Nil	**61300.44**	Nil	**61300.44**
ii) Interest due but not paid	Nil	-	Nil	-
iii) Interest accrued but not due	Nil	-	Nil	-
Total (i+ii+iii)	**Nil**	**61300.44**	**Nil**	**61300.44**
Change in Indebtedness during the financial year 2017-18				
* Addition	Nil	3333.86	Nil	3333.86
* Reduction	Nil	-	Nil	-
Net Change	**Nil**	**3333.86**	**Nil**	**3333.86**
Indebtedness at the end of the financial year 2017-18				
i) Principal Amount	Nil	64634.30	Nil	64634.30
ii) Interest due but not paid	Nil	-	Nil	-
iii) Interest accrued but not due	Nil	-	Nil	-
Total (i+ii+iii)	**Nil**	**64634.30**	**Nil**	**64634.30**

V. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

1. ***Remuneration to managing director, whole-time directors and/or manager:***

   Anil Kumar Sethi, Managing Director – Rs. 84,00,000/-

2. ***Remuneration to other Directors : Nil***

3. ***Remuneration To Key Managerial Personnel Other Than : MD/Manager/WTD***

   S Nakkiran, Company Secretary – Rs. 21,74,087/-

VI. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

No penalties/punishment is imposed on the Company during the year and neither any Compounding of offences is made by the Company.

By Order of the Board
For International Constructions Limited

sd/-xxx
Anil Kumar Sethi
Chairman
(DIN NO: 00035800)

Place: Bangalore
Date: 29.05.2019

G. L. Kothari & Co
CHARTERED ACCOUNTANTS

No. 23, Arihant Complex
3rd Floor, A. M. Road, J. C. Road Cross
Bangalore - 560 002
Phone : +91 80 22236978, 41608884
Mob. : 93412 20928, 98867 01321
e-mail : glk@glkothari.com

INDEPENDENT AUDITOR'S REPORT

To the Members of
INTERNATIONAL CONSTRUCTIONS LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **International Contructions Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements76

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical

G.L. KOTHARI & CO. BANGALORE CHARTERED ACCOUNTANTS

requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2019 and its loss and its cash flow for the year ended on that date.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by section 143(3) of the Act, we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.

   b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

   c) the balance sheet, statement of profit and loss and cash flow statement dealt with by this Report are in agreement with the books of account;

   d) in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

   e) on the basis of the written representations received from the directors as on 31 March 2019, taken on record by the Board of Directors, none of the directors is

G.L. KOTHARI & CO. BANGALORE CHARTERED ACCOUNTANTS

disqualified as on 31 March 2019 from being appointed as a director in terms of section 164(2) of the Act; and

f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B" and

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

i. the company has disclosed the impact of pending litigations on its financial position in its financial statements;

ii. The company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For G. L. KOTHARI & Co.,
CHARTERED ACCOUNTANTS

PLACE : Bangalore
DATE : 29/05/2019

G.L. KOTHARI & CO. BANGALORE CHARTERED ACCOUNTANTS

CA G.L.KOTHARI
PROPRIETOR
M. No. 025481
(Firm Registration No. 001445 S)

Annexure – "A" to the Independent Auditors' Report

The Annexure referred to in our independent Auditors' report to the members of the company on the standalone financial statements for the year ended 31 March 2019, we report that:

1.

a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

b) A substantial portion of the fixed assets has been physically verified by the management during the year and in our opinion frequency of verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such physical verification.

c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

2. There is no inventory during the year, hence the said disclosure is not applicable.

3. According to the information and explanations given to us, the company has disclosed details required to be disclosed for the grant of loans, secured or unsecured to companies, firms and other parties covered in the register maintained under section 189 of the Companies Act.

4. In Our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.

5. The Company has not accepted any deposits from the public during the year under consideration.

6. The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the activities rendered by the Company.

7. According to the records of the Company and information and explanations given to us, the Company has been regular in depositing undisputed statutory dues including Provident Fund, Employee's State Insurance, Income tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Cess and other statutory dues with the appropriate authorities during the year. According to the information and explanations given to us, no undisputed amounts payable in respect of above were in arrears as at March 31, 2019 for a period of more than six months from the date

G.L. KOTHARI & CO. BANGALORE CHARTERED ACCOUNTANTS

8. The company has not defaulted in payment of any loan installment or interest in respect of term loans from bank. The company has not issued any debentures and taken the loan from financial institution.

9. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loan during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.

10. To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

11. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

12. In Our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the order is not applicable.

13. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

14. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered in to non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For G. L. KOTHARI & Co.,
CHARTERED ACCOUNTANTS

PLACE : Bangalore
DATE : 29/05/2019

G.L. KOTHARI & CO. BANGALORE CHARTERED ACCOUNTANTS

CA G.L.KOTHARI
PROPRIETOR
M. No. 025481
(Firm Registration No. 001445 S)

Annexure – "B" to the Independent Auditors' Report

Report on the Internal Financial Controls under (i) Of Sub-section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of INTERNATIONAL CONSTRUCTIONS LIMITED ("the Company") as of 31 March 2019 in conjuednction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountant of India. ('ICAI').

These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's polices, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

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

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

G.L. THARI & CO. BANGALORE CHARTERED ACCOUNTANTS

the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that

1. pertain to the maintenance of records that, in reasonable details, accurately and fairly reflect the transactions and dispositions of the assets of the company

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

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

Inherent Limitations of Internal Financial Controls over Financial Reporting.

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

G.L. KOTHARI & CO. BANGALORE CHARTERED ACCOUNTANTS

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting Issued by the Institute of Chartered Accountants of India.

For G. L. KOTHARI & Co.,
CHARTERED ACCOUNTANTS

PLACE : Bangalore
DATE : 29/05/2019

G.L. KOTHARI & CO. BANGALORE CHARTERED ACCOUNTANTS

CA G. L. KOTHARI
PROPRIETOR
M. No. 025481
(Firm Registration No. 001445 S)

International Constructions Limited
Balance Sheet as at March 31, 2019

(Amount in '000)

Particulars	Note No.	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
ASSETS				
Non-current assets				
(a) Property, plant and equipment	3	42.41	57.39	492.05
(b) Financial assets				
- Investments	4	1,89,244.74	2,45,197.68	2,20,551.67
- Deffered Tax Asset		-	-	5,215.70
		1,89,287.15	2,45,255.07	2,26,259.42
Current assets				
(a) Financial assets				
- Trade Receivables	5	16,231.20	2,446.20	1,469.47
- Cash and Cash Equivalents	6	117.65	444.01	210.41
- Loans	7	43,573.49	47,982.69	54,054.48
- Other current financial Assets	8	25.00	128.00	128.00
(b) Other current assets	9	8.80	-	19,700.00
(c) Current income tax Receivable (Net)	26	12,905.79	11,481.23	11,098.93
		72,861.93	62,482.13	86,661.29
TOTAL ASSETS		2,62,149.08	3,07,737.20	3,12,920.71
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share capital	10	36,339.60	36,339.60	36,339.60
(b) Other Equity	11	98,949.71	1,42,193.09	90,843.39
Total equity		1,35,289.31	1,78,532.69	1,27,182.99
LIABILITIES				
Non-current liabilities				
(a) Financial liabilities				
- Borrowings	12	37,438.51	34,104.64	1,08,229.86
(b) Provisions	13	125.40	191.51	152.89
(c) Deffered Tax Liabilities	15	7,511.03	19,245.30	-
(d) Other Non Current Liabilities	16	33,092.58	37,965.47	38,565.47
		78,167.52	91,506.92	1,46,948.22
Current liabilities				
(a) Financial liabilities				
- Borrowings	16	27,195.79	27,195.79	27,195.79
- Trade payables	17			
Total outstanding dues of micro enterprise and small enterprise				
Total outstanding dues of creditors other than micro enterprise and small enterprise		9,641.66	9,560.16	9,669.36
(b) Other current liabilities	18	11,852.54	940.75	1,923.70
(c) Provisions	19	2.26	1.39	0.65
		48,692.25	37,697.59	38,789.50
Total liabilities		1,26,859.77	1,29,204.51	1,85,737.72
TOTAL EQUITY AND LIABILTIES		2,62,149.08	3,07,737.20	3,12,920.71

The notes are an integral part of these financial statement

Summary of Significant accounting policies	2
Contigencies & Commitments	30 & 31

As per our Report of even date.

For and on behalf of the board

For G.L.KOTHARI & Co.,
Chartered Accountants
Firm Registration No.001445 S

G.L. KOTHARI & CO. BANGALORE CHARTERED ACCOUNTANTS

CA G.L.KOTHARI
Proprietor
Membership No. 025481

Place: Bengaluru
Date: 29th May 2019

(Om Prakash Sharma)
Chief Financial Officer

(S. Nakkiran)
Company Secretary
FCS : 2833

(Anil Kumar Sethi)
Director
DIN : 00035800

(Priti Devi Sethi)
Director
DIN : 00635846

Place: Bengaluru
Date: 29th May 2019

International Constructions Limited
Statement of Profit and Loss for the year ended March 31, 2019

(Amount in '000)

Particulars	Notes	For the year ended 31 st March 2019	For the year ended 31st March 2018
Income			
Revenue from Operations	20	14,473.00	1,250.00
Other Income	21	3,179.81	7,090.12
Total Income		17,652.81	8,340.12
Expenses			
Employee benefits expense	22	10,965.34	2,146.75
Finance Cost	23	4,391.23	7,867.38
Depreciation and Amortisation expenses	24	14.98	21.78
Other Expenses	25	1,441.04	20,619.68
Total Expenses		16,812.59	30,655.59
Profit/(loss) before exceptional items and tax from continuing operations		840.22	(22,315.47)
Exceptional Items		-	-
Profit/(loss) before tax from continuing operations		840.22	(22,315.47)
Tax Expenses	26		
Current tax		228.22	-
Mat Credit entitlement		306.03	-
Net Current Tax		534.25	-
Income tax for earlier year		-	18.49
Deferred tax		(454.41)	19,214.24
Income Tax Expense		79.84	19,232.73
Profit for the year from Continuing Operations		760.38	(41,548.20)
Other Comprehensive Income (OCI)			
Other comprehensive income not to be reclassified to profit or loss in subsequent periods:			
Re-Measurement gains on defined benefit plans		1.25	3.25
Income Tax effect		(0.33)	(0.84)
Other comprehensive income to be reclassified to profit or loss in subsequent periods:			
Remeasurement of Investments at Fair Value		(55,702.95)	25,220.81
Income Tax effect		11,586.21	(5,245.91)
Other Comprehensive Income for the year		(44,115.82)	19,977.31
Total Comprehensive Income for the year		(43,355.44)	(21,570.89)
Earnings per share - Basic and Diluted (Nominal value Rs. 10 per share)	33	0.21	(11.43)

The notes are an integral part of these financial statement

Summary of Significant accounting policies 2

As per our Report of even date.

For G.L.KOTHARI & Co.,
Chartered Accountants
Firm Registration No.001445 S

CA G.L.KOTHARI
Proprietor
Membership No. 025481

Place: Bengaluru
Date: 29th May 2019

G.L. KOTHARI & CO. BANGALORE CHARTERED ACCOUNTANTS

For and on behalf of the board

(Om Prakash Sharma)
Chief Financial Officer

(S. Nakkiran)
Company Secretary
FCS : 2833

(Anil Kumar Sethi)
Director
DIN : 00035800

(Priti Devi Sethi)
Director
DIN : 00635846

Place: Bengaluru
Date: 29th May 2019

International Constructions Limited
Statement of Cash flows for the year ended 31st March 2019

(Amount in '000)

Particulars	For the year ended 31 st March 2019	For the year ended 31st March 2018
Cash flow from operating activities		
Profit before tax from Continuing Operations	840.22	(22,315.47)
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation and Amortisation Expenses	14.98	21.78
Finance Expenses	66.95	5,145.11
Sundry Balances W/off	103.00	19,700.00
Loss/(Profit) on Sale of Assets	-	(5,287.13)
Interest Received	(2,054.81)	(1,802.99)
Re-Measurement gains on defined benefit plans	1.25	3.25
	(1,028.41)	(4,535.45)
Working capital adjustments:		
(Decrease)/Increase in Other Current Financial assets	103.00	-
(Decrease)/Increase in Trade Receivable	(13,888.00)	(976.73)
(Decrease)/Increase in Other Current assets	(8.80)	-
(Decrease)/Increase in Trade Payables	81.51	(109.20)
(Decrease)/Increase in Other Current liabilities	10,912.28	(983.45)
(Decrease)/Increase in Provisions	(65.24)	39.37
(Decrease)/Increase in Other Non Current liabilities	(4,872.89)	(600.00)
	(8,766.55)	(7,165.46)
Income tax paid / (Refund)	1,652.80	400.77
Net cash flows from operating activities	(10,419.35)	(7,566.23)
Cash flow from investing activities		
Purchase / Sale of Assets	-	5,700.00
Fair value of Investments		
Sale of Investments	250.00	574.79
Movement in Loans & Advances (Long Term)	4,409.20	6,071.79
Interest Received	2,054.81	1,802.99
Net cash flows used in investing activities	6,714.01	14,149.57
Cash flow from financing activities		
Proceeds from Borrowings	3,333.86	(74,125.22)
Movement in Special Reserve	112.06	
Movement in Equity component of Financial Instrument	-	72,920.59
Finance Expense (Net)	(66.95)	(5,145.11)
Net cash flows from/(used in) financing activities	3,378.97	(6,349.74)
Net increase in cash and cash equivalents	(326.37)	233.60
Cash and cash equivalents at the beginning of the year	444.02	210.41
Cash and cash equivalents at the end of the year(Refer Note No 6)	117.65	444.01

Changes in Liability arrising from Borrowings for the year ended 31st March 2019

Particulars	1st April 2018	Proceeds	Repayment	Fair Value Changes	31st March 2019
Borrowings - Non Current (Refer Note-12)	34,104.64	611.76	1,545.48	4,267.59	37,438.51
Borrowings - Current (Refer Note-16)	27,195.79	-	-	-	27,195.79
Total	61,300.43	611.76	1,545.48	4,267.59	64,634.30

Changes in Liability arrising from Borrowings for the year ended 31st March 2018

Particulars	1st April 2017	Proceeds	Repayment	Fair Value Changes	31st March 2018
Borrowings - Non Current (Refer Note-12)	1,08,229.86	6,894.52	10,049.29	(70,970.45)	34,104.64
Borrowings - Current (Refer Note-16)	27,195.79	-	-	-	27,195.79
Total	1,35,425.65	6,894.52	10,049.29	(70,970.45)	61,300.43

As per our Report of even date.

For G.L.KOTHARI & Co.,
Chartered Accountants
Firm Registration No.001445 S

G.L. KOTHARI & CO. BANGALORE CHARTERED ACCOUNTANTS

CA G.L.KOTHARI
Proprietor
Membership No. 025481

Place: Bengaluru
Date: 29th May 2019

#REF!

For and on behalf of the board

(Om Prakash Sharma)
Chief Financial Officer

#REF!

(S. Nakkiran)
Company Secretary
FCS : 2833

(Anil Kumar Sethi)
Director
DIN : 00035800

Priti Devi sethi

(Priti Devi Sethi)
Director
DIN : 00035800

Place: Bengaluru
Date: 29th May 2019

International Constructions Limited
Statement of Changes in Equity for the year ended March 31, 2019

A) Equity Share Capital

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Equity shares of Rs 10 each issued, subscribed and fully paid			
Balance at the beginning of the reporting period	36,339.60	36,339.60	36,339.60
Changes in equity share capital during the year	-	-	-
Balance at the end of the reporting period	36,339.60	36,339.60	36,339.60

B) Other Equity

For the year ended 31st March 2019

(Amount in '000)

Particulars	Retained earnings	Equity Component of Financial Instrument	Capital Reserves on Amalgamation	Special Reserve	Other comprehensive income	Total
Balance as at 1st April 2018	6,039.62	72,920.59	33,636.08	9,619.49	19,977.31	1,42,193.09
Profit for the year	(43,355.44)	-	-	-	-	(43,355.44)
Adjustments	9,731.55	-	-	(9,619.49)	-	112.06
Other comprehensive income for the year, net of tax	44,115.82	-	-	-	(44,115.82)	-
Total comprehensive income	10,491.93	-	-	(9,619.49)	(44,115.82)	(43,243.38)
Balance as at 31st March 2019	16,531.55	72,920.59	33,636.08	-	(24,138.51)	98,949.71

For the year ended 31st March 2018

(Amount in '000)

Particulars	Retained earnings	Equity Component of Financial Instrument	Capital Reserves on Amalgamation	Special Reserve	Other comprehensive income	Total
Balance as at 1st April 2017	47,587.82	-	33,636.08	9,619.49	-	90,843.39
Profit for the year	(21,570.89)	-	-	-	-	(21,570.89)
Adjustments	-	72,920.59	-	-	-	72,920.59
Other comprehensive income for the year, net of tax	(19,977.31)	-	-	-	19,977.31	-
Total comprehensive income	(41,548.20)	72,920.59	-	-	19,977.31	51,349.70
Balance as at 31st March 2018	6,039.62	72,920.59	33,636.08	9,619.49	19,977.31	1,42,193.09

The notes are an integral part of these financial statement

As per our Report of even date.

For and on behalf of the board

For G.L.KOTHARI & Co.,
Chartered Accountants
Firm Registration No.001445 S

G.L. KOTHARI & CO. BANGALORE CHARTERED ACCOUNTANTS

CA G.L.KOTHARI
Proprietor
Membership No. 025481

Place: Bengaluru
Date: 29th May 2019

(Om Prakash Sharma)
Chief Financial Officer

(S. Nakkiran)
Company Secretary
FCS : 2833

(Anil Kumar Sethi)
Director
DIN : 00035800

Priti Devi Sethi

(Priti Devi Sethi)
Director
DIN : 00635846

Place: Bengaluru
Date: 29th May 2019

International Constructions Limited
Notes to financial statements as at 31st March 2019

1 Company background

The Company is a listed Company with its shares listed on National Stock Exchange and Kolkata Stock Exchange. Its main business is execution of job work contracts and investment in securities and other avenues.

2 Significant accounting policies

2.01 Basis of preparation and presentation

(a) Statement of compliance

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015.

For all periods up to and including the year ended 31 March 2018, the company prepared its financial statements in accordance accounting standards notified under the section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2015 (Indian GAAP). These financial statements for the year ended 31 March 2019 are the first the company has prepared in accordance with Ind AS. Refer to note 45 for information on how the Group adopted Ind AS.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

(b) Basis of measurement

The financial statements have been prepared on a historical cost convention and on an accrual basis, except for the following material items that have been measured at fair value as required by relevant Ind AS:

i. Certain financial assets and liabilities measured at fair value (refer accounting policy on financial instruments) and

ii. Defined benefit and other long-term employee benefits.

(c) Use of estimates and judgement

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

(d) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle,
- Held primarily for the purpose of trading,
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle,
- It is held primarily for the purpose of trading,
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

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.

G.L. KOTHARI & CO. BANGALORE CHARTERED ACCOUNTANTS

2.02 Property, plant and equipment.

Under the previous GAAP (Indian GAAP), property, plant and equipment were carried in the balance sheet at their carrying value being the cost of acquisition or construction less accumulated depreciation.

The cost of property, plant and equipment includes freight, duties, taxes and other incidental expenses relating to the acquisition and installation of the respective assets. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Borrowing costs directly attributable to acquisition or construction of those assets which necessarily take a substantial period of time to get ready for their intended use are capitalized.

Advance paid towards the acquisition of assets outstanding at each balance sheet are shown under capital advances. The cost of property, plant and equipment not ready for their intended use before such date, are disclosed as capital work in progress.

The management has identified useful life of the assets (tangible), based on the life as prescribed in Schedule II to the Companies Act, 2013. Further the residual value is is estimated to be 5% of cost of asset.

2.03 Impairment of non-financial assets

The Company assesses at each balance sheet date whether there is any indication that an asset or a group of assets comprising a cash-generating unit may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent udgets/forecasts, the Group extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

2.04 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company 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, net of taxes or duties collected on behalf of the government. Further, The Company uses significant judgments while determining the transaction price allocated to performance obligations .

Other Income - The specific recognition criteria described below must also be met before revenue is recognised.

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 finance income in the statement of profit and loss.

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Dividends

Revenue is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

2.05 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.

For arrangements entered into prior to 1 April 2016, the group has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

a) As a lessee

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease.

Finance leases are capitalised at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Company's general policy on the borrowing costs. Contingent rentals are recognised as expenses in the periods in which they are incurred.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.

2.06 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

A Financial Assets

a) Classification

The company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

b) Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

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c) Subsequent measurement

Financial assets carried at amortised cost: A financial assets is measured at amortised cost if it is held within a business model whose objective is to hold asset in order to collect contractual cash flows and the contractual cash 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. Interest income from these financial assets is accounted in profit or loss using the effective interest rate method. Impairment losses, forex gain / loss and gain / loss on derecognition of financial asset in this category is recognised in profit or loss.

Financial assets at fair value through other comprehensive income (FVTOCI): A financial asset is measured at FVTOCI, if it is held withing a business model whose objective is achieved by both from collection of contractual cash flows and selling the financial assets, where the assets' cash flows represent solely payments of principal and interest. Further equity instruments where the company has made an irrevocable election based on its business model, to classify as instruments measured at FVTOCI, are measured subsequently at fair value through other comprehensive income.

Debt instruments - Movements in the carrying amount are taken through other comprehensive income (OCI), except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised. Interest income from these financial assets is included in other income using the effective interest rate method.

Equity instruments - Movements in the carrying amount are taken to OCI and there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividend from such investments are recognised in profit or loss.

Financial assets at fair value through profit or loss (FVTPL): A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss. All gains and losses are recognised in profit or loss.

d) Impairment of financial assets

The company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVTOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the company applies the simplified approach specified by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

e) Derecognition of financial assets

A financial asset is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or
- The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the company has transferred substantially all the risks and rewards of the asset, or (b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognise the transferred asset to the extent of the company's continuing involvement. In that case, the company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

D Financial liabilities

a) Classification

The company classifies its financial liabilities in the following measurement categories:

- those to be measured subsequently at fair value through profit or loss, and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

b) Initial recognition and measurement

The company recognises financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial liabilities are recognized at fair value on initial recognition. Transaction costs that are directly attributable to the issue of financial liabilities, that are not at fair value through profit or loss, are reduced from the fair value on initial recognition. Transaction costs that are directly attributable to the issue of financial liabilities at fair value through profit or loss are expensed in profit or loss.

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c) Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Amortised cost: After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective interest rate (EIR) method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

Financial liabilities at fair value through profit or loss: Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to Statement of Profit and Loss. However, the company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The company has not designated any financial liability as at fair value through profit and loss.

Derecognition of financial Liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

C Financial guarantee contracts

The fair value of financial guarantees is determined as the present value of the difference in net cash flows between the contractual payments under the debt instrument and the payments that would be required without the guarantee or the estimated amount that would be payable to a third party for assuming the obligations.

(i) as Guarantor

Financial guarantee contracts are recognised as a financial liability at the time the guarantee is issued. The liability is initially measured at fair value and subsequently at the higher of the amount determined in accordance with Ind AS 109 and the amount initially recognised less cumulative amortisation, where appropriate.

Where guarantees in relation to loans or other payables of associates are provided for no compensation, the fair values are accounted for as contributions and recognised as part of the cost of the investment.

(ii) as Beneficiary

Financial guarantee contracts are recognised as a financial asset, at the time the guarantee is taken. The asset is initially measured at fair value and subsequently amortised over the guarantee period.

Where guarantees in relation to loans or other payables are provided by group companies for no compensation, the fair values are accounted for as contributions and recognised as part of equity.

D Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insoivency or bankruptcy of the comapany or the counterparty.

2.07 Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

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Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses).

Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

2.08 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. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

2.09 Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the company operates and generates taxable income.

'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.

Minimum alternate tax ('MAT') paid in a year is charged to the statement of profit and loss as current tax. The company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e , the period for which MAT credit is allowed to be carried forward. In the year in which the company recognises MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as 'MAT Credit Entitlement'. The company reviews the 'MAT credit entitlement' asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the specified period. Deferred tax asset is defined in Ind AS 12 to include the carry forward of unused tax credits. MAT Credits are in the form of unused tax credits that are carried forward by the company for a specified period of time. Accordingly, MAT Credit Entitlement is grouped with Deferred Tax Asset (net) in the Balance Sheet.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

'Deferred tax liabilities are recognised for all taxable temporary differences, except:

- when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised 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 utilised, except:

- when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;
- in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

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The carrying amount of deferred tax assets is reviewed at each reporting 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 utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting 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.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. Acquired deferred tax benefits recognised within the measurement period reduce goodwill related to that acquisition if they result from new information obtained about facts and circumstances existing at the acquisition date. If the carrying amount of goodwill is zero, any remaining deferred tax benefits are recognised in OCI/ capital reserve depending on the principle explained for bargain purchase gains. All other acquired tax benefits realised are recognised in profit or loss.

2.10 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.

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.

Contingent liabilities recognised in a business combination

A contingent liability recognised in a business combination is initially measured at its fair value. Subsequently, it is measured at the higher of the amount that would be recognised in accordance with the requirements for provisions above or the amount initially recognised less, when appropriate, cumulative amortisation recognised in accordance with the requirements for revenue recognition.

2.11 Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

Cash flow statement

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the company are segregated.

2.12 Cash dividend and non-cash distribution to equity holders of the parent

The Company recognises a liability to make cash or non-cash distributions to equity holders of the parent when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

Non-cash distributions are measured at the fair value of the assets to be distributed with fair value re-measurement recognised directly in equity.

Upon distribution of non-cash assets, any difference between the carrying amount of the liability and the carrying amount of the assets distributed is recognised in the statement of profit and loss.

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2.13 Earnings per share

The basic earnings per share is computed by dividing the net profit/ (loss) attributable to owner's of the company for the year by the weighted average number of equity shares outstanding during reporting period.

The number of shares used in computing diluted earnings/ (loss) per share comprises the weighted average shares considered for deriving basic earnings/ (loss) per share and also the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

Dilutive potential equity shares are deemed converted as of the beginning of the reporting date, unless they have been issued at a later date. In computing diluted earnings per share, only potential equity shares that are dilutive and which either reduces earnings per share or increase loss per share are included.

2.14 Segment reporting

Based on the "management approach" as defined in Ind AS 108 - Operating Segments, the Chief Operating Decision Maker evaluates the company performance and allocates resources based on an analysis of various performance indicators by business segments.

2.15 Recent Accounting pronouncements

Ind AS 116 Leases : On March 30, 2019, Ministry of Corporate Affairs has notified Ind AS 116, Leases. Ind AS 116 will replace the existing leases Standard, Ind AS 17 Leases, and related Interpretations. The Standard sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e., the lessee and the lessor. Ind AS 116 introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than twelve months, unless the underlying asset is of low value. Currently, operating lease expenses are charged to the statement of Profit & Loss. The Standard also contains enhanced disclosure requirements for lessees. Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17.

The effective date for adoption of Ind AS 116 is annual periods beginning on or after April 1, 2019. The standard permits two possible methods of transition:

- Full retrospective - Retrospectively to each prior period presented applying Ind AS 8 Accounting Policies, Changes in Accounting Estimates and Errors

- Modified retrospective - Retrospectively, with the cumulative effect of initially applying the Standard recognized at the date of initial application.

Under modified retrospective approach, the lessee records the lease liability as the present value of the remaining lease payments, discounted at the incremental borrowing rate and the right of use asset either as:

- Its carrying amount as if the standard had been applied since the commencement date, but discounted at lessee's incremental borrowing rate at the date of initial application or

- An amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments related to that lease recognized under Ind AS 17 immediately before the date of initial application.

The effects of adoption of INDAS 116 would be insignificant in the standalone financial statements

Ind AS 12 Appendix C, Uncertainty over income Tax Treatments : On March 30, 2019, Ministry of Corporate Affairs has notified Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments which is to be applied while performing the determination of taxable profit (or loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. According to the appendix, companies need to determine the probability of the relevant tax authority accepting each tax treatment, or group of tax treatments, that the companies have used or plan to use in their income tax filing which has to be considered to compute the most likely amount or the expected value of the tax treatment when determining taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates.

The effective date for adoption of Ind AS 12 Appendix C is annual periods beginning on or after April 1, 2019. The Company will adopt the standard on April 1, 2019 and has decided to adjust the cumulative effect in equity on the date of initial application i.e. April 1, 2019 without adjusting comparatives.

The effect on adoption of Ind AS 12 Appendix C would be insignificant in the standalone financial statements.

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Amendment to Ind AS 12 - Income taxes : On March 30, 2019, Ministry of Corporate Affairs issued amendments to the guidance in Ind AS 12, 'Income Taxes', in connection with accounting for dividend distribution taxes.

The amendment clarifies that an entity shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events.

Effective date for application of this amendment is annual period beginning on or after April 1, 2019. The Company is currently evaluating the effect of this amendment on the standalone financial statements.

Amendment to Ind AS 19 - plan amendment, curtailment or settlement- On March 30, 2019, Ministry of Corporate Affairs issued amendments to Ind AS 19, 'Employee Benefits', in connection with accounting for plan amendments, curtailments and settlements.

The amendments require an entity:

- to use updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement; and
- to recognise in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognised because of the impact of the asset ceiling.

Effective date for application of this amendment is annual period beginning on or after April 1, 2019. The Company does not have any impact on account of this amendment.

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3 PROPERTY, PLANT AND EQUIPMENT

(Amount in '000)

Particulars	Land	Furniture & Fixture	Toyota Innova	Computer	Total
GROSS BLOCK					
As at April 1, 2017	412.88	7.31	69.76	2.10	492.05
Additions					-
Disposals	412.88	-	-	-	412.88
Exchenge Differennce	-	-	-	-	-
As at March 31, 2018	-	7.31	69.76	2.10	79.17
Additions	-	-	-	-	-
Disposals	-	-	-	-	-
Exchenge Differennce	-	-	-	-	-
As at March 31, 2019	-	7.31	69.76	2.10	79.17
ACCUMULATED DEPRECIATION					
As at April 1, 2017					
Depreciation Charge for the year	-	-	21.78	-	21.78
Impairment	-	-	-	-	-
Disposals	-	-	-	-	-
Exchange Differennce	-	-	-	-	-
As at March 31, 2018	-	-	21.78	-	21.78
Charge for the year	-	-	14.98	-	14.98
Impairment	-	-	-	-	-
Disposals	-	-	-	-	-
Exchange Differennce	-	-	-	-	-
As at March 31 , 2019	-	-	36.76	-	36.76
NET BLOCK					-
As at April 1, 2017	412.88	7.31	69.76	2.10	492.05
As at March 31, 2018	-	7.31	47.98	2.10	57.39
As at March 31, 2019	-	7.31	33.00	2.10	42.41

The Gross block of each class of Property, plant and equipment has been netted off with their respective accumulated depreciation balances as at April 1, 2017 under Previous GAAP to arrive at the deemed cost for the purpose of opening Ind AS balance sheet.

As per Previous GAAP	Land	Furniture & Fixture	Toyota Innova	Computer	Total
Gross block as at April 1, 2017	412.88	146.12	633.43	41.90	1,234.33
Accumulated depreciation as at April 1, 2017	-	138.81	563.68	39.81	742.30
Adjustments	-	-	-	-	-
Deemed cost as at April 1, 2017	412.88	7.31	69.75	2.09	492.03

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FINANCIAL ASSETS

4 INVESTMENTS

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Non Trade Investments (Valued at cost unless stated otherwise (Refer A below)			
(a) Investment in Equity Instruments			
Investment in subsidiaries:			
Unquoted (valued at cost)			
11,68,32,562 (March 31, 2018: 11,68,32,562 and April 1,2017: 103,228,765) Equity Shares of Re 1/- Each, fully paid up of ADD Realty Limited*	1,04,328.37	1,04,328.37	1,03,978.39
Investment in Associates:			
Unquoted (valued at cost)			
Nil (March 31, 2018: Nil and April 1,2017: 34,998) Equity Shares of Rs 10/- Each, fully paid up of Sanmati Power Company Private Limited*	-	-	349.98
97,000 (March 31, 2018: 1,22,000 and April 1,2017: 1,22,000) Equity Shares of Rs 10/- Each, fully paid up of Suraksha insurance Brokers Private Limited*	970.00	1,220.00	1,220.00
6,85,800 (March 31, 2018: 6,85,800 and April 1,2017: 6,85,800) Equity Shares of Rs 10/- Each, fully paid up of Delhi Waste Management Limited*	33,995.38	33,995.38	33,995.38
Quoted (valued at cost)			
12,34,600 (March 31, 2018: 12,34,600 and April 1,2017: 12,34,600) Equity Shares of Rs 10/- Each, fully paid up of SPM Engineers Limited*	9,861.20	9,861.20	9,861.20
1,04,000(March 31, 2018: 1,04,000 and April 1,2017: 1,04,000) Equity Shares of Rs 10/- Each, fully paid up of SPML India Limited*	1,407.00	1,407.00	1,407.00
Financials assets carried at fair value through Other Comprehensive Income (FVTOCI)			
Investment in others:			
Quoted			
Nil (March 31, 2018: Nil and April 1,2017: 100) Equity Shares of Rs 10/- Each, fully paid up of TCPL Packaging Limited*	-	-	57.20
Nil (March 31, 2018: Nil and April 1,2017: 2,617) Equity Shares of Rs 10/- Each, fully paid up of Balurghat Technologies Private Limited*	-	-	9.60
Nil (March 31, 2018: Nil and April 1,2017: 49,148) Equity Shares of Re 1/- Each, fully paid up of Shelter Infra Projects Private Limited*	-	-	407.93
Nil (March 31, 2018: Nil and April 1,2017: 1,50,000) Equity Shares of Re 1/- Each, fully paid up of Geldwon Textiles Limited*	-	-	100.00
8,80,945 (March 31, 2018: 8,80,945 and April 1,2017: 8,80,945) Equity Shares of Rs 10/- Each, fully paid up of SPML Infra Limited*	26,252.16	77,479.11	53,385.27
46,000(March 31, 2018: 46,000 and April 1,2017: 46,000) Equity Shares of Rs 10/- Each, fully paid up of Zoom Industrial Service Limited*	477.00	477.00	477.00
Unquoted			
6,00,000(March 31, 2018: 6,00,000 and April 1,2017: 6,00,000) Equity Shares of Rs 10/- Each, fully paid up of Bharat Hydro Power Limited*	11,953.55	16,429.55	15,302.65
1,000(March 31, 2018: 1,000 and April 1,2017: 1,000) Equity Shares of Rs 10/- Each, fully paid up of Mathura Nagar Waste Processing Company Limited*	0.00	0.00	0.00
1,000(March 31, 2018: 1,000 and April 1,2017: 1,000) Equity Shares of Rs 10/- Each, fully paid up of Allahabad Waste Processing Company Limited*	0.00	0.00	0.00
71(March 31, 2018: 71 and April 1,2017: 5,000) Equity Shares of Rs 10/- Each, fully paid up of SPML Infrastructre Limited*	0.07	0.07	0.07
Total	1,89,244.74	2,45,197.68	2,20,551.67

Current	-		-
Non-Current	1,89,244.74	2,45,197.68	2,20,551.67
Total Investments	1,89,244.74	2,45,197.68	2,20,551.67
Aggregate value of quoted investments	37,997.36	89,224.31	65,705.19
Aggregate value of unquoted investments	1,51,247.38	1,55,973.37	1,54,846.48
Aggregate amount of impairment in value of investments	-	-	-

* Investment in equity shares have been valued at fair value as at 1st April 2017 and the fair value has been adopted as deemed cost in the Openging balance sheet as per Ind AS 101. Accordingly the investment value have been appropriated as per the fair value and the corresponding debit/credit has been impacted in Retained Earnings.

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International Constructions Limited
Notes to financial statements as at 31st March 2019

5 TRADE RECEIVABLES

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Unsecured			
considered good	16,231.20	2,446.20	1,469.47
considered doubtful	-	-	-
Total	16,231.20	2,446.20	1,469.47

6 CASH AND CASH EQUIVALENTS

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Balances with banks:			
On current accounts	115.85	444.01	210.37
Cash on hand	1.80	0.00	0.04
Total	117.65	444.01	210.41

7 LOANS

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Unsecured considered good unless stated			
Loans to related party *	14,163.49	18,572.69	24,644.48
Loan to Others	29,410.00	29,410.00	29,410.00
Total	43,573.49	47,982.69	54,054.48

* Loan and advances due from companies in which Company's director(s) is / are director(s) / member(s)

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
ADD Industrial Park (T.N) Limited	-	255.78	-
Meena Holding Limited	-	-	9,694.48
ADD Realty Limited	14,163.49	18,316.91	14,950.00
Total	14,163.49	18,572.69	24,644.48

8 OTHER CURRENT FINANCIAL ASSETS

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Security Deposit	25.00	128.00	128.00
Total	25.00	128.00	128.00

Break up of financial assets carried at amortised cost

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Investments	1,89,244.74	2,45,197.68	2,20,551.67
Trade Recievables	16,231.20	2,446.20	1,469.47
Cash and cash equivalents	117.65	444.01	210.41
Loans	43,573.49	47,982.69	54,054.48
Other current financial Assets	25.00	128.00	128.00
Total financial assets carried at amortised cost	2,49,192.08	2,96,198.58	2,76,414.03

9 OTHER CURRENT ASSETS

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Unsecured consider good			
Advance to Employees	8.80	-	-
Advance paid to vendors	-	-	19,700.00
Total	8.80	-	19,700.00

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International Constructions Limited
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10 SHARE CAPITAL

(Amount in 000)

Particulars	As at 31st March 2019		As at 31st March 2018		As at 1st April 2017	
	Number	Amount (Rs)	Number	Amount (Rs)	Number	Amount (Rs)
Authorised						
Equity shares of Re.10/- each	1,00,00,000	1,00,000.00	1,00,00,000	1,00,000.00	1,00,00,000	1,00,000.00
	1,00,00,000	1,00,000.00	1,00,00,000	1,00,000.00	1,00,00,000	1,00,000.00
Issued, Subscribed & Paid-up						
Equity Shares of Rs.10/- each, fully paid	18,16,980	18,169.80	18,16,980	18,169.80	18,16,980	18,169.80
Equity Shares of Rs. 10/- each issued as Bonus Shares.	18,16,980	18,169.80	18,16,980	18,169.80	18,16,980	18,169.80
Total	36,33,960	36,339.60	36,33,960	36,339.60	36,33,960	36,339.60

(a) Reconciliation of number of shares

Particulars	Equity Shares		Equity Shares		Equity Shares	
	As at 31st March 2019		As at 31st March 2018		As at 1st April 2017	
	Number	Rs	Number	Rs	Number	Rs
Shares outstanding at the beginning of the year	36,33,960	36,339.60	36,33,960	36,339.60	36,33,960	36,339.60
Shares issued during the year	-	-	-	-	-	-
Shares bought back during the year	-	-	-	-	-	-
Shares outstanding at the end of the year	36,33,960	36,339.60	36,33,960	36,339.60	36,33,960	36,339.60

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

Equity Shares: The company has one class of equity shares having a par value of Rs.10/- per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(c) Shares held by holding company and subsidiary of holding companies.

The company Doesnot have any holding Company.

(d) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of Shareholder	As at 31st March 2019		As at 31st March 2018		As at 1st April 2017	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Zoom Industrial Services Limited	5,13,700	14.14%	5,13,700	14.14%	5,13,700	14.14%
Anil Kumar Sethi	3,43,670	9.46%	7,53,040	20.72%	7,53,040	20.72%
Deepak Sethi	8,87,100	24.41%	8,87,100	24.41%	8,87,100	24.41%
Priti Devi Sethi	9,51,000	26.17%	9,51,000	26.17%	9,51,000	26.17%
Technomechanical Services Private Limited	4,27,460	11.76%	4,27,460	11.76%	4,27,460	11.76%

(e) The Company has not allotted any fully paid up equity shares by way of bonus shares nor has bought back any class of equity shares during the period of five years immediately preceding the balance sheet date nor has issued shares for consideration other than cash.

(f) There are no unpaid calls from director & officers of the company

(g) There are no buy back of shares during the year by the company.

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11 OTHER EQUITY

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Capital Reserve on Amalgmation			
Opening balance	33,636.08	33,636.08	33,636.08
(+) Additions	-	-	-
(-) Deductions	-	-	-
Closing Balance	33,636.08	33,636.08	33,636.08
Special Reserve			
Opening Balance	9,619.49	9,619.49	9,619.49
(+) Additions	112.06	-	-
(-) Deductions (Refer Note 1)	9,731.55		
Closing Balance	-	9,619.49	9,619.49
Retained Earnings			
Opening balance	26,016.93	47,587.82	(15,618.52)
(+) Adjustment on account of Reversal of Special Reserves (Refer Note 1)	9,731.55	-	-
(+) Net Profit/(Net Loss) For the current year	(43,355.44)	(21,570.89)	63,206.34
Closing Balance	(7,606.96)	26,016.93	47,587.82
Equity Component of Financial Instrument			
Opening Balance	72,920.59	-	
Addition	-	72,920.59	-
Closing Balance	72,920.59	72,920.59	-
Total - Other equity	98,949.71	1,42,193.09	90,843.39

Nature and purpose of other reserves:

Capital Reserves: The excess of liabilities over the assets on amalgamation has been accounted as capital reserves.

Special Reserves: As per the provision of NBFC act the special reserve was required to be created and accordingly the company had created this special reserves. The same has been reversed during the year consequent to deregistration of company from NBFC provisions.

Equity Component of Financial Instrument: The Company had the Loan Instruments , which has been fair valued as on trasition date and the same has been classified into the equity component and the financial liability and financial asset based on the terms of contract . The equity component has been shown under the head other equity.

Retained Earnings: Retained Earnings comprise of the company's accumulated undistributed earnings / (losses).

12 BORROWINGS

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Unsecured			
Loans & Advances from related parties**	37,438.51	34,104.64	1,08,229.86
Total	37,438.51	34,104.64	1,08,229.86

** Loan from related parties

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Allahabad Waste Processing Company Limited	-	325.74	-
Meena Holdings Limited	-	-	9,662.79
Pondicherry Special Economic Zone Private limited	-	607.98	546.90
SPML Infra Limited	37,438.51	33,170.92	98,020.17
Total	37,438.51	34,104.64	1,08,229.86

* Loan received from SPML Infra Ltd of Rs 1,01,496.82 is interest free loan and the said interest free loan has been accounted as the financial liability at the fair value on the transition date under Ind AS. The difference between the fair value and book value as at 1st October 2017 has been accounted as equity contribution and accordingly the same has been reduced from the borrowings (Amount in Rs. '000).

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13 PROVISIONS

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Provision for Standard Assets	-	112.06	112.06
Provision for employee benefits			
Gratuity (Refer Note - 36)	125.40	79.45	40.83
Total	125.40	191.51	152.89

14 DEFFERED TAX

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Deffered Tax Asset			
Property Plant And Equipment	114.29	132.11	151.98
Provisions and Disallowance	12.50	11.08	90.15
Brought Forward Loss	8,597.49	9,236.57	9,900.41
	8,724.28	9,379.76	10,142.54
Deffered Tax Liability			
On account Fair Value Measurements	5,730.38	17,316.59	12,070.68
Loan Fair Valuation	18,959.35	18,959.35	-
Reversal Of Liability- Loan	(1,616.61)	(507.04)	-
	23,073.12	35,768.90	12,070.68
	(14,348.84)	(26,389.14)	(1,928.14)
MAT Credit Entitlements	6,837.81	7,143.84	7,143.84
Total	(7,511.03)	(19,245.30)	5,215.70

15 OTHER NON CURRENT LIABILITY

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Advance Received	33,092.58	37,965.47	38,565.47
Total	33,092.58	37,965.47	38,565.47

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16 BORROWINGS

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Unsecured			
Loans from other parties	27,195.79	27,195.79	27,195.79
Total	27,195.79	27,195.79	27,195.79

17 TRADE PAYABLES

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Trade Payables :			
Total outstanding dues of micro and small enterprises	-	-	-
Total outstanding dues of creditors other than micro and small enterprises	9,641.66	9,560.16	9,669.36
Total	9,641.66	9,560.16	9,669.36

Terms and conditions of the above financial liabilities:
- Trade payables are non-interest bearing and are normally settled on 60-day terms
- Other payables are non-interest bearing and have an average term of six months
- Interest payable is normally settled quarterly throughout the financial year
- For terms and conditions with related parties, refer to Note 37

For explanations on the Company's credit risk management processes, refer to Note 43

Break up of financial Liabilities carried at amortised cost

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Borrowings	64,634.30	61,300.44	1,35,425.66
Trade Payables	9,641.66	9,560.16	9,669.36
Total	74,275.96	70,860.60	1,45,095.02

18 OTHER CURRENT LIABILITIES

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Statutory dues including Provident Fund, Tax deducted at source and Service Tax Payable	5,054.38	564.15	1,923.70
Employee relate payables	6,798.16	376.10	-
Total	11,852.54	940.25	1,923.70

19 PROVISIONS

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Provision for employee benefits			
Gratuity (Refer Note - 36)	2.26	1.39	0.65
Total	2.26	1.39	0.65

G.L. KOTHARI & CO. BANGALORE CHARTERED ACCOUNTANTS

20 REVENUE FROM OPERATIONS

(Amount in '000)

Particulars	For the year ended 31st March 2019	For the year ended 31st March 2018
Consultancy Charges	14,473.00	1,250.00
Total	14,473.00	1,250.00

21 OTHER INCOME

(Amount in '000)

Particulars	For the year ended 31st March 2019	For the year ended 31st March 2018
Long term Capital Gain	1,125.00	5,287.13
Interest Income	2,054.81	1,802.99
Total	3,179.81	7,090.12

22 EMPLOYEE BENEFITS EXPENSES

(Amount in '000)

Particulars	For the year ended 31st March 2019	For the year ended 31st March 2018
Salaries, Wages and Bonus	10,917.28	2,104.13
Gratuity (Refer Note - 36)	48.06	42.62
Total	10,965.34	2,146.75

23 FINANCE COSTS

(Amount in '000)

Particulars	For the year ended 31st March 2019	For the year ended 31st March 2018
Interest Expenses on Borrowings	66.95	5,145.11
Interest expenses on financial liability	4,267.59	1,950.14
Interest on Statutory Dues	56.69	772.13
Total	4,391.23	7,867.38

24 DEPRECIATION

(Amount in '000)

Particulars	For the year ended 31st March 2019	For the year ended 31st March 2018
Depreciation	14.98	21.78
Total	14.98	21.78

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25 OTHER EXPENSES

(Amount in '000)

Particulars	For the year ended 31st March 2019	For the year ended 31st March 2018
Audit Fees*	59.00	72.98
Bank Chagres	2.44	4.48
Conveyance Expenses	17.27	28.43
Advertisement	96.01	90.08
Consultancy & Professional Charges	497.36	224.11
Rates & Taxes	607.52	343.29
Demat Expenses	1.84	16.19
Misc Expenses	7.26	36.82
Repairs & Maintenance- Vehicles	49.34	103.30
Bad debts and Advances	103.00	19,700.00
Total	1,441.04	20,619.68

* Payment to Auditors

(Amount in '000)

Particulars	For the year ended 31st March 2019	For the year ended 31st March 2018
As Auditors		
- Audit fees	59.00	72.98
- Tax Audit fees	-	-
In other capacity:		
- Other services (certification fees)	-	-
Total	59.00	72.98

26 INCOME TAX ASSETS (NET)

i) The following table provides the details of income tax assets and liabilities as at 31 March 2019, 31 March 2018 and 1 April 2017:

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Income Tax Assets	13,462.75	11,809.97	11,427.67
Current Income Tax Liabilities	556.96	328.74	328.74
Net Balance	12,905.79	11,481.23	11,098.93

ii) The gross movement in the currebt tax asset/ (Liability) for the years ended 31 March 2019 and 31 March 2018 is as follows:

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Net current income tax asset at the beginning	11,481.23	11,098.93
Income Tax paid	1,958.81	382.30
Current Income tax expense	534.25	-
Income tax on other comprehensive income	-	-
Net current income tax asset at the end	12,905.79	11,481.23

iii)

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Income Tax expense in the Statement of Profit and Loss Comprises:		
Current income taxes	534.25	-
Deferred income taxes	(454.41)	19,214.24
Deferred income tax on other comprehensive income	11,585.89	(5,246.76)
Income tax expenses (net)	11,665.73	13,967.49

iv) A reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the profit before income taxes is as below

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Profit before income tax	840.22	(22,315.47)
Applicable income tax rate	26.00%	25.75%
Computed expected tax expense	218.46	-
Effect of expenses not allowed for tax purposes	1,128.69	-
Effect of income not allowed for tax purposes	-95.76	-
Effect of carry forward losses allowed for tax purposes	-498.67	
Income tax expense charges to the statement of Profit and loss	534.25	-

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27 CONTINGENT LIABILITIES

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Claims against Companies not acknowledged as debt			
a) Corporate Guarantee given to Punjab National Bank for financial assistance sanctioned to ADD Technologies (India) Ltd as per term of sanction	1,00,000.00	1,00,000.00	1,00,000.00
b) Disputed tax demands for Asst. Year 2011-12 for which the company has preferred Appeal	5,521.27	5,521.27	5,521.27
c) Disputed tax demands for Asst. Year 2008-09 for which the company has preferred Appeal	2,308.23	2,308.23	2,308.23
d) Disputed tax demands for Asst. Year 2013-14 for which the company has preferred Appeal	6,908.97	6,908.97	6,908.97
e) Disputed tax demands for Asst. Year 2016-17 for which the company has preferred Appeal	3,292.42	-	-
(e) 8,80,945 equity shares of SPML Infra Limited have been pledged in favour of IFCI Limited (Previous year : IFCI Limited) against the loan taken by SPML Infra Limited as per terms of sanction.	4,00,000.00	4,00,000.00	4,00,000.00

28 Capital and Other Commitments:

Estimated amount of contracts remaining to be executed on capital account and not provided for: as at 31st March 2019 - Rs. Nil, as at 31st March 2018 - Rs. Nil and as at 1st April 2017 - Rs. Nil.

29 Earning Per Share

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the parent by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the parent (after adjusting for interest on the convertible preference shares) 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:

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Net profit available for Equity Shareholders	760.38	(41,548.20)
Weighted Average number of Equity shares	3,633.96	3,633.96
Basic and Diluted Earnings Per Share	0.21	(11.43)

30 Significant accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements: In the process of applying the company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

Estimates and assumptions: The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the company. Such changes are reflected in the assumptions when they occur.

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Impairment of non-financial assets: Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. These estimates are most relevant to goodwill and other intangibles with indefinite useful lives recognised by the company.

Taxes: Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses 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.

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

31 A disclosure with respect to segment reporting is not applicable, since the Company operates in the similar economic characteristics for both the sale of products and for the sale of services and does not have more than one reportable segment.

32 Foreign Currency Earnings And Outgo Rs. Nil, (PY - Rs. Nil)

33 There are no reported foreign currency exposures that have not been hedged by a derivative instrument or otherwise, hence the disclosure of the same is not made.

34 CIF value of imports Rs. Nil (PY - Rs. Nil).

35 Leases

Operating lease commitments – Company as lessee Rs Nil (PY - Rs, Nil)

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36 EMPLOYEE BENEFITS

A **Defined contribution scheme:** The company does not have any employee contribution scheme expenses.

B **Defined benefit plans**

Gratuity: In accordance with the Payment of Gratuity Act of 1972, the Company contributes to a defined benefit plan (the "Gratuity Plan") covering certain categories of employees. The Gratuity Plan provides a lump sum payment to vested employees at retirement, disability or termination of employment being an amount based on the respective employee's last drawn salary and the number of years of employment with the Company.

The financial and demographic assumptions on annual basis used for valuation as at the Valuation Date are shown below. The assumptions as at the Valuation Date are used to determine the Present Value of Defined Benefit Obligation at that date:

Summary of financial assumptions:

Particulars	As at 31st March 2019	As at 31st March 2018	As at 1st April 2017
Discount rate	7.43%	7.75%	6.98%
Expected rate of increase in compensation level of covered employees	5.00%	5.00%	5.00%

Summary of Demographic assumptions:

Particulars	As at 31st March 2019	As at 31st March 2018	As at 1st April 2017
Mortality Rate (as % of IALM (2006-08) (Mod.) Ult. Mortality Table)	100.00%	100.00%	100.00%
Disability Rate (as % of above mortality rate)	0.00%	0.00%	0.00%
Withdrawal Rate			
Upto 30 Years	3.00%	3.00%	3.00%
31 to 44 Years	2.00%	2.00%	2.00%
Above 44 Years	1.00%	1.00%	1.00%
Normal Retirement Age	70 years	70 years	70 years
Adjusted Average Future Service	8 Years	7 Years	7 Years

Changes in the present value of the defined benefit obligation are, as follows :

(Amount in '000)

Particulars	Amount
Defined benefit obligation at 1 April 2017	41.47
Interest cost	2.90
Current service cost	39.73
Benefits paid	-
Remeasurement (gain)/ loss	(3.25)
Remeasurement (gain)/ loss- Financial	(4.28)
Remeasurement (gain)/ loss - Demographic	
Remeasurement (gain)/ loss- Experience	1.04
Return on Plan Assets	-
Defined benefit obligation at 31 March 2018	80.85
Interest cost	6.27
Current service cost	41.80
Benefits paid	
Remeasurement (gain)/ loss	(1.25)
Remeasurement (gain)/ loss- Financial	2.38
Remeasurement (gain)/ loss - Demographic	-
Remeasurement (gain)/ loss- Experience	(3.63)
Return on Plan Assets	
Defined benefit obligation at 31 March 2019	127.66

Changes in the defined benefit obligation:

(Amount in '000)

Particulars	As at 31st March 2019	As at 31st March 2018	As at 1st April 2017
Defined benefit obligation at the beginning of the year	80.85	41.47	-
Current service cost	41.80	39.73	40.83
Past service cost			0.65
Net Interest cost	6.27	2.90	
Sub-total included in profit or loss	48.06	42.62	41.47
Benefits paid		-	
Return on plan assets (excluding amounts included in net interest expense)		-	
Actuarial changes arising from changes in financial assumptions	2.38	-4.28	-
Actuarial changes arising from changes in demographic assumptions			-
Experience adjustments	-3.63	1.04	-
Subtotal included in OCI	-1.25	-3.25	-
Contributions by employer		-	-
Defined benefit obligation at the end of the year	127.66	80.85	41.47

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Changes in the fair value of plan assets:

(Amount in '000)

Particulars	As at 31st March 2019	As at 31st March 2018	As at 1st April 2017
Fair Value of Plan Assets at the beginning	NA	NA	NA
Interest Income	NA	NA	NA
Contributions by employer	NA	NA	NA
Benefit Payments from Plan Assets	NA	NA	NA
Remeasurements - Return on Assets (Excluding interest income)	NA	NA	NA
Fair Value of Plan Assets at the end	NA	NA	NA

A quantitative sensitivity analysis for significant assumption for defined benefit obligations are as shown below:

(Amount in '000)

Particulars	As at 31st March, 2019		As at 31st March, 2018		As at 1st April, 2017	
	0.5% increase	0.5% decrease	1% increase	1% decrease	1% increase	1% decrease
Discount rate	123.97	131.48	78.20	83.60	39.94	43.07
Expected rate of increase in compensation level of covered employee	135.56	120.18	86.56	75.48	44.78	38.39
Withdrawal Rate	125.52	129.98	78.75	82.96	39.97	43.01

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The following payments are expected contributions to the defined benefit plan in future years:

0.00

Particulars	As at 31st March 2019	As at 31st March 2018
Within the next 12 months (next annual reporting period)	2.26	1.39
Between 2 and 5 years	16.57	9.42
Between 5 years	183.26	128.68
Total expected payments	202.09	139.49

The average duration of the defined benefit plan obligation at the end of the reporting period is 7years (31 March 2018: 8 years and as at 1st April 2017 : 8 years

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37 RELATED PARTY DISCLOSURES:

A Information given in accordance with the requirements of Accounting Standard 18 on Related Party Disclosures:

i) **Key Managerial Person:**
Anil Kumar Sethi -Managing Director
S.Nakkiran- company secretary
Om Prakash Sharma, Chief Financial Officer

ii) **Relative of KMP**
Subhash Chand Sethi
Suman Sethi
Shipi Sethi

iii) **Subsidiary Company**
Add Realty Limited

iv) **Step-down Subsidiary Company**
ADD Industrial Park (Tamilnadu) Limited

v) **Associates Company**
Delhi Waste Management Limited

v) **Enterprises in which KMP/Relatives of KMP having significant influence or control:**
SPML Infra Limited
SPML Industries Limited
Zoom Industrial Services Limited
Meena Holding Limited
ADD Technologies (India) Limited
SPML Infrastructure Limited
Bharat Hydro Power Corporation Limited
20th Century Engineering Limited
SPM Engineers Limited
Allahabad Waste Processing Company Limited

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(Amount in '000)

Sl No	Particulars	Transactions amount during the year ended 31st March 2019 and 31st March 2018								Outstanding as on 31st March 2019, 31st March 2018 and 1st April 2017	
		Loans & Advances Received	Loans Paid	Sale of Investment	Purchase of Investment	Sale of Service	Director Remuneration	Interest Paid	Interest Received	Debit Balance	Credit Balance
a	Subsidiary Company										
1	Add Realty Limited										
	PY - 31st March 2018	5,940.00	-	-	-	-	-	-	1,985.10	14,163.49	-
	PY - 1st April 2017	100.00	3,466.91	-	-	-	-	-	1,796.56	18,316.91	-
b	Step-down Subsidiary Company	(7,753.76)	(1,000.00)	-	-	-	-	-	(1,874.84)	(14,950.00)	-
2	ADD Industrial Park (Tamilnadu) Limited	-	-	-	-	-	-	-	-	-	-
	PY - 31st March 2018	-	276.97	-	-	-	-	-	23.55	-	-
	PY - 1st April 2017	-	255.78	-	-	-	-	-	6.43	255.78	-
c	Associate Company	-	-	-	-	-	-	-	-	-	-
3	Delhi Waste Management Limited	-	-	-	-	-	-	-	-	-	-
	PY - 31st March 2018	-	-	-	-	-	-	-	-	-	-
	PY - 1st April 2017	-	600.00	-	-	-	-	-	-	-	-
c	Enterprises in which KMP/Relatives of KMP having	600.00	-	66,107.36	-	-	-	-	-	-	600.00
4	SPML Infra Limited	-	-	-	-	-	-	-	-	-	-
	PY - 31st March 2018	-	-	-	-	-	-	-	-	-	1,04,619.86
	PY - 1st April 2017	1,605.35	-	-	-	1,250.00	-	5,017.60	-	550.00	1,04,619.86
5	Zoom Industrial Services Limited	(-5,507.00)	-	-	-	-	-	(14,954.28)	-	-	(98,498.67)
	PY - 31st March 2018	-	-	-	-	-	-	-	-	-	-
	PY - 1st April 2017	-	-	-	-	-	-	-	-	-	-
6	Meena Holding Limited	-	-	-	(631.39)	-	-	-	-	-	-
	PY - 31st March 2018	-	-	-	-	-	-	-	-	-	-
	PY - 1st April 2017	386.50	10,049.29	-	-	-	-	-	-	-	-
7	SPML Infrastructure Limited	-	(3,700.00)	-	-	-	-	31.04	-	-	-
	PY - 31st March 2018	900.00	900.00	-	-	-	-	(1,099.21)	-	-	(9,962.79)
	PY - 1st April 2017	-	-	-	-	-	-	-	46.17	-	-
8	Bharat Hydro Power Corporation Limited	-	-	-	600.00	-	-	-	-	-	-
	PY - 31st March 2018	-	2,400.00	-	-	-	-	-	-	-	-
	PY - 1st April 2017	-	-	-	-	-	-	-	-	-	21,424.50
9	20th Century Engineering Limited	-	-	-	-	-	-	-	-	-	23,824.50
	PY - 31st March 2018	-	-	-	-	-	-	-	-	-	(23,824.50)
	PY - 1st April 2017	-	-	-	-	-	-	-	-	-	1,407.00
10	SPM Engineers Limited	-	-	-	-	-	-	-	-	-	1,407.00
	PY - 31st March 2018	-	-	-	-	-	-	-	-	-	(1,407.00)
	PY - 1st April 2017	-	-	-	-	-	-	-	-	-	1,220.00
		-	-	-	-	-	-	-	-	-	1,220.00
										-	(1,220.00)

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Sl No	Particulars	Transactions amount during the year ended 31st March 2019 and 31st March 2018								Outstanding as on 31st March 2019, 31st March 2018 and 1st April 2017	
		Loans & Advances Received	Loans Paid	Sale of Investment	Purchase of Investment	Sale of Service	Director Remuneration	Interest Paid	Interest Received	Debit Balance	Credit Balance
11	SPML Industries Limited	-	-	-	-	-	-	-	-	-	2,311.04
	PY - 31st March 2018	-	-	-	-	-	-	-	-	-	2,311.04
	PY - 1st April 2017	-	-	-	-	-	-	-	-	-	(2,311.04)
12	Allahabad Waste Processing Company Limited	-	329.02	-	-	-	-	3.64	-	-	-
	PY - 31st March 2018	325.74	-	-	-	-	-	28.60	-	-	325.74
	PY - 1st April 2017	-	-	-	-	-	-	-	-	-	-
d	Relative of KMP	-	-	-	-	-	-	-	-	-	-
13	Subhash Chand Sethi	-	-	-	-	-	-	-	-	-	238.04
	PY - 31st March 2018	-	-	-	-	-	-	-	-	-	238.04
	PY - 1st April 2017	-	-	-	-	-	-	-	-	-	(238.04)
14	Suman Sethi	-	-	825.00	-	-	-	-	-	825.00	-
	PY - 31st March 2018	-	-	-	-	-	-	-	-	-	-
	PY - 1st April 2017	-	-	-	-	-	-	-	-	-	-
15	Shipi Sethi	-	-	550.00	-	-	-	-	-	550.00	-
	PY - 31st March 2018	-	-	-	-	-	-	-	-	-	-
	PY - 1st April 2017	-	-	-	-	-	-	-	-	-	-
e	Key Managerial Person	-	-	-	-	-	-	-	-	-	-
16	Anil Kumar Sethi	-	-	-	-	-	84,00,000	-	-	-	60,42,600
	PY - 31st March 2018	-	-	-	-	-	-	-	-	-	-
	PY - 1st April 2017	-	-	-	-	-	-	-	-	-	-
17	S.Nakkiran	-	-	-	-	-	21,74,087	-	-	-	5,44,757
	PY - 31st March 2018	-	-	-	-	-	19,44,658	-	-	-	3,76,104
	PY - 1st April 2017	-	-	-	-	-	-	-	-	-	-

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38 Fair values

The carrying value and fair value of financial instruments by category:

Assets and liabilities carried at amortised cost

(Amount in '000)

Particulars	Carrying Value			Fair Value		
	As at 31st March, 2019	As at 31st March, 2018	As at 1st April 2017	As at 31st March, 2019	As at 31st March, 2018	As at 1st April 2017
Financial assets						
Trade Recievables	16,231.20	2,446.20	1,469.47	16,231.20	2,446.20	1,469.47
Cash and cash equivalents	117.65	444.01	210.41	117.65	444.01	210.41
Loans	43,573.49	47,982.69	54,054.48	43,573.49	47,982.69	54,054.48
Other current financial Assets	25.00	128.00	128.00	25.00	128.00	128.00
Total	59,947.34	51,000.90	55,862.36	59,947.34	51,000.90	55,862.36
Financial liabilities						
Borrowings	64,634.30	61,300.44	1,35,425.66	64,634.30	61,300.44	1,35,425.66
Trade Payables	9,641.66	9,560.16	9,669.36	9,641.66	9,560.16	9,669.36
Total	74,275.96	70,860.60	1,45,095.02	74,275.96	70,860.60	1,45,095.02

There are no assets and liabilities which have been carried at fair value through the profit and loss account.

There details of assets and liabilities which have been carried at fair value through the other comprehenssive income.

(Amount in '000)

Particulars	Carrying Value			Fair Value		
	As at 31st March, 2019	As at 31st March, 2018	As at 1st April 2017	As at 31st March, 2019	As at 31st March, 2018	As at 1st April 2017
Financial assets						
Investments	1,89,244.74	2,45,197.68	2,20,551.67	1,89,244.74	2,45,197.68	2,20,551.67
Total	1,89,244.74	2,45,197.68	2,20,551.67	1,89,244.74	2,45,197.68	2,20,551.67

The management assessed that cash and cash equivalents, trade receivables, trade payables, and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair values of the unquoted equity shares have been estimated using a DCF model. 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.

39 Fair value hierarchy

Level 1: Quoted prices in active markets for identical assets or liabilities

Level 2: Significant observable inputs other than quoted prices included in level 1 that are observable for the asset or liability, either

Level 3: Significant unobservable inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

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40 Financial risk management objectives and policies

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

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management is supported by a financial risk committee that advises on financial risks and the appropriate financial risk governance framework for the company. The financial risk committee provides assurance to the company's senior management that the company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the company's policies and risk objectives.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, FVTOCI investments and derivative financial instruments.

The following assumptions have been made in calculating the sensitivity analyses:
i. The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at 31 March 2019 , 31 March 2018 and 1st April 2017 including the effect of hedge accounting.
ii. The sensitivity of equity is calculated by considering the effect of any associated cash flow hedges and hedges of a net investment in a subsidiary at 31 March 2019 for the effects of the assumed changes of the underlying 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.

The company's policy is to keep between 40% and 60% of its borrowings at fixed rates of interest, excluding borrowings that relate to discontinued operations. To manage this, the company enters into interest rate swaps, in which it agrees to exchange, at specified intervals, the difference between fixed and variable rate interest amounts calculated by reference to an agreed-upon notional principal amount.

The company's policy is to keep between 40% and 60% of its borrowings at fixed rates of interest, excluding borrowings that relate to discontinued operations. To manage this, the company enters into interest rate swaps, in which it agrees to exchange, at specified intervals, the difference between fixed and variable rate interest amounts calculated by reference to an agreed-upon notional principal amount.

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, after the impact of hedge accounting. With all other variables held constant, the company's profit before tax is affected through the impact on floating rate borrowings, as follows:

(Amount in '000)

Particulars	For the year ended 31st March 2019		For the year ended 31st March 2018	
	Increase /decrease in basis	Effect on profit before tax (Amount in Rs.)	Increase/decrease in basis points	Effect on profit before tax (Amount in Rs.)
Indian Rupees	+50	(4,445.40)	+50	(8,204.43)
Indian Rupees	-50	4,445.40	-50	8,204.43

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments.

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Liquidity risk

The Company monitors its risk of a shortage of funds using a liquidity planning tool.

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans and group company loans. The Company's policy is that not more than 25% of borrowings should mature in the next 12-month period. All the borrowings are from group companies and they are payable on demand. As on date no loan has been demanded for repayment, accordingly the % of borrowing to be repaid during the year has not been provided. The company assessed the concentration of risk with respect to refinancing its debt and concluded it to be medium.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

(Amount in '000)

As at 31st March 2019	On Demand	Less than 3 months	Less than 3 months to 12 months	More than 1 year	Total
Borrowings	-	-	-	37,438.51	37,438.51
Trade Payable		9,641.66			

As at 31st March 2018	On Demand	Less than 3 months	Less than 3 months to 12 months	More than 1 year	Total
Borrowings	-	-	-	34,104.64	34,104.64
Trade Payable		9,560.16			

As at 1st April 2017	On Demand	Less than 3 months	Less than 3 months to 12 months	More than 1 year	Total
Borrowings	-	-	-	1,08,229.86	1,08,229.86
Trade Payable	-	9,669.36	-	-	9,669.36

Excessive risk concentration

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Company's performance to developments affecting a particular industry.

In order to avoid excessive concentrations of risk, the Company's policies and procedures include specific guidelines to focus on the maintenance of a diversified portfolio. Identified concentrations of credit risks are controlled and managed accordingly. Selective hedging is used within the Group to manage risk concentrations at both the relationship and industry levels.

41 **Capital management**

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholder value. 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 Gcompany 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 net debt divided by total capital plus net debt. The Company's policy is to keep the gearing ratio between 20% and 50%. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents.

(Amount in '000)

Particulars	As at 31st March 2019	As at 31st March 2018	As at 1st April 2017
Borrowings	64,634.30	61,300.44	1,35,425.66
Trade payables	9,641.66	9,560.16	9,669.36
Other Non current Liabilty	21,424.50	23,824.50	23,824.50
Other current liability	23,320.62	15,081.22	16,664.67
Provisions	127.66	192.90	153.54
Less: cash and cash equivalents	(117.65)	(444.01)	(210.41)
Net Debt	**1,19,031.09**	**1,09,515.21**	**1,85,527.32**
Equity	7,433.04	7,433.04	7,433.04
Other equity	98,949.71	1,42,193.09	90,843.39
Total Equity	**1,06,382.75**	**1,49,626.13**	**98,276.43**
Gearing ratio	**53%**	**42%**	**65%**

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2018 and 31 March 2017.

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42 First-time adoption of Ind AS

These financial statements, for the year ended 31 March 2019, are the first the Company has prepared in accordance with Ind AS. For periods up to and including the year ended 31 March 2018, the Company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2015 (Indian GAAP).

Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for periods ending on 31 March 2019, together with the comparative period data as at and for the year ended 31 March 2018, as described in the summary of significant accounting policies. In preparing these financial statements, the Company's opening balance sheet was prepared as at 1 April 2017, the Company's date of transition to Ind AS. This note explains the principal adjustments made by the Company in restating its Indian GAAP financial statements, including the balance sheet as at 1 April 2017 and the financial statements as at and for the year ended 31 March 2018.

Exemptions applied

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has applied the following exemptions:

Since there is no change in the functional currency, the company has elected to continue with the carrying value measured under the previous GAAP and use that carrying values as the deemed cost for property, plant and equipment on the transition date.

A previous GAAP revaluation for an item of plant, property and equipment may be used as deemed cost, provided that at the date of revaluation, the revaluation was broadly comparable to fair value, or cost or depreciated cost in accordance with Ind AS.

Appendix C to Ind AS 17 requires an entity to assess whether a contract or arrangement contains a lease. In accordance with Ind AS 17, this assessment should be carried out at the inception of the contract or arrangement. However, the Company has used Ind AS 101 exemption and assessed all arrangements based for embedded leases based on conditions in place as at the date of transition.

The Company has opted to continue with the carrying values measured unde the previous GAAP and use that carrying value as the deemed cost for unquoted equity instruments in Subsidiaries and Associates held at 1 April 2017.

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has applied the following exemptions:

Ind AS 103 Business Combinations has not been applied to acquisitions of subsidiaries, which are considered businesses under Ind AS that occurred before 1 April 2014. Use of this exemption means that the Indian GAAP carrying amounts of assets and liabilities, that are required to be recognised under Ind AS, is their deemed cost at the date of the acquisition. After the date of the acquisition, measurement is in accordance with respective Ind AS. The Company recognises all assets acquired and liabilities assumed in a past business combination, except (i) certain financial assets and liabilities that were derecognised and that fall under the derecognition exception, and (ii) assets (including goodwill) and liabilities that were not recognised in the acquirer's consolidated balance sheet under its previous GAAP and that would not qualify for recognition under Ind AS in the individual balance sheet of the acquiree. Assets and liabilities that do not qualify for recognition under Ind AS are excluded from the opening Ind AS balance sheet. The Company did not recognise or exclude any previously recognised amounts as a result of Ind AS recognition requirements.

Ind AS 101 also requires that Indian GAAP carrying amount of goodwill must be used in the opening Ind AS balance sheet (apart from adjustments for goodwill impairment and recognition or derecognition of intangible assets). In accordance with Ind AS 101, the Company has tested goodwill for impairment at the date of transition to Ind AS. No goodwill impairment was deemed necessary at 1 April 2014.

As part of the business combination exemption, the Company has also used Ind AS 101 exemption regarding previously unconsolidated subsidiaries. The use of this exemption requires the Company to adjust the carrying amounts of the previously unconsolidated subsidiary's assets and liabilities to the amounts that Ind AS would require in the subsidiary's balance sheet. The deemed cost of goodwill equals the difference at the date of transition to Ind AS between the parent's interest in those adjusted carrying amounts, and the cost in the parent's separate financial statements of its investment in the subsidiary. The cost of a subsidiary in the parent's separate financial statements is the Indian GAAP carrying amount at the transition date.

The estimates at 1 April 2017 and at 31 March 2018 are consistent with those made for the same dates in accordance with Indian GAAP (after adjustments to reflect any differences in accounting policies) apart from the following items where application of Indian GAAP did not require estimation:

- FVTOCI - unquoted equity shares
- FVTOCI - Remeasurement of Benifits
- Impairment of financial assets based on expected credit loss model

The estimates used by the Company to present these amounts in accordance with Ind AS reflect conditions at 1 April 2017, the date of transition to Ind AS and as of 31 March 2018.

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International Constructions Limited
Notes to financial statements for the year ending march 31, 2019

Reconciliation of equity as at 1 April 2017 (date of transition to Ind AS) and 31st March 2018

(Amount in 000)

Particulars	Note No.	As at 1st April 2017			As at 31st March 2018		
		As per Local GAAP	Adjustments	As per INDAS	As per Local GAAP	Adjustments	As per INDAS
ASSETS							
Non-current assets							
(a) Property, plant and equipment		492.05	-	492.05	57.39	-	57.39
(b) Financial assets				-	-		-
- Investments	1	1,62,519.56	58,032.11	2,20,551.67	1,61,839.33	83,358.35	2,45,197.68
- Deffered Tax Asset	2	-	5,215.70	5,215.70	-	-	-
				-			-
		1,63,011.61	63,247.81	2,26,259.42	1,61,896.72	83,358.35	2,45,255.07
Current assets							
(a) Financial assets							
- Trade Receivables		1,469.47	-	1,469.47	2,446.20	-	2,446.20
- Cash and Bank Balances		210.41	-	210.41	444.01	-	444.01
- Loans		54,054.48	-	54,054.48	47,982.69	-	47,982.69
- Other current financial Assets		128.00	-	128.00	128.00	-	128.00
(b) Other current assets		19,700.00	-	19,700.00	-	-	-
(c) Current income tax Receivable (Net)		11,098.93	-	11,098.93	11,481.23	-	11,481.23
				-			-
		86,661.29	-	86,661.29	62,482.13	-	62,482.13
				-			
TOTAL ASSETS		2,49,672.90	63,247.81	3,12,920.71	2,24,378.85	83,358.35	3,07,737.20
EQUITY AND LIABILITIES							
Equity							
(a) Equity Share capital		36,339.60	-	36,339.60	36,339.60	-	36,339.60
(b) Other Equity		27,637.05	63,206.34	90,843.39	7,109.59	1,35,083.50	1,42,193.09
Total equity		63,976.65	63,206.34	1,27,182.99	43,449.19	1,35,083.50	1,78,532.69
LIABILITIES							
Non-current liabilities							
(a) Financial liabilities							
- Borrowings	3	1,08,229.86	-	1,08,229.86	1,05,075.09	(70,970.45)	34,104.64
(b) Provisions	4	112.06	40.83	152.89	191.51	-	191.51
(c) Deffered Tax Liabilities	2	-	-	-	-	19,245.30	19,245.30
(d) Other Non Current Liabilities		38,565.47	-	38,565.47	37,965.47	-	37,965.47
		1,46,907.39	40.83	1,46,948.22	1,43,232.07	(51,725.15)	91,506.92
Current liabilities							
(a) Financial liabilities							
- Borrowings		27,195.79	-	27,195.79	27,195.79	-	27,195.79
- Trade payables		9,669.36	-	9,669.36	9,560.16	-	9,560.16
(b) Other current liabilities		1,923.70	-	1,923.70	940.25	-	940.25
(c) Provisions	4	-	0.65	0.65	1.39	-	1.39
		38,788.85	0.65	38,789.50	37,697.59	-	37,697.59
				-			-
Total liabilities		1,85,696.24	41.47	1,85,737.72	1,80,929.66	(51,725.15)	1,29,204.51
TOTAL EQUITY AND LIABILTIES		2,49,672.89	63,247.81	3,12,920.71	2,24,378.85	83,358.35	3,07,737.20

G.L. KOTHARI & CO. BANGALORE CHARTERED ACCOUNTANTS

(Amount in '000)

Particulars		As at March 31, 2018 (End of Last Period presented under previous GAAP)	As at April 1, 2017 (Date of Transition)
Equity as per Indian GAAP		7,109.59	27,637.05
Finance income on the Financial assets		-	-
Remeasurement of Gratuity	4	-	(41.47)
Fair value of Investments as per Ind AS	1	83,358.35	58,032.11
Finance Cost	3	(1,950.14)	-
Impact of on equity component of Financial Instrument	3	72,920.59	-
Impact of Deferred Tax	2	(19,245.30)	5,215.70
Total Adjustment to Equity		1,35,083.50	63,206.34
Total Equity under IND AS		1,42,193.09	90,843.39

1) Investmetn in Equity shares: The Company has made an investment in equity shares .

The investment in equity shares of Other Companies have been valued at fair value as at 1st April 2017 and the fair value has been adopted as deemed cost in the opening balnce sheet. Thus the investment in equity share is increased by Rs. 83,358.35 (1st April 2017: Rs.58,032.11) with a corresponding increase in retained earnings (Amount in '000).

2) Deferred tax: Indian GAAP requires deferred tax accounting using the income statement approach, which focuses on differences between taxable profits and accounting profits for the period. Ind AS 12 requires entities to account for deferred taxes using the balance sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base. The application of Ind AS 12 approach has resulted in recognition of deferred tax on new temporary differences which was not required under Indian GAAP.

In addition, the various transitional adjustments lead to temporary differences. According to the accounting policies, the Group has to account for such differences. Deferred tax adjustments are recognised in correlation to the underlying transaction either in retained earnings or a separate component of equity. On the date of transition, the net impact on deferred tax Asset is of Rs. 19245.30 (1st April 2017: Rs. 5215.70).

3) Fair Valuation of Financial Instrument : Under Ind AS, the interest free Loan recieved from SPML has been accounted at amortised cost with the adjustment of time value of money to arrive at fair value, with a corresponding increase in Equity component to Rs 72,920.59. the yearly fair value changes has been accounted as financial liabiity of Rs. 1,950.14 with a corresponding net increase in finance Cost in the statement of profit and loss (Amount in '000).

4) Provisions for Employee Benefits: On account of revised actuarial valuation, as per Ind AS 19 the provision for employee benefit has been accounted. This resulted in increase in the provision for employee benefits of Rs. Nil /- (1st April 2017: Rs. 41.47)(Amount in '000).

Statement of cash flows: The transition from Indian GAAP to Ind AS has not had a material impact on the statement of cash flows.

G.L. KOTHARI & CO. MANGALORE CHARTERED ACCOUNTANTS

International Constructions Limited
Notes to financial statements for the year ending march 31, 2019

Reconciliation of of profit or loss for the year ended 31 March 2018

(Amount in '000)

Particulars	Note No.	As per Local GAAP	Adjustments	As per Ind AS
Income				
Revenue from Operations		1,250.00	-	1,250.00
Other Income		7,090.12	-	7,090.12
Total Income		8,340.12	-	8,340.12
Expenses				
Employee benefits expense	2	2,184.98	(38.23)	2,146.75
Finance Cost	1	5,917.24	1,950.14	7,867.38
Depreciation and Amortisation expenses		21.78	-	21.78
Other Expenses	5	20,725.11	(105.43)	20,619.68
Total Expenses		28,849.11	1,806.48	30,655.59
Profit/(loss) before exceptional items and tax from continuing operations		(20,508.99)	(1,806.48)	(22,315.47)
Exceptional Items		-	-	-
Profit/(loss) before tax from continuing operations		(20,508.99)	(1,806.48)	(22,315.47)
Tax Expenses				
Current tax		-	-	-
Adjustment of tax related to earlier periods		18.49	-	18.49
Deferred tax	4	-	19,214.24	19,214.24
Income Tax Expense		18.49	19,214.24	19,232.73
Profit for the year		(20,527.48)	(21,020.72)	(41,548.20)
Other Comprehensive Income (OCI)				
Other comprehensive income not to be reclassified to profit or loss in subsequent periods:				
Re-Measurement gains on defined benefit plans		-	3.25	3.25
Income Tax effect		-	(0.84)	(0.84)
Other comprehensive income to be reclassified to profit or loss in subsequent periods:		-	-	-
Remeasurement of Investments at Fair Value	3	-	25,220.81	25,220.81
Income Tax effect	4	-	(5,245.91)	(5,245.91)
		-	19,977.31	19,977.31
Total comprehensive income for the year, net of tax:		(20,527.48)	(1,043.41)	(21,570.89)

1) Finance Cost : Under Ind AS, the Loan recieved from ICL has been accounted at amortised cost with the adjustment of time value of money to arrive at fair value. the yearly fair value changes has been accounted as financial liability of Rs. 1,950.14 with a corresponding net increase in finance Cost in the statement of profit and loss of Rs. 1,950.14 (Amount in '000).

2) Employee Cost: On account of revised actuarial valuation, the employee cost amounting to Rs. 38.23 have been accounted as income in statement of profit and loss and re-measurement gain of Rs. 3.25 in other comprehenssive income (Amount in '000).

3) Fair Value of Investments: The fair Value of investment in the form of Equity shares in Other Companies (Refer Note 4) equal to the amount of increase in the fair value of investment has been accounted Rs. 25,220.81 have been accounted as Income in Other Comprehensive Income (Amount in '000).

4) Deferred tax: The Deferred tax adjustments are recognised in correlation to the underlying transaction in statement of profit and loss and in Other comprehenssive Income. The deferred tax income recognised during the year ending 31st March 2018 is Rs. 19,214.25 and Rs. 5,245.91 in Profit and loss and in other comprehenssive income respectively (Amount in '000).

5) Other Expenses: Reversal of loss on sale and impairement of investement has been reversed during the year 2017-18, as the investement were fair valued as at 1st april 2017 and the corrospending fair values changes has been debited to retained earlning amount to Rs 105.43(Amount in '000).

Other comprehensive income: Under Indian GAAP, the Group has not presented other comprehensive income (OCI) separately. Hence, it has reconciled Indian GAAP profit or loss to profit or profit or loss as per Ind AS. Further, Indian GAAP profit or loss is reconciled to total comprehensive income as per Ind AS.

G. LAKSHMIPATHI & CO. BANGALORE CHARTERED ACCOUNTANTS

43 The amounts and disclosures included in the financial statements of the previous year have been reclassified and regrouped wherever necessary.

As per our Report of even date.

For G.L.KOTHARI & Co.,
Chartered Accountants
Firm Registration No.001445 S

For and on behalf of the board

CA G.L.KOTHARI
Proprietor
Membership No. 025481

Place: Bengaluru
Date: 29th May 2019

(Om Prakash Sharma)
Chief Financial Officer

(S. Nakkiran)
Company Secretary
FCS : 2833

(Anil Kumar Sethi)
Director
DIN : 00035800

(Priti Devi Sethi)
Director
DIN : 00635846

Place: Bengaluru
Date: 29th May 2019

G.L. KOTHARI & CO. BANGALORE CHARTERED ACCOUNTANTS

INTERNATIOANL CONSTRUCTIONS LIMITED

CONSOLIDATED FINANCIAL STATEMENTS

2018-19

G. L. Kothari & Co
CHARTERED ACCOUNTANTS

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e-mail : glk@glkothari.com

INDEPENDENT AUDITORS' REPORT

To the Members of International Constructions Limited

Report on the Audit of the Consolidated Financial Statements

1. Qualified Opinion

We have audited the accompanying consolidated financial statements of International Constructions Limited (hereinafter referred to as the 'Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), its associates and jointly controlled entities, which comprise the Consolidated Balance Sheet as at March 31, 2019, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement for the year then ended, and Notes to the Consolidated financial statements, including a summary of significant accounting policies (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate financial statements and other financial information of the subsidiaries, associates and jointly controlled entities, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") In the manner so required and except for the possible effects of the matters referred to in the *Basis for Qualified Opinion* section, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of their consolidated state of affairs as at 31st March, 2019, of consolidated profit (including other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year ended on that date.

2. Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its Associates and Jointly controlled entities in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and

G. L. KOTHARI & CO. BANGALORE CHARTERED ACCOUNTANTS

prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring 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, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for assessing the ability of the Group and of its associates and jointly controlled entities 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 Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for overseeing the financial reporting process of the Group and of its associates and jointly controlled entities.

3. Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

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

- 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 jointly controlled entities 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 consolidated 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 jointly controlled entities 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 consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates and jointly controlled entities to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the 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 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.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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.

5. Other Matters

i) We did not audit the financial statements / financial information of 4(four) subsidiaries included in the consolidated financial statements, whose financial statements / financial information reflect total assets of Rs. 797128.87 thousand as at 31st March, 2019, total revenues of Rs.8395.00 thousand, total net loss after tax of Rs.11035.91 thousand and total comprehensive loss of Rs.37.03 thousand 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 after tax of Rs. 5945.47 thousand for

the year ended 31st March, 2019, as considered in the consolidated financial statements, in respect of 11(Eleven) associates whose financial statements / financial information have not been audited by us. These financial statements / financial information 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 and associates is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors

Our opinion is not modified in respect of this matter.

8. Report on Other Legal and Regulatory Requirements

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 possible effect of 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 purposes of our audit of the aforesaid consolidated financial statements;

(b) Except for the possible effect of the matters described in the *Basis for Qualified Opinion* section, 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;

(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 possible effects of the matters described in the *Basis for Qualified Opinion* section, in our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act.;

(e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2019 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies and associate companies incorporated in India, none of the directors of the Group companies, its associate companies and jointly controlled companies incorporated in India is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.;

(f) With respect to the adequacy of internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in **Annexure – A** ;

G.L. KOTHARI & CO. BANGALORE CHARTERED ACCOUNTANTS

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

i) Except for the possible effect of the matters described under 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 jointly controlled entities ;

ii) Except for the possible effect of the matters described under the *Basis for Qualified Opinion* section, provision has been made in the consolidated financial statements, as required under the applicable law or Ind AS, for material foreseeable losses, if any, on long-term contracts including derivative contracts ; and

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 jointly controlled companies incorporated in India.

For G.L.KOTHARI & Co.,
Chartered Accountants
Firm Registration No.001445 S

CA G.L.KOTHARI
Proprietor
Membership No. 025481

Place: Bengaluru
Date: 29th May 2019

"Annexure-A "to the Independent Auditors' Report

Report on the Internal Financial Controls 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 the International Constructions Limited ("the Holding Company") and its subsidiaries, (the Holding Company and its subsidiaries together referred to as "the Group"), its associates and jointly controlled entities as of and for the year ended 31st March, 2019, we have audited the Internal Financial Controls over Financial Reporting (IFCoFR) of the Holding Company, its subsidiary companies, its associate companies and jointly controlled companies, which are companies incorporated in India as at that date.

Management's Responsibility for Internal Financial Controls

2. The respective Board of Directors of the Holding Company, its subsidiary companies, its associate companies and jointly controlled companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the its business, including adherence to the respective 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.

Auditors' Responsibility

3. Our responsibility is to express an opinion on the IFCoFR of the Holding Company, its subsidiary companies, its associate companies and jointly controlled companies as aforesaid, based on our audit. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

   Our audit involves performing procedures to obtain audit evidence about the adequacy of the IFCoFR and their operating effectiveness. Our audit of IFCoFR included obtaining an understanding of IFCoFR, 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.

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 IFCoFR of the Holding Company, its subsidiary companies, its associate companies and jointly controlled companies as aforesaid.

Meaning of Internal Financial Controls Over Financial Reporting

4. A company's IFCoFR 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 IFCoFR includes 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

5. Because of the inherent limitations of IFCoFR, 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 IFCoFR to future periods are subject to the risk that the IFCoFR may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

6. In our opinion, the Holding Company, its subsidiary companies, its associate companies and jointly controlled companies, which are companies incorporate in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For G.L.KOTHARI & Co.,
Chartered Accountants
Firm Registration No.001445 S

CA G.L.KOTHARI
Proprietor
Membership No. 025481

G.L. KOTHARI & CO. BANGALORE CHARTERED ACCOUNTANTS

Place: Bengaluru
Date: 29th May 2019

"Annexure-B "to the Independent Auditors' Report of International Constructions Limited

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **International Constructions Limited** ("the Company") as of March 31, 2019 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

G.L. KOTHARI & CO. BANGALORE CHARTERED ACCOUNTANTS

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For G.L.KOTHARI & Co.,
Chartered Accountants
Firm Registration No.001445 S

CA G.L.KOTHARI
Proprietor
Membership No. 025481

Place: Bengaluru
Date: 29th May 2019

International Constructions Limited
Consolidated Balance Sheet as at March 31, 2019

(Amount in '000)

Particulars	Note No.	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
ASSETS				
Non-current assets				
(a) Property, plant and equipment	3	6,04,190.33	6,10,968.36	6,19,246.77
(b) Financial assets				
- Investments	4	2,66,453.02	2,98,569.70	2,59,652.39
- Loans	5	1,358.68	6,307.41	3,128.09
- Other non current financial Assets	6	815.03	815.03	815.03
(c) Other Non Current Assets	7	2,893.28	2,893.28	2,893.28
		8,75,710.34	9,19,553.78	8,85,736.06
Current assets				
(a) Financial assets				
- Trade Receivables	8	32,665.20	44,193.53	42,936.15
- Cash and Cash Equivalents	9	429.34	1,199.63	3,425.31
- Loans	10	29,410.00	29,410.00	39,104.48
- Other current financial Assets	11	7,651.37	7,754.37	7,754.37
(b) Other current assets	12	12.35	2.12	19,732.17
(c) Current Income tax Receivable (Net)	28	14,691.10	12,003.98	10,938.39
		84,859.36	94,563.63	1,23,890.37
TOTAL ASSETS		9,60,569.70	10,14,117.41	10,09,626.43
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share capital	13	36,339.60	36,339.60	36,339.60
(b) Other Equity	14			
-Equity Components of Financial instrument		72,920.59	72,920.59	-
-Retained Earning		2,71,831.17	3,29,289.87	3,24,270.57
Equity attributable to equity holders of the parent		3,81,091.36	4,38,550.06	3,60,610.17
(c) Non-controlling interests		2,78,562.48	3,16,417.68	2,83,311.53
Total Equity		6,59,653.84	7,54,967.74	6,43,921.70
LIABILITIES				
Non-current liabilities				
(a) Financial liabilities				
- Borrowings	15	37,438.51	34,104.64	1,08,229.86
(b) Provisions	16	168.94	191.51	152.89
(c) Deffered Tax Liabilities	28	58,728.99	69,514.09	37,983.50
(d) Other Non Current Liabilities	17	72,718.01	71,235.90	1,37,333.90
		1,69,054.45	1,75,046.14	2,83,700.15
Current liabilities				
(a) Financial liabilities				
- Borrowings	18	65,034.19	29,473.62	29,732.77
- Trade payables	19			
Total outstanding dues of micro enterprise and small enterprise				
Total outstanding dues of creditors other than micro enterprise and small enterprise		48,088.43	47,515.22	47,999.38
(b) Other current liabilities	20	18,735.89	7,113.30	4,253.45
(c) Provisions	21	2.90	1.39	18.98
		1,31,861.41	84,103.53	82,004.58
Total liabilities		3,00,915.86	2,59,149.67	3,65,704.73
TOTAL EQUITY AND LIABILTIES		9,60,569.70	10,14,117.41	10,09,626.43

The notes are an integral part of these financial statement

Summary of Significant accounting policies 2
Contigencies & Commitments 29 & 30

As per our Report of even date.

For G.L.KOTHARI & Co.,
Chartered Accountants
Firm Registration No.001445 S

For and on behalf of the board

Sd-
CA G.L.KOTHARI
Proprietor
Membership No. 025481

CERTIFIED TRUE COPY
For International Constructions Limited
AGM & Company Secretary

Sd-
(Om Prakash Sharma)
Chief Financial Officer

Sd-
(S. Nakkiran)
Company Secretary
FCS : 2833

Sd-
(Anil Kumar Sethi)
Director
DIN : 00035800

Sd-
(Priti Devi Sethi)
Director
DIN : 00635846

Place: Bengaluru
Date: 29th May 2019

Place: Bengaluru
Date: 29th May 2019

International Constructions Limited
Consolidated Statement of Profit and Loss for the year ended March 31, 2019

(Amount in '000)

Particulars	Notes	For the year ended 31 st March 2019	For the year ended 31st March 2018
Income			
Revenue from Operations	22	24,708.00	5,496.00
Other Income	23	2,250.08	11,780.79
Total Income		26,958.08	17,276.79
Expenses			
Employee benefits expense	24	13,409.52	2,243.62
Finance Cost	25	9,278.17	11,102.05
Depreciation and Amortisation expenses	26	5,711.63	5,718.43
Other Expenses	27	7,251.75	23,167.52
Total Expenses		35,651.07	42,231.62
Profit / (Loss) before share of (profit) / loss of associate and		(8,692.99)	(24,954.83)
Share of profit / (loss) from investment in associates and joint		(5,945.47)	13,795.82
Adjustment for Non-controlling		2,729.02	6,818.61
Exceptional Items		-	-
Profit/(loss) before tax from		(11,909.44)	(4,340.40)
Tax Expenses	28		
Current tax		703.37	12.95
Less Mat Credit entitlement		306.03	(960.94)
Net Current Tax		1,009.40	(947.99)
Income tax for earlier year		88.10	(567.05)
Deferred tax		485.04	27,159.30
Income Tax Expense		1,582.54	25,644.26
Profit for the year from Continuing Operations		(13,491.98)	(29,984.66)
Other Comprehensive Income (OCI)			
Other comprehensive income not			
benefit plans		1.25	3.25
Income Tax effect		(0.33)	(0.84)
Other comprehensive income to be reclassified to profit or loss in			
Fair Value		(55,656.19)	25,631.72
Income Tax effect		11,576.49	(5,331.38)
Other Comprehensive Income for the year		(44,078.78)	20,302.75
Total Comprehensive Income for the year		(57,570.76)	(9,681.91)
Earnings per share - Basic and Diluted (Nominal value Rs. 10 per	31	(3.71)	(8.25)

The notes are an integral part of these financial statement

Summary of Significant accounting policies 2

CERTIFIED TRUE COPY

As per our Report of even date.

For and on behalf of the board
For International Constructions Limited

For G.L.KOTHARI & Co.,
Chartered Accountants
Firm Registration No.001445 S

Sd-

CA G.L.KOTHARI
Proprietor
Membership No. 025481

Place: Bengaluru
Date: 29th May 2019

Sd-

(Om Prakash Sharma)
Chief Financial Officer

Sd-

(S. Nakkiran)
Company Secretary
FCS : 2833

Place: Bengaluru
Date: 29th May 2019

Sd-

(Anil Kumar Sethi)
Director
DIN : 00035800

Sd-

(Priti Devi Sethi)
Director
DIN : 00635846

GM & Company Secretary

International Constructions Limited

Consolidated Statement of Cash flows for the year ended 31st March 2019

(Amount in '000)

Particulars	For the year ended 31 st March 2019	For the year ended 31st March 2018
Cash flow from operating activities		
Profit before tax from Continuing Operations	(8,692.99)	(24,954.83)
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation and Amortisation Expenses	5,711.63	5,718.43
Finance Expenses	817.61	5,412.73
Interest expenses on financial liability	8,378.16	4,859.53
Bad debts and Advances	103.00	19,700.00
Provision for Impairement	2,564.00	-
Long Term Capital Gain on Share	(1,308.60)	(8,993.15)
Sundry Balance Written back	(81.33)	(422.30)
Interest Income	(671.99)	(2,260.15)
Dividend Income	-	(105.19)
Finance Income on Financial Assets	(188.17)	-
Value	(55,656.19)	25,631.72
Re-Measurement gains on defined benefit plans	1.25	3.25
	(49,023.62)	24,590.03
Working capital adjustments:		
(Decrease)/Increase in Other Current Financial assets	103.00	-
(Decrease)/Increase in Trade Receivable	11,425.33	(20,957.38)
(Decrease)/Increase in Other Current assets	(10.23)	19,730.05
(Decrease)/Increase in Trade Payables	573.21	(484.16)
(Decrease)/Increase in Other Current liabilities	11,541.27	2,437.54
(Decrease)/Increase in Provisions	(21.07)	21.03
(Decrease)/Increase in Other Non Current liabilities	1,482.11	(66,098.00)
	(23,930.00)	(40,760.88)
Income tax paid / (Refund)	11,825.40	(32,115.26)
Net cash flows from operating activities	(35,755.40)	(8,645.63)
Cash flow from investing activities		
Purchase of Fixed Assets	-	(3,646.87)
Sales of Fixed Assets	1,066.40	6,206.85
Sale of Investments	33,425.29	(47,910.46)
Movement in Loans & Advances	5,136.91	6,515.16
Interest Received	671.99	2,260.15
Dividend Received	-	105.19
Net cash flows used in investing activities	40,300.58	(36,469.98)
Cash flow from financing activities		
Proceeds from Borrowings	38,894.43	(74,384.38)
Movement in Reserves	112.06	14,701.21
Movement in Non Controlling interest	(35,126.19)	39,924.76
Movement in Equity component of Financial Instrument	-	72,920.59
Finance Expense (Net)	(9,195.77)	(10,272.26)
Net cash flows from/(used in) financing activities	(5,315.47)	42,889.92
Net increase in cash and cash equivalents	(770.29)	(2,225.68)
Cash and cash equivalents at the beginning of the year	1,199.63	3,425.31
Cash and cash equivalents at the end of the year(Refer Note No 9)	429.34	1,199.63

As per our Report of even date.

For G.L.KOTHARI & Co.,
Chartered Accountants
Firm Registration No.001445 S

Sd-

CA G.L.KOTHARI
Proprietor
Membership No. 025481
Firm Registration No.001445 S

Place: Bengaluru
Date: 29th May 2019

For and on behalf of the board

CERTIFIED TRUE COPY
For International Constructions Limited

Sd- (Om Prakash Sharma)
Chief Financial Officer

Sd- (S. Nakkiran)
Company Secretary
FCS : 2833

Sd- (Anil Kumar Sethi)
Director
DIN : 00035800

Sd- (Priti Devi Sethi)
Director
DIN : 00035800

AGM & Company Secretary

Place: Bengaluru
Date: 29th May 2019

International Constructions Limited

Consolidated Statement of Changes in Equity for the year ended March 31, 2019

A) Equity Share Capital

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Equity shares of Rs 10 each issued, subscribed and fully paid			
Balance at the beginning of the reporting period	36,339.60	36,339.60	36,339.60
Changes in equity share capital during the year	-	-	-
Balance at the end of the reporting period	36,339.60	36,339.60	36,339.60

B) Other Equity

For the year ended 31st March 2019

(Amount in '000)

Particulars	Retained earnings	Equity Component of Financial Instrument	Capital Reserves on Amalgamation	Security Premium	Revaluation Reserve	General Reserve	Capital Redemption Reserve	Special Reserve	Other comprehensive income	Total
Balance as at 1st April 2018	(72,690.36)	72,920.59	99,802.64	2,09,622.84	49,218.81	33,716.45	-	9,619.49	-	4,02,210.46
Profit for the year	(13,491.98)	-	-					-	-	(13,491.98)
Adjustments	9,731.55	-	-		(391.56)	(19,683.44)	20,075.00	(9,619.49)	-	112.06
Other comprehensive income for the year, net of tax										
Total comprehensive income	(44,078.78)	-	-					-	-	(44,078.78)
	(47,839.21)	-	-	-	(391.56)	(19,683.44)	20,075.00	(9,619.49)	-	(57,458.70)
Balance as at 31st March 2019	(1,20,529.58)	72,920.59	99,802.64	2,09,622.84	48,827.25	14,033.01	20,075.00	-	-	3,44,751.76

For the year ended 31st March 2018

(Amount in '000)

Particulars	Retained earnings	Equity Component of Financial Instrument	Capital Reserves on Amalgamation and Consolidation	Security Premium	Revaluation Reserve	General Reserve	Capital Redemption Reserve	Special Reserve	Other comprehensive income	Total
Balance as at 1st April 2017	(63,008.46)	-	85,101.43	2,09,622.84	54,096.67	28,838.59	-	9,619.49		3,24,270.57
Profit for the year	(29,984.66)	-	-					-		(29,984.66)
Adjustments	-	72,920.59	14,701.21		(4,877.86)	4,877.86		-		87,621.80
Other comprehensive income for the year, net of tax	20,302.75	-	-						-	20,302.75
Total comprehensive income	(9,681.91)	72,920.59	14,701.21	-	(4,877.86)	4,877.86	-	-	-	77,939.89
Balance as at 31st March 2018	(72,690.36)	72,920.59	99,802.64	2,09,622.84	49,218.81	33,716.45	-	9,619.49	-	4,02,210.46

The notes are an integral part of these financial statement

As per our Report of even date.

For G.L.KOTHARI & Co.,
Chartered Accountants
Firm Registration No.001445 S

Sd-

CA G.L.KOTHARI
Proprietor
Membership No. 025481

Place: Bengaluru
Date: 29th May 2019

For and on behalf of the board

Sd-
(S. Nakkiran)
Company Secretary
FCS : 2833

Sd-
(Om Prakash Sharma)
Chief Finance Officer

Sd-
(Anil Kumar Sethi)
Director
DIN : 00035800

Sd-
(Priti Devi Sethi)
Director
DIN : 00635846

Place: Bengaluru
Date: 29th May 2019

CERTIFIED TRUE COPY
For International Constructions Limited

AGM & Company Secretary

1 Company background

The Consolidated Financial Statements comprised Financial Statements of International Constructions Limtied (the 'Company') and its Subsidiaries, for the year ended 31 March 2019.

The Company is a public limited company domiciled in India and incorporated under the provisions of the Companies Act, 1956. Its equity shares are listed on the National Stock Exchange of India Ltd. in India. The Company is engaged in the business of infrastructure development which inter-alia includes water management, water infrastructure development, and other civil infrastructures. Information about the Group Structure is given in Note no 45

The Consolidated financial statements were authorized for issue in accordance with a resolution of the directors on 29th May 2019

2 Significant accounting policies

A Basis of preparation and compliance with IND AS

(i) For all periods up to and including the year ended 31 March 2018, the Group prepared its financial statements in accordance with accounting standards notified under the section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP).
These Consolidated financial statements for the year ended March 31, 2019 have been prepared in accordance with Indian Accounting Standards ("Ind-AS") consequent to the notification of The Companies (Indian Accounting Standards) Rules, 2015 (the Rules) issued by the MCA. These are the first Ind-AS financial statements of the Group, wherein the Group has restated its Balance Sheet as at 1st April 2017 (the date of transition) and financial statements for the year ended and as at 31st March 2018 also as per Ind-AS.

(ii) The estimates at 1 April 2017 and at 31 March 2018 are consistent with those made for the same dates in accordance with Indian GAAP (after adjustments to reflect any differences in accounting policies). The estimates used by the Group to present these amounts in accordance with Ind-AS reflect conditions at 1st April 2017 and as of 31 March 2018.

(iii) In accordance with Ind-AS 101, the Group has presented reconciliations of Shareholders' equity under Previous GAAP and Ind AS as at March 31, 2018, and April 1, 2017 and of the Profit after Tax as per Previous GAAP and Total Comprehensive Income under Ind AS for the year ended March 31, 2018.

B Basis of measurement

These Consolidated Ind AS Financial Statements have been prepared on a going concern basis using historical cost convention, except for certain investments measured at fair value, Freehold Land measured at Fair value and defined benefit plans which have been measured at actuarial valuation as required by relevant Ind AS (refer accounting policies for financial instruments, Property, plant and Equipment and employee benefits).

C Functional and presentation currency

These Ind AS Financial Statements are prepared in Indian Rupee which is the Company's functional and presentation currency.

2.1 Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Company, Joint operations and its subsidiaries as at 31 March 2019. 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:
a. Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
b. Exposure, or rights, to variable returns from its involvement with the investee, and
c. The ability to use its power over the investee to affect its returns.
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.

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 parent company, i.e., year ended on 31 March. When the end of the reporting period of the parent is different from that of any entity, the entity 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 entity.

In term of Ind AS 110- " Consolidated Financial Statements", the financial statements of the Group are consolidated on a line- by- line basis by adding together the book/ fair value of like items of assets, liabilities, income and expenditure, after fully eliminating intra group balances, intra group transactions and any unrealized Profit/ Loss included therein. 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.

The excess/shortfall of the cost to the Company of its investments in Subsidiaries over its proportionate share in the equity of the respective investee companies as at the date of acquisition of stake is recognised in the Financial Statement as Goodwill /Capital Reserve, as the case may be.

Subsidiaries are entities over which the group has control. 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

Investments in associates and Joint ventures are accounted for using the equity method of accounting, after initially being recognised at cost. Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses of the investee in profit and loss, and the Group's share of other comprehensive income of the investee in other comprehensive income (""OCI"").

When the Group's share of losses in an equity accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

2.2 The Consolidated Financial Statements are based on the audited financial statements of subsidiaries and associates except in the following cases where figures have been incorporated based on unaudited financial statements as certified by the management:

Nature of Entity	Name of Entity
Associates	SPM Engineers Limited
	Leonis Austin Town Devlopers Private Limited
	Leonis HSR Devlopers Private Limited
	Leonis Kormangala Complex Private Limited
	Leonis R T Nagar Devlopers Private Limited
	Leonis Sadashivanagar Devlopers Private Limited
	Leonis Vijaynagar Devlopers Private Limited

2.3 Summary of significant accounting policies

A Property, plant and equipment.

Under the previous GAAP (Indian GAAP), property, plant and equipment were carried in the balance sheet at their carrying value being the cost of acquisition or construction less accumulated depreciation.

The cost of property, plant and equipment includes freight, duties, taxes and other incidental expenses relating to the acquisition and installation of the respective assets. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Borrowing costs directly attributable to acquisition or construction of those assets which necessarily take a substantial period of time to get ready for their intended use are capitalized.

Advance paid towards the acquisition of assets outstanding at each balance sheet are shown under capital advances. The cost of property, plant and equipment not ready for their intended use before such date, are disclosed as capital work in progress.

The management has identified useful life of the assets (tangible), based on the life as prescribed in Schedule II to the Companies Act, 2013. Further the residual value is is estimated to be 5% of cost of asset.

B Impairment of non-financial assets

The Company assesses at each balance sheet date whether there is any indication that an asset or a group of assets comprising a cash-generating unit may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent udgets/forecasts, the Group extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

C Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company 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, net of taxes or duties collected on behalf of the government. Further, The Company uses significant judgments while determining the transaction price allocated to performance obligations .

Other Income - The specific recognition criteria described below must also be met before revenue is recognised.

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 finance income in the statement of profit and loss.

Dividends

Revenue is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

D 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.

For arrangements entered into prior to 1 April 2017, the group has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

a) As a lessee

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease.
Finance leases are capitalised at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Company's general policy on the borrowing costs. Contingent rentals are recognised as expenses in the periods in which they are incurred.
A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.
Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.

E Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

F Financial Assets

a) Classification

The company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

b) Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

c) Subsequent measurement

Financial assets carried at amortised cost: A financial assets is measured at amortised cost if it is held within a business model whose objective is to hold asset in order to collect contractual cash flows and the contractual cash 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. Interest income from these financial assets is accounted in profit or loss using the effective interest rate method. Impairment losses, forex gain / loss and gain / loss on derecognition of financial asset in this category is recognised in profit or loss.

Financial assets at fair value through other comprehensive income (FVTOCI): A financial asset is measured at FVTOCI, if it is held withing a business model whose objective is achieved by both from collection of contractual cash flows and selling the financial assets, where the assets' cash flows represent solely payments of principal and interest. Further equity instruments where the company has made an irrevocable election based on its business model, to classify as instruments measured at FVTOCI, are measured subsequently at fair value through other comprehensive income.

Debt instruments - Movements in the carrying amount are taken through other comprehensive income (OCI), except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised. Interest income from these financial assets is included in other income using the effective interest rate method.

Equity instruments - Movements in the carrying amount are taken to OCI and there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividend from such investments are recognised in profit or loss.

Financial assets at fair value through profit or loss (FVTPL): A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss. All gains and losses are recognised in profit or loss.

d) Impairment of financial assets

The company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVTOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the company applies the simplified approach specified by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

e) Derecognition of financial assets

A financial asset is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or
- The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the company has transferred substantially all the risks and rewards of the asset, or (b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognise the transferred asset to the extent of the company's continuing involvement. In that case, the company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

G Financial liabilities

a) Classification

The company classifies its financial liabilities in the following measurement categories:

- those to be measured subsequently at fair value through profit or loss, and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

b) Initial recognition and measurement

The company recognises financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial liabilities are recognized at fair value on initial recognition. Transaction costs that are directly attributable to the issue of financial liabilities, that are not at fair value through profit or loss, are reduced from the fair value on initial recognition. Transaction costs that are directly attributable to the issue of financial liabilities at fair value through profit or loss are expensed in profit or loss.

c) Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Amortised cost: After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective interest rate (EIR) method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

Financial liabilities at fair value through profit or loss: Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to Statement of Profit and Loss. However, the company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The company has not designated any financial liability as at fair value through profit and loss.

Derecognition of financial Liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

H Financial guarantee contracts

The fair value of financial guarantees is determined as the present value of the difference in net cash flows between the contractual payments under the debt instrument and the payments that would be required without the guarantee or the estimated amount that would be payable to a third party for assuming the obligations.

(i) as Guarantor

Financial guarantee contracts are recognised as a financial liability at the time the guarantee is issued. The liability is initially measured at fair value and subsequently at the higher of the amount determined in accordance with Ind AS 109 and the amount initially recognised less cumulative amortisation, where appropriate.

Where guarantees in relation to loans or other payables of associates are provided for no compensation, the fair values are accounted for as contributions and recognised as part of the cost of the investment.

(ii) as Beneficiary

Financial guarantee contracts are recognised as a financial asset at the time the guarantee is taken. The asset is initially measured at fair value and subsequently amortised over the guarantee period.

Where guarantees in relation to loans or other payables are provided by group companies for no compensation, the fair values are accounted for as contributions and recognised as part of equity.

I Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the comapany or the counterparty.

J Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses).

Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

K 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. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

L Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the company operates and generates taxable income.

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.

Minimum alternate tax ('MAT') paid in a year is charged to the statement of profit and loss as current tax. The company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the company recognises MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as 'MAT Credit Entitlement'. The company reviews the 'MAT credit entitlement' asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the specified period. Deferred tax asset is defined in Ind AS 12 to include the carry forward of unused tax credits. MAT Credits are in the form of unused tax credits that are carried forward by the company for a specified period of time. Accordingly, MAT Credit Entitlement is grouped with Deferred Tax Asset (net) in the Balance Sheet.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised 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 utilised, except:

- when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;
- in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting 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 utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting 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.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. Acquired deferred tax benefits recognised within the measurement period reduce goodwill related to that acquisition if they result from new information obtained about facts and circumstances existing at the acquisition date. If the carrying amount of goodwill is zero, any remaining deferred tax benefits are recognised in OCI/ capital reserve depending on the principle explained for bargain purchase gains. All other acquired tax benefits realised are recognised in profit or loss.

M **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.

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.

Contingent liabilities recognised in a business combination

A contingent liability recognised in a business combination is initially measured at its fair value. Subsequently, it is measured at the higher of the amount that would be recognised in accordance with the requirements for provisions above or the amount initially recognised less, when appropriate, cumulative amortisation recognised in accordance with the requirements for revenue recognition.

N **Cash and cash equivalents**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

Cash flow statement

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the company are segregated.

O **Cash dividend and non-cash distribution to equity holders of the**

The Company recognises a liability to make cash or non-cash distributions to equity holders of the parent when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

Non-cash distributions are measured at the fair value of the assets to be distributed with fair value re-measurement recognised directly in equity.

Upon distribution of non-cash assets, any difference between the carrying amount of the liability and the carrying amount of the assets distributed is recognised in the statement of profit and loss.

P **Earnings per share**

The basic earnings per share is computed by dividing the net profit/ (loss) attributable to owner's of the company for the year by the weighted average number of equity shares outstanding during reporting period.

The number of shares used in computing diluted earnings/ (loss) per share comprises the weighted average shares considered for deriving basic earnings/ (loss) per share and also the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

Dilutive potential equity shares are deemed converted as of the beginning of the reporting date, unless they have been issued at a later date. In computing diluted earnings per share, only potential equity shares that are dilutive and which either reduces earnings per share or increase loss per share are included.

Q **Segment reporting**

Based on the "management approach" as defined in Ind AS 108 - Operating Segments, the Chief Operating Decision Maker evaluates the company performance and allocates resources based on an analysis of various performance indicators by business segments.

R **Recent Accounting pronouncements**

Ind AS 116 Leases : On March 30, 2019, Ministry of Corporate Affairs has notified Ind AS 116, Leases. Ind AS 116 will replace the existing leases Standard, Ind AS 17 Leases, and related Interpretations. The Standard sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e., the lessee and the lessor. Ind AS 116 introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than twelve months, unless the underlying asset is of low value. Currently, operating lease expenses are charged to the statement of Profit & Loss. The Standard also contains enhanced disclosure requirements for lessees. Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17.

The effective date for adoption of Ind AS 116 is annual periods beginning on or after April 1, 2019. The standard permits two possible methods of transition:

- Full retrospective - Retrospectively to each prior period presented applying Ind AS 8 Accounting Policies, Changes in Accounting Estimates and Errors

- Modified retrospective - Retrospectively, with the cumulative effect of initially applying the Standard recognized at the date of initial application.

Under modified retrospective approach, the lessee records the lease liability as the present value of the remaining lease payments, discounted at the incremental borrowing rate and the right of use asset either as:

- Its carrying amount as if the standard had been applied since the commencement date, but discounted at lessee's incremental borrowing rate at the date of initial application or
- An amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments related to that lease recognized under Ind AS 17 immediately before the date of initial application.

The effects of adoption of INDAS 116 would be insignificant in the standalone financial statements.

Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments : On March 30, 2019, Ministry of Corporate Affairs has notified Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments which is to be applied while performing the determination of taxable profit (or loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. According to the appendix, companies need to determine the probability of the relevant tax authority accepting each tax treatment, or group of tax treatments, that the companies have used or plan to use in their income tax filing which has to be considered to compute the most likely amount or the expected value of the tax treatment when determining taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates.

The effective date for adoption of Ind AS 12 Appendix C is annual periods beginning on or after April 1, 2019. The Company will adopt the standard on April 1, 2019 and has decided to adjust the cumulative effect in equity on the date of initial application i.e. April 1, 2019 without adjusting comparatives.

The effect on adoption of Ind AS 12 Appendix C would be insignificant in the standalone financial statements.

Amendment to Ind AS 12 - Income taxes : On March 30, 2019, Ministry of Corporate Affairs issued amendments to the guidance in Ind AS 12, 'Income Taxes', in connection with accounting for dividend distribution taxes.

The amendment clarifies that an entity shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events.

Effective date for application of this amendment is annual period beginning on or after April 1, 2019. The Company is currently evaluating the effect of this amendment on the standalone financial statements.

Amendment to Ind AS 19 - plan amendment, curtailment or settlement- On March 30, 2019, Ministry of Corporate Affairs issued amendments to Ind AS 19, 'Employee Benefits', in connection with accounting for plan amendments, curtailments and settlements.

The amendments require an entity:

- to use updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement; and
- to recognise in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognised because of the impact of the asset ceiling.

Effective date for application of this amendment is annual period beginning on or after April 1, 2019. The Company does not have any impact on account of this amendment.

3 PROPERTY, PLANT AND EQUIPMENT

(Amount in '000)

Particulars	Land	Furniture & Fixture	Vehicle	Computer	Goodwill	Total
GROSS BLOCK						
As at April 1, 2017	5,95,849.35	118.41	70.91	6.26	23,201.84	6,19,246.77
Additions	3,646.87					3,646.87
Disposals	6,206.85					6,206.85
Exchenge Differennce						-
As at March 31, 2018	5,93,289.37	118.41	70.91	6.26	23,201.84	6,16,686.79
Additions						-
Disposals	566.40				500.00	1,066.40
Exchenge Differennce						-
As at March 31, 2019	5,92,722.97	118.41	70.91	6.26	22,701.84	6,15,620.39
ACCUMULATED DEPRECIATION						
As at April 1, 2017						
Depreciation Charge for the year		21.19	21.78		5,675.46	5,718.43
Impairment						-
Disposals						-
Exchange Differennce						-
As at March 31, 2018	-	21.19	21.78	-	5,675.46	5,718.43
Charge for the year		21.19	14.98		5,675.46	5,711.63
Impairment						-
Disposals						-
Exchange Differennce						-
As at March 31 , 2019	-	42.38	36.76	-	11,350.92	11,430.06
NET BLOCK						
As at April 1, 2017	5,95,849.35	118.41	70.91	6.26	23,201.84	6,19,246.77
As at March 31, 2018	5,93,289.37	97.23	49.13	6.26	17,526.38	6,10,968.36
As at March 31, 2019	5,92,722.97	76.03	34.15	6.26	11,350.92	6,04,190.33

The Gross block of each class of Property, plant and equipment has been netted off with their respective accumulated depreciation balances as at April 1, 2017 under Previous GAAP to arrive at the deemed cost for the purpose of opening Ind AS balance sheet.

As per Previous GAAP	Land	Furniture & Fixture	Vehicle	Computer	Goodwill	Total
Gross block as at April 1, 2017	5,95,849.35	369.14	671.80	109.02	23,201.84	6,20,201.15
Accumulated depreciation as at April 1, 2017	-	250.73	600.89	102.75		954.37
Adjustments	-	-	-	-		-
Deemed cost as at April 1, 2017	5,95,849.35	118.41	70.91	6.27	23,201.84	6,19,246.78

FINANCIAL ASSETS

4 INVESTMENTS

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Non Trade Investments (Valued at cost unless stated otherwise (Refer A below)			
(a) Investment in Equity instruments			
Investment in subsidiaries:			
Unquoted (valued at cost)			
5,750 (March 31, 2018: 2,600 and April 1,2017: 3,100) Equity Shares of Re 1/- Each, fully paid up of Ratnatary Mega Food Park Private Limited	-	26.00	31.00
Add:- Profit /(loss) for the year		26.00	(17.57)
Investment in Associates:			
Unquoted (valued at cost)			
Nil (March 31, 2018: Nil and April 1,2017: 34,998) Equity Shares of Re 10/- Each, fully paid up of Sanmati Power company private Limited*	-	-	349.98
Add:- Profit /(loss) for the year		-	(349.98)
			-
7,73,300 (March 31, 2018: 6,98,300 and April 1,2017: 6,98,300) Equity Shares of Re 10/- Each, fully paid up of Delhi Waste Management Limited*	74,620.38	37,495.38	37,495.38
Add:- Profit /(loss) for the year	99,683.68	1,03,896.39	96,647.75
2500 (March 31, 2018: 2500 and April 1,2017: 2500) Equity Shares of Re 1/- Each, fully paid up of Alcamey Venture Private Limited	200.00	200.00	200.00
Add:- Profit /(loss) for the year	(200.00)	(200.00)	(200.00)
47,500 (March 31, 2018: Nil and April 1,2017: Nil) Equity Shares of Re 1/- Each, fully paid up of Leonis Austin Town Devlopers Private Limited	47.50	-	-
Add:- Profit /(loss) for the year	(47.50)	-	-
47,500 (March 31, 2018: Nil and April 1,2017: Nil) Equity Shares of Re 1/- Each, fully paid up of Leonis HSR Devlopers Private Limited	47.50	-	-
Add:- Profit /(loss) for the year	(47.50)		
47,500 (March 31, 2018: Nil and April 1,2017: Nil) Equity Shares of Re 1/- Each, fully paid up of Leonis Kormangala Complex Private Limited	47.50	-	-
Add:- Profit /(loss) for the year	(47.50)		
47,500 (March 31, 2018: Nil and April 1,2017: Nil) Equity Shares of Re 1/- Each, fully paid up of Leonis R T Nagar Devlopers Private Limited	47.50	-	-
Add:- Profit /(loss) for the year	(47.50)		
47,500 (March 31, 2018: Nil and April 1,2017: Nil) Equity Shares of Re 1/- Each, fully paid up of Leonis Sadashivanagar Devlopers Private Limited	47.50	-	-
Add:- Profit /(loss) for the year	(47.50)		
47,500 (March 31, 2018: Nil and April 1,2017: Nil) Equity Shares of Re 1/- Each, fully paid up of Leonis Vijaynagar Devlopers Private Limited	47.50	-	-
Add:- Profit /(loss) for the year	(47.50)		
Quoted (valued at cost)			-
12,34,600 (March 31, 2018: 12,34,600 and April 1,2017: 12,34,600) Equity Shares of Re 10/- Each, fully paid up of SPM Engineers Limited*	9,861.20	9,861.20	9,861.20
Add:- Profit /loss for the year	39,943.85	39,567.25	33,112.79
97,000 (March 31, 2018: 1,22,000 and April 1,2017: 1,22,000) Equity Shares of Re 10/- Each, fully paid up of Suraksha Insurance Brokers private Limited*	970.00	1,220.00	1,220.00
Less:- Sale of investment during the year	-	1,824.37	1,705.65
Financials assets carried at fair value through Other Comprehensive Income (FVTOCI)			
Investment in others:			
Quoted			
52,000(March 31, 2018: 52,000 and April 1,2017: 52,000) Equity Shares of Re 10/- Each, fully paid up of SPML India Limited*	1,407.00	1,407.00	1,407.00
Nil (March 31, 2018: Nil and April 1,2017: 100) Equity Shares of Re 10/- Each, fully paid up of TCPL Packaging Limited*	-	-	57.20
Nil (March 31, 2018: Nil and April 1,2017: 2,617) Equity Shares of Re 10/- Each, fully paid up of Balurghat Technologies Private Limited*	-	-	9.60
Nil (March 31, 2018: Nil and April 1,2017: 49,148) Equity Shares of Re 1/- Each, fully paid up of Shelter Infra Projects Private Limited*	-	-	407.93
Nil (March 31, 2018: Nil and April 1,2017: 1,50,000) Equity Shares of Re 1/- Each, fully paid up of Goldwon Textiles Limited*	-	-	100.00
8,80,945 (March 31, 2018: 8,80,945 and April 1,2017: 8,80,945) Equity Shares of Re 10/- Each, fully paid up of SPML Infra Limited*	26,252.16	77,479.11	53,385.27
2,500(March 31, 2018: 2,500 and April 1,2017: 2,500) Equity Shares of Re 10/- Each, fully paid up of Uniworth International Limited*	-	-	-
46,000(March 31, 2018: 46,000 and April 1,2017: 46,000) Equity Shares of Re 10/- Each, fully paid up of Zoom Industrial Service Limited*	477.00	477.00	477.00

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Unquoted			
6,00,000(March 31, 2018: 6,00,000 and April 1,2017: 6,00,000) Equity Shares of Re 10/- Each, fully paid up of Bharat Hydro Power Limited*	11,953.55	16,429.55	15,302.65
1,000(March 31, 2018: 1,000 and April 1,2017: 1,000) Equity Shares of Re 10/- Each, fully paid up of Mathura Nagar Waste Processing Company Limited*	0.00	0.00	0.00
1,000(March 31, 2018: 1,000 and April 1,2017: 1,000) Equity Shares of Re 10/- Each, fully paid up of Allahabad Waste Processing Company Limited*	0.00	0.00	0.00
Nil(March 31, 2018: Nil and April 1,2017: 5,000) Equity Shares of Re 10/- Each, fully paid up of SPML Infrastructre Limited*	0.07	0.07	0.07
2,000 (March 31, 2018: 2,000 and April 1,2017: 2,000) Equity Shares of Re 1/- Each, fully paid up of Mathura Nagar Waste Processing Co Limited	0.00	0.00	0.00
2,700 (March 31, 2018: 2,700 and April 1,2017: 2,700) Equity Shares of Re 1/- Each, fully paid up of Allahabad Waste Processing Co Limited	0.00	0.00	0.00
Nil (March 31, 2018: 2,52,000 and April 1,2017: 2,52,000) Equity Shares of Re 1/- Each, fully paid up of Gladiator Commodities Private Limited	-	7,623.00	7,242.48
2,000 (March 31, 2018: 2,000 and April 1,2017: 2,000) Equity Shares of Re 1/- Each, fully paid up of Splendor Realtors Private Limited	6,000.00	6,000.00	6,000.00
2,000 (March 31, 2018: 2,000 and April 1,2017: 2,000) Equity Shares of Re 1/- Each, fully paid up of Sunview Enclave Private Limited	6,000.00	6,000.00	6,000.00
Investement in Mutual Fund			
Canara Robeco Large Cap Fund(No of units -77,920,March 31, 2018:77,920 and 1st April 2017: 77,920)	1,284.13	1,237.38	1,206.99
Provision for Diminution in the value of the investements	(12,000.00)	(12,000.00)	(12,000.00)
Total	2,66,453.02	2,98,569.70	2,59,652.39

Current	-	-	-
Non-Current	2,66,453.02	2,98,569.70	2,59,652.39
Total Investments	2,66,453.02	2,98,569.70	2,59,652.39
Aggregate value of quoted investments	78,911.21	1,31,835.93	1,01,743.64
Aggregate value of unquoted investments	1,87,541.81	1,66,733.78	1,57,908.75
Aggregate amount of impairment in value of investments	(12,000.00)	(12,000.00)	(12,000.00)

* Investment in equity shares have been valued at fair value as at 1st April 2017 and the fair value has been adopted as deemed cost in the Openging balance sheet as per Ind AS 101. Accordingly the investment value have been appropriated as per the fair value and the corresponding debit/credit has been impacted in Retained Earnings.

International Constructions Limited
Notes to consolidated financial statements as at 31st March 2019

5 LOANS

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Unsecured considered good unless stated			
Loans to related party *	1,358.68	6,307.41	3,128.09
Total	1,358.68	6,307.41	3,128.09

* Loan and advances due from companies in which Company's director(s) is / are director(s) / member(s)

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
SPML INFRA LIMITED - LOAN	-	1,542.72	621.37
Upskill Management Services Pvt Ltd	1,358.68	1,226.24	1,106.72
Delhi Waste Management Ltd	-	349.38	
POM POM Recycling Pvt Ltd	-	3,189.07	
Meena Holding Limited	-	-	1,400.00
Total	1,358.68	6,307.41	3,128.09

6 OTHER NON CURRENT FINANCIAL ASSETS

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Security Deposit	15.03	15.03	15.03
Other advances recoverable in cash or kind	800.00	800.00	800.00
Total	815.03	815.03	815.03

7 OTHER NON CURRENT ASSETS

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Advances recoverable in cash or kind	2,893.28	2,893.28	2,893.28
Total	2,893.28	2,893.28	2,893.28

8 TRADE RECEIVABLES

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Unsecured			
considered good	32,665.20	44,193.53	42,936.15
considered doubtful	-	-	-
Total	32,665.20	44,193.53	42,936.15

9 CASH AND CASH EQUIVALENTS

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Balances with banks:			
On current accounts	258.71	970.66	3,180.17
Cash on hand	170.63	228.97	245.14
Total	429.34	1,199.63	3,425.31

10 LOANS

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Unsecured considered good unless stated			
Loans to related party *	-	-	9,694.48
Loan to Others**	29,410.00	29,410.00	29,410.00
Total	29,410.00	29,410.00	39,104.48

* Loan and advances due from companies in which Company's director(s) is / are director(s) / member(s)

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Meena Holding Limited	-	-	9,694.48
Total	-	-	9,694.48

** Advance Against Investment made earlier which is receivable as proposal was cancelled.

11 OTHER CURRENT FINANCIAL ASSETS

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Security Deposit	125.00	228.00	228.00
Other advances recoverable in cash or kind	7,526.37	7,526.37	7,526.37
Total	7,651.37	7,754.37	7,754.37

Break up of financial assets carried at amortised cost

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Investments	2,66,453.02	2,98,569.70	2,59,652.39
Trade Recievables	32,665.20	44,193.53	42,936.15
Cash and cash equivalents	429.34	1,199.63	3,425.31
Loans	29,410.00	29,410.00	39,104.48
Other current financial Assets	7,651.37	7,754.37	7,754.37
Total financial assets carried at amortised cost	3,36,608.93	3,81,127.23	3,52,872.70

12 OTHER CURRENT ASSETS

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Unsecured consider good			
Advance to Employees	8.80	-	-
Advance against Purchase of Land*	-	-	-
Advance paid to vendors	3.55	2.12	19,732.17
Total	12.35	2.12	19,732.17

* The advance given to the company in which the director of the company is also director.

As per the terms of the settlement agreement, the amount due for refund was settled by allotment of redeemable 10% non-cumulative preference shares during the year.

International Constructions Limited
Notes to consolidated financial statements as at 31st March 2019

13 SHARE CAPITAL

(Amount in '000)

Particulars	As at 31st March 2019		As at 31st March 2018		As at 1st April 2017	
	Number	Amount (Rs)	Number	Amount (Rs)	Number	Amount (Rs)
Authorised						
Equity shares of Re.10/- each	1,00,00,000	10,00,00,000	1,00,00,000	10,00,00,000	1,00,00,000	10,00,00,000
	1,00,00,000	10,00,00,000	1,00,00,000	10,00,00,000	1,00,00,000	10,00,00,000
Issued, Subscribed & Paid-up						
Equity Shares of Rs.10/- each, fully paid	18,16,980	18,169.80	18,16,980	18,169.80	18,16,980	18,169.80
Equity Shares of Rs. 10/- each issued as Bonus Shares.	18,16,980	18,169.80	18,16,980	18,169.80	18,16,980	18,169.80
Total	36,33,960	36,339.60	36,33,960	36,339.60	36,33,960	36,339.60

(a) Reconciliation of number of shares

Particulars	Equity Shares		Equity Shares		Equity Shares	
	As at 31st March 2019		As at 31st March 2018		As at 1st April 2017	
	Number	Rs	Number	Rs	Number	Rs
Shares outstanding at the beginning of the year	36,33,960	36,340	36,33,960	36,340	36,33,960	36,340
Shares Issued during the year	-	-	-	-	-	-
Shares bought back during the year	-	-	-	-	-	-
Shares outstanding at the end of the year	36,33,960	36,340	36,33,960	36,340	36,33,960	36,340

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

Equity Shares: The company has one class of equity shares having a par value of Rs.10/- per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(c) Shares held by holding company and subsidiary of holding companies:

The company Doesnot have any holding Company.

(d) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of Shareholder	As at 31st March 2019		As at 31st March 2018		As at 1st April 2017	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Zoom Industrial Services Limited	5,13,700	14.14%	5,13,700	14.14%	5,13,700	14.14%
Anil Kumar Sethi	3,43,670	9.46%	7,53,040	20.72%	7,53,040	20.72%
Deepak Sethi	8,87,100	24.41%	8,87,100	24.41%	8,87,100	24.41%
Priti Devi Sethi	9,51,000	26.17%	9,51,000	26.17%	9,51,000	26.17%
Technomechanical Services Private Limited	4,27,460	11.76%	4,27,460	11.76%	4,27,460	11.76%

(e) The Company has not allotted any fully paid up equity shares by way of bonus shares nor has bought back any class of equity shares during the period of five years immediately preceding the balance sheet date nor has issued shares for consideration other than cash.

(f) There are no unpaid calls from director & officers of the company

(g) There are no buy back of shares during the year by the company.

International Constructions Limited
Notes to consolidated financial statements as at 31st March 2019

14 OTHER EQUITY

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Capital Reserve on Amalgmation			
Opening balance	99,802.64	85,101.43	85,101.43
(+) Additions	-	14,701.21	-
(-) Deductions	-	-	-
Closing Balance	99,802.64	99,802.64	85,101.43
Special Reserve			
Opening Balance	9,619.49	9,619.49	9,619.49
(+) Additions	112.06	-	-
(-) Deductions (Refer Note 1)	9,731.55		
Closing Balance	-	9,619.49	9,619.49
Capital Redemption Reserve			
Opening Balance	-		
(+) Additions	20,075.00		
(-) Deductions (Refer Note 1)	-		
Closing Balance	20,075.00	-	-
Securities Premium Reserve			
Opening Balance	2,09,622.84	2,09,622.84	2,09,622.84
Add :Securities premium credited on account upon Merger			
Less : Adjusted with non controlling interest			-
Closing Balance	2,09,622.84	2,09,622.84	2,09,622.84
Revaluation Reserve			
Opening Balance	49,218.81	54,096.67	54.096.67
Add: On account upon Merger			-
Less: Transfer to General Reserves	391.56	4,877.86	
Closing Balance	48,827.25	49,218.81	54,096.67
General Reserve			
Opening Balance	33,716.45	28,838.59	28,838.59
Add: On account upon Merger	-		
Add: Additions During the year	391.56	4,877.86	
Less: Deletion during the year	20,075.00		
Closing Balance	14,033.01	33,716.45	28,838.59
Retained Earnings			
Opening balance	(72,690.36)	(63,008.46)	(63,008.46)
(+) Adjustment on account of Reversal of Special Reserves (Refer Note 1)	9,731.55	-	-
(+) Share of profit / (loss) from investment in associates and joint ventures			-
(+) Net Profit/(Net Loss) For the current year	(57,570.76)	(9,681.91)	-
Closing Balance	(1,20,529.58)	(72,690.36)	(63,008.46)
Equity Component of Financial Instrument			
Opening Balance	72,920.59	-	
Addition	-	72,920.59	-
Less Adjustments			
Closing Balance	72,920.59	72,920.59	-
Total - Other equity	3,44,751.76	4,02,210.46	3,24,270.57

Nature and purpose of other reserves:

Capital Reserves: The excess of liabilities over the assets on amalgamation has been accounted as capital reserves.

Securities premium reserve: Securities premium reserve is used to record the premium received on issue of shares by the Company. The reserve can be utilised in accordance with the provision of sec 52(2) of Companies Act, 2013.

Special Reserves: As per the provision of NBFC act the special reserve was required to be created and accordingly the company had created this special reserves.The same has been reversed during the year consequent to deregistration of company from NBFC provisions.

Equity Component of Financial Instrument: The Company had the Loan Instruments , which has been fair valued as on trasition date and the same has been classified into the equity component and the financial liability and financial asset based on the terms of contract . The equity component has been shown under the head other equity.

Retained Earnings: Retained Earnings comprise of the company's accumulated undistributed earnings / (losses).

15 BORROWINGS

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Unsecured			
Loans & Advances from related parties**	37,438.51	34,104.64	1,08,229.86
Total	37,438.51	34,104.64	1,08,229.86

** Loan from related parties

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Allahabad Waste Processing Company Limited	-	325.74	-
Meena Holdings Limited	-	-	9,662.79
Pondicherry Special Economic Zone Private limited	-	607.98	546.90
SPML Infra Limited *	37,438.51	33,170.92	98,020.17
Total	37,438.51	34,104.64	1,08,229.86

* Loan received from SPML Infra Ltd of Rs10,14,96,812 /- is interest free loan and the said interest free loan has been accounted as the financial liability at the fair value on the transition date under Ind AS. The difference between the fair value and book Value as at 1st October 2017 has been accounted as equity contribution and accordingly the same has been reduced from the borrowings .

16 PROVISIONS

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Provision for Standard Assets	-	112.06	112.06
Provision for employee benefits			
Gratuity (Refer Note - 38)	168.94	79.45	40.83
Total	168.94	191.51	152.89

17 OTHER NON CURRENT LIABILITY

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Advance Received	33,092.58	37,965.47	38,565.47
Advance received against sale of Land *	-	-	62,625.43
Form Related party	25,125.43	25,125.43	34,143.00
Form Others	12,500.00	6,145.00	2,000.00
Advance received against sale of Share	2,000.00	2,000.00	-
Total	72,718.01	71,235.90	1,37,333.90

* As per the terms of the agreement to sale of land, entered with the parties during the prior years, the company was obligated to get the approvals and required permissions from all the local body as well as Authorities from the Government. However the company was unable to fulfill the said obligations and accordingly the parties requested for refund of advances given. As the company was unable to refund their advances due to lack of funds, the management has entered into settlement agreement with the parties dated 1st May 2017.

International Constructions Limited
Notes to consolidated financial statements for the year ending march 31, 2019

18 BORROWINGS

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Unsecured			
Loan from Related Party*	4,889.12	2,035.37	1,836.98
Loans and advances from Director*	30,056.87	242.46	700.00
Loans from other parties	30,088.20	27,195.79	27,195.79
Total	65,034.19	29,473.62	29,732.77

* Repayable on demand with a notice period of 30 days along with Interest at the rate of 12% per annum.

19 TRADE PAYABLES

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Trade Payables :			
Total outstanding dues of micro and small enterprises	-	-	-
Total outstanding dues of creditors other than micro and small enterprises	48,088.43	47,515.22	47,999.38
Total	48,088.43	47,515.22	47,999.38

Terms and conditions of the above financial liabilities:
- Trade payables are non-interest bearing and are normally settled on 60-day terms
- Other payables are non-interest bearing and have an average term of six months
- Interest payable is normally settled quarterly throughout the financial year
- For terms and conditions with related parties, refer to Note 37

For explanations on the Company's credit risk management processes, refer to Note 43

Break up of financial Liabilities carried at amortised cost

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Borrowings	1,02,472.69	63,578.26	1,37,962.64
Trade Payables	48,088.43	47,515.22	47,999.38
Total	1,50,561.12	1,11,093.48	1,85,962.02

20 OTHER CURRENT LIABILITIES

(Amount in '000)

	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Statutory dues including Provident Fund, Tax deducted at source and	9,591.16	4,515.45	3,547.95
Audit fees Payable	177.10	161.93	121.63
Salaries and other employee benefit payable	7,696.72	1,161.77	583.88
Other Payables	4.86	8.10	-
Stamp Duty Payable	1,266.05	1,266.05	
Total	18735.89	7,113.30	4,253.45

21 PROVISIONS

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Provision for employee benefits			
Gratuity (Refer Note - 38)	2.90	1.39	18.98
Total	2.90	1.39	18.98

22 REVENUE FROM OPERATIONS

(Amount in '000)

Particulars	For the year ended 31st March 2019	For the year ended 31st March 2018
Revenue from Services	24,708.00	5,496.00
Total	24,708.00	5,496.00

23 OTHER INCOME

(Amount in '000)

Particulars	For the year ended 31st March 2019	For the year ended 31st March 2018
Long term Capital Gain	1,308.60	8,993.15
Dividend Income	-	105.19
Interest Income	671.99	2,260.15
Finance Income on Financial Assets	188.17	-
Sundry Balance Written back	81.33	422.30
Total	2,250.08	11,780.79

24 EMPLOYEE BENEFITS EXPENSES

(Amount in '000)

Particulars	For the year ended 31st March 2019	For the year ended 31st March 2018
Salaries, Wages and Bonus	13,317.28	2,201.00
Gratuity (Refer Note - 38)	92.24	42.62
Total	13,409.52	2,243.62

25 FINANCE COSTS

(Amount in '000)

Particulars	For the year ended 31st March 2019	For the year ended 31st March 2018
Interest Expenses on Borrowings	817.61	5,412.73
Interest expenses on financial liability	8,378.16	4,859.53
Interest on Statutory Dues	82.40	829.79
Total	9,278.17	11,102.05

26 DEPRECIATION

(Amount in '000)

Particulars	For the year ended 31st March 2019	For the year ended 31st March 2018
Depreciation	5,711.63	5,718.43
Total	5,711.63	5,718.43

International Constructions Limited

27 OTHER EXPENSES

(Amount in '000)

Particulars	For the year ended 31st March 2019	For the year ended 31st March 2018
Audit Fees*	166.30	173.28
Job work expenses	1,389.68	786.10
Bank Chagres	23.18	48.56
Conveyance Expenses	17.27	28.43
Insurance	-	23.11
Advertisement	96.01	90.08
Printing & Stationery	6.02	8.70
Communication	15.65	22.87
Consultancy & Professional Charges	590.75	783.52
Rates & Taxes	1,278.96	604.33
Rent	228.00	228.00
Travelling & Conveyance	95.01	50.34
Demat Expenses	1.84	16.19
Misc Expenses	68.41	93.68
Provision for Impairement	2,564.00	-
Security Charges	384.00	407.04
Repairs & Maintenance- Vehicles	223.67	103.30
Bad debts and Advances	103.00	19,700.00
Total	7,251.75	23,167.52

* Payment to Auditors

(Amount in '000)

Particulars	For the year ended 31st March 2019	For the year ended 31st March 2018
As Auditors		
- Audit fees	166.30	173.28
- Tax Audit fees	-	-
In other capacity:		
- Other services (certification fees)	-	-
Total	166.30	173.28

28 INCOME TAX ASSETS (NET)

i) The following table provides the details of income tax assets and liabilities as at 31 March 2019, 31 March 2018 and 1 April 2017:

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Income Tax Assets	15,723.21	12,345.68	11,852.67
Current Income Tax Liabilities	1,032.11	341.70	914.28
Net Balance	14,691.10	12,003.98	10,938.39

ii) The gross movement in the currebt tax asset/ (Liability) for the years ended 31 March 2019 and 31 March 2018 is as follows:

Particulars	As at 31st March, 2019	As at 31st March, 2018
Net current income tax asset at the beginning	11,372.67	10,938.39
Income Tax paid	2,622.50	493.02
Provision Reversed		585.54
Current Income tax expense	475.15	12.95
Income tax on other comprehensive income	-	-
Net current income tax asset at the end	13,520.02	12,004.00

iii)

(Amount in '000)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Income Tax expense in the Statement of Profit and Loss Comprises:		
Current income taxes	475.15	(554.09)
Deferred income taxes	1,59,014.51	26,198.36
Deferred income tax on other comprehensive income	11,585.89	(5,332.23)
Income tax expenses (net)	1,71,075.55	20,312.03

iv. A reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the profit before income taxes is as below

(Amount in '000)

Particulars	For the year ended 31st March 2019	For the year ended 31st March 2018
Profit before income tax	(8,692.99)	(24,954.83)
Applicable income tax rate	26.00%	25.75%
Computed expected tax expense	1,009	-
Tax expense of Jointly controlled operations		
Effect of expenses not allowed for tax purposes		
Effect of income not allowed for tax purposes		
Income tax expense charges to the statement of Profit and loss	1,009	25,644

v. Components of deferred income tax assets and liabilities arising on account of Temporary differences are:

(Amount in '000)

Particulars	As at 31st March 2019	As at 31st March 2018	As at 31st March 2017
Timing difference on tangible and intangible assets depreciation and amortisation	134.43	148.48	243.87
Claims/ arbitration awards	-	-	
Others	(60,681.67)	(60,659.11)	(40,244.24)
Fair Value Changes- INDAS Adjustment	-	-	
Loan Fair Valuation	-	-	9,900.41
Reversal Of Liability- Loan	15,873.11	17,441.16	190.66
Business loss/unabsorbed depreciation			
Deferred income tax asset	(44,674.13)	(43,069.47)	(29,909.30)
On account of Financial Instrument	(23,073.12)	(35,768.91)	(18,966.45)
Business loss/unabsorbed depreciation			2,528.90
Others			
MAT Credit entitlement	9,018.26	9,324.29	8,363.35
Total deferred tax liabilities/ (assets) (net)	(58,728.99)	(69,514.09)	(37,983.50)

29 CONTINGENT LIABILITIES

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April, 2017
Claims against Companies not acknowledged as debt			
(a) Corporate Guarantee given for related co Company (up to 30.03.17)	1,00,000	1,00,000	1,00,000
Corporate Guarantee given to Punjab National Bank for financial assistance sanctioned to ADD Technologies (India) Ltd as per term of sanction			
b) Disputed tax demands for Asst. Year 2011-12 for which the company has preferred Appeal	5,521.27	5,521.27	5,521.27
c) Disputed tax demands for Asst. Year 2008-09 for which the company has preferred Appeal	2,308.23	2,308.23	2,308.23
d) Disputed tax demands for Asst. Year 2013-14 for which the company has preferred Appeal	6,908.97	6,908.97	6,908.97
(e) 8,80,945 equity shares of SPML Infra Limited have been pledged in favour of IFCI Limited (Previous year : IFCI Limited) against the loan taken by SPML Infra Limited as per terms of sanction.	4,00,000.00	4,00,000.00	4,00,000.00

30 Capital and Other Commitments:

Estimated amount of contracts remaining to be executed on capital account and not provided for: as at 31st March 2019 - Rs. Nil, as at 31st March 2018 - Rs. Nil and as at 1st April 2017 - Rs. Nil.

31 Earning Per Share

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the parent by the weighted average number of Equity shares outstanding during the year.

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	As at 31st March, 2019	As at 31st March, 2018
Net profit available for Equity Shareholders	(13,492)	(29,985)
Weighted Average number of Equity shares	3,633.96	3,633.96
Basic and Diluted Earnings Per Share	(3.71)	(8.25)

32 Significant accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements: In the process of applying the company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

Estimates and assumptions: The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the company. Such changes are reflected in the assumptions when they occur.

Impairment of non-financial assets: Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. These estimates are most relevant to goodwill and other intangibles with indefinite useful lives recognised by the company.

Taxes: Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses 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.

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

33 A disclosure with respect to segment reporting is not applicable, since the Company operates in the similar economic characteristics

for both the sale of products and for the sale of services and does not have more than one reportable segment.

34 Foreign Currency Earnings And Outgo Rs. Nil, (PY - Rs. Nil)

35 There are no reported foreign currency exposures that have not been hedged by a derivative instrument or otherwise, hence the disclosure of the same is not made.

36 CIF value of imports Rs. Nil (PY - Rs. Nil).

37 Leases

Operating lease commitments – Company as lessee

The Company has incurred Rs. 228.00 (31 march 2018: Rs. 228.00) during the year towards minimum lease payment.

38 EMPLOYEE BENEFITS

A **Defined contribution scheme:** The company does not have any employee contribution scheme expenses.

B **Defined benefit plans**

Gratuity: In accordance with the Payment of Gratuity Act of 1972, the Company contributes to a defined benefit plan (the "Gratuity Plan") covering certain categories of employees. The Gratuity Plan provides a lump sum payment to vested employees at retirement, disability or termination of employment being an amount based on the respective employee's last drawn salary and the number of years of employment with the Company.

The financial and demographic assumptions on annual basis used for valuation as at the Valuation Date are shown below. The assumptions as at the Valuation Date are used to determine the Present Value of Defined Benefit Obligation at that date:

Summary of financial assumptions:

Particulars	As at 31st March 2019	As at 31st March 2018	As at 1st April 2017
Discount rate	7.43%	7.75%	6.98%
Expected rate of increase in compensation level of covered employees	5.00%	5.00%	5.00%

Summary of Demographic assumptions:

Particulars	As at 31st March 2019	As at 31st March 2018	As at 1st April 2017
Mortality Rate (as % of IALM (2006-08) (Mod.) Ult. Mortality Table)	100.00%	100.00%	100.00%
Disability Rate (as % of above mortality rate)	0.00%	0.00%	0.00%
Withdrawal Rate			
Upto 30 Years	3.00%	3.00%	3.00%
31 to 44 Years	2.00%	2.00%	2.00%
Above 44 Years	1.00%	1.00%	1.00%
Normal Retirement Age	70 years	70 years	70 years
Adjusted Average Future Service	8 Years	7 Years	7 Years

Changes in the present value of the defined benefit obligation are, as follows :

Particulars	Amount
Defined benefit obligation at 1 April 2017	41.47
Interest cost	2.90
Current service cost	39.73
Benefits paid	-
Remeasurement (gain)/ loss	(3.25)
Remeasurement (gain)/ loss- Financial	(4.28)
Remeasurement (gain)/ loss - Demographic	-
Remeasurement (gain)/ loss- Experience	1.04
Return on Plan Assets	-
Defined benefit obligation at 31 March 2018	80.85
Interest cost	6.27
Current service cost	41.80
Benefits paid	
Remeasurement (gain)/ loss	(1.25)
Remeasurement (gain)/ loss- Financial	2.38
Remeasurement (gain)/ loss - Demographic	-
Remeasurement (gain)/ loss- Experience	(3.63)
Return on Plan Assets	
Defined benefit obligation at 31 March 2019	127.66

Changes in the defined benefit obligation:

Particulars	As at 31st March 2019	As at 31st March 2018	As at 1st April 2017
Defined benefit obligation at the beginning of the year	80.85	41.47	-
Current service cost	41.80	39.73	40.83
Past service coat			0.65
Net Interest cost	6.27	2.90	
Sub-total included in profit or loss	48.06	42.62	41.47
Benefits paid		-	
Return on plan assets (excluding amounts included in net interest expense)		-	
Actuarial changes arising from changes in financial assumptions	2.38	(4.28)	-
Actuarial changes arising from changes in demographic assumptions			-
Experience adjustments	(3.63)	1.04	-
Subtotal included in OCI	(1.25)	(3.25)	-
Contributions by employer		-	-
Defined benefit obligation at the end of the year	127.66	80.85	41.47

Changes in the fair value of plan assets:

Particulars	As at 31st March 2019	As at 31st March 2018	As at 1st April 2017
Fair Value of Plan Assets at the beginning	NA	NA	NA
Interest Income	NA	NA	NA
Contributions by employer	NA	NA	NA
Benefit Payments from Plan Assets	NA	NA	NA
Remeasurements - Return on Assets (Excluding Interest Income)	NA	NA	NA
Fair Value of Plan Assets at the end	NA	NA	NA

A quantitative sensitivity analysis for significant assumption for defined benefit obligations are as shown below:

Particulars	As at 31st March, 2019		As at 31st March, 2018		As at 1st April, 2017	
	0.5% increase	0.5% decrease	1% increase	1% decrease	1% increase	1% decrease
Discount rate	123.97	131.48	78.20	83.60	39.94	43.07
Expected rate of increase in compensation level of covered employees	135.56	120.18	86.56	75.48	44.78	38.39
Withdrawal Rate	125.52	129.98	78.75	82.96	39.97	43.01

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The following payments are expected contributions to the defined benefit plan in future years:

Particulars	As at 31st March 2019	As at 31st March 2018
Within the next 12 months (next annual reporting period)	0.00	1.39
Between 2 and 5 years	16.57	9.42
Between 5 years	183.26	128.68
Total expected payments	199.84	139.49

The average duration of the defined benefit plan obligation at the end of the reporting period is 7years (31 March 2018: 8 years and as at 1st April 2017 : 8 years.

39 RELATED PARTY DISCLOSURES:

A **Information given in accordance with the requirements of Accounting Standard 18 on Related Party Disclosures:**

i) Key Managerial Person:
Anil Kumar Sethi -Managing Director
S.Nakkiran- company secretary
Amitav Basu
Rajesh Kandoi
Priti Devi Sethi

ii) Relative of KMP
Subhash Chand Sethi

iii) **Associates Company**
Delhi Waste Management Limited

iv) **Enterprises in which KMP/Relatives of KMP having significant influence or control:**
SPML Infra Limited
SPML Industries Limited
Zoom Industrial Services Limited
Meena Holding Limited
ADD Technologies (India) Limited (up to 30-03-2017)
ADD Energy Management Limited
POM POM Recycling Pvt Limited
Upskill Management Services Pvt Limited
Madurai Municipal Waste Processing Co Pvt Ltd
SPML Infrastructure Limited
Bharat Hydro Power Corporation Limited
20th Century Engineering Limited
SPM Engineers Limited
Allahabad Waste Processing Company Limited

International Constructions Limited

Notes to consolidated financial statements for the year ending march 31, 2019

(Amount in '000)

Sl No	Particulars	Transactions amount during the year ended 31st March 2019 and 31st March 2018											Outstanding as on 31st March 2019, 31st March 2018 and 1st April 2017	
		Loans & Advances Received	Loans Paid	Advance Against Property given/Refunded	Sale of Investment	Purchase of Investment	Sale of Service	Reimbursement of Expenses	Director Remuneration	Interest Paid	Interest Received	Allotment of Preference shares	Debit Balance	Credit Balance
	Enterprises in which KMP/Relatives of KMP having sign ficant influence or control:													
1	SPML Infra Limited	1,875.00	246.60	-	-	-	-	-	-	-	95.21	-	-	1,29,745.30
	PY - 31st March 2018	1,605.35	-	-	-	-	1,250.00	-	-	5,017.60	70.53	-	2,092.72	1,29,745.30
	PY - 1st April 2017	(15,507.00)	-	-	-	-	-	-	-	(14,954.28)	-	-	-	(98,498.67)
2	Zoom Industrial Services Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
	PY - 31st March 2018	-	-	-	-	-	-	-	-	-	-	-	-	-
	PY - 1st April 2017	-	-	-	-	(631.39)	-	-	-	-	-	-	-	-
3	Meena Holding Limited	2,330.00	750.00	-	-	-	-	-	-	304.16	-	-	-	3,889.12
	PY - 31st March 2018	386.50	10,049.29	-	-	-	-	-	-	251.48	-	14,600.00	-	24,035.37
	PY - 1st April 2017	-	(3,700.00)	-	-	-	-	-	-	(1,099.21)	-	-	-	(8,125.81)
4	SPML Infrastructure Limited	900.00	900.00	7,050.00	-	-	-	-	-	-	46.17	8,450.00	-	-
	PY - 31st March 2018	-	-	7,050.00	-	-	-	-	-	-	-	8,450.00	-	-
	PY - 1st April 2017	-	-	(15,500.00)	-	600.00	-	-	-	-	-	-	-	(15,500.00)
5	Bharat Hydro Power Corporation Limited	-	2,400.00	-	-	-	-	-	-	-	-	-	-	21,424.50
	PY - 31st March 2018	-	-	-	-	-	-	-	-	-	-	-	-	23,824.50
	PY - 1st April 2017	-	-	-	-	-	-	-	-	-	-	-	-	(23,824.50)
6	20th Century Engineering Limited	-	-	-	-	-	-	-	-	-	-	-	-	1,407.00
	PY - 31st March 2018	-	-	-	-	-	-	-	-	-	-	-	-	1,407.00
	PY - 1st April 2017	-	-	-	-	-	-	-	-	-	-	-	-	(1,407.00)
7	SPM Engineers Limited	-	-	-	-	-	-	-	-	-	-	-	-	1,220.00
	PY - 31st March 2018	-	-	-	-	-	-	-	-	-	-	-	-	1,220.00
	PY - 1st April 2017	-	-	-	-	-	-	-	-	-	-	-	-	(1,220.00)
8	SPML Industries Limited	-	-	-	-	-	-	-	-	-	-	-	-	2,311.04
	PY - 31st March 2018	-	-	-	-	-	-	-	-	-	-	-	-	2,311.04
	PY - 1st April 2017	-	-	-	-	-	-	-	-	-	-	-	-	(2,311.04)
9	Allahabad Waste Processing Company Limited	-	329.02	-	-	-	-	-	-	3.64	-	-	-	-
	PY - 31st March 2018	325.74	-	-	-	-	-	-	-	28.60	-	-	-	325.74
	PY - 1st April 2017	(100.00)	-	-	-	-	-	-	-	-	-	-	-	-
10	Upskill Management Services Pvt Limited	-	-	-	-	-	-	-	-	-	132.43	-	1,358.68	-
	PY - 31st March 2018	-	-	-	-	-	-	-	-	-	119.53	-	1,226.24	-
	PY - 1st April 2017	-	-	-	-	-	-	-	-	-	(-)	-	(623.63)	-
11	Madurai Municipal Waste Processing Co Pvt Ltd*	-	-	-	-	-	-	-	-	-	-	-	-	-
	PY - 31st March 2018	-	-	-	-	-	-	-	-	-	-	-	-	-
	PY - 1st April 2017	(100.00)	-	-	-	-	-	-	-	-	-	-	-	-
12	ADD Energy Management Services Pvt Limited	205.00	205.00	-	-	-	-	-	-	0.46	-	-	7,526.37	-
	PY - 31st March 2018	-	-	-	-	-	-	-	-	-	-	-	7,526.37	-
	PY - 1st April 2017	-	-	-	-	-	-	-	-	-	(-)	-	(7,526.37)	(-)
13	POM POM Recyciling Pvt Limited	3,533.49	-	-	-	-	-	-	-	-	382.69	-	-	-
	PY - 31st March 2018	-	3,000.00	-	-	-	-	-	-	-	210.08	-	3,189.07	-
	PY - 1st April 2017	-	-	-	-	-	-	-	-	-	(-)	-	(-)	(-)

Sl No	Particulars	Transactions amount during the year ended 31st March 2019 and 31st March 2018											Outstanding as on 31st March 2019, 31st March 2018 and 1st April 2017	
		Loans & Advances Received	Loans Paid	Advance Against Property given/Refunded	Sale of Investment	Purchase of Investment	Sale of Service	Reimbursement of Expenses	Director Remuneration	Interest Paid	Interest Received	Allotment of Preference shares	Debit Balance	Credit Balance
	Associates													
1	Delhi Waste Management Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
	PY - 31st March 2018	2,800.00	2,525.62	-	-	37,125.00	-	-	-	-	-	-	-	1,000.00
	PY - 1st April 2017	1,000.00	949.48	-	-	-	-	(-)	-	-	-	-	-	1,349.48
		600.00	-	-	66,107.36	-	-	-	-	-	-	-	-	15,600.00
	Relative of KMP													
1	Subhash Chand Sethi	-	-	-	-	-	-	-	-	-	-	-	-	-
	PY - 31st March 2018	-	-	-	-	-	-	-	-	-	-	-	-	238.04
	PY - 1st April 2017	-	-	-	-	-	-	-	-	-	-	-	-	238.04
2	Suman Sethi	-	-	-	-	-	-	-	-	-	-	-	-	(238.04)
	PY - 31st March 2018	-	-	-	825.00	-	-	-	-	-	-	-	825.00	-
	PY - 1st April 2017	-	-	-	-	-	-	-	-	-	-	-	-	-
3	Shipi Sethi	-	-	-	-	-	-	-	-	-	-	-	-	-
	PY - 31st March 2018	-	-	-	550.00	-	-	-	-	-	-	-	550.00	-
	PY - 1st April 2017	-	-	-	-	-	-	-	-	-	-	-	-	-
4	Anil Kumar Sethi	5,000.00	2,500.00	-	-	-	-	-	-	-	-	-	-	-
	PY - 31st March 2018	-	500.00	-	-	-	-	-	-	89.92	-	-	-	2,823.39
	PY - 1st April 2017	(200.00)	-	-	-	-	-	-	-	47.18	-	-	-	242.46
5	Vineeta Sethi	27,200.00	-	-	-	-	-	-	-	-	-	-	-	(700.00)
	PY - 31st March 2018	-	-	-	-	-	-	-	-	17.89	-	-	-	27,216.10
	PY - 1st April 2017	-	-	-	-	-	-	-	-	-	-	-	-	-
6	Priti Devi Sethi	-	-	-	-	-	-	-	-	-	-	-	-	-
	PY - 31st March 2018	-	-	-	-	-	-	17.38	-	-	-	-	-	17.38
	PY - 1st April 2017	-	-	-	-	-	-	-	-	-	-	-	-	-

40 Fair values

The carrying value and fair value of financial instruments by category:

Assets and liabilities carried at amortised cost

(Amount in '000)

Particulars	Carrying Value			Fair Value		
	As at 31st March, 2019	As at 31st March, 2018	As at 1st April 2017	As at 31st March, 2019	As at 31st March, 2018	As at 1st April 2017
Financial assets						
Trade Recievables	32,665.20	44,193.53	42,936.15	32,665.20	44,193.53	42,936.15
Cash and cash equivalents	429.34	1,199.63	3,425.31	429.34	1,199.63	3,425.31
Loans	29,410.00	29,410.00	39,104.48	29,410.00	29,410.00	39,104.48
Other current financial Assets	7,651.37	7,754.37	7,754.37	7,651.37	7,754.37	7,754.37
Total	70,155.91	82,557.53	93,220.31	70,155.91	82,557.53	93,220.31
Financial liabilities						
Borrowings	1,02,472.69	63,578.26	1,37,962.64	1,02,472.69	63,578.26	1,37,962.64
Trade Payables	48,088.43	47,515.22	47,999.38	48,088.43	47,515.22	47,999.38
Total	1,50,561.12	1,11,093.48	1,85,962.02	1,50,561.12	1,11,093.48	1,85,962.02

There are no assets and liabilities which have been carried at fair value through the profit and loss account.

There details of assets and liabilities which have been carried at fair value through the other comprehenssive income.

(Amount in '000)

Particulars	Carrying Value			Fair Value		
	As at 31st March, 2019	As at 31st March, 2018	As at 1st April 2017	As at 31st March, 2019	As at 31st March, 2018	As at 1st April 2017
Financial assets						
Investments	2,66,453.02	2,98,569.70	2,59,652.39	2,66,453.02	2,98,569.70	2,59,652.39
Total	2,66,453.02	2,98,569.70	2,59,652.39	2,66,453.02	2,98,569.70	2,59,652.39

The management assessed that cash and cash equivalents, trade receivables, trade payables, and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair values of the unquoted equity shares have been estimated using a DCF model. 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.

41 Fair value hierarchy

Level 1: Quoted prices in active markets for identical assets or liabilities

Level 2: Significant observable inputs other than quoted prices included in level 1 that are observable for the asset or liability, either

Level 3: Significant unobservable inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

42 Financial risk management objectives and policies

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

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management is supported by a financial risk committee that advises on financial risks and the appropriate financial risk governance framework for the company. The financial risk committee provides assurance to the company's senior management that the company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the company's policies and risk objectives.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, FVTOCI investments and derivative financial instruments.

The following assumptions have been made in calculating the sensitivity analyses:

i. The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at 31 March 2019 , 31 March 2018 and 1st April 2017 including the effect of hedge accounting.

ii. The sensitivity of equity is calculated by considering the effect of any associated cash flow hedges and hedges of a net investment in a subsidiary at 31 March 2019 for the effects of the assumed changes of the underlying 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.

The company's policy is to keep between 40% and 60% of its borrowings at fixed rates of interest, excluding borrowings that relate to discontinued operations. To manage this, the company enters into interest rate swaps, in which it agrees to exchange, at specified intervals, the difference between fixed and variable rate interest amounts calculated by reference to an agreed-upon notional principal amount.

The company's policy is to keep between 40% and 60% of its borrowings at fixed rates of interest, excluding borrowings that relate to discontinued operations. To manage this, the company enters into interest rate swaps, in which it agrees to exchange, at specified intervals, the difference between fixed and variable rate interest amounts calculated by reference to an agreed-upon notional principal amount.

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, after the impact of hedge accounting. With all other variables held constant, the company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	For the year ended 31st March 2019		For the year ended 31st March 2018	
	Increase/decrease in basis points	Effect on profit before tax (Amount in Rs.)	Increase/decrease in basis points	Effect on profit before tax (Amount in Rs.)
Indian Rupees	+50	(4,445.40)	+50	(8,204.43)
Indian Rupees	-50	4,445.40	-50	8,204.43

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments.

Liquidity risk

The Company monitors its risk of a shortage of funds using a liquidity planning tool.

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans and group company loans. The Company's policy is that not more than 25% of borrowings should mature in the next 12-month period. All the borrowings are from group companies and they are payable on demand. As on date no loan has been demanded for repayment, accordingly the % of borrowing to be repaid during the year has not been provided. The company assessed the concentration of risk with respect to refinancing its debt and concluded it to be medium.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

43 Capital management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholder value. 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 Gcompany 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 net debt divided by total capital plus net debt. The Company's policy is to keep the gearing ratio between 20% and 50%. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents.

(Amount in '000)

Particulars	As at 31st March 2019	As at 31st March 2018	As at 1st April 2017
Borrowings	1,02,472.69	63,578.26	1,37,962.64
Trade payables	48,088.43	47,515.22	47,999.38
Other Non current Liabilty	72,718.01	71,235.90	1,37,333.90
Other current liability	18,735.89	7,113.30	4,253.45
Provisions	171.84	192.90	171.87
Less: cash and cash equivalents	(429.34)	(1,199.63)	(3,425.31)
Net Debt	2,41,757.53	1,88,435.96	3,24,295.93
Equity	36,339.60	36,339.60	36,339.60
Other equity	3,44,751.76	4,02,210.46	3,24,270.57
Total Equity	3,81,091.36	4,38,550.06	3,60,610.17
Gearing ratio	39%	30%	47%

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2018 and 31 March 2017.

44 First-time adoption of Ind AS

These financial statements, for the year ended 31 March 2019, are the first the Company has prepared in accordance with Ind AS. For periods up to and including the year ended 31 March 2018, the Company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2015 (Indian GAAP).

Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for periods ending on 31 March 2019, together with the comparative period data as at and for the year ended 31 March 2018, as described in the summary of significant accounting policies. In preparing these financial statements, the Company's opening balance sheet was prepared as at 1 April 2017, the Company's date of transition to Ind AS. This note explains the principal adjustments made by the Company in restating its Indian GAAP financial statements, including the balance sheet as at 1 April 2017 and the financial statements as at and for the year ended 31 March 2018.

Exemptions applied

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has applied the following exemptions:

Since there is no change in the functional currency, the company has elected to continue with the carrying value measured under the previous GAAP and use that carrying values as the deemed cost for property, plant and equipment on the transition date.

A previous GAAP revaluation for an item of plant, property and equipment may be used as deemed cost, provided that at the date of revaluation, the revaluation was broadly comparable to fair value, or cost or depreciated cost in accordance with Ind AS.

Appendix C to Ind AS 17 requires an entity to assess whether a contract or arrangement contains a lease. In accordance with Ind AS 17, this assessment should be carried out at the inception of the contract or arrangement. However, the Company has used Ind AS 101 exemption and assessed all arrangements based for embedded leases based on conditions in place as at the date of transition.

The Company has opted to continue with the carrying values measured unde the previous GAAP and use that carrying value as the deemed cost for unquoted equity instruments in Subsidiaries and Associates held at 1 April 2017.

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has applied the following exemptions:

Ind AS 103 Business Combinations has not been applied to acquisitions of subsidiaries, which are considered businesses under Ind AS that occurred before 1 April 2014. Use of this exemption means that the Indian GAAP carrying amounts of assets and liabilities, that are required to be recognised under Ind AS, is their deemed cost at the date of the acquisition. After the date of the acquisition, measurement is in accordance with respective Ind AS. The Company recognises all assets acquired and liabilities assumed in a past business combination, except (i) certain financial assets and liabilities that were derecognised and that fall under the derecognition exception, and (ii) assets (including goodwill) and liabilities that were not recognised in the acquirer's consolidated balance sheet under its previous GAAP and that would not qualify for recognition under Ind AS in the individual balance sheet of the acquiree. Assets and liabilities that do not qualify for recognition under Ind AS are excluded from the opening Ind AS balance sheet. The Company did not recognise or exclude any previously recognised amounts as a result of Ind AS recognition requirements.

Ind AS 101 also requires that Indian GAAP carrying amount of goodwill must be used in the opening Ind AS balance sheet (apart from adjustments for goodwill impairment and recognition or derecognition of intangible assets). In accordance with Ind AS 101, the Company has tested goodwill for impairment at the date of transition to Ind AS. No goodwill impairment was deemed necessary at 1 April 2014.

As part of the business combination exemption, the Company has also used Ind AS 101 exemption regarding previously unconsolidated subsidiaries. The use of this exemption requires the Company to adjust the carrying amounts of the previously unconsolidated subsidiary's assets and liabilities to the amounts that Ind AS would require in the subsidiary's balance sheet. The deemed cost of goodwill equals the difference at the date of transition to Ind AS between the parent's interest in those adjusted carrying amounts, and the cost in the parent's separate financial statements of its investment in the subsidiary. The cost of a subsidiary in the parent's separate financial statements is the Indian GAAP carrying amount at the transition date.

The estimates at 1 April 2017 and at 31 March 2018 are consistent with those made for the same dates in accordance with Indian GAAP (after adjustments to reflect any differences in accounting policies) apart from the following items where application of Indian GAAP did not require estimation:
- FVTOCI - unquoted equity shares
- FVTOCI - Remeasurement of Benifits
- Impairment of financial assets based on expected credit loss model

The estimates used by the Company to present these amounts in accordance with Ind AS reflect conditions at 1 April 2017, the date of transition to Ind AS and as of 31 March 2018.

International Constructions Limited

Notes to consolidated financial statements for the year ending march 31, 2019

45 GROUP INFORMATION

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 1st April 2017
SUBSIDIARIES	%	%	%
ADD Realty Limited	79.40	70.15	70.15
Add Industrial Park (Tamilnadu) Limited	63.85	56.41	56.41
Add Elcina Electronics Park Private Limited	62.96	55.63	55.63
Ratnatray Mega Food Park Private Limited	78.60	18.24	21.02
ASSOCIATES			
Delhi Waste Management Limited	47.95	46.30	46.30
ADD Technologies Limited	47.95	46.30	46.30
SJA Devlopers Pvt Limited	47.95	46.30	46.30
SPM Engineers Limited	45.33	45.33	45.33
Suraksha Insurance Brokers private Limited	19.40	24.40	24.40
Leonis Austin Town Devlopers Private Limited	47.50	-	-
Leonis HSR Devlopers Private Limited	47.50	-	-
Leonis Kormangala Complex Private Limited	47.50	-	-
Leonis R T Nagar Devlopers Private Limited	47.50	-	-
Leonis Sadashivanagar Devlopers Private Limited	47.50	-	-
Leonis Vijaynagar Devlopers Private Limited	47.50	-	-

International Constructions Limited

Notes to consolidated financial statements for the year ending march 31, 2019

Reconciliation of profit or loss for the year ended 31 March 2018

(Amount in '000)

Particulars	Note No.	As per Local GAAP	Adjustments	As per Ind AS
Income				
Revenue from Operations		6,048.99	(552.99)	5,496.00
Other Income		11,227.80	552.99	11,780.79
Total Income		17,276.79	-	17,276.79
Expenses				
Employee benefits expense	2	2,281.84	(38.22)	2,243.62
Finance Cost	1	8,045.51	3,056.54	11,102.05
Depreciation and Amortisation expenses		5,718.43	-	5,718.43
Other Expenses	5	23,273.05	(105.53)	23,167.52
Total Expenses		39,318.83	2,912.79	42,231.62
Profit / (Loss) before share of (profit) / loss of associate and joint venture, exceptional items and tax		(22,042.04)	(2,912.79)	(24,954.83)
Share of profit / (loss) from investment in associates and joint ventures	7	16,452.90	(2,657.08)	13,795.82
Adjustment for Non-controlling interests	6	(680.22)	7,498.83	6,818.61
Exceptional Items			-	-
Profit/(loss) before tax from continuing operations		(6,269.36)	1,928.96	(4,340.40)
Tax Expenses			-	
Current tax		12.95	-	12.95
Less Mat Credit entitlement	8		(960.94)	(960.94)
Adjustment of tax related to earlier periods		(567.05)	-	(567.05)
Deferred tax	4		27,159.30	27,159.30
Income Tax Expense		(554.10)	26,198.36	25,644.26
Profit for the year		(5,715.26)	(24,269.40)	(29,984.66)
Other Comprehensive Income (OCI)				
Other comprehensive income not to be reclassified to profit or loss in subsequent periods:			-	
Re-Measurement gains on defined benefit plans	2		3.25	3.25
Income Tax effect	4		(0.84)	(0.84)
Other comprehensive income to be reclassified to profit or loss in subsequent periods:			-	
Remeasurement of Investments at Fair Value	3		25,631.72	25,631.72
Income Tax effect	4		(5,331.38)	(5,331.38)
		-	20,302.75	20,302.75
Total comprehensive income for the year, net of tax:		(5,715.26)	(3,966.65)	(9,681.91)

International Constructions Limited

Notes to consolidated financial statements for the year ending march 31, 2019

1) **Finance Cost :** Under Ind AS, the Loan recieved from ICL has been accounted at amortised cost with the adjustment of time value of money to arrive at fair value. the yearly fair value changes has been accounted as financial liability of Rs. 1,950.14 thousand with a corresponding net increase in finance Cost in the statement of profit and loss of Rs. 3056.54 thousand.

2) **Employee Cost:** On account of revised actuarial valuation, the employee cost amounting to Rs. 38.22 thousand have been accounted as income in statement of profit and loss and re-measurement gain of Rs. 3.24 thousand in other comprehenssive income.

3) **Fair Value of Investments:** The fair Value of investment in the form of Equity shares in Other Companies (Refer Note 4) equal to the amount of increase in the fair value of investment has been accounted Rs. 25,631.72thousand have been accounted as Income in Other Comprehensive Income.

4) **Deferred tax:** The Deferred tax adjustments are recognised in correlation to the underlying transaction in statement of profit and loss and in Other comprehenssive Income. The deferred tax income recognised during the year ending 31st March 2018 is Rs. 27,159.29 thousand and Rs. 5,332.22 thousand in Profit and loss and in other comprehenssive income respectively.

5) **Other Expenses:** Reversal of loss on sale and impairement of investement has been reversed during the year 2017 - 18, as the investement were fair valued as at 1st april 2017 and the corrospending fair values changes has been debited to retained earlning amount to Rs 105.42 thousand

6) **Impact on adjustment on Non controlling Interest:** on account of IND AS adjustements on each of the subsidiaries and Associates there is a change in non controlling interest amounting to Rs 6,138.38 thousand with a corresponding decrease on non controlling interest.

7) **Impact on share of profit from associates:** on account of IND AS adjustements on each of the Associates there is a change in share of profit amounting to Rs 2,657.08 thousand with a corresponding decrease on fair value of investements.

8) **MAT Credit:**Due to revised recongnition criteria as per IND AS the un recongnised MAT credit under Indian GAAP has been recongnised now amounting to Rs.960.93 thousand.

Other comprehensive income: Under Indian GAAP, the Group has not presented other comprehensive income (OCI) separately. Hence, it has reconciled Indian GAAP profit or loss to profit or profit or loss as per Ind AS. Further, Indian GAAP profit or loss is reconciled to total comprehensive income as per Ind AS.

International Constructions Limited
Notes to consolidated financial statements for the year ending march 31, 2019

Reconciliation of equity as at 1 April 2017 (date of transition to Ind AS) and 31st March 2018

(Amount in '000)

Particulars	Note No.	As at 1st April 2017			As at 31st March 2018		
		As per Local GAAP	Adjustments	As per INDAS	As per Local GAAP	Adjustments	As per INDAS
ASSETS							
Non-current assets							
(a) Property, plant and equipment		6,19,246.77	-	6,19,246.77	6,10,968.36	-	6,10,968.36
(b) Financial assets				-	-		-
- Investments	1	1,95,731.51	63,920.88	2,59,652.39	2,12,499.17	86,070.53	2,98,569.70
- Loans		815.03	-	815.03	815.03	-	815.03
- Other non current financial Assets		3,128.09	-	3,128.09	6,307.41	-	6,307.41
(c) Other Non Current Assets		2,893.28	-	2,893.28	2,893.28	-	2,893.28
		8,21,814.68	63,920.88	8,85,735.56	8,33,483.25	86,070.53	9,19,553.78
Current assets							
(a) Financial assets							
- Trade Receivables		42,936.15	-	42,936.15	44,193.53	-	44,193.53
- Cash and Bank Balances		3,425.30	-	3,425.30	1,199.63	-	1,199.63
- Loans		39,104.48	-	39,104.48	29,410.00	-	29,410.00
- Other current financial Assets		7,754.37	-	7,754.37	7,754.37	-	7,754.37
(b) Other current assets		19,732.17	-	19,732.17	2.12	-	2.12
(c) Current Income tax Receivable (Net)		10,938.39	-	10,938.39	12,003.98	-	12,003.98
				-			-
		1,23,890.86	-	1,23,890.86	94,563.63	-	94,563.63
				-			
TOTAL ASSETS		9,45,705.54	63,920.88	10,09,626.42	9,28,046.88	86,070.53	10,14,117.41
EQUITY AND LIABILITIES							
Equity							
(a) Equity Share capital		36,339.60	-	36,339.60	36,339.60	-	36,339.60
(b) Other Equity		-	-	-	-	-	-
-Equity Components of Financial instrument	3		-	-		72,920.59	72,920.59
-Retained Earning		2,95,146.21	29,124.36	3,24,270.57	4,23,501.63	(94,211.76)	3,29,289.87
(c) Non-controlling interests	2	2,87,813.01	(4,501.48)	2,83,311.53	2,16,075.97	1,00,341.71	3,16,417.68
Total equity		6,19,298.82	24,622.88	6,43,921.70	6,75,917.20	79,050.54	7,54,967.74
LIABILITIES							
Non-current liabilities							
(a) Financial liabilities							
- Borrowings		1,08,229.86	-	1,08,229.86	34,104.64	-	34,104.64
(b) Provisions	4	112.06	40.83	152.89	127.08	64.43	191.51
(c) Deffered Tax Liabilities	5	(1,254.70)	39,238.20	37,983.50	(8,411.92)	77,926.01	69,514.09
(d) Other Non Current Liabilities	3	1,37,333.90	-	1,37,333.90	1,42,206.34	(70,970.44)	71,235.90
		2,44,421.12	39,279.03	2,83,700.15	1,68,026.14	7,020.00	1,75,046.14
Current liabilities							
(a) Financial liabilities							
- Borrowings		29,732.77	-	29,732.77	29,473.62	-	29,473.62
- Trade payables		47,999.38	-	47,999.38	47,515.22	-	47,515.22
			-			-	
(b) Other current liabilities		4,253.45	-	4,253.45	7,113.30	-	7,113.30
(c) Provisions	4	-	18.98	18.98	1.39	-	1.39
		81,985.60	18.98	82,004.58	84,103.53	-	84,103.53
				-			-
Total liabilities		3,26,406.72	39,298.00	3,65,704.72	2,52,129.67	7,020.00	2,59,149.67
TOTAL EQUITY AND LIABILTIES		9,45,705.54	63,920.88	10,09,626.42	9,28,046.87	86,070.54	10,14,117.41

Particulars		As at April 1 , 2017 (Date of Transition)	As at March 31, 2018 (End of Last Period presented under previous GAAP)
Equity as per Indian GAAP		2,95,146.21	4,23,501.63
Remeasurement of Gratuity	4	(59.80)	(64.43)
Fair value of Investments as per Ind AS	1	63,920.88	86,070.53
Impact of on non controlling interest	2	4,501.48	(1,00,341.71)
Impact of on equity component of Financial Instrument	3	-	(1,950.15)
Impact of Deferred Tax	5	(39,238.20)	(77,926.01)
Total Adjustment to Equity		29,124.36	(94,211.77)
Total Equity under IND AS		3,24,270.57	3,29,289.86

International Constructions Limited

Notes to consolidated financial statements for the year ending march 31, 2019

1) **Investmetn in Equity shares:** The investment in equity shares of Other Companies have been valued at fair value as at 1st April 2017 and the fair value has been adopted as deemed cost in the opening balnce sheet. Thus the investment in equity share is Increased by Rs. 86,070.52 thousand (1st April 2017: Rs.63,920.88 thousand) with a corresponding Increase in retained earnings.

2) **Impact on Non controlling Interest:** on account of IND AS adjustements on each of the subsidiaries and Associates there is a change in non controlling interest amount to Rs 1,13,978.929 thousand (1st April 2017 : Rs -4,501.48 thousand) with a corresponding Increase in retained earnings.

3) **Fair Valuation of Financial Instrument** : Under Ind AS, the Interest free Loan recieved from SPML has been accounted at amortised cost with the adjustment of time value of money to arrive at fair value, with a corresponding increase in Equity component to Rs 72,920.59 thousand. the yearly fair value changes has been accounted as financial liability of Rs. 1,950.14 thousand with a corresponding net increase in finance Cost in the statement of profit and loss.

4) **Provisions for Employee Benefits:** On account of revised actuarial valuation, as per Ind AS 19 the provision for employee benefit has been accounted. This resulted in Increase in the provision for employee benefits of Rs. 64.43 thousand (1st April 2017: Rs.59.80 thousand)

5) **Deferred tax:** Indian GAAP requires deferred tax accounting using the income statement approach, which focuses on differences between taxable profits and accounting profits for the period. Ind AS 12 requires entities to account for deferred taxes using the balance sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base. The application of Ind AS 12 approach has resulted in recognition of deferred tax on new temporary differences which was not required under Indian GAAP.

In addition, the various transitional adjustments lead to temporary differences. According to the accounting policies, the Group has to account for such differences. Deferred tax adjustments are recognised in correlation to the underlying transaction either in retained earnings or a separate component of equity. On the date of transition, the net impact on deferred tax Asset is of Rs. 77,926.01 thousand (31 March 2017: Rs. 39,238.20 thousand).

Statement of cash flows: The transition from Indian GAAP to Ind AS has not had a material impact on the statement of cash flows.

During the financial year 2017-18, National Company Law Tribunal (NCLT) passed the merger order filed by the subsidiaries of the company with retrospective effect from 1st April 2016. However while preparing the consolidated financial statements for the FY 2017-18, the company had not restated the previous year figure considering the mergere order came subsequently. Hence the audited consolidated financial statements does not match with the opening balances of Ind AS consolidated financial statement as at 1st April 2017.

For the purpose of equity and statement of profit and loss reconciliation as at 31st March 2017 provided above based on the revised Indian GAAP consolidated financial statements and accordingly the reconciliation has been explained.

International Constructions Limited

Notes to consolidated financial statements for the year ending march 31, 2019

46 Additional information as required by paragraph 2 of the general instructions for preparation of consolidation financial statements to schedule III to the Companies Act 2013:

(Amount in '000)

Name of entity	Net Assets, ie, Total Assets minus Total Liabilities		Share in profit or loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated profit or loss	Amount	As % of consolidated profit or loss	Amount
Parent								
International Constructions Limited	19.01%	1,35,289.29	-5.28%	760.38	100.08%	(44,115.81)	74.14%	(43,355.43)
Subsidiaries								
ADD Realty Limited	56.38%	4,01,198.71	55.90%	(8,049.03)	-0.08%	37.03	13.70%	(8,012.00)
Add Industrial Park (Tamilnadu) Limited	24.76%	1,76,214.30	20.54%	(2,956.93)	0.00%	-	5.06%	(2,956.93)
Add Elcina Electronics Park Private Limited	-0.03%	(186.84)	0.13%	(18.59)	0.00%	-	0.03%	(18.59)
Ratnatray Mega Food Park Private Limited	-0.13%	(890.45)	0.08%	(11.36)	0.00%	-	0.02%	(11.36)
Associate								
Delhi Waste Management Limited	0.00%	-	-7.81%	1,124.77	0.00%	-	-1.92%	1,124.77
ADD Technologies Limited	0.00%	-	-0.76%	109.85	0.00%	-	-0.19%	109.85
SJA Devlopers Pvt Limited	0.00%	-	37.83%	(5,446.99)	0.00%	-	9.31%	(5,446.99)
SPM Engineers Limited	0.00%	-	-2.62%	376.61	0.00%	-	-0.64%	376.61
Suraksha Insurance Brokers private Limited	0.00%	-	0.01%	(1.82)	0.00%	-	0.00%	(1.82)
Leonis Austin Town Devlopers Private Limited	0.00%	-	0.33%	(47.50)	0.00%	-	0.08%	(47.50)
Leonis HSR Devlopers Private Limited	0.00%	-	0.33%	(47.50)	0.00%	-	0.08%	(47.50)
Leonis Kormangala Complex Private Limited	0.00%	-	0.33%	(47.50)	0.00%	-	0.08%	(47.50)
Leonis R T Nagar Devlopers Private Limited	0.00%	-	0.33%	(47.50)	0.00%	-	0.08%	(47.50)
Leonis Sadashivanagar Devlopers Private Limited	0.00%	-	0.33%	(47.50)	0.00%	-	0.08%	(47.50)
Leonis Vijaynagar Devlopers Private Limited	0.00%	-	0.33%	(47.50)	0.00%	-	0.08%	(47.50)
Total	100%	7,11,625.02	100%	(14,398.10)	100%	(44,078.78)	100%	(58,476.88)

47 The amounts and disclosures included in the financial statements of the previous year have been reclassified and regrouped whereever necessary.

As per our Report of even date.

For G.L.KOTHARI & Co.,
Chartered Accountants
Firm Registration No.001445 S

Sd -
CA G.L.KOTHARI
Proprietor
Membership No. 025481

Place: Bengaluru
Date: 29th May 2019

For and on behalf of the board

Sd -
(Om Prakash Sharma)
Chief Financial Officer

Sd -
(S. Nakkiran)
Company Secretary
FCS : 2833

Sd -
(Anil Kumar Sethi)
Director
DIN : 00035800

Sd -
(Priti Devi Sethi)
Director
DIN : 00635846

Place: Bengaluru
Date: 29th May 2019

CERTIFIED TRUE COPY
For International Constructions Limited
AGM & Company Secretary