

## **INDEPENDENT AUDITOR'S REPORT**

To the Members of **WELSPUN BUILD-TECH PRIVATE LIMITED (Formerly known as Welspun Construction Private Limited)**

### **Report on the Audit of the Standalone Ind AS Financial Statements**

#### **Opinion**

We have audited the accompanying standalone Ind AS financial statements of WELPSUN BUILD-TECH PRIVATE LIMITED ("the Company"), which comprise the Balance sheet as at March 31 2020, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("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 March 31, 2020, its loss including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

#### **Basis for Opinion**

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

#### **Responsibility of Management for the Standalone Ind AS Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

### **Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements**

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

### **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 1**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
  - (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
  - (e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act;
  - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "**Annexure 2**" to this report;
  - (g) The provisions of section 197 read with Schedule V of the Act are not applicable to the Company for the year ended March 31, 2020;
  - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company does not have any pending litigations which would impact its financial position;
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**For SUREKA ASSOCIATES**  
**Chartered Accountants**  
**Firm's Registration No. 110640W**

**Suresh Sureka**  
**Partner**  
**Membership No. 34132**

**Place : Mumbai**  
**Date : 27 May 2020**

## ANNEXURE 1 TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 1 of the Independent Auditors' Report of even date to the members of **Welspun Build-Tech Private Limited (Formerly known as Welspun Construction Private Limited)** on the financial statements as of and for the year ended March 31, 2020

- i. (a) The Company is maintaining proper records showing full particulars, including quantitative detail and situation of fixed assets.  
  
(b) These fixed assets have been physically verified by the management at reasonable intervals. No material discrepancies were noticed on such verification.  
  
(c) The title deed of immovable properties is held in the name of the company.
- ii. The Company does not have any inventory. Hence, the question of verification thereof does not arise.
- iii. The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Therefore, the provisions of Clause 3(iii), (iii)(a), (iii)(b) and (iii)(c) of the said Order are not applicable to the Company.
- iv. The Company has not granted any loans or made any investments, or provided any guarantees or security to the parties covered under Section 185 and 186. Therefore, the provisions of Clause 3(iv) of the said Order are not applicable to the Company.
- v. The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.
- vi. Pursuant to the rules made by the Central Government of India, the Company is not required to maintain cost records as specified under Section 148(1) of the Act in respect of its business.
- vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of income tax and service tax, and is regular in depositing undisputed statutory dues, including provident fund, sales tax, duty of customs, value added tax and other material statutory dues, as applicable, with the appropriate authorities.  
  
(b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of income-tax, sales-tax, service-tax, duty of customs, duty of excise or value added tax which have not been deposited on account of any dispute.
- viii. According to the records of the Company examined by us and the information and explanation given to us, the Company does not have any borrowings from banks or financial institutions or has not issued any debentures. Hence the question of any default does not arise.
- ix. In our opinion, and according to the information and explanations given to us, the Company has not raised any moneys by way of term loans nor by way of initial public offer.
- x. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information

and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.

- xi. The Company has not paid nor provided for any managerial remuneration during the year.
- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Indian Accounting Standards (IndAs) 24 Related Party Disclosures specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.
- xv. The Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.
- xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

**For SUREKA ASSOCIATES**  
**Chartered Accountants**  
**Firm's Registration No. 110640W**

**Suresh Sureka**  
**Partner**  
**Membership No. 34132**

**Place : Mumbai**  
**Date : 27 May 2020**

## **ANNEXURE 2 TO INDEPENDENT AUDITORS' REPORT**

Referred to in paragraph 2(f) of the Independent Auditors' Report of even date to the members of **Welspun Build-Tech Private Limited (Formerly known as Welspun Construction Private Limited)** on the financial statements as of and for the year ended March 31, 2020

### **Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act**

1. We have audited the internal financial controls over financial reporting of **Welspun Build-Tech Private Limited** (Formerly known as Welspun Construction Private Limited) ("the Company") as of March 31, 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

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

#### **Auditors' Responsibility**

3. 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 deemed to be prescribed under section 143(10) of the Act 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 ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

## **Meaning of Internal Financial Controls Over Financial Reporting**

6. 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**

7. 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**

8. 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 March 31, 2020, 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 SUREKA ASSOCIATES**  
**Chartered Accountants**  
**Firm's Registration No. 110640W**

**Suresh Sureka**  
**Partner**  
**Membership No. 34132**

**Place : Mumbai**  
**Date : 27 May 2020**

**Balance Sheet as at March 31, 2020**

(Rupees in lakhs)

	Notes	As at March 31, 2020	As at March 31, 2019
<b>ASSETS</b>			
<b>1. Non-current assets</b>			
(a) Property, plant and equipment	5	1,709.82	1,709.82
<b>Total non-current assets</b>		<b>1,709.82</b>	<b>1,709.82</b>
<b>2. Current assets</b>			
(a) Financial assets			
(i) Cash and cash equivalents	6	-	0.32
(b) Other current assets	7	0.14	0.09
<b>Total current assets</b>		<b>0.14</b>	<b>0.41</b>
<b>Total assets</b>		<b>1,709.96</b>	<b>1,710.23</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	8	1.0000	1.00
Instruments entirely equity in nature	8	1,711.78	1,711.78
Other equity	8	(5.33)	(4.92)
<b>Total equity</b>		<b>1,707.45</b>	<b>1,707.86</b>
<b>LIABILITIES</b>			
<b>1. Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	9	2.21	2.05
(ii) Trade payables	10	0.28	0.31
(iii) Other financial liabilities	11	-	0.00
(b) Other current liabilities	12	0.02	0.01
<b>Total current liabilities</b>		<b>2.51</b>	<b>2.37</b>
<b>Total equity and liabilities</b>		<b>1,709.96</b>	<b>1,710.23</b>

'0' denotes amount less than Rs. 500  
Notes forming part of the financial statements (Refer note 1 to 25)

As per our report of even date attached.

**FOR SUREKA ASSOCIATES**

Chartered Accountants

**FRN : 110640W**

**Suresh Sureka**  
Partner  
Membership No: 34132

Place: Mumbai  
Date: 27 May 2020

**For and on behalf of the Board of Directors**

**Sandeep Garg**  
Director

DIN : 00036419

**Vinoo Sanjay**  
Director

DIN : 07470339



**Welspun Build-Tech Private Limited**  
(Formerly known as Welspun Construction Private Limited)

**Statement of Profit and Loss for the year ended March 31, 2020**

(Rupees in lakhs)

	Note	Year ended March 31, 2020	Year ended March 31, 2019
<b>I. Income</b>			
Revenue from operations		-	-
Other income		0.04	-
<b>Total income</b>	<b>13</b>	<b>0.04</b>	<b>-</b>
<b>II. Expenses</b>			
Finance costs	<b>14</b>	0.05	0.01
Other expenses	<b>15</b>	0.40	1.10
<b>Total expenses</b>		<b>0.45</b>	<b>1.11</b>
<b>III. Profit before exceptional items and tax (I-II)</b>		<b>(0.41)</b>	<b>(1.11)</b>
<b>IV. Exceptional items (net)</b>		<b>-</b>	<b>-</b>
<b>V. Profit before tax (III + IV)</b>		<b>(0.41)</b>	<b>(1.11)</b>
<b>VI. Tax expense</b>			
- Current tax		-	-
- Deferred tax charge / (credit)		-	-
<b>Total tax expense / (credit)</b>		<b>-</b>	<b>-</b>
<b>VII. Profit for the year (V -VI)</b>		<b>(0.41)</b>	<b>(1.11)</b>
<b>VIII. Other comprehensive income</b>			
Items that will not be reclassified to profit or loss			
- Remeasurement gain/(losses) on defined benefit plan		-	-
- Income tax effect on the above		-	-
<b>Other comprehensive income for the year (net of tax)</b>		<b>-</b>	<b>-</b>
<b>IX. Total comprehensive income for the year (VII+VIII)</b>		<b>(0.41)</b>	<b>(1.11)</b>
<b>Earnings per share (Face value Rs 10 each)</b>	<b>19</b>		
Basic EPS (in Rs)		(4.13)	(11.05)
Diluted EPS (in Rs)		(4.13)	(11.05)

Notes forming part of the financial statements (Refer note 1 to 25)

As per our report of even date attached.

**FOR SUREKA ASSOCIATES**

Chartered Accountants

**FRN : 110640W**

**For and on behalf of the Board of Directors**

**Suresh Sureka**  
Partner  
Membership No: 34132

Place: Mumbai  
Date: 27 May 2020

**Sandeep Garg**  
Director

DIN : 00036419

**Vinoo Sanjay**  
Director

DIN : 07470339

**Welspun Build-Tech Private Limited**  
(Formerly known as Welspun Construction Private Limited)

**Statement of changes in equity for the year ended March 31, 2020**

Equity share capital		(Rupees in lakhs)
	<b>Amount</b>	
<b>Balances as at March 31, 2018</b>	<b>1.00</b>	
Changes in equity share capital	-	
<b>Balances as at March 31, 2019</b>	<b>1.00</b>	
Changes in equity share capital	-	
<b>Balances as at March 31, 2020</b>	<b>1.00</b>	

Instrument entirely equity in nature		(Rupees in lakhs)
Equity component of Compulsorily Convertible Debentures		<b>Amount</b>
<b>Balances as at March 31, 2018</b>		<b>1,711.78</b>
Instrument entirely equity in nature		-
<b>Balances as at March 31, 2019</b>		<b>1,711.78</b>
Instrument entirely equity in nature		-
<b>Balances as at March 31, 2020</b>		<b>1,711.78</b>

Other equity			(Rupees in lakhs)
	Retained earnings	Total other equity	
<b>Balances as at March 31, 2018(A)</b>	<b>(3.81)</b>	<b>(3.81)</b>	
Profit for the year	(1.11)	(1.11)	
Other comprehensive income	-	-	
<b>Total comprehensive income for the year (B)</b>	<b>(1.11)</b>	<b>(1.11)</b>	
<b>Balances as at March 31, 2019 (C = (A + B))</b>	<b>(4.92)</b>	<b>(4.92)</b>	
Profit for the year	(0.41)	(0.41)	
Other comprehensive income	-	-	
<b>Total comprehensive income for the year (D)</b>	<b>(0.41)</b>	<b>(0.41)</b>	
<b>Balances as at March 31, 2020 (E = (C + D))</b>	<b>(5.33)</b>	<b>(5.33)</b>	

Notes forming part of the financial statements (Refer note 1 to 25)

As per our report of even date attached.

**FOR SUREKA ASSOCIATES**  
Chartered Accountants  
**FRN : 110640W**

**For and on behalf of the Board of Directors**

**Suresh Sureka**  
Partner  
Membership No: 34132

**Sandeep Garg**  
Director

**Vinoo Sanjay**  
Director

DIN : 00036419

DIN : 07470339

Place: Mumbai  
Date: 27 May 2020

Statement of Cash Flow for the year ended March 31, 2020

(Rupees in lakhs)

	As at March 31, 2020		As at March 31, 2019	
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>				
Net profit before tax		(0.41)		(1.11)
Add : finance expenses		0.05		0.01
Add: Security deposits written off		-		0.39
<b>Operating profit before working capital changes</b>		<b>(0.36)</b>		<b>(0.71)</b>
Adjustments for:				
Trade and other receivables	(0.05)		(0.08)	
Trade payables and other liabilities	(0.03)		0.11	
		(0.07)		0.03
<b>Cash generated/ (used) from operations</b>		<b>(0.43)</b>		<b>(0.67)</b>
Taxes paid		-		-
<b>Net cash from/ (used) in operating activities</b>		<b>(0.43)</b>		<b>(0.67)</b>
<b>B. CASH FLOW FROM FINANCING ACTIVITIES</b>				
Finance expenses paid		(0.05)		(0.01)
Short term borrowing		0.16		0.00
<b>Net cash from / (used) in financing activities</b>		<b>0.11</b>		<b>(0.00)</b>
<b>Net increase/(decrease) in cash and cash equivalents (A+B)</b>		<b>(0.32)</b>		<b>(0.67)</b>
<b>Cash and cash equivalent at beginning of year</b>		<b>0.32</b>		<b>0.99</b>
Cash and cash equivalent at end of year		(0.00)		0.32
<b>Components of cash and cash equivalents</b>				
Cash and cash equivalent		-		0.32
<b>Total cash and cash equivalents</b>		<b>-</b>		<b>0.32</b>

Notes forming part of the financial statements (Refer note 1 to 25)

As per our report of even date attached.

**FOR SUREKA ASSOCIATES**

Chartered Accountants

**FRN : 110640W**

**For and on behalf of the Board of Directors**

**Suresh Sureka**  
Partner  
Membership No: 34132

Place: Mumbai  
Date: 27 May 2020

**Sandeep Garg**  
Director  
DIN : 00036419

**Vinoo Sanjay**  
Director  
DIN : 07470339

**Notes forming part of the financial statements**

**1 Corporate information**

Welspun Build-Tech Private Limited (formerly known as Welspun Construction Private Limited) ('WBTPPL' or 'the Company') is a wholly owned subsidiary company of Welspun Enterprises Limited. The Company is engaged into infrastructure development.

The separate financial statements (hereinafter referred to as "Financial Statements") of the Company for the financial year 2019-20 were authorised for issue in accordance with a resolution of board of directors on 27 May 2020.

**2 Basis of preparation of financial statements**

The financial statements are prepared on going concern basis in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III).

The financial statements have been prepared under the historical cost convention and on accrual basis, except for certain financial assets and liabilities which have been measured at fair value (Refer accounting policy regarding financial instruments)

The financial statements are presented in Indian Rupees ('INR') with values rounded off to the nearest lakhs with two decimals, thereof, except otherwise indicated.

**3 Significant accounting policies**

**i) Current versus non-current classification**

The Company presents assets and liabilities in the Balance Sheet based on current/ non-current classification. An asset is classified as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized 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 classified as 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.

The company has identified 12 months as its operating cycle.

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

**ii) Revenue Recognition**

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements.

**iii) Exceptional items**

On certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities of the company, is such that its disclosure improves an understanding of the performance of the Company. Such income or expense is classified as an exceptional item and accordingly disclosed in the notes to accounts.

**iv) Property, Plant and Equipment**

Since there is no change in the functional currency, the Company has elected to continue with the carrying value for all of its property, plant and equipment as recognised in its previous GAAP financial statements as deemed cost at the transition date, viz., 1 April 2015.

Capital work-in-progress includes cost of property, plant and equipment under installation / under development as at the balance sheet date.

**Notes forming part of the financial statements**

**1 Corporate information**  
**v) Impairment of non-financial assets**

The carrying amounts of non-financial assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An asset is treated as impaired when the carrying amount exceeds its recoverable value. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to the present value using a pre-tax discount rate that reflects current market assessment of the time value of money and risks specific to the assets. An impairment loss is charged to the statement of profit and loss in the year in which an asset is identified as impaired. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life. The impairment loss recognized in prior accounting periods is reversed by crediting the statement of profit and loss if there has been a change in the estimate of recoverable amount.

**vi) Taxes on income**

**a) Current tax**

Current income tax assets and liabilities for the current and prior periods 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 by the reporting date. Current taxes are recognized in profit or loss except to the extent that the tax relates to items recognized in other comprehensive income 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.

**b) Deferred tax**

Deferred income tax is recognized on all temporary differences which are the differences between the carrying amount of an asset or liability in the statement of financial position and its tax base except when the deferred income tax arises from the initial recognition of an asset or liability that effects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred tax liabilities are recognized for all taxable temporary differences; and deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and unused tax losses, to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences, and the carry-forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient future taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profit 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 realized or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date and based on the tax consequence which will follow from the manner in which the Company expects, at financial year end, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax relating to item recognised outside the statement of profit and loss is recognised outside the statement of profit and loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current income tax assets against current income tax liability and the deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum Alternate Tax (MAT) paid in accordance with tax laws, which give rise to future economic benefits in the form of adjustment of future tax liability, is recognized as an asset only when, based on convincing evidence, it is probable that the future economic benefits associated with it will flow to the Company and the assets can be measured reliably.

**Notes forming part of the financial statements**

**1 Corporate information**  
**vii) Cash and cash equivalents**

Cash and cash equivalents comprise cash at bank and on hand and other short term highly liquid investments with an original maturity of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

**viii) Earnings per share**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares except when the results would be anti-dilutive.

**ix) Provisions, contingent liabilities and contingent assets**

**a) Provisions**

Provisions are recognized when the Company has a present obligation (legal or constructive) where, 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 to the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risk specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources embodying economic benefits will be required to settle the obligation, the provision is reversed.

**b) Contingent liabilities and contingent assets**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non occurrence of one or more uncertain future events beyond the control of the Company or a present obligation which is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. Information on contingent liabilities is disclosed in the notes to the financial statements, unless the possibility of an outflow of resources embodying economic benefits is remote.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Contingent asset is not recognized, but its existence is disclosed in the financial statements.

**x) Leases**

Operating Lease :

Lease of assets under which all the risks and rewards of ownership are effectively retained by the lesser are classified as operating lease. Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term. 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 fulfillment 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.

**xi) 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.

**Notes forming part of the financial statements**

**1 Corporate information**  
**A. Financial assets**

**a) Initial recognition and measurement**

Financial assets are recognized when the Company becomes a party to the contractual provisions of the instrument. The Company determines the classification of its financial assets at initial recognition. All financial assets are recognized initially at fair value plus transaction costs that are directly attributable to the acquisition of the financial asset except for financial assets classified as fair value through profit or loss.

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 recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

**b) Subsequent measurement**

For the purposes of subsequent measurement, financial assets are classified in four categories:

- i) Debt instruments measured at amortised cost
- ii) Debt instruments measured at fair value through other comprehensive income (FVTOCI)
- iii) Debt instruments measured at fair value through profit or loss (FVTPL)
- iv) Equity instruments measured at FVTOCI or FVTPL

**Debt instruments**

The subsequent measurement of debt instruments depends on their classification. The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

**i) Debt instruments measured at amortised cost**

Debt instruments that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in the statement of profit and loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

**ii) Debt instruments measured at FVTOCI**

Debt instruments that are held for collection of contractual cash flows and for selling the financial assets, where the assets cash flows represent solely payment of principal and interest, are measured at FVTOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses and interest income which are recognised in statement of profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in the OCI is reclassified from equity to statement of profit and loss. Interest income from these financial assets is disclosed as interest income in the statement of profit and loss using the effective interest rate method.

**iii) Debt instruments measured at FVTPL**

Debt instruments that do not meet the criteria for amortised cost or FVTOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised and presented net in the statement of profit and loss in the period in which it arises. Interest income from these financial assets is included in other income.

**iv) Equity instruments**

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as FVTPL. The Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to profit or loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and Loss.

**B. Derecognition of financial assets**

A financial asset is derecognised only when

- i) The Company has transferred the rights to receive cash flows from the financial asset or
- ii) retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

## **Notes forming part of the financial statements**

### **1 Corporate information**

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

#### **C. Impairment of financial assets**

The Company assesses impairment based on expected credit losses (ECL) model to the following:

- i) Financial assets measured at amortised cost
- ii) Financial assets measured at fair value through other comprehensive income (FVTOCI)

Expected credit losses are measured through a loss allowance at an amount equal to

- i) the twelve months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within twelve after the reporting date) or
- ii) full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, twelve months ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the Company reverts to recognising impairment loss allowance based on twelve months ECL.

#### **D. Financial liabilities**

##### **a) Initial recognition and measurement**

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. The Company determines the classification of its financial liability at initial recognition. All financial liabilities are recognised initially at fair value plus transaction costs that are directly attributable to the acquisition of the financial liability except for financial liabilities classified as fair value through profit or loss.

##### **b) Subsequent measurement**

For the purposes of subsequent measurement, financial liabilities are classified in two categories:

- i) Financial liabilities measured at amortised cost
- ii) Financial liabilities measured at FVTPL (fair value through profit or loss)

##### **i) Financial liabilities measured at amortised cost**

After initial recognition, financial liability are subsequently measured at amortized cost using the EIR method. Gains and losses are recognised in the statement of profit and loss when the liabilities are derecognised as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in the statement of profit and loss.

##### **ii) Financial liabilities measured at fair value through profit or loss (FVTPL)**

Financial liabilities at FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Financial liabilities at FVTPL are carried in the statement of profit and loss at fair value with changes in fair value recognized in the statement of profit and loss.

##### **c) Derecognition**

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



**Notes forming part of the financial statements**

**1 Corporate information**  
**xii) Fair value measurement**

The Company measures financial instruments, such as, investment in debt and equity instruments at fair value at each reporting date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- in the principal market for the asset or liability, or
- in the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers, if any, have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

**4 Recent Indian Accounting Standards (Ind AS)**

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from April 1, 2020.

**Welspun Build-Tech Private Limited**  
(Formerly known as Welspun Construction Private Limited)

**Notes forming part of the financial statements**

<b>5 Property, plant and equipment</b>	(Rupees in lakhs)	
	<b>Freehold Land</b>	<b>Total</b>
<i>Gross carrying amount (cost)</i>		
<b>As at March 31, 2018</b>	<b>1,709.82</b>	<b>1,709.82</b>
Additions	-	-
<b>As at March 31, 2019</b>	<b>1,709.82</b>	<b>1,709.82</b>
Additions	-	-
<b>As at March 31, 2020</b>	<b>1,709.82</b>	<b>1,709.82</b>

**Welspun Build-Tech Private Limited**  
(Formerly known as Welspun Construction Private Limited)

**Notes forming part of the financial statements**

**Financial assets**

**6 Cash and cash equivalents** (Rupees in lakhs)

	<b>As at March 31, 2020</b>	<b>As at March 31, 2019</b>
Balances with banks		
- In current accounts	-	0.32
<b>Total</b>	<b>-</b>	<b>0.32</b>

**7 Other current assets** (Rupees in lakhs)

	<b>As at March 31, 2020</b>	<b>As at March 31, 2019</b>
Balance with government authorities - Indirect tax	0.14	0.08
Prepaid expenses	-	0.01
<b>Total</b>	<b>0.14</b>	<b>0.09</b>

**Notes forming part of the financial statements**

**8 Share capital and other equity**

**8(a) - Equity share capital**

(Rupees in lakhs)

Particulars	As at	
	March 31, 2020	March 31, 2019
<b>Authorised share capital</b> 10,000 (10,000 31 March 2019) Equity Shares of Rs.10 each	1.00	1.00
<b>Issued, subscribed and paid up</b> 10,000 (10,000 31 March 2019) Equity Shares of Rs.10 each fully paid up	1.00	1.00
<b>Total</b>	<b>1.00</b>	<b>1.00</b>

**Terms/ rights attached to equity shares**

The company has only one class of equity shares having par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholder in the ensuing Annual General Meeting. In the event of liquidation of the company, the holder of the equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**(i) Shares held by holding/ ultimate holding companies and / or their subsidiaries/ associates**

Particulars	As at		As at	
	March 31, 2020		March 31, 2019	
	Number of shares	% Holding	Number of shares	% Holding
Welspun Enterprises Limited	10,000	100%	10,000	100%

**(ii) Details of shareholders holding more than 5% shares in the Company**

Particulars	As at		As at	
	March 31, 2020		March 31, 2019	
	Number of shares	% Holding	Number of shares	% Holding
Welspun Enterprises Limited	10,000	100%	10,000	100%

**(iii) Reconciliation of the number of shares outstanding and the amount of the share capital**

Particulars	As at		As at	
	March 31, 2020		March 31, 2019	
	Number of shares	Amount	Number of shares	Amount
Number of shares at the beginning of the period	10,000	1.00	10,000	1.00
Add : Shares issued during the year	-	-	-	-
Number of shares at the end of the period	10,000	1.00	10,000	1.00

**8(b) - Instruments entirely equity in nature**

**(i) Equity component of Compulsorily Convertible Debentures of Rs 100 each fully paid**

(Rupees in lakhs)

Particulars	As at		As at	
	March 31, 2020		March 31, 2019	
	Number of units	Amount	Number of units	Amount
Opening Balance	1,711,775	1,711.78	1,711,775	1,711.78
Add : Issued during the year	-	-	-	-
<b>Total</b>	<b>1,711,775</b>	<b>1,711.78</b>	<b>1,711,775</b>	<b>1,711.78</b>

The above table covers the equity component of the issued compulsorily convertible debentures.

Each 0% unsecured debenture shall be compulsorily convertible into 10 equity shares of Rs.10 each of the company at the end of the tenure.

**Welspun Build-Tech Private Limited**  
(Formerly known as Welspun Construction Private Limited)

**Notes forming part of the financial statements**

**8(c) - Other equity**

<b>Particulars</b>	<b>(Rupees in lakhs)</b>	
	<b>As at March 31, 2020</b>	<b>As at March 31, 2019</b>
Securities premium reserve	-	-
Retained earnings	(5.33)	(4.92)
<b>Total</b>	<b>(5.33)</b>	<b>(4.92)</b>

**(ii) Retained earnings**

<b>Particulars</b>	<b>(Rupees in lakhs)</b>	
	<b>As at March 31, 2020</b>	<b>As at March 31, 2019</b>
<b>Opening balance</b>	<b>(4.92)</b>	<b>(3.81)</b>
Total Comprehensive income for the year	(0.41)	(1.11)
<b>Closing balance</b>	<b>(5.33)</b>	<b>(4.92)</b>

**Welspun Build-Tech Private Limited**  
(Formerly known as Welspun Construction Private Limited)

**Notes forming part of the financial statements**

**9 Current financial liabilities - borrowings**

(Rupees in lakhs)

	As at March 31, 2020	As at March 31, 2019
Loans repayable on demand - From related parties	2.21	2.05
<b>Total</b>	<b>2.21</b>	<b>2.05</b>

**10 Trade payables**

	As at March 31, 2020	As at March 31, 2019
Trade payables	0.28	0.31
<b>Total</b>	<b>0.28</b>	<b>0.31</b>

**11 Other financial liabilities- Current**

	As at March 31, 2020	As at March 31, 2019
Payable to employees	-	0.00
<b>Total</b>	<b>-</b>	<b>0.00</b>

**12 Other current liabilities**

	As at March 31, 2020	As at March 31, 2019
Statutory dues payable	0.02	0.01
<b>Total</b>	<b>0.02</b>	<b>0.01</b>

**Notes forming part of the financial statements**

**13 Other income**

	Year ended March 31, 2020	Year ended March 31, 2019
Provision no longer required written back	0.04	-
<b>Total</b>	<b>0.04</b>	<b>-</b>

**14 Finance costs**

(Rupees in lakhs)

	Year ended March 31, 2020	Year ended March 31, 2019
Interest expenses on:-		
- Others	0.01	-
Bank charges and other finance costs	0.04	0.01
<b>Total</b>	<b>0.05</b>	<b>0.01</b>

**15 Other expenses**

(Rupees in lakhs)

	Year ended March 31, 2020	Year ended March 31, 2019
Insurance	0.01	0.06
Legal and Professional fees	-	0.18
Payment to Auditor :-		
- As auditor	0.25	0.27
ROC filing fees	0.13	0.03
Miscellaneous expenses	0.01	0.56
<b>Total</b>	<b>0.40</b>	<b>1.10</b>

**Notes forming part of the financial statements**

**16 Financial risk management objectives and policies**

The Company is exposed to market risk, credit risk and liquidity risk. The Company's management oversees the management of these risks.

**Market risk**

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The sensitivity analysis excludes the impact of movements in market variables on the carrying value of post-employment benefit obligations provisions and on the non-financial assets and liabilities. The sensitivity of the relevant profit and loss item is the effect of the assumed changes in respective market risks.

**a) Interest rate risk**

Interest rate risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. In order to optimize Company's position with regard to interest income and interest expenses and manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instrument in its total portfolio.

**(i) Interest rate risk exposure**

(Rupees in lakhs)

	<b>As at March 31, 2020</b>	<b>As at March 31, 2019</b>
Variable rate borrowings	Nil	Nil

**ii) Interest rate sensitivity**

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact of change in interest rate of borrowings, as follows:

(Rupees in lakhs)

<b>Effect on Profit before tax</b>	<b>Year ended March 31, 2020</b>	<b>Year ended March 31, 2019</b>
Interest rates : (Increase) by 50 basis points	Nil	Nil
Interest rates : Decrease by 50 basis points	Nil	Nil

**Foreign Currency risk**

Currency risk is the risk that the fair value or future cash flows fluctuate because of changes in market prices of various currencies against the functional currency. However the Company is currently not exposed to foreign currency risk.

**Credit risk**

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. Individual risk limits are set accordingly.

**Liquidity risk**

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that the funds are available for use as per the requirements.

**The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments as at March 31, 2020**

	<b>Total</b>	<b>Less than 1 year</b>	<b>1 to 5 years</b>
<b>Financial Liabilities</b>			
Borrowings	2.21	2.21	-
Trade payables	0.28	0.28	-
Other financial liability	-	-	-
<b>Total</b>	<b>2.49</b>	<b>2.49</b>	-



**Notes forming part of the financial statements**

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments as at March 31, 2019

	<b>Total</b>	<b>Less than 1 year</b>	<b>1 to 5 years</b>
<b>Financial Liabilities</b>			
Borrowings	2.05	2.05	-
Trade payables	0.31	0.31	-
Other financial liability	0.00	0.00	-
<b>Total</b>	<b>2.36</b>	<b>2.36</b>	<b>-</b>

**17 Capital Management**

For the purpose of Company's capital management, capital includes issued capital and other equity reserves attributable to the shareholders. The primary objective of the Company's Capital Management is to maximize shareholder value. The company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants, if any.

The Company monitors capital using gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing borrowings, trade and other payables, less cash and cash equivalents.

	<b>As at March 31, 2020</b>	<b>As at March 31, 2019</b>
Current financial liability - Borrowing	2.21	2.05
Trade payables	0.28	0.31
Other current financial liabilities	-	0.00
Other current liabilities	0.02	0.01
Less : cash and cash equivalents	-	(0.32)
<b>Net Debt</b>	<b>2.51</b>	<b>2.06</b>
Equity	1.00	1.00
Instruments entirely equity in nature	1,711.78	1,711.78
Other equity	(5.33)	(4.92)
<b>Total Capital</b>	<b>1,707.45</b>	<b>1,707.86</b>
<b>Capital and net debt</b>	<b>1,709.96</b>	<b>1,709.92</b>
Capital Gearing Ratio	0.15%	0.12%

**Notes forming part of the financial statements**

**18 Fair value measurements**

On comparison by class of the carrying amounts and fair value of the Company's financial instruments, the carrying amounts of the financial instruments reasonably approximates fair.

**Financial instruments by category**

(Rupees in lakhs)

	As at March 31, 2020		As at March 31, 2019	
	FVTPL	Amortised Cost	FVTPL	Amortised Cost
<b><u>Financial assets (other than investment in subsidiaries, joint venture and associates)</u></b>				
<b>Current assets</b>				
Cash and cash equivalents	-	-	-	0.32
<b>Total financial assets</b>	-	-	-	<b>0.32</b>
<b><u>Financial liabilities</u></b>				
<b>Current liabilities</b>				
Borrowings	-	2.21	-	2.05
Trade payables	-	0.28	-	0.31
Other financial liabilities	-	-	-	0.00
<b>Total financial liabilities</b>	-	<b>2.49</b>	-	<b>2.36</b>

**Fair value hierarchy**

The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The following methods and assumptions were used to estimate the fair values:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: techniques which uses inputs that have a significant effect on the recorded fair value that are not based on observable market data.

Fair value of the cash and short term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial instruments approximate their carrying amounts largely due to short term maturities of these instruments.

Notes forming part of the financial statements

19 Earnings per share (EPS)

(Rupees in lakhs)

		As at March 31, 2020	As at March 31, 2019
Net profit after tax available for equity shareholders	A	(0.41)	(1.11)
Weighted average number of equity shares of Rs. 10 each outstanding during the year used for calculating basic EPS (Number of shares)	B	10,000.00	10,000.00
<b>Add: Effect of dilution:-</b>			
Compulsorily convertible debentures *	C	17,117,750	17,117,750
Weighted average number of equity shares of Rs. 10 each outstanding during the year used for calculating diluted EPS (Number of shares)	D = B+C	17,127,750	17,127,750
Basic earnings per share	A/ B	(4.13)	(11.05)
Diluted earnings per share	A/D	(4.13)	(11.05)

\* Compulsorily convertible debentures has not been considered for calculation of diluted earnings per share because they are antidilutive for the current year. These compulsorily convertible debentures could potentially dilute earnings per share in the future.

20 Segment Information

The Company is engaged in only one business segment ie infrastructure development. The Company is operating in a single geographical segment ie India.

21 Disclosure as required by Ind AS 24 - Related Party disclosures

a) Particulars of Holding Companies

Name of the entities	Extent of holding	
	As at March 31, 2020	As at March 31, 2019
Welspun Enterprises Limited (Formerly known as Welspun Projects Limited)	100%	100%

b) Fellow subsidiary

Welspun Natural Resources Private Limited

c) Directors / Key managerial Personnel (KMP)

Name of the Related Parties	
Mr. Sandeep Garg	Director
Mr. Shrinivas Kargutkar *	Director
Mr. Vinoo Sanjay	Director
Ms. Jayanti Venkataraman ^	Additional Director

^ Appointed as director w.e.f. 31 October 2019

\* Ceased to be director w.e.f. 31 October 2019

d) The following transactions were carried out with related parties in the ordinary course of business:

Nature of transactions	As at March 31, 2020	As at March 31, 2019
<b>Advances taken/ expenses incurred on behalf of the Company</b> Welspun Enterprises Limited	0.16	-
<b>Liability paid on behalf of the fellow subsidiary</b> Welspun Natural Resources Private Limited	-	0.02

Notes forming part of the financial statements

Closing balances as at

Nature of transactions	As at March 31, 2020	As at March 31, 2019
<b>Equity Component of Compulsorily Convertible Debentures</b>		
Welspun Enterprises Limited	1,711.78	1,711.78
<b>Payable at the end of the year</b>		
Welspun Enterprises Limited	2.21	2.05
Welspun Natural Resources Private Limited	0.02	0.02

Transactions with related parties are at arm's length and in the ordinary courses of business. All the outstanding balances are unsecured and settled for consideration in cash.

- 22 Under the Micro, Small and Medium Enterprise Development Act, 2006 ("MSMED Act"), certain disclosures relating to amounts due to micro, small and medium enterprises are required to be made. As the relevant information is not given or confirmed by such enterprises in view of the management, the impact of interest, if any, which may subsequently become payable to such enterprises in accordance with the provisions of the Act, would not be material and the same, if any, would be disclosed in the year of payment of interest.

23 Details of loans given, investments made and guarantee given covered U/s 186 of the Companies Act, 2013

The Company is engaged in the business of providing infrastructural facilities as specified under Schedule VI of the Companies Act 2013 (the 'Act') and hence the provisions of Section 186 of the Act related to loans/ guarantees given or securities provided are not applicable to the Company.

24 Estimation of uncertainty relating to COVID - 19 Outbreak

The Company, based on internal & external sources of information including market research, economic forecast and other information, has assessed that as a result of Covid-19 outbreak, there is no significant financial impact on the financial statements for the year ended March 31, 2020 as at the date of approval of these financial statements. Due to the nature of the pandemic, the Company will continue to monitor developments to identify significant uncertainties in future periods, if any.

- 25 Figures for the previous year are re-classified/ re-arranged/ re-grouped, wherever necessary to be in conformity with the figures of the current year's classification/ disclosure.

As per our report of even date attached.

**FOR SUREKA ASSOCIATES**

Chartered Accountants

FRN : 110640W

**For and on behalf of the Board of Directors**

**Suresh Sureka**  
Partner  
Membership No: 34132

Place: Mumbai  
Date: 27 May 2020

**Sandeep Garg**  
Director  
DIN : 00036419

**Vinoo Sanjay**  
Director  
DIN : 07470339