

ANNUAL REPORT  
2021-22



NILA  
INFRASTRUCTURES  
LIMITED



EMPOWERING  
**LIVES**



# EMPOWERING *LIVES*

NILA Infrastructures Limited is positively EMPOWERING LIVES by relentlessly focusing on extensive redevelopment of Social Infrastructure by in-situ rehabilitating the slum-dwellers as a comprehensive win:win strategy for all the key stakeholders -be it the slum-dweller/existing residents by adequately securing a pucca house and official address that to at no capital cost or the civic urban authority by positively enhancing the aesthetics of the local neighbourhood (and thence of the entire city) as well as addressing various critical issues (social/law-and-order/health-and-hygiene) that affect the populace at large by eradication of a slum/beatification of neighbourhood.

NILA Infrastructures Limited is positively EMPOWERING LIVES by relentlessly focusing on economic redevelopment of Physical

Infrastructure by developing Bus-Ports for GSRTC as a comprehensive win:win strategy for all the key stakeholders -be it the distinguished passengers by conveniently getting a unique experience at the ultra-modern state-of-the-art contemporary bus ports or the GSRTC by getting novel infrastructure as well as upkeep and essential maintenance at no cost to it.

Such growth driven by EMPOWERING LIVES shall ensure that the following couple of years are prosperous and increasingly funded by accruals and is justly expected to accurately translate into enhanced stakeholder value.



# Table Of Contents

Company Overview	2
The Board and Management Team	8
Directors' Report	13
Standalone Financial Statements	99
Consolidated Financial Statements	170

## Disclaimer

In this annual report, we have disclosed certain forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements - written and oral - that we periodically make certain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in our assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind. We undertake no obligation to publicly update any forward looking statements, whether as a result of new information, future events or otherwise.



# Mission

Strive relentlessly to provide world-class infrastructure development and contribute towards economic growth by delivering international standards of lifestyle.

Provide 'housing-for-all' by participating in affordable housing projects thus contributing to national and social causes.

Execute urban development and infrastructure projects beneficial to the society at large.

Innovate and provide intelligent infrastructure solutions in a manner which is sustainable.

Engage in challenging projects, adhere to required standards and see them through completion with high levels of integrity and dedication.

Achieve transparency in every deal and endeavor to deliver on time, each time.



# Vision



Mark our presence as a leading infrastructure player across various geographies.



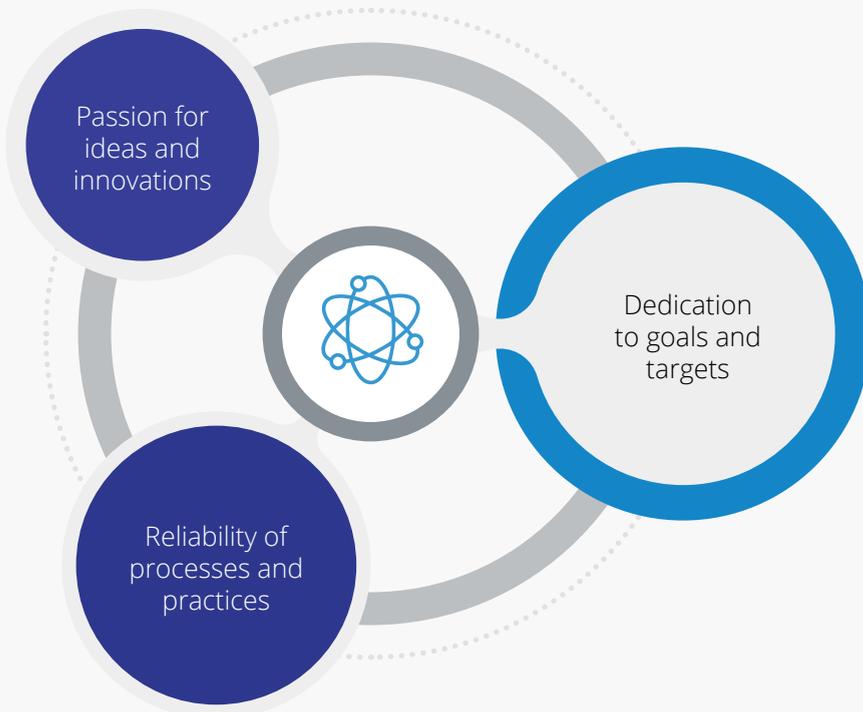
Perform with a high level of integrity and harness credibility.



Contribute to the economic prosperity and growth through participation in projects of national importance.



Raise our own benchmarks with every successive endeavor.



# Values

## Business Diversity

Engaged in development of Urban Infrastructure and Industrial Infrastructure on PPP, EPC/Turnkey basis for government and private Sector.

Specialist in Affordable Housing Specialist as Well as Market Leader in Slum Rehabilitation & Redevelopment



## Market Credibility



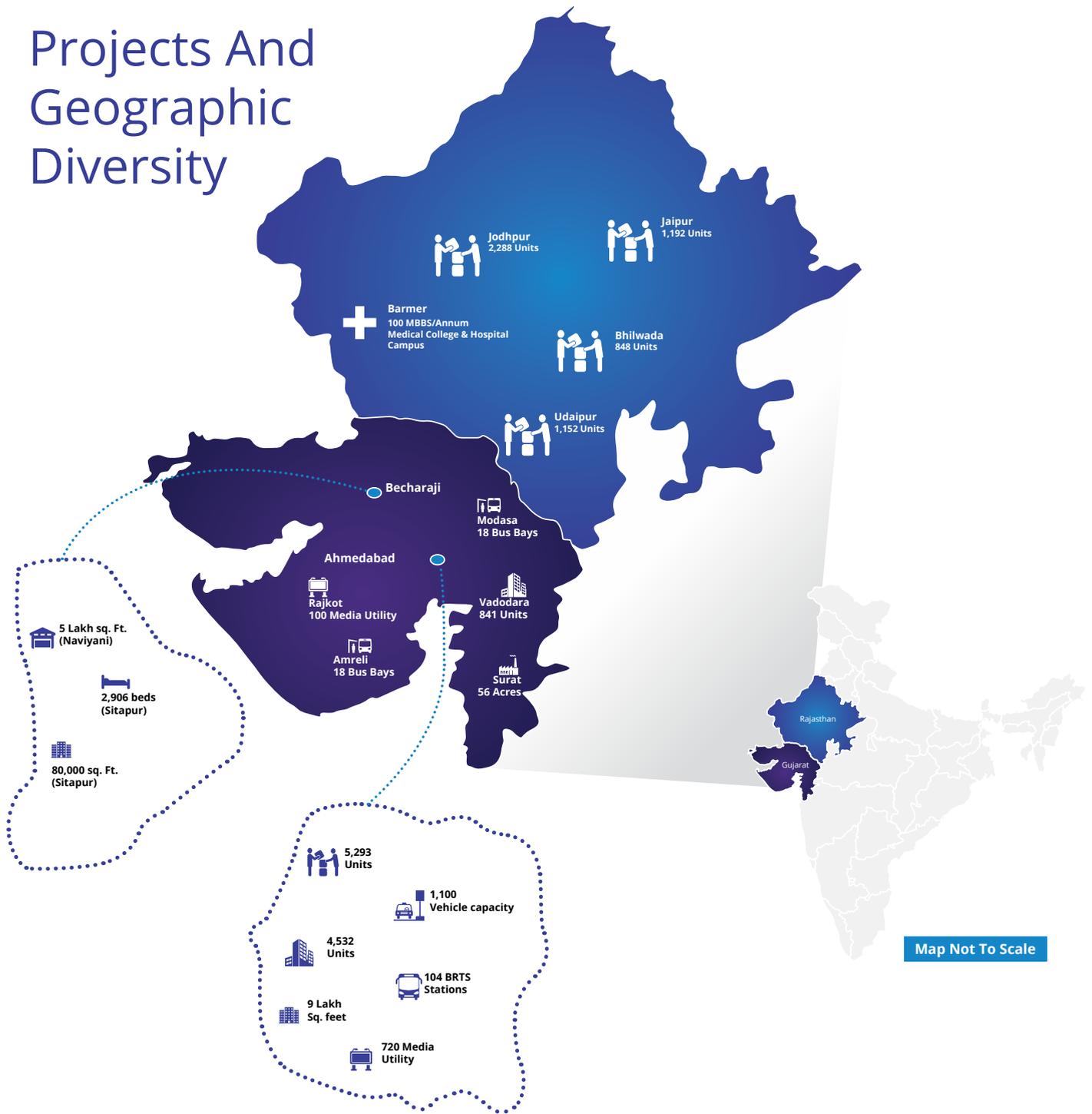
## Strong Base

Varied Project Execution Experience

Established procedures accredited through  
**ISO 9001:2015**

Approved Contractor in  
"Special Category – I Buildings Class"  
and "AA Class" with Government of Gujarat, Roads and Building Department

# Projects And Geographic Diversity



— BRTS

— Bus Port

— Commercial & Office Complex

— EPC Project

— Industrial Development

— Media Utility

— Medical Campus

— Multi-Storied Parking

— PPP Project

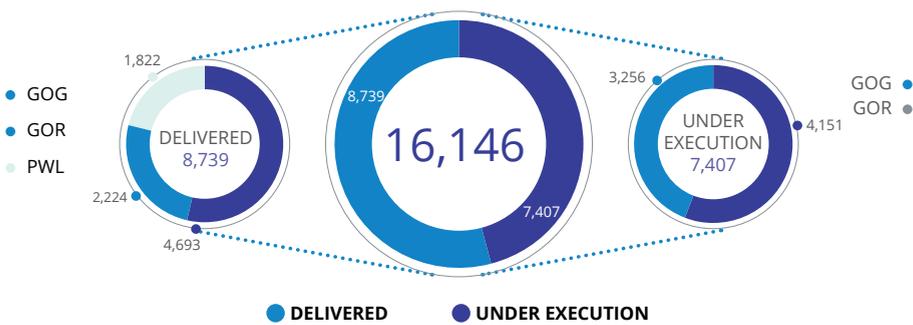
— Warehouse

— Dormitory

# Revenue Break-Up F.Y. 2022



Total Affordable Housing Entrusted = 16,146 Units



**₹659.26**  
CRORE  
At 31 March 2022

**ORDER BOOK**

**21.73%**  
CAGR  
GROWTH IN THE  
LAST 6 YEARS

## ORDER BOOK BREAK-UP (At 31 March 2022)

**AFFORDABLE HOUSING**  **92%**

**CIVIC URBAN INFRA**  **8%**



# Our Industrial Infrastructure Business Geared For Growth

## Our Industrial Parks Are Strategically Located At Gujarat

One of India's most prosperous states with robust pro-industry infrastructure like major all-weather ports (Kandla & Mundra) providing global market access

Well-established auto clusters at Halol, Sanand and Rajkot

Upcoming clusters at Becharaji, Mandal, Dholera, Halol-Savli SIR and Anjar

Becharaji in Gujarat, where our industrial parks are situated, is slated to become one of India's major auto hubs

Proximity to the plants of MNC auto majors like Suzuki and Honda Motorcycles, which are spurring the setting up of production facilities by auto-components / OEM / ancillary manufacturers supplying to their principals

As part of our joint venture with the Kataria Group of Ahmedabad, we have already delivered five (5) dormitories, commercial complex and four (4) logistics warehouses. We are truly geared for growth with an anticipated spurt happening in the development of new industrial units and the subsequent need for support facilities like worker residences, warehouses, commercial buildings, etc.

		Romanovia Industrial Park Pvt Ltd		Kent Residential and Industrial Park LLP	
<b>Connectivity</b>		<ul style="list-style-type: none"> <li>• Around 60 - 65 kms. from the WDFC</li> <li>• Within the DMIC influence region</li> <li>• About 60- 65 kms. from GIFT city, Gandhinagar</li> </ul>			
		Romanovia Industrial Park Pvt Ltd		Kent Residential and Industrial Park LLP	
<b>Proximity to Anchor industries</b>	Suzuki four - wheeler plant	2. 5 kms .		2. 1 kms .	
	Honda two - wheeler plant	20.0 kms.		14.0 kms.	
<b>Infrastructure provided</b>		Internal roads, water distribution network, sewerage network, drainage treatment, effluent treatment, power distribution network, communication net work, etc.			
<b>Acquisition progress</b>	<b>Particulars</b>	Romanovia Industrial Park Pvt Ltd		Kent Residential and Industrial Park LLP	
(land in acres)	Sale Deed executed	<b>164</b>	<b>98%</b>	<b>143</b>	<b>59%</b>
	Agreement for Sale	<b>3</b>	<b>2%</b>	<b>100</b>	<b>41%</b>
	<b>Total</b>	<b>167</b>	<b>100%</b>	<b>243</b>	<b>100%</b>
	Final Plot area	131		158*	
	LESS: Sold	48		0	
	LESS: Development	17		25#	
	<b>Available for Sale/ development</b>	<b>66</b>		<b>133</b>	
<b>Clients / Projects</b>					
<b>Completed projects:</b> Built-to-suit on long-term lease basis		<ul style="list-style-type: none"> <li>• TVS Logistics Services Ltd - 60,350 sq.ft. bua warehouse</li> <li>• Nittsu Logistics (India) Pvt Ltd - 1,29,120 sq.ft. bua warehouse</li> </ul>		<ul style="list-style-type: none"> <li>• Five (5) dormitories for 2,864 employees of Suzuki - An Auto MNC</li> <li>• Commercial complex of ~80,000 sq.ft. built-up area.</li> </ul>	

\*Under approval

#including area under devlopment

# The Board



**Manoj B. Vadodaria**  
Chairman & Managing Director

Mr. Manoj Vadodaria is son of the well-known journalist, editor and founder of the Sambhaav Group, Shri Bhupatbhai Vadodaria. Mr. Manoj Vadodaria is a self-made businessman with an immense entrepreneurial passion. In his entrepreneurial journey of about four decades, he has always found a way amidst the paucity of resources and market challenges. He has pinnacle knowledge, in-depth insight and thorough understanding of the dynamics of the industry. He is a visionary of future trends, and a creator of opportunities. He has efficiently transformed NILA from a city-based realtor to a meaningful civic urban infrastructure player. He is a firm believer in the best management practice, transparent governance, and long-term value investments.



**Kiran B. Vadodaria**  
Director

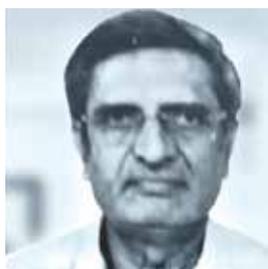
Mr. Kiran B Vadodaria is CMD of Sambhaav Media Limited (SML), a BSE/NSE Listed corporate entity. SML has a track record of value based, objective, balanced journalism acting as a reference post in Gujarati print and electronic media. He has steered through SML journey of more than 30 years. He was elected as President of Indian Newspaper Society (INS), the reputed, prominent and influential media association for 2014-15. Currently, he is INS Executive Committee Member. He has also held post of President of Gujarat Daily Newspaper Association (GDNA). He was a Member of National Integration Council of Government of India and has served on the Board of the United Bank of India as an Independent director during 2011-2014. He has demonstrated his experience and insight based judgment at several issues and matters of national and societal interest. He possesses powerful entrepreneurial abilities reflected in his decisions of expansion, acquisition, diversification of media activities.

Mr. Kiran Vadodaria is well respected in societal circles and recognized as a balanced personality in media, political and social spheres. He earned his BE (Mech) from the reputed LD College of Engineering, Ahmedabad and has served as President of the College Alumni Association.



**Dilip D. Patel**  
Director

Mr. Patel possesses a wealth of management teaching and consulting experience spread over more than 30 years. He is a founding faculty member at the prestigious SP Jain Institute of Management & Research, Mumbai which is considered as one of the top 10 management institutes in India. With rich experience in consulting, mentoring and training at companies in India and overseas, Mr. Patel has specially engaged with family managed businesses. Mr. Patel has widely travelled in India and abroad for work and pleasure.



**Shyamal S. Joshi**  
Director

Mr. Joshi possesses 48 years of senior level financial management experience in manufacturing and trading corporations having worldwide operations. Further, he has an expansive experience in financial planning, funding, taxation and accounting and has served numerous renowned companies. He is recognized for his expertise in Corporate Funding, Restructuring, Merger, Acquisition, Local and International Financing, Private Equity and others. Mr. Joshi is a fellow member of the Institute of Chartered Accountant.



**Ms. Foram B. Mehta**  
Director

Ms. Mehta possesses wide knowledge in the field of brand conceptualization and marketing management. She also has solid experience in the field of marketing, advertising, corporate branding, television management and modeling. She is a qualified anchor, drama artist from All India Radio, and has participated and hosted numerous events and won several awards. Currently she manages affairs of her own firm 'GOD BROTHERS' and is engaged in activities of creative branding, marketing, communication and also associated with JP Group. In the past, she has worked with Hindustan Unilever Ltd., Tata Teleservices Ltd., Atharva Telefilms Pvt. Ltd. and the Tashee Group. Ms. Mehta holds an MDP degree from IIM, Ahmedabad and a BE Chemical degree from the Nirma University, Ahmedabad.



**Mr. Revant A. Bhatt**  
Director

Mr. Revant A. Bhatt brings with himself extensive experience of real estate and construction sector of more than a decade varying in different segments including Business Management, Legal, Litigations, Compliances, Marketing & Sales, Communication and PR. Mr. Revant A. Bhatt has graduated in Economics and done diploma in International Relations from University of Pune.

# Management Team



## **Deep Vadodaria** Chief Operating Officer

Mr. Deep Vadodaria is an original thinker with an immense reasoning power. With a problem-solving attitude, he addresses complex issues in his own distinctive manner. With his excellent operational and project execution skills; he is driving the Company to new horizons. His idiosyncratic leadership style is structured on a well-define moral code and provides for an excellent teamwork. He has embedded a culture of review, responsibility and shared accountability to achieve high standards for all.

## **Jignesh Patel** President - Project Management and Strategies

Mr. Patel is a civil engineer with a vast experience of 25+ years in the field of construction, project execution and project management. He is a creative individual and has made significant contributions to the company with his innovative and analytical abilities as well as his problem-solving skills.

## **Ritesh Parikh** Industrial Projects Head

Mr. Ritesh Parikh is a dedicated civil engineer with 20+ years of experience in the field of industrial construction as well as project execution and management (Roads, Ports, etc.). His logical inputs, tenacious nature and organizational capabilities continue to benefit the Company.

## **Rajendra Sharma** President - Business Development (Rajasthan)

Mr. Rajendra Sharma, a law graduate, is a visionary and has developed a forward-looking attitude, with his rich experience of 30+ years, in a wide variety of professional areas e.g. business development, liaisoning, land and capital market related matters, finance & accounts, law, banking, etc. A keen intellect gets to the depth of the matter - to make it work. He is a specialist at predicting the trends of customer behavior. He has a knack for taking apart the pieces of a problem and then configuring them to present an out-of-the-box solution, rather than a conventional one. A fundamentally non-conformist professional, enjoys developmental activities.

## **Prashant H. Sarkhedi** Chief Financial Officer

Mr. Sarkhedi is a passionate professional with about three decades of experience in finance, accounting, fund raising and general management. He is a disciplinarian, has in-depth knowledge and insight on diverse subject matters and possesses excellent organizational and motivational skills.

## **Dipen Y. Parikh** Company Secretary

Mr. Dipen Parikh is a dedicated professional with 10+ years of experience of secretarial practice, corporate laws and general legal affairs. His exceptional enthusiasm towards his duties, wise inputs and dedication towards his responsibilities make him an asset to the Company.

# Chairman's Message

## Dear Shareholders,

I heartily wish this letter unanimously finds you in good health. In the past two years, we have resolutely faced unprecedented circumstances because of the pandemic. FY2022 instantly started in a rather challenging environment with the Second Wave of COVID-19. It is encouraging to note approvingly the favourable results of the massive vaccination drive in our beloved country. The tangible benefits of the broad rollout of effective vaccination were clearly visible as the impact of the third wave of COVID-19 was minimised, and the country swiftly got-back on the growth path.

Though the COVID-19 has been unambiguously a traumatic experience for everyone, but it has also changed one's outlook toward home ownership. This has since catalysed the legitimate demand of affordable homes and accordingly the medical and social infrastructure. By fundamental virtue of being one of the largest in-situ Slum Rehabilitation and experienced Redevelopment player, and a Specialist in Affordable Housing construction, your Company was able to capitalise on this trend very early by participating in apt orders and building a meaningful order-book. The confirmed unexecuted orders aggregate to ₹ 659.26 crore at 31<sup>st</sup> March, 2022 - providing a multi-year revenue visibility of your Company. What causes this present time even more special is that India finds itself on a springboard for rapid growth that will positively enhance its economic standing in the global order. This sustainable growth will be catalysed by an infrastructure push, digital inclusion and rising per capita income, with the Union Government taking the lead on capex. Civic Infrastructure typically remains an integral part of this incredible story.

Even though we tackled the Second Wave of COVID-19 during H1-FY2022, we were reasonably positively placed to sail through the economic crisis, with a strong balance sheet, significant liquidity, strict safety measures, principal quality and diverse portfolio of privileged orders, a passionate workforce and an experienced Board and management. While the H1-FY2022 was subdued, the comprehensive initiatives implemented by responsible government, RBI and other regulatory authorities offered great support which ensured normalcy during H2-FY2022. Our balance sheet remains strong with robust cash-flow generation and the strongest credit metrics in a couple of years.

Sound fundamentals enabled us to reasonably achieve the twin objectives of continually remaining sustainable and also reducing our leverage substantially. During the year, the financial position of your Company has not only improved substantially from the COVID-19 induced rare disorder, but also the overall debt has been considerably reduced - as more specifically detailed in the dedicated FDA section of this report. We are now on the potential path to typically becoming a fast-growing low leverage Company.

Your Company is positively EMPOWERING LIVES by relentlessly focusing to comprehensively develop inclusive Civic Infrastructure and hence, the modern country's sustainable future. Your Company has been entrusted with the total Affordable Housing responsibility of 16,146 Dwelling Units in aggregate. What is more heartening is the evident fact that your Company is uniquely poised to further empower precious lives of about 4100+ families within next couple of years through Redevelopment.

We remain optimistic about the effective demand for Civic Infrastructure, which is well poised even after considering global challenges. We genuinely believe we are precisely at the promising beginning of the multi-year growth journey of the Indian Civic Infrastructure market. On the back of rising incomes and improving demography, the industry naturally has a tremendous growth potential over the next decade. Against the ideal backdrop of strong industry growth, key experienced Rehabilitation and Redevelopment players like your Company typically have disproportionately large growth opportunities.

As an organisation, we are uniquely poised to chart the next phase in our growth story even amidst the current uncertainty. I would like to sincerely thank all our associates and my distinguished colleagues on the Board for their valuable guidance and support.

I equally take this unique opportunity to gratefully thank all our stakeholders - the Central, State and local governments, our valuable customers, active investors, key regulators, lenders, reliable suppliers and influential advisors - for their on-going support. Finally, I thank your Company's exceptionally talented workforce that is relentlessly working hard to empower lives. I look forward to meeting you at the annual shareholders' meeting.

**With best wishes that you all stay  
positive, safe and healthy,  
Sincerely,**

Manoj B. Vadodaria  
Chairman and Managing Director

# Company Details

## BOARD OF DIRECTORS

**Mr. Manoj B. Vadodaria**  
*Chairman & Managing Director*

**Mr. Kiran B. Vadodaria**  
*Director*

**Mr. Dilip D. Patel**  
*Director*

**Mr. Shyamal S. Joshi**  
*Director*

**Ms. Foram B. Mehta**  
*Director*

**Mr. Revant A. Bhatt**  
*Director*

**CHIEF FINANCIAL OFFICER**  
**Mr. Prashant H. Sarkhedi**

**COMPANY SECRETARY**  
**Mr. Dipen Y. Parikh**

**CORPORATE IDENTIFICATION NUMBER**  
L45201GJ1990PLC013417

## REGISTERED OFFICE AND CONTACT DETAILS

First Floor, "Sambhaav House",  
Opp. Chief Justice's Bungalow, Bodakdev,  
Ahmedabad - 380015.  
Tel: +91 79 4003 6817 / 26870258  
Website : [www.nilainfra.com](http://www.nilainfra.com)

## REGISTRAR & SHARE TRANSFER AGENT

MCS Share Transfer Agent Ltd.  
201, Second Floor, Shatdal Complex, Opp. Bata  
Showroom, Ashram Road, Ahmedabad- 380009  
Phone : +91 79-26580461/62

## BANKERS

Bandhan Bank Ltd.  
HDFC Bank Ltd.  
ICICI Bank Ltd.  
Punjab National Bank  
Shinhan Bank  
State Bank of India  
Union Bank of India  
Yes Bank Ltd.

## FINANCIAL INSTITUTIONS

SIDBI  
Tata Capital Financial Services Ltd.

## AUDITORS

MBD & CO LLP  
Chartered Accountants  
Ahmedabad

## SECRETARIAL AUDITOR

Umesh Ved & Associates  
Practicing Company Secretary  
Ahmedabad

## COST AUDITOR

Dalwadi & Associates  
Cost Accountant  
Ahmedabad

## INTERNAL AUDITOR

Dhirubhai Shah & Co LLP  
Chartered Accountants,  
Ahmedabad

## DIRECTORS' REPORT

Dear Members,

The Directors of your Company are pleased to present the 32nd Annual Report to the Members with the Audited Financial Statements for the Financial Year ended on 31 March 2022.

### STATE OF AFFAIRS AND REVIEW OF OPERATIONS:

Your Company's primary area of operation includes construction and development of infrastructure projects mainly into affordable housing. The majority of the projects of your Company are being executed in Gujarat and at Rajasthan.

### FINANCIAL HIGHLIGHTS:

The performance of the Company for the Financial Year 2021-22 is as under:

(₹ in lakhs, except per equity share data)

Particulars	Standalone for the year ended		Consolidated for the year ended	
	31 March 2022	31 March 2021	31 March 2022	31 March 2021
Revenue from Operations	9,334.60	10,112.39	8,331.80	9,685.02
Add: Other Income	1,278.71	998.83	1,091.02	911.03
<b>Total Income</b>	<b>10,613.31</b>	<b>11,111.22</b>	<b>9,422.82</b>	<b>10,596.05</b>
Less: Revenue Expenditure	8,582.40	9,207.07	7,611.97	8,715.30
Less: Depreciation and Amortization	186.63	178.14	186.63	178.14
Less: Finance cost	1,479.43	1,608.53	1,447.66	1,608.96
<b>Profit Before Share in profit of joint ventures and associate and Tax</b>	<b>364.85</b>	<b>117.48</b>	<b>176.56</b>	<b>93.65</b>
Less: Current Tax	(16.04)	158.83	(16.04)	158.83
Less: Deferred Tax Charges/Credit (net)	129.87	(90.54)	71.55	(120.04)
<b>Profit for the year</b>	<b>251.02</b>	<b>49.19</b>	<b>121.05</b>	<b>54.86</b>
Share of Profit/(Loss) of associate	-	-	(319.21)	(119.85)
<b>Net Profit</b>	<b>251.02</b>	<b>49.19</b>	<b>(198.16)</b>	<b>(64.99)</b>
Add: Balance Brought Forward from previous Financial Year	9,893.60	9,835.02	8,998.93	9,054.54
Profit available for appropriation	10,144.62	9,884.21	8,800.77	8,989.54
Add: Re-measurement gains/(losses) on defined employee benefit plan (Net of tax)	7.42	9.39	7.42	9.39
Surplus carried to Balance Sheet	10,152.04	9,893.60	8,808.19	8,998.93
Add: Security Premium	33.71	33.71	33.71	33.71
Add: General Reserve	524.77	524.77	524.77	524.77
Reserves & Surplus	10,710.52	10,452.08	9,366.67	9,557.41
Share Capital	3,938.89	3,938.89	3,938.89	3,938.89
Earnings per share (EPS) before exceptional item				
Basic	0.06	0.01	(0.05)	(0.02)
Diluted	0.06	0.01	(0.05)	(0.02)
EPS after exceptional item				
Basic	0.06	0.01	(0.05)	(0.02)
Diluted	0.06	0.01	(0.05)	(0.02)

The detailed financial analysis and information of projects and activities are more specifically given in the Management Discussion and Analysis Report annexed to this Board Report.

#### **IMPACT OF COVID LOCKDOWN AND SUBSEQUENT UNLOCK:**

Your Company has shown tremendous resilience to withstand the unprecedented disorder induced by the COVID 19 pandemic waves during the last couple of years. Your Company follows all safety guidelines announced by the Government of India from time-to-time to curb the spread of COVID 19. The operations of your Company are on track fully. Arrangements however are in place, to the extent possible, to implement the Work from Home Policy during the COVID19 Wave. Your Company is also taking all requisite precautions and is adhering to complete safety measures to ensure the safety and well-being of its employees and other stakeholders. There is no material and long term impact on the construction industry to which your Company belongs.

#### **CHANGE IN NATURE OF BUSSINESS:**

During the financial year under review, there has been no change in the nature of Business of the Company.

#### **REPORT ON PERFORMANCE OF SUBSIDIARY COMPANIES PURSUANT TO RULE 8 (1) OF THE COMPANIES (ACCOUNTS) RULES, 2014:**

Your Company is undertaking various projects through subsidiaries, associates and joint ventures. As per Section 129 (3) of the Companies Act, 2013, your Directors have pleasure in attaching the consolidated financial statements prepared in accordance with the applicable accounting standards with this report. In accordance with Section 136 of the Companies Act, 2013, the audited financial statements, including the consolidated financial statements are available at the Company's website at [www.nilainfra.com](http://www.nilainfra.com). The audited financial statements of each of the subsidiary, associate and joint venture are available for inspection at the Company's registered office at Ahmedabad and also at registered offices of the respective companies. Copies of the annual accounts of the subsidiary, associate and joint venture will also be made available to the investors of Nila Infrastructures Limited upon request. In terms of proviso to Section 129(3) and Rule 8(1) of the Companies (Accounts) Rules, 2014, statement containing the salient features; of the subsidiaries, associates and joint ventures in the prescribed Form AOC 1 is annexed to this report as "Annexure B". The Company has framed a policy for determining material subsidiaries, which has been uploaded at the website of the Company at [www.nilainfra.com](http://www.nilainfra.com).

#### **COMPANIES WHICH HAVE BECOME OR CEASED TO BE SUBSIDIARIES, ASSOCIATES OR JOINT VENTURES DURING THE YEAR:**

During the year under review there is no change in status of Subsidiaries, Associates or Joint Ventures of your Company.

#### **AMOUNT TO BE TRANSFERRED TO GENERAL RESERVES:**

The Company has not transferred any amount to the General Reserve during the year under review.

#### **DIVIDEND:**

Foreseeing the requirement of financial resources for the future growth, and in order to create strong economic base and long term value for the investors; your directors have decided not to recommend any dividend for the financial year ended on 31 March 2022.

#### **PUBLIC DEPOSITS:**

During the year under review your Company has not accepted any deposits from the public within the meaning of Section 73 and 76 of the provisions of the Companies Act, 2013.

#### **INSURANCE:**

All the existing properties of the Company are adequately insured.

## DIRECTORATE:

- At the 31st Annual General Meeting held during the year; approval of shareholders was taken for reappointment of Mr. Manoj B. Vadodaria (DIN:00092053) as Chairman and Managing Director for a further period of 3 (Three) years w.e.f 19 June 2021.
- Pursuant to Section 152 of the Companies Act, 2013, Mr. Dilip D. Patel, (DIN: 01523277) a Non-Executive Director retires by rotation at the ensuing Annual General Meeting of the Company and being eligible offers himself for reappointment.
- At the 31st Annual General Meeting held during the year; approval of shareholders was taken for change in terms of appointment of Mr. Kiran B. Vadodaria (DIN:00092067) as Non-Executive Director.
- During the year Mr. Ashok Bhandari – Non-Executive Independent Director (DIN: 01802390) has resigned from the Directorship on 07 October 2021 due to his decision to retire from professional career.
- Pursuant to Section 161, 196 and 197 of Companies Act, 2013, Mr. Revant Bhatt (DIN: 09197805) was appointed as Additional Director (Non-Executive Independent) of the company on 07 October 2021 for a term of 5 (Five) years, subject to the approval of the shareholders at the ensuing Annual General Meeting.
- Except as mentioned herein above there is no change in the Board of Directors and key Managerial Personnel of the Company.
- As per the provisions of Section 203 of the Companies Act, 2013, Mr. Manoj B. Vadodaria – Chairman & Managing Director, Mr. Prashant H. Sarkhedi – Chief Financial Officer and Mr. Dipen Y. Parikh – Company Secretary are the Key Managerial Personnel of the Company.
- All the Directors have confirmed that they are not disqualified from being appointed as Directors in terms of Section 164 of the Companies Act, 2013.
- Necessary resolutions for the reappointment of the aforesaid Directors have been included in the Notice convening the ensuing Annual General Meeting and details of the proposal, rational, justification and performance evaluation report, in terms of applicable Secretarial Standard on General Meeting (SS-2), for the re-appointment of Directors are mentioned in the explanatory statement of the Notice.

## Statement regarding opinion of the board with regard to appointment of Independent Director during the year.

In the opinion of the Board the Independent Directors appointed during the year possess highest level of integrity, rich experience, and requisite expertise in relevant area. With regard to proficiency, Mr. Shyamal S. Joshi (DIN: 00005766) is exempt from the requirement of online proficiency self-assessment test. All other Independent Directors have cleared the test in due course of time.

## Declaration given by Independent Directors:

The Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 25 read with 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and that there has been no change in the circumstances which may affect their status as an Independent Director and the same has been noted by the Board. The Independent Directors have complied with the Code for Independent Directors prescribed in Schedule IV to the Companies Act, 2013.

## Board Evaluation:

Pursuant to the provisions of the Companies Act, 2013 and SEBI Circular date 10 May 2018; an annual performance evaluation of the members of the Board of its own individually and working of various committees of the Board was carried out. Further in a separate meeting of the Independent Directors held on 12 February 2022 without presence of other Directors and management, the Independent Directors had, based on various criteria, evaluated performance

of the Chairman and also performance of the other members of the Board. The manner in which the performance evaluation was carried out has been explained in the Corporate Governance Report annexed with this report.

#### **Board and Committee Meetings:**

During the year under review 4 (four) Board Meetings, 5 (five) Audit Committee meetings, 2 (Two) Corporate Social Responsibility Committee, 1 (one) Stakeholder Relationship Committee and 2 (two) Nomination & Remuneration Committee meetings were held. The details of the meetings are given in the Corporate Governance Report as a part to the Boards' Report. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

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

Pursuant to the provisions of Section 134 (3) (c) of the Companies Act, 2013, with respect to Director's Responsibility Statement, it is hereby confirmed that:

- a) In the preparation of annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) The Directors have selected such accounting policies and applied them consistently and made judgment 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 have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company for preventing and detecting fraud and other irregularities.
- d) The Directors have prepared the annual accounts on a going concern basis.
- e) Proper internal financial controls are in place and that the financial controls are adequate and were operating effectively; and
- f) The Directors have devised proper systems to ensure compliances with the provisions of all applicable laws and that such systems are adequate and operating effectively.

#### **REPORTING OF FRAUD:**

During the year under review there was no instance of any fraud which has been reported by any auditor to the audit committee or the Board.

#### **ALTERATION OF MEMORANDUM AND ARTICLE OF ASSOCIATION:**

During the year under review no changes have been made in the clauses of Memorandum and Articles of Association of your Company.

#### **SHARE CAPITAL:**

There is no change in share capital of the Company. Presently the paid up capital of the Company is ₹39,38,89,200 comprising of 393889200 equity shares of ₹1/- each.

#### **UNCLAIMED DIVIDEND AND UNCLAIMED SHARES**

The Company has taken various initiatives to reduce the quantum of unclaimed dividend and has been periodically intimating the concerned shareholders, requesting them to encash their dividend before it becomes due for transfer to the Investor Education and Protection Fund (IEPF). Unclaimed dividend amounting to ₹9,69,586/- for FY 2013-14

was transferred to the IEPF on 25 November 2021, in terms of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended, the Company has transferred the corresponding shares to IEPF, where the dividends for the last seven consecutive years have not been claimed by the concerned shareholder.

Further, the unclaimed dividend in respect of FY 2014-15 must be claimed by shareholders on or before 04 October 2022, failing which the Company will be transferring the unclaimed dividend and the corresponding shares to the IEPF within a period of 30 days from the said date. The concerned shareholders, however, may claim the dividend and shares from IEPF after complying with the prescribed procedure.

In terms of the IEPF (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, your Company has made the relevant disclosures to the Ministry of Corporate Affairs (MCA) regarding unclaimed dividends and unclaimed shares. Your Company has also uploaded the prescribed information on [www.iepf.gov.in](http://www.iepf.gov.in) and [www.nilainfra.com](http://www.nilainfra.com).

**Details of Unclaimed Dividend as on 31 March 2022 and due dates for transfer are as follows:**

SN	Financial Year	@Unclaimed Amount (₹)	Due Date for transfer to IEPF Account
1	2014-15	9,95,046.40	04 October 2022
2	2015-16	11,29,651.82	17 October 2023
3	2016-17	10,35,665.29	05 November 2024
4	2017-18	8,35,384.88	05 November 2025

@ The Corresponding shares for which dividend has not been claimed for seven consecutive years shall be identified at the due dates and be transferred to the IEPF authority. The list of such shareholders, upon identification, shall also be displayed at the website of the Company at [www.nilainfra.com](http://www.nilainfra.com).

#### **CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION & ANALYSIS REPORT:**

The Company has implemented the procedure and adopted practices in conformity with the code of Corporate Governance as enumerated in Schedule V of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015. The management discussion & analysis and corporate governance report are made part of this report. A certificate from the Practicing Company Secretary regarding compliance of the conditions of corporate governance is attached hereto and forms part of the Directors' report.

#### **STATUTORY AUDITORS AND AUDITORS' REPORT:**

M/s M B D & Co LLP (FRN: 135129W/W100152) – Chartered Accountants has been appointed the statutory auditors of your Company.

The report of the statutory auditor is given in this annual report and is self explanatory. There is no qualification, reservation or any adverse remark, disclaimer or material observation in the audit report of M/s M B D & Co LLP.

#### **COST AUDIT:**

As per the requirements of the Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, your Company is required to maintain cost records and accordingly, such accounts are made and records have been maintained. M/s Dalwadi & Associates, Cost Accountant, Ahmedabad (FRN: 000338) has conducted the audit of the cost record of the Company for the Financial Year 2021-22. The Cost Audit Report for FY2022 does not contain any qualification. As required under the Act, a resolution seeking member's approval for the remuneration payable to the Cost Auditor forms part of the Notice convening the 32nd Annual General Meeting for their ratification.

#### **SECRETARIAL AUDITOR'S REPORT:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the Board of Directors have appointed M/s Umesh Ved & Associates, Practicing Company Secretary, Ahmedabad as the Secretarial Auditor of the Company to conduct Secretarial Audit for the year 2021-22. The report of the Secretarial Auditor is annexed herewith as "Annexure D". The report of the Secretarial Auditor is self-explanatory and confirming compliance by the Company of all the provisions of applicable corporate laws. Pursuant to the SEBI circular dated 08 February 2019, the Company has obtained an Annual Secretarial Compliance Report from M/s. Umesh Ved & Associates, Practicing Company Secretary.

#### **AUDIT COMMITTEE:**

The Audit Committee constituted in accordance with the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, reviewed the financial results and financial statements, audit process, internal control system, scope of internal audit and compliance of related regulations as prescribed. The Composition and terms of reference of the audit committee is more specifically given in the Corporate Governance Report as a part of the Boards' Report.

#### **VIGIL MECHANISAM (WHISTLE BLOWER POLICY):**

The company has established Vigil Mechanism (Whistle Blower Policy) in accordance with the provisions of Section 177 of the Companies Act, 2013 and Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the employees to report to the management instances of unethical behavior, actual or suspected fraud or violation of the Company's code of conduct. The detail of the Whistle Blower Mechanism is explained in the Corporate Governance Report and the policy adopted is available on the Company's website at [www.nilainfra.com](http://www.nilainfra.com) under investor segment.

#### **DISCLOSURE IN TERMS OF SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

The Company has in place an anti-sexual harassment policy and internal complaint committee in line with the requirement of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. There is no such instance reported during the year under review.

#### **MONITORING AND PREVENTION OF INSIDER TRADING:**

In terms of the Regulation 9 of SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended; the Company has adopted revised Code of Conduct prohibiting, regulating and monitoring the dealings in the securities of the Company by Insiders and Designated Persons while in possession of unpublished price sensitive information in relation to the securities of the Company. The code of conduct is available at the Company's website at [www.nilainfra.com](http://www.nilainfra.com) under investor segment. The Company has also in terms of Regulation 9A of the SEBI (Prohibition of Insider Trading) Regulations, 2015; put in place institutional mechanism for prevention of insider trading. The audit committee on yearly basis review the compliances made under the regulation as well as the effectiveness of the internal control system to monitor and prevent insider trading.

#### **STATUTORY DISCLOSURES REQUIRED UNDER RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014:**

There is no foreign exchange earnings and outgo during the year under review. Conservation of energy has always been of immense importance to your Company and all the equipments consuming energy have been placed under continuous and strict monitoring. In view of the nature of the operations, no report on the other matters is required to be made under Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014.

#### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENT MADE BY THE COMPANY DURING THE YEAR:**

As regards investments by the Company, the details of the same are provided under Note No. 07 forming part of the financial statements of the Company for the financial year 2021-22. Details of loans given to other persons covered

under Section 186 of the Companies Act, 2013 are given in the Note No. 31 relating to related parties to the financial statements.

#### RELATED PARTY TRANSACTIONS:

In terms of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 the Company has adopted policy on dealing with related party transactions. All related party transactions that were entered into by the Company during the financial year were in the ordinary course of business and were at arm's length basis. There are no material significant related party transaction made by the Company with its Directors, Promoters, Key Managerial Personnel or their relative. All Related Party Transactions are placed before the audit committee / Board, as applicable, for their approval. Omnibus approvals are taken for the transactions which are of repetitive in nature. The Related Party Transactions that were entered into by the Company were to facilitate smooth functioning of the ordinary course of business and are in the interest of the Company. Accordingly the disclosure of related party transactions as required under Section 134(3) (h) of the Companies Act, 2013 in Form AOC-2 is not applicable. The policy on related party transactions as approved by the Board is available on the website of the company at [www.nilainfra.com](http://www.nilainfra.com) under investor segment.

Disclosures of transactions with related parties in terms of Schedule V read with Regulation 34(3) and 53(f) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended is given in Note No 31 of the Notes to the Financial Statements.

#### INTERNAL FINANCIAL CONTROL:

The Board of Directors has in terms of the requirements of Section 134(5) (e) of the Companies Act, 2013 laid down the internal financial controls. The Company has in place a well-defined organizational structure and adequate internal controls for efficient operations which is cognizant of applicable laws and regulations, particularly those related to protection of properties, resources and assets, and the accurate reporting of financial transactions in the financial statements. The company continuously upgrades these systems. The internal control system is supplemented by extensive internal audits, conducted by independent firm of chartered accountants, M/s. Dhirubhai Shah & Co. LLP.

#### CORPORATE SOCIAL RESPONSIBILITY (CSR):

In terms of the provisions of Section 135 of the Companies Act, 2013, your Company has constituted CSR Committee comprising of Mr. Shyamal S. Joshi – Chairman, Mr. Kiran B. Vadodaria and Mr. Manoj B. Vadodaria as the other members. As a part of CSR, the Company has spent funds for the projects involving promotion of cleanliness, sanitation, preventive healthcare, education, medical and food support to poor during COVID19 Pandemic. The Annual Report on CSR activities for the Financial Year 2021-22 is annexed herewith as "Annexure A". The policy on CSR is available at the website of the company at [www.nilainfra.com](http://www.nilainfra.com) under the investor segment.

#### NOMINATION AND REMUNERATION COMMITTEE AND POLICY ON APPOINTMENT & REMUNERATION OF DIRECTORS:

Pursuant to the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has constituted Nomination and Remuneration Committee and adopted policy on appointment and remuneration of Directors and Key Managerial Personnel. The composition, terms of reference of the Committee are given in the Corporate Governance Report as a part to the Boards' Report. The gist of the policy is given in the Corporate Governance Report annexed to the Board Report. The said policy is also available at the website of the company at [www.nilainfra.com](http://www.nilainfra.com) under the investor segment.

#### MATERIAL CHANGES:

No material change has taken place after 31 March 2022 and till the date of this report.

#### EMPLOYEES:

During the year under review, no employee of the Company was in receipt of remuneration in excess of the limits prescribed under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

#### **PARTICULARS OF EMPLOYEES:**

The information as required pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request. In terms of the provisions of Section 136(1) of the Companies Act, 2013, the annual report and accounts are being sent to the members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the members at the registered office of the company during business hours on any working day of the Company up to the date of ensuing Annual General Meeting. If any member is interested in obtaining a copy thereof, such member may write to the Company Secretary in this regard. Disclosure pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given in the "Annexure C" to this report.

#### **COMPLIANCE WITH SECRETARIAL STANDARDS:**

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

#### **COMPLIANCE WITH INDIAN ACCOUNTING STANDARDS:**

In the preparation of the financial statements, the Company has followed the accounting policies and practices as prescribed in Indian Accounting Standards.

#### **DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURT OR TRIBUNALS:**

There is no significant and material order passed by any regulator or court or tribunal during the year under review.

#### **ANNUAL RETURN:**

Pursuant to Section 134(3)(a) and Section 92(3) of the Companies Act, 2013 read with rule 12(1) of the Companies (Management and Administration) Rules, 2014, a copy of the Annual Return is placed on the website of the Company and can be accessed at [www.nilainfra.com](http://www.nilainfra.com) under investor segment.

#### **RISK MANAGEMENT:**

Your company recognizes that risks are integral part of business activities and is committed to managing the risks in a proactive and efficient manner. Your Company has robust risk management process involving periodic assessment of various risks and mitigating remedies, which are more specifically discussed in MDA report as a part of the Board Report.

#### **BUSINESS RESPONSIBILITY REPORT:**

Business Responsibility Report on the business responsibility policies and sustainability is given as "Annexure E" to the Board Report.

#### **GENERAL:**

- There is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.
- There was no instance of onetime settlement with any Bank or Financial Institution.

#### **APPRECIATIONS AND ACKNOWLEDGMENTS:**

Your Directors place on record their deep appreciation to employees at all levels for their hard work, dedication and commitment. The enthusiasm and unstinting efforts of the employees in spite of the pandemic situation, have enabled the Company to become resilient and meaningful player in the infrastructure industry. Your Directors would also like to place on record its appreciation for the support and cooperation your Company has been receiving from its Stakeholders, Corporations, Government Authorities, Joint Venture partners and others associated with the Company.

The Directors also take this opportunity to thank all Investors, Clients, Vendors, Banks, Financial Institutions, Government and Regulatory Authorities and Stock Exchanges, for their continued support. Your Directors also wish to record their appreciation for the continued co-operation and support received from the Consultants and Advisors. Your Company looks upon them as partners in its progress and has shared with them the rewards of growth. It will be the Company's endeavour to build and nurture strong links with the business based on mutuality of benefits, respect for and cooperation with each other, consistent with consumer interests. Your Directors would like to express their thanks to the Government of India for their efforts put in place to curb the pandemic and support the economy of the nation.

For and on behalf of the  
Board of Directors  
of Nila Infrastructures Limited

**Manoj B. Vadodaria**  
Chairman & Managing Director  
DIN: 00092053

Place : Ahmedabad  
Date : 27 May 2022

# Annexure A

## ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES

1. A brief outline of the Company's present CSR Policy, including overview of projects or programs proposed to be undertaken and a reference to the web link to the CSR policy and projects or programs:

Brief Outline of the CSR Policy is stated herein below:

CSR Policy (Approved by the Board of Directors on 26 May 2017)

The object of the CSR policy is to frame road map for the CSR activities to be undertaken by the Company and establish a monitoring mechanism for effective implantation as per regulatory requirement.

Thrust area of activities enumerated under the policy are as under.

Community healthcare, sanitation and hygiene, including, but not limited to:

- a) Promoting, establishing and/or undertaking management of infrastructure ensuring cleanliness, waste removal, and sanitation.
- b) Promoting, establishing and/or running medical healthcare units and allied infrastructure.
- c) Providing financial and/or other assistance to the agencies involved exclusive in waste management, sanitation, medical healthcare, therapeutic clinics, research, public health, nursing, medical treatments including alternative medical treatments,
- d) Activities concerning or promoting and facilitating:
  - i. General health care including preventive health care
  - ii. Safe motherhood
  - iii. Child survival support programs
  - iv. Health / medical camps
  - v. Better hygiene and sanitation
  - vi. Adequate food and potable water supply, etc.

Promotion and providing of education, training, and employment enhancing vocational skills:

- (a) Promoting and providing education, training, employment enhancing vocational skill for children, women, deprived people, and disabled persons etc.
- (b) To run or contribute to schools, aanganwadis, NGOs, Trusts, Associations for educational, training, research and empowerment activities.

Social care and concern, including, but not limited to:

- (a) Creating Public awareness for cleanliness, education, medical healthcare, and to undertake and contribute to campaign thereof;
- (b) Protection and up gradation of environment including ensuring ecological balance and related activities and undertaking public campaign thereof.

2. Composition of the CSR Committee:

Sr. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Shyamal S. Joshi	Chairman - Non Executive Independent Director	1	1
2.	Mr. Kiran B. Vadodaria	Member - Non-Executive Director	1	1
3.	Mr. Manoj B. Vadodaria	Member - Executive Director	1	1

3. The web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company at [www.nilainfra.com](http://www.nilainfra.com) under Investor Segment.
4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report). ----- Not Applicable -----
5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:

Sr. No.	Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be set- off for the financial year, if any (in ₹)
		Nil	

6. Average net profit of the company as per section 135(5): ₹ 18,30,48,149/-
7. (a) Two percent of average net profit of the company as per section 135(5): ₹ 36,60,963/-
- (b) Surplus arising out of the CSR projects or program or activities of the previous financial years.: Nil
- (c) Amount required to be set off for the financial year, if any: Nil
- (d) Total CSR obligation for the financial year (7a+7b- 7c).: ₹ 36,60,963/-
8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
₹ 38,68,794/-	-	-	-	-	-

(b) Details of CSR amount spent against ongoing projects for the financial year:

Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the project		Project duration	Amount allocated for the project (in ₹)	Amount spent for the project (in ₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
			State	District						Name	CSR Registration Number
Healthcare and medical Facilities	Promotion of Sanitation & Medical, Preventive Healthcare	Yes	Gujarat	Ahmedabad	Ongoing	600000	600000	-	Yes	NA	NA
Promotion of Education, Food Distribution	Promotion and providing Education, Food and Empowerment	Yes	Gujarat	Ahmedabad	Ongoing	3300000	3268794	-	Yes	NA	NA
<b>Total</b>						<b>3900000</b>	<b>3868794</b>				

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the project		Project duration	Amount spent for the project (in ₹)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
			State	District				Name	CSR Registration Number
Not Applicable									

(d) Amount spent in Administrative Overheads: NIL

(e) Amount spent on Impact Assessment: NIL

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): ₹ 38,68,794/-

(g) Excess amount for set off, if any: ₹ 2,07,831/-

Sr. No.	Particular	Amount (in ₹)
i)	Two percent of average net profit of the company as per section 135(5)	36,60,963
ii)	Total amount spent for the Financial Year	38,68,794
iii)	Excess amount spent for the financial year [(ii)-(i)]	2,07,831
iv)	Surplus arising out of the CSR projects or program or activities of the previous financial year, if any	-
v)	Amount available for set off in succeeding financial year, [(iii)-(iv)]	-

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

Preceding Financial Year	Total Amount transferred to Unspent CSR Account as per section 135(6). (in ₹)	Amount spent in the reporting Financial Year	Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5), if any			Amount remaining to be spent in succeeding financial year
			Name of the Fund	Amount	Date of Transfer	
2017-18	-	-	-	-	-	-
2018-19	-	-	-	-	-	-
2019-20	-	-	-	-	-	-

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

Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project(in ₹ )	Amount spent on the project in the reporting Financial Year (in ₹)	Cumulative amount spent at the end of reporting Financial Year(in ₹)	Status of the project - Completed/ Ongoing
-	-	-	-	-	-	-	-

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

- Date of creation or acquisition of the capital asset(s): Not Applicable
- Amount of CSR spent for creation or acquisition of capital asset: Not Applicable
- Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc: Not Applicable
- Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): Not Applicable

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

**Manoj B. Vadodaria**  
DIN: 00092053  
Chairman & Managing Director

**Shyamal S. Joshi**  
DIN: 00005766  
Chairman of the CSR Committee

## Annexure B

### Form AOC-1

#### STATEMENT CONTAINING SALIENT FEATURES OF FINANCIAL STATEMENT OF SUBSIDIARY COMPANY, ASSOCIATE COMPANY AND JOINT VENTURE

Pursuant to Section 129(3) of the Companies Act, 2013 (Disclosure in respect of subsidiaries, Joint Venture and Associate) read with Rule 5 of the Companies(Accountants) Rule, 2014.

#### (A) STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENTS OF SUBSIDIARY COMPANY:

(Amount in ₹)

Name of Subsidiary Companies	Nila Terminals (Amreli) Private Limited
The date since when subsidiary was acquired	11 April 2017
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Financial Year 2021-22 ( 01 April 2021 to 31 March 2022)
Reporting currency and Exchange rate as on the last date of the relevant period	Not Applicable
Share capital	1,00,000
Other Equity	(3,23,488)
Total assets	32,08,61,835
Total Liabilities	32,10,85,323
Investments	-
Turnover	2,74,792
Profit before taxation	2,21,101
Provision for taxation	-
Profit after taxation	2,21,101
Proposed Dividend	-
% of shareholding	100%

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations – NIL
- Names of subsidiaries which have been liquidated or sold during the year – NIL

#### (B) STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENTS OF ASSOCIATE COMPANIES AND JOINT VENTURES

SN	Name of Associate Companies & Joint Ventures	Vyapnla Terminals (Modasa) Private Limited	Kent Residential and Industrial Park LLP*	Romanovia Industrial Park Private Limited#
	Latest audited Balance Sheet Date	31 March 2022	31 March 2022	31 March 2022
1.	Shares of associates and Joint Ventures held by company on the year end	34%	50%	50%
	i. Number of Shares	3400	N.A	5000
	ii. Amount of Investment	34,000	67,16,50,373	12,50,50,000

SN	Name of Associate Companies & Joint Ventures	Vyapnila Terminals (Modasa) Private Limited	Kent Residential and Industrial Park LLP*	Romanovia Industrial Park Private Limited#
	iii. Extent of Holding %	34%	50%	50%
2.	Description of how there is significant influence	By holding more than 20% of voting power	By contractual agreement	By holding more than 20% of voting power
3.	Reason why the associate / joint venture is not consolidated	Not Applicable	Not Applicable	Not Applicable
4.	Net worth attributable to shareholding as per latest audited balance sheet	43,256	34,00,47,763	(1,12,88,358)
5.	Profit/Loss for the year	1,26,197	(82,51,667)	(2,36,33,242)
	i. Considered in consolidation	42,907	(41,25,833)	(1,18,16,621)
	ii. Not considered in consolidation	83,290	(41,25,834)	(1,18,16,621)

\*Profit/Loss of the LLP is considered in accordance with the Profit Sharing Ratio of the partners

#Amount of investment in Romanovia Industrial Park Private Limited has been measured at fair value in accordance with applicable IND AS

- Names of Associates or Joint Ventures which are yet to commence operations – NIL
- Names of Associates or Joint Ventures which have been liquidated or sold during the year – NIL

**For and on behalf of the Board of Directors of  
Nila Infrastructures Limited**  
CIN No: L45201GJ1990PLC013417

**Manoj B. Vadodaria**  
Managing Director  
DIN: 00092053

**Kiran B. Vadodaria**  
Director  
DIN: 00092067

**Prashant H. Sarkhedi**  
Chief Financial Officer

**Dipen Y. Parikh**  
Company Secretary  
Membership No: A24031

Place: Ahmedabad  
Date: 27 May 2022

Place: Ahmedabad  
Date: 27 May 2022

## Annexure C

### REMUNERATION DETAILS

PART 1: [Pursuant to Section 197(12) of the Companies Act, 2013 and Rule No. 5 (1) of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

1. The ratio of remuneration of each Director to the median remuneration of the employees of the Company for the financial year:

The median remuneration of the employees of the Company as on 31 March 2022 is ₹ 5,97,000 per annum and the ratio of remuneration of each Director to this median remuneration is as under.

Name of the Director	Ratio of each Director to the median remuneration of the employee
Manoj B. Vadodaria	6.19:1
Kiran B. Vadodaria	NA
Dilip D. Patel	NA
Shyamal S. Joshi	NA
*Ashok R. Bhandari	NA
Foram B. Mehta	NA
S Revant A Bhatt	NA

\*Resigned w.e.f. 07 October 2021

S Appointed w.e.f. 07 October 2021

2. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary in the financial year 2021-22:

There is no increase in the remuneration of Directors, Chief Financial Officer and Company Secretary in the Financial Year 2021-22.

3. The percentage increase in the median remuneration of employees in the financial year:

The median remuneration of employees was ₹ 5,97,000 p.a. and ₹ 6,18,000 p.a. as on 31 March 2022 and 31 March 2021 respectively. There is decrease of 3.39% in the median remuneration of employees during the year.

4. The number of permanent employees on the Roll of Company: 34 as on 31 March 2022.
5. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

There is no increase in the remuneration of managerial personnel and employees of the Company during the year.

6. Affirmation that the remuneration is as per the Remuneration Policy of the Company:

It is confirmed that the remuneration paid to the Directors and Key Managerial Personnel are as per the Remuneration Policy of the Company.

Note: 1. Independent Directors of the Company are paid only sitting fees as per the statutory provisions during the year under review. The ratio of remuneration and percentage increase for Independent Directors is therefore not considered for the aforesaid purpose. The details of remuneration of Independent Directors are provided in the Corporate Governance Report.

2. Employees for the aforesaid purpose include all on roll employees of the Company.

# ANNEXURE D

## SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED ON 31 MARCH 2022

[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,  
**Nila Infrastructures Limited**  
1st Floor, Sambhaav House,  
Opp.Chief Justice's Bungalow,  
Bodakdev, Ahmedabad – 380015

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives in electronic form using the Information Technology Tools due to COVID- 19, during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit year covering the year ended on 31 March 2022 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent , in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31 March 2022 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not Applicable to the Company during the Audit Period)
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable to the Company during the Audit Period)
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

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

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

(vi) Transfer of Property Act, 1882;

(vii) Registration Act, 1882;

(viii) The Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act, 1996;

(ix) The Land Acquisition Act, 1894;

(x) Real Estate Regulation Act, 2017;

(xi) Income Tax Act, 1961 and rules made there under;

(xii) The Central Goods and Services Tax Act, 2017 & Gujarat Goods and Services Tax Act, 2017 and rules made there under;

(xiii) Payment of Gratuity Act, 1972 and rules made there under;

(xiv) Employee State Insurance Act, 1948 and rules made there under;

(xv) Minimum Wages Act, 1948 and rules made there under;

(xvi) Payment of Bonus Act, 1965 and rules made there under; and

(xvii) The Employees' Provident Fund and Miscellaneous Provisions Act, 1952, and rules made there under.

(xviii) The Contract Labour (Regulation and Abolition) Act, 1970

(xix) The Environment (Protection) Act, 1986

(xx) The Indian Stamp Act, 1899

(xxi) The Gujarat Stamp Act, 1958

(xxii) The Indian Contract Act, 1872

(xxiii) The Gujarat Town Planning and Urban Development Act, 1976

(xxiv) Gujarat Real Estate (Regulation and Development) General Rules, 2017

We have relied on the representation made by the Company, its Officers and on the reports given by designated professionals for systems and processes formed by the Company to monitor and ensure compliances under other applicable Acts, Laws and Regulations to the Company.

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

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

(ii) The Listing Agreements entered into by the Company with Stock Exchanges read with 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.

We further report that:

Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

All decisions in the Board is carried through, while the dissenting members' views, if any, are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines. We further report that during the Audit period the Company has no specific events/actions having a major bearing on the Companies Affairs in pursuant of the above referred Laws, Rules, Regulations, Guidelines, Standards etc.

**Umesh Ved**

Umesh Ved & Associates

Company Secretaries

FCS No.: 4411

C.P. No.: 2924

UDIN: F004411D000412291

Place: Ahmedabad

Date: 27 May 2022

To,  
The Members,  
**Nila Infrastructures Limited**

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

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

**Umesh Ved**

Umesh Ved & Associates  
Company Secretaries  
FCS No.: 4411  
C.P. No.: 2924  
UDIN: F004411D000412291

Place: Ahmedabad  
Date: 27 May 2022

# ANNEXURE E

## BUSINESS RESPONSIBILITY REPORT

### About Nila Infrastructures Limited:

Nila Infrastructures Ltd. established in 1990, initially operating as a city-based realtor, has now transformed into a diversified Infrastructure entity operating in Gujarat and Rajasthan. It is listed on the BSE Limited (Scrip Code: 530377) and National Stock Exchange of India Limited (Scrip Code: NILAINFRA). The main focus of the Company is on Affordable Housing projects and has diversified order book with Civic Urban Infrastructure Projects such as Medical College, Bus Ports, BRT Stations, Multi Level Parking facilities etc. In additions to that the Company also undertakes commercial and industrial construction orders for selected reputed corporate developers. The Company is also into development of Slum Rehabilitation Projects in Ahmedabad.

### Section A: General Information about the Company:

- |   |   |   |
|---|---|---|
| 1. Corporate Identity Number (CIN)  | : | L45201GJ1990PLC013417   |
| 2. Name of the Company  | : | Nila Infrastructures Limited  |
| 3. Registered Address   | : | First Floor, Sambhaav House, Opp Chief Justice's Bungalow, Bodakdev, Ahmedabad – 380015   |
| 4. Website  | : | www.nilainfra.com   |
| 5. Email ID   | : | secretarial@nilainfra.com   |
| 6. Financial Year Reported  | : | 2021-22   |
| 7. Sector that the Company is engaged in (industrial activity code wise)          | : | Construction of Buildings carried out on own account basis or on fee or contract basis (NIC Code: 410001)   |
| 8. List three products that the Company Manufactures / provides                   | : | Construction of Buildings, Infrastructure Constructions, Renting & Leasing  |
| 9. Total Number of Locations where Business Activity is undertaken by the Company | : |   |
| a) Number of International Locations  | : | NIL   |
| b) Number of National Locations   | : | The Company executes projects at various locations of Gujarat and Rajasthan. The details of each project of Gujarat and Rajasthan is available at the website of the Company. |
| 10. Markets served by the Company – Local/State/National/International            | : | The Company executes projects in the state of Gujarat and Rajasthan only.   |

### Section B: Financial Details the Company:

- |  |   |
|--|---|
| 1. Paid Up Share Capital (INR):  | 39.38 Crore   |
| 2. Total Turnover (INR):   | 106.13 Crore  |
| 3. Total Profit After Tax (INR):   | 2.51 Crore  |
| 4. Total spending on Corporate Social Responsibility (CSR) as a percentage of Profit after Tax (PAT) | :   |
|  | INR 38.68 Lac spent on CSR which is 15.41% of PAT of FY2022 |
| 5. List of activities in which expenditure in 4 above has been incurred:                             |   |
| a)   | Promotion of Sanitation, Medical & Preventive Healthcare    |
| b)   | Promotion of Education, & Food and Empowerment              |
| c)   | Ecological Balance & Environmental Sustainability           |

**Section C: Other Details:**

**1. Does the Company have any subsidiary Companies?**

Yes the Company has one subsidiary Company namely M/s Nila Terminals (Amreli) Pvt. Ltd.

**2. Do the subsidiary company participate in the BR initiative of the Parent company? If yes then indicate the number of such subsidiary companies:**

No. The business of the subsidiary company is not sizable and therefore presently it is not participating in the BR activity of the Company.

**3. Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]:**

The Company does not mandate its suppliers/distributors to participate in the Company's BR initiatives.

**Section D: BR Information:**

1 Details of the Director / Directors responsible for BR			
A Detail of Directors responsible for implementing BR policies			
	Name	DIN	Designation
	Mr. Manoj B. Vadodaria	00092053	Chairman & Managing Director
B Details of BR Head			
i	DIN if applicable	Not Applicable	
ii	Name	Mr. Deep S. Vadodaria	
iii.	Designation	Chief Operating Officer	
iv.	Telephone Number	079-40036817/18	
v.	Email	deep@nilainfra.com	

2 Principal wise (as per NVGs) BR Policy -										
a Details of Compliance (reply in Y/N)										
	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
i	Do you have policy / policies for P1 to P9?	Y	Y	Y	Y	Y	Y	Y	Y	Y
ii	Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
iii	Does the policy confirm to any national/international standards? If yes, specify? (50 words) (See Note 4)	Y	Y	Y	Y	Y	Y	Y	Y	Y
iv.	Has the policy being approved by the Board? Is yes, has it been signed by MD/Owner/CEO/appropriate Board Director?	Y	Y	Y	Y	Y	Y	Y	Y	Y
v	Does the Company have a specified committee of the Board/Director/Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	Y	Y	Y
vi	Indicate the link for the policy to be viewed online?	Note 1	Note 2						Note 3	Note 2

2 Principal wise (as per NVGs) BR Policy -										
a Details of Compliance (reply in Y/N)										
	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
vii	Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
viii	Does the Company have in-house structure to implement the policy/policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
ix	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
x	Has the Company carried out independent audit/evaluation of the working of this policy by an internal or external agency?	Y	Y	Y	Y	Y	Y	Y	Y	Y

**Note1:**

<http://www.nilainfra.com/pdfs/Policies%20and%20Code%20of%20Conducts/Code%20of%20Conduct%20for%20Board%20of%20Directors%20and%20Senior%20Management%20Personnel.pdf>

**Note2:**

<http://www.nilainfra.com/pdfs/Policies%20and%20Code%20of%20Conducts/Business-Responsibility-Policy.pdf>

**Note 3:**

[http://www.nilainfra.com/pdfs/Policies%20and%20Code%20of%20Conducts/corporate\\_social\\_responsibility\\_policy.pdf](http://www.nilainfra.com/pdfs/Policies%20and%20Code%20of%20Conducts/corporate_social_responsibility_policy.pdf)

**Note 4:** Yes, the policies confirm to statutory provisions as well as established standards and practices.

2 Principal wise (as per NVGs) BR Policy -										
b If answer to the question at serial number 1 against any principle is 'NO', please explain why:										
	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
i	The Company has not understood the principle	NA								
ii	The Company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles	NA								
iii	The Company does not have financial or manpower resources available for the task	NA								
iv	It is planned to be done within the next 6 months	NA								
v	It is planned to be done within the next 1 year	NA								
vi	Any other reason (please specify)	NA								

3 Governances Related BR	
a	Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company: The Board/Committee assesses the BR performance annually.
b	Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published? Yes the BR is published in the Annual Report 2022 and also available at the website of the Company at <a href="http://www.nilainfra.com">www.nilainfra.com</a> .

## Section E: Principle wise Performance:

### PRINCIPLE 1: BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH ETHICS, TRANSPARENCY AND ACCOUNTABILITY

1. Does the policy relating to ethics, bribery and corruption cover only the Company? Yes/No. Does it extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/Others?

Yes, the Company has Code of Conduct for Directors and Senior Management and Vigil Mechanism and Whistle Blower Policy which governs the matters of ethics, bribery, corruption etc.

2. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.

No stakeholder complaints were received in the FY2021-22. The status of investor complaints received and resolved during the financial year are disclosed in the Corporate Governance report which forms part of the Annual Report 2021-22.

### PRINCIPLE 2: BUSINESSES SHOULD PROVIDE GOODS AND SERVICES THAT ARE SAFE AND CONTRIBUTE TO SUSTAINABILITY THROUGHOUT THEIR LIFE CYCLE

1. List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.

Development and execution of affordable housing, civic urban infrastructure, and industrial parks

2. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product(optional):

- a) Reduction during sourcing/production/ distribution achieved since the previous year throughout the value chain?

The company has achieved the reduction in generation of waste, raw material and other resources through various initiatives like environment awareness campaigns, training of safety measures and monitoring of hazardous & non-hazardous material, developing facilities for labour and their timely health checkups, development of anganwadies and community development centers for children of labour. Further the Company encourages procurement of major construction material locally to avoid unnecessary fuel wastage. The Company uses AAC blocks instead of clay bricks towards sustainable project.

- b) Reduction during usage by consumers (energy, water) has been achieved since the previous year?

The Company has reduced the consumption of energy by adopting new techniques and alternate methods i.e. use of natural light, use of LED bulbs which shows improved results year by year. The Company encourages usage of rooftop solar and solar street lights at its projects sites and water harvesting system to store natural water.

3. Does the company have procedures in place for sustainable sourcing (including transportation)? (a) If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.

The Company has many construction project sites in Gujarat and Rajasthan. The first and foremost practice the Company prioritize is to procure material locally to support the sustainable sourcing and generating employment for the locals. In addition it also helps to eliminate unnecessary transportation from far places. Also during the project lifecycle, the Company encourages its clients to adopt Green and Sustainable design.

4. Has the company taken any steps to procure goods and services from local and small producers, including communities surrounding their place of work? (a) If yes, what steps have been taken to improve their capacity and capability of local and small vendors?

The Company takes several steps to procure material and avail services from local vendors and suppliers which includes major construction materials, like cement, sand, steels, bricks, etc. The Company also majorly hire permanent as well as contractual manpower available in the vicinity of the project sites. Moreover, the Company also take steps to give job work/construction contracts to locals thereby improving their capacity and capability.

5. **Does the company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as 10%). Also, provide details thereof, in about 50 words or so.-**

Many small waste parts of AAC bricks and other material etc. are used as filler whenever and wherever possible to avoid wastage. Also many such wastages are supplied for recycling wherever possible.

**PRINCIPLE 3: BUSINESSES SHOULD RESPECT AND PROMOTE THE WELL-BEING OF ALL EMPLOYEES, INCLUDING THOSE IN THEIR VALUE CHAINS.**

1. **Please indicate the Total number of employees:**

The company has a total 34 number of employees as on 31 March 2022

2. **Please indicate the Total number of employees hired on temporary/contractual/casual basis.**

There are 14 employees hired on temporary/contractual/casual basis as on 31 March 2022.

3. **Please indicate the Number of permanent women employees:**

The company has a total 2 number of permanent women employees as on 31 March 2022

4. **Please indicate the Number of permanent employees with disabilities:**

There is no employee in the Company with disabilities as on 31 March 2022

5. **Do you have an employee association that is recognized by management?**

There is no such employee association in the Company.

6. **What percentage of your permanent employees is members of this recognized employee association?**

Not Applicable

7. **Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.**

No such complaint received during the financial year 2021-22 nor any such complaint pending as on the end of the financial year.

8. **What percentage of your under mentioned employees were given safety & skill up- gradation training in the last year?**

The Company has provided training of safety and skill up to its employees of all categories and the percentage of employees to whom such training is provided is approximately 50%.

**PRINCIPLE 4: BUSINESSES SHOULD RESPECT THE INTERESTS OF AND BE RESPONSIVE TO ALL THEIR STAKEHOLDERS.**

1. **Has the company mapped its internal and external stakeholders?**

The company has mapped its internal and external stakeholders. Employees and management are its internal stakeholders while shareholders, investors, lenders, suppliers, vendors, clients, regulators, contractors, workers, NGOs and its local communities are the external stakeholders.

**2. Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders?**

The Company as a part of its CSR activities identifies such disadvantaged, vulnerable and marginalized external stakeholders.

**3. Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders? If so, provide details thereof, in about 50 words or so.**

Yes, the Company during undertaking its CSR program and activities, engage with such disadvantaged, vulnerable and marginalized external stakeholders with an objective to promote sustainable growth and betterment of the society.

**PRINCIPLE 5: BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS**

**1. Does the policy of the company on human rights cover only the company or extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs/Others?**

The policy of the Company on human rights covers only the company, its employees and workers.

**2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?**

No stakeholder complaints, relating to human rights, have been received during the Financial Year 2021-22.

**PRINCIPLE 6: BUSINESSES SHOULD RESPECT AND MAKE EFFORTS TO PROTECT AND RESTORE THE ENVIRONMENT.**

**1. Does the policy related to Principle 6 cover only the company or extends to the Group/Joint Ventures/ Suppliers/ Contractors/NGOs/others?**

Applies only to the Company

**2. Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc? Y/N. If yes, please give hyperlink for webpage etc.**

Yes the Company has been taking appropriate steps to address global environmental issues by promoting awareness of cleanliness and sanitation through its CSR programs. The detailed information of initiatives taken by the Company in this connection may please be referred in the annual report 2021-22 readily available at the website of the Company at [www.nilainfra.com](http://www.nilainfra.com) under the investor segment.

**3. Does the company identify and assess potential environmental risks? Y/N**

No

**4. Does the company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?**

The Company does not have any project related to Clean Development Mechanism.

**5. Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc? Y/N. If yes, please give hyperlink for web page etc.**

The Company initiates various measures of clean technology, energy efficiency, renewal energy etc. at various projects like

- usage of LED lights at corporate offices and projects sites,
- Installation of solar panel for renewable energy at certain project sites,
- Usage of AAC blocks for energy efficiency.

- Sewage Treatment Plant and recycling of water for gardening and flushing
- water harvesting
- Rooftop Solar and usage of solar street lights at projects
- Solid Waste Converter

**6. Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?**

Not Applicable

**7. Number of show cause/ legal notices received from CPCB/ SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.**

There is no such show cause/legal notices received from CPCB/SPCB which are pending as on the end of the Financial Year 2021-22.

**PRINCIPLE 7: BUSINESSES, WHEN ENGAGED IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A MANNER THAT IS RESPONSIBLE AND TRANSPARENT.**

**1. Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:**

Yes, the Company is member of industry association like GIHED and CREDAI.

**2. Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas ( drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others).**

No major advocacy has been done by the Company through the associations as above.

**PRINCIPLE 8: BUSINESSES SHOULD PROMOTE INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT.**

**1. Does the company have specified programmes/ initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.**

The company has in place Corporate Social Responsibility Policy in line with the requirement of Section 135 of the Companies Act, 2013. Through this policy the company promotes sustainable development and welfare of the society. The policy for CSR can be downloaded from the website of the Company at [http://www.nilainfra.com/pdfs/Policies%20and%20Code%20of%20Conducts/corporate\\_social\\_responsibility\\_policy.pdf](http://www.nilainfra.com/pdfs/Policies%20and%20Code%20of%20Conducts/corporate_social_responsibility_policy.pdf).

The brief of the initiatives taken by the Company can be referred in the Annual CSR Report given under Annexure A of the Annual Report 2021-22 readily available at the website of the Company at [www.nilainfra.com](http://www.nilainfra.com) under the investor segment.

**2. Are the programmes/projects undertaken through in house team/own foundation/external NGO/government structures/any other organization?**

The Company has undertaken such programs on its own as well as in association or collaborations with several NGOs, trusts, and foundations, depending on the size, scale, and nature of the respective initiatives.

**3. Have you done any impact assessment of your initiative?**

The initiatives are periodically reviewed by the CSR Committee at their meetings. No other formal assessment is made for such initiatives.

**4. What is your company's direct contribution to community development projects - Amount in INR and the details of the projects undertaken?**

The Company has spent INR 38.68 Lac during the Financial Year 2021-22 for various CSR activities to ensure community development. The details of the expenses may please be referred in the Annual Report of CSR given in the Annexure to the Board Report in Annual Report 2021-22 readily available at the website of the Company at [www.nilainfra.com](http://www.nilainfra.com) under the investor segment.

**5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.**

No such formal impact assessment have been done by the Company except periodic review by the CSR Committee. However the Company makes attempts to ensure that CSR initiatives undertaken by the Company are successfully implemented and needs of the Community are met at large through feedback communications.

**PRINCIPLE 9: BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CONSUMERS IN A RESPONSIBLE MANNER.**

**1. What percentage of customer complaints/consumer cases are pending as on the end of financial year?**

There is no consumer complaint is pending at the end of the financial year 2021-22.

**2. Does the company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A. /Remarks (additional information).**

The Company is not in the business of manufacturing of any goods or material and therefore this does not apply.

**3. Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behavior during the last five years and pending as on end of financial year? If so, provide details thereof, in about 50 words or so.**

No such complaint is filed against the Company during the last five years or pending as on the Financial Year 2021-22.

**4. Did your company carry out any consumer survey/ consumer satisfaction trends?**

Not required as the orders that the Company undertakes/executes invariably gets satisfactory completion certificate by the employer/client/principal.

## Management Discussion and Analysis

### 1. THE ECONOMIC SCENARIO:

As the world enters the third year of the COVID-19 crisis, economic developments have been both encouraging and troubling, clouded by many risks and considerable uncertainty. The good news is that output in many countries rebounded in 2021 after a sharp decline in 2020. Advanced economies and many middle-income countries reached substantial vaccination rates. International trade had picked up, and high commodity prices were benefiting many developing countries. Domestic financial crises and foreign debt restructurings have been less frequent than might have been expected in a time of severe global shocks. Yet, for many developing countries, progress toward recovery has been hampered by daunting challenges.

Government spending, deficits, and debt in several advanced economies have reached record highs relative to GDP. Central banks have absorbed unprecedented amounts of long-term assets financed by bank reserves, resulting in an inequitable allocation of capital. Spending in developing countries surged to support economic activity during the crisis, but many countries are now facing record levels of external and domestic debt. The COVID-19 crisis wiped out years of progress in poverty reduction. As government's fiscal space has narrowed, many households in developing countries have suffered severe employment and earning losses with women, the unskilled, and informal workers hit the hardest. School closures and sustained disruptions to healthcare services can do lasting damage to human capital, especially among children and the most vulnerable. At the other end of the income scale, booming asset prices were boosting the wealth of richer segments of the population, adding to inflation.

As per World Economic Outlook April 2022, global growth is projected to slow from an estimated 6.1 per cent in 2021 to 3.6 per cent in 2022 and 2023. The post-COVID-19 pandemic recovery is being hit by a potentially huge global supply shock that is expected to reduce growth prospects and push up inflation. Additionally, the global economic prospects have been severely set back, largely because of Russia's invasion of Ukraine. This crisis unfolds even as the global economy has not yet fully recovered from the pandemic. Even before the war, inflation in many countries had been rising due to supply-demand imbalances and policy support during the pandemic, prompting a tightening of monetary policy. The latest lockdowns China could cause new bottlenecks in global supply chains. The Russia's invasion of Ukraine worsened the global geopolitical uncertainty. Additionally, it shook the commodity and financial markets- and this amid a global pandemic. Fortunately, COVID-19's Omicron variant has had a milder impact than other variants and progress on vaccination has allowed economies across the world to remain more open than in previous COVID-19 waves. However, these escalating geopolitical tensions could impede trade and production, and stoke inflationary pressures. Aggressive monetary policy tightening in the US may lead to financial instability. Rising energy prices and supply disruptions have resulted in higher and more broad-based inflation than anticipated, notably in the US and many emerging market and developing economies. The ongoing retrenchment of China's real estate sector and slower-than-expected recovery of private consumption also have limited growth prospects. Risks to the global baseline are tilted to the downside. As advanced economies lift policy rates, risks to financial stability and emerging market and developing economies' capital flows, currencies, and fiscal positions especially with debt levels having increased significantly in the past two years may emerge. Monetary policy in many countries will need to continue a tightening path to curb inflation pressures, while fiscal policy-operating with more limited space than earlier in the pandemic-will need to prioritize health and social spending while focusing support on the worst affected. In this context, international co-operation will be essential to preserve access to liquidity and expedite orderly debt restructurings where needed. Investing in climate policies remains imperative to reduce the risk of catastrophic climate change.

The Ministry of Statistics and Programme Implementation project India's real GDP growth by 8.7 per cent in FY2022 i.e. ₹ 1,47,36,000 crore/USD 1.90 trillion or nominal GDP of ₹ 2,36,65,000 crore/USD 3.05 trillion at current prices, subsequent to a contraction of 6.6 per cent in FY2021; and an 8-8.5 per cent growth in FY2023. These projections are comparable with World Bank and ADB's latest forecasts of real GDP growth of 8.7 per cent and 7.5 per cent respectively for FY2023. According to FICCI's Economic Outlook Survey, India is expected to grow at 7.4 per cent in FY2023, with a minimum and maximum growth estimate of 6.0 per cent and 7.8 per cent respectively. As per IMF's latest World Economic Outlook projections, India's real GDP projected to grow at 9 per cent in FY2022 and FY2023 and at 7.1 per cent in FY2024, which would make India the fastest growing major economy in the world for all three years. Combination of high foreign exchange reserves (₹ 46,38,067 crore/USD 59,751 crore at 20 March 2022), highest ever FDI (USD 8,357 crore during FY2022), and rising export earnings will provide adequate buffer against possible global liquidity tapering in FY2023.

Going ahead, the existing external situation can be a dampener and impede domestic prospects. It remains important that the massive capex plan laid out by the government in the Union Budget for FY2023 continues. Despite the challenges, India has the potential to remain among fastest growing major economies in the world and remains well placed over the medium term. The results of growth-enhancing policies and schemes (such as production-linked incentives and government's push toward self-reliance) and increased infrastructure spending will start kicking in from FY2023, leading to a stronger multiplier effect on jobs and income, higher productivity, and more efficiency—all leading to accelerated economic growth. Furthermore, the emphasis on manufacturing in India, various government incentives such as lower taxes, and rising services exports on the back of stronger digitization and technology transformation drive across the world will aid in growth. Also, several spill-over effects of geopolitical conflicts could enhance India's status as a preferred alternate investment destination. Global in-house centres and multinationals, for instance, may prefer India over Eastern European markets (especially those that border Ukraine) to shift their current operations or open new facilities.

## 2. THE INDUSTRY SCENARIO:

Infrastructure development, a key to economic development, was severely hit due to the COVID-19 pandemic; however, there have been many bright spots, especially the progressive policy initiatives of the government, which bode well for the sector as a whole. The onset of the COVID-19 pandemic, the second wave and the spread of the Omicron variant in the third COVID wave thereafter, posed a daunting and an uncertain situation in front of infrastructure companies to recover from an all-time low of the previous year. The Indian economy grew approximately 9 per cent in FY2022 as against 8.2 per cent in FY2021, after a 6.7 per cent contraction in FY2020, the year of COVID outbreak.

This called for an urgent need to come up with highly impactful strategies to stimulate growth in the sector. The most crucial strategy to stimulate growth in the sector is an effective deployment of capital resources by the government thus resulting in a large number of projects and higher demand for infrastructure firms, accelerating the cashflows in the country. The Indian Government's success in infrastructure provision will be measured not only by the quantum of funds invested, but on how infrastructure contributes to the achievement of India's overall economic, social and environmental objectives. Importantly, infrastructure investment should be considered as a means to an end, not an end in itself. Challenges in infrastructure provision are not unique to India. Sustainably managing infrastructure through the appropriate pricing, funding and prioritisation frameworks is important to ensure the benefits that accrue from the significant investment that India is currently making in key social and economic infrastructure. The policy initiatives taken to boost funding to the infrastructure sector are critical. The progressive and new models of financing are boosting the confidence of domestic and foreign investors.

The infrastructure sector faces severe challenges due to the recent Russia Ukraine crisis. In addition to the volatility of the Indian financial markets, the crises will also likely result in delays in consignments and closure of potential future deals due to the sanctions imposed on Russia. With crude oil prices at eight-year high alongwith the already inflated input/raw-materials costs, concerns over successful completion of the infrastructure projects are rising.

With the pandemic much in control in the beginning of 2022, India's economy is now estimated to grow by more than 9 per cent in the current FY2023. The economy has been on a recovery path after the impact of the world's strictest lockdown in the previous FYs. With the government's various supportive initiatives, the upward trajectory of the Indian infrastructure space is on the rise. Also, with Covid-19 restrictions been now removed, the infrastructure work has progressed, and the economy boost is only possible with the infra development at the forefront.

### A. Infrastructure

Any highly-populated country needs a robust infrastructure and India is no exception to the rule. A key driver of the economy, Infrastructure is highly responsible for propelling India's overall development. Infrastructure sector includes power, bridges, dams, roads and urban infrastructure development. It is a major contributor towards India's GDP, both directly and indirectly. GDP From Construction in India averaged ₹ 2,28,213 crore from FY2011 until FY2022, reaching an all-time high of ₹ 3,38,283 crore in Q1-FY2022 and a record low of ₹ 1,31,437 crore in Q2-FY2020. Construction reported impressive growth in both revenue as well as net income with 45 per cent and 53 per cent, rise respectively in revenue. The growth momentum is expected to continue over the forecast period, recording a CAGR of 9.5 per cent during FY2022-FY2026. The

construction output in the country is expected to reach ₹ 6,05,08,90 crore by FY2026. It employs 5,500 lakh people, and any improvements in the construction sector affect a number of associated industries such as cement, steel, technology, skill-enhancement, etc. Low entry and technology barriers make the industry highly fragmented. While low fixed costs narrow the entry barriers, uncertainties on payments drives up working capital requirements. Entities in a contracting process of infrastructure and industrial projects include the owner (project implementer), contractors, consultants, process licensors and suppliers of raw materials and equipment. The industry is regulated and implemented by different apex authorities of the various segments. It encompasses different types of contracts (PPP, EPC, EPCM, BOT, BOOT, etc.), depending on the nature of project. Each contract has certain features which draw interest of players and aim at enhancing overall efficiency. Revenues in construction contract are recognised as per Ind-AS 115 i.e. the revenue is recognised to depict the transfer of goods or services to customers at an amount that is expected to be entitled to in exchange for those goods or services. Contract costs that meet certain criteria will be capitalised as an asset and get amortised as revenue is recognised.

Infrastructure accounts for nearly 40% of India's industrial output. Hence, it enjoys intense focus from the Government for initiating policies that would ensure time-bound creation of world class infrastructure in the country. To prevent 'lack of infrastructure' becoming a 'binding constraint' on the growth of Indian economy that aspires to become a USD 5 trillion by 2024-25, the country needs to spend about USD 1.4 trillion on infrastructure. India is witnessing significant interest from international investors in the infrastructure space with many MNCs keen to collaborate on infrastructure, high speed trains, renewable energy, developing smart cities, etc. FDI in Construction Development sector (townships, housing, built up infrastructure and construction development projects) stood at USD 2,608 crore at March 2021.

The Government of India is keen on developing the infrastructure sector in the country. This is clearly evident through the numerous initiatives announced for this sector as part of the Union Budget 2022-23, while National Infrastructure Pipeline has projected total infrastructure investment of ₹ 1,10,000 crore during the period FY2020 to FY2025 in India. The "Affordable Housing" sector enjoys the coveted "Infrastructure" status. Overall construction spends in key infrastructure sectors has gathered further pace, aided by a slew of recent policy reforms. Roads would drive majority construction spends while investments in urban infrastructure and railways are expected to grow at a faster pace with the government's increased focus on schemes such as HFA, Smart cities, AMRUT, Swachh Bharat, Clean Ganga Mission, National Industrial Corridor Development Programme (NICDP) projects and metro construction in major Indian cities are expected to boost urban infrastructure investment in the years to come. India is expected to become the third largest construction market globally.

## **B. Logistics:**

In recent times the warehousing sector has achieved new benchmarks on demand, supply and investments. Further, these have also been backed by graduating value-chain of the logistics eco-system i.e. improvement in quality. The coveted status of "Infrastructure" has further catalysed the growth of this segment.

The presence of a robust logistics-related infrastructure and an effective logistics management system facilitates seamless movement of goods from the point of origin to that of consumption, and aids an economy's movement to prosperity. The progress of logistics sector holds an immense value for India as well; as such advancement would increase exports, generate employment and give the country a significant place in the global supply chain. Indian logistics industry is a sunshine sector. The Indian logistics sector provides livelihood to about 220 lakh people. Improving the sector would facilitate a 10% decrease in indirect logistics cost, leading to a growth of 5-8% in exports.

The industrial warehousing segment in India is highly fragmented, with the unorganised players have aggregated about 90 per cent share of the total warehousing space. As a consequence, there is severe price competition among players. The industrial warehousing segment witnesses intense competition on account of unorganized nature of the industry. The other challenges hindering its growth include high cost, underdeveloped material handling infrastructure, fragmented warehousing, presence of multiple regulatory and policy making entities, lack of seamless movement of goods across modes, and poor integration with modern information technology. These challenges, particularly the ones pertaining to procedural complexities,

redundant documentations and involvement of several agencies at our ports and borders, severely dent our performance in international trade, resulting into about 70% of the delays.

There are several policies aimed at encouraging investment in the sector, including free trade warehousing zones and logistics parks. Selecting the right location, optimal usage of storage facilities, providing value-added services, and achieving scale are the key success factors for the warehousing industry. The government has laid an emphasis on infrastructure growth with plans to develop highways, railways and rural roads, and revive unused airstrips and airports. The government has prepared a blue-print of the Maritime India Vision 2030 (MIV 2030) alongwith revival the Sagarmala project for port modernisation and port automation, development of multimodal logistics parks, and dedicated freight corridors. The successful and timely completion of these proposed projects can help ensure cost effectiveness and operational efficiencies.

The GST implementation in 2017 has since brought efficiency in supply chain e.g. it has expedited the freight movement at interstate borders due to dismantling of check posts by upto 20%. The rollout of GST has improved supply-chain effectiveness and reduction in consolidation costs by promoting hub-and-spoke model (have a large warehouse in a strategic location instead of numerous small ones) resulting in a reorganised industry. The government has set a target to reduce logistics costs by as much as five percentage points over the next four-five years to about 8% of GDP. An earlier draft of the national logistics policy, firmed up in 2019, had aimed to reduce such costs to 10% of GDP. The warehousing market in India was valued at ₹ 1,11,300 crore in 2021. It is expected to expand at a compound annual growth rate (CAGR) of ~11.90% between 2021 and 2025, to reach a value of ₹ 2,06,960 crore by 2025. The industrial warehousing segment is driving growth, led by the organised segment (largely third-party logistics players i.e. 3PL) fuelled by value-added services. The growth of logistics is two sided – led by demand and supply. The demand-led growth is mainly strengthened with the economic recovery, and implementation of GST. The supply-led growth drivers include improvement in logistics infrastructure, integrated logistics and birth of numerous logistics start-ups, especially tech led start-ups. Such significant development is reflected in improvement in the global rankings i.e. 44th out of 167 countries in World Bank's Logistics Performance Index (LPI) 2018.

The Indian government has launched the Gati Shakti NMP in October 2021, which will reduce logistics costs and improve infrastructure efficiency. The intention is to devise the most cost-effective method to transport goods by the year 2035. The policy aims at preparing a proper integrated logistics plan. It is also encouraging tech-enabled start-ups in the logistics sector as they will be able to provide seamless movement of goods across the country.

The post-COVID-19 economic transition has boosted the growth while accelerating a digital transformation across the logistics chain — from warehousing to supply chain management right to the last mile delivery. 3PL will be at the forefront for warehouse demand; however the largest occupier will be e-Commerce. With accelerated institutionalisation of warehousing segment, the footprint shall expand in the smaller cities, too.

Backed by a technology-driven transformation, the logistics sector has in recent years emerged as a leading contributor to the economy as well as a major employment generator. As per an assessment by the National Skill Development Corporation (NSDC) last year, logistics was among the five top employment generating sectors in the post COVID economy in India

Some of key investors include Sequoia Capital, Warburg Pincus, Tiger Global, Nexus Venture Partners, SAIF Partners, Tencent Holdings, Blume Ventures, beside others. The investment burst in the sector is leading to development of new and better warehousing facilities. The future for the Indian logistics industry is going to shine even brighter. It will enhance our trade competitiveness, create jobs, shoot up country's performance in global rankings and pave the way for India to become a logistics hub. Such measures will also contribute to creation of a New India.

### 3. NILA:

As a pure-play Urban Infrastructure contractor/developer, your Company works on AH Infrastructure and urban infrastructure projects by leveraging its core competency. The management is optimistic about the quick revival of the economy in general and construction sector in particular. Your Company has since secured meaningful Affordable Housing development orders to the tune of the highest order-book in the history of your Company and

providing a visibility of a multi-year growth. Hence, it envisages that on back of enhanced pre-qualifications/bidding capacities, its business will grow sustainably. Also, the recent COVID-19 pandemic had compelled people to stay at home as a precautionary measure to abate further spread. While, there are lakhs of people in India who do not have a home of their own, inducing the government to plan more aggressively to provide houses to these people who don't have housing at this point of time.

Your Company has also built significant PPP based order-book where the remuneration is superior for a long-term sustainable growth. Your Company is now a sort of a Specialist in AH Infrastructure and pure-play Urban Infrastructure player.

#### 4. Strategic Focus of NILA:

##### A. Unique Business Model – Diversified and Flexible:

Your company has developed a unique business model of construction contracts on EPC/LSTK, EPC+PPP and PPP mode for AH projects as well as Urban Infrastructure Projects. Your Company has successfully leveraged the construction expertise to grow into construction contracts from government authorities and reputed corporates. Your Company holds commercial properties in the prime location of Ahmedabad and such lease rent ensures continues revenue. An integrated well balanced business model of construction and development of government and private projects and contracts provides hedging.

This diversified business model for Empowering Lives has shown great strength in the past years of challenging business environment. Leasing ensures steady cash flow income while construction contracts of Government assure timely and confirmed recovery of dues, whereas the PPP projects ensure better profitability margins. Your Company has developed in-house expertise in the entire gamut of construction and execution – including design, planning & estimation, project preparation, project execution, interior designing, integration of project management.

##### B. Project Selection and Execution:

Your Company's comprehensive evaluation of opportunities in infrastructure projects includes the following parameters:

- **Principal:** Constitution, financial strength, bureaucratic structure, involvement of any bilateral/multilateral agency, track record on other projects, contract management strength, appropriateness of design for local market, etc.
- **Pre-development:** Financing flexibility to fund the early design work, community/political participation/opposition, government stability over the life of the project, environmental problems, site selection and regulatory approval delays, land acquisition, etc.
- **Finance:** Commercial viability of the project, capacity of the lender to evaluate and speed in providing the credit lines, repayment mechanism, credit availability on viable terms, etc.
- **Construction:** Viability of the design/technology, availability of labour and raw-material, outlook of raw-material cost, contractor failure, developer's access to funds on a timely basis for construction, etc.
- **Market:** Local economic conditions, demand-supply outlook, interest/inflation rate scenario, etc.

Throughout this process, your Company has to identify and mitigate inherent risks that can adversely affect the project. It is broadly evaluated in three parts: 1) preliminary considerations, market analysis, financial analysis, and strategic marketing; 2) site selection and due diligence, land acquisition, deal structure, entitlements, permissions, etc.; and 3) planning and design, construction management, operations and property management. Hence, with sufficient due-diligence the project is selected and execution is carried-out accordingly by your Company. Your Company's Quality Management System is ISO 9001 : 2015 accredited by INTERCERT that include Project Management, Site Development and Construction activities for Infrastructure, Industrial, Residential and Commercial projects.

### C. Project Management and Monitoring:

Your Company has adopted an integrated system for planning, scheduling, monitoring and control of the approved project under implementation. To coordinate and synchronise all the support function of Project Management it relies on an Integrated Project Management Control System which integrates its project management, contract management and control function addressing all stages of project implementation from concept to commissioning.

All projects have project monitoring centres which facilitate monitoring of key project milestones and also act as a Decision Support System for the management. It is used as integrated web based collaborative system to facilitate consolidation of project related issues and its timely resolution. Various features for information delivery of ERP facilitate project tracking, issues resolution and management interventions on a regular basis. Integrated ERP platform for monitoring and controlling of critical project activities spread across various functions – projects, contracts, finance and execution. This helps in decision support through timely identification of critical input and provides a holistic approach towards project implementation and major project milestones.

### D. Financial Resources:

The foremost source of finance of your Company has traditionally been internal accruals and borrowings from banks. Your Company has made financial arrangement with banks and financial institutions for its various long-term and working capital requirements. During the year your Company has not only successfully contracted/renewed substantial credit limits at competitive terms, but also pertinently tuned the requisite credit limits. Such measures will enhance the overall financial flexibility.

### E. Joint Ventures:

In order to share risk and cost, experience and expertise your Company develops certain projects in association with other renowned corporates and has formed associates and joint ventures. This provides a larger scale to your Company to work on specific operations. In such a scenario, the construction work is invariably carried-out by your Company. Your Company looks upon them as partners in its progress and shares with them the rewards of growth. It is your Company's endeavour to build and nurture strong links with the trade based on mutuality of benefits, respect for and cooperation with each other, consistent with consumer interests.

## 5. Opportunities and Outlook:

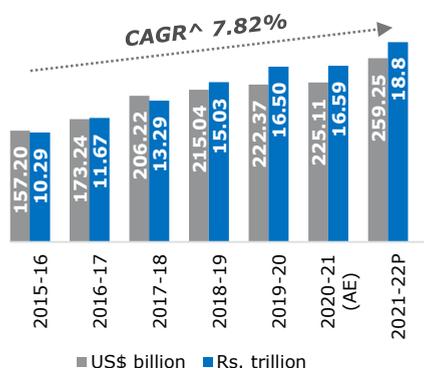
### A. Gujarat – The Growth Engine of India:

The organisation of "Vibrant Gujarat" at every two-years has been instrumental to make Gujarat a corporate hub with the entry of national and multinational companies which has led to rising employment. Gujarat is one of the leading industrialised states in India. As of April 2021, Gujarat had a total installed power generation capacity of 38,255 megawatt (MW). Gujarat is considered the petroleum capital of India due to presence of large refining capacity set up by private and public sector companies with total refining capacity of 102 MMTPA, accounting for 42% of the country's capacity. The state is the world's largest producer of processed diamonds, accounting for 72% of the world's processed diamond share and 80% of India's diamond exports. With a contribution of 65 to 70% to India's denim production, Gujarat is the largest manufacturer of denim in the country and the third largest in the world. There are 42 ports, 18 domestic airports and one international airport. There are 106 product clusters and 22 notified special economic zones (SEZs). Large scale investment is expected in Gujarat as part of the USD 9,000 crore DMIC.

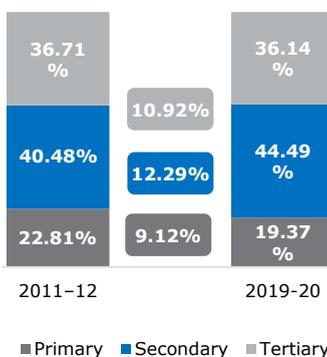
According to the Department for Promotion of Industry and Internal Trade (DPIIT), in FY2021 Gujarat received the highest FDI at USD 2,189 crore and stood at the top of all states, with 30% of the total equity inflows. Total exports from the state stood at USD 6,059 crore in FY2021. Hence, your Company foresees ample opportunities in infrastructural development. The rapid urbanisation is likely to boost metaphorical growth in years to come. All these would ultimately generate a demand to develop infrastructure that shall offer opportunity to the developers to grow in years to come. The envisaged opportunities are discussed further. Your Company is favourably placed to participate in the opportunities arising from the home-state that is considered the "Growth Engine of India".

## ECONOMIC SNAPSHOT

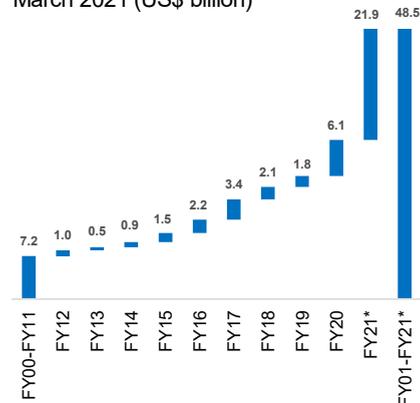
GSDP of Gujarat at Current Prices



GSVA Composition by Sector at Current Prices



FDI inflow in Gujarat in April 2000 - March 2021 (US\$ billion)



Note: - <sup>^</sup> CAGR in Rs., GSDP - Gross State Domestic Product, GSVA - Gross State Value Added, AE - Advance Estimate, FDI- Foreign Direct Investment  
Source: Ministry of Statistics and Programme Implementation, Directorate of Economics and Statistics, Department for Promotion of Industry and Internal Trade (DPIIT)

## ADVANTAGES



### High economic growth and industrial development

- One of the most industrially developed states. Contributes about a quarter of India's goods export.
- At current prices, Gujarat's Gross State Domestic Product (GSDP) is estimated at Rs. 18,79,826 crore (US\$ 259.25 billion) in FY22, an increase of 7% YoY.



### Adequate power generation capacity

- The State Government has framed policies in almost all key sectors such as industry, power, ports, roads, agriculture and minerals.



### Rich labour pool

- Good educational infrastructure with premier institutes in management, fashion, design, infrastructure planning and pharmaceuticals.
- Industrial training institutes in each district to train manpower for the shop floor level.



### Facilitating infrastructure

- The state has developed 46 ports, 18 domestic airports and one international airport.
- 2,200 kms gas grid supplies gas to industrial areas.

## KEY GOVERNMENT POLICIES AND OBJECTIVES



### Gujarat New Industrial Policy 2020

Promote entrepreneurship & innovation in the state



### Garment and Apparel Policy 2017

Creation of 100,000 jobs in the state.



### Solar Power Policy 2015

Promote power generation of green and clean power in the state using solar energy and reduce the cost of generating renewable energy.



### Electric Vehicles (EV) Policy

In June 2021, the Gujarat government introduced the electric vehicles (EV) policy with the aim to roll out 200,000 EVs over the next four years.



### Jal Jeevan Mission

Union Government allocated Rs. 3,411 crore (US\$ 471.29 million), a 4x increase in fund allocation YoY, to Gujarat for FY22.

## GOVERNMENT VISION FOR THE STATE



### Energy

Universal access to affordable, adequate, reliable, modern and sustainable energy.



### Agriculture

Increase the productivity and processing in agriculture sector to double farmers' income by adopting modern and sustainable agricultural practices; and ensure food security for all.



### Tourism

Position Gujarat as a vibrant tourist destination with an emphasis on visitor experience, livelihood linkages, environmental concerns and investment opportunities.



### Education

Knowledge and skill-based society with modern and quality educational system and infrastructure to prepare people for competing at international and national events.

## B. Rajasthan – The Sunrise State for Urban Infrastructure:

Rajasthan is India's largest state by area and it is bordered by the other important Indian states: Punjab to the north; Haryana and Uttar Pradesh to the northeast; Madhya Pradesh to the southeast; and Gujarat to the southwest. Thus it is a natural corridor between the wealthy northern and the prosperous western states, making it an important trade and commerce centre.

The population of Rajasthan stands at about 782 lakh (Aadhar Statistics 2021-22), making it the eighth most populated state in India (~5% of the country's population). Globally, the urban areas are becoming centres of economic growth. Due to the rapid growth and urbanization, there has been an increased pressure on the urban infrastructure facilities.

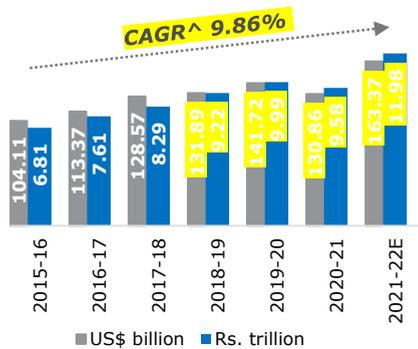
Meanwhile, the Urban infrastructure and Public Services for Rajasthan's burgeoning urban population is inadequate. On a conservative basis, an investment to the tune of ₹ 10,000 crore would be required in the next 10 years to adequately address the infrastructure needs of various urban centres in Rajasthan.

The natural resources, policy incentives, strategic location and infrastructure in the state are favourably suited for investments in sectors such as cement, IT and ITeS, ceramics, tourism, automotive and agro-based industries. Rajasthan is the largest producer of oilseeds, seed spices and coarse cereals in India. Tremendous opportunities exist in the areas of organic and contract farming as well as in infrastructure developments. Rajasthan is among the largest mineral-producing states in India. Around 81 varieties of minerals are available in the state and 57 minerals are produced on a commercial scale. Rajasthan accounts for 26% of the total cement grade limestone reserves in India and is one of the largest cement producers with 27 major cement plants having a total capacity of 55 MTPA.

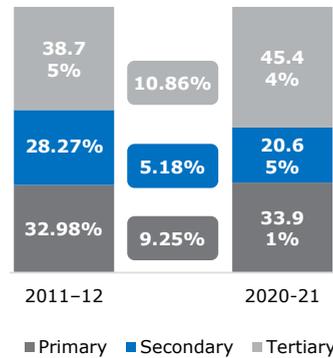
The state has undertaken a series of labour and industry reforms in recent past. It has also opened many sectors for PPP; earning favourable response from residents, activists and industrialists. The GoR is committed to providing a significantly better and more prosperous life to all the citizens of the State. For people of Rajasthan to realise their dream of a much better life for themselves and their children, it is creating an entire ecosystem of opportunities including a slew of measures, which gets reflected as Rajasthan ranked 6th in the latest EODB and reforms implementation as per a study by the World Bank and KPMG. Hence, your Company foresees ample opportunities in infrastructural development and has built a propitious order-book (as detailed further).

## ECONOMIC SNAPSHOT

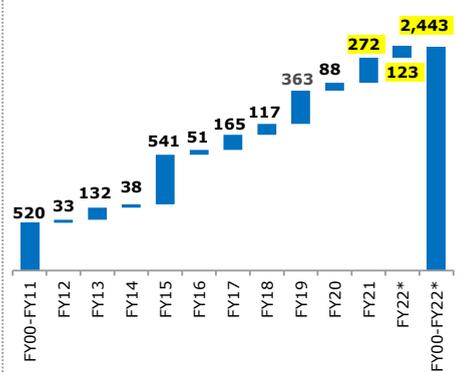
GSDP of Rajasthan at Current Prices



GSVA Composition by Sector at Current Prices



FDI inflows in Rajasthan from April 2000 June 2021 (US\$ million)



Note: - ^CAGR in Rs, GSDP - Gross State Domestic Product, GSVA - Gross State Value Added, BE - Budget Estimate, FDI- Foreign Direct Investment, \*-Until June 2021  
Source: Directorate of Economics and Statistics of Rajasthan, Department for Promotion of Industry and Internal Trade (DPIIT), MOSPI

## ADVANTAGES



**High economic growth and stable political environment**

- GDP increased at a CAGR (in Rs.) of 9.86% between 2015-16 and 2021-22BE.
- Stable political environment. Government committed towards creating a progressive business environment.



**Rich labour pool and infrastructure support**

- Rajasthan has renowned higher education institutions in various disciplines, producing thousands of skilled and proficient young individuals every year.
- State developing sector specific infrastructure, such as special purpose industrial parks and special economic zones for export of handicrafts, IT and electronic goods.



**Abundant mineral resources and location advantage**

- Rajasthan offers a variety of unexploited agricultural and mineral resources.
- Rajasthan is a natural corridor between the wealthy northern and the prosperous western states.



**Policy and institutional support**

- Provides several incentives and concessions for investment.
- Rajasthan has a favourable industrial relations environment. The law & order situation in the state ensures a good working environment.

## KEY GOVERNMENT POLICIES AND OBJECTIVES



**Rajasthan Start-up and Innovation Policy, 2019**

Establish 10 incubators, support 2,000 innovative start-ups, mobilize US\$ 14.31 million of Angel and Venture Capital and develop an innovation culture in the state.



**Rajasthan Solar Energy Policy, 2019**

Develop a global hub of solar power of 50GW capacity in next 5-6 years to meet energy requirement of Rajasthan and India.



**Rajasthan Investment Promotion Scheme, 2019**

Promote investment in the state and generate employment opportunities through such investment.



**One Nation One Ration Card System Reform**

In February 2021, Rajasthan became the 12th state in the country to successfully undertake 'One Nation One Ration Card System' reforms.



**Urban Local Bodies (ULB) Reforms**

In January 2021, Rajasthan became the fifth state in the country to successfully undertake Urban Local Bodies (ULB) reforms.

## GOVERNMENT VISION FOR THE STATE



### Infrastructure

To develop good quality roads, proper traffic management systems and appropriate water policy.



### Agriculture

To create network of canals, develop five international level research labs and address soil fertility.



### Economy

To promote region wide economic balance and develop efficient economic infrastructure.



### Education

To make education compulsory up to 10th standard, support higher education & research and provide computer literacy.



### Human development

To eliminate poverty and generate employment opportunities for all and develop a comprehensive Economic Inclusion Policy.



### Community

To develop a coherent social environment and execute poverty elimination plans.



### Governance

To make minimum education & work experience must for politicians, provide freedom to bureaucrats and implement fair & advanced taxation system.

## C. Infrastructure:

### i. Affordable Housing:

Right to adequate housing is a basic human right as shelter is a basic human need. Provision of adequate housing is emerging as a major thrust area for Government and the government accords a very high priority to this task. With all round increase in the cost of land, building materials, labour and infrastructure, affordable housing has become a distant dream for the economically weaker, low income groups, and middle income groups. Hence, the role and intervention of the Government has become all the more important. Sustainable human development cannot be achieved without adequate & affordable housing. Affordable shelter for the masses or creation of productive and responsive housing for all is not a simple technological issue or a mere problem of finance. It is a complex amalgam of a host of factors, which need to be tackled at all levels and in a synchronised manner. Due to rapid pace of urbanisation, increasing rural to urban migration and the gap between demand and supply, there is a growing requirement for shelter and related infrastructure in urban areas of the country.

The mission of the MoHUA i.e. "Pradhan Mantri Awas Yojana" offers a considerable opportunity. It aims to address urban housing shortage of about 112 lakh among the EWS/LIG and MIG categories including the slum dwellers by ensuring a pucca house to all eligible urban households across the length and breadth of the country for EWS, ST, SC, and women (irrespective of caste and religion). HFA along with the "100 Smart Cities" is a major game changer for the industry. While, the most coveted "Infrastructure" tag to AH has already provided righteous benefits.

A combination of factors such as: 1) government financial and policy thrust, 2) regulatory support, 3) rising urbanisation, 4) increasing nuclearisation of families, and 5) increasing affordability is converting latent demand into a commercially lucrative business opportunity. Increased impetus to the creation of affordable housing mission, along with quicker approvals and other supportive policy changes offers a considerable opportunity. On operating cost metrics, the new entrants with their pan-India ambitions would need to build scale quickly to compete with the incumbents whose regional-focussed models have helped maintain tight opex ratios in addition to their cost of fund advantage. This entails building up the order-book at a rapid pace. This in turn would necessitate having the right 'people' (who have seen various cycles and scale) and the right 'processes' (building a scalable and robust platform) while getting the 'pricing' (risk and opex adjusted spreads) right. These are the key differentiators. As your Company has already become a sort of a Specialist in AH space, it is quite favourably placed to participate in such opportunity as discussed further.

PMAY (U) is active in 572 cities of Gujarat and 669 cities of Rajasthan, wherein the latest progress of PMAY (U) – HFA at May 2022 is furnished below:

State	Project Proposal Considered	Physical Progress (Nos)			Financial Progress (₹ in Crores)		
		Houses Sanctioned	Houses grounded* for construction	Houses Completed*	Investment in Projects	Central Assistance	
						Sanctioned	Released
<b>Gujarat</b>	1,717	10,54,790	8,99,631	7,31,934	1,06,172	21,060	15,256
<b>Rajasthan</b>	422	2,66,692	1,92,671	1,63,460	21,857	5,039	3,313
<b>Total</b>	2,139	13,21,482	10,92,302	8,95,934	1,28,029	26,099	18,569
<b>PAN India</b>	27,424	1,22,69,000	98,36,000	58,68,000	8,31,000	2,03,000	1,18,000

\* Including incomplete houses of earlier NURM.

It can be gathered from the above table that your Company is already operating in states that offer about 11% in numbers and 15% amountwise opportunity. Also, about 71% Central assistance is already released in Gujarat (72%) and Rajasthan (66%) combined together, wherein it is 58% for Pan India. Out of the Houses Sanctioned, Gujarat has completed 69% and Rajasthan 61% that is superior to 48% for Pan India.

#### ii. Slum Redevelopment in PPP:

According to the GoG's UDUHD, about 7,00,000 families reside in slums in the urban areas of Gujarat. State Government aims to accord priority to rehabilitate such slum dweller families in-situ. Eligible slum dwellers families will be provided houses of minimum 25 sq. mtr. Carpet area with basic civic amenities free of cost in lieu of their hutments with main objectives being:

- In-situ rehabilitation of the slums situated on public land in urban areas of the State
- Provision of pucca houses with basic amenities having two rooms, kitchen, bath room and latrine for slum dwellers families
- Ownership rights of the house to the beneficiaries after 15 years
- Provision of hygienic and healthy life style especially for urban poor
- Qualitative improvement in socio-economic and environmental conditions of towns and cities of Gujarat
- Attracting private investment by PPP for this purpose
- Simple and transparent policy framework to rehabilitate slums in-situ on public land through PPP

The beneficiaries get basic civic facilities of drinking water, sewerage line, electricity connections, Anganwadi/Health Centre. The beneficiaries are responsible for payment of operational and maintenance cost, property tax and any other tax levied by LSG. The beneficiaries will be initially granted lease-hold rights for the houses allotted to them for first 15 years and thereafter will be granted ownership rights. However, the ownership of the land will remain with the LSG. The developer gets certain incentives including additional FSI, TDRs, free-hold rights on balance vacant land for development and free sale, exemption on developmental charges, relaxation in construction. Private developer is selected through established, open and transparent procedures.

Your Company has already built proprietary knowledge required to execute such PPP projects by successfully delivering certain slums aggregating 1,887 units for AMC, while your Company is further executing certain meaningful redevelopment projects that are slated to change lives of about 4,151 families. Hence, your Company is very enthusiastic about such opportunity.

### iii. Urban Infrastructure:

Your Company has, over a period of time, developed a niche for itself by executing unique and pioneering projects e.g. BRTS bus-shelters, Multi-level parking facility, Slum Rehabilitation and Redevelopment, Medical college campus, etc. Through execution of such projects, your Company has built proprietary knowledge and it places your Company favourably with employers of such projects. Your Company expects that number of large sized urban infrastructure projects in Gujarat will start taking shape on the basis of investments committed vide 28,360 MoUs executed during the latest Vibrant Gujarat. In the backdrop of the announcement of GIFT, MEGA, Dholera SIR, Mega cities, Million plus cities, etc., your Company is favourably poised to replicate such experience. Apart from this, there are also other opportunities that your Company can participate into, such as:

- Transportation infrastructure for better mobility through public transport, improved walkability, parking
- Sewerage, drainage and water supply
- Solid waste management
- Social infrastructures such as parks, playgrounds and leisure spaces
- Preservation of heritage precincts
- Community Halls

Your Company is confident to benefit from this.

#### 1. Bus Ports in PPP

A typical SRTC is a state owned corporation for passenger transport providing bus services both interstate and intra-state. As part of this endeavour, various SRTCs have decided to develop state-of-the-art Bus Terminals with an iconic structure and design as well as modern facilities. To improve the urban transport infrastructure, SRTC will undertake development and operation & maintenance of bus terminals with commercial facilities on DBFOT basis.

SRTC normally adopts a single stage three step online tendering process for selection of the Concessionaire for award of the Project(s). Govt's guidelines for qualification of bidders seeking to acquire stakes in any public sector enterprise through the process of disinvestment apply mutatis mutandis. The selected bidder i.e. the Concessionaire is responsible for designing, engineering, financing, procurement, construction, operation and maintenance of the Project(s) under and in accordance with the provisions of a long term Concession Agreement to be entered into between the Concessionaire and SRTC.

The scope of work broadly include rehabilitation, demolition of existing bus terminals with designing, financing, construction of new bus terminals along with associated amenities & facilities, development and construction of commercial facilities and the operation and maintenance thereof of bus terminal and commercial facilities. The commercial facilities to be developed by the Concessionaire shall be available on a long-term lease basis.

Your Company has already got a couple of orders directly as well as in joint venture with other reputed corporates for Amreli and Modasa Bus Ports at Gujarat. Your Company is confident to gain positively from execution of such projects.

#### 2. Office/Commercial Complex

Your Company has already executed 8,00,000 sq ft bua for a reputed corporate at Gujarat. Your Company is confident to gain positively from execution of such projects.

### 3. Health and Medical

Your Company has already executed 3,00,000 sq ft bua facility of a Medical College campus for 100 MBBS admission annually as per applicable MCI norms at Barmer, Rajasthan. This Project will provide additional opportunities to your Company into Medical and Health related construction business, which has abundant prospect – moreso post COVID-19 pandemic. Your Company is confident to gain positively from execution of such project.

#### D. Industrial and Logistics:

The logistics value chain comprises three units – transportation, warehousing and administration. Transportation involves the end-to-end movement of freight from the manufacturer/retailer to the customer. This transfer can span across borders and across different modes of transport. Warehousing is the intermediate storage of goods that happens during a product's journey from the factory to the consumer. Administration is supply chain management.

Logistics entails a lot of coordination and integration, which is made efficient through supply chain management. It plays an indispensable role in the transportation of goods across the country. There is a target to reduce the logistics cost in India by as much as five percentage points over the next four-five years to about 8% of GDP. At present it is higher as compared to 6-9% in developed countries such as the US, Hong Kong and France. Much of the higher cost could be attributed to absence of efficient intermodal and multimodal transport systems. Moreover, warehousing which approximately accounts for 25% of the logistics cost has also been facing major challenges. This further added to the logistics cost borne by the end users and other stakeholders.

Indian Government has increased thrust to improve the logistics sector. Promising and futuristic Policy and Infrastructure environment for the Logistic sector exists in India today, and is creating the most encouraging impact in revolutionizing the logistics sector and taking it to the next level of evolutionary phase. The country is gradually improving its logistics positioning as seen in the LPI, wherein India's rank has improved as mentioned earlier – also attributable to reforms undertaken by the government like the introduction of the SWIFT in the Customs Department.

The sector indeed has a potential to embrace lot more positive changes and has a long way to go. With the Logistics Sector getting Infrastructure status, the access to credit on long term basis is at competitive rates from financial institution and access to funds as ECB, as well as access long tenure funds from insurance and pension funds. Further, the implementation of GST has made way for cost and operationally efficient Hub & Spoke Model of warehousing and has shifted the end user demand and developer supply from inefficient, low quality redundant warehouses to large box, good quality Grade "A" warehouses. Strong demand and investment are foreseen in short to medium term.

A warehouse is a fundamental part of business infrastructure and is one of the key enablers in the global supply chain. It is the fulcrum for procurement, manufacturing and distribution services which collectively build robust economies. Earlier, the incentives to enter India's warehousing sector was minimal for organised players as the occupiers themselves were content to engage with fringe partners offering low cost options with a network of small storage facilities near consumption centres. Multiple state and central level taxes made it sensible for companies to maintain smaller warehouses in each state. Further, this limited the focus on automation and higher throughput. This attitude of occupiers of preferring to save on costs as their sole objective is changing. There has been a gradual transition in the mind-set of occupiers to use the services offered by organised segments. A plethora of factors are driving this wave of change such as: requirement from compliance regulators (in case of the pharmaceutical industry), quality consistency assurance required by clients/ regulators, statutory penalties on non-complaint warehousing facilities, economies of scale being achieved through larger warehouses, safety and security of goods, efficiency in operations, quicker turnarounds, need for efficient warehousing designs and the advent of e-commerce and other multinational businesses that prefer to occupy only complaint facilities. This shift was further accentuated by the implementation of the GST. The warehousing market in India is highly fragmented as majority of the warehouses measure less than 10,000 square feet. Further, almost 90% of the warehousing space is controlled by unorganised players and comprises small-size warehouses with limited mechanisation. The present warehousing market in India can be

categorised into three – lower stratum, middle stratum and higher stratum. The lower stratum is just godowns of the past converted into warehouses. These are old buildings, mostly Reinforced Cement Concrete (RCC) structures and their only utility is storage. The middle stratum warehouses comprise similar structures as in the lower stratum, but these are built with pre-engineered slabs and are known as pre-engineered building (PEB) structures. Their planning and functioning is very basic, like that of the lower strata, but their buildings are in a comparatively better condition. Higher stratum warehouses are the modern and massive structures that perform a lot of supply chain functions along with storage. Another practice in Indian warehousing market is the lack of attention to warehouse designing. This ignorance stems from lack of awareness and/or lack of willingness on the part of landowners and developers to cater to the requirements of end users. Most warehouses are built keeping in mind the developer's perspective and not that of the end user. Hence, the focus is to save cost which results in the construction of a very basic structure for a warehouse. Such warehouses do not adhere to market standards and therefore, end users are frequently plagued with issues like lack of basic amenities and sub-standard infrastructure with lower longevity. Warehouses today take different forms – fulfilment centres, distribution centres, return centres, and even showrooms. Your Company, thus, focuses on the concept of Built-to-Suit (BTS) warehouse incorporating the designing and end user centric facilities/amenities. Demand for large warehousing spaces is likely to see steady increase as occupiers now prefer to move out of their smaller warehouses and consolidate their activities in larger facilities, which are presently in short supply compared to the demand. This demand-supply gap is visible in the current premium commanded by organised players owning these assets.

Such opportunity has attracted global corporations in Indian warehousing sector. The government's thrust to the sector such as giving infrastructure status to the logistics sector, "Make in India", "Digital India", "Skill India", India Brand Equity Foundation Trust, Multi-modal logistics parks, Dedicated Freight Corridors, signing of FTA/PTA, etc.; and initiatives to set up industrial corridors like DMIC, Delhi Kolkata Industrial Corridor and logistics parks have propelled the cause. Over the past few years, the government has undertaken several reforms to promote and provide an exit route to real estate investors via the REITs. Currently the market for REITs in India is at a very nascent stage and it would take time to evolve. Once the market for REITs matures, the institutional investors would be able to get a credible exit avenue to gain from their warehousing investments by listing their warehousing assets through REITs. These initiatives would go a long way in leveraging the true potential of the sector and bring down the overall costs linked to warehousing and logistics as well give credible exit opportunities to investors.

As more and more companies streamline their logistics networks, it would be observed that unorganised players or smaller organized players would consolidate or sell their assets to larger ones. The industry is expected to witness a structural shift over the next 3–5 years. The warehousing aspect in the logistics supply chain globally is going through a transformation. From being a mere storage space provider for goods, the segment is offering an array of value added services such as packaging, small scale manufacturing, cross docking, automation, algorithm based demand forecasting and distribution centres. This transition would only happen if economies of scale come into play and companies are able to consolidate their spaces and move into larger warehouses. The Indian warehousing industry, which was lagging behind its global counterparts due to its fragmented structure, would now enter the same league. Your Company is favourably located, being in the economically most vibrant state of India i.e. Gujarat, to participate in developing/constructing the industrial infrastructure. The MOU with the Kataria Group of Ahmedabad to work jointly for acquiring land and developing industrial and logistics parks, units, sheds, plots, residential colonies, and allied infrastructure at various locations situated near the upcoming automobile hub at Bechraji – about 90 kms from Ahmedabad at Gujarat; offers your Company a strategic advantage. Your Company has already delivered five (5) dormitories, commercial complex, and a couple of sizeable logistic warehouses under this initiative. Your Company is favourably placed to take the advantage of the expected spur in construction/development of new industrial facilities e.g. industrial park, warehouse/logistics Park, etc.

## 6. Risk, Challenges, and Threats:

As is typical in expanding business activities your Company has become a subject to a variety of risks, challenges, and threats. It is recognised that risks are not only inherent to any business but are also dynamic in nature. Further, the Company is susceptible to certain risks arising out of various activities undertaken in the normal course of business.

There are many constraints affecting the smooth functioning of the industry in which your Company operates. The table below provides a brief overview of the most significant risks and your company's approach to managing them.

Risk	Explanation	Mitigation approach
Pandemic risk	Any epidemic/pandemic can cause interruption/disruption in the execution and business	Your Company categorises Project sites into High, Medium and Low based on perception of such risk and the sites are mandated to be operated with strict adherence to the government/HSE guidelines. Your Company focuses to ensure the health and safety of all employees, labourers, suppliers and channel partners, while initiating stringent measures to control costs and strengthen cash flows.
Health and Safety at projects	Any employee, labour, worker is hurt or killed by an accident at work.	Apart from the QMS, project execution policy/processes, loss prevention programmes, insurance, etc. your Company ensures to initiate development and construction of the Project, only post identifying, defining and addressing all such risk propositions and dynamics. Your Company also ensure to share sufficient knowledge about such risks and imparts adequate training to all the employees, labourers, workers, so as to tackle such risks. Zero accident programs supported by proactive near miss reporting aims at the avoidance of all workplace accidents.
Health and Safety related to your Company's construction	Person or persons are hurt or injured as a result of your Company's construction failure or defect. Stability/sturdiness of the structure is compromised.	Your Company follows strict design and validation rules for all projects, and fully adheres to Principal/client/NBC specific requirements for safety and structural sturdiness. Your Company ensures implementation of detailed instructions of the Project Principal/client, Architect, Structural Engineer, PMC, etc. to ensure the fulfilment of Principal/client's requirements and your Company's quality standards. Your Company's overall approach to quality management assures conformance and performance to the highest level.
Interest rate risk	Your Company's interest costs are impacted by market rates.	Your Company's liquidity and borrowing are managed by professional at Senior management level. The interest rate exposure of your Company is reduced by matching the duration of investments and borrowings.
Credit risk	Your Company's Principal's ability to pay can have an impact on the financial result.	As per your Company's policy only well-established institutions/corporates are approved as counterparties. Exposure per counterparty is continuously monitored.
Liquidity risk	Acceptable liquidity levels are required in order to achieve desired financial results.	In addition to its own liquidity, your Company enjoys credit facilities with the largest Bank of the country as well as other banks/financial institutions of high-standing and good repute.
Competitor risk	Competitors find ways to bid at dramatically lower cost or bid to construct with better functioning/latest technologies.	Your Company aims to be the cost and value leader, meaning striving to innovate and bring new and increased value through the innovation to our customers while at the same time working to assure that your Company's operations are world class in terms of efficiency, cost and waste avoidance. Your Company has developed proprietary knowledge to construct with different technologies, while the management provides highest importance to the Quality perspective to ensure long-term sustainable growth.

Risk	Explanation	Mitigation approach
Economic downturn	Your Company's customers could be impacted by a major economic downturn resulting in lower demand for their respective projects.	Your Company has a highly diversified and well balanced customer base. The risk is therefore spread very widely on customer, regional and industrial sector/segment perspective. Your Company's flexible business model is capable to set operational priorities in the face of changing economic scenario. Your Company uses market data intelligence to follow and anticipate developments – allowing proactive management of changing market conditions.
Execution risk	It depends on various factors e.g. labour availability, raw material prices, receipt of approvals and regulatory clearances, access to utilities, weather conditions, and absence of contingencies such as litigation.	Your Company manages the adversities with cautious approach, meticulous planning and by engaging established and reputable contractors.
Input cost fluctuations	Significant changes in raw material costs can impact the profitability.	Your Company has established a proficient supply chain which assures raw materials are purchased in a highly competitive manner. Raw material cost indexes could also be included in contractor/supplier agreements.
Supply chain disruption	External factors such as fires, extreme weather events, natural disasters, water stress, war or pandemic illness to mention a few, could result in disruption of supply and impact on revenue and profit.	Your Company has intentionally set up a flexible supply chain and works to avoid dependence on a single source or production location. The supply chain tracks issues e.g. extreme weather events, natural disasters, water stress, war or pandemic illness, etc. as these may impact the supply. In addition your Company focuses on working with suppliers that have adequate insurance for both production and transports.
Material source or type compliance risks	Your Company aims to avoid the use of hazardous substances in its products and processes; your company also strives to avoid negative social impacts within the extended supply chain. Legislations have been and are being introduced in these aspects, failure to meet with direct or customer requirements of these legislations could result in costs as well as loss of business for your Company.	Your Company's majority Principal/client are government bodies and the material used by your Company is subject to stipulations of the client, BIS specifications, laboratory checks, inspection by independent third-party e.g. Project Management Consultant, etc. Hence, environment, health and safety risks have already been considered while deciding such stipulations.
Labour disputes	Industrial disputes lead to industrial action with impacts your Company's ability to meet Principal/client demands.	Your Company maintains an open and positive relationship with all the employees, sub-contractors, workers, etc.; as exemplified by not a single instance of any such dispute so far.
Loss of a major project site	Fire, flood or natural disaster could result in the temporary loss of a construction operation, in addition to the reconstruction and remediation costs; this could put time schedule, cost and revenues at risk.	Your Company's Quality Management System is ISO 9001 : 2015 accredited by INTERCERT that include Project Management, Site Development and Construction activities for Infrastructure, Industrial, Residential and Commercial projects.

Risk	Explanation	Mitigation approach
		<p>Your Company's construction strategy aims to assure adequate insurance, so that your Company is not financially affected. While, the loss prevention programmes, protect your Company's tangible and intangible assets through active risk management.</p> <p>Your Company is operating on about 19 projects across Gujarat and Rajasthan. Hence, if one project is taken out of action, others could provide support.</p>
Major incident at a project	A major incident during which a significant amount of local environmental damage occurs leading to fines, loss of reputation, etc.	Your Company's Quality Management System is certified to ISO 9001 : 2015 and works to assure that all such material risks are identified and effective counter-measures are implemented in order to mitigate them. This includes actions to mitigate the risk as well as emergency response plans to assure the impacts of any incident are minimised.
Climate change risks – extreme weather events	Extreme weather events disrupt project execution.	Requirements for emergency response plans at all sites include flood risks etc. See also mitigations mentioned hereinabove.
Corrupt or fraudulent actions carried out by your Company's representatives	Your Company's employee or employees fail to adhere to your Company's Code of Conduct and related policies and requirements and act in a fraudulent or corrupt manner leading to financial penalties and reputation damage.	Your Company takes a proactive approach to assure awareness of demanded ethical standards by education, compliance programmes including anti-corruption, antifraud and antitrust. The work to follow up adherence is facilitated by the whistle blower function and a risk-and incident based audit system.
Non-compliance with applicable laws	The diverse nature of your Company's business and operations means that your Company is required to adhere to numerous laws and regulations related to all aspects of its activities. Failure to meet these requirements could lead to legal and financial consequences as well as damage to your Company's reputation.	Your Company has put in place comprehensive and robust compliance programme which is based on your Company's Code of Conduct. The compliance programme is put in place to ensure that applicable laws and regulations are identified, understood and adhered to.
Legal risks relating to our business activities	In connection with the revenue of your Company and in the purchase of materials and services from our suppliers, consultants, etc. large potential liabilities may occur in case of e.g. late delivery, delivery of defective products, unfulfilled service commitments and incorrect advice. Therefore, it is important that all such risks are identified, that risk decisions are taken on the appropriate level and that carefully worded contractual provisions aiming at reducing your Company's liabilities are included in contracts.	Your Company has put in place policies, procedures and training programs in order to make sure that legal risk relating to our business activities are identified and that risk decisions are taken on the appropriate level. In addition, independent professional legal counsels support your Company in identifying and handling legal risks. The legal counsels work closely with the Senior management and provide contract drafting and negotiation support, claim and litigation management, support, training and general advice.

Your Company is operating in a business which is cyclic in nature. Timely supply of raw material like cement, steel, bricks are essential for timely completion of the projects. Shortage of labour and raw material may delay the execution of projects of your Company. The infrastructure projects are capital intensive in nature. Your Company's business requires long-term commitment of capital to meet the financial requirement of long-term projects. Further, timely availability of skilled and technical personnel is also one of the key challenges. Infrastructure projects are mainly dependent on the economic scenarios and any adverse events affecting the whole economy may deteriorate the industry as well. Any significant change in government policy in promoting Affordable Housing and/or Urban Infrastructure could pose a threat. Further, the approval process and time for projects are generally uncertain which may delay the execution and thereby affect financials.

Your Company has in place an effective risk management mechanism to identify potential risk and its timely mitigation.

Please refer the **COVID-19** section, part of this Report, for detailed comments on the affects, response, and future-readiness of your Company.

## 7. Corporate Governance:

Your Company's Corporate Governance philosophy is based on the total transparency, integrity, fairness, equity, accountability and commitments to the values. Your Company is committed to the best governance practices that create long term sustainable shareholder value. With the object of your Company to conduct its business in a highly professional manner and thereby enhance trust and confidence of all its stakeholders, your Company has devised a complete compliance of Corporate Governance norms. Your Company firmly believes that definite Corporate Governance leads to the optimal utilization of resources and enhances the value of the enterprise and an ethical behavior of the enterprise leads to honoring and protecting the rights of all the stakeholders. Sound Corporate Governance practices and ethical business conduct always remain at the core of your Company's value system.

The Annual Return for the FY2022 is available at the website of your Company at [www.nilainfra.com](http://www.nilainfra.com) under the investor segment. A separate report on Corporate Governance is provided together with a Certificate from the Practicing Company Secretary of your Company regarding compliance of conditions of Corporate Governance as stipulated under Listing Regulations. A Certificate of the CEO and CFO of your Company in terms of Listing Regulations, inter alia, confirming the correctness of the financial statements and cash flow statements, adequacy of the internal control measures and reporting of matters to the Audit Committee is part of this Annual Report.

## 8. Work Culture and Human Resources:

The management believes in team work and a corporate environment which is self-motivating. Your Company has successfully developed a work force of people over a period of time i.e. 34 Nos. at 31 March 2022. The top management is acting as the governing force in creating and maintaining the corporate work culture. The businesses that your Company engages in are primarily people-driven. Our Vision is to raise our own benchmarks with every successive endeavour and it is possible only by making every employee a fully engaged and aligned team member. Your Company continues to remain focused on reinforcing the key thrust areas i.e. being the employer of choice, building an inclusive culture, building a strong talent pipeline, building capabilities in the organization and continuing to focus on progressive employee relations policies. Accordingly, our HR policies are centered around the creation of an environment that attracts, nurtures and rewards high-caliber talent. Young engineers gain the opportunity to operate on the frontlines of technology and associate with projects of scale and complexity. We drive sustainable growth and have been instrumental in bringing in thought leadership in building strong employee relations. There is no material development in HR. Your Company continued to build on the Diversity and Inclusion agenda through building leadership capability and recognizing line managers who provide a simple, flexible and respectful work environment for their teams. Your Company is developing future leaders and having the best people practices. A structured leadership development initiative has helped to build a robust talent pipeline at all levels. Our HR organisation is well-gearred towards attraction and retention of qualified/potent talent in an ecosystem that provides long-cycle professional development opportunities in various facets of civil urban infrastructure and caters to career building aspirations of talent at all levels.

## 9. Internal Control System:

The Corporate Governance Policy guides the conduct of affairs of your Company and clearly delineates the roles, responsibilities and authorities at each level of its three-tiered governance structure and key functionaries involved in governance. The Code of Conduct commits management to financial and accounting policies, systems and processes. The Corporate Governance Policy and the Code of Conduct stand widely communicated across your Company at all times, and, together with the 'Strategy of Organisation', Planning & Review Processes and the Risk Management Framework provide the foundation for Internal Financial Controls with reference to your Company's Financial Statements. Such Financial Statements are prepared on the basis of the Significant Accounting Policies that are carefully selected by management and approved by the Audit Committee and the Board. These Policies are supported by the Corporate Accounting and Systems Policies that apply to the entity as a whole to implement the tenets of Corporate Governance and the Significant Accounting Policies uniformly across your Company. The Accounting Policies are reviewed and updated from time to time. These, in turn are supported by a set of divisional policies and SOPs that have been established for individual businesses. Your Company uses ERP System as a business enabler and also to maintain its Books of Account. The SOPs in tandem with transactional controls built into the ERP Systems ensure appropriate segregation of duties, tiered approval mechanisms and maintenance of supporting records. The Information Management Policy reinforces the control environment. The systems, SOPs and controls are reviewed by divisional management and audited by Internal Audit whose findings and recommendations are reviewed by the Audit Committee and tracked through to implementation. Your Company has in place adequate internal financial controls with reference to the Financial Statements. Such controls have been tested during the year and no reportable material weakness in the design or operation was observed. Nonetheless your Company recognises that any internal financial control framework, no matter how well designed, has inherent limitations and accordingly, regular audit and review processes ensure that such systems are reinforced on an ongoing basis. Your Company has also put in place comprehensive systems and procedural guidelines concerning other areas of business, too, like budgeting, execution, material management, quality, safety, procurement, asset management, human resources etc., which are adequate and necessary considering the size and level of operations of your Company. The management has been making constant efforts to review and upgrade existing systems and processes to gear up and meet the changing needs of the business.

## 10. Business Overview:

### A. Infrastructure

During FY2022, your Company has completed and/or handed-over certain projects – the details are furnished below.

AH-EPC/PPP Projects	
<b>Radha Raman Ni Chali - Vyapti</b>	Vyapti Infrabuild Pvt Ltd had awarded a EPC/LSTK contract for slum redevelopment project, at Radha Raman Ni Chali, Bapunagar, Ahmedabad involving about 1,80,000 sq. ft. built-up area for 552 slum –dwelling families. The slum redevelopment is since completed.
<b>F.P. No. 241 EWS (Cat.- II) at Bopal - AUDA</b>	The Project envisaged construction of 77 units and Supply, Installation, Testing and Commissioning (SITC) of 22 KW Rooftop Solar. The contract was awarded by AUDA on EPC basis for EWS units with ~ 402 sq. ft. super built-up area each alongwith common amenities, infrastructure & development works of the entire site, 11 kv electrification, and SITC of Roof Top Solar PV System. The project is since completed.
<b>Urban Improvement Trust (UIT) - Udaipur</b>	Urban Improvement Trust, Udaipur had awarded four (4) contracts for the construction of affordable housing flats on PPP basis under the Chief Minister's Jan Awas Yojana – 2015 corresponding to the Memorandum of Understanding under the latest "Resurgent Rajasthan Partnership Summit - 2015". The large scale affordable housing schemes for EWS (325-350 sq. ft.) and LIG (500-550 sq. ft.) categories envisaged overall construction of approx. 400,000 sq. ft. super built-up area on the Government lands at Sector A, South Extension Scheme, Udaipur. The Project has been constructed on 75% of the land area and remaining 25% to be allotted to your Company, free of cost to subsidize the ceiling rate. The project is completed.

Currently, your Company is executing various projects on PPP basis as detailed further.

AH- EPC/PPP Projects	
<b>Harivan na Chhapra, Sabarmati, AMC<sup>1</sup></b>	The Project envisages rehabilitation of about 2,198 slum-dwelling families living at Harivan na Chhapra, Sabarmati. The slum redevelopment is to be completed in 24 months. The project has since commenced.
<b>Sonaria Block, Rakhiyal-Asarwa, AMC<sup>1</sup></b>	AMC has awarded an order that envisages overall construction of 760 Dwelling Units (DU) and 18 shops. The Company has also agreed to develop 80 DU towards creation of additional AH stock as premium to AMC. The redevelopment is to be completed in 24 months. The project has since commenced.
<b>Khokhara Old Slum Quarters, AMC<sup>2</sup></b>	AMC has awarded an order that envisages overall construction of 448 Dwelling Units (DU) and 14 shops. The redevelopment is to be completed in 24 months. The project has since commenced.
<b>India Colony, Vijay Mill Municipal Health Quarters, AMC<sup>1</sup></b>	AMC has awarded an order that envisages overall construction of 348 Dwelling Units (DU). The redevelopment is to be completed in 24 months. The project has since commenced.
<b>Rabari na Chhapra, Gulbai-Tekra, AMC<sup>1</sup></b>	The Project envisages rehabilitation of about 89 slum-dwelling families living at Rabari na Chhapra, Gulbai-Tekra. The slum redevelopment is to be completed in 18 months. The project has since commenced.

<sup>1</sup> The contract was awarded by AMC for the Integrated Slum In-situ Development for P.P.P. Project at Ahmedabad under Urban Development & Urban Housing Department, Government of Gujarat's Slum Rehabilitation and Redevelopment Policy-2013. As remuneration, the Company gets the balance vacant land and/or the TDRs to be used within the development plan of the Ahmedabad City. These offer financial and operational flexibility as has a long-term validity for monetization by selling it to other real-estate developer/s, depending on the market trends.

<sup>2</sup> The contract is awarded by AMC on PPP Basis under "Redevelopment of Public Housing Scheme – 2016" of Urban Development & Urban Housing Department, Government of Gujarat for development of Integrated Group Housing Facility alongwith common amenities, infrastructure & development works of the entire site, and SITC of Roof Top Solar PV System covering atleast 50% of roof-area.

AH- EPC/PPP Projects	
<b>Bank of Baroda Society na Chhapra, Paldi <sup>1</sup></b>	The Project envisages rehabilitation of about 91 slum-dwelling families living at Bank of Baroda Society na Chhapra, Paldi. The slum redevelopment is to be completed in 18 months. The project is in final stage of completion.
<b>Labalavi ni Chali, Behrampura <sup>1</sup></b>	The Project envisages rehabilitation of about 105 slum-dwelling families living at Labalavi ni Chali, Behrampura. The slum redevelopment is to be completed in 18 months. The project is to commence soon.
<b>Urban Improvement Trust (UIT) - Bhilwara</b>	Urban Improvement Trust, Bhilwara has awarded a contract for the construction of affordable housing flats on turnkey basis under the Chief Minister's Jan Awas Yojana – 2015 corresponding to the Memorandum of Understanding under the latest "Resurgent Rajasthan Partnership Summit - 2015". The large scale affordable housing schemes for EWS (325-350 sq. ft.) and LIG (500-550 sq. ft.) categories envisage overall construction of approx. 300,000 sq. ft. super built-up area on the Government land at Harni Khurd village, Bhilwara. The Project will be constructed on 75% of the land area and remaining 25% will be allotted to your Company, free of cost to subsidize the ceiling rate. The execution is going on.

AH- EPC/PPP Projects	
Jodhpur Development Authority - Jodhpur	JoDA has since revised the contract for construction of EWS and LIG Houses with G+3 pattern and internal Development as per Model No. 4A (i) of Chief Minister Jan Awas Yojana 2015 at Khasra No. 88, Village Barli, District Jodhpur. The township / complex / campus will comprise total 1,216 residential units i.e. total ~ 470,000 sft will be constructed by NILA. Work will be completed in stipulated time. Your Company will also get the balance vacant land of 3.37 acres towards part-remuneration, once the project reaches 50% completion.
Kheda Jaganathpura – Jaipur Development Authority	JDA has awarded a contract for the construction of affordable housing EWS flats on turnkey basis as per Model No. 4A (i) of Chief Minister’s Jan Awas Yojana 2015 at Kheda Jaganathpura, Jaipur – to be completed within 30 months. The campus will comprise total 384 residential units i.e. total ~ 172,422 sft.
Anand Vihar Plot 1 & 2 – Jaipur Development Authority	JDA has awarded a contract for the construction of affordable housing EWS flats on turnkey basis as per Model No. 4A (i) of Chief Minister’s Jan Awas Yojana 2015 at Anand Vihar Plot No. 1 & 2, Jaipur – to be completed within 30 months. The campus will comprise total 236 residential units i.e. total ~ 107,542 sft.
Anand Vihar Plot 5 & 6 – Jaipur Development Authority	JDA has awarded a contract for the construction of affordable housing EWS flats on turnkey basis as per Model No. 4A (i) of Chief Minister’s Jan Awas Yojana 2015 at Anand Vihar Plot No. 5 & 6, Jaipur – to be completed within 30 months. The campus will comprise total 316 residential units i.e. total ~ 140,325 sft.
Surya Nagar Plot A2 to A6 – Jaipur Development Authority	JDA has awarded a contract for the construction of affordable housing EWS flats on turnkey basis as per Model No. 4A (i) of Chief Minister’s Jan Awas Yojana 2015 at Surya Nagar Plot No. A2 to A6, Jaipur – to be completed within 30 months. The campus will comprise total 256 residential units i.e. total ~ 114,948 sft.

CUI Projects-EPC	
GSRTC Bus Ports at Amreli and Modasa	<p>To improve the urban transport infrastructure, GSRTC has awarded a contract to develop and operate state-of-the-art BTF with an iconic structure and design as well as modern facilities that integrate CF on DBFOT Basis. The BTF construction work envisages development of the latest infrastructure including bus bays, administrative area, operating area, works/repairs area, passenger amenities, etc. The SPV of your Company will have to maintain certain basic BTF facility for 30 years, while the core operating and depot facility will be maintained by GSRTC. In consideration, your Company will get the right to develop, design, finance, construct, operate and maintain the CF (shops, offices, restaurants, hospitals, multiplex, parking lots, etc.) to be leased upto period of 90 (ninety) years.</p> <p>At Amreli, out of the total area of 17,095 square meters, the BTF facility will be constructed in 7,719 square meter built-up area incorporating 12 (twelve) boarding/alighting bays and six (6) idle bays. In consideration the SPV will get right to monetise CF of about 12,800 square meters.</p> <p>While, at Modasa, out of the total area of 30,212 square meters, the BTF facility will be constructed in 6,279 square meter incorporating 11 (eleven) boarding/alighting bays and seven (7) idle bays. In consideration the SPV will get right to monetise CF of about 39,000 square meters.</p> <p>While the Amreli BTF facility is awarded individually to your Company, the Modasa BTF is awarded in Consortium with Vyapti Infrabuild Pvt Ltd (wherein your Company’s share is 34%).</p> <p>The execution is going on.</p>

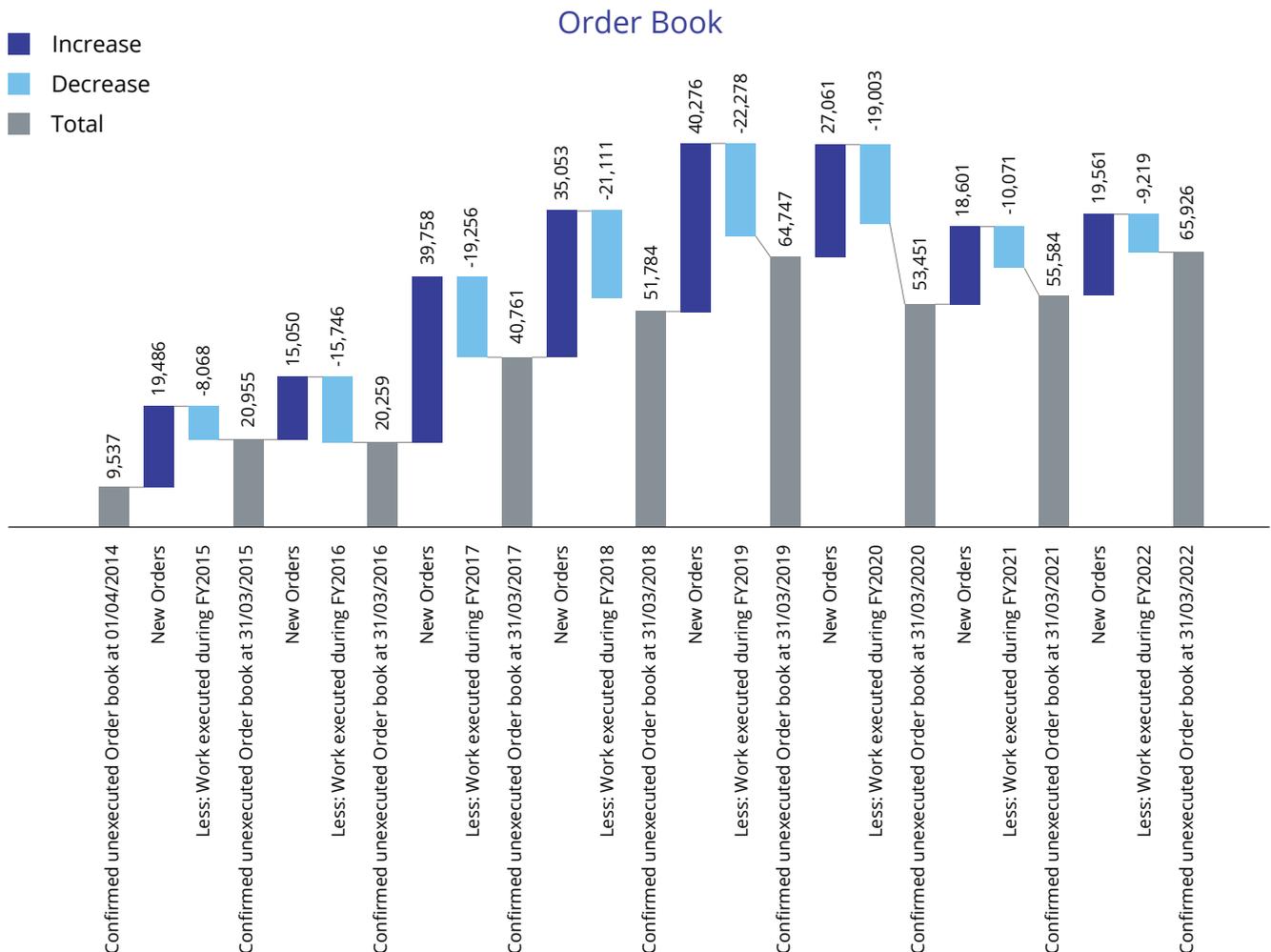
Summary of movement in your Company's order-book for last eight (8) years is furnished below:

(₹ in lakhs)

Particulars	FY2015	FY2016	FY2017	FY2018	FY2019	FY2020	FY2021	FY2022
Opening Order-book	9,537	20,955	20,259	40,761	51,784	64,747	53,451	55,584
Add: Work started on new orders	19,486	15,050	39,758	35,053	40,276	27,061	18,601	19,561
Less:	-	-	-	*2,919	@6,508	@19,354	@6,397	-
Less: Work executed	8,068	15,746	19,256	21,111	#22,278	#19,003	#10,071	9,219
Confirmed unexecuted Order-book	20,955	20,259	40,761	51,784	64,747	^53,451	^55,584	^65,926

\* Executed by the SPV | # Including value of proportionate land | @ Tender value reduction post allocation and/or orders terminated by your Company

^ In order to reflect the realistic unexecuted value of the specific work-order, as an optimal prudence, your Company declares the practically executable order-book - duly derived by considering the intricate dynamics of the respective work-orders. This ensures the absolute reconciliation of execution vis-à-vis Revenue with the books of accounts.



Your Company is glad to share that this is the highest order-book in the history of your Company and providing a visibility of a multi-year growth. The composition of the existing order-book of your Company is quite affirmative. The summary of the existing unexecuted order-book is furnished further.

(₹ in lakhs)

Activity	FY2022	%	FY2021	%
Affordable Housing (A)	60,740	92%	50,475	100%
Urban Infra (B)	5,186	8%	-	
<b>Total (A+B)</b>	<b>65,926</b>	<b>100%</b>	<b>50,475</b>	<b>100%</b>

Geographically the state of Gujarat accounts for 84% orders (₹ 55,661 lakh), and Principalwise AMC and GoR are the largest government clients. The other orders mainly include orders from your Company's associate/JV/subsidiary/related parties.

Your Company continues to focus on its core competence of "Affordable Housing" with 92% orders (₹ 60,740 lakh) i.e. about 7,407 units, while PPP is the major tributary with 92% orders (₹ 60,673 lakh). Detailed information on the order-book is given in the subsequent part to this report.

#### B. Leasing

Your Company holds 88,000 sq ft of commercial properties at the prime location in Ahmedabad, which your Company leases to earn rental income.

#### C. Share of Profit

Your Company has made certain strategic investments in JV/associates/subsidiaries and earns its share of profit, which is detailed further.

## Financial Discussion and Analysis

The outbreak of COVID-19 pandemic has impacted the economy and the market sentiment significantly. Being a constituent of the economy it has hit your Company, too. During H1-FY2022, your Company could not generate any meaningful revenues due to the lockdown as well as reverse-migration of labourers and heavy-monsoon. Certain projects that were slated for commencement of execution were either called-off and/or were under review by the relevant client (Government Authority), as the prime focus of the government was to abate the further spread of COVID-19 pandemic. While certain other projects, were delayed for want of requisite government approval/sanction. Your Company could not add-up the revenue of such projects during the period under review. This impacted the profitability right from EBITDA level as whilst the income ceased, certain operational expense were being incurred on selected projects alongwith the overheads. Nonetheless, due to the underlying rationale, financial performance of FY2022 is incomparable and cannot be relied for a meaningful and reasonable assessment. In isolation, it is misleading and does not reflect the right intrinsic strengths of your Company.

Your Company is consistently EMPOWERING LIVES by developing urban infrastructure. The continual improvement in business profile of your Company has continued primarily due to focusing the available resources only on developing urban infrastructure business. Your Company has since been able to broad-base its offerings as well as expanded scale of operations in urban infrastructure activities. The summarized analysis of financial statements viz. Profit and Loss Account, Balance Sheet and Cash Flow are furnished further.

### Total Revenue

(₹ in lakhs | % change)

Particulars	For FY2022	For FY2021	YoY change	% change
Revenue from Operations on: (Refer Note 23)	9,219	10,071	(852)	(8%)
• EPC basis	3,831	8,372	(4,541)	(54%)
• PPP basis	5,388	1,699	3,689	217%
Rental income	157	130	27	21%
Share of Profit/(Loss) from LLP	(41)	(94)	53	(56%)
Other Operating Income	0	5	(5)	(100%)
<b>Total Operating Income (TOI) (A)</b>	<b>9,335</b>	<b>10,112</b>	<b>(777)</b>	<b>(8%)</b>
Other income (B) (Refer Note 24)	1,279	999	280	28%
<b>Total Revenue (A + B)</b>	<b>10,614</b>	<b>11,111</b>	<b>(498)</b>	<b>(4%)</b>

The revenue of your Company comprises income from construction and development of Urban Infrastructure projects in the distinct modes as mentioned hereinabove as well as certain income from rental, and share of profit from LLPs; while Other Income mainly comprises interest earned on investments such as term deposits with banks, and on loans given.

The overall revenue from operations during FY2022 reduced by ₹ 852 lakh (8%) as compared to the FY2021 mainly as your Company is engaged in construction of Urban Infrastructure that was affected by the COVID-19 induced disorder (i.e. lockdown, reverse migration of labours, etc.). Consequently, operations of your Company were minimal during H1-FY2021, while it faced certain constraints in availability of: (i) labourers and (ii) clear-working-days due to heavy monsoon during Q2-FY2022. Your Company attained recovery in operations to a reasonable extent from H2-FY2022, however these have affected the financials of your Company during FY2022.

As your Company has since swayed towards execution of higher margin PPP projects, the revenue from PPP basis projects has since increased by 217% during FY2022 as compared to FY2021, while the revenue from EPC basis projects has reduced by 54% during FY2022 as compared to FY2021.

The total income for FY2022 is ₹ 10,613 lakh as against ₹ 11,111 lakh in the previous year registering a decrease of 4%. The detailed breakup of Infrastructure revenue for FY2022 is furnished in the following table:

(₹ in lakhs)

Activity	FY2022	%	FY2021	%
Affordable Housing (A)	6,363	69%	7,468	74%
Urban Infra (B)	2,856	31%	2,603	26%
<b>Total (A+B)</b>	<b>9,219</b>	<b>100%</b>	<b>10,071</b>	<b>100%</b>

Each element of total revenue is discussed further.

### Infrastructure Projects

Your Company undertakes construction and development of Urban Infrastructure projects for government/semi-government agencies/departments as well as private entities of repute. Construction and development of Infrastructure project is carried-out pursuant to work order issued by/Agreement entered into with the client. Revenue of your Company from construction and development of Infrastructure project is driven by the success in selecting the right order (nature as well as size), executing it proficiently and building sufficient order-book.

Your Company could generate limited revenues during FY2022 mainly as H1-FY2021 was lackluster. Meanwhile, certain running projects had attained completion-stage, while the fresh orders were in planning phase and hence, could not contribute much to the revenue.

The market dynamics are since in favour of the organized players like your Company. The outlook of government spending in urban infrastructure is absolutely positive in short, medium and long-term. Be it PM's "Housing for All Mission" or "Smart Cities" – the scales here are very promising and additionally the Fiscal and Monetary eco-systems are also galvanized. Moreso, the COVID-19 pandemic has since established the conclusive importance of staying in home, maintaining distance from others as the prime remedy. Observing health, safety, and hygiene guidelines at home are the supreme fortification from getting infected and to abate the spread. The new PPP Policy for AH with central assistance may open door for additional revenue stream for your Company. While, extension of CLSS benefits for one (1) more year shall provide the needed relief in execution of extant projects by certain extent.

Your Company is absolutely convinced about the Affordable Housing sector, moreso, as प्रधान मंत्री आवास योजना – "Housing for All" with thrust from the PMO (e.g. Affordable Housing since officially classified as "Infrastructure"). Currently your Company is executing about 7,400+ units under EWS, LIG and MIG categories (Affordable Houses). Your Company is very favorably placed to seize the endless possibilities in the area of its core competence as the government's focus is on creating more affordable houses with an enhanced focus on Slum Rehabilitation and Redevelopment Projects on PPP basis. Your Company has since secured meaningful orders in the state of Gujarat and Rajasthan under the schemes of Affordable Housing and envisages that, on back of enhanced pre-qualifications/bidding capacities, it will grow in natural/normal course of business. Considering the funding dynamics, it well fits into your Company's strategy of executing urban infrastructure projects where the cash flows are expected to be steady. Your Company is also executing certain unique Bus Port projects at Amreli and Modasa for GSRTC.

So far as the "Smart Cities" are concerned, your Company is in sweet-spot and very favorably placed to partake in the opportunities as it is already active in all the important facets of "Smart City" concept that is in Social Infrastructure, your Company is qualified to construct infrastructure for education, healthcare, entertainment, sports, children's parks and gardens, Slum rehabilitation, etc. In Physical Infrastructure, your Company has already executed urban utility projects like BRTS Bus Stations, Multilevel Parking, the housing stock, sanitation facilities, etc. For Economic Infrastructure, your Company has requisite experience and expertise to undertake construction of office complex, industrial parks, logistic parks, community hall, etc.

### Rental

Your Company owns prime commercial office space of 88,000 sq ft in an upmarket locality of Ahmedabad. In order to generate regular sustainable income, your Company has leased certain prime commercial office space to reputed corporates on long-term basis. Income from rental for FY2022 is ₹ 157 lakh that is 21% (₹ 27 lakh) higher as compared

to FY2021 as certain more office space has since been let during FY2022. Meanwhile, your Company is looking-out for the new lessee with good credentials and is confident to find lessee/s in due-course for the remaining space.

#### Share of Profit/(Loss) from LLP

During FY2022, your Company has booked share of its loss from a JV i.e. Kent Residential and Industrial Park LLP of ₹ 41 lakh, which is lower by ₹ 53 lakh from ₹ 94 lakh loss during FY2021. Meanwhile, it may be noted that COVID-19 pandemic induced disorder affected the operations in subsidiary, associate and JV entities during FY2022. It would gradually regain the scale.

#### Other Income

Other income mainly comprises interest income from bank deposits and others, liabilities written back, and miscellaneous income. Other income in FY2022 is ₹ 1,279 lakh that is 28% (₹ 280 lakh) higher as compared to FY2021's ₹ 999 lakh. The break-up of other income is furnished further.

(₹ in lakhs)

Particulars	For FY2022	For FY2021	YoY change	% change
Interest income: (Refer Note 24)	1,086	875	211	24%
• From loan	928	827	101	12%
• On Bank Deposits	158	48	111	231%
Liabilities no longer required to be paid written back	160	87	73	84%
Bad debt recovered	32	35	(3)	(7%)
Other non-operating income	-	2	(2)	(100%)
<b>Total Other Income</b>	<b>1,279</b>	<b>999</b>	<b>280</b>	<b>28%</b>

The increment in interest income from other parties to the extent of ₹ 101 lakh is from the advances extended mainly to JVs and subsidiary companies. It may be mentioned that such advances are given in the routine course of business and it carry interest not lesser than the weighted average cost of your Company's funds. Interest income from bank deposits for FY2022 has increased by ₹ 111 lakh owing to higher amount of Security Deposit as cash-margin towards utilization of bank-guarantee limits. Overall interest income during FY2022 has increased by 28% i.e. by ₹ 211 lakh as compared to FY2021. During FY2022, your Company has recovered ₹ 32 lakh from certain bad debt that were already written-off, while certain liabilities aggregating ₹ 160 lakh that are not required to be paid anymore are written back.

#### Expenses

Total expenses in FY2022 is ₹ 10,248 lakh as compared to ₹ 10,994 lakh in FY2021 i.e. reduction of 7% (₹ 745 lakh), which is higher in comparison of 4% (₹ 498 lakh) reduction of total revenue. The breakup of the said expenses is furnished further.

(₹ in lakhs)

Particulars	For FY2022	For FY2021	YoY change	% change
Cost of material consumed and project expenses (Refer Note 25) and Changes in inventories (Refer Note 26)	7,950	8,611	(661)	(8%)
Employee benefit expenses (Refer Note 27)	338	319	19	6%
Finance costs (Refer Note 28)	1,479	1,609	(129)	(8%)
Depreciation and amortization expense (Refer Note 4, 5 & 6)	187	178	8	5%
CSR Expense (Refer Note 29A)	39	58	(19)	(32%)
Other Expenses (Refer Note 29)	256	220	36	16%
<b>Total Expenses</b>	<b>10,248</b>	<b>10,994</b>	<b>(745)</b>	<b>(7%)</b>

#### Cost of material consumed and project expenses (Refer Note 25) and Changes in inventories (Refer Note 26)

The expenditure incurred on projects for FY2022 has reduced to ₹ 8,403 lakh, lower than the reduction in revenue from operations, by 4% over the previous year's expenditure of ₹ 8,730 lakh. However, the proportion of reduction in revenue from operations is higher at 8%, while it is lower at 4% for cost of material consumed and project expenses. The prime contributor to the net reduction of ₹ 327 lakh is raw-material cost.

The inventories (RM+WIP) have reduced collectively by ₹ 203 lakh during FY2022. This is owing to restrained execution as detailed hereinabove. While, there has been increment in land-bank by 20% i.e. ₹ 657 lakh during FY2022 to ₹ 3,344 lakh, resulting in reduction of the overall inventory by ₹ 334 lakh.

Both these have collectively reduced the costs for FY2021 by ₹ 661 lakh i.e. by 8% over the previous year's expenditure.

#### **Employee benefits expenses (Refer Note 27)**

Employee benefits expenses include salaries, allowances, bonus, Contribution to provident and other funds, Remuneration and perquisites to Directors, and Staff welfare expenses.

Total No. of employees at 31 March 2022 is 34, which is net reduction as compared to 43 employees at 31 March 2021. This expense has increased by 6% (₹ 19 lakh) i.e. from ₹ 319 lakh in FY2021 to ₹ 338 lakh in FY2022. There is no variable component of remuneration availed by the Directors except fixed pay of monthly salary and sitting fees as applicable, which is in conformity of the Remuneration Policy of your Company.

#### **Finance costs (Refer Note 28)**

Your Company does not inventorise any finance cost. The finance costs for FY2022 is ₹ 1,479 lakh in comparison to ₹ 1,609 lakh during FY2021. Interest on borrowings has reduced by ₹ 124 lakh over previous financial year as your Company successfully re-negotiated the RoI with the lenders for existing as well as fresh debt and has lowered the finance cost. The weighted average cost of borrowing has reduced.

The 'Other borrowing cost' has reduced by 6% from ₹ 83 lakh in FY2021 to ₹ 78 lakh in FY2022, as during FY2022 your Company has paid lower upfront/one-time processing fees by ₹ 9 lakh (22% reduction) towards sanction of new credit facilities, while marginally higher payment of bank charges by ₹ 3 lakh (8% increment) - as compared to FY2021.

#### **Depreciation and amortisation expense (Refer Note 4, 5 & 6)**

The depreciation and amortisation expense charged to the profit and loss account during FY2022 is ₹ 187 lakh as compared to ₹ 178 lakh in FY2021 i.e. an increment of 5%. During FY2022, your Company sold certain worn-out Plant & Machinery, office equipment, vehicles aggregating ₹ 154 lakh; while there has been a net addition of office equipment/computers/vehicles by ₹ 33 lakh. The combined net-block of PPE and Investment properties has reduced by ₹ 200 lakh at 31 March 2022 as compared to 31 March 2021.

#### **CSR Expense (Refer Note 29A)**

As an ideal corporate citizen, your Company has undertaken activities for promotion of preventive and corrective/remedial healthcare, organizing medical camps towards COVID-19 pandemic; distribution of grocery kits/food parcels to poor during lockdown, etc. An aggregate amount of ₹ 39 lakh is spent on such CSR activities during the year, well satisfying the statutory stipulations.

#### **Other expenses (excluding CSR Expense) (Refer Note 29)**

Other expenses majorly comprise Legal and professional charges, Power and fuel expenses, Repairs and Maintenance expenses, Travelling and conveyance, Insurance, Rent. Collectively other expenses (excluding CSR Expense) have marginally increased by ₹ 36 lakh i.e. ₹ 256 lakh in FY2022 from ₹ 220 lakh in FY2021 mainly owing towards Property, plant and equipment discarded by ₹ 23 lakh, Power and fuel expenses by ₹ 2 lakh.

#### **Profitability**

(₹ in lakhs)

Particulars	For FY2022	For FY2021	YoY change	% change
Revenue from Operations	9,335	10,112	(777)	(8%)
Less: Operational Expenses	8,582	9,207	(625)	(7%)
<b>EBITDA</b>	<b>752</b>	<b>905</b>	<b>(153)</b>	<b>(17%)</b>
EBITDA % to Revenue from operation	8%	9%		
Add: Other Income	1,279	999	280	28%
Less: Finance Costs	1,479	1,609	(129)	(8%)
Less: Depreciation and amortisation expenses	187	178	8	5%
<b>Profit Before Tax (PBT)</b>	<b>365</b>	<b>117</b>	<b>248</b>	<b>211%</b>
PBT % to Total Revenue	3%	1%		
Tax Expenses	114	68	46	67%
<b>Profit After Tax</b>	<b>251</b>	<b>49</b>	<b>202</b>	<b>412%</b>
<b>PAT % to Total Income</b>	<b>2.37%</b>	<b>0.44%</b>		

Total expenses in FY2022 is ₹ 10,248 lakh as compared to ₹ 10,994 lakh in FY2021 i.e. decrease of 7% (₹ 745 lakh), which is marginally lower in comparison of 8% (₹ 498 lakh) de-growth of revenue. The employee cost and other expenses have increased. The EBITDA has reduced from ₹ 905 lakh i.e. 9% of revenue from operations for FY2021 to ₹ 752 lakh i.e. 8% for FY2022. During FY2022, your Company implemented certain cost-cutting measures as well as reduced the finance cost, which provided cushion at PBT level with an increment by ₹ 248 lakh. Your Company provides for current tax and deferred tax based on the computation in accordance with provisions of Income Tax Act, 1961. The net tax payable for FY2022 is ₹ 114 lakh that is an increment by 67% (₹ 46 lakh) over FY2021's ₹ 68 lakh. PAT for FY2022 has increased to ₹ 251 lakh (2.37% of Total Income), as against ₹ 49 lakh (0.44% of Total Income) for FY2021.

The Board of Directors of your Company has thought it prudent to not propose declaration of any dividend and plough-back the entire profit instead as retained earnings to ably support growth of your Company.

#### Non-current Assets

The non-current assets at 31 March 2022 and 31 March 2021 with detail of changes therein during the financial year are as follows:

(₹ in lakhs)

Particulars	At 31/03/2022	At 31/03/2021	YoY change	% change
a. Property, plant and equipment (Refer Note 4)	440	559	(120 )	(21%)
b. Investment properties (Refer Note 5)	3,181	3,262	(80)	(2%)
c. Intangible assets (Refer Note 6)	2	1	1	109%
d. Financial assets:				
i. Investments (Refer Note 7)	8,516	1,794	6,722	375%
ii. Loans (Refer Note 8)	4,224	7,801	(3,577)	(46%)
iii. Other financial assets (Refer Note 9)	1,851	1,384	467	34%
e. Other tax assets net (Refer Note 11)	334	129	205	159%
f. Other non-current non-financial assets (Refer Note 10)	10	392	(382)	(97%)
<b>Total</b>	<b>18,559</b>	<b>15,322</b>	<b>3,237</b>	<b>21%</b>

During FY2021, your Company purchased new PPE amounting ₹ 34 lakh to support the operations, while it sold certain

vehicles, worn-out Plant & Machinery, furniture & fixtures, office equipment/computer, aggregating ₹ 154 lakh i.e. post depreciation the reduced balance is ₹ 440 lakh at 31 March 2022. The Investment Property post depreciation has reduced to ₹ 3,181 lakh at 31 March 2022.

The primary reason of net increment in Investment during FY2022 is to provide further support to JV/associate viz. Kent Residential and Industrial Park LLP with incremental ₹ 6,717 lakh (including loss of ₹ 41 lakh), Vyapnila Terminals (Modasa) Pvt Ltd with incremental ₹ 6 lakh. Meanwhile, your Company has received back net loans aggregating ₹ 3,587 lakh from its subsidiary/associate/JV entities. These entities are established to address specific business opportunities. Such investments as well as loans/advances are extended in normal course of business in order to pursue the specific objective for which it is formed. Loans and Advances to related parties at 31 March 2022 are ₹ 4,214 lakh as against ₹ 7,801 lakh at 31 March 2021.

Security Deposit has reduced by net ₹ 24 lakh to ₹ 1,151 lakh at 31 March 2022 from ₹ 1,175 lakh at 31 March 2021 mainly due to release of SD on completion of certain project sites. Certain stipulated amount is normally deposited towards utility, other infra connections, etc. The margin money deposited with bank has increased by ₹ 462 lakh at 31 March 2022 from ₹ 194 lakh at 31 March 2021 mainly due to higher towards utilization of bank-guarantee limits. It may be noted that such interest bearing fixed deposits are kept with bank for the purpose of issuing bank guarantee in order to participate in various tenders. These have collectively increased the Other financial assets by ₹ 467 lakh to ₹ 1,851 lakh at 31 March 2022 from ₹ 1,384 lakh at 31 March 2021.

The other tax assets have increased by ₹ 205 lakh from ₹ 129 lakh at 31 March 2021 to ₹ 334 lakh at 31 March 2022.

During FY2021, your Company has recovered advance towards certain PPE and incurred lower prepaid expenses with an aggregate balance of ₹ 10 lakh at 31 March 2022 as compared to ₹ 392 lakh at 31 March 2021.

Hence, overall Non-current Assets have increased by net ₹ 3,237 lakh i.e. 21% from ₹ 15,322 lakh at 31 March 2021 to ₹ 18,559 lakh at 31 March 2022 mainly due to support operations of the subsidiary, associate and JV entities of your Company as well as increment in Other financial and tax assets.

#### Current Assets:

The detail of Current Assets at 31 March 2022 and 31 March 2021 with changes therein during the year is furnished further.

(₹ in lakhs)

Particulars		At 31/03/2022	At 31/03/2021	YoY change	% change
a.	Inventories (Refer Note 12)	3,344	2,890	453	16%
<b>b.</b>	<b>Financial Assets</b>				
i.	Trade receivables (Refer Note 13)	6,284	6,504	(220)	(3%)
ii.	Cash and cash equivalents (Refer Note 14)	29	1,309	(1,280)	(98%)
iii.	Bank balances other than (ii) above (Refer Note 14)	40	584	(545)	(93%)
iv.	Loans (Refer Note 8)	120	15	105	698%
v.	Other current financial assets (Refer Note 9)	4	10	(6)	(62%)
c.	Other current non-financial assets (Refer Note 10)	12,545	9,899	2,646	27%
<b>Total</b>		<b>22,365</b>	<b>21,212</b>	<b>1,153</b>	<b>5%</b>

Total increment of ₹ 453 lakh in inventories during FY2022 is mainly attributable to increment in land by ₹ 453 lakh i.e. ₹ 3,344 lakh at 31 March 2022 from ₹ 2,687 lakh at 31 March 2021, while RM+WIP reduced by ₹ 204 lakh. This fructified as a result of your Company's conscious and focused efforts to rationalize the inventory carrying as well as graduated efficiency of purchase function.

The Receivables from related parties has reduced to nil from ₹ 1,032 lakh at 31 March 2021. There is also an overall

reduction in the level of Trade Receivables by ₹ 220 lakh i.e. from ₹ 6,504 lakh at 31 March 2021 to ₹ 6,284 lakh at 31 March 2022. This is mainly attributable to your Company's continued rigorous follow-up with all the debtors despite the COVID-19 pandemic induced disorder. The Retention those are not due since amount to ₹ 299 lakh at 31 March 2022. These have cumulatively resulted in increment to 250 days due to distorted operations during FY2022. Collection for FY2022 is ₹ 10,833 lakh i.e. efficiency of 102%. Meanwhile, your Company has continued rigorous follow-up with debtors (all considered "good") and is confident to recover such amounts in full, in normal course of business.

There is a significant reduction in collective cash and bank balance to normal level ₹ 69 lakh as mainly as one of your Company's banks had disbursed a substantial amount towards WCTL vide ECLGS/GECL 2.0 at subsidised/capped RoI on 31 March 2021.

Loans comprise the portion that is expected to be realized within a period of 12 months from the Balance Sheet Date. At 31 March 2022 it is ₹ 120 lakh as against ₹ 15 lakh at 31 March 2021 depicting an increment by ₹ 105 lakh. During FY2022, your Company has earned interest to the tune of ₹ 923 lakh from Loans to Related Parties.

The other financial assets amount to ₹ 4 lakh at 31 March 2022 i.e. reduction by ₹ 6 lakh during FY2022.

The other current non-financial assets have increased by ₹ 2,646 lakh to ₹ 12,545 lakh at 31 March 2022 as against ₹ 9,899 lakh at 31 March 2021 mainly on account of increment in Land rights and TDRs by ₹ 4,324 lakh as well as balance with government authorities (GST receivables) by ₹ 168 lakh. These have been curtailed by some extent with the reduction in unbilled revenue vide Ind AS 11 and Ind AS 18 by ₹ 1,497 lakh to ₹ 2,245 lakh at 31 March 2022 as against ₹ 3,742 lakh at 31 March 2021. It may be noted that such contract assets are booked in normal course of business and would be converted to receivables in due course of time. Prepaid expenses reduced by ₹ 9 lakh to ₹ 52 lakh at 31 March 2022 as against ₹ 61 lakh at 31 March 2021.

Hence, overall Current Assets have increased by ₹ 1,153 lakh i.e. from ₹ 21,212 lakh at 31 March 2021 to ₹ 22,365 lakh at 31 March 2022 mainly due to increment in Other current non-financial assets, Inventories, and Loans.

#### Net Worth

The networth of your Company has been augmenting considerably in past financial years. During FY2022, the net worth of your Company has increased by ₹ 258 lakh to ₹ 14,649 lakh at 31 March 2022 from ₹ 14,391 lakh at 31 March 2021 mainly due to earnings are retained and ploughed-back.

#### Non-current liabilities

(₹ in lakhs)

Particulars		At 31/03/2022	At 31/03/2021	YoY change	% change
a.	Financial liabilities				
	i. Borrowings (Refer Note 17)	8,752	11,561	(2,809)	(24%)
	ii. Trade payable (Refer Note 21)	-	-	-	-
	iii. Other financial liabilities (Refer Note 18)	111	93	17	18%
b.	Provisions (Refer Note 19)	70	90	(20)	(22%)
c.	Deferred tax liabilities (Net) (Refer Note 20)	888	756	132	18%
<b>Total</b>		<b>9,820</b>	<b>12,500</b>	<b>(2,679)</b>	<b>(21%)</b>

During FY2022, your Company has substantially reduced the long-term Borrowings by ₹ 2,809 lakh (24%) to ₹ 8,752 lakh at 31 March 2022 from ₹ 11,561 lakh at 31 March 2021; though the order-book increased, incremental no. of sites were under operations as well as had to support the specific business initiatives through subsidiary, associate, JV. Your Company, being eligible, has successfully availed Working Capital Term Loan (WCTL) under Emergency Credit Line Guarantee Scheme (ECLGS) of National Credit Guarantee Trustee Company Ltd (NCGTCL) at subsidized/capped RoI. With such efficient arrangement your Company has successfully reduced the weighted average cost of funds. This has also reduced the interest/finance cost, while the full-year effect shall be noticed during FY2023 and onwards.

Your Company has honoured all its financial commitments and the account is **Standard** with all the lenders. None of the BGs submitted by your Company has ever been invoked by any Principal/Client.

There are no Trade Payable to other than Micro & Small Enterprises (as per the intimation received from vendors) at 31 March 2022.

Other financial liabilities are security deposits that your Company accepts in ordinary course of business from its various vendors and/or contractors. It has increased by ₹ 17 lakh i.e. to ₹ 111 lakh at 31 March 2022 from ₹ 93 lakh at 31 March 2021 owing to incremental holding of retention amount of your Company's contractors for want of successful completion of project and/or achieving stipulated milestones by them.

Provision for employee benefits including gratuity and leave encashment has reduced by ₹ 20 lakh i.e. ₹ 70 lakh at 31 March 2022 from ₹ 90 lakh at 31 March 2021 mainly as there has been reduction in total Eligible employees during FY2022.

Net deferred tax liability has increased by ₹ 132 lakh i.e. ₹ 888 lakh at 31 March 2022 from ₹ 756 lakh at 31 March 2021 mainly due to time difference in booking and payment of certain expenses.

Hence, overall Non-current Liabilities have reduced by ₹ 2,679 lakh (21%) i.e. from ₹ 12,500 lakh at 31 March 2021 to ₹ 9,820 lakh at 31 March 2022 mainly due to reduction in long-term borrowings by about a quarter and provisioning.

#### Current liabilities

(₹ in lakhs)

Particulars		At 31/03/2022	At 31/03/2021	YoY change	% change
a.	<b>Financial Liabilities</b>				
i.	Borrowings (Refer Note 17)	2,069	2,932	(863)	(29%)
ii.	Trade payables (Refer Note 21)				
ii	a. Due to micro and small enterprises	-	83	(83)	(100%)
ii	b. Due to others	3,171	4,761	(1,590)	(33%)
iii.	Other financial liabilities (Refer Note 18)	95	187	(93)	(49%)
b.	Other current financial liabilities (Refer Note 22)	11,021	1,588	9,433	594%
c.	Provisions (Refer Note 19)	98	92	6	7%
		<b>16,454</b>	<b>9,644</b>	<b>6,811</b>	<b>71%</b>

Current Borrowings consist of Current maturities of long term borrowings that have reduced by ₹ 255 lakh i.e. from ₹ 1,883 lakh at 31 March 2021 to ₹ 1,628 lakh at 31 March 2022 as per the repayment schedule of term debt contracted by your Company; and Overdraft bank facility with utilisation of ₹ 441 lakh at 31 March 2022 as compared to ₹ 980 lakh at 31 March 2021 mainly utilized to support operations of your Company.

Trade Payables at 31 March 2022 have reduced by ₹ 1,673 lakh (35%) i.e. ₹ 3,171 lakh at 31 March 2022 as compared to ₹ 4,844 lakh at 31 March 2021.

Other financial liabilities of your Company at 31 March 2022 have reduced by ₹ 93 lakh (49%) i.e. ₹ 95 lakh at 31 March 2022 as compared to ₹ 187 lakh at 31 March 2021.

Other Current Financials Liabilities have increased by ₹ 9,433 lakh mainly towards the advance from customers to the tune of ₹ 9,827 lakh, while the increment has been marginally curtailed by reduction in advance from contractors by ₹ 408 lakh to ₹ 182 lakh at 31 March 2022 from ₹ 589 lakh at 31 March 2021.

Provisions consist of employee benefits including gratuity and leave encashment that have reduced by ₹ 9 lakh with

reduction in overall eligible employees, while provision for defect liability (DL) period has increased by ₹ 15 lakh to ₹ 85 lakh at 31 March 2022 from ₹ 70 lakh at 31 March 2021 due to commencement of the DL period on completion of certain projects.

Hence, overall Current Liabilities have increased by ₹ 6,811 lakh (71%) i.e. from ₹ 9,644 lakh at 31 March 2021 to ₹ 1,6454 lakh at 31 March 2022 mainly due to increment in other current financial liabilities.

**Key financial ratios:** Due to the rationale as duly mentioned in detail at the beginning of this section, financial performance of FY2022 is incomparable and cannot be relied for a meaningful and reasonable assessment. The ratios, in isolation, are misleading and do not reflect the right intrinsic strengths of your Company. Nonetheless, the key financial ratios are stated as following:

Ratio	FY2022	FY2021	Detailed explanation
<b>Debtor Turnover</b> Net Credit Sales/ Average Accounts Receivable	1.46	1.52	The credit policies and collection process of your Company are satisfactory and commensurate to the industry and/or the segment it operates into. Your Company deals with creditworthy customers. During FY2022, while the overall trade receivables have reduced, the No. of days have marginally increased due to reduction in revenue as compared to the previous year.
Days	250	241	
<b>Inventory Turnover</b> COGS/Average Inventory	2.55	2.69	As your Company has certain historic land, the inventory turnover is not exactly comparable with industry and/or the segment it operates into. During FY2022, the overall inventory has increased as compared to the COGS that has marginally disturbed the perspective of No. of days as compared to the previous year.
Days	143	136	
<b>Interest Coverage Ratio</b> EBIT/Interest	1.25	1.07	Your Company's debt:equity, leverage, gearing are commensurate to the industry and/or the segment it operates into. Your Company has tied-up with first-rung banks/NBFCs for its various credit requirements. Your Company has successfully maintained Investment Grade credit rating over a period of years, while the account is Standard with all the lenders. For FY2022, the interest coverage has improved as compared to FY2021 as your Company has substantially reduced the overall debt and consequently the interest cost, while the EBIT has increased as compared to the previous year.
<b>Current Ratio</b> Current assets/ Current liabilities	1.36	2.20	The reduction in current ratio of your Company at 31 March 2022 as compared to that of 31 March 2021 is mainly owing to the higher proportion of increment in current liabilities as compared to the increment in current assets during FY2022. However, the current ratio is well above the stipulated level. It could also indicate that your Company has sufficient ability to pay short-term obligations i.e. due within one year. Your company has been able to maximize the current assets on its balance sheet to satisfy its current debt and other payables.

Ratio	FY2022	FY2021	Detailed explanation
<b>Debt : Equity Ratio</b> Total debt/Networth	0.74	1.01	The Debt:Equity ratio of your Company is favourable as compared to the industry and/or the segment it operates into. Your Company has tied-up with first-rung banks/NBFCs for its various credit requirements. Your Company has successfully maintained Investment Grade credit rating over a period of years, while the account is Standard with all the lenders. During FY2022, while your Company has substantially reduced the overall debt the networth has increased due to plough-back-of-profit.
<b>Operating Profit Margin (%) Op</b> Profit/Op Income	6.06%	7.19%	During FY2022, your Company kept on incurring the overhead expenses, while the revenue was restricted - as more specifically described in the other sections of this Report. Hence, the reduction.
<b>Net Profit Margin (%)</b> PAT/Total income	2.37%	0.44%	For FY2022, due to the overall reduction in tax rate on PBT as compared to the previous year, your Company has earned higher PAT. Hence, the improvement.
<b>Return on Networth</b> PAT/Networth	1.71%	0.34%	The significant improvement in PAT during FY2022, while disproportionately low increment in Networth/Total Assets has improved the returns.
<b>Return on Assets</b> PAT/Total Assets	0.61%	0.13%	
<b>Return on Capital Employed</b> EBIT/Total Assets- Current Liabilities	6.70%	5.54%	The significant improvement in PAT during FY2022, while reduction in the Capital Employed has improved the returns.

#### Cashflow

(₹ in lakh)

Particulars	For FY2022	For FY2021
<b>Opening cash and cash equivalents</b>	<b>1,309</b>	<b>66</b>
Net cash generated from / (used in) Operating Activities (A)	5,699	2,446
Net cash from / (used in) Investing Activities (B)	(1,828)	(2,191)
Net cash from / (used in) Financing Activities (C)	(5,150)	988
<b>Change in cash and cash equivalent (Total = A+B+C)</b>	<b>(1,280)</b>	<b>1,243</b>
<b>Closing cash and cash equivalents</b>	<b>29</b>	<b>1,309</b>

During FY2022, while your Company has utilized cash towards reduction of certain assets by ₹ 2,639 lakh, trade payables by ₹ 1,513 lakh, and inventories by ₹ 453 lakh; it generated the Net cash from operating activities by ₹ 5,699 lakh mainly due to increment in Current Liabilities by ₹ 9,433 lakh mainly towards advance received towards monetization of Land and Transferable Development Rights.

During FY2022, while your Company has generated cash from Interest income, proceeds from deposits/sale of PPE; your Company has also invested further in the Subsidiaries, Associates and JVs of your Company as well as towards financial assistance provided, which has resulted in net cash utilization towards investing activities of ₹ 1,828 lakh.

During FY2022, your Company has utilized ₹ 4,040 lakh towards repayment of borrowings, and ₹ 1,478 lakh towards finance cost, which has resulted in net cash utilization towards financing activities of ₹ 5,150 lakh.

Hence, collectively your Company had a sizeable cash at the beginning of the year of ₹ 1,309 lakh as one of your Company's banks had disbursed a substantial amount towards WCTL vide ECLGS/GECL 2.0 at subsidised/capped RoI on 31 March 2021, which substantially increased the cash at 31 March 2021. Additionally, during FY2022, your Company also generated a considerable ₹ 5,599 lakh from Operating Activities, which were utilised towards fresh investment as well as substantial reduction in debt. Accordingly, your Company ensured to have minimal requisite cash at the end of FY2022.

**Details of Subsidiaries, Associates and JVs of your Company at 31 March 2022:**

(₹ in lakhs)

Sr. No.	Name of the entity   Project location	NILA's investment in equity	% shareholding	Loans & Advances extended	Profit After Tax shared	Remark
1	Romanovia Industrial Park Pvt Ltd   (23.480621, 71.974021), Navyani, Gujarat	1,251*	50%	2,581	-	Industrial and logistics park – various structures under execution
2	Kent Residential and Industrial Park LLP   (23.478515, 72.009447), Sitapur, Gujarat	6,717	50%	-	(41)	
3	Nila Terminals (Amreli) Pvt Ltd   (21°36'11"N 71°13'19"E), Amreli, Gujarat	1	100%	494	-	Bus-port projects for GSRTC – under execution
4	Vyapnila Terminals (Modasa) Pvt Ltd   (23°28'N 73°18'E), Modasa, Gujarat	548*	34%	1,138	-	

\* measured at fair value at the date of transition to Ind AS i.e. the deemed cost of such investment for your Company.

None of the Pvt Ltd entities mentioned above have declared any dividend during FY2022. Further, with respect to your Company's strategic investment with the Kataria Group of Ahmedabad to work jointly for acquiring land and developing industrial and logistics parks, units, sheds, plots, residential colonies, and allied infrastructure at various locations situated near the upcoming automobile hub at Bechraji – about 90 kms from Ahmedabad at Gujarat, it may be mentioned that the progress is satisfactory and your Company has started to reap benefits as more specifically furnished in detail in other sections of this Annual Report. Your Company has executed a well-thought strategy and is favorably positioned as a first-mover, promoter of industrial eco-system in the region, and fostering infrastructure development.

Your Company has built industrial warehouse structures as well as residential dormitories on BTS basis. Such infrastructure development has already been rented out on long-term lease basis to reputed corporates including MNCs.

There surely lies an opportunity in every crisis and your Company has embarked on a different growth trajectory with the adaptation to the new normal. Your Company is getting ready to bid for new orders and has identified favourable orders in pipeline to be executed across segments and geographies. The long-term outlook of your Company towards the Urban Infrastructure business remains positive.

Amidst the aftermath of COVID-19 pandemic, the Company's position, contrary to general sentiments/outlook, is quite established and/or convincing – mainly considering certainty of its liquidity and cashflow management.

# Report on Corporate Governance

[In terms of Regulation 34 read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

## 1. COMPANY'S PHILOSOPHY ON THE CODE OF CORPORATE GOVERNANCE

At NILA we believe in adopting and adhering to the best standards of Corporate Governance to all the stakeholders. The Company's Corporate Governance is therefore based on the total transparency, integrity, fairness, equity, accountability and commitments to the values. The Company is committed to the best governance practices that create long term sustainable shareholder value. With the object of the Company to conduct its business in a highly professional manner and thereby enhance trust and confidence of all its stakeholders, the Company has devised a complete compliance of Corporate Governance norms.

We at NILA firmly believe that firm Corporate Governance leads to the optimal utilization of resources and enhance the value of the enterprise and an ethical behavior of the enterprise leads to honoring and protecting the rights of all the stakeholders. Sound Corporate Governance practices and ethical business conduct always remain at the core of the NILA's value system.

## 2. BOARD OF DIRECTORS

### 2.1 Composition of the Board:

The Company has an optimum combination of Executive and Non-Executive Directors. At the end of the year the Board consists of six directors comprising of one executive chairman and managing director, two non-executive directors and three other non-executive independent directors. The appointment of three non-executive independent directors is in conformity with the provisions of Section 149 of the Companies Act, 2013 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. There are two promoter directors out of which one is executive director and the other one is non-executive director. Out of the independent directors there is one-woman director. There is no nominee director on the board.

### 2.2 Information in the form of table setting out the skills/ expertise/ competence of the Board of Directors:

The Company operates in the business of construction and development of infrastructure projects. The Board has identified various skills and expertise like construction, project management and execution, business strategy, engineering, communication, media and brand building, strategic management, marketing, planning, corporate planning and affairs, financial management, corporate governance, banking, M&A, capital market, fund raising and wealth management.

Name of Director	Expertise in specific functional area identified and available with the Board.
Manoj B Vadodaria	Construction, Project Management and Execution, Business Strategy and Business Management
Kiran B Vadodaria	Engineering, Project Management, Communication and Media
Dilip D Patel	Strategic Management, Marketing, Planning, Corporate Planning and Affairs
Shyamal S Joshi	Financial Management, Corporate Governance, Banking, M&A, Capital Market, Fund Raising and Wealth Management
Foram B Mehta	Communication Media and Brand Building
Revant A Bhatt	Operational Management, Economic Affairs

### 2.3 Directorships, Membership on Committees and Meetings Attended:

The Name and Category of the Directors on the Board, their Attendance at Board Meetings held during the year and at the last Annual General Meeting; Number of Directorships, Committee Chairmanships or Memberships and Name of the Listed Entities and category of Directorship held by them in other Companies are given below.

SN	Name of Director(s)	Category	Attendance Particulars		#Number of Directorship(s) held In other Companies	##Committee Memberships/ Chairmanships of other Companies		Name of the Other Listed Entities and category of Directorship
			Board Meeting	Last AGM		Member	Chairman	
1	*Manoj B. Vadodaria	Executive Chairman & Managing Director	4	Yes	1	1	Nil	Sambhaav Media Limited – Non Executive Director
2	*Kiran B. Vadodaria	Non-Executive Director	3	Yes	3	1	Nil	Sambhaav Media Limited – Chairman & Managing Director
3	**Dilip D. Patel	Non-Executive Director	2	Yes	1	2	Nil	Sambhaav Media Limited – Independent Director
4	**Shyamal S. Joshi	Non-Executive Independent Director	4	Yes	7	5	2	Shalby Limited Independent Director
5	**Ashok R. Bhandari §	Non-Executive Independent Director	0	No	0	Nil	Nil	Nil
6	**Foram B. Mehta	Non-Executive Independent Director	4	Yes	1	Nil	Nil	Nil
7	**§ Revant A Bhatt	Non-Executive Independent Director	2	No	0	Nil	Nil	Nil

\*Promoter Director; \*\* Non-Promoter Director

# Excludes directorship in Nila Infrastructures Limited

## Committees considered are Audit Committee, Nomination and Remuneration Committee, Risk Management Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee, Environment, Health & Safety Committee in other Companies listed at BSE Limited and National Stock Exchange of India Limited excluding that of Nila Infrastructures Limited. Committee Membership(s) & Chairmanships are counted separately.

§ Mr. Ashok R. Bhandari resigned w.e.f 07 October 2021 and Mr. Revant A Bhatt was appointed w.e.f 07 Oct0ber 2021.

None of the Directors of Board is a member of more than ten Committees or Chairman of more than five committees across all the Public companies in which they are Director. The necessary disclosures regarding Committee positions have been made by all the Directors.

#### 2.4 Independent Directors confirmation by the Board:

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149 (6) of the Companies Act, 2013 and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, the Independent Directors, fulfill the conditions of independence specified in Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## 2.5 Number of Independent Directorships:

As per Regulation 17A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Independent Directors of the Company do not serve as Independent Director in more than seven listed companies. Further, the Managing Director of the Company does not serve as an Independent Director in any listed entity.

## 2.6 Details of Number of Meetings of Board of Directors held and dates on which held:

During the year total 4 (Four) meetings of the Board of Directors were held. The dates of the meetings are as under.

Date of Board Meeting	Board Strength	No of Directors Present
19 June 2021	6	5
14 August 2021	6	4
13 November 2021	6	6
12 February 2022	6	4

## 2.7 Disclosures of relationship between Directors inter-se:

None of the Directors of the Company are related with each other in any manner except Mr. Manoj B. Vadodaria and Mr. Kiran B Vadodaria, are brothers and also belonging to Promoter and Promoter Group.

## 2.8 Number of shares and convertible instruments held by Non-Executive Directors:

None of the Non-Executive Director holds any shareholding or any convertible instrument of the Company except Mr. Kiran B Vadodaria hold 3,86,08,100 equity shares.

## 2.9 Performance Evaluation & Familiarization programs imparted to Independent Directors:

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, after considering various criteria, the performance evaluation of the Board Members was carried out. Various aspects like attendance and participation at meetings, suggestions, inputs at discussions, adherence to various codes and policies, role in overall growth etc were taken into consideration while evaluating the Board. The detailed performance evaluation framework is displayed at the website of the Company at [www.nilainfra.com](http://www.nilainfra.com). The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors and Non-Executive Director. The Board of Directors expressed their satisfaction with the evaluation process.

The Company believes that a Board, which is well informed / familiarized with the Company, can contribute significantly to effectively discharge its role of trusteeship in a manner that fulfils stakeholders' aspirations and societal expectations. In pursuit of this, the Directors have been familiarized on a continuing basis on changes / developments corporate and industry scenario including those pertaining to statutes / legislations and economic environment, by way of presentations, board review notes, regular updates of projects and business operations, meetings etc. to enable them to take well informed and timely decisions.

The details of familiarization programs 2021-22 is available at the website of the Company at [www.nilainfra.com](http://www.nilainfra.com) under investor segment.

## 2.10 Board Diversity and Policy on Director's Appointment and Remuneration:

The Company believes that building a diverse and inclusive culture is integral to its success. A diverse Board, among others, will enhance the quality of decisions by utilizing different skills, qualifications, professional experience and knowledge of the Board members necessary for achieving sustainable and balanced development. Accordingly, the Board has adopted a policy on 'Board Diversity', which sets out the criteria for determining qualifications, positive attributes and independence of a Director. The detailed policy is available on the Company's website [www.nilainfra.com](http://www.nilainfra.com).

## 2.11 Code of Conduct for the Board of Directors and Senior Management Personnel:

In Compliance with Part-D under Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; the Board has adopted the code of conduct for the Board of Directors and senior management personnel of the Company. This code of conduct is comprehensive code which is applicable to all Directors and senior management personnel. A copy of the same has been put on the Company's website [www.nilainfra.com](http://www.nilainfra.com). The same code has been circulated to all the members of the Board and all senior management personnel. The compliance of the said code has been affirmed by them annually. A declaration signed by the Managing Director of the Company forms part of this Report.

### Declaration by the Managing Director:

This is to confirm that the Company has adopted a Code of Conduct for its Board Members and the Senior Management Personnel and the same is available on the Company's website. I confirm that the Company has in respect of the financial year ended on 31 March 2022 received from the Senior Management Personnel of the Company and the members of the Board a declaration of compliance with Code of Conduct applicable to them

Place : Ahmedabad  
Date : 27 May 2022

**Manoj B Vadodaria**  
Chairman & Managing Director  
DIN: 00092053

## 2.12 Board Procedure:

Pursuant to the SEBI Laws, Stock Exchanges are being informed about the convening of the Board Meetings at least 5 clear days in advance. The agenda is prepared by the Secretarial Department in consultation with the Chief Finance Officer and Chairman of the Board. The information as required under the SEBI Regulations is made available to the Board. The agenda for the meeting of the Board and its Committees together with the appropriate supporting documents and papers are circulated well in advance of the meeting to enable the Board to take informed decisions. The Stock Exchanges are informed about the outcome of the Board Meeting as soon as the meeting concludes.

The meetings of the Board and its various Committees are generally held at the Registered Office of the Company at Ahmedabad.

## 2.13 Separate Meeting of Independent Directors:

As stipulated by the Code of Independent Directors under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate meeting of the Independent Directors of the Company was held on 12 February 2022 to review the performance of Non-Independent Directors (including the Chairman) and the entire Board. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties.

## 3 AUDIT COMMITTEE

### 3.1 Composition of the Audit Committee:

The Audit Committee of the Company is comprised of four directors of which three are non executive independent directors. The chairman of the audit committee is an independent director. The constitution of the audit committee is in line with the requirement of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Mr. Shyamal S. Joshi is the Chairman of the committee. He possesses adequate financial accounting knowledge. Ms. Foram B. Mehta, Mr. Revant A. Bhatt and Mr. Kiran B. Vadodaria are the other three members of the audit committee.

### 3.2 Brief Description of terms of reference of the Audit Committee:

The terms of reference and role of the audit committee as decided by the Board of Directors are in accordance with provisions of Section 177 of the Companies Act, 2013 and SEBI Regulations as under:

- a. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
- b. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- c. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- d. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
  - i. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
  - ii. Changes, if any, in accounting policies and practices and reasons for the same
  - iii. Major accounting entries involving estimates based on the exercise of judgment by management
  - iv. Significant adjustments made in the financial statements arising out of audit findings
  - v. Compliance with listing and other legal requirements relating to financial statements
  - vi. Disclosure of any related party transactions
  - vii. Qualifications in the draft audit report
- e. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- f. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- g. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- h. Approval or any subsequent modification of transactions of the company with related parties;
- i. Scrutiny of inter-corporate loans and investments;
- j. Valuation of undertakings or assets of the company, wherever it is necessary;
- k. Evaluation of internal financial controls and risk management systems;
- l. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- m. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- n. Discussion with internal auditors of any significant findings and follow up there on;

- o. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- p. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- q. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- r. To review the functioning of the Whistle Blower Mechanism(Vigil Mechanism);
- s. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
- t. To review compliance with the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015 atleast once in a financial year and verify the Internal Controls are adequate and operative effective.
- u. To review compliances, mechanism, code of conduct and policy framework under SEBI (Prohibition of Insider Trading) Regulations, 2015 on yearly basis.
- v. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
- w. A statement of all transactions with related parties, including their basis shall be placed before the Audit Committee for formal approval / ratification with explanations where there are interested transactions.
- x. Details of material individual transactions with related parties which are not in the normal course of business shall be placed before the audit committee.
- y. The audit committee shall mandatorily review the following information:
  - i. Management discussion and analysis of financial condition and results of operations;
  - ii. Statement of significant related party transactions (as defined by the audit committee), submitted by management;
  - iii. management letters / letters of internal control weaknesses issued by the statutory auditors;
  - iv. internal audit reports relating to internal control weaknesses; and
  - v. the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
  - vi. statement of deviations:
    - Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
    - Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/ notice in terms of Regulation 32(7).

### 3.3 Meetings of the Audit Committee and Attendance:

Five Audit Committee meetings were held during the year on 07 May 2021; 19 June 2021; 14 August 2021; 13 November 2021; and 12 February 2022. The time gap between two Audit Committee meetings was not more than 120 days.

The details of the attendance of the Members at the Meetings of Audit Committee are as under:

Name of Committee Members	Category	Designation	No. of Meetings during the year	
			Held	Attended
Shyamal S Joshi	Non Executive Independent Director	Chairman	5	5
Kiran B Vadodaria	Non Executive Director	Member	5	4
Foram B Mehta	Non Executive Independent Director	Member	5	5
Revant A Bhatt	Non Executive Independent Director	Member	5	2

The Statutory Auditors and Internal Auditors of the Company are invited in the meeting of the Committee wherever required. The Chief Financial Officer of the Company is a regular invitee at the Meeting.

The Company Secretary & Compliance Officer acts as the Secretary to the Committee.

Recommendations of Audit Committee have been accepted by the Board of wherever/whenever given.

As prescribed under the Companies Act, 2013 and SEBI Regulations, the Chairman of the Audit Committee was present at the 31st Annual General Meeting of the Company held on 24 September 2021.

#### 4. NOMINATION AND REMUNERATION COMMITTEE:

##### 4.1 Composition of the Committee:

The Nomination and Remuneration Committee of the Company comprises of four members and all are Non-Executive Directors. Mr. Shyamal S Joshi is the Chairman; and Ms. Foram B Mehta, Mr. Revant Bhatt and Mr. Dilip D Patel are the other three members of the committee. The committee has been constituted in accordance with the provisions of Section 178(1) of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

##### 4.2 Brief Description of terms of reference of the Committee:

The broad terms of reference of the Nomination and Remuneration Committee, as approved by the Board, are in accordance with provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which are as follows:

- To recommend the Board in determining the appropriate size, diversity and composition of the Board;
- Identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal, and shall carry out evaluation of every director's performance.
- Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- Formulate criteria for performance evaluation of Independent Directors and the Board;
- Devising a policy on Board diversity;

##### 4.3 Details of Meetings of the Nomination and Remuneration Committee and Attendance:

Two meetings of nomination and remuneration committee were held on 19 June 2021 and on 14 August 2021. The requisite quorum was present at the meetings.

The Chairman of the Nomination and Remuneration Committee was present at the last Annual General Meeting of the Company.

The table below provides the attendance of the Nomination and Remuneration Committee members:

Name of Committee Members	Category	Designation	No. of Meetings during the year	
			Held	Attended
Shyamal S Joshi	Non Executive Independent Director	Chairman	2	2
Dilip D Patel	Non Executive Director	Member	2	1
Foram B Mehta	Non Executive Independent Director	Member	2	2
Revant Bhatt	Non Executive Independent Director	Member	2	0

#### 4.4 Performance evaluation criteria for independent directors:

The Independent Directors are being evaluated by the members of the Board of Directors other than Independent Directors on the basis of pre-defined evaluation criteria as under:

- Attendance and contribution at the Board and Committee meetings
- Educational qualification, experience of relevant field, expertise of subjects,
- Leadership qualities, skills, behavior, understanding of business, knowledge of subjects and processes,
- Ability to participate at debates, discussions and quality of suggestions, guidance, advise
- Traits like integrity, honesty, secrecy maintenance, etc.

## 5. REMUNERATION OF DIRECTORS

### 5.1. Criteria for making payment to non-executive directors:

Various criteria of making payments to non-executive directors are displayed on the website of the Company at [www.nilainfra.com](http://www.nilainfra.com) under investor segment.

### 5.2 Details of Remuneration paid to Directors during the year:

Disclosures with respect to remuneration and sitting fees paid to the Directors during the year is provided in the Notes to the Accounts.

### 5.3 Pecuniary Relationship or transactions with Non-Executive Directors:

There is no pecuniary relationship or transactions with non-executive directors, except with Mr. Kiran B Vadodaria, with the Company other than payment of sitting fees by the Company for attending meetings. Mr. Kiran B Vadodaria has been paid remuneration in the form of commission. Details of transactions with non-executive directors are disclosed in Notes to the Accounts.

### 5.4 Remuneration Policy:

#### 5.4.1 The Salient Features of the Nomination and Remuneration Policy of the Company constituted in terms of the provisions of the Companies Act, 2013 and as per the requirements of the SEBI (Listing Obligation and Disclosures Requirements) Regulation, 2015 as amended from time to time is as under:

The full Nomination and Remuneration Policy is available at the website of the Company i.e. [www.nilainfra.com](http://www.nilainfra.com). The Nomination and Remuneration Policy of the Company Policy is divided in three parts:

**Part – A covers the matters to be dealt with and recommended by the Committee to the Board;**

**Part – B covers the appointment and nomination and**

**Part – C covers remuneration and perquisites etc.**

**PART – A: Matters to be dealt with, perused and recommended to the Board by the Nomination and Remuneration Committee**

**The Committee shall:**

- (a) Formulate the criteria for determining qualifications, positive attributes and independence of a director.
- (b) Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial Personnel and Senior Management positions in accordance with the criteria laid down in this policy.
- (c) Recommend to the Board, appointment and removal of Director, KMP and Senior Management.

**PART – B: Policy for appointment and removal of Director, KMP and Senior Management**

**(a) Appointment criteria and Qualifications:**

1. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP, Committees or at Senior Management level and recommend to the Board his / her appointment.
2. 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 are sufficient / satisfactory for the concerned position.
3. The Company shall not appoint or continue the employment of any person as Managing Director or Whole-time Director or Manager who has attained the age of seventy years.

Provided that where any person has attend the age of seventy years and where his appointment or reappointment is approved by passing a special resolution in the General Meeting based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years. In any other case the same shall be approved by Central Government.

**(b) Term or Tenure:**

**1. Managing Director/Whole-time Director:**

The Company shall appoint or re-appoint any person as its Managing Director or Whole-time Director or Manager for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

**2. Independent Director:**

- i. 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 reappointment on passing of a Special Resolution by the Company and disclosure of such appointment in the Board's report.
- ii. 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 from cessation of 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. However, if a person who has already served as an Independent Director for 5 years or more in the Company as on 1st October, 2014 or such other date as may be determined by the Committee as per regulatory requirement, he/she shall be eligible for appointment for one more term of 5 years only.

- iii. At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and in case he is serving as a Whole-time Director of a listed company then he shall serve as Independent Director in three listed companies.

**(c) Evaluation:**

The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval (yearly).

**(d) Removal:**

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made there under or under any other applicable Act, rules and regulations, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

**(e) Retirement:**

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

**PART – C: Policy relating to the remuneration for the Whole-Time Director, KMP and Senior Management**

**(a) General:**

- i. The committee will determine and recommend to Board the remuneration / compensation / commission etc. to the Managing Director, Whole-time Director, KMP and Senior Management Personnel for approval. The remuneration/compensation/ commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.
- ii. The remuneration and commission to be paid to the Managing Director or Whole-time Director shall be in accordance with the limits or conditions laid down in the Articles of Association of the Company and as per the provisions of the Companies Act, 2013, and the rules made there under as amended from time to time.
- iii. Increments to the existing remuneration/ compensation structure may be recommended by the Committee to the Board which should be within the limits approved by the Shareholders in the case of Managing Director or Whole-time Director. Increments will be effective from the date mentioned in the respective resolutions in case of a Managing Director and Whole-time Director and 1st April in respect of other employees of the Company or such other date as may be determined from time to time.
- iv. Where any insurance is taken by the Company on behalf of its Managing Director, Whole-time Director, Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employees 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.

**(b) Remuneration to Whole-time Director, Managing Director/ Manager, KMP and Senior Management:**

**i. Fixed pay:**

The Managing Director/Manager, 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 provident fund, superannuation or annuity fund, gratuity, 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.

**ii. Minimum Remuneration:**

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managing Director and Whole-time Director in accordance with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the previous approval of the Central Government.

**iii. Provisions for excess remuneration:**

If any Managing Director and Whole-time Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 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.

**iv. Stock Options:**

In case, Managing Director, Whole-time Director, Company Secretary and Chief Financial Officer, are not being Promoter Director or Independent Director, they shall be entitled to any stock option of the Company as qualified by the normal employees of the Company. Provided the same shall be subject to the Companies Act, 2013 and rules made there under read with Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and any amendment or modification thereof.

Senior Management Personnel shall be eligible for stock options as normal employees of the Company.

**(c) Remuneration to Non- Executive / Independent Director:**

**i. Remuneration / Commission:**

The remuneration / commission shall be fixed as per the limits and conditions mentioned in the Articles of Association of the Company and the Companies Act, 2013 and the rules made there under.

**ii. Sitting Fees:**

The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. The sitting fees shall be decided by the Board of Directors of the Company at its meeting where quorum consists of disinterested directors. In case all the directors are interested, the same shall be decided by the Resolution passed by the Members of the Company.

Provided that the amount of such fees shall not exceed Rupees One lakh per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

**iii. Commission:**

Commission may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the profits of the Company computed as per the applicable provisions of the Companies Act, 2013.

**iv. Stock Options:**

An Independent Director shall not be entitled to any stock option of the Company.

## **6. STAKEHOLDERS' RELATIONSHIP COMMITTEE**

In terms of the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has constituted Stakeholders' Relationship Committee to look into the mechanism of redressal of grievances of shareholders and investors of the Company. The Stakeholders' Relationship Committee has four members comprising of three non-executive directors and one executive director.

**6.1 Name of the non-executive director heading the committee: Mr. Kiran B Vadodaria**

**6.2 Name and designation of Compliance Officer: Mr. Dipen Y Parikh, Company Secretary**

**6.3 Number of shareholders' complaints received so far: NIL**

**6.4 Number not solved to the satisfaction of shareholders: NIL**

**6.5 Number of pending Complaints: NIL**

**6.6 Meetings held during the year:**

During the year Stakeholders' Relationship Committee met 1 (one) time on 12 February 2022 and was attended by all the Committee members.

## **7. DETAILS OF WHISTLE BLOWER POLICY (VIGIL MECHANISM)**

The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations. To maintain these standards, the Company encourages its employees who have concerns about suspected misconduct to come forward and express these concerns without fear of punishment or unfair treatment. A Vigil (Whistle Blower) Mechanism provides a channel to the employees and Directors to report to the management concerns about unethical behavior, actual or suspected fraud or violation of the codes of conduct or policy or any misconduct. The mechanism provides for adequate safeguards against victimization of employees and Directors to avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases. This is to affirm that no personnel have been denied access to the audit committee during the year. The whistle Blower Policy is available at the website of the Company at [www.nilainfra.com](http://www.nilainfra.com).

## **8 MEANS OF COMMUNICATIONS**

**8.1 Quarterly Results: Company submits standalone and consolidated financial results on quarterly basis to the Stock Exchanges as required under Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015. The copies of quarterly results submitted to the Stock Exchanges are also available on the website of the Company at [www.nilainfra.com](http://www.nilainfra.com) under investor segment.**

**8.2 Normally quarterly results of the Company are published in Business Standard (English) and Loksatta Jansatta (Gujarati).**

**8.3 Website of the Company: The Company's website [www.nilainfra.com](http://www.nilainfra.com) contains a separate dedicated section namely "Investors" where shareholders information is available.**

The Annual Report of the Company is also available on the website of the Company <https://www.nilainfra.com/investors.html> in a downloadable form.

**8.4 Whether it also displays official news release and presentation made to institutional investors or to the analyst: Copies of press release and presentation are submitted to stock exchange prior to presentation and release made to institutional investors or to the analysts.**

**8.5 Any presentation(s) made to the institutional investors or to the analysts: Any presentation made to the institutional or/and analyst are also posted on the Company's website at [www.nilainfra.com](http://www.nilainfra.com).**

**9. GENERAL BODY MEETINGS**

**9.1 Location and time, where last three Annual General Meetings held:**

Financial Year	Venue	Date	Time
2018-19	First Floor, "Sambhaav House", Opp. Chief Justice's Bungalow, Bodakdev, Ahmedabad – 380 015	27 September 2019	10:00 AM
2019-20	Through Video Conferencing / Other Audit Video Means	25 September 2020	11:00 AM
2020-21	Through Video Conferencing / Other Audit Video Means	24 September 2021	11:00 AM

**9.2 Special Resolution passed at last 3 Annual General Meetings:**

Financial Year	Special Resolution passed
2018-19	1) Reappointment of Mr. Shyamal S. Joshi for further period of 5(five) years as an Independent Director.
	2) Approval of Remuneration of Mr. Kiran B. Vadodaria – Non Executive Director.
	3) Approval to Loan, Guarantee, Security etc. under section 185 of the Companies Act, 2013.
2019-20	1) To approve continuation of Directorship of Mr. Dilip D Patel as Non Executive Director in terms of Regulation 17(1A) of SEBI (LODR) Regulations
	2) To reappoint Ms. Foram B Mehta as Independent Director for Second Term of 5 (five) years.
	3) To approve remuneration of Mr. Kiran B. Vadodaria in terms of regulation 17(6)(ea) of the SEBI (LODR) Regulations.
2020-21	1) To reappoint Mr. Manoj B. Vadodaria as the Chairman & Managing Director.
	2) Change in Terms of Appointment of Mr. Kiran B. Vadodaria as Non Executive Director.

**9.3. Details of special resolutions passed through postal ballot, the persons who conducted the postal ballot exercise, details of the voting pattern and procedure of postal ballot: No special resolutions were required to be passed through postal ballot last year.**

**9.4 Details of special resolution proposed to be conducted through Postal Ballot: None of the Businesses proposed to be transacted at the ensuing 32nd Annual General Meeting requires passing of a special resolution through postal ballot.**

## 10. GENERAL SHAREHOLDER INFORMATION

### 10.1 Day, Date, Time and Venue of the 32nd Annual General Meeting:

**Day and Date:** Thursday, 29 September 2022 Time: 11:00 a.m.

**Venue:** Virtually through Video Conferencing

### 10.2 Financial Year: April 01 to March 31

### 10.3 Financial Calendar: Tentative and subject to change for the financial year 2022-23

Quarter Ending	Release of Results
30 June 2022	Mid of August, 2022
30 September 2022	Mid of November, 2022
31 December 2022	Mid of February, 2023
31 March 2023	Last Week of May, 2023

### 10.4 Date of Book Closure: From 23 September to 29 September 2022 [both days inclusive]

### 10.5 Dividend Payment History:

Year	Rate of Dividend (per equity share)	Total Amount of Dividend Paid (₹ in Lacs)	Date of AGM in which Dividend was declared	Dividend payment date
2009-10	0.10	295.23	25 September 2010	04 October 2010
2010-11	0.10	295.23	10 September 2011	16 September 2011
2011-12	0.10	295.23	15 September 2012	20 September 2012
2012-13	0.10	295.23	06 July 2013	13 July 2013
2013-14	0.10	295.23	20 September 2014	26 September 2014
2014-15	0.10	370.23	28 August 2015	02 September 2015
2015-16	0.11	432.26	10 September 2016	15 September 2016
2016-17	0.11	433.28	29 September 2017	04 October 2017
2017-18	0.11	433.28	29 September 2018	04 October 2018

### 10.6 Unpaid and Unclaimed Dividend:

The Company has uploaded the details of shareholders of the Company containing information like name, address, amount due to be transferred to Investor Education & Protection Fund (IEPF) and due date of transfer of amount to IEPF on its website. The said information has also been filed in e-Form No. 5INV/IEPF-2 on the website of Ministry of Corporate Affairs at [www.mca.gov.in](http://www.mca.gov.in). It may be noted that no claim lies against the Company once the dividend is deposited in IEPF.

In terms of the provisions of Section 124(5) of the Companies Act, 2013; Unpaid dividend amounting to ₹9,69,586/- for FY 2013-14 lying in the YES Bank account had become due to be transferred to the IEPF account of the Government and were duly transferred so. The information of year wise amount of unclaimed dividend due to be transferred to IEPF is given in Directors' Report.

### 10.7 Listing at Stock Exchanges

Name and Address of the Stock Exchanges	Stock Code/Script Symbol	ISIN Number for NSDL/ CDSL (Dematerialized shares)
BSE Limited 25th Floor, Phirozee Jeejeebhoy Towers, Dalal Street, Mumbai 400 001	530377	INE937C01029
National Stock Exchange of India Limited Plot No. C/1, G Block, Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051	NILAINFRA	

**10.8 Confirmation of payment of Listing Fees:** The annual listing fees for the year 2021-22 and advance listing fees for the year 2022-23, to the stock exchanges where the securities of the Company are listed, has been paid in prescribed time limit.

### 10.9 Market Price Data:

The monthly high / low and the volume of the Company's shares trades at BSE Limited and the monthly high/low of the said exchange are as under:

Month	Nila Infrastructures Limited			BSE Limited	
	High (₹)	Low(₹)	Volume	High	Low
April 2021	5.26	4.10	832217	50,375.77	47,204.50
May 2021	5.28	4.10	1187178	52,013.22	48,028.07
June 2021	7.50	4.81	6256977	53,126.73	51,450.58
July 2021	7.29	5.90	6962987	53,290.81	51,802.73
August 2021	8.00	5.40	4000396	57,625.26	52,804.08
September 2021	6.05	5.10	2199417	60,412.32	57,263.90
October 2021	7.40	5.10	3520493	62,245.43	58,551.14
November 2021	6.68	5.40	1040737	61,036.56	56,382.93
December 2021	7.33	5.55	3027902	59,203.37	55,132.68
January 2022	10.56	6.68	27108621	61,475.15	56,409.63
February 2022	8.37	6.26	4019978	59,618.51	54,383.20
March 2022	7.17	5.70	1918098	58,890.92	52,260.82

The monthly high / low and the volume of the Company's shares trades at National Stock Exchange of India Limited and the monthly high/low of the said exchange are as under:

Month	Nila Infrastructures Limited			National Stock Exchange of India Limited	
	High (₹)	Low (₹)	Volume	High	Low
April 2021	5.25	4.05	2262213	15044.35	14151.40
May 2021	5.25	4.20	3752835	15606.35	14416.25
June 2021	7.55	4.80	28187330	15915.65	15450.90

Month	Nila Infrastructures Limited			National Stock Exchange of India Limited	
	High (₹)	Low (₹)	Volume	High	Low
July 2021	7.35	6.00	18281681	15962.25	15513.45
August 2021	8.05	5.40	18958389	17153.50	15834.65
September 2021	5.95	5.00	7841791	17947.65	17055.05
October 2021	7.40	6.85	15668145	18604.45	17452.90
November 2021	6.65	5.45	3140857	18210.15	16782.40
December 2021	7.30	5.55	8832247	17639.50	16410.20
January 2022	10.60	6.70	48897476	18350.95	16836.80
February 2022	8.45	6.25	11365388	17794.60	16203.25
March 2022	7.15	5.65	8261418	17559.80	15671.45

**10.10 In case the securities are suspended from trading; the Directors' Report shall explain the reason thereof: Not Applicable**

**10.11 Registrar to an issue and Share Transfer Agent:**

M/s MCS Share Transfer Agent Limited  
 201, Second Floor, Shatdal Complex, Opp. Bata Show Room;  
 Ashram Road, Ahmedabad – 380 009  
 Email: mcsahmd@gmail.com / mcsstaahmd@gmail.com | Website: www.mcsregistrars.com;  
 Tel No. +91 79 2658 0461 / 62 / 63, Fax No. +91 79 2658 1296

**10.12 Share Transfer System:**

The powers of transfer and transmission of shares of the company have been delegated to the RTA of the Company M/s MCS Share Transfer Agent Limited, Ahmedabad. The RTA within time limit prescribed under the law approves and registers the transfer lodged by the investors.

**10.13 Distribution of shareholding as on 31 March 2022:**

Shareholding of nominal value of	Number of Holder		Number of Shares	
	Nos	% of total	Nos	% of total
1 - 500	26472	57.43	4654477	1.19
501 - 1000	8535	18.51	7802104	1.98
1001 - 2000	4391	9.52	7359381	1.87
2001 - 3000	1847	4.00	4987929	1.27
3001 - 4000	843	1.83	3148191	0.80
4001 - 5000	1188	2.58	5815725	1.47
5001 - 10000	1511	3.27	12007578	3.05
10001 - 50000	1103	2.39	23648864	6.00
50001 - 100000	118	0.25	8863839	2.25
100001 and Above	103	0.22	315601112	80.12
<b>Total</b>	<b>46111</b>	<b>100.00</b>	<b>393889200</b>	<b>100.00</b>

#### 10.14 Shareholding Pattern as on 31 March 2022:

Category	No. of shares held	% of total share capital
Promoters' Holding	243825187	61.90
Public holding		
Institutions and Bodies Corporate	34039534	8.64
Individuals	97208900	24.68
HUF	6100946	1.55
Non Resident Indians	8006556	2.03
IEPF	4708077	1.20
Total	393889200	100.00

#### 10.15 Lock in Shares:

There are no shares under lock-in as on 31 March 2022.

#### 10.16 COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATION 17 TO 27 AND CLAUSES (B) TO (I) OF SUB-REGULATION (2) OF REGULATION 46 OF LISTING REGULATIONS

Particulars	Regulation Number	Compliance status (Yes/No/NA)
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	NA
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Yes

Particulars	Regulation Number	Compliance status (Yes/No/NA)
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
Details of business	46 (2) (a)	Yes
Terms and conditions of appointment of independent directors	46 (2) (b)	Yes
Composition of various committees of board of directors	46 (2) (c)	Yes
Code of conduct of board of directors and senior management personnel	46 (2) (d)	Yes
Details of establishment of vigil mechanism/ Whistle Blower policy	46 (2) (e)	Yes
Criteria of making payments to non-executive directors	46 (2) (f)	Yes
Policy on dealing with related party transactions	46 (2) (g)	Yes
Policy for determining 'material' subsidiaries	46 (2) (h)	Yes
Details of familiarization program imparted to independent directors	46 (2) (i)	Yes
email address for grievance redressal and other relevant details	46 (2) (j)	Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	46 (2) (k)	Yes
Financial results	46 (2) (l)	Yes
Shareholding pattern	46 (2) (m)	Yes
Details of agreements entered into with the media companies and/ or their associates	46 (2) (n)	NA
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analyst or institutional investors simultaneously with submission to stock exchange	46 (2) (o)	Yes
New name and the old name of the listed entity	46 (2) (p)	Yes

#### 10.17 Dematerialization of Shares and liquidity:

Trading in the Company's shares is permitted only in dematerialization form for all investors. The Company has established connectivity with CDSL and NSDL through the Registrar, M/s MCS Share Transfer Agent Limited, Ahmedabad, whereby the investors have the option to dematerialize their shares with either of the depositories. As on 31 March 2022; 98.62% of the paid up share capital has been dematerialized.

### 10.18 Share Capital Evolution:

Date of Issue/ Allotment	No. of shares Allotted	Issue Price per share (₹)	Distinctive Numbers	Type of Issue	Cumulative capital (No of shares)
26 February 1990	20	10	1 to 20	Subscribers to memorandum	20
30 March 1991	9500	10	21 to 9520	Further Allotment	9520
31 March 1992	3500	10	9521 to 13020	Further Allotment	13020
31 March 1993	18500	10	13021 to 31520	Further Allotment	31520
23 March 1994	4400	10	31521 to 35920	Further Allotment	35920
10 January 1995	1010000	15	35921 to 1045920	Further Allotment	1045920
31 March 1995	2990000	15	1045921 to 4035920	Further Allotment- Public Issue	4035920
31 March 1995	1920000	15	4035921 to 5955920	Further Allotment- Public Issue	5955920
28 April 1995	6366700	15	5955921 to 12322620	Further Allotment- Public Issue	12322620*
27 July 2010	172000000	1.20	123226201 to 295226200	Further Allotment Pursuant to scheme of amalgamation	295226200
03 January 2015	75000000	1.00	295226201 to 370226200	Further Allotment on Private Placement Basis	370226200
30 June 2016	22500000	1.00	370226200	Further Allotment upon conversion of Warrants	392726200
23 July 2016	242500	1.00	392726201 to 392968700	Allotment upon exercise of stock options by employees	392968700
16 January 2017	424000	1.00	392968701 to 393392700	Allotment upon exercise of stock options by employees	393392700
15 September 2017	496500	1.00	393392701 To 393889200	Allotment upon exercise of stock options by employees	393889200

\* Note: The above 1,23,22,620 Equity Shares of ₹ 10/- each have been sub divided into 12,32,26,200 Equity Shares of ₹ 1/- each pursuant to ordinary resolution passed at the Annual General Meeting held on 30 August 2005.

### 10.19 Outstanding GDR/ADR/Warrants or any convertible instrument, conversion date and likely impact on equity:

At the end of the year there is no such instrument pending for conversion.

### 10.20 Commodity price risk or foreign exchange risk and hedging activities:

The business of the Company is exposed to fluctuations in commodity prices, which is, by and large, managed by booking the requisite estimated quantity/quality by back-to-back booking with the manufacturers and/or suppliers, while there is no exposure of the Company involving any foreign exchange risk and therefore there are no hedging activities undertaken.

### 10.21 Plant locations:

The Company is in the business of construction activities and therefore do not have any plant or production units. However the information regarding various infrastructure and real estate projects of the Company is available on the Company's website at [www.nilainfra.com](http://www.nilainfra.com).

### 10.22 Credit Ratings:

Brickwork Ratings India Private Limited has reaffirmed credit rating of bank loan facilities amounting to ₹ 205.71 Crore.

The credit rating of Fund based long term facility amounting to ₹ 111.29 Crore has been reaffirmed as BWR BBB+ (Pronounced as BWR Triple B Plus) Outlook-Stable and the Non-fund based short term facility amounting to ₹ 94.42 Crore has been reaffirmed as BWR A2 (Pronounced as BWR A Two).

### 10.23 Address for Correspondence: All shareholder's related enquires; clarifications and correspondence should be addressed at the following address:

The Compliance Officer  
Nila Infrastructures Limited 1st Floor, "Sambhaav House", Opp: Chief Justice's Bungalow, Bodakdev, Ahmedabad-380015 Email: [secretarial@nilainfra.com](mailto:secretarial@nilainfra.com), Fax: +91 79 2687 3922; Phone: +91 79 4003 6817/18

## 11. OTHER DISCLOSURES

### 11.1 Materially Significant Related Party Transaction:

The transaction(s) entered into between the Company and its related parties are disclosed in the Notes forming part of accounts and are in compliance with the Accounting Standards relating to "Related Party Disclosures". There is no materially significant Related Party Transaction wherein Directors and Key Managerial Personnel are interested and that may have potential conflict with the interest of the Company. All material transactions with subsidiaries, associates and joint ventures are in compliance with applicable law.

### 11.2 Statutory Compliances, Penalties and Strictures:

No strictures or penalties have been imposed on the Company by the Stock Exchanges or by the Securities and Exchange Board of India (SEBI) or by any statutory authority on any matters related to capital markets during the last three years.

### 11.3 Details of non-compliance with mandatory requirements and adoption of the non-mandatory requirements:

There is no non-compliance of any mandatory requirements and adoption of the non-mandatory requirements by the Company.

### 11.4 Web link where policy for determining 'Material Subsidiaries' is disclosed:

The Company does not have any material subsidiary within the meaning of SEBI laws. The Company's policy on determining material subsidiary is placed on the Company's website at [www.nilainfra.com](http://www.nilainfra.com) under investor segment.

### 11.5 Web link where policy on dealing with related party transactions:

The Company's policy on dealing with related party transactions is placed on the Company's website at [www.nilainfra.com](http://www.nilainfra.com) under investor segment.

**11.6 Certificate from a Company Secretary in practice that none of the directors on the board of the company have been debarred or disqualified:**

A Certificate from a Company Secretary in practice has been received that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/ Ministry of Corporate Affairs or any such statutory authority. The certificate is reproduced herein after this report

**11.7 Total Fees for all services paid by the listed entity and its subsidiaries etc. whose accounts have been consolidated; on a consolidated basis to the statutory auditors for the financial year 2021-22:**

SN	Particulars	Consolidated Amount (₹)
1	Audit and Other Certification Fees	771,708

**12. DISCLOSURES IN RELATION TO THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

- a. No. of complaints filed during the financial year: Nil
- b. No. of complaints disposed of during the financial year: Nil
- c. No. of complaints pending as at end of the financial year: Nil

**13. DETAILS OF NON COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT ABOVE, WITH REASONS THEREOF SHALL BE DISCLOSED: NOT APPLICABLE**

**14. DISCLOSURE OF THE EXTENT TO WHICH THE DISCRETIONARY REQUIREMENTS AS SPECIFIED IN PART E OF SCHEDULE II OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 HAVE BEEN ADOPTED: NOT APPLICABLE**

**15. WHERE THE BOARD HAD NOT ACCEPTED ANY RECOMMENDATION OF ANY COMMITTEE OF THE BOARD WHICH IS MANDATORILY REQUIRED, IN THE RELEVANT FINANCIAL YEAR: NOT APPLICABLE**

**16. DETAILS OF UTILIZATION OF FUNDS RAISED THROUGH PREFERENTIAL ALLOTMENT OR QUALIFIED INSTITUTION PLACEMENT AS SPECIFIED UNDER REGULATION 32(7A) : NOT APPLICABLE**

**17. SECRETARIAL AUDIT FOR CAPITAL RECONCILIATION:**

As stipulated by SEBI, a Secretarial Audit is carried out by an Independent Practicing Company Secretary on quarterly basis to confirm reconciliation of the issued and listed capital, shares held in dematerialized and physical mode and the status of the register of members.

**18. SECRETARIAL AUDIT REPORT FOR COMPLIANCES:**

Secretarial Audit has been carried out by an Independent Practicing Company Secretary at the end of the financial year to ensure timely compliances of all applicable acts, laws, guidelines, rules and regulations.

## CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,  
The Members of  
**Nila Infrastructures Limited**  
1st Floor, Sambhaav House,  
Opp. Chief Justice's Bungalow,  
Bodakdev, Ahmedabad -380015

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Nila Infrastructures Limited having CIN: L45201GJ1990PLC013417 and having registered office at 1st Floor, Sambhaav House, Opp: Chief Justice's Bungalow, Bodakdev, Ahmedabad -380015. (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31 March 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	Manojbhai Bhupatbhai Vadodaria	00092053	26/02/1990
2	Kiranbhai Bhupatbhai Vadodaria	00092067	30/07/2009
3	Dilip Dahyabhai Patel	01523277	30/07/2009
4	Shyamal Shivkumar Joshi	00005766	14/08/2010
5	Foram Bhanukumar Mehta	07140346	28/03/2015
6	*Ashokkumar Ramdayalchand Bhandari	01802390	08/02/2017
7	Revant Akshay Bhatt	09197805	07/10/2021

\*Resigned with effect from 07 October 2021

Ensuring the eligibility of for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Ahmedabad  
Date: 27 May 2022

**Umesh Ved**  
**Umesh Ved & Associates**  
Company Secretaries  
FCS No.: 4411  
C.P. No.: 2924  
UDIN: F004411D000412236

## Corporate Governance Compliance Certificate

To  
The Members,  
**Nila Infrastructures Limited,**

In accordance with Chapter IV of Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, we have examined all relevant records of the Nila Infrastructures Limited relating to its compliance of condition of Corporate Governance as stipulated in said Listing Regulations for the financial year ended March 31, 2022. It is responsibility of the Company to prepare and maintain the relevant necessary record under the SEBI guidelines, Listing Agreement and other application Laws. Our responsibility is to carry out an examination on the basis of our professional judgment so as to award a reasonable assurance of the correctness and completeness of the records for the purpose of this certificate. We have obtained all the information and explanation, which to the best of our knowledge and belief were necessary for the purpose of this certificate and have been provided with such records documents certificates etc as had been required by us. We certify that from the records produced and the explanation given to us by the Company for the purpose of this certificate and to the best of our information, the Company has complied with all the mandatory requirement of the Chapter IV of Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

**Place: Ahmedabad**  
**Date: 27 May 2022**

**Umesh Ved**  
**Umesh Ved & Associates**  
**Company Secretaries**  
**FCS No.: 4411**  
**C.P. No.: 2924**  
**UDIN: F004411D000412533**

## CEO and CFO Certification

To,  
The Board of Directors  
Nila Infrastructures Limited

We, Manoj B. Vadodaria, Chairman and Managing Director and Prashant H Sarkhedi, Chief financial Officer responsible for the finance function of the Company certify that:

- (a) We have reviewed financial statements and the cash flow statement for the year ended on 31 March 2022 and that to the best of our knowledge and belief:
  - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) To the best of our knowledge and belief, no transactions entered into by the Company during the Financial Year ended on 31 March 2022 which are fraudulent, illegal or violative of the Company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the Auditors and to the Audit committee:
  - (i) There have been no significant changes in internal control over financial reporting during the year;
  - (ii) There have been no significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - (iii) There have been no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**Manoj B. Vadodaria**  
Chairman & Managing Director  
DIN: 00092053

Place: Ahmedabad  
Date: 27 May 2022

**Prashant H. Sarkhedi**  
Chief Financial Officer

# Independent Auditors' Report

To the Members of Nila Infrastructures Limited

## Report on the Audit of the Standalone Financial Statements

### Opinion

We have audited the accompanying standalone financial statements of Nila Infrastructures Limited ("the Company") having CIN L45201GJ1990PLC013417, which comprise the Balance Sheet as at 31 March 2022 the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information, which we have signed under reference to this report (hereinafter referred to as "the standalone financial statements").

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 Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2022, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

### Basis of Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's 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 financial statements.

### Emphasis of Matter

We draw your attention to the Note 34(i)(c) of the standalone financial statement that describes the search operation carried out by the Income Tax department at the Company's business premises and residential premises of the promoters and certain key employees of the Company. As the Company has not received any communication on the findings of the investigation by the Income Tax department till the date of this report, the impact of this matter on the standalone financial statements for the year ended 31 March 2022 and the adjustments (if any) required, is presently not ascertainable. Our conclusion is not modified in respect of this matter.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

#### 1) Recognition of contract revenue and margins:

Revenue from construction projects represents significant portion of the revenue from operations of the Company. We identified recognition of contract revenue and margins as a key audit matter because the estimation of the contract revenue and total cost to complete the contract is inherently subjective, complex and requires significant management judgment. The same may get subsequently changed due to change in prevailing circumstances, contract variations and changes to key assumptions and could result in significant variance in the revenue and profit or loss from a contract for the reporting period.

Refer note 3 (g) to the standalone financial statements on accounting policy for revenue recognition.

**How the matter was addressed in our audit;  
Our procedures included the following**

- Obtained an understanding of management's process for analysing long term contracts, the risk associated with the contract and any key judgments.
- Evaluating the design and implementation of relevant controls over contract revenue and cost estimation process through a combination of procedures involving inquiry, observations, and inspection of evidence.
- We selected a sample of contracts to test, using a risk based criteria which included individual contracts with:
  - significant revenue recognised during the year;
  - significant contract asset balances held at the year-end; or
  - low profit margins.
- For the sample contracts selected as above, verified underlying documents such as original contract and its amendments, key contract terms and milestones for verifying the estimation of contract revenue and costs and /or any change in such estimation.
- Evaluating retrospective results for contracts completed during the current year to ensure there is no management bias in estimated contract revenue and costs.
- Evaluated adequacy of specific key assumptions considered by management in determining contract revenue.
- Considered the adequacy of the disclosures in note 36 to the standalone financial statements.

## **2) Recoverability of carrying value of loans and investments in subsidiary, joint ventures and associate:**

The assessment of recoverable value of the Company's investment in and loans receivable from subsidiary, joint ventures and associate involves significant judgement. These include assumptions such as discount rates, future business plan, recoverability of its receivables and growth rate.

We focused on this area as a key audit matter due to judgements involved in forecasting future cash flows and the selection of assumptions.

Refer note 7 and 37 to the standalone financial statements.

**How the matter was addressed in our audit;  
Our procedures included the following**

- Tested operating effectiveness of controls over the impairment analysis performed by the management.
- Evaluated net worth and past performance of the Company to whom loans were given or investment made.
- Challenged the significant assumptions and judgements used in impairment analysis, such as forecast revenue, margins, terminal growth and discount rates.
- Evaluated adequacy of specific key assumptions considered by management in determining the recoverable value of its loans and investments.
- Performing sensitivity analysis on key assumptions including discount rates and estimated future growth.
- Evaluated accuracy of disclosure in the standalone financial statements.

### **Information Other than the Financial Statements and Auditor's Report Thereon**

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Directors' Report and Management discussion and Analysis included in Company's annual report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### **Management's Responsibility for the Standalone 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 financial statements to 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 Ind AS and accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with 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 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 standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the 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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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 standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### **Report on Other Legal and Regulatory Requirements**

1. As required by 'the Companies (Auditor's Report) Order, 2020' ("the order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the "Annexure A", 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 Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including other comprehensive income), the Standalone Cash Flow Statement and the Standalone 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 financial statements comply with the Indian 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 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2022 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 and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (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 Auditors) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its Standalone financial statements;
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
  - iii. There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Company during the year.
  - iv. (a) The Management has represented that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
  - v. The company has not proposed any dividend during the previous year and has not declared any interim dividend during the year and until the date of this report. Hence, no reporting is applicable with regards to compliance with section 123.

- (h) In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act.

**For, M B D & Co LLP**

Chartered Accountants

Firm's Registration No: 135129W/W100152

**Deval Desai**

Partner

Membership Number: 132426

UDIN: 22132426AJSKSQ2852

Place : Ahmedabad  
Date : 27 May 2022

## Annexure A

### To the Independent Auditor's Report – 31 March 2022

Referred in paragraph 1 under the heading “Report on other legal and regulatory requirements” of our report of even date to the members of Nila Infrastructures Limited on the standalone financial statements as of and for the year ended 31 March 2022

- i. (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.  
(B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The Company has a regular program of physical verification of its fixed assets by which all fixed assets are verified annually. In our opinion, this periodicity of physical verification is reasonable having regard to size of the Company and nature of its assets. In accordance with this program, fixed assets were physically verified by management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and based on the examination of the records of the company provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.
- (d) The Company has not revalued its Property, Plant and Equipment or intangible assets during the year ended 31 March 2022.
- (e) According to the information and explanations given by the management, and as stated in Note 42(b) to the standalone financial statements, the Company has not received any proceeding notice under section 24(1) of the Prohibition of Benami Property Transactions Act 1988. Accordingly, clause (i)(e) of the Order is not applicable to the Company.
- ii. (a) Physical verification of inventory has been conducted by the management at regular intervals. In our opinion, the frequency of verification is reasonable. On the basis of our examination of the inventory records, in our opinion, the Company is maintaining proper records of inventory. The discrepancies noticed on physical verification of inventory as compared to book records were not material and have been properly dealt with in the books of account.
- (b) The company has been sanctioned working capital limit in the form of term loans and overdraft facilities, however, according to information and explanation given by the management the terms and conditions of the sanctions does not specify to submit any monthly or quarterly statements of current assets of the company, hence the Company is not submitting such statements to the lending banks and financial institutions and hence clause (ii) (b) of the Order is not applicable for the year.
- iii. The company has made further investment in its joint venture entity and also granted unsecured loans to other parties including its employees.
  - (a) Details of loans provided during the year by the company is as below:

(₹ in lakhs)

Particulars	Loans
Aggregate amount granted during the year to subsidiary, joint ventures and associate (Gross)	1660.80
Aggregate amount granted during the year to Others (Gross)	112.95
Balance outstanding as at balance sheet date in respect of loans to subsidiary, joint ventures and associates (including interest receivable and IndAS 109 impact)	4213.53
Balance outstanding as at balance sheet date in respect of loan to others (including interest receivable)	130.13

According to the information and explanations given by the management, the Company has not provided any guarantees or security for loans obtained by its subsidiary, joint ventures and associate or any other parties.

- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that rate of interest and other terms and conditions of the investments made and loans granted by the Company are not, prima facie, prejudicial to the interest of Company.
- (c) According to the information and explanations given to us and based on the audit procedures conducted by us, the aforesaid loans granted by the Company and interest payable thereon are repayable as stipulated. Such repayment schedule has been prescribed for all the major loans except for four employee loans outstanding as at the balance sheet date. The borrowers have been regular in payment of principal and interest as agreed and stipulated.
- (d) There are no overdue amounts of more than 90 days in respect of aforesaid loans granted by the Company.
- (e) There were no loans or advance in the nature of loan granted to companies, firms, Limited Liability Partnership or any other parties which has fallen due during the year and has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties. However, in one case, where the loan given to the joint venture of the Company were converted into capital contribution in the Limited Liability Partnership.
- (f) The Company has granted loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to its employees. Of these following are the details of the aggregate amount of loans or advances in the nature of loans granted to promoters or related parties as defined in clause (76) of section 2 of the Companies Act, 2013:

(₹ in lakhs)

Particulars	Total	Promoters	Related Parties
Aggregate amount of loans / advances in nature of loans - Repayable on demand	0.63	--	--
Percentage of loans/ advances in nature of loans to the total loans	100%	--	--

- iv. In our opinion and according to the information and explanations given to us, the Company has not granted any loans, or provided any guarantees or security to the parties covered under Section 185 of the Act during the year. Accordingly, compliance under Section 185 of the Act is not applicable to the Company. According to the information and explanations given to us, the Company is engaged in the business of providing infrastructural facilities and accordingly the provisions of Section 186 (except subsection (1) of Section 186) of the Act are not applicable to the Company. In our opinion, and according to the information and explanations given to us, the Company has made investment referred in Section 186(1) of the Act and have complied with the provisions of Section 186 of the Act.
- v. In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposit from public as per the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, clause (v) of the Order is not applicable to the Company.
- vi. We have broadly reviewed the cost records maintained by the Company pursuant to the rules prescribed by the Central Government for the maintenance of cost records under Section 148(1) of the Act and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- vii. (a) According to the information and explanations given to us and on the basis of records of the Company examined by us, in our opinion, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Provident fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues have been generally regularly deposited during the year by the Company with the appropriate authorities, though there have been slight delays in a few cases, especially in case of goods and service tax. As explained to us, the Company did not have any dues on account of Wealth Tax, Sales tax, Service tax, Duty of Customs, Duty of excise and Value added tax during the year.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, professional tax, employees' state insurance, income tax, Goods and service tax, cess and other statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

- (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, goods and service tax and cess as at the balance sheet date, which have not been deposited on account of any dispute except as stated below.

(₹ in lakhs)

Name of the statute	Nature of the dues	Amt. not deposited	FY to which the amt. relates	Forum where dispute is Pending
Income Tax Act, 1961	Income tax	0.81	1999-00	Assessing Officer
Income Tax Act, 1961	Income tax	0.43	2001-02	Assessing Officer
Income Tax Act, 1961	Income tax	2.18	2006-07	Assessing Officer
Income Tax Act, 1961	Income tax	2.22	2008-09	Assessing Officer
Income Tax Act, 1961	Income tax	0.64	2014-15	Central Processing Centre (CPC)
Income Tax Act, 1961	Income tax	62.22	2014-15	Central Processing Centre (CPC)
Income Tax Act, 1961	Income tax	100.98	2015-16	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income tax	116.07	2015-16	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income tax	124.08	2016-17	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income tax	82.63	2016-17	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income tax	11.23	2017-18	Commissioner of Income Tax (Appeals)

- viii. According to the information and explanations given to us, the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause (viii) of the Order is not applicable to the Company
- ix. (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans and borrowings to financial institutions or banks. The Company did not have any dues to government and debenture holders during the year.
- (b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) In our opinion and according to the information and explanations given to us, the term loans taken by the Company were applied for the purpose for which they were raised.
- (d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been observed to have been used for long-term purposes by the Company.
- (e) According to the information and explanations given to us, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary, joint ventures or associate.

- (f) According to the information and explanations given to us, The Company has not raised loans during the year on the pledge of securities held in its subsidiary, joint ventures or associate. Hence, the requirement to report on clause (ix)(f) of the Order is not applicable to the Company.
- x. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Hence, the requirement to report on clause (x)(a) of the Order is not applicable to the Company.
- (b) The Company has not made any preferential allotment or private placement of shares / fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause (x)(b) of the Order is not applicable to the Company.
- xi. (a) 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 fraud by the company or any fraud on the company by its officers or employees has been noticed or reported during the year nor have we been informed of any such case by the Management.
- (b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by auditors in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company as prescribed under Section 406 of the Act. Accordingly, clause (xii) of the Order is not applicable to the Company.
- xiii. 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 Sections 177 and 188 of the Act wherever applicable. The details of such related party transactions have been disclosed in the standalone financial statements as required by the applicable Indian Accounting Standards.
- xiv. (a) The Company has an internal audit system commensurate with the size and nature of its business.
- (b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- xv. According to the information and explanations given to us and based on the records of the Company examined by us, the company has not entered into any non-cash transactions with directors or any person connected with the directors. Accordingly, clause (xv) of the Order is not applicable to the Company.
- xvi. (a) In our opinion and according to the information and explanations given to us, the company is not required to be registered under sections 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause (xvi) (a) of the Order is not applicable.
- (b) In our opinion and according to the information and explanations given to us, the company has not conducted any Non-Banking Financial or Housing Finance activities.
- (c) In our opinion and according to the information and explanations given to us, the company is not a Core Investing Company (CIC) as defined in the regulations made by the Reserve Bank of India.
- (d) Based on the written representation provided to us by the management, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause (xvi) (d) of the Order is not applicable.

- xvii. The company has not incurred cash losses in the current or immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause (xviii) of the Order is not applicable to the Company.
- xix. On the basis of the financial ratios disclosed in Note 39 to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 25 to the financial statements.
- (b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of provision of sub section (6) of section 135 of Companies Act. This matter has been disclosed in note 25 to the financial statements.
- xxi. The reporting under Clause (xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said clause has been included in this report.

**For, M B D & Co LLP**  
Chartered Accountants  
Firm's Registration No: 135129W/W100152

**Deval Desai**  
Partner  
Membership Number: 132426  
UDIN: 22132426AJSKSQ2852

Place : Ahmedabad  
Date : 27 May 2022

## Annexure B

To the Independent Auditor's Report – 31 March 2022

Referred to in Annexure referred to in paragraph 2 (f) under the heading "Report on other legal and regulatory requirements" of our report of even date to the members of Nila Infrastructures Limited on the standalone financial statements as of and for the year ended 31 March 2022

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

### Opinion

We have audited the internal financial controls with reference to standalone financial statements of Nila Infrastructures Limited ("the Company") as of 31 March 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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 2022, 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 ("the Guidance Note").

### 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 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 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 and the Standards on Auditing 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 were 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 judgement, including the assessment of the risks of material misstatement of the standalone 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 detail, accurately

and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls 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.

**For, M B D & Co LLP**  
Chartered Accountants  
Firm's Registration No: 135129W/W100152

**Deval Desai**  
Partner  
Membership Number: 132426  
UDIN: 22132426AJSKSQ2852

Place : Ahmedabad  
Date : 27 May 2022

# Standalone Balance Sheet

as at 31 March 2022

(₹ in lakhs)

Particulars	Note	As at 31 March 2022	As at 31 March 2021
<b>ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, plant and equipment	4	439.55	559.23
(b) Investment properties	5	3,181.27	3,261.64
(c) Intangible assets	6	1.99	0.95
<b>(d) Financial assets</b>			
(i) Investments	7	8,516.28	1,794.10
(ii) Loans	8	4,223.98	7,800.99
(iii) Other non-current financial assets	9	1,851.48	1,384.00
(e) Income tax assets (net)	11	333.80	129.00
(f) Other non-current non-financial assets	10	10.37	392.06
<b>Total non-current assets</b>		<b>18,558.72</b>	<b>15,321.97</b>
<b>Current assets</b>			
(a) Inventories	12	3,343.51	2,890.24
<b>(b) Financial assets</b>			
(i) Trade receivables	13	6,284.01	6,503.79
(ii) Cash and cash equivalents	14	29.38	1,309.38
(iii) Bank balances other than (ii) above	14	39.96	584.49
(iv) Loans	8	119.68	15.00
(v) Other current financial assets	9	3.88	10.34
(c) Other current non-financial assets	10	12,544.85	9,898.99
<b>Total current assets</b>		<b>22,365.27</b>	<b>21,212.23</b>
<b>Total assets</b>		<b>40,923.99</b>	<b>36,534.20</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	15	3,938.89	3,938.89
(b) Other equity	16	10,710.52	10,452.08
<b>Total equity</b>		<b>14,649.41</b>	<b>14,390.97</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
<b>(a) Financial liabilities</b>			
(i) Borrowings	17	8,751.75	11,560.76
<b>(ii) Trade payable</b>			
(iia) Due to micro and small enterprises	21	-	-
(iib) Due to others	21	-	-
(iii) Other non-current financial liabilities	18	110.60	93.41
(b) Provisions	19	70.00	90.03
(c) Deferred tax liabilities (net)	20	887.89	755.52
<b>Total non-current liabilities</b>		<b>9,820.24</b>	<b>12,499.72</b>
<b>Current liabilities</b>			
<b>(a) Financial liabilities</b>			
(i) Borrowings	17	2,069.34	2,932.13
<b>(ii) Trade payables</b>			
(iia) Due to micro and small enterprises	21	-	83.18
(iib) Due to others	21	3,171.45	4,761.06
(iii) Other current financial liabilities	18	94.58	187.22
(b) Other current non-financial liabilities	22	11,021.16	1,588.40
(c) Provisions	19	97.81	91.52
<b>Total current liabilities</b>		<b>16,454.34</b>	<b>9,643.51</b>
<b>Total liabilities</b>		<b>26,274.58</b>	<b>22,143.23</b>
<b>Total equity and liabilities</b>		<b>40,923.99</b>	<b>36,534.20</b>

The accompanying notes 1 to 44 form an integral part of these standalone financial statements.

As per our report of even date attached

For M B D & Co LLP

Chartered Accountants

Firm's Registration No: 135129W/W100152

Deval Desai

Partner

Membership No: 132426

Place : Ahmedabad

Date : 27 May 2022

For and on behalf of the Board of Directors of

Nila Infrastructures Limited

CIN No. : L45201GJ1990PLC013417

Manoj B. Vadodaria

Managing Director

DIN : 00092053

Prashant H. Sarkhedi

Chief Financial Officer

Place : Ahmedabad

Date : 27 May 2022

Kiran B. Vadodaria

Director

DIN : 00092067

Dipen Y. Parikh

Company Secretary

Membership no: A24031

Place : Ahmedabad

Date : 27 May 2022

## Standalone Statement of Profit and Loss

for the year ended 31 March 2022

(₹ in lakhs)

Particulars	Note	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>Income</b>			
Revenue from operations	23	9,334.60	10,112.39
Other income	24	1,278.71	998.83
<b>Total income</b>		<b>10,613.31</b>	<b>11,111.22</b>
<b>Expenses</b>			
Cost of material consumed and project expenses	25	8,403.18	8,730.18
Changes in inventories of construction material, land and work in progress	26	(453.27)	(119.45)
Employee benefits expenses	27	337.53	318.62
Finance costs	28	1,479.43	1,608.53
Depreciation and amortisation expense	4,5 & 6	186.63	178.14
Other expenses	29	294.96	277.72
<b>Total expenses</b>		<b>10,248.46</b>	<b>10,993.74</b>
<b>Profit before tax</b>		<b>364.85</b>	<b>117.48</b>
Tax expense:			
- Current tax	20	(16.04)	158.83
- Deferred tax charge/(credit) (net)	20	129.87	(90.54)
<b>Total tax expenses</b>		<b>113.83</b>	<b>68.29</b>
<b>Profit for the year</b>		<b>251.02</b>	<b>49.19</b>
<b>Other comprehensive income</b>			
<b>Items that will not be reclassified subsequently to profit or loss</b>			
Remeasurement of post-employment benefit obligation	16	9.92	12.55
Income tax relating to these items	16	(2.50)	(3.16)
<b>Other comprehensive income for the year, net of tax</b>		<b>7.42</b>	<b>9.39</b>
<b>Total comprehensive income for the year</b>		<b>258.44</b>	<b>58.58</b>
Earnings per equity share (Face value ₹ 1 per share)			
Basic	30	0.06	0.01
Diluted	30	0.06	0.01

The accompanying notes 1 to 44 form an integral part of these standalone financial statements.

As per our report of even date attached

**For M B D & Co LLP**

Chartered Accountants

Firm's Registration No: 135129W/W100152

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

**Nila Infrastructures Limited**

CIN No. : L45201GJ1990PLC013417

**Deval Desai**

Partner

Membership No: 132426

**Manoj B. Vadodaria**

Managing Director

DIN : 00092053

**Kiran B. Vadodaria**

Director

DIN : 00092067

**Prashant H. Sarkhedi**

Chief Financial Officer

**Dipen Y. Parikh**

Company Secretary

Membership no: A24031

Place : Ahmedabad

Date : 27 May 2022

Place : Ahmedabad

Date : 27 May 2022

Place : Ahmedabad

Date : 27 May 2022

## Standalone Statement of Changes in Equity

for the year ended 31 March 2022

### Equity share capital

(₹ in lakhs)

Particulars	Note	Amount
Balance as at 1 April 2020		3,938.89
Changes during the year		-
Balance as at 31 March 2021		3,938.89
Changes during the year		-
Balance as at 31 March 2022	15	3,938.89

### Other Equity

(₹ in lakhs)

Particulars	Note	Reserves and Surplus			Total
		Retained earnings	General reserve	Securities premium	
Balance as at 1 April 2020		9,835.02	524.77	33.71	10,393.50
<b>Total comprehensive income for the year ended 31 March 2021</b>					
Profit for the year		49.19	-	-	49.19
<b>Items of other comprehensive income</b>					
Remeasurement of post-employment benefit obligation (net of tax)	16	9.39	-	-	9.39
Balance as at 31 March 2021		9,893.60	524.77	33.71	10,452.08
<b>Total comprehensive income for the year ended 31 March 2022</b>					
Profit for the year		251.02	-	-	251.02
<b>Items of other comprehensive income</b>					
Remeasurement of post-employment benefit obligation (net of tax)	16	7.42	-	-	7.42
Balance as at 31 March 2022		10,152.04	524.77	33.71	10,710.52

**Nature and purpose of reserves:**

**General Reserve** - The General Reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the General Reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve is not reclassified subsequently to the Statement of Profit and Loss.

**Equity Security Premium** - Securities premium reserve is used to record the premium on issue of equity shares. The reserve is utilised in accordance with the provisions of the Act.

The accompanying notes 1 to 44 form an integral part of these standalone financial statements.

As per our report of even date attached

**For M B D & Co LLP**  
Chartered Accountants  
Firm's Registration No: 135129W/W100152

**For and on behalf of the Board of Directors of  
Nila Infrastructures Limited**  
CIN No. : L45201GJ1990PLC013417

**Deval Desai**  
Partner  
Membership No: 132426

**Manoj B. Vadodaria**  
Managing Director  
DIN : 00092053

**Kiran B. Vadodaria**  
Director  
DIN : 00092067

**Prashant H. Sarkhedi**  
Chief Financial Officer

**Dipen Y. Parikh**  
Company Secretary  
Membership no: A24031

Place : Ahmedabad  
Date : 27 May 2022

Place : Ahmedabad  
Date : 27 May 2022

Place : Ahmedabad  
Date : 27 May 2022

## Standalone Statement of Cash Flow

for the year ended 31 March 2022

(₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>Cash flow from operating activities</b>		
Profit before tax	364.85	117.48
<b>Adjustments for:</b>		
Depreciation and amortisation expense	186.63	178.14
Finance cost	1,479.43	1,608.53
Liabilities no longer required written back	(160.14)	(86.93)
Provision for defect liability expense	15.18	15.54
Loss on sale of property, plant and equipments and asset discarded	24.16	1.88
Interest income	(1,086.11)	(874.91)
Provision for loss allowance on trade receivables	(11.55)	(71.37)
Share of (profit)/loss from LLP	41.26	94.13
<b>Operating profit before working capital changes</b>	<b>853.71</b>	<b>982.49</b>
<b>Changes in working capital adjustments</b>		
(Increase) in security deposit given	24.75	54.38
(Increase)/decrease in trade receivables	231.33	400.20
(Increase)/decrease in other financial assets	(31.78)	284.85
(Increase)/decrease in other assets (current and non-current)	(2,639.17)	368.83
(Increase)/decrease in inventories	(453.27)	1,378.93
Increase/(decrease) in trade payables	(1,512.65)	300.46
Increase/(decrease) in other financial liabilities	0.62	71.23
Increase/(decrease) in other current liabilities	9,432.76	(1,196.07)
Increase/(decrease) in provisions	(19.00)	3.74
<b>Cash generated from / (used in) operations</b>	<b>5,887.30</b>	<b>2,649.04</b>
Less: Income taxes paid (net)	(188.76)	(203.17)
<b>Net cash flow generated from/ (used in) operating activities [A]</b>	<b>5,698.54</b>	<b>2,445.87</b>
<b>Cash flow from investing activities</b>		
Purchase of property, plant and equipments	(33.56)	(0.75)
Purchase of investment	(2,145.58)	-
Sale of investment	0.15	-
Purchase of investment properties	-	(2,066.41)
Loans (given) to related parties (net)	(982.18)	(1,337.61)
Loans (given)/repaid by others (net)	(115.13)	101.67
Proceeds from sale of / receipt back of advances for property, plant and equipments	398.80	6.05
Purchase of intangible assets	(2.02)	(0.50)
Proceeds from / (investments in) bank deposits (net)	72.83	242.87
Interest income	978.37	863.67
<b>Net cash flow generated from / (used in) investing activities [B]</b>	<b>(1,828.32)</b>	<b>(2,191.01)</b>
<b>Cash flow from financing activities</b>		
Proceeds/(repayment) of short term borrowings (net)	(608.07)	0.30
Proceeds from short term borrowings	-	69.68
(Repayment) of long term borrowings	(3,431.68)	(96.04)
Proceeds from long term borrowings	367.95	2,614.82
Finance costs paid	(1,478.42)	(1,600.28)
<b>Net cash flow generated from/ (used in) financing activities [C]</b>	<b>(5,150.22)</b>	<b>988.48</b>
<b>Net changes in cash and cash equivalents (A+B+C)</b>	<b>(1,280.00)</b>	<b>1,243.34</b>
<b>Cash and cash equivalents at beginning of the year (see note 2)</b>	<b>1,309.38</b>	<b>66.04</b>
<b>Cash and cash equivalents at end of the year (see note 2)</b>	<b>29.38</b>	<b>1,309.38</b>

**Notes:**

- 1 The above statement of Cash Flows has been prepared under "Indirect method" as set out in the Indian Accounting Standard (Ind AS - 7) "Statement of Cash Flows".
- 2 Reconciliation of cash and cash equivalents as per the Standalone Statement of Cash Flows.

Cash and cash equivalents as per above comprise of the following:

(₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Cash on hand	5.35	1.97
Balance with banks	24.03	1,307.41
<b>Total</b>	<b>29.38</b>	<b>1,309.38</b>

- 3 Changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes:

**Reconciliation of liabilities arising from financing activities**

(₹ in lakhs)

Particulars	As at 1 April 2021	Changes as per standalone statement of cash flow	Non cash changes	As at 31 March 2022
Borrowings (long term borrowings, short term borrowings & current maturities of long term borrowings)	14,492.89	(3,671.80)	-	10,821.09

Particulars	As at 1 April 2020	Changes as per standalone statement of cash flow	Non cash changes	As at 31 March 2021
Borrowings (long term borrowings, short term borrowings & current maturities of long term borrowings)	11,904.13	2,588.76	-	14,492.89

As per our report of even date attached

**For M B D & Co LLP**  
Chartered Accountants  
Firm's Registration No: 135129W/W100152

**For and on behalf of the Board of Directors of  
Nila Infrastructures Limited**  
CIN No. : L45201GJ1990PLC013417

**Deval Desai**  
Partner  
Membership No: 132426

**Manoj B. Vadodaria**  
Managing Director  
DIN : 00092053

**Kiran B. Vadodaria**  
Director  
DIN : 00092067

**Prashant H. Sarkhedi**  
Chief Financial Officer

**Dipen Y. Parikh**  
Company Secretary  
Membership no: A24031

Place : Ahmedabad  
Date : 27 May 2022

Place : Ahmedabad  
Date : 27 May 2022

Place : Ahmedabad  
Date : 27 May 2022

# Notes forming part of the standalone financial statements

for the year ended 31 March 2022

## 1. Corporate Information

Nila Infrastructures Limited is a Company based in Ahmedabad, Gujarat with its Registered Office situated at 1st Floor, Sambhav House, Opp. Chief Justice Bungalow, Bodakdev, Ahmedabad - 380015. Nila Infrastructures Limited is a public company incorporated on 26 February 1990 and listed on BSE (Bombay Stock Exchange of India Limited) and NSE (National Stock Exchange of India Limited). The Company is involved in the construction as well as development of infrastructures projects.

## 2. Basis of preparation and measurement

### 2.1. Statement of compliance

These standalone financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 (the 'Act') and other relevant provisions of the Act.

The standalone financial statements for the year ended 31 March 2022 have been reviewed by audit committee and subsequently approved by Board of Directors at its meetings held on 27 May 2022.

Details of the Company's significant accounting policies are included in note 3.

### 2.2. Functional and presentation currency

These standalone financial statements are presented in Indian Rupees (₹), which is also the Company's functional currency. All the amounts have been rounded-off to the nearest lakhs, unless otherwise stated.

### 2.3. Basis of Measurement

The standalone financial statements have been prepared on the historical cost basis except for the following items:

Items	Measurement basis
Net defined benefit plans	Fair value of plan assets less present value of defined benefit obligation using key actuarial assumptions
Land and transferable development rights Receivables	Fair value of land and transferable development rights using applicable market inputs

### 2.4. Use of estimates and judgements

In preparing this standalone financial statement, management has made judgements, 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 assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognized prospectively.

Information about critical judgements in applying accounting policies, as well as estimates and the assumptions that have most significant effect to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes:

- Note 3(g) – Evaluation of percentage completion for the purpose of revenue recognition
- Note 3(d) - Identification of the building & furniture & fixtures as an investment property
- Note 3(b) – Useful life used for the purpose of depreciation on property, plant and equipment and investment properties and amortisation of intangible assets
- Note 3(e), (i) – Impairment of financial and non-financial assets
- Note 3(q) - Lease classification

Note 3(f) – Recognition and measurement of defined benefit obligations, key actuarial assumptions  
Note 3(i) – Fair value measurement of financial instruments  
Note 3(j) – Current / deferred tax expense and recognition and evaluation of recoverability of deferred tax assets  
Note 3(l) – Provisions and contingencies

## 2.5. Measurement of fair values

The Company's accounting policies and disclosures requires the measurement of fair values for financial instruments.

The Company has established control framework with respect to the measurement of fair values. The management regularly reviews significant unobservable inputs and valuation adjustments.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

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

**Level 2:** inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

**Level 3:** inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entity in the same level of fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognizes transfers between the levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in the following notes:

Note 5 – Investment property  
Note 37 – Financial instruments

## 3. Significant Accounting Policies

### a) Operating Cycle

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III of the Companies Act, 2013. Operating cycle for project related assets and liabilities is the time start of the project to their realization in cash or cash equivalents. Operating cycle for all other assets and liabilities has been considered as twelve months.

### b) Property, plant and equipment

#### Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalized borrowing costs, less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognized in Statement of Profit and Loss.

#### **Subsequent measurement**

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

#### **Depreciation**

Depreciation is being provided on a pro-rata basis on the 'Straight Line Method' over the estimated useful lives of the assets as prescribed under Part C of Schedule II to the Companies Act, 2013. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate. Advances given towards acquisition of property, plant and equipment outstanding at each Balance Sheet date are disclosed as other non-current assets.

#### **Derecognition**

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The consequential gain or loss is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognized in the Statement of Profit and Loss.

### **c) Intangible assets and amortisation**

Intangible assets are carried at cost less accumulated amortization and impairment losses, if any. The cost of an intangible asset comprises of its purchase price, including any import duties and other taxes (other than those subsequently recoverable from the taxing authorities), and any directly attributable expenditure on making the asset ready for its intended use.

#### **Subsequent Expenditure**

Subsequent expenditure is capitalized only when it increases the future economic benefits associated with the expenditure will flow to the Company. All other expenditure is recognized in the Statement of Profit and Loss as incurred

#### **Amortisation**

Intangible assets are amortized on a straight - line basis (pro-rata from the date of additions) over estimated useful life up to five years.

#### **Derecognition**

The carrying amount of an intangible asset is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from derecognition of an intangible assets are measured as the difference between the net disposal proceeds and the carrying amount of intangible assets and is recognized in the Statement of Profit and Loss.

**d) Investment Property**

Investment property is property held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes.

**Recognition and measurement**

Upon initial recognition, an investment property is measured at cost. Subsequent to initial recognition, investment property is measured at cost less accumulated depreciation and accumulated impairment losses, if any.

**Depreciation**

Depreciation is being provided on a pro-rata basis on the 'Straight Line Method' over the estimated useful lives of the assets as prescribed under Part C of Schedule II to the Companies Act, 2013. The residual values, useful lives and methods of depreciation of investment properties equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

**Fair value disclosure**

The fair values of investment property is disclosed in the notes. Fair value is determined by an independent valuer who holds a recognized and relevant professional qualification and has recent experience in the location and category of the investment property being valued.

Any gain or loss on disposal of an investment property is recognized in Statement of Profit and Loss.

**e) Impairment of non-financial assets**

Non-financial assets of the Company, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, 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 CGU (or the asset).

An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognized in the Statement of Profit and Loss. Impairment loss recognized in respect of a CGU is allocated to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

**f) Employee benefits**

**Short term employee benefits**

Short term employee benefit obligations are measured on an undiscounted expenses and are expensed as the related services are provided. A liability is recognized for the amount expected to be paid, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

### **Defined contribution plans**

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Company makes specified monthly contributions towards government administered schemes. Obligations for contributions to defined contribution plans are recognized as an employee benefit expense in the Statement of Profit and Loss in the periods during which the services are rendered by the employees.

### **Defined benefit plans**

A defined benefit plan is a post-employment benefit plan other than defined contribution plan. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligations is performed periodically by an independent qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognized asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Remeasurement of the net defined benefit liability, which comprise actuarial gains and losses and the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognized immediately in other comprehensive income (OCI). Net interest expense (income) on the net defined liability (assets) is computed by applying the discount rate, used to measure the net defined liability (asset). Net interest expense and other expenses related to defined benefit plans are recognized in Statement of Profit and Loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognized immediately in Statement of Profit and Loss. The Company recognizes gains and losses on the settlement of a defined benefit plan when the settlement occurs.

### **Other long-term employee benefits**

The Company's net obligation in respect of long-term employee benefits other than post-employment benefits is the amount of future benefits that employees have earned in return for their service in the current and prior periods; that benefits is discounted to determine its present value, and the fair value of any related assets is deducted. The obligation is measured on the basis of an annual independent actuarial valuation using the projected unit credit method.

Remeasurement gains or losses are recognized in the Statement of Profit and Loss in the period in which they arise.

## **g) Revenue recognition**

### **(i) Construction and infrastructure contracts**

Performance obligations with reference to construction and infrastructure contracts are satisfied over the period of time, and accordingly, revenue from such contracts is recognized based on progress of performance determined using input method with reference to the cost incurred on contract and their estimated total contract costs. Revenue is adjusted towards liquidated damages, time value of money and price variations/escalation, wherever, applicable. Variation in contract work and other claims are included when it is highly probable that significant reversal will not occur and it can be measured reliably and it is agreed with customers.

Estimates of revenue and costs are reviewed periodically and revised, wherever circumstances change, resulting increases or decreases in revenue determination, is recognized in the period in which estimates are revised.

The Company evaluates whether each contract consists of a single performance obligation or multiple performance obligations. Where the Company enters into multiple contracts with the same customer, the Company evaluates whether the contract is to be combined or not by evaluating various factors as prescribed in the standard.

#### **(ii) Land and transferrable development rights**

Revenue from contracts for sale of land and transferrable development rights is recognised at a point in time when control is transferred to the customer and it is probable that consideration will be collected. This is usually deemed to be legal completion as this is the point at which the Company has an enforceable right to payment. Revenue from sale of land and transferrable development rights is measured at the transaction price specified in the contract with the customer.

##### **Contract balances**

##### **Contract assets**

A contract asset is the right to consideration in exchange for goods or services transferred to the customer e.g. unbilled revenue. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset i.e. unbilled revenue is recognised for the earned consideration that is conditional.

##### **Trade receivables**

A receivable represents the Company's right to an amount of consideration that is unconditional i.e. only the passage of time is required before payment of consideration is due.

##### **Contract liabilities**

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. Contract liabilities are recognised as revenue when the Company performs under the contract.

#### **(iii) Lease rental income**

Lease income from operating leases shall be recognised in income on a straight line basis over the lease term, unless another systematic basis is more representative of the time pattern in which use benefit derived from the leased asset is diminished. Income from leasing of commercial complex is recognised on an accrual basis in accordance with lease agreements. Refer note 3(q) for accounting policy on leases.

#### **h) Other income**

Interest income from financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts the estimated future cash receipts through the expected life of the financial asset to the asset's net carrying amount on initial recognition.

Dividend income and share of profit in LLP is recognized when the right to receive the same is established, it is probable that the economic benefits associated with the dividend will flow to the Company and amount can be measured reliably.

## **i) Financial instrument**

### **Financial assets**

#### **Classification**

The Company classifies financial assets as subsequently measured at amortized cost, fair value through other comprehensive income or fair value through profit and loss on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial assets.

#### **Initial recognition and measurement**

On initial recognition, a financial asset is recognized at fair value, in case of financial assets which are recognized at fair value through the Statement of Profit and Loss (FVTPL), its transaction cost are recognized in the Statement of Profit and Loss. In other case, the transaction costs are attributed to the acquisition value of the financial asset.

#### **Subsequent measurement and gains and losses**

Financial assets are subsequently classified as measured at

- **Financial assets at amortized cost:** These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment is recognized in the Statement of Profit and Loss. Any gain or loss on derecognition is recognized in the Statement of Profit and Loss.
- **Fair value through profit and loss (FVTPL):** These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in the Statement of Profit and Loss.
- **Fair value through other comprehensive income (FVOCI):** These assets are subsequently measured at fair value. Dividends are recognized as income in the Statement of Profit and Loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains or losses are recognized in OCI and are not reclassified to the Statement of Profit and Loss.

Financial assets are not reclassified subsequent to their recognition, except if and in the period the Company changes its business model for managing financial assets.

#### **Trade receivables and loans**

Trade receivables and loans are initially recognized at fair value when they are originated. Subsequently, these assets are held at amortized cost, using the effective interest rate (EIR) method net of any expected credit losses. The EIR is the rate that discounts estimated future cash income through the expected life of financial instrument.

#### **Equity instrument**

All investments in equity instruments classified under financial assets are initially measured at fair value, the Company may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL. The Company makes such election on an instrument-by-instrument basis. Fair value changes on an equity instrument is recognized as other income in the Statement of Profit and Loss unless the Company has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognized in OCI.

Amounts recognized in OCI are not subsequently reclassified to the Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognized as 'other income' in the Statement of Profit and Loss.

#### **Derecognition**

A financial asset (or, where applicable, a part of the financial asset) is primarily derecognized when:

- a) The right to receive cash flows from the asset have expired; or
- b) The Company has transferred substantially all the risks and rewards of the asset; or
- c) The Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Expected credit losses are recognized for all financial assets subsequent to initial recognition other than financial assets in FVTPL category. For financial assets other than trade receivables, as per Ind AS 109, the Company recognizes 12 month expected credit losses for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. The expected credit losses are measured as lifetime expected credit losses if the credit risk on financial asset increases significantly since its initial recognition. The Company's trade receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to life time expected losses i.e. expected cash shortfall. The impairment losses and reversals are recognized in Statement of Profit and Loss.

#### **Financial liabilities**

##### **Initial recognition and measurement**

Financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortized cost unless at initial recognition, they are classified as fair value through profit and loss. In case of trade payables, they are initially recognized at fair value and subsequently, these liabilities are held at amortized cost, using the effective interest method.

##### **Subsequent measurement**

Financial liabilities are subsequently measured at amortized cost using the EIR method. Financial liabilities carried at fair value through Statement of Profit and Loss are measured at fair value with all changes in fair value recognized in the Statement of Profit and Loss.

##### **Derecognition**

A financial liability is derecognized when the obligation specified in the contract is discharged, cancelled or expires.

##### **Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet date if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle them on net basis or to realize the assets and settle the liabilities simultaneously.

#### **j) Income taxes**

Income tax comprises of current and deferred tax. It is recognized in the Statement of Profit and Loss except to the extent that it relates to an item recognized directly in equity or in OCI.

### **Current tax**

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes.

It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date. Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

### **Deferred tax**

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognized in respect of carried forward tax losses and tax credits. Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used.

## **k) Inventories**

Inventory comprises of land, project inventories and work in progress in case of construction and development of infrastructure projects. Inventories comprising of land is valued at lower of cost or net realizable value. Cost includes cost of land, borrowing cost and other related overhead as the case may be.

### **Project inventories**

Inventories of project materials are valued at cost or net realizable value whichever is less. Cost is arrived at on weighted average method (WAM) basis.

### **Work-in-progress**

Construction and development of Infrastructure project:

Cost incurred for the contract that relate to future activity of the contract, such contract cost are recognized as an asset provided it is probable that they will be recovered. Such costs represent an amount due from the customer and are often classified as Contract work in progress which is valued at cost or net realizable value whichever is less.

## **l) Provisions and contingencies**

A provision is recognized if, as a result of past events, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

Contingent liabilities are disclosed in the Notes to the Standalone Financial Statements. Contingent liabilities are disclosed for:

- i. possible obligations which will be confirmed only by future events not wholly within the control of the Company, or

- ii. present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

**m) Borrowing Cost**

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings to the extent they are regarded as an adjustment to the interest cost. Investment income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

Borrowing costs, if any, directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized, if any. All other borrowing costs are expensed in the period in which they occur.

**n) Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company. For the disclosure on reportable segments see Note 33.

**o) Cash and cash equivalents**

Cash and Cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances, demand deposits with banks where the original maturity is three months or less and other short term highly liquid.

**p) Investments in subsidiaries, joint venture and associates**

The Company has elected to recognise its investments in subsidiary and associate and joint venture companies at cost in accordance with the option available in Ind AS 27, Separate Financial Statements.

**q) Leases**

Effective 1 April 2019, the Company has adopted Ind AS 116 Leases which introduces single accounting model and requires a lessee to recognise assets and liabilities for all leases subject to recognition exemptions. The Company adopted Ind AS 116 Leases using modified retrospective approach and practical expedients.

At the inception of a contract, the Company assesses whether a contract is or contains, a lease. A contract is, or contains a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange of consideration. To assess whether a contract conveys the right to control the use of an asset the Company assesses whether:

- The contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capability of a physical distinct asset. If the supplier has a substantive substitution right, then the asset is not identified.
- The Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- The Company has the right to direct the use of the asset. The Company has this right when it has the decision making rights that are most relevant to changing how and for what purpose the asset is used.

## **As a Lessee**

### **Right of use Asset**

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. At the commencement date, a lessee shall measure the right-of-use asset at cost which comprises initial measurement of the lease liability, any lease payments made at or before the commencement date, less any lease incentives received, any initial direct costs incurred by the lessee; and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

### **Lease Liability**

At the commencement date, a lessee shall measure the lease liability at the present value of the lease payments that are not paid at that date. The lease payments shall be discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the lessee shall use the lessee's incremental borrowing rate.

### **Short-term lease and leases of low-value assets**

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of less than 12 months or less and leases of low-value assets, including IT Equipment. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

The election for short-term leases shall be made by class of underlying asset to which the right of use relates. A class of underlying asset is a grouping of underlying assets of a similar nature and use in Company's operations. The election for leases for which the underlying asset is of low value can be made on a lease-by-lease basis.

## **r) Earnings per share**

Basic earnings per share is computed by dividing the net profit for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year and for all the years presented is adjusted for events such as bonus shares, other than conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

## **s) Foreign currency transactions**

Transactions in foreign currencies are translated into the respective functional currencies of the Company at the exchange rates as at the date of transaction or at an average rate if the average rate approximates the actual rate at the date of transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of transaction. Exchange differences are recognized in the Statement of Profit and Loss.

**t) Recent accounting pronouncement**

New Accounting standards, amendments and interpretations adopted by the Company effective from 1 April 2022:

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On 23 March 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, applicable from 1 April 2022, as below:

**Ind AS 16 – Proceeds before intended use**

The amendments mainly prohibit an entity from deducting from the cost of property, and equipment amounts received from selling items produced while the company is preparing the asset for its intended use. Instead, an entity will recognise such sales proceeds and related cost in profit or loss. The Company does not expect the amendments to have any impact in its recognition of its property, plant and equipment in its financial statements.

**Ind AS 37 - Provisions, Contingent Liabilities and Contingent Assets**

The amendments specify that that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts. The amendment is essentially a clarification and the Company does not expect the amendment to have any significant impact in its financial statements.

**Note 4**  
**Property, plant and equipment**

Particulars	Gross block			Depreciation			Net block	
	As at 1 April 2021	Additions	Disposal	As at 31 March 2022	For the year	Disposal	As at 31 March 2022	As at 31 March 2022
Freehold land	10.73	-	-	10.73	-	-	-	10.73
Building	128.68	-	-	128.68	2.27	-	12.36	116.32
Plant and machinery	185.74	-	29.12	156.62	15.46	12.14	68.09	88.53
Furniture and fixtures	63.96	-	19.03	44.93	4.71	18.08	32.75	12.18
Computer equipment	6.53	0.78	2.50	4.81	1.30	2.32	2.60	2.21
Vehicles	606.41	32.58	85.97	553.02	76.55	59.89	347.81	205.21
Electrification	4.34	-	-	4.34	0.38	-	4.15	0.19
Office equipments	26.86	0.20	17.36	9.70	4.65	13.63	5.52	4.18
<b>Total</b>	<b>1,033.25</b>	<b>33.56</b>	<b>153.98</b>	<b>912.83</b>	<b>105.32</b>	<b>106.06</b>	<b>473.28</b>	<b>439.55</b>

Particulars	Gross block			Depreciation			Net block	
	As at 1 April 2020	Additions	Disposal	As at 31 March 2021	For the year	Disposal	As at 31 March 2021	As at 31 March 2021
Freehold land	10.73	-	-	10.73	-	-	-	10.73
Building	128.68	-	-	128.68	2.27	-	10.09	118.59
Plant and machinery	185.83	-	0.09	185.74	15.47	0.03	64.77	120.97
Furniture and fixtures	63.96	-	-	63.96	6.27	-	46.12	17.84
Computer equipment	7.35	0.31	1.13	6.53	1.73	1.06	3.62	2.91
Vehicles	636.26	-	29.85	606.41	81.97	22.20	331.15	275.26
Electrification	4.34	-	-	4.34	0.77	-	3.77	0.57
Office equipments	28.62	0.44	2.20	26.86	5.44	2.02	14.50	12.36
<b>Total</b>	<b>1,065.77</b>	<b>0.75</b>	<b>33.27</b>	<b>1,033.25</b>	<b>113.92</b>	<b>25.31</b>	<b>474.02</b>	<b>559.23</b>

Refer note 17 - For information on property, plant and equipment pledged as security by the Company

## Note 5

### Investment properties

(₹ in lakhs)

Building and Furniture & Fixtures	Amount
<b>Gross Block</b>	
Balance as at 1 April 2020	2,600.76
Addition during the year	942.22
Sale / disposal during the year	-
<b>Balance as at 31 March 2021</b>	<b>3,542.98</b>
Addition during the year	-
Sale / disposal during the year	-
<b>Balance as at 31 March 2022</b>	<b>3,542.98</b>
<b>Accumulated Depreciation</b>	
Balance as at 1 April 2020	217.74
Depreciation for the year	63.60
Deductions during the year	-
<b>Balance as at 31 March 2021</b>	<b>281.34</b>
Depreciation for the year	80.37
Deductions during the year	-
<b>Balance as at 31 March 2022</b>	<b>361.71</b>
<b>Net Block as at 31 March 2022</b>	<b>3,181.27</b>
<b>Net Block as at 31 March 2021</b>	<b>3,261.64</b>

### Information regarding income and expenditure of Investment properties

(₹ in lakhs)

Particulars	Year Ended 31 March 2022	Year Ended 31 March 2021
Rental income derived from investment properties	91.12	97.23
Direct operating expenses	12.73	18.09
<b>Profit arising from investment properties</b>	<b>78.38</b>	<b>79.14</b>
Less : depreciation	80.37	63.60
<b>Profit/(loss) arising from investment properties before indirect expense</b>	<b>(1.99)</b>	<b>15.54</b>

### Fair value of the investment properties as under:

(₹ in lakhs)

Particulars	Land & Building	Furniture & Fixtures
<b>Balance as at 1 April 2020</b>	<b>5,898.00</b>	-
Fair value of investment property acquired / capitalised during the year*	873.48	86.41
Fair value decrease during the year	35.57	-
<b>Balance as at 31 March 2021*</b>	<b>6,807.05</b>	<b>86.41</b>
Fair value of investment property acquired / capitalised during the year*	-	-
Fair value increase during the year*	(1,434.72)	(8.28)
<b>Balance as at 31 March 2022*</b>	<b>5,372.33</b>	<b>78.13</b>

\* Fair values of 2 investment property (buildings) having WDV of ₹ 116.05 lakh as at 31 March 2021 and furniture fixtures having WDV of ₹ 78.13 lakh as at 31 March 2022 and ₹ 86.41 lakh as at 31 March 2021, in absence of valuation report, is stated at cost less accumulated depreciation.

## Measurement of fair value of investment properties:

### A. Fair value hierarchy:

The fair value of investment properties has been determined by registered valuer as defined u/r 2 of Companies (Registered Valuer and Valuation) Rules, 2017.

The fair value measurement of the investment properties has been categorised as Level 3 fair value based on the inputs to the valuation techniques used.

### B. Fair valuation technique

Particulars	Valuation technique
Building	Market Approach#
Furniture & Fixtures	Written down value approach

# except as specified in note to "Fair value of the investment properties" above

Refer note 17 - For information on investment properties pledged as security by the Company

Refer note 35 - For disclosure of operating lease

## Note 6 Intangible assets

(₹ in lakhs)

Software	Amount
<b>Gross Block</b>	
Balance as at 1 April 2020	1.63
Addition during the year	0.50
Sale during the year	-
<b>Balance as at 31 March 2021</b>	<b>2.13</b>
Addition during the year	2.02
Sale during the year	0.70
<b>Balance as at 31 March 2022</b>	<b>3.45</b>
<b>Accumulated Depreciation</b>	
Balance as at 1 April 2020	0.56
Amortisation for the year	0.62
Deductions during the year	-
<b>Balance as at 31 March 2021</b>	<b>1.18</b>
Amortisation for the year	0.94
Deductions during the year	0.66
<b>Balance as at 31 March 2022</b>	<b>1.46</b>
<b>Net Block as at 31 March 2022</b>	<b>1.99</b>
<b>Net Block as at 31 March 2021</b>	<b>0.95</b>

**Note 7**  
**Investment**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Investment in subsidiary, associate and joint venture</b>		
<b>Unquoted:</b>		
<b>Investments in equity shares of subsidiary company (at cost)</b>		
10,000 (31 March 2021: 10,000) equity shares of Nila Terminals (Amreli) Pvt Ltd of ₹10/- each	1.00	1.00
	1.00	1.00
<b>Investments in joint venture (at cost)^</b>		
Kent Residential & Industrial Park LLP (50% share of profit)#	6,716.50	-
<b>Investments in equity shares of joint venture (at cost)*</b>		
5,000 (31 March 2021 : 5,000) equity shares of Romanovia Industrial Park Pvt. Ltd. of ₹ 10/- each fully paid up	1,250.50	1,250.50
<b>Investments in equity shares of associate (at cost)</b>		
3,400 (31 March 2021 : 3,400) equity shares of Vyapnila Terminals (Modasa) Pvt. Ltd. of ₹ 10/- each	0.34	0.34
<b>Equity contribution in associate (at cost)</b>		
3,400 (31 March 2021 : 3,400) equity shares of Vyapnila Terminals (Modasa) Pvt. Ltd. of ₹ 10/- each	547.94	542.11
	<b>8,515.28</b>	<b>1,792.95</b>
<b>Total investment in subsidiary, associate and joint venture</b>	<b>8,516.28</b>	<b>1,793.95</b>
<b>Other investments</b>		
National saving certificate	-	0.15
<b>Total other investments</b>	-	<b>0.15</b>
<b>Total</b>	<b>8,516.28</b>	<b>1,794.10</b>

\* At the time of transition to Ind AS effective from 1 April 2016, the Company had opted to measure its investments in subsidiaries, joint ventures and associate at deemed cost, i.e. previous GAAP carrying amount, except for its investment in one of the joint venture - Romanovia Industrial Park Private Limited, which has been measured at fair value at the date of transition to Ind AS. If an entity chooses to measure its investment at fair value at the date of transition to Ind AS than that is deemed cost of such investment for the Company and, therefore, it shall carry its investment in at that amount (i.e. fair value at the date of transition) after the date of transition.

^ As mutually agreed between partners, during the year loans from partners to LLP, transferred to partner's current capital account.

# Negative capital balance of investment in partnership firm as at 31 March 2021 is disclosed as "Share of Loss from LLPs" under other current financial liabilities (Refer Note 18).

(₹ in lakhs)

Particulars	Book value	
	As at 31 March 2022	As at 31 March 2021
Aggregate value of unquoted investment	8,516.28	1,794.10
Aggregate value of quoted investment	-	-
	<b>8,516.28</b>	<b>1,794.10</b>

**Note 8**  
**Loans**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Non-current loans</b> (Unsecured, considered good)		
Loans to related party (refer note 31)		
- to subsidiary	494.05	1,162.89
- to joint venture companies and associates	3,719.48	6,638.10
Loans		
- to employees	10.45	-
	<b>4,223.98</b>	<b>7,800.99</b>
<b>Current loans</b> (Unsecured, considered good)		
Loans		
- to employees	2.73	14.70
- to others	116.95	0.30
	<b>119.68</b>	<b>15.00</b>
<b>Total</b>	<b>4,343.66</b>	<b>7,815.99</b>

Refer note 37 - Financial instruments, fair values and risk measurement

**Note 9**  
**Other financial assets**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Non-current</b>		
Security and other deposits	1,150.66	1,174.66
Margin money deposits with bank	655.60	193.68
Retention money receivables	45.22	15.66
	<b>1,851.48</b>	<b>1,384.00</b>
<b>Current</b>		
Security and other deposits	-	0.75
Other receivables	3.44	1.22
Accrued interest on term deposit	0.44	8.37
	<b>3.88</b>	<b>10.34</b>
<b>Total</b>	<b>1,855.36</b>	<b>1,394.34</b>

Refer note 37 - Financial instruments, fair values and risk measurement

#### Note 10

##### Other non-financial assets

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Non-current</b>		
Advance for property, plant and equipments	-	375.00
Prepaid expenses	10.37	17.06
	<b>10.37</b>	<b>392.06</b>
<b>Current</b>		
Contract assets		
- Land and transferrable development rights	9,177.14	4,853.07
- Unbilled revenue	2,245.17	3,741.80
Advance to vendors	885.44	1,226.25
Prepaid expenses	52.14	61.28
Balances with government authorities		
- Goods and service tax receivable	183.35	16.59
- Others	1.61	-
	<b>12,544.85</b>	<b>9,898.99</b>
<b>Total</b>	<b>12,555.22</b>	<b>10,291.05</b>

#### Note 11

##### Income tax assets (net)

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Non-current</b>		
Advance payment of tax (net of provision for tax)	333.80	129.00
<b>Total</b>	<b>333.80</b>	<b>129.00</b>

#### Note 12

##### Inventories

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
Construction material on hand	-	57.94
Work in progress	-	145.67
Land	3,343.51	2,686.63
<b>Total</b>	<b>3,343.51</b>	<b>2,890.24</b>

Refer note 3(k) for accounting policy on inventories.

**Note 13****Trade receivables**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Related parties</b>		
Unsecured, considered good (refer note 31)	0.00	1,031.56
<b>Other than related parties</b>		
Unsecured, considered good	6,284.01	5,472.23
Unsecured, trade receivables in which credit risk is increased	65.61	77.16
Less:- Provision for loss allowance on trade receivables	(65.61)	(77.16)
<b>Total</b>	<b>6,284.01</b>	<b>6,503.79</b>

Refer note 37 - Financial instruments, fair values and risk measurement

Trade receivables includes retention money receivable amounting to ₹ 253.69 lakhs (31 March 2021 - ₹ 883.48 lakhs)

**Ageing of Trade Receivable as at 31 March 2022**

(₹ in lakhs)

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables – considered good	3,440.05	2,299.21	9.91	534.84	-	-	6,284.01
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	10.57	7.10	0.61	47.33	-	-	65.61
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>3,450.62</b>	<b>2,306.31</b>	<b>10.52</b>	<b>582.17</b>	<b>-</b>	<b>-</b>	<b>6,349.62</b>

**Ageing of Trade Receivable as at 31 March 2021**

(₹ in lakhs)

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables – considered good	1,151.95	5,115.00	83.51	153.33	-	-	6,503.79
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	3.34	12.94	2.12	58.76	-	-	77.16
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>1,155.29</b>	<b>5,127.94</b>	<b>85.63</b>	<b>212.09</b>	<b>-</b>	<b>-</b>	<b>6,580.95</b>

**Note 14**  
**Cash and bank balances**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Cash and cash equivalents</b>		
<b>Balance with banks</b>		
Balance in current account	24.03	1,307.41
Cash on hand	5.35	1.97
	<b>29.38</b>	<b>1,309.38</b>
<b>Other bank balances</b>		
Deposits with original maturity over 3 months but less than 12 months	-	-
Margin money deposits with bank	-	534.75
Unpaid dividend account *	39.96	49.74
	<b>39.96</b>	<b>584.49</b>
<b>Total</b>	<b>69.34</b>	<b>1,893.87</b>

Refer note 37 - Financial instruments, fair values and risk measurement

\* The Company can utilise these balances only towards payment of dividend.

**Note 15**  
**Equity share capital**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Authorised share capital</b>		
500,000,000 (31 March 2021 : 500,000,000) Equity shares of ₹1/- each	5,000.00	5,000.00
<b>Issued, Subscribed and Paid-up Capital</b>		
393,889,200 (31 March 2021 : 393,889,200) Equity shares of ₹1/- each fully paid up	3,938.89	3,938.89
<b>Total</b>	<b>3,938.89</b>	<b>3,938.89</b>

**A. Reconciliation of number of equity shares**

Particulars	As at 31 March 2022		As at 31 March 2021	
	Numbers	₹ in lakhs	Numbers	₹ in lakhs
Balance as at the beginning of the year	39,38,89,200	3,938.89	39,38,89,200	3,938.89
Issued during the year	-	-	-	-
<b>Balance as at the end of the year</b>	<b>39,38,89,200</b>	<b>3,938.89</b>	<b>39,38,89,200</b>	<b>3,938.89</b>

**B. Terms / rights attached to Equity shares**

The company has single class of equity shares having a par value of ₹1 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. 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. Details of shareholders holding more than 5% shares in the company**

Name of Shareholders	As at 31 March 2022		As at 31 March 2021	
	Number of Shares	% holding	Number of Shares	% holding
Equity shares of ₹ 1 each fully paid				
Mr. Manoj B. Vadodaria	5,31,54,712	13.49%	5,31,54,712	13.49%
Mrs. Nila M. Vadodaria	4,39,55,267	11.16%	4,39,55,267	11.16%
Mrs. Alpa K. Vadodaria	3,68,00,000	9.34%	3,68,00,000	9.34%
Mr. Kiran B. Vadodaria	3,86,08,100	9.80%	3,86,08,100	9.80%
Mr. Deep S. Vadodaria	3,17,52,108	8.06%	3,17,52,108	8.06%

**D. Shareholding of promoters and percentage of changes**

**As at 31 March 2022**

Promoter name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total shares	% Changes during the year
Manoj B Vadodaria	5,31,54,712	--	5,31,54,712	13.49%	--
Nila M Vadodaria	4,39,55,267	--	4,39,55,267	11.16%	--
Alpa K Vadodaria	3,68,00,000	--	3,68,00,000	9.34%	--
Kiran B Vadodaria	3,86,08,100	--	3,86,08,100	9.80%	--
Deep S Vadodaria	3,17,52,108	--	3,17,52,108	8.06%	--
Shailesh B Vadodaria	1,29,60,000	--	1,29,60,000	3.29%	--
Mina S Vadodaria	86,95,000	--	86,95,000	2.21%	--
Rajeshbhai B Vadodaria	50,00,000	--	50,00,000	1.27%	--
Chhayaben Rajeshbhai Vadodaria	43,00,000	--	43,00,000	1.09%	--
Siddharth R Vadodaria	43,00,000	--	43,00,000	1.09%	--
Karan R Vadodaria	43,00,000	--	43,00,000	1.09%	--
<b>Total</b>	<b>24,38,25,187</b>	<b>--</b>	<b>24,38,25,187</b>	<b>61.89%</b>	<b>--</b>

**As at 31 March 2021**

Promoter name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total shares	% Changes during the year
Manoj B Vadodaria	5,31,54,712	--	5,31,54,712	13.49%	--
Nila M Vadodaria	4,39,55,267	--	4,39,55,267	11.16%	--
Alpa K Vadodaria	3,68,00,000	--	3,68,00,000	9.34%	--
Kiran B Vadodaria	3,86,08,100	--	3,86,08,100	9.80%	--

Promoter name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total shares	% Changes during the year
Deep S Vadodaria	3,17,52,108	--	3,17,52,108	8.06%	--
Shailesh B Vadodaria	1,29,60,000	--	1,29,60,000	3.29%	--
Mina S Vadodaria	86,95,000	--	86,95,000	2.21%	--
Rajeshbhai B Vadodaria	50,00,000	--	50,00,000	1.27%	--
Chhayaben Rajeshbhai Vadodaria	43,00,000	--	43,00,000	1.09%	--
Siddharth R Vadodaria	43,00,000	--	43,00,000	1.09%	--
Karan R Vadodaria	43,00,000	--	43,00,000	1.09%	--
<b>Total</b>	<b>24,38,25,187</b>	<b>--</b>	<b>24,38,25,187</b>	<b>61.89%</b>	<b>--</b>

E. During last 5 years immediately preceding reporting date, the Company has not allotted any (a) Bonus Shares or (b) Shares issued for consideration other than cash.

F. During last 5 years immediately preceding reporting date, the Company has not bought back any class of shares.

#### Note 16

#### Other Equity

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Reserves &amp; Surplus</b>		
(i) Retained earnings	10,152.04	9,893.60
(ii) Equity security premium	33.71	33.71
(iii) General reserve	524.77	524.77
<b>Total</b>	<b>10,710.52</b>	<b>10,452.08</b>

Particulars	As at 31 March 2022	As at 31 March 2021
<b>(i) Retained earnings</b>		
Profit & loss opening balance	9,893.60	9,835.02
Profit during the year	251.02	49.19
	<b>10,144.62</b>	<b>9,884.21</b>
Items of other comprehensive income (net of tax)		
Remeasurement of post-employment benefit obligation (net of tax)	7.42	9.39
	<b>7.42</b>	<b>9.39</b>
	<b>10,152.04</b>	<b>9,893.60</b>
<b>(ii) Equity security premium</b>		
Opening balance	33.71	33.71
Addition during the year	-	-
	<b>33.71</b>	<b>33.71</b>
<b>(iii) General reserve</b>	<b>524.77</b>	<b>524.77</b>
<b>Total reserves and surplus</b>	<b>10,710.52</b>	<b>10,452.08</b>

**Note 17**  
**Borrowings**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Non current borrowings</b>		
<b>Secured loans</b>		
<b>Indian rupee loan from</b>		
Banks	6,992.73	8,844.85
<b>Vehicle loan from</b>		
Banks	-	42.71
<b>Unsecured loans</b>		
<b>Indian rupee loan from</b>		
Financial institution	1,759.02	2,673.20
	<b>8,751.75</b>	<b>11,560.76</b>
<b>Current borrowings</b>		
<b>Secured loans</b>		
<b>Indian rupee loan from</b>		
Bank	441.49	979.88
<b>Unsecured loans#</b>		
<b>Indian rupee loan from</b>		
Loans from others	-	69.68
<b>Current maturities of long term borrowings</b>	1,627.85	1,882.57
	<b>2,069.34</b>	<b>2,932.13</b>
<b>Total</b>	<b>10,821.09</b>	<b>14,492.89</b>

# Unsecured loan from others carries interest rate of 15% p.a. for 31 March 2021 and is repayable on demand. Refer note 37 - Financial instruments, fair values and risk measurement

**Security Details of Borrowings -**

(₹ in lakhs)

	Loan Amount outstanding as at		Rate of Interest as at		Installment Details			
	31 March 2022	31 March 2021	31 March 2022	31 March 2021	Start Date	End Date	Nos	Period
<b>(A)</b>	<b>Secured Loans from banks</b>							
<b>(A.1)</b>	<b>Term Loans*</b>							
	Secured by way of (a) equitable mortgage of immovable properties situated at 3rd, 4th & 5th Floor Sambhaav House, Judges Bungalow, Bodakdev, Ahmedabad owned by Company (b) Personal Guarantee of Manoj Vadodaria & Kiran Vadodaria							
(i)	115.48	207.83	8.15%	8.20%	Aug-2013	May-2023	118	Monthly
(ii)	53.02	98.39	8.15%	8.20%	Jul-2013	Apr-2023	118	Monthly
(iii)	181.92	--	8.25%	--	Aug-2021	Jul-2025	48	Monthly
(iv)	434.34	492.13	8.15%	8.25%	Feb-2018	Nov-2027	118	Monthly
	Dropped Down OD facility secured by way of (a) registered equitable mortgage of industrial land at Bavla owned by Company (b) Personal guarantee of Shri Manoj Vaodaria & Kiran Vadodaria and escrow of certain receivables							

(₹ in lakhs)

	Loan Amount outstanding as at		Rate of Interest as at		Installment Details			
	31 March 2022	31 March 2021	31 March 2022	31 March 2021	Start Date	End Date	Nos	Period
(v)	12.26	1,461.36	11.25%	10.30%	Dec-2015	Mar-2023	30	Quarterly
(vi)	183.93	--	7.95%	--	Jun-2022	May-2025	60	Monthly
	Secured by way of Personal Guarantee of promoter family members and escrow of revenue of certain infrastructure projects.							
(vii)	1,193.28	1,191.60	9.25%	9.25%	Apr-2022	Mar-2026	48	Monthly
	Term Loan Facility secured by way of (a) registered equitable mortgage of immovable properties situated at 2nd & 6th Floor Sambhaav House, Judges Bungalow, Bodakdev, Ahmedabad owned by Company. (b) Personal Guarantee of Manoj Vadodaria & Kiran Vadodaria							
(viii)	739.83	820.43	9.75%	9.75%	Feb-2019	Oct-2028	117	Monthly
(ix)	165.72	181.50	8.60%	8.60%	Feb-2021	Jan-2026	60	Monthly
<b>Total (A.1)</b>	<b>3,079.79</b>	<b>4,453.24</b>						
<b>(A.2)</b>	<b>Vehicle Loans*</b>							
	Secured by way of hypothecation of commercial equipment							
(i)	7.75	17.28	9.10%	9.10%	Jan-2019	Dec-2022	48	Monthly
	Secured by way of hypothecation of vehicle							
(ii)	--	4.75	--	8.99%	Oct-2018	Oct-2021	36	Monthly
(iii)	--	3.14	--	9.16%	Sep-2018	Sep-2021	36	Monthly
(iv)	42.71	81.86	8.75%	8.75%	Apr-2020	Mar-2023	36	Monthly
<b>Total (A.2)</b>	<b>50.46</b>	<b>107.03</b>						
<b>(A.3)</b>	<b>Overdraft facilities</b>							
	Overdraft Facility secured by way of (a) registered equitable mortgage of property situated at 7th, 8th & 9th floor Sambhaav House, Judges Bungalow, Bodakdev, Ahmedabad. (b) Personal Guarantee of Manoj Vadodaria & Kiran Vadodaria							
(i)	441.49	979.88	8.00%	9.25%				Annual Review
<b>Total (A.3)</b>	<b>441.49</b>	<b>979.88</b>						
<b>(A.4)</b>	<b>Line of Credit*</b>							
	Secured by way of Personal Guarantee of promoter family members and escrow of certain receivables.							
(i)	4,599.93	5,454.61	11.55%	11.55%	Mar-2019	Feb-2024	60	Annual Review
<b>Total (A.4)</b>	<b>4,599.93</b>	<b>5,454.61</b>						
<b>Total (A)</b>	<b>8,171.67</b>	<b>10,994.76</b>						
<b>(B)</b>	<b>Secured Loans from Financial Institutions</b>							
<b>(B.1)</b>	<b>Term Loans*#</b>							
	Personal Guarantee of Manoj Vadodaria & Kiran Vadodaria							

(₹ in lakhs)

	Loan Amount outstanding as at		Rate of Interest as at		Installment Details			
	31 March 2022	31 March 2021	31 March 2022	31 March 2021	Start Date	End Date	Nos	Period
(i)	1,526.69	2,081.67	10.75%	10.75%	Jan-2020	Dec-2024	60	Monthly
(ii)	485.82	509.73	9.90%	9.90%	Feb-2022	Jan-2026	60	Monthly
(iii)	119.27	160.14	9.30%	9.30%	Sep-2020	Feb-2025	54	Monthly
(iv)	517.65	676.91	9.65%	9.65%	Jan-2021	Jun-2025	54	Monthly
<b>Total (B.1)</b>	<b>2,649.43</b>	<b>3,428.45</b>						
<b>Total (B)</b>	<b>2,649.43</b>	<b>3,428.45</b>						
<b>Total (A)+(B)</b>	<b>10,821.09</b>	<b>14,423.21</b>						

\* Loan balances are after adjustments of Effective Interest Rate as per Ind AS 109.

# Unsecured loans are secured by hypothecation of third party properties.

#### Note 18

##### Other financial liabilities

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Other non current financial liabilities</b>		
Security deposits	110.60	93.41
	<b>110.60</b>	<b>93.41</b>
<b>Other current financial liabilities</b>		
Interest accrued on borrowings	31.79	34.04
Interest accrued on dues to micro & small enterprises	21.13	17.87
Share of Loss from LLPs	-	67.30
Security deposits	-	14.98
Employee related liabilities	1.70	3.29
Unclaimed dividend <sup>(1)</sup>	39.96	49.74
	<b>94.58</b>	<b>187.22</b>
<b>Total</b>	<b>205.18</b>	<b>280.63</b>

(1) There is no amount due to be transfer to Investor Education and Protection Fund as at 31 March 2022 as well as 31 March 2021.

#### Note 19

##### Provisions

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Non-current provisions</b>		
<b>(a) Provisions for employee benefits</b>		
Gratuity (refer note 32)	50.48	61.03
Leave encashment (refer note 32)	19.52	29.00
	<b>70.00</b>	<b>90.03</b>

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Current provisions</b>		
<b>(a) Provisions for employee benefits</b>		
Gratuity (refer note 32)	5.15	6.11
Leave encashment (refer note 32)	7.96	15.89
<b>(b) Others</b>		
Provision for defect liability expense #	84.70	69.52
	<b>97.81</b>	<b>91.52</b>
<b>Total</b>	<b>167.81</b>	<b>181.55</b>

#### Gratuity

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuation service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service.

#### Leave encashment

Provision for leave encashment cover the Company's liability for earned leave.

#### # Disclosure as regards to provisions as per Ind AS 37 "Provisions, contingent liabilities and contingent assets"

#### Provision for defect liability expense

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
Balance at the beginning of the year	69.52	53.98
Provision for the year	15.18	15.54
Utilisation for the year	-	-
<b>Balance at the end of the year</b>	<b>84.70</b>	<b>69.52</b>

#### Note 20

#### Income taxes

#### A. Income tax expense recognised in the Statement of Profit and Loss

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Current tax</b>		
Current tax on profit for the year	-	71.27
Adjustment for current tax of prior period	(16.04)	87.56
	<b>(16.04)</b>	<b>158.83</b>
<b>Deferred tax</b>		
Attributable to-		
Origination and reversal of temporary differences (refer note E)	113.83	(3.23)
Earlier year tax adjustments (refer note E)	16.04	(87.31)
	<b>129.87</b>	<b>(90.54)</b>
<b>Total</b>	<b>113.83</b>	<b>68.29</b>

**B. Income tax expense / (income) recognised in other comprehensive income**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Deferred tax (refer note E)</b>		
Deferred tax (credit)/charge on remeasurement of defined benefit obligation	2.50	3.16
<b>Total</b>	<b>2.50</b>	<b>3.16</b>

**C. Reconciliation of effective tax rate**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Profit before tax</b>	<b>364.85</b>	<b>117.48</b>
Tax using the Company's statutory tax rate at 25.17% (31 March 2021: 25.17%)	91.83	29.57
<b>Effect of :</b>		
Effect of tax rate change	-	5.19
Non deductible expenses	21.06	41.55
Reversal of excess provision for tax of earlier years	-	0.25
Income exempt from tax	(0.13)	(17.54)
Others	1.07	9.27
<b>Tax expense</b>	<b>113.83</b>	<b>68.29</b>

**D. Recognised deferred tax assets and liabilities****Movement in temporary differences**

(₹ in lakhs)

Particulars	Deferred tax (assets)		Deferred tax liabilities		Net deferred tax (assets) / liabilities	
	As at 31 March 2022	As at 31 March 2021	As at 31 March 2022	As at 31 March 2021	As at 31 March 2022	As at 31 March 2021
Expenditure allowed on payment basis	(21.35)	(160.81)	-	-	(21.35)	(160.81)
Expenditure on which tax has not been deducted	-	(6.77)	-	-	-	(6.77)
Provision for loss allowance on trade receivables	(16.51)	(19.42)	-	-	(16.51)	(19.42)
Prepaid finance charges	-	-	23.70	25.42	23.70	25.42
Fair valuation of interest free loans to associate	-	-	64.06	62.73	64.06	62.73
Long term capital loss	(0.05)	(0.05)	-	-	(0.05)	(0.05)
Loss under Income Tax brought forward	(25.41)	-	-	-	(25.41)	-
Interest income on fair valuation of non current loan to associate	(43.61)	(71.26)	-	-	(43.61)	(71.26)
Fair valuation of investment in joint venture	-	-	286.00	286.00	286.00	286.00
Fair valuation of revenue from land and transferrable development rights	-	-	81.83	81.83	81.83	81.83
Re-measurement of employee benefit	-	-	-	4.93	-	4.93
Excess of depreciation under tax laws over book depreciation and amortisation	-	-	539.24	552.92	539.24	552.92
<b>Net deferred tax (assets) / liabilities</b>	<b>(106.94)</b>	<b>(258.31)</b>	<b>994.83</b>	<b>1,013.83</b>	<b>887.89</b>	<b>755.52</b>

**E. Recognised deferred tax (assets) and liabilities  
Movement in temporary differences**

(₹ in lakhs)

Particulars	Balance as at 1 April 2021	Recognised in profit or loss during 2021-22	Recognised in OCI during 2021-22	Recognised in equity during 2021-22	Balance as at 31 March 2022
Expenditure allowed on payment basis	(160.81)	139.46	-	-	(21.35)
Expenditure on which tax has not been deducted	(6.77)	6.77	-	-	-
Provision for loss allowance on trade receivables	(19.42)	2.91	-	-	(16.51)
Prepaid finance charges	25.42	(1.72)	-	-	23.70
Fair valuation of interest free loans to associate	62.73	1.33	-	-	64.06
Long term capital loss	(0.05)	-	-	-	(0.05)
Loss under Income Tax brought forward	-	(25.41)	-	-	(25.41)
Interest income on fair valuation of non current loan to associate	(71.26)	27.65	-	-	(43.61)
Fair valuation of investment in joint venture	286.00	-	-	-	286.00
Fair valuation of revenue from land and transferrable development rights	81.83	-	-	-	81.83
Re-measurement of employee benefit	4.93	(7.43)	2.50	-	-
Excess of depreciation under tax laws over book depreciation and amortisation	552.92	(13.69)	-	-	539.23
<b>Net deferred tax (assets) / liabilities</b>	<b>755.52</b>	<b>129.87</b>	<b>2.50</b>	<b>-</b>	<b>887.89</b>

(₹ in lakhs)

Particulars	Balance as at 1 April 2020	Recognised in profit or loss during 2020-21	Recognised in OCI during 2020-21	Recognised in equity during 2020-21	Balance as at 31 March 2021
Expenditure allowed on payment basis	(31.30)	(129.51)	-	-	(160.81)
Expenditure on which tax has not been deducted	(1.82)	(4.95)	-	-	(6.77)
Provision for loss allowance on trade receivables	(37.39)	17.97	-	-	(19.42)
Prepaid finance charges	28.08	(2.66)	-	-	25.42
Fair valuation of interest free loans to associate	53.72	9.01	-	-	62.73
Long term capital loss	-	(0.05)	-	-	(0.05)
Interest income on fair valuation of non current loan to associate	(67.45)	(3.81)	-	-	(71.26)
Fair valuation of investment in joint venture	260.00	26.00	-	-	286.00
Fair valuation of revenue from land and transferrable development rights	81.83	-	-	-	81.83

Particulars	Balance as at 1 April 2020	Recognised in profit or loss during 2020-21	Recognised in OCI during 2020-21	Recognised in equity during 2020-21	Balance as at 31 March 2021
Re-measurement of employee benefit	1.77	-	3.16	-	4.93
Excess of depreciation under tax laws over book depreciation and amortisation	555.45	(2.53)	-	-	552.92
<b>Net deferred tax (assets) / liabilities</b>	<b>842.89</b>	<b>(90.53)</b>	<b>3.16</b>	<b>-</b>	<b>755.52</b>

#### Note 21

#### Trade payables

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Non-current</b>		
Dues to Micro & Small Enterprises (as per the intimation received from vendors)	-	-
Dues to others	-	-
	-	-
<b>Current</b>		
Dues to Micro & Small Enterprises (as per the intimation received from vendors) #	-	83.18
Dues to others	3,171.45	4,761.06
	<b>3,171.45</b>	<b>4,844.24</b>
<b>Total</b>	<b>3,171.45</b>	<b>4,844.24</b>

The above information regarding Micro, Small and Medium Enterprises has been determined on the basis of information available with the Company. This has been relied upon by the auditors.

Trade payables - dues to others include retention money payable amounting to ₹ 362.63 lakhs (31 March 2021: ₹ 752.37 lakhs)

#### # Total dues to Micro & Small Enterprises

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
A. Principal and interest amount remaining unpaid	-	83.18
B. Interest due thereon remaining unpaid	-	-
C. Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of payment made to supplier beyond the appointed day	-	-
D. Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	21.13	17.87
E. Interest accrued and remaining unpaid*	21.13	17.87
F. Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises.	-	-

\*Interest due thereon remaining unpaid is presented in Note 18 - other current financial liabilities.

**Ageing of Trade Payable as at 31 March 2022**

(₹ in lakhs)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	-	-	-	-
(ii) Others	855.37	358.98	12.21	-	1,226.56
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
<b>Total</b>	<b>855.37</b>	<b>358.98</b>	<b>12.21</b>	<b>-</b>	<b>1,226.56</b>
(v) Not due - Others	Not Applicable				774.13
(vi) Not due - MSME	Not Applicable				-
(vii) Unbilled dues - Others	Not Applicable				1,170.76
<b>Grand Total</b>					<b>3,171.45</b>

**Ageing of Trade Payable as at 31 March 2021**

(₹ in lakhs)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	30.23	2.81	-	-	33.04
(ii) Others	2,091.88	1,011.78	9.34	0.45	3,113.45
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
<b>Total</b>	<b>2,122.11</b>	<b>1,014.59</b>	<b>9.34</b>	<b>0.45</b>	<b>3,146.49</b>
(v) Not due - Others	Not Applicable				715.21
(vi) Not due - MSME	Not Applicable				50.14
(vii) Unbilled dues - Others	Not Applicable				932.40
<b>Grand Total</b>					<b>4,844.24</b>

**Note 22**
**Other current non-financial liabilities (net)**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
Advance from contractors	181.51	589.39
Contract liability (Refer Note 36)		
- Advance from customer	10,806.30	979.00
Statutory dues payable		
- Others	1.81	0.29
- TDS payable	31.54	19.72
<b>Total</b>	<b>11,021.16</b>	<b>1,588.40</b>

**Note 23****Revenue from operations**

(₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>A. Sales</b>		
Contract revenue	9,218.74	10,071.14
	<b>9,218.74</b>	<b>10,071.14</b>
<b>B. Other operating revenue</b>		
Rent income (refer note 35)	157.12	130.23
Share of (loss) / profit from LLP	(41.26)	(94.13)
Other operating income	-	5.15
	<b>115.86</b>	<b>41.25</b>
<b>Total</b>	<b>9,334.60</b>	<b>10,112.39</b>

**Note 24****Other income**

(₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Interest on loan	927.63	827.09
Interest from bank	158.48	47.82
Liabilities no longer required to pay written back	160.14	86.93
Bad debts recovered	32.46	35.00
Other non-operating income	-	1.99
<b>Total</b>	<b>1,278.71</b>	<b>998.83</b>

**Note 25****Cost of material consumed and project expenses**

(₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Consumption of materials	554.42	1,631.38
Power and fuel	61.49	92.81
Repair and maintenance expense	26.05	14.40
Freight charges	1.00	10.93
Civil, Electrical, Contracting, Labour work etc.	6,337.06	5,490.63
Insurance expenses	8.69	17.03
Security service charges	5.83	15.16
Service tax/GST expenses	50.77	80.89
Welfare cess	5.46	16.45
Travelling expenses	4.06	1.84
Legal and professional expenses	76.48	53.60
Defect liability expense	15.18	15.54
Other direct project expenses	1,256.69	1,289.52
<b>Total</b>	<b>8,403.18</b>	<b>8,730.18</b>

#### Note 26

#### Changes in inventories of construction material, land and work in progress

(₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>Opening inventories</b>		
Construction material on hand	57.94	221.42
Work in progress	145.67	1,502.80
Land	2,686.63	1,795.76
	<b>2,890.24</b>	<b>3,519.98</b>
<b>Closing inventories</b>		
Construction material on hand	-	57.94
Work in progress	-	145.67
Land	3,343.51	2,686.63
	<b>3,343.51</b>	<b>2,890.24</b>
<b>Less: Transferred to Investment Property</b>	-	749.19
<b>Changes in inventories</b>	<b>(453.27)</b>	<b>(119.45)</b>

#### Note 27

#### Employee benefits expenses

(₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Salaries, allowances and bonus	297.90	303.76
Contribution to provident and other fund (refer note 32)	2.68	2.99
Remuneration and perquisites to directors (refer note 31)	36.95	11.87
<b>Total</b>	<b>337.53</b>	<b>318.62</b>

#### Note 28

#### Finance costs

(₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>Interest on borrowings</b>		
- To banks and financial institution	1,368.82	1,457.99
- To others		
- unsecured loan	6.69	4.79
- AMC betterment charges	21.51	53.98
- MSME suppliers	3.25	6.47
- late payment of tax	1.26	2.15
	<b>1,401.53</b>	<b>1,525.38</b>
<b>Other borrowing costs</b>		
- Bank guarantee charges	47.90	44.46
- Processing fees	30.00	38.69
	<b>77.90</b>	<b>83.15</b>
<b>Total</b>	<b>1,479.43</b>	<b>1,608.53</b>

**Note 29****Other expenses**

(₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Legal and professional charges	77.39	110.42
Office rent (refer note Note 35B)	8.12	13.01
Car rent	12.54	12.54
Repairs and maintenance expenses	25.01	25.35
Insurance	16.52	19.20
Power and fuel expenses	35.76	34.14
Travelling and conveyance	17.05	21.59
CSR expenses (refer note 29A)	38.69	57.87
Printing and stationery	9.33	11.79
Rates and taxes	1.99	7.06
Payment to auditors (exclusive of GST)		
- Audit fees	8.00	10.51
- Other services	0.80	-
- Reimbursement of expenses	0.01	-
Loss on sale of property, plant and equipment	0.57	1.59
Advertisement and business promotion expenses	11.42	4.53
Provision for loss allowance on trade receivables	(11.55)	(71.37)
Director's sitting fees	0.55	0.85
Property, plant and equipment discarded	23.59	0.29
Miscellaneous expenses	19.17	18.35
<b>Total</b>	<b>294.96</b>	<b>277.72</b>

**Note 29A****CSR Expense**

(₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>A. Gross amount required to be spent by the Company</b>	36.61	57.48
<b>B. Amount spent during the year (in cash)</b>		
(i) Development of area/acquisition of any asset	-	-
(ii) On purpose other than (i) above	38.69	57.87
<b>C. Related party transactions in relation to corporate social responsibility</b>	-	-
<b>D. Provision movement during the year:</b>		
Opening provision	-	-
Addition during the year	38.69	57.87
Utilised during the year	38.69	57.87
Closing provision	-	-

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>E. Shortfall in the CSR spending</b>		
Shortfall at the end of the year	-	-
Total of previous years' shortfall	-	-
Reason for shortfall	-	-
<b>F. Details related to spent / unspent obligations:</b>		
Direct Expenditure	32.69	5.03
Contribution to Charitable Trust, Spent by that trust	6.00	52.84
Amount unspent	-	-
<b>Total</b>	<b>38.69</b>	<b>57.87</b>

\* Nature of CSR activities undertaken by company includes healthcare and medical facilities, promotion of education and food distribution.

#### Note 30

##### Earnings per share

(₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>Profit attributable to equity share holders :</b>		
Basic earnings	251.02	49.19
Adjusted for the effect of dilution	251.02	49.19
<b>Weighted average number of equity shares for:</b>		
Basic	39,38,89,200	39,38,89,200
Adjusted for the effect of dilution	39,38,89,200	39,38,89,200
<b>Earning per share</b>		
Basic	0.06	0.01
Diluted	0.06	0.01

#### Note 31

##### Related party

(A) Subsidiaries	Nila Terminals (Amerli) Private Limited
(B) Associate	Vyapnila Terminals (Modasa) Private Limited
(C) Joint venture	Kent Residential and Industrial Park LLP Romanovia Industrial Park Private Limited
(D) Enterprise in which Key Managerial Personnel have significant influence	Sambhaav Media Limited Sambhaav Nascent LLP Nila Spaces Limited
(E) Key Managerial Personnel	Manoj B. Vadodaria - Chairman and Managing Director Prashant H. Sarkhedi - Chief Financial Officer Deep S. Vadodaria - Chief Operating Officer Dipen Y. Parikh - Company Secretary

(F) Non-Executive Director

Kiran B. Vadodaria  
Dilip D. Patel

(G) Independent Director

Shyamal S. Joshi  
Foram B. Mehta  
Ashok R. Bhandari (till 07-Oct-2021)  
Revant A. Bhatt (w.e.f. 07-Oct-2021)

Transactions carried out with the Related Parties for the year ended 31 March 2022 and 31 March 2021 are as below:

Particulars	Transaction Value (₹ in lakhs)	
	31 March 2022	31 March 2021
<b><u>Rent paid (incl. maintenance)</u></b>		
Sambhaav Media Limited	7.62	7.62
<b><u>Rent received</u></b>		
Sambhaav Nascent LLP	11.24	12.04
<b><u>Revenue (billed) from infrastructure projects</u></b>		
Romanovia Industrial Park Private Limited	-	5.95
Sambhaav Media Limited	-	2.42
Nila Terminals (Amerli) Private Limited	716.91	518.96
Nila Spaces Limited	407.28	1,694.58
<b><u>Loans given</u></b>		
Kent Residential and Industrial Park LLP	-	409.20
Romanovia Industrial Park Private Limited	1,572.70	1,499.55
Vyapnila Terminals (Modasa) Private Limited	81.00	146.00
Nila Terminals (Amerli) Private Limited	7.10	626.76
<b><u>Investment of capital</u></b>		
Kent Residential and Industrial Park LLP	1,572.15	-
<b><u>Advances Received against Land</u></b>		
Nila Spaces Limited	1,530.02	-
<b><u>Interest free loan to associate in the nature of equity support</u></b>		
Vyapnila Terminals (Modasa) Private Limited	5.83	274.15
<b><u>Interest income</u></b>		
Kent Residential and Industrial Park LLP (interest on investment)	573.43	2.87
Kent Residential and Industrial Park LLP (interest on loan)	-	591.37
Romanovia Industrial Park Private Limited	274.70	87.24
Nila Terminals (Amerli) Private Limited	74.77	61.38
Vyapnila Terminals (Modasa) Private Limited (notional interest)	115.67	69.68
<b><u>Share of profit/(loss) from investment in LLP</u></b>		
Kent Residential and Industrial Park LLP	(41.26)	(94.13)
<b><u>Re-payment of loans and advances given</u></b>		
Kent Residential and Industrial Park LLP	-	1,474.35
Romanovia Industrial Park Private Limited	253.88	674.61
Nila Terminals (Amerli) Private Limited	750.71	4.60
Vyapnila Terminals (Modasa) Private Limited	23.50	-
<b><u>Loan (asset) balance transferred to investment (capital)</u></b>		
Kent Residential and Industrial Park LLP	4,679.48	-
<b><u>Expense reimbursement</u></b>		
Nila Spaces Limited	4.21	52.55

**Outstanding Balances of transactions carried out with Related Parties (Other than Key - managerial personnel) as at 31 March 2022 and 31 March 2021.**

Particulars	Outstanding Balance (₹ in lakhs)	
	31 March 2022	31 March 2021
<b><u>Trade Receivables (including retention)</u></b>		
Sambhaav Nascent LLP	-	1.03
Nila Spaces Limited	-	1,030.53
Nila Terminals (Amerli) Private Limited	0.00	0.00
<b><u>Loans given to subsidiaries</u></b>		
Nila Terminals (Amerli) Private Limited	494.05	1,162.89
<b><u>Loans given to associate and joint venture</u></b>		
Kent Residential and Industrial Park LLP	-	4,679.48
Romanovia Industrial Park Private Limited	2,581.27	987.76
Vyapnila Terminals (Modasa) Private Limited (at Historical Cost)	1,287.36	1,229.86
Vyapnila Terminals (Modasa) Private Limited (Ind AS impact - transferred to quasi equity)	(149.16)	(259.00)
<b><u>Rent payable</u></b>		
Sambhaav Media Limited	-	0.70
<b><u>Rent deposit receivable</u></b>		
Sambhaav Media Limited	0.96	0.96
<b><u>Advances Received against Land</u></b>		
Nila Spaces Limited	1,530.02	-
<b><u>Investment</u></b>		
Kent Residential and Industrial Park LLP (Capital)	6,716.50	(67.30)
Romanovia Industrial Park Private Limited (at Historical Cost)	0.50	0.50
Romanovia Industrial Park Private Limited (Incremental value on revaluation)	1,250.00	1,250.00
Nila Terminals (Amerli) Private Limited	1.00	1.00
Vyapnila Terminals (Modasa) Pvt. Ltd (at Historical Cost)	0.34	0.34
Vyapnila Terminals (Modasa) Pvt. Ltd (Ind AS impact - quasi capital)	547.94	542.11

**Disclosure of transactions with the Key-managerial personnel and Directors and the status of outstanding balances as at 31 March 2022 and 31 March 2021**

Particulars	Transaction Value (₹ in lakhs)	
	31 March 2022	31 March 2021
Remuneration		
- to directors	36.95	11.87
- to other than directors	46.36	19.77
Director sitting fees	0.55	0.85
Professional fees paid to director	1.00	-
Guarantees received/(released) during the year (net)	161.51	2,689.24
Outstanding balance of guarantee obtained	14,578.65	14,417.14

**Note 32**  
**Employee benefits**

**A. Defined benefit plans:**

**Gratuity**

The Company operates a defined benefit plan (the gratuity plan) covering eligible employees, which provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employees salary and tenure of employment. The liability in respect of gratuity being defined benefit schemes, payable in future, are determined by actuarial valuation as on balance sheet date.

In activity of valuation for gratuity following assumptions were used:

Particulars	31 March 2022	31 March 2021
Mortality rate	Indian Assured Lives Mortality (2012-14) urban	Indian Assured Lives Mortality (2012-14) ultimate
Withdrawal rate	For attained age above 18 upto 24 years: 25%, For attained age above 24 upto 31 years: 10%, For attained age above 31 upto 38 years: 5%, For attained age above 38 years: 2%	For attained age above 18 upto 25 years: 25%, For attained age above 25 upto 32 years: 15%, For attained age above 32 upto 39 years: 10%, For attained age above 39 upto 46 years: 5% For attained age above 46 years: 2%
Retirement age	Directors & KMP : 75 Years Others: 58 Years	58 Years
Discount rate	7.23%	6.71%
Salary escalation	7.50%	7.50%

The following tables set out the funded status of the gratuity plans and the amounts recognised in the Company's standalone financial statements as at 31 March 2022, 31 March 2021

The following tables set out status of gratuity plan under Indian Accounting Standard 19 on "Employee benefit".

(₹ in lakhs)

Particulars	31 March 2022	31 March 2021
<b>Changes in present value of defined benefit obligation</b>		
Present value of defined benefit obligation as at the beginning of the year	67.14	73.18
Interest cost	4.51	4.67
Current service cost	7.54	7.81
Actuarial loss due to change in financial assumptions	(2.71)	(0.35)
Actuarial (gain) due to change in demographic assumptions	(0.20)	-
Actuarial loss/(gain) due to experience adjustments	(7.01)	(12.20)
Benefits paid	(13.64)	(5.97)
<b>Present value of defined benefit obligation as at the end of the year</b>	<b>55.63</b>	<b>67.14</b>
<b>Amount recognised in the balance sheet</b>		
Fair value of plan assets as at the end of the year	-	-
Present value of defined benefit obligation as at the end of the year	55.63	67.14
<b>Net obligation as at end of year</b>	<b>55.63</b>	<b>67.14</b>
<b>Non current</b>	<b>50.48</b>	<b>61.03</b>
<b>Current</b>	<b>5.15</b>	<b>6.11</b>

Particulars	31 March 2022	31 March 2021
<b>Expenses recognised in the statement of profit and loss under the head Employee benefit expenses</b>		
Service cost	7.54	7.81
Interest cost	4.50	4.67
<b>Net expense recognised in employee benefit expenses</b>	<b>12.04</b>	<b>12.48</b>
<b>Expenses recognised in other comprehensive income for the year</b>		
Remeasurment due to:		
Actuarial loss/(gain) on obligations - due to change in financial assumptions	(2.71)	(0.35)
Actuarial loss/(gain) on obligations - due to change in demographic assumptions	(0.20)	-
Actuarial loss/(gain) on obligations - due to experience adjustments	(7.01)	(12.20)
<b>Net expense/(income) recognised in other comprehensive income</b>	<b>(9.92)</b>	<b>(12.55)</b>

### Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:

(₹ in lakhs)

Particulars	31 March 2022		31 March 2021	
	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	(4.66)	5.40	(5.15)	5.89
Salary growth rate (1% movement)	3.39	(3.11)	4.18	(3.91)
Withdrawal rate (1% movement)	0.91	(1.12)	0.26	(0.30)

The sensitivity analyses presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet. There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

The obligations are measured at the present value of estimated future cash flows by using a discount rate that is determined with reference to the market yields at the Balance Sheet date on Government Bonds which is consistent with the estimated terms of the obligation.

The estimate of future salary increase, considered in the actuarial valuation, takes account of inflation, security, promotion and other relevant factors such as supply and demand in the employment market.

### Expected future cash flows:

The expected future cash flows in respect of gratuity as at balance sheet date will be as follows:

(₹ in lakhs)

Projected benefits payable in future years from the date of reporting	31 March 2022	31 March 2021
1st following year	5.15	6.11
2nd following year	1.84	3.07
3rd following year	1.84	9.34
4th following year	1.94	2.60
5th following year	6.40	5.75
Sum of years 6 to 10	22.99	25.18

## B. Other long term employee benefits

### Compensated absences

The accrual for unutilised leave is determined for the entire available leave balance standing to the credit of the employees at the year end. The value of such leave balances that are eligible for carry forward is determined by an actuarial valuation as at the end of the year and actuarial gains and losses are charged to the statement of profit and loss. Amount of ₹ (17.41) lakhs (31 March 2021: ₹ (3.06) lakhs) towards leave benefits is recognised as (credit)/expense to salaries, wages and bonus under "Employee benefits expenses" in the Statement of Profit and Loss.

### Actuarial assumptions

Particulars	31 March 2022	31 March 2021
Discount rate	7.23%	6.71%
Salary growth rate	7.50%	7.50%
Withdrawal rates	For attained age above 18 upto 24 years: 25%, For attained age above 24 upto 31 years: 10%, For attained age above 31 upto 38 years: 5%, For attained age above 38 years: 2%	For attained age above 18 upto 25 years: 25%, For attained age above 25 upto 32 years: 15%, For attained age above 32 upto 39 years: 10%, For attained age above 39 upto 46 years: 5% For attained age above 46 years: 2%

## C. Defined contribution

### Contribution to provident fund and employee state insurance contribution

Amount of ₹ 2.68 lakhs (31 March 2021: ₹ 2.99 lakhs) paid towards contribution to provident funds and Employee state insurance contribution is recognised as an expense and included in "Salaries, wages and bonus" under "Employee benefits expense" in the Statement of Profit and Loss.

### Note 33

#### Operating segment

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Company's Chief Operating Decision Maker (CODM) to make decisions about resources to be allocated to the segments and assess their performance. The Company's operations fall under single segment namely "Infrastructure Business", taking into account the risks and returns, the organization structure and the internal reporting systems. Board of Directors are Chief Operating Decision Maker (CODM) of the Company and hence financial statement represents disclosure of primary segment. Further, there are no export sales and hence there is no reportable secondary segment. All assets are located in the company's country of domicile.

### Note 34

#### Contingent liabilities and commitments

##### (i) Contingent liabilities

(a)

(₹ in lakhs)

Particular	As at 31 March 2022	As at 31 March 2021
Income tax demands for A. Y. 2000-01 matter before Assessing Officer	0.81	0.81
Income tax demands for A. Y. 2002-03 matter before Assessing Officer	0.43	0.43
Income tax demands for A. Y. 2009-10 matter before Central Processing Centre (CPC)	2.22	2.22
Income tax demands for A. Y. 2015-16 matter before Central Processing Centre (CPC)	0.64	0.64

- (b) The Hon'ble Supreme Court of India ("SC") by their order dated 28 February 2019, in the case of Surya Roshani Limited & others v/s EPFO, set out the principles based on which allowances paid to the employees should be identified for inclusion in basic wages for the purposes of computation of Provident Fund contribution. The Company has provided the impact of the said supreme court judgement with effect from 1 January 2020. In view of the management, any additional liability for the period from date of the SC order (28 February 2019) to 31 December 2019 is not material and hence have not been provided in the books of account. In addition, management is of the view that there is a considerable uncertainty around the timing and extent in which the judgement will be interpreted and applied by the regulatory authorities and accordingly, the impact for periods prior to the date SC order (28 February 2019), if any, is not ascertainable and consequently no financial effect has been provided for in the standalone financial statements. Accordingly, this has been disclosed as a contingent liability in the standalone financial statements.
- (c) The Income-Tax Department had carried out a search operation at the Company's various business premises and residential premises of promoters and certain key employees of the company, under Section 132 of the Income-tax Act, 1961 on 08 September 2021. The Company had extended full co-operation to the income-tax officials during the search and provided all the information sought by them. The Company had made the necessary disclosures to the stock exchanges in this regard on 12 September 2021, in accordance with Regulation 30 of the SEBI (LODR) Regulations, 2015 (as amended). As on the date of issuance of these financial statements, the Company has not received any formal communication for any demand from the Income-tax department regarding the findings of their investigation / examination. Given the nature and complexity of the matter, the final outcome of which is not ascertainable, the impact (if any) on the financial statements in relation to the matter cannot be determined at present by the management. The statutory auditors have given Emphasis of Matter in their statutory audit report on standalone financial statement for the year ended 31 March 2022.

**(ii) Commitments**

There are no commitments as at 31 March 2022 as well as 31 March 2021.

**(iii) Corporate guarantees**

The company has not provided any corporate guarantees or any security as at 31 March 2022 as well as 31 March 2021 for loans or any other financial aid obtained by its subsidiary, joint ventures and associate or by any other person.

**Note 35**  
**Leases**

**a) As a lessor**

The Company's significant leasing arrangements are in respect of operating leases for commercial premises. Lease income from operating leases is recognised on a straight-line basis over the period of lease. The aggregate lease rental income of ₹ 124.12 Lakhs (31 March 2021: ₹ 97.23) lakhs is accounted in the statement of profit and loss. (refer note 23).

There are no contingent rents which are recognised in statement of profit and loss. The future minimum lease receivables of non-cancellable operating leases are as under:

<b>Future minimum lease receipts under operating leases</b>		(₹ in lakhs)	
<b>Particulars</b>	<b>As at 31 March 2022</b>	<b>As at 31 March 2021</b>	
Not later than 1 year	66.02	65.30	
Later than 1 year and not later than 5 years	32.04	86.79	
Later than 5 years	-	-	

**b) As a lessee**

The Company has taken office premises on lease. The terms of lease includes terms of renewals, increase in rent in future periods, terms of cancellation, etc. The agreement is executed for a period of 3 years with a renewable clause and also provide for termination at will by either party giving a prior notice of 3 months at any time during the lease term and hence considered the same to be of short term lease in nature under Ind AS 116. Accordingly, no further disclosures are applicable.

Lease rental (incl. maintenance charges) expense debited to statement of profit and loss is ₹ 7.62 lakhs (31 March 2021: ₹ 7.62 lakhs).

**Note 36**

**Disclosures as per Ind AS 115 "Revenue from contracts with customers"**

**(a) Disaggregation of revenue from contracts with customers for the year ended 31 March 2022 :**

(₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>Affordable Housing</b>		
Engineering, procurement and construction (EPC)	361.88	4,850.69
PPP contracts	5,502.94	4,318.01
<b>Civic Urban Infra - EPC contracts</b>	3,353.92	902.44
<b>Total</b>	<b>9,218.74</b>	<b>10,071.14</b>

**(b) Contract assets / Contract liabilities**

The contract assets, land and transferrable development rights receivable represents amount due from customers which primarily relate to the Company's rights to consideration for work executed but not billed at the reporting date. The contract assets or Land and transferrable development rights are transferred to receivables when the rights become unconditional. i.e. when invoice is raised on achievement of contractual milestones. This usually occurs when the Company issues an invoice to the customer. The contract liabilities primarily represent advances received from customers for which invoices are yet to be raised on customers pending achievement of milestone.

The following table provides information about trade receivables and contract assets :

(₹ in lakhs)

Particulars	31 March 2022	31 March 2021
- Contract assets	2,245.17	3,741.80
- Land and transferrable development rights	9,177.14	4,853.07
- Contract liabilities	10,806.30	979.00

**Changes in contract asset and land and transferrable development right balances during the year are as follows:**

(₹ in lakhs)

Particulars	31 March 2022	31 March 2021
<b>Contract asset</b>		
Balance at the beginning of the year	3,741.80	5,099.61
Unbilled revenue for the year (net)	1,758.35	1,039.26
Contract assets reclassified to land and transferrable development rights	(3,254.98)	-
Contract assets reclassified to trade receivables	-	(2,397.07)
<b>Balance at the end of the year</b>	<b>2,245.17</b>	<b>3,741.80</b>

(₹ in lakhs)

Particulars	31 March 2022	31 March 2021
<b>Land and transferrable development rights</b>		
Balance at the beginning of the year	4,853.07	3,479.60
Unbilled revenue for the year (net)	1,069.09	1,758.47
Contract assets reclassified to land and transferrable development rights	3,254.98	-
Contract assets reclassified to trade receivables	-	(385.00)
<b>Balance at the end of the year</b>	<b>9,177.14</b>	<b>4,853.07</b>

Changes in contract liabilities balances during the year are as follows:

(₹ in lakhs)

Particulars	31 March 2022	31 March 2021
Balance at the beginning of the year	979.00	1,815.08
Less:- Recognised as amounts due to Customers under Construction Contract	-	836.08
Add:- Amount received from customers against contract assets, for which BU certificate is yet to be received	9,827.30	-
<b>Balance at the end of the year</b>	<b>10,806.30</b>	<b>979.00</b>

Contract liabilities include amount received for sales of transferrable development rights for PPP projects in which BU certificate is yet to be received.

**(c) Transaction price allocated to remaining performance obligations**

Table below shows the forward order book for the Company at the reporting date with the time bands of when the Company expects to recognise secured revenue on its contracts with customers. Secured revenue corresponds to fixed work contracted with customers and excludes the impact of any anticipated contract extensions or modifications, and new contracts with customers.

As at 31 March 2022

(₹ in lakhs)

Particulars	31 March 2022	31 March 2021
<b>Contract revenue</b>		
Within one year	16,500.00	14,500.00
More than one year	49,426.00	41,084.00
<b>Total</b>	<b>65,926.00</b>	<b>55,584.00</b>

**(d) Reconciliation of revenue recognised in the Statement of Profit and Loss**

There are no adjustments made to the contracted price with customers which need to be reconciled to revenue recognised in the statement of profit and loss.

**Note 37**

**Financial Instruments - Fair Value And Risk Measurements**

**A. Accounting classification and fair values**

The carrying amounts and fair values of financial instruments by class are as follows:-

(₹ in lakhs)

As at 31 March 2022	Carrying amount				Fair value			
	Fair Value Through Profit and Loss	Fair Value through Other Comprehensive Income	Amortized Cost*	Total	Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	Total
<b>Financial asset</b>								
Loan								
- Non-current	-	-	4,223.98	4,223.98	-	-	-	-
- Current	-	-	119.68	119.68	-	-	-	-
Trade receivables	-	-	6,284.01	6,284.01	-	-	-	-
Cash and cash equivalent	-	-	29.38	29.38	-	-	-	-
Other bank balance	-	-	39.96	39.96	-	-	-	-
Other financial assets								
- Non-current	-	-	1,851.48	1,851.48	-	-	-	-
- Current	-	-	3.88	3.88	-	-	-	-
	-	-	<b>12,552.37</b>	<b>12,552.37</b>	-	-	-	-
<b>Financial liabilities</b>								
Borrowings								
- Non-current	-	-	8,751.75	8,751.75	-	-	-	-
- Current	-	-	2,069.34	2,069.34	-	-	-	-
Trade payable								
- Non-current	-	-	-	-	-	-	-	-
- Current	-	-	3,171.45	3,171.45	-	-	-	-
Other financial liability								
- Non-current	-	-	110.60	110.60	-	-	-	-
- Current	-	-	94.58	94.58	-	-	-	-
	-	-	<b>14,197.72</b>	<b>14,197.72</b>	-	-	-	-

(₹ in lakhs)

As at 31 March 2021	Carrying amount				Fair value			
	Fair Value Through Profit and Loss	Fair Value through Other Comprehensive Income	Amortized Cost*	Total	Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	Total
<b>Financial asset</b>								
Loan								
- Non-current	-	-	7,800.99	7,800.99	-	-	-	-
- Current	-	-	15.00	15.00	-	-	-	-
Investment (note 2 below)	-	-	0.15	0.15	-	-	-	-
Trade receivables	-	-	6,503.79	6,503.79	-	-	-	-
Cash and cash equivalent	-	-	1,309.38	1,309.38	-	-	-	-
Other bank balance	-	-	584.49	584.49	-	-	-	-
Other financial assets								
- Non-current	-	-	1,384.00	1,384.00	-	-	-	-
- Current	-	-	10.34	10.34	-	-	-	-
	-	-	<b>17,608.14</b>	<b>17,608.14</b>	-	-	-	-
<b>Financial liabilities</b>								
Borrowings								
- Non-current	-	-	11,560.76	11,560.76	-	-	-	-
- Current	-	-	2,932.13	2,932.13	-	-	-	-
Trade payable								
- Non-current	-	-	-	-	-	-	-	-
- Current	-	-	4,844.24	4,844.24	-	-	-	-
Other financial liability								
- Non-current	-	-	93.41	93.41	-	-	-	-
- Current	-	-	187.22	187.22	-	-	-	-
	-	-	<b>19,617.76</b>	<b>19,617.76</b>	-	-	-	-

\* Fair value of financial assets and liabilities measured at amortised cost is not materially different from the amortised cost. Further, impact of time value of money is not significant for the financial instruments classified as current. Accordingly, the fair value has not been disclosed separately.

Note 1: Investments in associate, joint ventures and subsidiary have been accounted at historical cost. Since these are scoped out of Ind AS 109 for the purposes of measurement, the same have not been disclosed in the tables above.

Note 2: At the time of transition to Ind AS effective from 1 April 2016, the Group had opted to measure its investments in subsidiaries, joint ventures and associate at deemed cost, i.e. previous GAAP carrying amount, except for its investment

in one of the joint venture - Romanovia Industrial Park Private Limited, which has been measured at fair value at the date of transition to Ind AS. If an entity chooses to measure its investment at fair value at the date of transition to Ind AS than that is deemed cost of such investment for the Group and, therefore, it shall carry its investment in at that amount (i.e. fair value at the date of transition) after the date of transition.

#### **Fair value hierarchy**

The fair value of financial instruments as referred above have been classified into three categories depending on the inputs used in valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level I measurements) and lowest priority to unobservable inputs (Level III measurements).

The categories used are as follows:-

**Input Level I (Directly Observable)** : which includes quoted prices in active markets for identical assets such as quoted price for an equity security on Security Exchanges.

**Input Level II (Indirectly Observable)** : which includes prices in active markets for similar assets such as quoted price for similar assets in active markets, valuation multiple derived from prices in observed transactions involving similar businesses, etc.

**Input Level III (Unobservable)**: which includes management's own assumptions for arriving at a fair value such as projected cash flows used to value a business, etc.

#### **B. Measurement of fair values**

**i) Valuation techniques and significant unobservable inputs**

The fair value of the investment in quoted investment in equity shares is based on the current bid price of investment at balance sheet date

**ii) Transfers between Levels I and II**

There has been no transfer in between Level I and Level II

**iii) Level III fair values**

There are no items in Level III fair values.

#### **C. Financial risk management**

The Company has a well-defined risk management framework. The Board of Directors of the Company has adopted a Risk Management Policy. The Company has exposure to the following risks arising from financial instruments:

- Credit risk ;
- Liquidity risk ; and
- Market risk

#### **Risk management framework**

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors evaluate and exercise independent control over the entire process of risk management. The board also recommends risk management objectives and policies.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The audit committee oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and adhoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

**(i) Credit risk**

Credit risk is the risk that a 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 primarily trade receivables and other financial assets including deposits with banks. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions is reasonably spread amongst the counterparties.

**Trade receivables and other receivables**

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade and other receivables. The Company considers the probability of default and whether there has been a significant increase in the credit risk on an ongoing basis through each reporting period. To assess whether there is a significant increase in credit risk, the Company compares the risk of default occurring on financial assets as on the reporting date.

Summary of the Company's exposure to credit risk by age of the outstanding from various customers is as follows:

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
Not Due	3,495.84	1,170.95
0-3 Months	1,656.24	4,195.04
3-6 Months	650.07	932.90
6-12 Months	10.52	85.63
1-2 years	582.17	212.09
> 2 years	-	-
<b>Total</b>	<b>6,394.84</b>	<b>6,596.61</b>

**Impairment**

Most of customers are PSU and as per past experience, there has been no credit loss on account of customer's inability to pay i.e. there has been no material bad debts in past and therefore, no provision is generally made on this account. The company has used a practical expedient by computing the expected credit loss allowance for trade receivables on a provision matrix. An impairment analysis is performed at each reporting date based on the facts and circumstances existing on that date to identify expected losses on account of time value of money and credit risk. The calculation is based provision matrix which considers actual historical data adjusted appropriately for the future expectations and probabilities. Receivables from group companies are excluded for the purposes of this analysis since no credit risk is perceived on them. Proportion of expected credit loss provided for across the ageing buckets is summarised below:

On the above basis, the Company estimates the following provision matrix at the reporting date:

Particulars	Expected credit loss %	
	31 March 2022	31 March 2021
Not Due	0.30%	0.28%
0-3 Months	0.26%	0.32%
3-6 Months	0.44%	0.32%
6-12 Months	5.81%	7.38%
1-2 years	8.13%	13.26%
> 2 years	100.00%	100.00%

Movement in the provision for loss allowance in respect of trade and other receivables are as follows:

(₹ in lakhs)

Particulars	31 March 2022	31 March 2021
Balance at the beginning of the year	77.16	148.53
Provision / (Reversal) during the year	(11.55)	(71.37)
<b>Balance at the end of the year</b>	<b>65.61</b>	<b>77.16</b>

#### Cash and bank balances

The Company is also exposed to credit risks arising on cash and cash equivalents and term deposits with banks. The Company believes that its credit risk in respect of cash and cash equivalents and term deposits is insignificant as funds are invested in term deposits at pre-determined interest rates for specified period of time. For cash and cash equivalents and other bank balances, only high rated banks are accepted.

#### Other financial assets

Other financial assets includes loan to employees and related parties, security deposits, etc. Credit risk arising from these financial assets is limited and there is no collateral held against these because the counterparties are group companies, banks. Banks have high credit ratings assigned by the credit rating agencies.

#### (ii) Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are proposed to be settled by delivering cash or other financial asset. The Company's financial planning has ensured, as far as possible, that there is sufficient liquidity to meet the liabilities whenever due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. In addition to the Company's own liquidity, it enjoys credit facilities with the reputed bank and financial institutions.

Management monitors the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company's liquidity management policy involves periodic reviews of cash flow projections and considering the level of liquid assets necessary, monitoring balance sheet, liquidity ratios against internal and external regulatory requirements.

### Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

(₹ in lakhs)

31 March 2022	Carrying amount	Contractual maturities				
		Not Due	Less than 12 months	1-2 years	2-5 years	More than 5 years
<b>Borrowings</b>						
- Non-current	8,751.75	-	-	6,139.93	2,348.12	263.70
- Current	2,069.34	-	2,069.34	-	-	-
<b>Trade payable</b>						
- Non-current	-	-	-	-	-	-
- Current	3,171.45	-	3,171.45	-	-	-
<b>Other financial liability</b>						
- Non-current	110.60	-	-	53.88	48.66	8.06
- Current	94.58	-	94.58	-	-	-

(₹ in lakhs)

31 March 2021	Carrying amount	Contractual maturities				
		Not Due	Less than 12 months	1-2 years	2-5 years	More than 5 years
<b>Borrowings</b>						
- Non-current	11,560.76	-	-	2,288.64	8,554.92	717.20
- Current	2,932.13	-	2,932.13	-	-	-
<b>Trade payable</b>						
- Non-current	-	-	-	-	-	-
- Current	4,844.24	-	4,844.24	-	-	-
<b>Other financial liability</b>						
- Non-current	93.41	-	-	10.93	82.48	-
- Current	187.22	-	187.22	-	-	-

### (iii) Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates and interest rates – will affect the Company's income. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables and debt. The company does not have any transactions in foreign currency. And accordingly, company does not have currency 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 liquidity and borrowing are managed by professional at senior management level. The interest rate exposure of the Company is reduced by matching the duration of

investments and borrowings. The interest rate profile of the Company's interest - bearing financial instrument as reported to management is as follows:

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Fixed-rate instrument</b>		
Financial asset	4,986.08	8,529.42
Financial liability	-	69.68
<b>Floating-rate instrument</b>		
Financial asset	-	-
Financial liability	10,852.88	14,457.25

#### Interest rate sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of change in interest rates. The following table demonstrates the sensitivity of floating rate financial instruments to a reasonably possible change in interest rates. The risk estimates provided assume a parallel shift of 100 basis points interest rate across all yield curves. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

(₹ in lakhs)

Particulars	Increase on profit/(loss) after tax
<b>31 March 2022</b>	
Increase in 100 basis point	(108.53)
Decrease in 100 basis point	108.53
<b>31 March 2021</b>	
Increase in 100 basis point	(144.57)
Decrease in 100 basis point	144.57

#### Note 38

##### Capital management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The board of directors seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position. The Company monitors capital using a ratio of 'Debt' to 'Equity'. For this purpose, 'Debt' is meant to include long-term borrowings, short-term borrowings and current maturities of long-term borrowings. 'Equity' comprises all components of equity. The Company's debt to equity ratio as at the end of the reporting periods are as follows:

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Total debt (including interest accrued but not due on borrowings)</b>	10,852.88	14,526.93
Less : Cash and bank balances	29.38	1,309.38
<b>Adjusted net debt</b>	<b>10,823.50</b>	<b>13,217.55</b>
<b>Total equity</b>	<b>14,649.41</b>	<b>14,390.97</b>
<b>Debt to equity (net)</b>	<b>0.74</b>	<b>0.92</b>

**Note 39**  
**Ratio Analysis and its elements**

(₹ in lakhs)

Sr. No.	Ratio	Numerator	Denominator	FY 2021-22		FY 2020-21		Ratio	Variance %	Reason for variance for variance of ±25%
				Numerator	Denominator	Numerator	Denominator			
1	Current ratio	Current Assets	Current Liabilities	22,365.27	16,454.34	21,212.23	9,643.51	2.20	-38.21%	Due to increase in contract liability (refer note 36).
2	Debt equity ratio	Total Debt	Shareholder's Equity	10,821.09	14,649.41	14,492.89	14,390.97	1.01	-26.65%	On account of repayment / pre-payment of debt.
3	Debt service coverage ratio	Earnings available for debt service	Interest & Lease Payments + Scheduled Principal Repayments	1,863.34	3,304.76	1,754.59	2,482.56	0.71	-20.22%	
4	Return on Equity	Net Profits after taxes	Average Shareholder's Equity	251.02	14,520.19	49.19	14,361.68	0.34%	404.74%	Due to recovery of business performance post COVID waves
5	Inventory turnover ratio	Direct cost relating to revenue from operations	Average Inventory	7,949.91	3,116.88	8,610.73	3,205.11	2.69	-5.06%	
6	Trader receivable turnover ratio	Revenue from operations	Average Accounts Receivable	9,334.60	6,393.90	10,112.39	6,668.21	1.52	-3.73%	
7	Trader payable turnover ratio	Cost of material consumed, project and other expenses	Average Accounts Payable	8644.30	4,007.85	9,011.61	4,737.50	1.90	13.39%	
8	Net capital turnover	Revenue from operations	Average Working capital	9,334.60	8,739.83	10,112.39	12,039.66	0.84	27.16%	Due to increase in contract liability (refer note 36).
9	Net profit ratio	Profit after tax	Revenue from operations	251.02	9,334.60	49.19	10,112.39	0.49%	452.83%	Due to decrease in average working capital
10	Return on capital employed	Earning before interest and taxes	Capital Employed	1,766.38	26,358.39	1,642.86	29,639.38	5.54%	20.90%	Due to recovery of business performance post COVID waves
11	Return on investment	Income generated from treasury invested funds	Average invested funds in treasury investments	-	-	-	-	-	0.00%	Not applicable as no investment made in treasury instruments.

On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, plans and business assumptions, the company is confident that no material uncertainty exists as on date that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due.

**Note 40**

Disclosure under Regulation 34 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 186(4) of the Companies Act, 2013.

( ₹ in lakhs )

Particulars	As at 31 March 2022	Maximum balance outstanding during the year 2021-22	As at 31 March 2021	Maximum balance outstanding during the year 2020-21
<b>Details of loans given :</b>				
Nila Terminals (Amerli) Private Limited	494.05	1,168.49	1,162.89	1,162.89
Kent Residential and Industrial Park LLP	-	4,679.48	4,679.48	5,245.27
Romanovia Industrial Park Private Limited	2,581.27	2,581.27	987.76	1,382.06
Vyapnila Terminals (Modasa) Private Limited*	1,138.20	1,138.20	970.86	1,217.21

Details of Investments made by the company are given in Note 7.

All loans are given for the purposes of the business and are repayable as per agreed schedule of repayment.

\* Loan balance of Vyapnila Terminals (Modasa) Private Limited is after adjustment of effective interest rate, the loan is interest free.

**Note 41**

Transactions and relationship with struck off companies

( ₹ in lakhs )

Name of Party	Nature of Transaction	Transactions during the year ended on 31 March 2022	Balance outstanding as at 31 March 2022	Relationship with the struck off company
Orcheed India Pest Management Pvt Ltd	Payable	0.16	0.05	--

( ₹ in lakhs )

Name of Party	Nature of Transaction	Transactions during the year ended on 31 March 2021	Balance outstanding as at 31 March 2021	Relationship with the struck off company
Orcheed India Pest Management Pvt Ltd	Payable	3.60	0.13	--
La Dimentia Pvt Ltd	Advances to supplier	-	0.11	--

**Note 42**

Other Statutory Information

- The company has neither advanced, loaned or invested funds nor received any fund to/from any person or entity for lending or investing or providing guarantee to/on behalf of the ultimate beneficiary during the reporting periods.
- There are no proceedings initiated or pending against the company under section 24 of the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder for holding any benami property.
- The company has been sanctioned working capital limit in the form of term loans and overdraft facilities, however the terms and conditions of the sanctions does not specify to submit any monthly or quarterly statements of current assets of the company, hence the company is not submitting such statements to the lending banks and financial institutions.
- The company has not been declared a wilful Defaulter by any bank or financial institution or consortium thereof in

accordance with the guidelines on wilful defaulters issued by the RBI.

- e The company has not traded or invested in Crypto currency or Virtual Currency during the reporting periods.
- f There is no immovable property in the books of the company whose title deed is not held in the name of the company.
- g There is no charge or satisfaction of charge which is yet to be registered with ROC beyond the statutory period.
- h The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- i The company has not entered into any scheme of arrangement in terms of sections 230 to 237 of the Companies Act, 2013.
- j The company does not have any transaction not recorded in the books of accounts that has been surrendered or not disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- k The company examined by us, the company has not entered into any non-cash transactions with directors or any person connected with the directors.

#### Note 43 COVID-19

The Company has considered possible effects that may result from Covid-19 pandemic in preparation of these standalone financial results, used relevant internal and external sources of information and expect that these events will not have any material implication on the operations of the company in the near future. The Impact of COVID-19 may be different from that the estimated as at the date of these financial statements.

#### Note 44

Previous year figures have been regrouped/reclassified wherever necessary to confirm to current year presentation.

#### For M B D & Co LLP

Chartered Accountants  
Firm's Registration No: 135129W/W100152

#### Deval Desai

Partner  
Membership No: 132426

Place : Ahmedabad  
Date : 27 May 2022

#### For and on behalf of the Board of Directors of Nila Infrastructures Limited

CIN No. : L45201GJ1990PLC013417

#### Manoj B. Vadodaria

Managing Director  
DIN : 00092053

#### Prashant H. Sarkhedi

Chief Financial Officer

Place : Ahmedabad  
Date : 27 May 2022

#### Kiran B. Vadodaria

Director  
DIN : 00092067

#### Dipen Y. Parikh

Company Secretary  
Membership no: A24031

Place : Ahmedabad  
Date : 27 May 2022

# Independent Auditor's Report

To the Members of Nila Infrastructures Limited

## Report on the Audit of Consolidated Financial Statements

### Opinion

We have audited the accompanying consolidated financial statements of Nila Infrastructures Limited ("the Holding Company"); having CIN L45201GJ1990PLC013417, and its subsidiary (collectively referred to as "the Group") its associate and its joint ventures, which comprise the Consolidated Balance Sheet as at 31 March 2022 the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information, which we have signed under reference to this report (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 the other Auditors on separate financial statements of the subsidiary, associate and joint ventures referred to in Other matters section below, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the group, its associate and its joint ventures as at 31 March 2022, and their consolidated loss (including other comprehensive income), their consolidated cash flows and the consolidated changes in equity for the year ended on that date.

### Basis of Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs) and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group, its associate and its joint ventures, in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained along with the consideration of audit reports of the other auditors referred to in sub paragraph (a) of the "Other Matters" paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

### Emphasis of Matter

We draw your attention to the Note 34(i)(c) of the consolidated financial statement that describes the search operation carried out by the Income Tax department at the Company's business premises and residential premises of the promoters and certain key employees of the Company. As the Company has not received any communication on the findings of the investigation by the Income Tax department till the date of this report, the impact of this matter on the consolidated financial statements for the year ended 31 March 2022 and the adjustments (if any) required, is presently not ascertainable. Our conclusion is not modified in respect of this matter.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

#### 1) Recognition of contract revenue and margins:

Revenue from construction projects represents significant portion of the revenue from operations of the Group. We identified recognition of contract revenue and margins as a key audit matter because the estimation of the

contract revenue and total cost to complete the contract is inherently subjective, complex and requires significant management judgment. The same may get subsequently changed due to change in prevailing circumstances, contract variations and changes to key assumptions and could result in significant variance in the revenue and profit or loss from a contract for the reporting period.

Refer note 3 (h) to the consolidated financial statements on accounting policy for revenue recognition.

**How the matter was addressed in our audit;**

**Our procedures included the following**

- Obtained an understanding of management’s process for analysing long term contracts, the risk associated with the contract and any key judgments.
- Evaluating the design and implementation of relevant controls over contract revenue and cost estimation process through a combination of procedures involving inquiry, observations, and inspection of evidence.
- We selected a sample of contracts to test, using a risk based criteria which included individual contracts with: significant revenue recognised during the year; significant contract asset balances held at the year-end; or low profit margins.
- For the sample contracts selected as above, verified underlying documents such as original contract and its amendments, key contract terms and milestones for verifying the estimation of contract revenue and costs and /or any change in such estimation.
- Evaluating retrospective results for contracts completed during the current year to ensure there is no management bias in estimated contract revenue and costs.
- Evaluated adequacy of specific key assumptions considered by management in determining contract revenue.
- Considered the adequacy of the disclosures in note 36 to the consolidated financial statements.

**2) Recoverability of carrying value of loans and investments in subsidiary, joint ventures and associate:**

The assessment of recoverable value of the Group’s investment in and loans receivable from joint ventures and associate involves significant judgement. These include assumptions such as discount rates, future business plan, recoverability of its receivables and growth rate.

We focused on this area as a key audit matter due to judgements involved in forecasting future cash flows and the selection of assumptions.

Refer note 7 and 37 to the consolidated financial statements.

**How the matter was addressed in our audit;**

**Our procedures included the following**

- Tested operating effectiveness of controls over the impairment analysis performed by the management.
- Evaluated net worth and past performance of the Company to whom loans were given or investment made.
- Challenged the significant assumptions and judgements used in impairment analysis, such as forecast revenue, margins, terminal growth and discount rates.
- Evaluated adequacy of specific key assumptions considered by management in determining the recoverable value of its loans and investments.

- Performing sensitivity analysis on key assumptions including discount rates and estimated future growth.
- Evaluated accuracy of disclosure in the consolidated financial statements.

#### **Information other than the Consolidated Financial Statements and Auditor's Report thereon**

The Board of Directors of the Holding company is responsible for the other information. The other information comprises the information included in the Letter to shareholders, Operational highlights, Financial charts, Directors' report Analysis, Business Responsibility Report, Dividend Distribution Policy and Performance trend but does not include the Standalone Financial Statements, Consolidated Financial Statements and our Auditor's Reports thereon.

Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information, compare with the Consolidated Financial Statements audited and, in doing so, place reliance on the work of the other Auditors and consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the subsidiary companies, is traced from their Financial Statements audited by other Auditors.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

#### **Management's Responsibility for the Consolidated Financial Statements**

The Holding Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these consolidated financial statements to give a true and fair view of the consolidated financial position, consolidated financial performance (including other comprehensive income), consolidated cash flows and consolidated changes in equity of the Group including its associate and its joint ventures in accordance with the Ind AS and accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group, its associate and its joint ventures, are responsible for assessing the Group'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 Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors and management of the companies and entities included in the Group and its associate and its joint ventures, are responsible for overseeing the financial reporting process of each entity.

#### **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 Group 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 Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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, its associate and / or its joint ventures, to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the 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 business activities within the Group and its associate and its joint ventures, 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 or business activities included in the Consolidated Financial Statements of which we are the Independent Auditors. For the other entities or business activities 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.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance of the Holding Company 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.

## Other matters

1. (a) We have not audited the financial statements of one subsidiary, two joint ventures and one associate included in the consolidated audited financial results, whose financial statements reflects audited financial information denoted in table below. These financial statements of one subsidiary, two joint ventures and one associate are audited by their respective independent auditors whose reports have been furnished to us by the management and our opinion, in terms of sub-section (3) of the Section 143 of the Act, in so far as it relates to the amount and disclosures included in respect of these entities is based solely on the report of such auditors and the procedures performed by us as stated under Auditor's Responsibilities section above.

(₹ in Lakhs)

Components	For the year ended 31 March 2022			
	Total Revenue from Operations	Total Net Profit / (Loss) after Tax	Total Comprehensive Income / (Loss)	Net Cash inflow / (outflow)
Subsidiary*	NIL	2.21	2.21	(3.17)
Joint Ventures	Not Applicable	(319.64)#	(319.64)^	Not Applicable
Associate	Not Applicable	0.43#	0.43^	Not Applicable

\* before consolidation adjustments

# group's share of net profit / (loss) after tax

^ group's share of total comprehensive income / (loss)

- (b) One of these joint ventures is a Limited Liability Partnership ("LLP") whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in India, the accounting standards issued by Institute of Chartered Accountants of India and the provisions of LLP Act, 2008 ("applicable reporting framework for LLP") and have been audited by other auditors under generally accepted auditing standards applicable in India. The Holding Company's management has converted the financial statements of such joint venture from applicable reporting framework for LLP to Indian Accounting Standards prescribed under Section 133 of the Act. We have audited these conversion adjustments made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of such joint venture is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.

Our opinion 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 and conversion adjustments prepared by management as mentioned above.

## Report on Other Legal and Regulatory Requirements

1. As required by 'the Companies (Auditor's Report) Order, 2020' ("the order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, on the basis of such checks of the books and records of the Holding Company and based on the consideration of reports of the other auditors on separate financial statements and the other financial information of the subsidiary, joint venture and associate companies, as noted in the "Other Matter" paragraph, we give in the "Annexure A", a statement on the matters specified in paragraph 3 (xxi) of the order.
2. As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on separate financial statements of such subsidiary, associate, and joint ventures as were audited by other auditors, as noted in the 'Other Matter' paragraph, we report, to the extent applicable, 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 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 Balance Sheet, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity 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) In our opinion, the aforesaid consolidated financial statements comply with the Indian 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 of the Holding Company as on 31 March 2022 taken on record by the Board of Directors of the holding company and the reports of the statutory auditors of its subsidiary company, associate company, joint venture, none of the directors of the Group Companies, its associate company, and joint venture is disqualified as on 31 March 2022 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 with reference to financial statements of the Holding Company, its subsidiary and one joint venture Company, to which requirements of the Act are applicable and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (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 and based on the consideration of the reports of the other auditors on separate financial statements of the subsidiary, associate and joint ventures, as noted in the 'Other Matter' paragraph:
- i. The Group has disclosed the impact of pending litigations on its financial position in its Consolidated financial statements;
  - ii. The Group, its associate and joint ventures 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 Holding Company during the year ended 31 March 2022. Further, there are no amounts which are required to be transferred to the Investor Education and Protection Fund by the subsidiary, associate and joint ventures during the year ended 31 March 2022.
  - iv. (a) The respective managements of the Holding Company and its subsidiary, joint ventures and associate have represented to us and the other auditors of such subsidiary, joint ventures and associate that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiary, joint ventures and associate to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - (b) The respective managements of the Holding Company and its subsidiary, joint ventures and associate have represented to us and the other auditors of such subsidiary, joint ventures and associate that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Holding Company or any of such subsidiary, joint ventures and associate from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiary, joint ventures and associate shall, whether, directly or indirectly, lend or invest in

other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and those performed by the auditors of the subsidiary, joint ventures and associate, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The Holding company and its subsidiary, joint ventures and associate have not proposed any dividend during the previous year and has not declared any interim dividend during the year and until the date of this report. Hence, no reporting is applicable with regards to compliance with section 123.
- (h) In our opinion and according to the information and explanations given to us and based on the reports of the statutory auditors of subsidiary company incorporated in India which was not audited by us, the remuneration paid during the current year by the Holding Company and such subsidiary company to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company and such subsidiary Company is not in excess of the limit laid down under Section 197 of the Act. According to the information and explanations given to us and based on the reports of the statutory auditors of associate and joint ventures, which were not audited by us, the provisions of Section 197 of the Act is not applicable to such associate and joint ventures.

**For, M B D & Co LLP**  
Chartered Accountants  
Firm's Registration No: 135129W/W100152

**Deval Desai**  
Partner  
Membership Number: 132426  
UDIN: 22132426AJSLAC9816

Place: Ahmedabad  
Date: 27 May 2022

## Annexure A to the Independent Auditor's Report

Referred in paragraph 1 under the heading "Report on other legal and regulatory requirements" of our report of even date to the members of Nila Infrastructures Limited on the consolidated financial statements as of and for the year ended 31 March 2022

In terms of the information and explanations sought by us and given by the company and based on the Companies (Auditor's Report) Order, 2020 (CARO) report issued by respective companies' auditor included in the consolidated financial statement to which reporting under CARO is applicable, as furnished to us by the management and to the best of our knowledge and belief, we state that:

(xxi) As required by paragraph 3(xxii) of the CARO 2020, we report that the auditors of the following companies have given qualification or adverse remarks in their CARO report on the standalone financial statements of the respective companies included in the Consolidated Financial Statements of the Holding Company:

Sr. No.	Name of Company	CIN	Relation	Clause number of CARO report which is qualified or adverse
1	Romanovia Industrial Park Private Limited	U45200GJ2013PTC-077822	Joint Venture	ix
2	Romanovia Industrial Park Private Limited	U45200GJ2013PTC-077822	Joint Venture	xvii

**For, M B D & Co LLP**  
Chartered Accountants  
Firm's Registration No: 135129W/W100152

**Deval Desai**  
Partner  
Membership Number: 132426  
UDIN: 22132426AJSLAC9816

Place: Ahmedabad  
Date: 27 May 2022

## Annexure B to the Independent Auditor's Report

Referred to in Annexure referred to in paragraph (f) under the heading "Report on other legal and regulatory requirements" of our report to the members of Nila Infrastructures Limited on the Consolidated financial statements as of and for the year ended 31 March 2022

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

### Opinion

In conjunction with our audit of the consolidated financial statements of the Nila Infrastructures Limited ("the holding company") as of and for the year ended 31 March 2022, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company, and one joint venture company to which requirements of the Act are applicable, as of that date.

In our opinion, the Holding Company and one joint venture company to which requirements of the Act are applicable, 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 31 March 2022, based on the internal control over financial reporting criteria established by such companies 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 ("the Guidance Note").

### Management's Responsibility for Internal Financial Controls

The respective company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective 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 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 Companies Act, 2013.

### Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements 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") issued by ICAI 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 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 were 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 consolidated 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 of the subsidiary and one joint venture Company, to which requirements of the Act are applicable, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements.

### **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.

### **Other Matter**

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements in so far as it relates to the subsidiary and one joint venture company, to which the requirements of the Act are applicable, is based on the corresponding report of other auditors of such subsidiary and one joint venture company.

Our opinion on the internal financial controls with reference to consolidated financial statements is not modified in respect of the above matter, with respect to our reliance on the work done and the reports of the other auditor.

**For, M B D & Co LLP**  
Chartered Accountants  
Firm's Registration No: 135129W/W100152

**Deval Desai**  
Partner  
Membership Number: 132426  
UDIN: 22132426AJSLAC9816

Place: Ahmedabad  
Date: 27 May 2022

# Consolidated Balance Sheet

as at 31 March 2022

(₹ in lakhs)

Particulars	Note	As at 31 March 2022	As at 31 March 2021
<b>ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, plant and equipment	4	439.55	559.23
(b) Investment properties	5	3,181.27	3,261.64
(c) Intangible assets	6	1.99	0.95
(d) Financial assets			
(i) Investments	7	7,133.73	744.33
(ii) Loans	8	3,729.93	6,631.64
(iii) Other non-current financial assets	9	1,895.22	1,424.56
(e) Income tax assets (net)	11	333.80	129.00
(f) Other non-current non-financial assets	10	10.37	392.06
<b>Total non-current assets</b>		<b>16,725.86</b>	<b>13,143.41</b>
<b>Current assets</b>			
(a) Inventories	12	6,190.57	4,716.00
(b) Financial assets			
(i) Trade receivables	13	6,284.01	6,503.79
(ii) Cash and cash equivalents	14	31.56	1,314.73
(iii) Bank balances other than (ii) above	14	39.96	584.49
(iv) Loans	8	119.68	15.00
(v) Other current financial assets	9	3.88	10.34
(c) Current tax assets (net)	11	0.66	0.65
(d) Other current non-financial assets	10	12,497.31	10,089.32
<b>Total current assets</b>		<b>25,167.63</b>	<b>23,234.32</b>
<b>Total assets</b>		<b>41,893.49</b>	<b>36,377.73</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	15	3,938.89	3,938.89
(b) Other equity	16	9,366.67	9,557.41
<b>Total equity</b>		<b>13,305.56</b>	<b>13,496.30</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	17	8,751.75	11,560.76
(ii) Trade payable			
(iia) Due to micro and small enterprises	21	-	-
(iib) Due to others	21	-	-
(iii) Other non-current financial liabilities	18	110.60	93.41
(b) Provisions	19	70.00	90.03
(c) Deferred tax liabilities (net)	20	484.44	410.39
<b>Total non-current liabilities</b>		<b>9,416.79</b>	<b>12,154.59</b>
<b>Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	17	2,069.34	2,932.13
(ii) Trade payables			
(iia) Due to micro and small enterprises	21	-	83.18
(iib) Due to others	21	3,172.22	4,761.63
(iii) Other current financial liabilities	18	94.58	119.92
(b) Other current non-financial liabilities	22	13,737.19	2,738.46
(c) Provisions	19	97.81	91.52
<b>Total current liabilities</b>		<b>19,171.14</b>	<b>10,726.84</b>
<b>Total liabilities</b>		<b>28,587.93</b>	<b>22,881.43</b>
<b>Total equity and liabilities</b>		<b>41,893.49</b>	<b>36,377.73</b>

The accompanying notes 1 to 46 form an integral part of these consolidated financial statements.

As per our report of even date attached

**For M B D & Co LLP**  
Chartered Accountants  
Firm's Registration No: 135129W/W100152

**Deval Desai**  
Partner  
Membership No: 132426

Place : Ahmedabad  
Date : 27 May 2022

**For and on behalf of the Board of Directors of**  
**Nila Infrastructures Limited**  
CIN No. : L45201GJ1990PLC013417

**Manoj B. Vadodaria**  
Managing Director  
DIN : 00092053

**Prashant H. Sarkhedi**  
Chief Financial Officer

Place : Ahmedabad  
Date : 27 May 2022

**Kiran B. Vadodaria**  
Director  
DIN : 00092067

**Dipen Y. Parikh**  
Company Secretary  
Membership no: A24031

Place : Ahmedabad  
Date : 27 May 2022

## Consolidated Statement of Profit and Loss

for the year ended 31 March 2022

(₹ in lakhs)

Particulars	Note	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>Income</b>			
Revenue from operations	23	8,331.80	9,685.02
Other income	24	1,091.02	911.03
<b>Total income</b>		<b>9,422.82</b>	<b>10,596.05</b>
<b>Expenses</b>			
Cost of material consumed and project expenses	25	8,453.51	8,733.95
Changes in inventories of construction material, land and work in progress	26	(1,474.57)	(615.46)
Employee benefits expenses	27	337.53	318.62
Finance costs	28	1,447.66	1,608.96
Depreciation and amortisation expense	4,5 & 6	186.63	178.14
Other expenses	29	295.50	278.19
<b>Total expenses</b>		<b>9,246.26</b>	<b>10,502.40</b>
<b>Profit before tax and share in profit/(loss) of joint ventures &amp; associate</b>		<b>176.56</b>	<b>93.65</b>
<b>Tax expense:</b>			
- Current tax	20	(16.04)	158.83
- Deferred tax charge/(credit) (net)	20	71.55	(120.04)
<b>Total tax expenses</b>		<b>55.51</b>	<b>38.79</b>
<b>Profit after tax before share in profit of joint ventures and associate</b>		<b>121.05</b>	<b>54.86</b>
<b>Share in profit/(loss) of joint ventures and associate (net of tax)</b>		<b>(319.21)</b>	<b>(119.85)</b>
<b>Profit for the year</b>		<b>(198.16)</b>	<b>(64.99)</b>
<b>Other comprehensive income</b>			
<b>Items that will not be reclassified subsequently to profit or loss</b>			
Remeasurement of post-employment benefit obligation	16	9.92	12.55
Income tax relating to these items	16	(2.50)	(3.16)
<b>Other comprehensive income for the year, net of tax</b>		<b>7.42</b>	<b>9.39</b>
<b>Total comprehensive income for the year</b>		<b>(190.74)</b>	<b>(55.60)</b>
<b>Earnings per equity share (Face value ₹ 1 per share)</b>			
Basic	30	(0.05)	(0.02)
Diluted	30	(0.05)	(0.02)

The accompanying notes 1 to 46 form an integral part of these consolidated financial statements.

As per our report of even date attached

**For M B D & Co LLP**

Chartered Accountants

Firm's Registration No: 135129W/W100152

**Deval Desai**

Partner

Membership No: 132426

**For and on behalf of the Board of Directors of  
Nila Infrastructures Limited**

CIN No. : L45201GJ1990PLC013417

**Manoj B. Vadodaria**

Managing Director

DIN : 00092053

**Kiran B. Vadodaria**

Director

DIN : 00092067

**Prashant H. Sarkhedi**

Chief Financial Officer

**Dipen Y. Parikh**

Company Secretary

Membership no: A24031

Place : Ahmedabad

Date : 27 May 2022

Place : Ahmedabad

Date : 27 May 2022

Place : Ahmedabad

Date : 27 May 2022

## Consolidated Statement of Changes in Equity

for the year ended 31 March 2022

### Equity share capital

(₹ in lakhs)

Particulars	Note	Amount
Balance as at 1 April 2020		3,938.89
Changes during the year		-
Balance as at 31 March 2021		3,938.89
Changes during the year		-
Balance as at 31 March 2022	15	3,938.89

### Other Equity

(₹ in lakhs)

Particulars	Note	Reserves and Surplus			Total
		Retained earnings	General reserve	Securities premium	
Balance as at 1 April 2020		9,054.53	524.77	33.71	9,613.01
<b>Total comprehensive income for the year ended 31 March 2021</b>					
Profit for the year		(64.99)	-	-	(64.99)
<b>Items of other comprehensive income</b>					
Remeasurement of post-employment benefit obligation (net of tax)	16	9.39	-	-	9.39
Balance as at 31 March 2021		8,998.93	524.77	33.71	9,557.41
<b>Total comprehensive income for the year ended 31 March 2022</b>					
Profit for the year		(198.16)			(198.16)
<b>Items of other comprehensive income</b>					
Remeasurement of post-employment benefit obligation (net of tax)	16	7.42			7.42
Balance as at 31 March 2022		8,808.19	524.77	33.71	9,366.67

#### Nature and purpose of reserves:

**General Reserve** - The General Reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the General Reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve is not reclassified subsequently to the Statement of Profit and Loss.

**Equity Security Premium** - Securities premium reserve is used to record the premium on issue of equity shares. The reserve is utilised in accordance with the provisions of the Act.

The accompanying notes 1 to 46 form an integral part of these consolidated financial statements.

As per our report of even date attached

**For M B D & Co LLP**  
Chartered Accountants  
Firm's Registration No: 135129W/W100152

**Deval Desai**  
Partner  
Membership No: 132426

Place : Ahmedabad  
Date : 27 May 2022

**For and on behalf of the Board of Directors of Nila Infrastructures Limited**  
CIN No. : L45201GJ1990PLC013417

**Manoj B. Vadodaria**  
Managing Director  
DIN : 00092053

**Prashant H. Sarkhedi**  
Chief Financial Officer

Place : Ahmedabad  
Date : 27 May 2022

**Kiran B. Vadodaria**  
Director  
DIN : 00092067

**Dipen Y. Parikh**  
Company Secretary  
Membership no: A24031

Place : Ahmedabad  
Date : 27 May 2022

## Consolidated Statement of Cash Flow

for the year ended 31 March 2022

(₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>Cash flow from operating activities</b>		
Profit before tax	176.56	93.65
<b>Adjustments for:</b>		
Depreciation and amortisation expense	186.63	178.14
Finance cost	1,447.66	1,608.96
Liabilities no longer required written back	(160.14)	(86.93)
Provision for defect liability expense	15.18	15.54
Loss on sale of property, plant and equipments and asset discarded	24.16	1.88
Interest income	(895.67)	(786.97)
Provision for loss allowance on trade receivables	(11.55)	(71.37)
<b>Operating profit before working capital changes</b>	<b>782.83</b>	<b>952.90</b>
<b>Changes in working capital adjustments</b>		
(Increase) in security deposit given	24.75	54.38
(Increase)/decrease in trade receivables	231.33	(20.58)
(Increase)/decrease in other financial assets	(31.78)	284.85
(Increase)/decrease in other assets (current and non-current)	(2,401.30)	312.91
(Increase)/decrease in inventories	(1,474.57)	882.92
Increase/(decrease) in trade payables	(1,512.45)	301.02
Increase/(decrease) in other financial liabilities	0.62	71.23
Increase/(decrease) in other current liabilities	10,998.73	(811.66)
Increase/(decrease) in provisions	(19.00)	3.74
<b>Cash generated from / (used in) operations</b>	<b>6,599.16</b>	<b>2,031.71</b>
Less: Income taxes paid (net)	(188.77)	(201.05)
<b>Net cash flow generated from/ (used in) operating activities [A]</b>	<b>6410.39</b>	<b>1,830.66</b>
<b>Cash flow from investing activities</b>		
Purchase of property, plant and equipments	(33.56)	(0.75)
Purchase of investment	(2,138.91)	-
Sale of investment	0.15	-
Purchase of investment properties	-	(2,066.41)
Loans (given) to related parties (net)	(1,542.02)	(630.39)
Loans (given)/repaid by others (net)	(115.13)	101.67
Proceeds from sale of / receipt back of advances for property, plant and equipments	398.80	6.05
Purchase of intangible assets	(2.02)	(0.50)
Proceeds from / (investments in) bank deposits (net)	69.65	240.80
Interest income	787.93	778.60
<b>Net cash flow generated from / (used in) investing activities [B]</b>	<b>(2,575.11)</b>	<b>(1,570.93)</b>
<b>Cash flow from financing activities</b>		
Proceeds/(repayment) of short term borrowings (net)	(608.07)	0.30
Proceeds from short term borrowings	-	69.68
(Repayment) of long term borrowings	(3,431.68)	(96.04)
Proceeds from long term borrowings	367.95	2,614.82
Finance costs paid	(1,446.65)	(1,600.71)
<b>Net cash flow generated from/ (used in) financing activities [C]</b>	<b>(5,118.45)</b>	<b>988.05</b>
<b>Net changes in cash and cash equivalents (A+B+C)</b>	<b>(1,283.17)</b>	<b>1,247.78</b>
<b>Cash and cash equivalents at beginning of the year (see note 2)</b>	<b>1,314.73</b>	<b>66.95</b>
<b>Cash and cash equivalents at end of the year (see note 2)</b>	<b>31.56</b>	<b>1,314.73</b>

**Notes:**

- The above statement of Cash Flows has been prepared under "Indirect method" as set out in the Indian Accounting Standard (Ind AS - 7) "Statement of Cash Flows".
- Reconciliation of cash and cash equivalents as per the Consolidated Statement of Cash Flows.

**Cash and cash equivalents as per above comprise of the following:**

(₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Cash on hand	5.39	2.01
Balance with banks	26.17	1,312.72
<b>Total</b>	<b>31.56</b>	<b>1,314.73</b>

- Changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes:

**Reconciliation of liabilities arising from financing activities**

(₹ in lakhs)

Particulars	As at 1 April 2021	Changes as per consolidated statement of cash flow	Non cash changes	As at 31 March 2022
Borrowings (long term borrowings, short term borrowings & current maturities of long term borrowings)	14,492.89	(3,671.80)	-	10821.09

(₹ in lakhs)

Particulars	As at 1 April 2020	Changes as per consolidated statement of cash flow	Non cash changes	As at 31 March 2021
Borrowings (long term borrowings, short term borrowings & current maturities of long term borrowings)	11,904.13	2,588.76	-	14,492.89

As per our report of even date attached

**For M B D & Co LLP**  
Chartered Accountants  
Firm's Registration No: 135129W/W100152

**For and on behalf of the Board of Directors of**  
**Nil Infrastructures Limited**  
CIN No. : L45201GJ1990PLC013417

**Deval Desai**  
Partner  
Membership No: 132426

**Manoj B. Vadodaria**  
Managing Director  
DIN : 00092053

**Kiran B. Vadodaria**  
Director  
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**Prashant H. Sarkhedi**  
Chief Financial Officer

**Dipen Y. Parikh**  
Company Secretary  
Membership no: A24031

Place : Ahmedabad  
Date : 27 May 2022

Place : Ahmedabad  
Date : 27 May 2022

Place : Ahmedabad  
Date : 27 May 2022

## 1. Group overview

Nila Infrastructures Limited ('the Company') is based in Ahmedabad, Gujarat with its Registered Office situated at 1st Floor, Sambhav House, Opp. Chief Justice Bungalow, Bodakdev, Ahmedabad - 380015. Nila Infrastructures Limited is a public company incorporated on 26 February 1990 and listed on BSE (Bombay Stock Exchange of India Limited) and NSE (National Stock Exchange of India Limited). The Company, together with its subsidiaries, joint ventures and associate, collectively referred to as ('the Group') is involved in the construction as well as development infrastructures project. These consolidated financial statements comprise the financial statements of the Company, its subsidiary, joint ventures and the associate.

## 2. Basis of preparation and measurement

### 2.1. Statement of compliance

These consolidated financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 (the 'Act') and other relevant provisions of the Act.

The consolidated financial statements for the year ended 31 March 2022 have been reviewed by audit committee and subsequently approved by Board of Directors at its meetings held on 27 May 2022. Details of the Group's significant accounting policies are included in note 3.

### 2.2. Functional and presentation currency

These consolidated financial statements are presented in Indian Rupees (₹), which is also the Group's functional currency. All the amounts have been rounded-off to the nearest lakhs, unless otherwise stated.

### 2.3 Basis of Measurement

The consolidated financial statements have been prepared on the historical cost basis except for the following items:

Items	Measurement basis
Net defined benefit plans	Fair value of plan assets less present value of defined benefit obligation using key actuarial assumptions
Land and transferable development rights Receivables	Fair value of land and transferable development rights using applicable market inputs

### 2.4 Use of estimates and judgements

In preparing this consolidated financial statement, management has made judgements, 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.

#### Basis of preparation and measurement (Continued)

Estimates and assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognized prospectively.

Information about critical judgements in applying accounting policies, as well as estimates and the assumptions that have most significant effect to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes:

- Note 3(h) – Evaluation of percentage completion for the purpose of revenue recognition
- Note 3(e) - Identification of the building & furniture & fixtures as an investment property

Note 3(c) – Useful life used for the purpose of depreciation on property, plant and equipment and investment properties and amortization of intangible assets

Note 3(f), (j) – Impairment of financial and non-financial assets

Note 3(q) - Lease classification

Note 3(g) – Recognition and measurement of defined benefit obligations, key actuarial assumptions

Note 3(j) – Fair value measurement of financial instruments

Note 3(k) – Current / deferred tax expense and recognition and evaluation of recoverability of deferred tax assets

Note 3(m) – Provisions and contingencies

## 2.5 Measurement of fair values

The Group's accounting policies and disclosures requires the measurement of fair values for financial instruments.

The Group has established control framework with respect to the measurement of fair values. The management regularly reviews significant unobservable inputs and valuation adjustments.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

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

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entity in the same level of fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognizes transfers between the levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in the following notes:

Note 5 - Investment property

Note 37 – Financial instruments

## 3. Significant Accounting Policies

### a) Operating Cycle

All assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle and other criteria set out in Schedule III of the Companies Act, 2013. Operating cycle for project related assets and liabilities is the time start of the project to their realization in cash or cash equivalents. Operating cycle for all other assets and liabilities has been considered as twelve months.

### b) Basis of consolidation

#### i) Subsidiaries

Subsidiaries are all entities (including structured entities) over which the group has control. The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity

and has the ability to affect those returns through its power to direct the relevant activities of the entity. The financial statement of the subsidiaries are included in the consolidated financial statements from the date on which control is transferred/acquired to/by the group and they are deconsolidated from the date the control ceases. The acquisition method of accounting is used to account for business combinations by the group.

The group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealized gains on transactions between group companies are eliminated. Accounting policies of subsidiaries are changed where necessary to ensure consistency with policies adopted by the group.

#### **ii) Joint ventures and associate**

The Group's interest in equity accounted investees comprises interest in joint ventures and associate.

An associate is an entity in which the Group has significant influence but not control or joint control. A joint venture is an arrangement in which the Group has joint control and has the rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

Interests in joint ventures and associates are accounted for using the equity method. They are initially recognized at cost. Subsequent to initial recognition, the consolidated financial statements include the Group's share of profit and loss and other comprehensive income of equity accounted investees until the date on which the significant influence or joint control ceases.

When the Group's share of losses in any equity accounted investments equals or exceeds its interest in an entity; the Group does not recognize further losses, unless it has incurred obligations or made payments on behalf of other entity.

#### **iii) Equity method**

Under the equity method of accounting, the investments are initially recognized at cost and adjusted thereafter to recognize the Group's share of 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.

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

Unrealised gains on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Groups interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of assets transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

#### **iv) Transactions eliminated on consolidation**

Intra-group balances and transactions, and any unrealized income and expenses arising from intra-group transactions, are eliminated in full while preparing these consolidated financial statements. Unrealised gains or losses arising from transactions with equity accounted investees are eliminated against the investment to the extent of the Group's interest in the investee. Deferred tax asset or liability is created on any temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

### **c) Property, plant and equipment**

#### **Recognition and measurement**

Items of property, plant and equipment are measured at cost, which includes capitalized borrowing costs, less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognized in the Statement of Profit and Loss.

#### **Subsequent measurement**

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

#### **Depreciation**

Depreciation is being provided on a pro-rata basis on the 'Straight Line Method' over the estimated useful lives of the assets as prescribed under Part C of Schedule II to the Companies Act, 2013. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate. Advances given towards acquisition of property, plant and equipment outstanding at each Balance Sheet date are disclosed as other non-current assets.

#### **Derecognition**

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The consequential gain or loss is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognized in the Statement of Profit and Loss.

### **d) Intangible assets and amortisation**

Intangible assets are carried at cost less accumulated amortization and impairment losses, if any. The cost of an intangible asset comprises of its purchase price, including any import duties and other taxes (other than those subsequently recoverable from the taxing authorities), and any directly attributable expenditure on making the asset ready for its intended use.

#### **Subsequent Expenditure**

Subsequent expenditure is capitalized only when it increases the future economic benefits associated with the expenditure will flow to the Group. All other expenditure is recognized in the Statement of Profit and Loss as incurred

#### **Amortisation**

Intangible assets are amortized on a straight - line basis (pro-rata from the date of additions) over estimated useful life up to five years.

#### **Derecognition**

The carrying amount of an intangible asset is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the derecognition of an intangible assets are measured as the difference between the net disposal proceeds and the carrying amount of intangible assets and is recognized in the Statement of Profit and Loss account

**e) Investment Property**

Investment property is property held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes.

**Recognition and measurement**

Upon initial recognition, an investment property is measured at cost. Subsequent to initial recognition, investment property is measured at cost less accumulated depreciation and accumulated impairment losses, if any.

**Depreciation**

Depreciation is being provided on a pro-rata basis on the 'Straight Line Method' over the estimated useful lives of the assets as prescribed under Part C of Schedule II to the Companies Act, 2013. The residual values, useful lives and methods of depreciation of investment properties equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

**Fair value disclosure**

The fair values of investment property is disclosed in the notes. Fair values is determined by an independent valuer who holds a recognized and relevant professional qualification and has recent experience in the location and category of the investment property being valued.

Any gain or loss on disposal of an investment property is recognized in Statement of Profit and Loss.

**f) Impairment of non-financial assets**

Non-financial assets of the Group, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, 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 CGU (or the asset).

An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognized in the Statement of Profit and Loss. Impairment loss recognized in respect of a CGU is allocated to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

**g) Employee benefits**

**Short term employee benefits**

Short term employee benefit obligations are measured on an undiscounted expenses and are expensed as the related services are provided. A liability is recognized for the amount expected to be paid, if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

### **Defined contribution plans**

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Group makes specified monthly contributions towards government administered schemes. Obligations for contributions to defined contribution plans are recognized as an employee benefit expense in the Statement of Profit and Loss in the periods during which the services are rendered by the employees.

### **Defined benefit plans**

A defined benefit plan is a post-employment benefit plan other than defined contribution plan. The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligations is performed periodically by an independent qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Group, the recognized asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan.

To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Remeasurement of the net defined benefit liability, which comprise actuarial gains and losses and the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognized immediately in other comprehensive income (OCI). Net interest expense (income) on the net defined liability (assets) is computed by applying the discount rate, used to measure the net defined liability (asset). Net interest expense and other expenses related to defined benefit plans are recognized in Statement of Profit and Loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognized immediately in Statement of Profit and Loss. The Group recognizes gains and losses on the settlement of a defined benefit plan when the settlement occurs.

### **Other long-term employee benefits**

The Group's net obligation in respect of long-term employee benefits other than post-employment benefits is the amount of future benefits that employees have earned in return for their service in the current and prior periods; that benefits is discounted to determine its present value, and the fair value of any related assets is deducted. The obligation is measured on the basis of an annual independent actuarial valuation using the projected unit credit method. Remeasurements gains or losses are recognized in the Statement of Profit and Loss in the period in which they arise.

## **h) Revenue recognition**

### **(i) Construction and infrastructure contracts**

Performance obligations with reference to construction and infrastructure contracts are satisfied over the period of time, and accordingly, revenue from such contracts is recognized based on progress of performance determined using input method with reference to the cost incurred on contract and their estimated total contact costs. Revenue is adjusted towards liquidated damages, time value of money and price variations/escalation, wherever, applicable. Variation in contract work and other claims are included when it is highly probable that significant reversal will not occur and it can be measured reliably and it is agreed with customers.

Estimates of revenue and costs are reviewed periodically and revised, wherever circumstances change, resulting increases or decreases in revenue determination, is recognized in the period in which estimates are revised.

The Group evaluates whether each contract consists of a single performance obligation or multiple performance obligations. Where the Group enters into multiple contracts with the same customer, the Group evaluates whether the contract is to be combined or not by evaluating various factors as prescribed in the standard.

## **(ii) Land and transferrable development rights**

Revenue from contracts for sale of land and transferrable development rights is recognised at a point in time when control is transferred to the customer and it is probable that consideration will be collected. This is usually deemed to be legal completion as this is the point at which the Group has an enforceable right to payment. Revenue from sale of land and transferrable development rights is measured at the transaction price specified in the contract with the customer.

### **Contract balances**

#### **Contract assets**

A contract asset is the right to consideration in exchange for goods or services transferred to the customer e.g. unbilled revenue. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset i.e. unbilled revenue is recognised for the earned consideration that is conditional.

#### **Trade receivables**

A receivable represents the Group's right to an amount of consideration that is unconditional i.e. only the passage of time is required before payment of consideration is due.

#### **Contract liabilities**

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. Contract liabilities are recognised as revenue when the Group performs under the contract.

## **(iii) Lease rental income**

Lease income from operating leases shall be recognised in income on a straight line basis over the lease term, unless another systematic basis is more representative of the time pattern in which use benefit derived from the leased asset is diminished. Income from leasing of commercial complex is recognised on an accrual basis in accordance with lease agreements. Refer note 3 (q) for accounting policy on leases.

## **i) Other income**

Interest income from financial asset is recognised when it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts the estimated future cash receipts through the expected life of the financial asset to the asset's net carrying amount on initial recognition.

Dividend income and share of profit in LLP is recognized when the right to receive the same is established, it is probable that the economic benefits associated with the dividend will flow to the Group and amount can be measured reliably.

## j) Financial instrument

### Financial assets

#### Classification

The Group classifies financial assets as subsequently measured at amortized cost, fair value through other comprehensive income or fair value through profit and loss on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial assets.

#### Initial recognition and measurement

On initial recognition, a financial asset is recognized at fair value, in case of financial assets which are recognized at fair value through the Statement of Profit and Loss (FVTPL), its transaction cost are recognized in the Statement of Profit and Loss. In other case, the transaction costs are attributed to the acquisition value of the financial asset.

#### Subsequent measurement and gains and losses

Financial assets are subsequently classified as measured at

- Financial assets at amortized cost: These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment is reconized in the Statement of Profit and Loss. Any gain or loss on derecognition is recognized in the Statement of Profit and Loss.
- Fair value through profit and loss (FVTPL): These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in the Statement of Profit and Loss.
- Fair value through other comprehensive income (FVOCI): These assets are subsequently measured at fair value. Dividends are recognized as income in the Statement of Profit and Loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains or losses are recognized in OCI and are not reclassified to the Statement of Profit and Loss.

Financial assets are not reclassified subsequent to their recognition, except if and in the period the Group changes its business model for managing financial assets.

#### Trade receivables and loans

Trade receivables and loans are initially recognized at fair value when they are originated. Subsequently, these assets are held at amortized cost, using the effective interest rate (EIR) method net of any expected credit losses. The EIR is the rate that discounts estimated future cash income through the expected life of financial instrument.

#### Equity instrument

All investments in equity instruments classified under financial assets are initially measured at fair value, the Group may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL. The Group makes such election on an instrument-by-instrument basis. Fair value changes on an equity instrument is recognized as other income in the Statement of Profit and Loss unless the Group has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognized in OCI. Amounts recognized in OCI are not subsequently reclassified to the Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognized as 'other income' in the Statement of Profit and Loss.

#### Derecognition

A financial asset (or, where applicable, a part of the financial asset) is primarily derecognized when:

- a) The right to receive cash flows from the asset have expired; or

- b) The Group has transferred substantially all the risks and rewards of the asset; or
- c) The Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

#### **Impairment of financial assets**

Expected credit losses are recognized for all financial assets subsequent to initial recognition other than financial assets in FVTPL category. For financial assets other than trade receivables, as per Ind AS 109, the Company recognizes 12 month expected credit losses for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. The expected credit losses are measured as lifetime expected credit losses if the credit risk on financial asset increases significantly since its initial recognition. The Company's trade receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to life time expected losses i.e. expected cash shortfall. The impairment losses and reversals are recognized in Statement of Profit and Loss.

#### **Financial liabilities**

##### **Initial recognition and measurement**

Financial liabilities are recognized when the Group becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortized cost unless at initial recognition, they are classified as fair value through profit and loss. In case of trade payables, they are initially recognized at fair value and subsequently, these liabilities are held at amortized cost, using the effective interest method.

##### **Subsequent measurement**

Financial liabilities are subsequently measured at amortized cost using the EIR method. Financial liabilities carried at fair value through Statement of Profit and Loss are measured at fair value with all changes in fair value recognized in the Statement of Profit and Loss.

##### **Derecognition**

A financial liability is derecognized when the obligation specified in the contract is discharged, cancelled or expires. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet date if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle them on net basis or to realize the assets and settle the liabilities simultaneously.

#### **k) Income taxes**

Income tax comprises of current and deferred tax. It is recognized in the Statement of Profit and Loss except to the extent that it relates to an item recognized directly in equity or in OCI.

##### **Current tax**

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes.

It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date. Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

### **Deferred tax**

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognized in respect of carried forward tax losses and tax credits. Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available.

### **l) Inventories**

Inventory comprises of land, project inventories and work in progress in case of construction and development of infrastructure projects. Inventories comprising of land is valued at lower of cost or net realizable value. Cost includes cost of land, borrowing cost and other related overhead as the case may be.

#### **Project inventories**

Inventories of project materials are valued at cost or net realizable value whichever is less. Cost is arrived at on weighted average method (WAM) basis.

#### **Work-in-progress**

Construction and development of Infrastructure project:

Cost incurred for the contract that relate to future activity of the contract, such contract cost are recognized as an asset provided it is probable that they will be recovered. Such costs represent an amount due from the customer and are often classified as Contract work in progress which is valued at cost or net realizable value whichever is less.

### **m) Provisions and contingencies**

A provision is recognized if, as a result of past events, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax that reflects current market assessments of the time value of money and the risks specific to the liability.

The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

Contingent liabilities are disclosed in the Notes to the Consolidated Financial Statements. Contingent liabilities are disclosed for:

- i. possible obligations which will be confirmed only by future events not wholly within the control of the Group, or
- ii. present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

### **n) Borrowing Cost**

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings to the extent they are regarded as an adjustment to the interest cost.

Investment income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

Borrowing costs, if any, directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized, if any. All other borrowing costs are expensed in the period in which they occur.

**o) Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Group. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Group. For the disclosure on reportable segments see Note 33.

**p) Cash and cash equivalents**

Cash and Cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances, demand deposits with banks where the original maturity is three months or less and other short term highly liquid.

**q) Leases**

Effective 1 April 2019, the Group has adopted Ind AS 116 Leases which introduces single accounting model and requires a lessee to recognise assets and liabilities for all leases subject to recognition exemptions. The Company adopted Ind AS 116 Leases using modified retrospective approach and practical expedients.

At the inception of a contract, the Company assesses whether a contract is or contains, a lease. A contract is, or contains a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange of consideration. To assess whether a contract conveys the right to control the use of an asset the Company assesses whether:

- The contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capability of a physical distinct asset. If the supplier has a substantive substitution right, then the asset is not identified.
- The Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- The Company has the right to direct the use of the asset. The Company has this right when it has the decision making rights that are most relevant to changing how and for what purpose the asset is used.

**As a Lessee**

**Right of use Asset**

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. At the commencement date, a lessee shall measure the right-of-use asset at cost which comprises initial measurement of the lease liability, any lease payments made at or before the commencement date, less any lease incentives received, any initial direct costs incurred by the lessee; and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

**Lease Liability**

At the commencement date, a lessee shall measure the lease liability at the present value of the lease payments that are not paid at that date. The lease payments shall be discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the lessee shall use the lessee's incremental borrowing rate.

**Short-term lease and leases of low-value assets**

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of less than 12 months or less and leases of low-value assets, including IT Equipment. The Company

recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

The election for short-term leases shall be made by class of underlying asset to which the right of use relates. A class of underlying asset is a grouping of underlying assets of a similar nature and use in Group's operations. The election for leases for which the underlying asset is of low value can be made on a lease-by-lease basis.

**r) Earnings per share**

Basic earnings per share is computed by dividing the net profit for the year attributable to the equity shareholders of the Group by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year and for all the years presented is adjusted for events such as bonus shares, other than conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

**s) Foreign currency transactions**

Transactions in foreign currencies are translated into the respective functional currencies of the Group at the exchange rates as at the date of transaction or at an average rate if the average rate approximates the actual rate at the date of transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of transaction. Exchange differences are recognized in the Statement of Profit and Loss.

**t) Recent accounting pronouncement**

New Accounting standards, amendments and interpretations adopted by the Company effective from 1 April 2022:

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On 23 March 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, applicable from 1 April 2022, as below:

**Ind AS 16 – Proceeds before intended use**

The amendments mainly prohibit an entity from deducting from the cost of property, and equipment amounts received from selling items produced while the company is preparing the asset for its intended use. Instead, an entity will recognise such sales proceeds and related cost in profit or loss. The Company does not expect the amendments to have any impact in its recognition of its property, plant and equipment in its financial statements.

**Ind AS 37 - Provisions, Contingent Liabilities and Contingent Assets**

The amendments specify that that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts. The amendment is essentially a clarification and the Company does not expect the amendment to have any significant impact in its financial statements.

**Note 4**  
**Property, plant and equipment**

(₹ in lakhs)

Particulars	Gross block			As at 31 March 2022	Depreciation			Net block
	As at 1 April 2021	Additions	Disposal		As at 1 April 2021	For the year	Disposal	
Freehold land	10.73	-	-	10.73	-	-	-	10.73
Building	128.68	-	-	128.68	10.09	2.27	12.36	116.32
Plant and machinery	185.74	-	29.12	156.62	64.77	15.46	68.09	88.53
Furniture and fixtures	63.96	-	19.03	44.93	46.12	4.71	32.75	12.18
Computer equipment	6.53	0.78	2.50	4.81	3.62	1.30	2.60	2.21
Vehicles	606.41	32.58	85.97	553.02	331.15	76.55	347.81	205.21
Electrification	4.34	-	-	4.34	3.77	0.38	4.15	0.19
Office equipments	26.86	0.20	17.36	9.70	14.50	4.65	5.52	4.18
<b>Total</b>	<b>1,033.25</b>	<b>33.56</b>	<b>153.98</b>	<b>912.83</b>	<b>474.02</b>	<b>105.32</b>	<b>473.28</b>	<b>439.55</b>

(₹ in lakhs)

Particulars	Gross block			As at 31 March 2021	Depreciation			Net block
	As at 1 April 2020	Additions	Disposal		As at 1 April 2020	For the year	Disposal	
Freehold land	10.73	-	-	10.73	-	-	-	10.73
Building	128.68	-	-	128.68	7.82	2.27	10.09	118.59
Plant and machinery	185.83	-	0.09	185.74	49.33	15.47	64.77	120.97
Furniture and fixtures	63.96	-	-	63.96	39.85	6.27	46.12	17.84
Computer equipment	7.35	0.31	1.13	6.53	2.95	1.73	3.62	2.91
Vehicles	636.26	-	29.85	606.41	271.38	81.97	331.15	275.26
Electrification	4.34	-	-	4.34	3.00	0.77	3.77	0.57
Office equipments	28.62	0.44	2.20	26.86	11.08	5.44	14.50	12.36
<b>Total</b>	<b>1,065.77</b>	<b>0.75</b>	<b>33.27</b>	<b>1,033.25</b>	<b>385.41</b>	<b>113.92</b>	<b>474.02</b>	<b>559.23</b>

Refer note 17 - For information on property, plant and equipment pledged as security by the Company

**Note 5****Investment properties**

(₹ in lakhs)

<b>Building and Furniture &amp; Fixtures</b>	<b>Amount</b>
<b>Gross Block</b>	
Balance as at 1 April 2020	2,600.76
Addition during the year	942.22
Sale / disposal during the year	-
<b>Balance as at 31 March 2021</b>	<b>3,542.98</b>
Addition during the year	-
Sale / disposal during the year	-
<b>Balance as at 31 March 2022</b>	<b>3,542.98</b>
<b>Accumulated Depreciation</b>	
Balance as at 1 April 2020	217.74
Depreciation for the year	63.60
Deductions during the year	-
<b>Balance as at 31 March 2021</b>	<b>281.34</b>
Depreciation for the year	80.37
Deductions during the year	-
<b>Balance as at 31 March 2022</b>	<b>361.71</b>
<b>Net Block as at 31 March 2022</b>	<b>3,181.27</b>
<b>Net Block as at 31 March 2021</b>	<b>3,261.64</b>

**Information regarding income and expenditure of Investment properties**

(₹ in lakhs)

<b>Particulars</b>	<b>Year Ended 31 March 2022</b>	<b>Year Ended 31 March 2021</b>
Rental income derived from investment properties	91.12	97.23
Direct operating expenses	12.73	18.09
<b>Profit arising from investment properties</b>	<b>78.38</b>	<b>79.14</b>
Less : depreciation	80.37	63.60
<b>Profit/(loss) arising from investment properties before indirect expense</b>	<b>(1.99)</b>	<b>15.54</b>

**Fair value of the investment properties are as under:**

(₹ in lakhs)

<b>Particulars</b>	<b>Land &amp; Building</b>	<b>Furniture &amp; Fixtures</b>
<b>Balance as at 1 April 2020</b>	5,898.00	-
Fair value of investment property acquired / capitalised during the year*	873.48	86.41
Fair value decrease during the year	35.57	-
<b>Balance as at 31 March 2021*</b>	<b>6,807.05</b>	<b>86.41</b>
Fair value of investment property acquired / capitalised during the year*	-	-
Fair value increase during the year*	(1,434.72)	(8.28)
<b>Balance as at 31 March 2022*</b>	<b>5,372.33</b>	<b>78.13</b>

\* Fair values of 2 investment property (buildings) having WDV of ₹ 116.05 lakh as at 31 March 2021 and furniture fixtures having WDV of ₹ 78.13 lakh as at 31 March 2022 and ₹ 86.41 lakh as at 31 March 2021, in absence of valuation report, is stated at cost less accumulated depreciation.

## Measurement of fair value of investment properties:

### A. Fair value hierarchy:

The fair value of investment properties has been determined by external independent property valuers, having appropriate recognised professional qualification and recent experience in the location and category of properties being valued.

The fair value measurement of the investment properties has been categorised as Level 3 fair value based on the inputs to the valuation techniques used.

### B. Fair valuation technique

Particulars	Valuation technique
Building	Market Approach#
Furniture & Fixtures	Written down value approach

# except as specified in note to "Fair value of the investment properties" above

Refer note 17 - For information on investment properties pledged as security by the Company

Refer note 35 - For disclosure of operating lease

## Note 6

### Intangible assets

(₹ in lakhs)

Software	Amount
<b>Gross Block</b>	
Balance as at 1 April 2020	1.63
Addition during the year	0.50
Sale during the year	-
<b>Balance as at 31 March 2021</b>	<b>2.13</b>
Addition during the year	2.02
Sale during the year	0.70
<b>Balance as at 31 March 2022</b>	<b>3.45</b>
<b>Accumulated Depreciation</b>	
Balance as at 1 April 2020	0.56
Amortisation for the year	0.62
Deductions during the year	-
<b>Balance as at 31 March 2021</b>	<b>1.18</b>
Amortisation for the year	0.94
Deductions during the year	0.66
<b>Balance as at 31 March 2022</b>	<b>1.46</b>
<b>Net Block as at 31 March 2022</b>	<b>1.99</b>
<b>Net Block as at 31 March 2021</b>	<b>0.95</b>

**Note 7**  
**Investment**

(₹ in lakhs)

Particulars	Book value	
	As at 31 March 2022	As at 31 March 2021
<b>Investments in joint venture (at cost)^</b>		
Kent Residential & Industrial Park LLP (50% share of profit)#	6,480.49	-
<b>Investments in equity shares of joint venture (at cost)*</b>		
5,000 (31 March 2021 : 5,000) equity shares of Romanovia Industrial Park Pvt. Ltd. of ₹ 10/- each fully paid up	316.68	298.21
<b>Investments in equity shares of associate (at cost)</b>		
3,400 (31 March 2021 : 3,400) equity shares of Vyapnila Terminals (Modasa) Pvt. Ltd. of ₹ 10/- each	0.55	0.12
<b>Equity contribution in associate (at cost)</b>		
3,400 (31 March 2021 : 3,400) equity shares of Vyapnila Terminals (Modasa) Pvt. Ltd. of ₹ 10/- each - fair valuation	336.01	445.85
<b>Total investment in subsidiary, associate and joint venture</b>	<b>7,133.73</b>	<b>744.18</b>
<b>Other investments</b>		
National saving certificate	-	0.15
<b>Total other investments</b>	<b>-</b>	<b>0.15</b>
<b>Total</b>	<b>7,133.73</b>	<b>744.33</b>

\* At the time of transition to Ind AS effective from 1 April 2016, the Company had opted to measure its investments in subsidiaries, joint ventures and associate at deemed cost, i.e. previous GAAP carrying amount, except for its investment in one of the joint venture - Romanovia Industrial Park Private Limited, which has been measured at fair value at the date of transition to Ind AS. If an entity chooses to measure its investment at fair value at the date of transition to Ind AS than that is deemed cost of such investment for the Company and, therefore, it shall carry its investment in at that amount (i.e. fair value at the date of transition) after the date of transition.

^ As mutually agreed between partners, during the the year loans from partners to LLP, transferred to partner's current capital .ccount.

# Negative capital balance of investment in partnership firm as at 31 March 2021 is disclosed as "Share of Loss from LLPs" under other current financial liabilities (Refer Note 18).

(₹ in lakhs)

Particulars	Book value	
	As at 31 March 2022	As at 31 March 2021
Aggregate value of unquoted investment	7,133.73	744.33
Aggregate value of quoted investment	-	-
	<b>7,133.73</b>	<b>744.33</b>

**Note 8**  
**Loans**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Non-current loans</b>		
<b>(Unsecured, considered good)</b>		
Loans to related party (refer note 31)		
- to subsidiary	-	-
- to joint venture companies and associates	3,719.48	6,631.64
Loans		
- to employees	10.45	-
	<b>3,729.93</b>	<b>6,631.64</b>
<b>Current loans</b>		
<b>(Unsecured, considered good)</b>		
Loans		
- to employees	2.73	14.70
- to others	116.95	0.30
	<b>119.68</b>	<b>15.00</b>
<b>Total</b>	<b>3,849.61</b>	<b>6,646.64</b>

Refer note 37 - Financial instruments, fair values and risk measurement

**Note 9**  
**Other financial assets**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Non-current</b>		
Security and other deposits	1,150.66	1,174.66
Margin money deposits with bank	699.34	234.24
Retention money receivables	45.22	15.66
	<b>1,895.22</b>	<b>1,424.56</b>
<b>Current</b>		
Security and other deposits	-	0.75
Other receivables	3.44	1.22
Accrued interest on term deposit	0.44	8.37
	<b>3.88</b>	<b>10.34</b>
<b>Total</b>	<b>1,899.10</b>	<b>1,434.90</b>

Refer note 37 - Financial instruments, fair values and risk measurement

**Note 10****Other non-financial assets**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Non-current</b>		
Advance for property, plant and equipments	-	375.00
Prepaid expenses	10.37	17.06
	<b>10.37</b>	<b>392.06</b>
<b>Current</b>		
Contract assets		
- Land and transferrable development rights	9,177.14	4,853.07
- Unbilled revenue	1,910.29	3,734.07
Advance to vendors	885.44	1,226.25
Prepaid expenses	53.16	62.50
Balances with government authorities		
- Goods and service tax receivable	469.67	213.43
- Others	1.61	-
	<b>12,497.31</b>	<b>10,089.32</b>
<b>Total</b>	<b>12,507.68</b>	<b>10,481.38</b>

**Note 11****Income tax assets (net)**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Non-current</b>		
Advance payment of tax (net of provision for tax)	333.80	129.00
	<b>333.80</b>	<b>129.00</b>
<b>Current</b>		
Advance payment of tax (net of provision for tax) current	0.66	0.65
	<b>0.66</b>	<b>0.65</b>
<b>Total</b>	<b>334.46</b>	<b>129.65</b>

**Note 12****Inventories**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
Construction material on hand	-	57.94
Work in progress	2,847.06	1,971.43
Land	3,343.51	2,686.63
<b>Total</b>	<b>6,190.57</b>	<b>4,716.00</b>

Refer note 3(l) for accounting policy on inventories.

**Note 13**

**Trade receivables**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Related parties</b>		
Unsecured, considered good (refer note 31)	-	1,031.56
<b>Other than related parties</b>		
Unsecured, considered good	6,284.01	5,472.23
Unsecured, trade receivables in which credit risk is increased	65.61	77.16
Less:- Provision for loss allowance on trade receivables	(65.61)	(77.16)
<b>Total</b>	<b>6,284.01</b>	<b>6,503.79</b>

Refer note 37 - Financial instruments, fair values and risk measurement

Trade receivables includes retention money receivable amounting to ₹253.69 lakhs (31 March 2021 - ₹ 883.48 lakhs)

**Ageing of Trade Receivable as at 31 March 2022**

(₹ in lakhs)

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables – considered good	3,440.05	2,299.21	9.91	534.84	-	-	6,284.01
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	10.57	7.10	0.61	47.33	-	-	65.61
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>3,450.62</b>	<b>2,306.31</b>	<b>10.52</b>	<b>582.17</b>	<b>-</b>	<b>-</b>	<b>6,349.62</b>

## Ageing of Trade Receivable as at 31 March 2021

(₹ in lakhs)

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables – considered good	1,151.95	5,115.00	83.51	153.33	-	-	6,503.79
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	3.34	12.94	2.12	58.76	-	-	77.16
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>1,155.29</b>	<b>5,127.94</b>	<b>85.63</b>	<b>212.09</b>	<b>-</b>	<b>-</b>	<b>6,580.95</b>

## Note 14

## Cash and bank balances

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Cash and cash equivalents</b>		
<b>Balance with banks</b>		
Balance in current account	26.17	1,312.72
Cash on hand	5.39	2.01
	<b>31.56</b>	<b>1,314.73</b>
<b>Other bank balances</b>		
Deposits with original maturity over 3 months but less than 12 months	-	-
Margin money deposits with bank	-	534.75
Unpaid dividend account *	39.96	49.74
	<b>39.96</b>	<b>584.49</b>
<b>Total</b>	<b>71.52</b>	<b>1,899.22</b>

Refer note 37 - Financial instruments, fair values and risk measurement

\* The Company can utilise these balances only towards payment of dividend.

**Note 15**

**Equity share capital**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Authorised share capital</b>		
500,000,000 (31 March 2021 : 500,000,000) Equity shares of ₹1/- each	5,000.00	5,000.00
<b>Issued, Subscribed and Paid-up Capital</b>		
393,889,200 (31 March 2021 : 393,889,200;) Equity shares of ₹1/- each fully paid up	3,938.89	3,938.89
<b>Total</b>	<b>3,938.89</b>	<b>3,938.89</b>

**A. Reconciliation of number of equity shares**

Particulars	As at 31 March 2022		As at 31 March 2021	
	Numbers	₹ in lakhs	Numbers	₹ in lakhs
Balance as at the beginning of the year	39,38,89,200	3,938.89	39,38,89,200	3,938.89
Issued during the year	-	-	-	-
Balance as at the end of the year	39,38,89,200	3,938.89	39,38,89,200	3,938.89

**B. Terms / rights attached to Equity shares**

The company has single class of equity shares having a par value of ₹1 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. 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. Details of shareholders holding more than 5% shares in the company**

Name of Shareholders	As at 31 March 2022		As at 31 March 2021	
	Number of Shares	% holding	Number of Shares	% holding
Equity shares of ₹ 1 each fully paid				
Mr. Manoj B. Vadodaria	5,31,54,712	13.49%	5,31,54,712	13.49%
Mrs. Nila M. Vadodaria	4,39,55,267	11.16%	4,39,55,267	11.16%
Mrs. Alpa K. Vadodaria	3,68,00,000	9.34%	3,68,00,000	9.34%
Mr. Kiran B. Vadodaria	3,86,08,100	9.80%	3,86,08,100	9.80%
Mr. Deep S. Vadodaria	3,17,52,108	8.06%	3,17,52,108	8.06%

#### D. Shareholding of promoters in holding company and percentage of changes

As at 31 March 2022

Promoter name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total shares	% Changes during the year
Manoj B Vadodaria	5,31,54,712	--	5,31,54,712	13.49%	--
Nila M Vadodaria	4,39,55,267	--	4,39,55,267	11.16%	--
Alpa K Vadodaria	3,68,00,000	--	3,68,00,000	9.34%	--
Kiran B Vadodaria	3,86,08,100	--	3,86,08,100	9.80%	--
Deep S Vadodaria	3,17,52,108	--	3,17,52,108	8.06%	--
Shailesh B Vadodaria	1,29,60,000	--	1,29,60,000	3.29%	--
Mina S Vadodaria	86,95,000	--	86,95,000	2.21%	--
Rajeshbhai B Vadodaria	50,00,000	--	50,00,000	1.27%	--
Chhayaben Rajeshbhai Vadodaria	43,00,000	--	43,00,000	1.09%	--
Siddharth R Vadodaria	43,00,000	--	43,00,000	1.09%	--
Karan R Vadodaria	43,00,000	--	43,00,000	1.09%	--
<b>Total</b>	<b>24,38,25,187</b>	<b>--</b>	<b>24,38,25,187</b>	<b>61.89%</b>	<b>--</b>

As at 31 March 2021

Promoter name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total shares	% Changes during the year
Manoj B Vadodaria	5,31,54,712	--	5,31,54,712	13.49%	--
Nila M Vadodaria	4,39,55,267	--	4,39,55,267	11.16%	--
Alpa K Vadodaria	3,68,00,000	--	3,68,00,000	9.34%	--
Kiran B Vadodaria	3,86,08,100	--	3,86,08,100	9.80%	--
Deep S Vadodaria	3,17,52,108	--	3,17,52,108	8.06%	--
Shailesh B Vadodaria	1,29,60,000	--	1,29,60,000	3.29%	--
Mina S Vadodaria	86,95,000	--	86,95,000	2.21%	--
Rajeshbhai B Vadodaria	50,00,000	--	50,00,000	1.27%	--
Chhayaben Rajeshbhai Vadodaria	43,00,000	--	43,00,000	1.09%	--
Siddharth R Vadodaria	43,00,000	--	43,00,000	1.09%	--
Karan R Vadodaria	43,00,000	--	43,00,000	1.09%	--
<b>Total</b>	<b>24,38,25,187</b>	<b>-</b>	<b>24,38,25,187</b>	<b>61.89%</b>	<b>-</b>

- E. During last 5 years immediately preceding reporting date, the Company has not allotted any (a) Bonus Shares or (b) Shares issued for consideration other than cash.
- F. During last 5 years immediately preceding reporting date, the Company has not bought back any class of shares.

**Note 16**  
**Other Equity**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Reserves &amp; Surplus</b>		
(i) Retained earnings	8,808.19	8,998.93
(ii) Equity security premium	33.71	33.71
(iii) General reserve	524.77	524.77
<b>Total</b>	<b>9,366.67</b>	<b>9,557.41</b>

Particulars	As at 31 March 2022	As at 31 March 2021
<b>(i) Retained earnings</b>		
Profit & loss opening balance	8,998.93	9,054.53
Profit during the year	(198.16)	(64.99)
	<b>8,800.77</b>	<b>8,989.54</b>
<b>Items of other comprehensive income (net of tax)</b>		
Remeasurement of post-employment benefit obligation (net of tax)	7.42	9.39
	<b>7.42</b>	<b>9.39</b>
	<b>8,808.19</b>	<b>8,998.93</b>
<b>(ii) Equity security premium</b>		
Opening balance	33.71	33.71
Addition during the year	-	-
	<b>33.71</b>	<b>33.71</b>
<b>(iii) General reserve</b>	<b>524.77</b>	<b>524.77</b>
<b>Total reserves and surplus</b>	<b>9,366.67</b>	<b>9,557.41</b>

**Note 17**  
**Borrowings**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Non current borrowings</b>		
<b>Secured loans</b>		
<b>Indian rupee loan from</b>		
Banks	6,992.73	8,844.85
<b>Vehicle loan from</b>		
Banks	-	42.71
<b>Unsecured loans</b>		
<b>Indian rupee loan from</b>		
Financial institution	1,759.02	2,673.20
	<b>8,751.75</b>	<b>11,560.76</b>

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Current borrowings</b>		
<b>Secured loans</b>		
<b>Indian rupee loan from</b>		
Bank	441.49	979.88
<b>Unsecured loans#</b>		
<b>Indian rupee loan from</b>		
Loans from others	-	69.68
<b>Current maturities of long term borrowings</b>	1,627.85	1,882.57
	<b>2,069.34</b>	<b>2,932.13</b>
<b>Total</b>	<b>10,821.09</b>	<b>14,492.89</b>

# Unsecured loan from others carries interest rate of 15% p.a. for 31 March 2021 and is repayable on demand.  
Refer note 37 - Financial instruments, fair values and risk measurement

#### Security Details of Borrowings -

(₹ in lakhs)

	Loan Amount outstanding as at		Rate of Interest as at		Installment Details			
	31 March 2022	31 March 2021	31 March 2022	31 March 2021	Start Date	End Date	Nos	Period
<b>(A)</b>	<b>Secured Loans from banks</b>							
<b>(A.1)</b>	<b>Term Loans*</b>							
	Secured by way of (a) equitable mortgage of immovable properties situated at 3rd, 4th & 5th Floor Sambhaav House, Judges Bungalow, Bodakdev, Ahmedabad owned by Company (b) Personal Guarantee of Manoj Vadodaria & Kiran Vadodaria							
(i)	115.48	207.83	8.15%	8.20%	Aug-2013	May-2023	118	Monthly
(ii)	53.02	98.39	8.15%	8.20%	Jul-2013	Apr-2023	118	Monthly
(iii)	181.92	--	8.25%	--	Aug-2021	Jul-2025	48	Monthly
(iv)	434.34	492.13	8.15%	8.25%	Feb-2018	Nov-2027	118	Monthly
	Dropped Down OD facility secured by way of (a) registered equitable mortgage of industrial land at Bavla owned by Company (b) Personal guarantee of Shri Manoj Vaodaria & Kiran Vadodaria and escrow of certain receivables							
(v)	12.26	1,461.36	11.25%	10.30%	Dec-2015	Mar-2023	30	Quarterly
(vi)	183.93	--	7.95%	--	Jun-2022	May-2025	60	Monthly
	Secured by way of Personal Guarantee of promoter family members and escrow of revenue of certain infrastructure projects.							
(vii)	1,193.28	1,191.60	9.25%	9.25%	Apr-2022	Mar-2026	48	Monthly
	Term Loan Facility secured by way of (a) registered equitable mortgage of immovable properties situated at 2nd & 6th Floor Sambhaav House, Judges Bungalow, Bodakdev, Ahmedabad owned by Company. (b) Personal Guarantee of Manoj Vadodaria & Kiran Vadodaria							
(viii)	739.83	820.43	9.75%	9.75%	Feb-2019	Oct-2028	117	Monthly
(ix)	165.72	181.50	8.60%	8.60%	Feb-2021	Jan-2026	60	Monthly
<b>Total (A.1)</b>	<b>3,079.79</b>	<b>4,453.24</b>						

(₹ in lakhs)

	Loan Amount outstanding as at		Rate of Interest as at		Installment Details			
	31 March 2022	31 March 2021	31 March 2022	31 March 2021	Start Date	End Date	Nos	Period
<b>(A.2)</b>	<b>Vehicle Loans*</b>							
	Secured by way of hypothecation of commercial equipment							
(i)	7.75	17.28	9.10%	9.10%	Jan-2019	Dec-2022	48	Monthly
	Secured by way of hypothecation of vehicle							
(ii)	--	4.75	--	8.99%	Oct-2018	Oct-2021	36	Monthly
(iii)	--	3.14	--	9.16%	Sep-2018	Sep-2021	36	Monthly
(iv)	42.71	81.86	8.75%	8.75%	Apr-2020	Mar-2023	36	Monthly
<b>Total (A.2)</b>	<b>50.46</b>	<b>107.03</b>						
<b>(A.3)</b>	<b>Overdraft facilities</b>							
	Overdraft Facility secured by way of (a) registered equitable mortgage of property situated at 7th, 8th & 9th floor Sambhaav House, Judges Bungalow, Bodakdev, Ahmedabad. (b) Personal Guarantee of Manoj Vadodaria & Kiran Vadodaria							
(i)	441.49	979.88	8.00%	9.25%				Annual Review
<b>Total (A.3)</b>	<b>441.49</b>	<b>979.88</b>						
<b>(A.4)</b>	<b>Line of Credit*</b>							
	Secured by way of Personal Guarantee of promoter family members and escrow of certain receivables.							
(i)	4,599.93	5,454.61	11.55%	11.55%	Mar-2019	Feb-2024	60	Annual Review
<b>Total (A.4)</b>	<b>4,599.93</b>	<b>5,454.61</b>						
<b>Total (A)</b>	<b>8,171.67</b>	<b>10,994.76</b>						
<b>(B)</b>	<b>Secured Loans from Financial Institutions</b>							
<b>(B.1)</b>	<b>Term Loans*#</b>							
	Personal Guarantee of Manoj Vadodaria & Kiran Vadodaria							
(i)	1,526.69	2,081.67	10.75%	10.75%	Jan-2020	Dec-2024	60	Monthly
(ii)	485.82	509.73	9.90%	9.90%	Feb-2022	Jan-2026	60	Monthly
(iii)	119.27	160.14	9.30%	9.30%	Sep-2020	Feb-2025	54	Monthly
(iv)	517.65	676.91	9.65%	9.65%	Jan-2021	Jun-2025	54	Monthly
<b>Total (B.1)</b>	<b>2,649.43</b>	<b>3,428.45</b>						
<b>Total (B)</b>	<b>2,649.43</b>	<b>3,428.45</b>						
<b>Total (A)+(B)</b>	<b>10,821.09</b>	<b>14,423.21</b>						

\* Loan balances are after adjustments of Effective Interest Rate as per Ind AS 109.

# Unsecured loans are secured by hypothecation of third party properties.

**Note 18****Other financial liabilities**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Other non current financial liabilities</b>		
Security deposits	110.60	93.41
	<b>110.60</b>	<b>93.41</b>
<b>Other current financial liabilities</b>		
Interest accrued on borrowings	31.79	34.04
Interest accrued on dues to micro & small enterprises	21.13	17.87
Security deposits	-	14.98
Employee related liabilities	1.70	3.29
Unclaimed dividend <sup>(1)</sup>	39.96	49.74
	<b>94.58</b>	<b>119.92</b>
<b>Total</b>	<b>205.18</b>	<b>213.33</b>

(1) There is no amount due to be transfer to Investor Education and Protection Fund as at 31 March 2022 as well as 31 March 2021.

**Note 19****Provisions**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Non-current provisions</b>		
<b>(a) Provisions for employee benefits</b>		
Gratuity (refer note 32)	50.48	61.03
Leave encashment (refer note 32)	19.52	29.00
	<b>70.00</b>	<b>90.03</b>
<b>Current provisions</b>		
<b>(a) Provisions for employee benefits</b>		
Gratuity (refer note 32)	5.15	6.11
Leave encashment (refer note 32)	7.96	15.89
<b>(b) Others</b>		
Provision for defect liability expense #	84.70	69.52
	<b>97.81</b>	<b>91.52</b>
<b>Total</b>	<b>167.81</b>	<b>181.55</b>

**Gratuity**

The Group provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuation service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service.

### Leave encashment

Provision for leave encashment cover the Group's liability for earned leave.

### # Disclosure as regards to provisions as per Ind AS 37 "Provisions, contingent liabilities and contingent assets"

#### Provision for defect liability expense

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
Balance at the beginning of the year	69.52	53.98
Provision for the year	15.18	15.54
Utilisation for the year	-	-
<b>Balance at the end of the year</b>	<b>84.70</b>	<b>69.52</b>

#### Note 20

#### Income taxes

#### A. Income tax expense recognised in the Statement of Profit and Loss

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Current tax</b>		
Current tax on profit for the year	-	71.27
Adjustment for current tax of prior period	(16.04)	87.56
	<b>(16.04)</b>	<b>158.83</b>
<b>Deferred tax</b>		
Attributable to–		
Origination and reversal of temporary differences (refer note E)	55.51	(32.73)
Earlier year tax adjustments (refer note E)	16.04	(87.31)
	<b>71.55</b>	<b>(120.04)</b>
<b>Total</b>	<b>55.51</b>	<b>38.79</b>

#### B. Income tax expense / (income) recognised in other comprehensive income

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Deferred tax (refer note E)</b>		
Deferred tax (credit)/charge on remeasurement of defined benefit obligation	2.50	3.16
	<b>2.50</b>	<b>3.16</b>

**C. Reconciliation of effective tax rate**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Profit before tax</b>	176.56	93.65
Tax using the Company's statutory tax rate at 25.17% (31 March 2021: 25.17%)	44.44	23.57
<b>Effect of :</b>		
Effect of tax rate change	-	5.19
Non deductible expenses	10.68	17.86
Reversal of excess provision for tax of earlier years	-	0.25
Income exempt from tax	(0.68)	(17.54)
Others	1.07	9.46
<b>Tax expense</b>	<b>55.51</b>	<b>38.79</b>

**D. Recognised deferred tax assets and liabilities  
Movement in temporary differences**

(₹ in lakhs)

Particulars	Deferred tax (assets)		Deferred tax liabilities		Net deferred tax (assets) / liabilities	
	As at 31 March 2022	As at 31 March 2021	As at 31 March 2022	As at 31 March 2021	As at 31 March 2022	As at 31 March 2021
Expenditure allowed on payment basis	(21.35)	(160.81)	-	-	(21.35)	(160.81)
Expenditure on which tax has not been deducted	-	(6.77)	-	-	-	(6.77)
Elimination of revenue from subsidiary/ joint venture/associate	(403.45)	(345.13)	-	-	(403.45)	(345.13)
Provision for loss allowance on trade receivables	(16.51)	(19.42)	-	-	(16.51)	(19.42)
Prepaid finance charges	-	-	23.70	25.42	23.70	25.42
Fair valuation of interest free loans to associate	-	-	64.06	62.73	64.06	62.73
Long term capital loss	(0.05)	(0.05)	-	-	(0.05)	(0.05)
Loss under Income Tax brought forward	(25.41)	-	-	-	(25.41)	-
Interest income on fair valuation of non current loan to associate	(43.61)	(71.26)	-	-	(43.61)	(71.26)
Fair valuation of investment in joint venture	-	-	286.00	286.00	286.00	286.00
Fair valuation of revenue from land and transferrable development rights	-	-	81.83	81.83	81.83	81.83
Re-measurement of employee benefit	-	-	-	4.93	-	4.93
Excess depreciation under tax laws over book depreciation and amortisation	-	-	539.24	552.92	539.24	552.92
<b>Net deferred tax (assets) / liabilities</b>	<b>(510.39)</b>	<b>(603.44)</b>	<b>994.83</b>	<b>1,013.83</b>	<b>484.44</b>	<b>410.39</b>

## E. Recognised deferred tax (assets) and liabilities

### Movement in temporary differences

(₹ in lakhs)

Particulars	Balance as at 1 April 2021	Recognised in profit or loss during 2021-22	Recognised in OCI during 2021-22	Recognised in equity during 2021-22	Balance as at 31 March 2022
Expenditure allowed on payment basis	(160.81)	139.46	-	-	(21.35)
Expenditure on which tax has not been deducted	(6.77)	6.77	-	-	-
Elimination of revenue from subsidiary/joint venture/associate	(345.13)	(58.32)	-	-	(403.45)
Provision for loss allowance on trade receivables	(19.42)	2.91	-	-	(16.51)
Prepaid finance charges	25.42	(1.72)	-	-	23.70
Fair valuation of interest free loans to associate	62.73	1.33	-	-	64.06
Long term capital loss	(0.05)	-	-	-	(0.05)
Loss under Income Tax brought forward	-	(25.41)	-	-	(25.41)
Interest income on fair valuation of non current loan to associate	(71.26)	27.65	-	-	(43.61)
Fair valuation of investment in joint venture	286.00	-	-	-	286.00
Fair valuation of revenue from land and transferrable development rights	81.83	-	-	-	81.83
Re-measurement of employee benefit	4.93	(7.43)	2.50	-	-
Excess of depreciation under tax laws over book depreciation and amortisation	552.92	(13.68)	-	-	539.24
<b>Net deferred tax (assets) / liabilities</b>	<b>410.39</b>	<b>71.55</b>	<b>2.50</b>	<b>-</b>	<b>484.44</b>

(₹ in lakhs)

Particulars	Balance as at 1 April 2020	Recognised in profit or loss during 2020-21	Recognised in OCI during 2020-21	Recognised in equity during 2020-21	Balance as at 31 March 2021
Expenditure allowed on payment basis	(31.30)	(129.51)	-	-	(160.81)
Expenditure on which tax has not been deducted	(1.82)	(4.95)	-	-	(6.77)
Elimination of revenue from subsidiary/joint venture/associate	(315.62)	(29.51)	-	-	(345.13)
Provision for loss allowance on trade receivables	(37.38)	17.96	-	-	(19.42)
Prepaid finance charges	28.08	(2.66)	-	-	25.42
Fair valuation of interest free loans to associate	53.72	9.01	-	-	62.73
Long term capital loss		(0.05)	-	-	(0.05)
Interest income on fair valuation of non current loan to associate	(67.45)	(3.81)	-	-	(71.26)
Fair valuation of investment in joint venture	260.00	26.00	-	-	286.00
Fair valuation of revenue from land and transferrable development rights	81.83	-	-	-	81.83
Re-measurement of employee benefit	1.77	-	3.16	-	4.93
Excess of depreciation under tax laws over book depreciation and amortisation	555.45	(2.53)	-	-	552.92
<b>Net deferred tax (assets) / liabilities</b>	<b>527.28</b>	<b>(120.05)</b>	<b>3.16</b>	<b>-</b>	<b>410.39</b>

**Note 21****Trade payables**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Non-current</b>		
Dues to Micro & Small Enterprises (as per the intimation received from vendors)	-	-
Dues to others	-	-
	-	-
<b>Current</b>		
Dues to Micro & Small Enterprises (as per the intimation received from vendors) #	-	83.18
Dues to others	3,172.22	4,761.63
	<b>3,172.22</b>	<b>4,844.81</b>
<b>Total</b>	<b>3,172.22</b>	<b>4,844.81</b>

The above information regarding Micro, Small and Medium Enterprises has been determined on the basis of information available with the Group. This has been relied upon by the auditors.

Trade payables - dues to others include retention money payable amounting to ₹ 362.63 lakhs (31 March 2021: ₹ 752.37 lakhs )

**# Total dues to Micro & Small Enterprises**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
A. Principal and interest amount remaining unpaid	-	83.18
B. Interest due thereon remaining unpaid	-	-
C. Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of payment made to supplier beyond the appointed day	-	-
D. Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	21.13	17.87
E. Interest accrued and remaining unpaid*	21.13	17.87
F. Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises.	-	-

\*Interest due thereon remaining unpaid is presented in Note 18 - other current financial liabilities.

**Ageing of Trade Payable as at 31 March 2022**

(₹ in lakhs)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	-	-	-	-
(ii) Others	855.37	358.98	12.21	-	1,226.56
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
<b>Total</b>	<b>855.37</b>	<b>358.98</b>	<b>12.21</b>	-	<b>1,226.56</b>
(v) Not due - Others	Not Applicable				774.13
(vi) Not due - MSME	Not Applicable				-
(vii) Unbilled dues - Others	Not Applicable				1,171.53
<b>Grand Total</b>					<b>3,172.22</b>

**Ageing of Trade Payable as at 31 March 2021**

(₹ in lakhs)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	30.23	2.81	-	-	33.04
(ii) Others	2,092.02	1,011.78	9.34	0.45	3,113.59
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
<b>Total</b>	<b>2,122.25</b>	<b>1,014.59</b>	<b>9.34</b>	<b>0.45</b>	<b>3,146.63</b>

(₹ in lakhs)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(v) Not due - Others	Not Applicable				715.21
(vi) Not due - MSME	Not Applicable				50.14
(vii) Unbilled dues - Others	Not Applicable				932.83
<b>Grand Total</b>					<b>4,844.81</b>

**Note 22****Other current non-financial liabilities (net)**

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
Advance from contractors	2,890.06	1,734.85
Contract liability		
- Advance from customer	10,806.30	979.00
Statutory dues payable		
- Others	1.81	0.29
- TDS payable	39.02	24.32
<b>Total</b>	<b>13,737.19</b>	<b>2,738.46</b>

**Note 23****Revenue from operations**

(₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>A. Sales</b>		
Contract revenue	8,174.68	9,549.64
	<b>8,174.68</b>	<b>9,549.64</b>
<b>B. Other operating revenue</b>		
Rent income (refer note 35)	157.12	130.23
Other operating income	-	5.15
	<b>157.12</b>	<b>135.38</b>
<b>Total</b>	<b>8,331.80</b>	<b>9,685.02</b>

**Note 24****Other income**

(₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Interest on loan	737.19	739.15
Interest from bank	158.48	47.82
Liabilities no longer required to pay written back	160.14	86.93
Bad debts recovered	32.46	35.00
Other non-operating income	2.75	2.13
<b>Total</b>	<b>1,091.02</b>	<b>911.03</b>

**Note 25**

**Cost of material consumed and project expenses**

(₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Consumption of materials	554.42	2,127.39
Power and fuel	61.49	92.81
Repair and maintenance expense	26.05	14.40
Freight charges	1.00	10.93
Civil, Electrical, Contracting, Labour work etc.	6,373.28	4,998.39
Insurance expenses	8.69	17.03
Security service charges	5.83	15.16
Service tax/GST expenses	50.77	80.89
Welfare cess	5.46	16.45
Travelling expenses	4.06	1.84
Legal and professional expenses	90.59	53.60
Defect liability expense	15.18	15.54
Other direct project expenses	1,256.69	1,289.52
<b>Total</b>	<b>8,453.51</b>	<b>8,733.95</b>

**Note 26**

**Changes in inventories of construction material, land and work in progress**

(₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>Opening inventories</b>		
Construction material on hand	57.94	221.42
Work in progress	1,971.43	2,832.55
Land	2,686.63	1,795.76
	<b>4,716.00</b>	<b>4,849.73</b>
<b>Closing inventories</b>		
Construction material on hand	-	57.94
Work in progress	2,847.06	1,971.43
Land	3,343.51	2,686.63
	<b>6,190.57</b>	<b>4,716.00</b>
<b>Less: Transferred to Investment Property</b>	-	<b>749.19</b>
<b>Changes in inventories</b>	<b>(1,474.57)</b>	<b>(615.46)</b>

**Note 27****Employee benefits expenses**

(₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Salaries, allowances and bonus	297.90	303.76
Contribution to provident and other fund (refer note 32)	2.68	2.99
Remuneration and perquisites to directors (refer note 31)	36.95	11.87
<b>Total</b>	<b>337.53</b>	<b>318.62</b>

**Note 28****Finance costs**

(₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>Interest on borrowings</b>		
- To banks and financial institution	1,337.05	1,457.99
- To others		
- unsecured loan	6.69	4.79
- AMC betterment charges	21.51	53.98
- MSME suppliers	3.25	6.47
- late payment of tax	1.26	2.58
	<b>1,369.76</b>	<b>1,525.81</b>
<b>Other borrowing costs</b>		
- Bank guarantee charges	47.90	44.46
- Processing fees	30.00	38.69
	<b>77.90</b>	<b>83.15</b>
<b>Total</b>	<b>1,447.66</b>	<b>1,608.96</b>

**Note 29****Other expenses**

(₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Legal and professional charges	77.91	110.61
Office rent (refer note Note 35B)	8.12	13.01
Car rent	12.54	12.54
Repairs and maintenance expenses	25.01	25.35
Insurance	16.52	19.20
Power and fuel expenses	35.76	34.14
Travelling and conveyance	17.05	21.59
CSR expenses (refer note 29A)	38.69	57.87
Printing and stationery	9.33	11.79

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Rates and taxes	1.99	7.06
Payment to auditors (exclusive of GST)		
- Audit fees	8.00	10.76
- Other services	0.80	-
- Reimbursement of expenses	0.01	-
Loss on sale of property, plant and equipment	0.57	1.59
Advertisement and business promotion expenses	11.42	4.53
Provision for loss allowance on trade receivables	(11.55)	(71.37)
Bad debts written off	-	-
Director's sitting fees	0.55	0.85
Property, plant and equipment discarded	23.59	0.29
Miscellaneous expenses	19.19	18.38
<b>Total</b>	<b>295.50</b>	<b>278.19</b>

**Note 29A**  
**CSR Expense**

(₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>A. Gross amount required to be spent by the Company</b>	36.61	57.48
<b>B. Amount spent during the year (in cash)</b>		
(i) Development of area/acquisition of any asset	-	-
(ii) On purpose other than (i) above	38.69	57.87
<b>C. Related party transactions in relation to corporate social responsibility</b>	-	-
<b>D. Provision movement during the year:</b>		
Opening provision	-	-
Addition during the year	38.69	57.87
Utilised during the year	38.69	57.87
Closing provision	-	-
<b>E. Shortfall in the CSR spending</b>		
Shortfall at the end of the year	-	-
Total of previous years' shortfall	-	-
Reason for shortfall	-	-
<b>F. Details related to spent / unspent obligations:</b>		
Direct Expenditure	32.69	5.03
Contribution to Charitable Trust, Spent by that trust	6.00	52.84
Amount unspent	-	-
<b>Total</b>	<b>38.69</b>	<b>57.87</b>

\* Nature of CSR activities undertaken by company includes healthcare and medical facilities, promotion of education and food distribution.

**Note 30**  
**Earnings per share**

(₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>Profit attributable to equity share holders :</b>		
Basic earnings	(198.16)	(64.99)
Adjusted for the effect of dilution	(198.16)	(64.99)
<b>Weighted average number of equity shares for:</b>		
Basic	39,38,89,200	39,38,89,200
Adjusted for the effect of dilution	39,38,89,200	39,38,89,200
<b>Earning per share</b>		
Basic	(0.05)	(0.02)
Diluted	(0.05)	(0.02)

**Note 31**  
**Related party**

(A) Associate	Vyapnila Terminals (Modasa) Private Limited
(B) Joint venture	Kent Residential and Industrial Park LLP Romanovia Industrial Park Private Limited
(C) Enterprise in which Key Managerial Personnel have significant influence	Sambhaav Media Limited Sambhaav Nascent LLP Nila Spaces Limited
(D) Key Managerial Personnel	Manoj B. Vadodaria - Chairman and Managing Director Prashant H. Sarkhedi - Chief Financial Officer Deep S. Vadodaria - Chief Operating Officer Dipen Y. Parikh - Company Secretary
(E) Non-Executive Director	Kiran B. Vadodaria Dilip D. Patel
(F) Independent Director	Shyamal S Joshi Forma Mehta Ashok R. Bhandari (till 07-Oct-2021) Revant A. Bhatt (w.e.f. 07-Oct-2021)

Transactions carried out with the Related Parties for the year ended 31 March 2022 and 31 March 2021 are as below:

Particulars	Transaction Value (₹ in lakhs)	
	31 March 2022	31 March 2021
<b><u>Rent paid</u></b>		
Sambhaav Media Limited	7.62	7.62
<b><u>Rent received</u></b>		
Sambhaav Nascent LLP	11.24	12.04
<b><u>Revenue (billed) from infrastructure projects</u></b>		
Romanovia Industrial Park Private Limited	-	5.95
Sambhaav Media Limited	-	2.42
Nila Spaces Limited	407.28	1,694.58
<b><u>Loans given</u></b>		
Kent Residential and Industrial Park LLP	-	409.20
Romanovia Industrial Park Private Limited	1,572.70	1,499.55
Vyapnila Terminals (Modasa) Private Limited	81.00	146.00
<b><u>Investment of capital</u></b>		
Kent Residential and Industrial Park LLP	1,572.15	-
<b><u>Advances Received against Land</u></b>		
Nila Spaces Limited	1,530.02	-
<b><u>Interest free loan to associate in the nature of equity support</u></b>		
Vyapnila Terminals (Modasa) Private Limited	5.83	274.15
<b><u>Interest income</u></b>		
Kent Residential and Industrial Park LLP (interest on investment)	573.43	2.87
Kent Residential and Industrial Park LLP (interest on loan)	-	591.37
Romanovia Industrial Park Private Limited	274.70	87.24
Vyapnila Terminals (Modasa) Private Limited (notional interest)	115.67	69.68
Nila Spaces Limited	-	-
<b><u>Share of profit / (loss) from investment in LLP</u></b>		
Kent Residential and Industrial Park LLP	(41.26)	(94.13)
<b><u>Re-payment of loans and advances given</u></b>		
Kent Residential and Industrial Park LLP	-	1,474.35
Romanovia Industrial Park Private Limited	253.88	674.61
Vyapnila Terminals (Modasa) Private Limited	23.50	-
<b><u>Loan (asset) balance transferred to investment (capital)</u></b>		
Kent Residential and Industrial Park LLP	4,679.48	-
<b><u>Expense reimbursement</u></b>		
Nila Spaces Limited	4.21	52.55

**Outstanding Balances of transactions carried out with Related Parties (Other than Key - managerial personnel) as at 31 March 2022 and 31 March 2021.**

Particulars	Outstanding Balance (₹ in lakhs)	
	31 March 2022	31 March 2021
<b><u>Trade Receivables (including retention)</u></b>		
Sambhaav Nascent LLP	-	1.03
Nila Spaces Limited	-	1,030.53
<b><u>Loans given to associate and joint venture</u></b>		
Kent Residential and Industrial Park LLP	-	4,679.48
Romanovia Industrial Park Private Limited	2,581.27	987.76
Vyapnila Terminals (Modasa) Private Limited (at Historical Cost)	1,287.36	1,229.86
Vyapnila Terminals (Modasa) Private Limited (Ind AS impact - transferred to quasi equity)	(149.16)	(259.00)
<b><u>Rent payable</u></b>		
Sambhaav Media Limited	-	0.70
<b><u>Rent deposit receivable</u></b>		
Sambhaav Media Limited	0.96	0.96
<b><u>Advances Received against Land</u></b>		
Nila Spaces Limited	1,530.02	-
<b><u>Investment</u></b>		
Kent Residential and Industrial Park LLP (Capital)	6,480.49	(67.30)
Romanovia Industrial Park Private Limited (at Historical Cost)	0.50	0.50
Romanovia Industrial Park Private Limited (Incremental value on revaluation)	316.18	297.71
Vyapnila Terminals (Modasa) Pvt. Ltd (at Historical Cost)	0.55	0.12
Vyapnila Terminals (Modasa) Pvt. Ltd (Ind AS impact - quasi capital)	336.01	445.85

**Disclosure of transactions with the Key-managerial personnel and Directors and the status of outstanding balances as at 31 March 2022 and 31 March 2021**

Particulars	Transaction Value (₹ in lakhs)	
	31 March 2022	31 March 2021
Remuneration		
- to directors	36.95	11.87
- to other than directors	46.36	19.77
Director sitting fees	0.55	0.85
Short term employment benefits	1.00	8.05
Guarantees received/(released) during the year (net)	161.51	2,689.24
Outstanding balance of guarantee obtained	14,578.65	14,417.14

**Note 32**  
**Employee benefits**

**A. Defined benefit plans:**

**Gratuity**

The Group operates a defined benefit plan (the gratuity plan) covering eligible employees, which provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employees salary and tenure of employment. The liability in respect of gratuity being defined benefit schemes, payable in future, are determined by actuarial valuation as on balance sheet date.

In activity of valuation for gratuity following assumptions were used:

Particulars	31 March 2022	31 March 2021
Mortality rate	Indian Assured Lives Mortality (2012-14) urban	Indian Assured Lives Mortality (2012-14) ultimate
Withdrawal rate	For attained age above 18 upto 24 years: 25%, For attained age above 24 upto 31 years: 10%, For attained age above 31 upto 38 years: 5%, For attained age above 38 years: 2%	For attained age above 18 upto 25 years: 25%, For attained age above 25 upto 32 years: 15%, For attained age above 32 upto 39 years: 10%, For attained age above 39 upto 46 years: 5% For attained age above 46 years: 2%
Retirement age	Directors & KMP: 75 Years Others: 58 Years	58 Years
Discount rate	7.23%	6.71%
Salary escalation	7.50%	7.50%

The following tables set out the funded status of the gratuity plans and the amounts recognised in the Company's standalone financial statements as at 31 March 2022, 31 March 2021

The following tables set out status of gratuity plan under Indian Accounting Standard 19 on "Employee benefit".

(₹ in lakhs)

Particulars	31 March 2022	31 March 2021
<b>Changes in present value of defined benefit obligation</b>		
Present value of defined benefit obligation as at the beginning of the year	67.14	73.18
Interest cost	4.51	4.67
Current service cost	7.54	7.81
Actuarial loss due to change in financial assumptions	(2.71)	(0.35)
Actuarial (gain) due to change in demographic assumptions	(0.20)	-
Actuarial loss/(gain) due to experience adjustments	(7.01)	(12.20)
Benefits paid	(13.64)	(5.97)
<b>Present value of defined benefit obligation as at the end of the year</b>	<b>55.63</b>	<b>67.14</b>
<b>Amount recognised in the balance sheet</b>		
Fair value of plan assets as at the end of the year	-	-
Present value of defined benefit obligation as at the end of the year	55.63	67.14
<b>Net obligation as at end of year</b>	<b>55.63</b>	<b>67.14</b>
<b>Non current</b>	<b>50.48</b>	<b>61.03</b>
<b>Current</b>	<b>5.15</b>	<b>6.11</b>

Particulars	31 March 2022	31 March 2021
<b>Expenses recognised in the statement of profit and loss under the head Employee benefit expenses</b>		
Service cost	7.54	7.81
Interest cost	4.50	4.67
<b>Net expense recognised in employee benefit expenses</b>	<b>12.04</b>	<b>12.48</b>
<b>Expenses recognised in other comprehensive income for the year</b>		
Remeasurment due to:		
Actuarial loss/(gain) on obligations - due to change in financial assumptions	(2.71)	(0.35)
Actuarial loss/(gain) on obligations - due to change in demographic assumptions	(0.20)	-
Actuarial loss/(gain) on obligations - due to experience adjustments	(7.01)	(12.20)
<b>Net expense/(income) recognised in other comprehensive income</b>	<b>(9.92)</b>	<b>(12.55)</b>

### Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:

(₹ in lakhs)

Particulars	31 March 2022		31 March 2021	
	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	(4.66)	5.40	(5.15)	5.89
Salary growth rate (1% movement)	3.39	(3.11)	4.18	(3.91)
Withdrawal rate (1% movement)	0.91	(1.12)	0.26	(0.30)

The sensitivity analyses presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet. There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

The obligations are measured at the present value of estimated future cash flows by using a discount rate that is determined with reference to the market yields at the Balance Sheet date on Government Bonds which is consistent with the estimated terms of the obligation.

The estimate of future salary increase, considered in the actuarial valuation, takes account of inflation, security, promotion and other relevant factors such as supply and demand in the employment market.

### Expected future cash flows:

The expected future cash flows in respect of gratuity as at balance sheet date will be as follows:

(₹ in lakhs)

Projected benefits payable in future years from the date of reporting	31 March 2022	31 March 2021
1st following year	5.15	6.11
2nd following year	1.84	3.07
3rd following year	1.84	9.34
4th following year	1.94	2.60
5th following year	6.40	5.75
Sum of years 6 to 10	22.99	25.18

## B. Other long term employee benefits

### Compensated absences

The accrual for unutilised leave is determined for the entire available leave balance standing to the credit of the employees at the year end. The value of such leave balances that are eligible for carry forward is determined by an actuarial valuation as at the end of the year and actuarial gains and losses are charged to the statement of profit and loss. Amount of ₹ (17.41) lakhs (31 March 2021: ₹ (3.06) lakhs) towards leave benefits is recognised as (credit)/expense to salaries, wages and bonus under "Employee benefits expenses" in the Statement of Profit and Loss.

### Actuarial assumptions

Particulars	31 March 2022	31 March 2021
Discount rate	7.23%	6.71%
Salary growth rate	7.50%	7.50%
Withdrawal rates	For attained age above 18 upto 24 years: 25%, For attained age above 24 upto 31 years: 10%, For attained age above 31 upto 38 years: 5%, For attained age above 38 years: 2%	For attained age above 18 upto 25 years: 25%, For attained age above 25 upto 32 years: 15%, For attained age above 32 upto 39 years: 10%, For attained age above 39 upto 46 years: 5% For attained age above 46 years: 2%

## C. Defined contribution

### Contribution to provident fund and employee state insurance contribution

Amount of ₹ 2.68 lakhs (31 March 2021: ₹ 2.99 lakhs) paid towards contribution to provident funds and Employee state insurance contribution is recognised as an expense and included in "Salaries, wages and bonus" under "Employee benefits expense" in the Statement of Profit and Loss.

### Note 33

#### Operating segment

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Group's Chief Operating Decision Maker (CODM) to make decisions about resources to be allocated to the segments and assess their performance. The Group's operations fall under single segment namely "Infrastructure Business", taking into account the risks and returns, the organization structure and the internal reporting systems. Board of Directors are Chief Operating Decision Maker (CODM) of the Group and hence financial statement represents disclosure of primary segment. Further, there are no export sales and hence there is no reportable secondary segment. All assets are located in the group's country of domicile.

### Note 34

#### Contingent liabilities and commitments

##### (i) Contingent liabilities

(a)

(₹ in lakhs)

Particular	As at 31 March 2022	As at 31 March 2021
Income tax demands for A. Y. 2000-01 matter before Assessing Officer	0.81	0.81
Income tax demands for A. Y. 2002-03 matter before Assessing Officer	0.43	0.43
Income tax demands for A. Y. 2009-10 matter before Central Processing Centre (CPC)	2.22	2.22
Income tax demands for A. Y. 2015-16 matter before Central Processing Centre (CPC)	0.64	0.64

- (b) The Hon'ble Supreme Court of India ("SC") by their order dated 28 February 2019, in the case of Surya Roshani Limited & others v/s EPFO, set out the principles based on which allowances paid to the employees should be identified for inclusion in basic wages for the purposes of computation of Provident Fund contribution. The Group has provided the impact of the said supreme court judgement with effect from 1 January 2020. In view of the management, any additional liability for the period from date of the SC order (28 February 2019) to 31 December 2019 is not material and hence have not been provided in the books of account. In addition, management is of the view that there is a considerable uncertainty around the timing and extent in which the judgement will be interpreted and applied by the regulatory authorities and accordingly, the impact for periods prior to the date SC order (28 February 2019), if any, is not ascertainable and consequently no financial effect has been provided for in the consolidated financial statements. Accordingly, this has been disclosed as a contingent liability in the consolidated financial statements.
- (c) The Income-Tax Department had carried out a search operation at the Holding Company's various business premises and residential premises of promoters and certain key employees of the company, under Section 132 of the Income-tax Act, 1961 on 08 September 2021. The Company had extended full co-operation to the income-tax officials during the search and provided all the information sought by them. The Company had made the necessary disclosures to the stock exchanges in this regard on 12 September 2021, in accordance with Regulation 30 of the SEBI (LODR) Regulations, 2015 (as amended). As on the date of issuance of these financial statements, the Company has not received any formal communication for any demand from the Income-tax department regarding the findings of their investigation / examination. Given the nature and complexity of the matter, the final outcome of which is not ascertainable, the impact (if any) on the financial statements in relation to the matter cannot be determined at present by the management. The statutory auditors have given Emphasis of Matter in their statutory audit report on consolidated financial statement for the year ended 31 March 2022.

**(ii) Commitments**

There are no commitments as at 31 March 2022 as well as 31 March 2021.

**(iii) Corporate guarantees**

The Group has not provided any corporate guarantees or any security as at 31 March 2022 as well as 31 March 2021 for loans or any other financial aid obtained by any person.

**Note 35**  
**Leases**

**a) As a lessor**

The Group's significant leasing arrangements are in respect of operating leases for commercial premises. Lease income from operating leases is recognised on a straight-line basis over the period of lease. The aggregate lease rental income of ₹ 124.12 Lakhs (31 March 2021: 97.23) lakhs is accounted in the statement of profit and loss. (refer note 23).

There are no contingent rents which are recognised in statement of profit and loss. The future minimum lease receivables of non-cancellable operating leases are as under:

**Future minimum lease receipts under operating leases** (₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
Not later than 1 year	66.02	65.30
Later than 1 year and not later than 5 years	32.04	86.79
Later than 5 years	-	-

**b) As a lessee**

The Group has taken office premises on lease. The terms of lease includes terms of renewals, increase in rent in future periods, terms of cancellation, etc. The agreement is executed for a period of 3 years with a renewable clause and also provide for termination at will by either party giving a prior notice of 3 months at any time during the lease term and hence considered the same to be of short term lease in nature under Ind AS 116. Accordingly, no further disclosures are applicable.

Lease rental (incl. maintenance charges) expense debited to statement of profit and loss is ₹ 7.62 lakhs (31 March 2021: ₹ 7.62 lakhs).

**Note 36**

**Disclosures as per Ind AS 115 "Revenue from contracts with customers"**

**(a) Disaggregation of revenue from contracts with customers for the year ended 31 March 2022 :** (₹ in lakhs)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>Affordable Housing</b>		
Engineering, procurement and construction (EPC)	361.88	4,850.69
PPP contracts	5,502.94	4,318.01
<b>Civic Urban Infra - EPC contracts</b>	2,309.86	380.94
<b>Total</b>	<b>8,174.68</b>	<b>9,549.64</b>

**(b) Contract assets / Contract liabilities**

The contract assets, land and transferrable development rights receivable represents amount due from customers which primarily relate to the Group's rights to consideration for work executed but not billed at the reporting date. The contract assets or Land and transferrable development rights are transferred to receivables when the rights become unconditional. i.e. when invoice is raised on achievement of contractual milestones. This usually occurs when the Group issues an invoice to the customer. The contract liabilities primarily represent advances received from customers for which invoices are yet to be raised on customers pending achievement of milestone.

The following table provides information about trade receivables and contract assets : (₹ in lakhs)

Particulars	31 March 2022	31 March 2021
- Contract assets	1,910.29	3,734.07
- Land and transferrable development rights	9,177.14	4,853.07
- Contract liabilities	10,806.30	979.00

**Changes in contract asset and land and transferrable development right balances during the year are as follows:** (₹ in lakhs)

Particulars	31 March 2022	31 March 2021
<b>Contract asset</b>		
Balance at the beginning of the year	3,734.07	5,094.43
Unbilled revenue for the year	1,423.47	1,039.26
Contract assets reclassified to land and transferrable development rights	(3,254.98)	-
Contract assets reclassified to trade receivables	-	(2,399.62)
<b>Balance at the end of the year</b>	<b>1,910.29</b>	<b>3,734.07</b>

Particulars	31 March 2022	31 March 2021
<b>Land and transferrable development rights</b>		
Balance at the beginning of the year	4,853.07	3,479.60
Unbilled revenue for the year	1,069.09	1,758.47
Contract assets reclassified to land and transferrable development rights	3,254.98	-
Contract assets reclassified to trade receivables	-	(385.00)
<b>Balance at the end of the year</b>	<b>9,177.14</b>	<b>4,853.07</b>

Changes in contract liabilities balances during the year are as follows: (₹ in lakhs)

Particulars	31 March 2022	31 March 2021
Balance at the beginning of the year	979.00	1,815.08
Less:- Recognised as amounts due to Customers under Construction Contract	-	836.08
Add:- Advances received from customers for which invoices are yet to be raised	9,827.30	-
<b>Balance at the end of the year</b>	<b>10,806.30</b>	<b>979.00</b>

Contract liabilities include amount received for sales of transferrable development rights for PPP projects in which BU certificate is yet to be received.

**(c) Transaction price allocated to remaining performance obligations**

Table below shows the forward order book for the Group at the reporting date with the time bands of when the Group expects to recognise secured revenue on its contracts with customers. Secured revenue corresponds to fixed work contracted with customers and excludes the impact of any anticipated contract extensions or modifications, and new contracts with customers.

As at 31 March 2022 (₹ in lakhs)

Particulars	31 March 2022	31 March 2021
<b>Contract revenue</b>		
Within one year	16,100.00	13,225.00
More than one year	48,318.00	39,809.00
<b>Total</b>	<b>64,418.00</b>	<b>53,034.00</b>

**(d) Reconciliation of revenue recognised in the Statement of Profit and Loss**

There are no adjustments made to the contracted price with customers which need to be reconciled to revenue recognised in the statement of profit and loss.

**Note 37**  
**Financial Instruments - Fair Value And Risk Measurements**

**A. Accounting classification and fair values**

The carrying amounts and fair values of financial instruments by class are as follows:-

(₹ in lakhs)

As at 31 March 2022	Carrying amount				Fair value			
	Fair Value Through Profit and Loss	Fair Value through Other Comprehensive Income	Amortized Cost*	Total	Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	Total
<b>Financial asset</b>								
Loan								
- Non-current	-	-	3,729.93	3,729.93	-	-	-	-
- Current	-	-	119.68	119.68	-	-	-	-
Investment (note 2 below)	-	-	-	-	-	-	-	-
Trade receivables	-	-	6,284.01	6,284.01	-	-	-	-
Cash and cash equivalent	-	-	31.56	31.56	-	-	-	-
Other bank balance	-	-	39.96	39.96	-	-	-	-
Other financial assets								
- Non-current	-	-	1,895.22	1,895.22	-	-	-	-
- Current	-	-	3.88	3.88	-	-	-	-
	-	-	<b>12,104.24</b>	<b>12,104.24</b>	-	-	-	-
<b>Financial liabilities</b>								
Borrowings								
- Non-current	-	-	8,751.75	8,751.75	-	-	-	-
- Current	-	-	2,069.34	2,069.34	-	-	-	-
Trade payable								
- Non-current	-	-	-	-	-	-	-	-
- Current	-	-	3,172.22	3,172.22	-	-	-	-
Other financial liability								
- Non-current	-	-	110.60	110.60	-	-	-	-
- Current	-	-	94.58	94.58	-	-	-	-
	-	-	<b>14,198.49</b>	<b>14,198.49</b>	-	-	-	-

(₹ in lakhs)

As at 31 March 2021	Carrying amount				Fair value			
	Fair Value Through Profit and Loss	Fair Value through Other Comprehensive Income	Amortized Cost*	Total	Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	Total
<b>Financial asset</b>								
<b>Loan</b>								
- Non-current	-	-	6,631.64	6,631.64	-	-	-	-
- Current	-	-	15.00	15.00	-	-	-	-
Investment (note 2 below)	-	-	0.15	0.15	-	-	-	-
Trade receivables	-	-	6,503.79	6,503.79	-	-	-	-
Cash and cash equivalent	-	-	1,314.73	1,314.73	-	-	-	-
Other bank balance	-	-	584.49	584.49	-	-	-	-
Other financial assets								
- Non-current	-	-	1,424.56	1,424.56	-	-	-	-
- Current	-	-	10.34	10.34	-	-	-	-
	-	-	<b>16,484.70</b>	<b>16,484.70</b>	-	-	-	-
<b>Financial liabilities</b>								
<b>Borrowings</b>								
- Non-current	-	-	11,560.76	11,560.76	-	-	-	-
- Current	-	-	2,932.13	2,932.13	-	-	-	-
Trade payable								
- Non-current	-	-	-	-	-	-	-	-
- Current	-	-	4,844.81	4,844.81	-	-	-	-
Other financial liability								
- Non-current	-	-	93.41	93.41	-	-	-	-
- Current	-	-	119.92	119.92	-	-	-	-
	-	-	<b>19,551.03</b>	<b>19,551.03</b>	-	-	-	-

\* Fair value of financial assets and liabilities measured at amortised cost is not materially different from the amortised cost. Further, impact of time value of money is not significant for the financial instruments classified as current. Accordingly, the fair value has not been disclosed separately.

Note 1: Investments in associate, joint ventures and subsidiary have been accounted at historical cost. Since these are scoped out of Ind AS 109 for the purposes of measurement, the same have not been disclosed in the tables above.

Note 2: At the time of transition to Ind AS effective from 1 April 2016, the Group had opted to measure its investments in subsidiaries, joint ventures and associate at deemed cost, i.e. previous GAAP carrying amount, except for its investment in one of the joint venture - Romanovia Industrial Park Private Limited, which has been measured at fair value at the date of transition to Ind AS. If an entity chooses to measure its investment at fair value at the date of transition to Ind AS than that is deemed cost of such investment for the Group and, therefore, it shall carry its investment in at that amount (i.e. fair value at the date of transition) after the date of transition.

### Fair value hierarchy

The fair value of financial instruments as referred above have been classified into three categories depending on the inputs used in valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level I measurements) and lowest priority to unobservable inputs (Level III measurements).

The categories used are as follows:-

**Input Level I (Directly Observable)** : which includes quoted prices in active markets for identical assets such as quoted price for an equity security on Security Exchanges.

**Input Level II (Indirectly Observable)** : which includes prices in active markets for similar assets such as quoted price for similar assets in active markets, valuation multiple derived from prices in observed transactions involving similar businesses, etc.

**Input Level III (Unobservable)**: which includes management's own assumptions for arriving at a fair value such as projected cash flows used to value a business, etc.

### B. Measurement of fair values

#### i) Valuation techniques and significant unobservable inputs

The fair value of the investment in quoted investment in equity shares is based on the current bid price of investment at balance sheet date

#### ii) Transfers between Levels I and II

There has been no transfer in between Level I and Level II

#### iii) Level III fair values

There are no items in Level III fair values.

### C. Financial risk management

The Group has a well-defined risk management framework. The Board of Directors of the Group has adopted a Risk Management Policy. The Group has exposure to the following risks arising from financial instruments:

- Credit risk ;
- Liquidity risk ; and
- Market risk

#### Risk management framework

The Group's board of directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The board of directors evaluate and exercise independent control over the entire process of risk management. The board also recommends risk management objectives and policies.

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The audit committee oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the

Group. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and adhoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

**(i) Credit risk**

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk primarily through trade receivables and other financial assets including deposits with banks. The Group's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions is reasonably spread amongst the counterparties.

**Trade receivables and other receivables**

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Group grants credit terms in the normal course of business. The Group establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade and other receivables. The Group considers the probability of default and whether there has been a significant increase in the credit risk on an ongoing basis through each reporting period. To assess whether there is a significant increase in credit risk, the Group compares the risk of default occurring on financial assets as on the reporting date.

Summary of the Group's exposure to credit risk by age of the outstanding from various customers is as follows:  
(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
Not Due	3,495.84	1,170.95
0-3 Months	1,656.24	4,195.04
3-6 Months	650.07	932.90
6-12 Months	10.52	85.63
1-2 years	582.17	212.09
> 2 years	-	-
<b>Total</b>	<b>6,394.84</b>	<b>6,596.61</b>

**Impairment**

Most of customers are PSU and as per past experience, there has been no credit loss on account of customer's inability to pay i.e. there has been no material bad debts in past and therefore, no provision is generally made on this account. The Group has used a practical expedient by computing the expected credit loss allowance for trade receivables on a provision matrix. An impairment analysis is performed at each reporting date based on the facts and circumstances existing on that date to identify expected losses on account of time value of money and credit risk. The calculation is based on provision matrix which considers actual historical data adjusted appropriately for the future expectations and probabilities. Receivables from group companies are excluded for the purposes of this analysis since no credit risk is perceived on them. Proportion of expected credit loss provided for across the ageing buckets is summarised below:

On the above basis, the Company estimates the following provision matrix at the reporting date:

(₹ in lakhs)

Particulars	Expected credit loss %	
	31 March 2022	31 March 2021
Not Due	0.30%	0.28%
0-3 Months	0.26%	0.32%
3-6 Months	0.44%	0.32%
6-12 Months	5.81%	7.38%
1-2 years	8.13%	13.26%
> 2 years	100.00%	100.00%

Movement in the provision for loss allowance in respect of trade and other receivables are as follows:

(₹ in lakhs)

Particulars	31 March 2022	31 March 2021
Balance at the beginning of the year	77.16	148.53
Provision / (Reversal) during the year	(11.55)	(71.37)
<b>Balance at the end of the year</b>	<b>65.61</b>	<b>77.16</b>

#### Cash and bank balances

The Group is also exposed to credit risks arising on cash and cash equivalents and term deposits with banks. The Group believes that its credit risk in respect of cash and cash equivalents and term deposits is insignificant as funds are invested in term deposits at pre-determined interest rates for specified period of time. For cash and cash equivalents and other bank balances, only high rated banks are accepted.

#### Other financial assets

Other financial assets includes loan to employees and related parties, security deposits, etc. Credit risk arising from these financial assets is limited and there is no collateral held against these because the counterparties are group companies, banks. Banks have high credit ratings assigned by the credit rating agencies.

#### (ii) Liquidity Risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are proposed to be settled by delivering cash or other financial asset. The Group's financial planning has ensured, as far as possible, that there is sufficient liquidity to meet the liabilities whenever due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation. In addition to the Group's own liquidity, it enjoys credit facilities with the reputed bank and financial institutions.

Management monitors the Group's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Group's liquidity management policy involves periodic reviews of cash flow projections and considering the level of liquid assets necessary, monitoring balance sheet, liquidity ratios against internal and external regulatory requirements.

#### Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

(₹ in lakhs)

31 March 2022	Carrying amount	Contractual maturities				
		Not Due	Less than 12 months	1-2 years	2-5 years	More than 5 years
<b>Borrowings</b>						
- Non-current	8,751.75	-	-	6,139.93	2,348.12	263.70
- Current	2,069.34	-	2,069.34	-	-	-
<b>Trade payable</b>						
- Non-current	-	-	-	-	-	-
- Current	3,172.22	-	3,172.22	-	-	-
<b>Other financial liability</b>						
- Non-current	110.60	-	-	53.88	48.66	8.06
- Current	94.58	-	94.58	-	-	-

(₹ in lakhs)

31 March 2021	Carrying amount	Contractual maturities				
		Not Due	Less than 12 months	1-2 years	2-5 years	More than 5 years
<b>Borrowings</b>						
- Non-current	11,560.76	-	-	2,288.64	8,554.92	717.20
- Current	2,932.13	-	2,932.13	-	-	-
<b>Trade payable</b>						
- Non-current	-	-	-	-	-	-
- Current	4,844.81	-	4,844.81	-	-	-
<b>Other financial liability</b>						
- Non-current	93.41	-	-	10.93	82.48	-
- Current	119.92	-	119.92	-	-	-

**(iii) Market risk**

Market risk is the risk that changes in market prices – such as foreign exchange rates and interest rates – will affect the Group's income. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables and debt. The Group does not have any transactions in foreign currency. And accordingly, the Group does not have currency risk.

**Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's liquidity and borrowing are managed by professional at senior management level. The interest rate exposure of the Group is reduced by matching the duration of investments and borrowings. The interest rate profile of the Group's interest - bearing financial instrument as reported to management is as follows:

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Fixed-rate instrument</b>		
Financial asset	4,535.77	7,400.63
Financial liability	-	69.68
<b>Floating-rate instrument</b>		
Financial asset	-	-
Financial liability	10852.88	14,457.25

#### Interest rate sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of change in interest rates. The following table demonstrates the sensitivity of floating rate financial instruments to a reasonably possible change in interest rates. The risk estimates provided assume a parallel shift of 100 basis points interest rate across all yield curves. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

Particulars	Increase on profit/ (loss) after tax
<b>31 March 2022</b>	
Increase in 100 basis point	(108.53)
Decrease in 100 basis point	108.53
<b>31 March 2021</b>	
Increase in 100 basis point	(144.57)
Decrease in 100 basis point	144.57

#### Note 38

##### Capital management

The Group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The board of directors seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position. The Group monitors capital using a ratio of 'Debt' to 'Equity'. For this purpose, 'Debt' is meant to include long-term borrowings, short-term borrowings and current maturities of long-term borrowings. 'Equity' comprises all components of equity. The Group's debt to equity ratio as at the end of the reporting periods are as follows:

(₹ in lakhs)

Particulars	As at 31 March 2022	As at 31 March 2021
Total debt (including interest accrued but not due on borrowings)	10,852.88	14,526.93
Less : Cash and bank balances	31.56	1,314.73
<b>Adjusted net debt</b>	<b>10,821.32</b>	<b>13,212.20</b>
<b>Total equity</b>	<b>13,305.56</b>	<b>13,496.30</b>
<b>Debt to equity (net)</b>	<b>0.81</b>	<b>0.98</b>

**Note 39**  
**Ratio Analysis and its elements**

(₹ in lakhs)

Sr. No.	Ratio	Numerator	Denominator	FY 2021-22		FY 2020-21		Ratio	%	Reason for variance
				Numerator	Denominator	Numerator	Denominator			
1	Current ratio	Current Assets	Current Liabilities	25167.63	19,171.14	23,234.32	10,726.84	2.17	-39.39%	Due to increase in contract liability (refer note 36).
2	Debt equity ratio	Total Debt	Shareholder's Equity	10,821.09	13,305.56	14,492.89	13,496.30	1.07	-24.26%	
3	Debt service coverage ratio	Earnings available for debt service	Interest & Lease Payments + Scheduled Principal Repayments	1,701.60	3,272.99	1,760.69	2,482.99	0.71	-26.68%	On account of repayment / pre-payment of debt.
4	Return on Equity	Net Profits after taxes	Average Shareholder's Equity	(198.16)	13,400.93	(64.99)	20,272.26	-0.32%	361.25%	Due to share of loss from JV & Associates
5	Inventory turnover ratio	Direct cost relating to revenue from operations	Average Inventory	6,978.94	5,453.29	8,118.49	4,782.87	1.70	-24.60%	
6	Trader receivable turnover ratio	Revenue from operations	Average Accounts Receivable	8,331.80	6,393.90	9,685.02	6,457.82	1.50	-13.11%	
7	Trader payable turnover ratio	Cost of material consumed, project and other expenses	Average Accounts Payable	8,695.17	4,008.52	9,015.85	4,737.78	1.90	13.99%	
8	Net capital turnover	Revenue from operations	Average Working capital	8,331.80	9,251.99	9,685.02	12,649.75	0.77	17.62%	
9	Net profit ratio	Profit after tax	Revenue from operations	(198.16)	8,331.80	(64.99)	9,685.02	-0.67%	254.43%	Due to decrease in average working capital
10	Return on capital employed	Earning before interest and taxes	Capital Employed	1,546.32	24,611.09	1,619.46	28,399.58	5.70%	10.18%	
11	Return on investment	Income generated from treasury invested funds	Average invested funds in treasury investments	-	-	-	-	-	0.00%	Not applicable as no investment made in treasury instruments.

On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, plans and business assumptions, the company is confident that no material uncertainty exists as on date that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due.

**Note 40**  
**Interest in other entities**

**1 Subsidiaries**

The Group has only one subsidiary at 31 March 2022. Its share capital comprises solely of equity shares held by the group and proportion of ownership interest held equals the voting rights held by group.

Name of entity	Ownership interest held by group		Ownership interest held by non-controlling interest		Principal Activities
	31 March 2022	31 March 2021	31 March 2022	31 March 2021	
	%	%	%	%	
Nila Terminals (Amreli) Private Limited	100.00%	100.00%	-	-	Special Purpose Vehicle created for Construction of bus terminal at Amreli

**2 Interest in associate & joint ventures**

Below is the list of associate and joint ventures as at 31 March 2022. Their Share capital comprise solely of equity shares and/or as partners capital held by the group and proportion of ownership interest held equals the voting rights held by the group

(₹ in lakhs)

Name of entity	% of ownership interest	Relationship	Method of Accounting	Quoted Fair value		Carrying Amount	
				31 March 2022	31 March 2021	31 March 2022	31 March 2021
Kent Residential & Industrial Park LLP	50%	Joint Venture	Equity method	-	-	-	-
Romanovia Industrial Park Private Limited	50%	Joint Venture	Equity method	-	-	316.68	298.22
Vyapnila Terminals (Modasa) Private Limited	34%	Associate	Equity method	-	-	977.80	641.36

**(a) Summarised financial statements of Joint ventures**

1 The table below shows summarised financial statements for both joint ventures which are material to the group. (₹ in lakhs)

Summarised balance sheet	Kent Residential & Industrial Park LLP		Romanovia Industrial Park Pvt Ltd	
	31 March 2022	31 March 2021	31 March 2022	31 March 2021
<b>(1) Non-current assets</b>				
(a) Property, plant and equipments	3,440.76	3,609.05	4,118.19	4,252.56
(b) Long term loans and advances	35.42	35.42	3.28	3.91
(c) Other tax assets (net)	-	-	-	-
(d) Deferred tax assets (net)	137.55	100.13	171.10	79.93
<b>Total Non-current assets</b>	<b>3,613.74</b>	<b>3,744.60</b>	<b>4,292.57</b>	<b>4,336.40</b>

Summarised balance sheet	Kent Residential & Industrial Park LLP		Romanovia Industrial Park Pvt Ltd	
	31 March 2022	31 March 2021	31 March 2022	31 March 2021
<b>(2) Current assets</b>				
(a) Inventories	10,818.26	9,395.46	6,725.78	6,011.25
(b) Cash and Bank Balance	0.11	24.32	2.01	44.28
(c) Trade Receivable	14.26	9.47	26.92	22.56
(d) Short-term Loans and Advances	1,326.72	1,314.33	260.10	423.51
(e) Other Financial Assets	-	-	-	-
(f) Current tax assets (net)	-	-	-	-
(g) Other Current Assets	168.67	125.53	89.24	54.90
<b>Total current assets</b>	<b>12,328.02</b>	<b>10,869.11</b>	<b>7,104.05</b>	<b>6,556.51</b>
<b>Total assets</b>	<b>15,941.76</b>	<b>14,613.71</b>	<b>11,396.63</b>	<b>10,892.92</b>
<b>Particulars</b>				
Total non-current assets	3,613.74	3,744.60	4,292.57	4,336.40
Current assets other than cash and cash equivalents	12,327.92	10,844.79	7,102.05	6,512.23
Cash and cash equivalents	0.11	24.32	2.01	44.28
<b>(A)</b>	<b>15,941.76</b>	<b>14,613.71</b>	<b>11,396.63</b>	<b>10,892.92</b>
<b>(3) Non-current Liabilities</b>				
(a) Long term borrowings	8,990.50	14,595.58	10,322.05	9,908.29
(b) Deferred tax liability (net)	-	-	-	-
(c) Other financial liabilities	-	-	152.21	150.86
<b>Total Non-current Liabilities</b>	<b>8,990.50</b>	<b>14,595.58</b>	<b>10,474.26</b>	<b>10,059.15</b>
<b>(4) Current Liabilities</b>				
(a) Borrowings	-	-	586.63	276.58
(b) Trade payables	1.96	2.86	0.05	3.33
(c) Other current financial liabilities	-	-	59.47	42.67
(d) Provisions	1.76	0.13	1.46	0.09
(e) Other current liabilities	146.59	149.75	500.53	500.53
<b>Total Current Liabilities</b>	<b>150.31</b>	<b>152.74</b>	<b>1,148.13</b>	<b>823.21</b>
<b>Total liabilities</b>	<b>9,140.81</b>	<b>14,748.31</b>	<b>11,622.39</b>	<b>10,882.35</b>
Non-current financial liabilities	8,990.50	14,595.58	10,474.26	10,059.15
Current financial liabilities (excluding trade payable and provisions)	146.59	149.75	1,146.62	819.78
Current liabilities other than current financial liabilities (including trade payables and provisions)	3.72	2.98	1.51	3.42
<b>(B)</b>	<b>9,140.81</b>	<b>14,748.31</b>	<b>11,622.39</b>	<b>10,882.35</b>
<b>Net assets (A-B)</b>	<b>6,800.96</b>	<b>(134.60)</b>	<b>(225.77)</b>	<b>10.57</b>
Group's share in %	50.00%	50.00%	50.00%	50.00%
Group's share in INR	3,400.48	(67.30)	(112.88)	5.28

## Reconciliation to Carrying Amount

(₹ in lakhs)

Particulars	Kent Residential & Industrial Park LLP		Romanovia Industrial Park Pvt Ltd	
	31 March 2022	31 March 2021	31 March 2022	31 March 2021
Group share in opening net assets	-	-	298.22	417.27
Profit/(loss) for the year - share of group	(41.26)*	(94.13)*	(118.17)**	(119.05)**
Interest on capital contribution	573.43	2.87	-	-
Opening net assets #	532.17	-	180.05	298.22
Add:- Ind AS adjustment	-	-	-	-
Add:- Capital contribution / Loan converted to capital during the year	6,245.18	-	-	-
Less:- Unrealised gain & losses eliminated against the investment accounted for using equity method (including previous unsettled unrealised amounts)	(296.86)	-	136.63	-
<b>Closing net assets</b>	<b>6,480.49</b>	<b>-</b>	<b>316.68</b>	<b>298.22</b>

\*Amount of ₹ (41.26) lakhs (31 March 2021 ₹ (94.13) lakhs) represents share of (loss)/profit from Kent Residential & Industrial Park LLP.

# since share of loss remains unabsorbed to the extent of ₹ (129.20) lakh\* as at 31 March 2021 (including preceding previous years losses of ₹ 37.94 lakh) there is no elimination of unrealised gain/(loss) against the investment as per equity method and the investment value also stands NIL in consolidated financial statement till the unabsorbed loss gets fully absorbed and balance is profit.

\*\* The same includes amount of ₹ (118.17) lakhs (31 March 2021 ₹ (119.05) lakhs) as share of profit / (loss) from Romanovia Industrial Park Private Limited.

## Summarised statement of profit and loss of material joint venture

(₹ in lakhs)

Summarised profit and loss	Kent Residential & Industrial Park LLP		Romanovia Industrial Park Pvt Ltd	
	31 March 2022	31 March 2021	31 March 2022	31 March 2021
Revenue from operations	465.29	623.68	298.34	307.77
Other income	8.90	3.17	50.59	46.70
<b>Total income</b>	<b>474.19</b>	<b>626.85</b>	<b>348.93</b>	<b>354.46</b>
Cost of material consumed and project expenses	38.74	172.93	31.25	15.38
Changes in inventories of construction material, land and work in progress	-	-	-	-
Employee benefits expenses	-	-	2.20	2.10
Finance costs	377.25	522.68	500.49	526.54
Depreciation and amortisation expense	168.29	177.00	134.37	132.85
Other expenses	9.85	27.84	8.11	8.80
<b>Total expenses</b>	<b>594.13</b>	<b>900.45</b>	<b>676.43</b>	<b>685.67</b>
<b>Profit before tax</b>	<b>(119.94)</b>	<b>(273.61)</b>	<b>(327.50)</b>	<b>(331.21)</b>
Tax expense	(37.42)	(85.35)	(91.17)	(93.06)
<b>Profit for the year</b>	<b>(82.52)</b>	<b>(188.25)</b>	<b>(236.33)</b>	<b>(238.14)</b>

Summarised profit and loss	Kent Residential & Industrial Park LLP		Romanovia Industrial Park Pvt Ltd	
	31 March 2022	31 March 2021	31 March 2022	31 March 2021
<b>Other comprehensive income</b>				
<b>Items that will not be reclassified subsequently to profit or loss</b>				
Remeasurement of post-employment benefit obligation	-	-	-	-
Income tax relating to these items	-	-	-	-
<b>Other comprehensive income for the year, net of tax</b>	-	-	-	-
<b>Total comprehensive income for the year</b>	<b>(82.52)</b>	<b>(188.25)</b>	<b>(236.33)</b>	<b>(238.14)</b>

2 Information for associate that is not material to the group is as under (₹ in lakhs)

Particulars	31 March 2022	31 March 2021
Carrying amount of individually immaterial associate	0.55	0.12
Equity contribution in associate	336.22	445.85
Summarised statement of profit and loss		
Profit/(loss) for the year	1.26	(2.35)
Other comprehensive income for the year	-	-
<b>Total comprehensive income</b>	<b>1.26</b>	<b>(2.35)</b>
Group's share of total comprehensive income	0.43	(0.80)

#### Note 41

##### Additional Information as per Schedule III

(₹ in lakhs)

Name of Entity in the group	Net Assets (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 net assets	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
<b>Parent</b>								
<b>Nila Infrastructures Limited</b>								
31 March 2022	48.93%	6,510.07	(59.98%)	118.86	100.00%	7.42	(66.21%)	126.28
31 March 2021	97.82%	13,202.41	(85.56%)	55.61	100.00%	9.39	(116.90%)	65.00
<b>Subsidiary</b>								
<b>Nila Terminals (Amreli) Private Limited</b>								
31 March 2022	(0.02%)	(2.23)	(1.12%)	2.21	-	-	(1.16%)	2.21
31 March 2021	(0.03%)	(4.45)	1.15%	(0.75)	-	-	1.35%	(0.75)

Name of Entity in the group	Net Assets (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 net assets	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
<b>Joint Ventures</b>								
<b>Kent Residential &amp; Industrial Park LLP</b>								
31 March 2022	48.71%	6,480.49	170.63%	(338.12)	-	-	177.27%	(338.12)
31 March 2021	-	-	-	-	-	-	-	-
<b>Romanovia Industrial Park Private Limited</b>								
31 March 2022	2.38%	316.68	(9.32%)	18.46	-	-	(9.68%)	18.46
31 March 2021	2.21%	298.22	183.18%	(119.05)	-	-	214.12%	(119.05)
<b>Associate</b>								
<b>Vyapnila Modasa Private Limited</b>								
31 March 2022	0.00%	0.55	(0.22%)	0.43	-	-	(0.22%)	0.43
31 March 2021	0.01%	0.12	1.23%	(0.80)	-	-	1.44%	(0.80)
<b>Total</b>								
31 March 2022	100.00%	13,305.56	100.00%	(198.16)	100.00%	7.42	100.00%	(190.74)
31 March 2021	100.00%	13,496.30	100.00%	(64.99)	100.00%	9.39	100.00%	(55.60)

Note: The above figures are after eliminating intra group transactions and intra group balances as at 31 March 2022 and 31 March 2021.

#### Note 42

Disclosure under Regulation 34 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 186(4) of the Companies Act, 2013.

( ₹ in lakhs )

Particulars	As at 31 March 2022	Maximum balance outstanding during the year 2021-22	As at 31 March 2021	Maximum balance outstanding during the year 2020-21
<b>Details of loans given :</b>				
Kent Residential and Industrial Park LLP	-	4,679.48	4,679.48	5,245.27
Romanovia Industrial Park Private Limited	2,581.27	2,581.27	981.30	1,382.06
Vyapnila Terminals (Modasa) Private Limited*	1,138.20	1,138.20	970.86	1,217.21

Details of Investments made by the company are given in Note 7.

All loans are given for the purposes of the business.

\* Loan balance of Vyapnila Terminals (Modasa) Private Limited is after adjustment of effective interest rate, the loan is interest free.

**Note 43****Transactions and relationship with struck off companies**

(₹ in lakhs)

Name of Party	Nature of Transaction	Transactions during the year ended on 31 March 2022	Balance outstanding as at 31 March 2022	Relationship with the struck off company
Orcheed India Pest Management Pvt Ltd	Payable	0.16	0.05	--

(₹ in lakhs)

Name of Party	Nature of Transaction	Transactions during the year ended on 31 March 2021	Balance outstanding as at 31 March 2021	Relationship with the struck off company
Orcheed India Pest Management Pvt Ltd	Payable	3.60	0.13	--
La Dementia Pvt Ltd	Advances to supplier	-	0.11	--

**Note 44****Other Statutory Information**

- a The group has neither advanced, loaned or invested funds nor received any fund to/from any person or entity for lending or investing or providing guarantee to/on behalf of the ultimate beneficiary during the reporting periods.
- b There are no proceedings initiated or pending against the group under section 24 of the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder for holding any benami property.
- c The holding company has been sanctioned working capital limit in the form of term loans and overdraft facilities, however the terms and conditions of the sanctions does not specify to submit any monthly or quarterly statements of current assets of the company, hence the company is not submitting such statements to the lending banks and financial institutions.
- d The entities included in the consolidated financial statements have not been declared a wilful Defaulters by any bank or financial institution or consortium thereof in accordance with the guidelines on wilful defaulters issued by the RBI.
- e The group has not traded or invested in Crypto currency or Virtual Currency during the reporting periods.
- f There is no immovable property in the books of the group whose title deed is not held in the name of the group.
- g There is no charge or satisfaction of charge which is yet to be registered with ROC beyond the statutory period.
- h The group has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- i The entities included in the consolidated financial statements has not entered into any scheme of arrangement in terms of sections 230 to 237 of the Companies Act, 2013.
- j The group does not have any transaction not recorded in the books of accounts that has been surrendered or not disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- k The group has not entered into any non-cash transactions with respective directors or any person connected with the directors.

**Note 45**  
**COVID-19**

The Group has considered possible effects that may result from Covid-19 pandemic in preparation of these consolidated financial statements, used relevant internal and external sources of information and expect that these events will not have any material implication on the operations of the group in the near future. The Impact of COVID-19 may be different from that the estimated as at the date of these financial statements.

**Note 46**

Previous year figures have been regrouped/reclassified wherever necessary to confirm to current year presentation

**For M B D & Co LLP**

Chartered Accountants

Firm's Registration No: 135129W/W100152

**Deval Desai**

Partner

Membership No: 132426

**For and on behalf of the Board of Directors of  
Nila Infrastructures Limited**

CIN No. : L45201GJ1990PLC013417

**Manoj B. Vadodaria**

Managing Director

DIN : 00092053

**Kiran B. Vadodaria**

Director

DIN : 00092067

**Prashant H. Sarkhedi**

Chief Financial Officer

**Dipen Y. Parikh**

Company Secretary

Membership no: A24031

Place : Ahmedabad

Date : 27 May 2022

Place : Ahmedabad

Date : 27 May 2022

Place : Ahmedabad

Date : 27 May 2022

# Abbreviations

<b>NILA/The Company/Your Company/ Demerged Company</b>	Nila Infrastructures Limited	<b>FY2021</b>	Financial Year 2020-2021	<b>PEB</b>	Pre-engineered Building
<b>ADANI</b>	Adani Infrastructure And Developers Private Limited	<b>FY2022</b>	Financial Year 2021-2022	<b>PMAY</b>	Pradhan Mantri Awas Yojana
<b>AH</b>	Affordable Housing	<b>GDP</b>	Gross Domestic Product	<b>PMC</b>	Project Management Consultant
<b>AMC</b>	Ahmedabad Municipal Corporation	<b>GIFT</b>	Gujarat International Finance Tec-City	<b>PMI</b>	Purchasing Manager's Index
<b>AMRUT</b>	Atal Mission For Rejuvenation And Urban Transformation	<b>GOG</b>	Government Of Gujarat	<b>PPE</b>	Property, Plant and Equipment
<b>AMTS</b>	Ahmedabad Municipal Transport Service	<b>GoI</b>	Government of India	<b>PPP</b>	Public Private Partnership
<b>APSEZ</b>	Adani Ports And Special Economic Zone Limited	<b>GOR</b>	Government Of Rajasthan	<b>PSPL</b>	Pearl Stockholdings Private Limited
<b>AS</b>	Accounting Standard	<b>GSDP</b>	Gross State Domestic Product	<b>PTA</b>	Preferential Trade Agreement
<b>ASSOCHAM</b>	The Associated Chambers Of Commerce And Industry Of India	<b>G-SEC</b>	Government Security	<b>PWL</b>	Private White Lable
<b>ATNW</b>	Adjusted Tangible Network	<b>GSRTC</b>	Gujarat State Road Transport Corporation	<b>QMS</b>	Quality Management System
<b>AUDA</b>	Ahmedabad Urban Development Authority	<b>GST</b>	Goods And Service Tax	<b>RAVIL</b>	Rajasthan Avas Vikas And Infrastructure Limited
<b>BG</b>	Bank Guarantee	<b>HFA</b>	Housing For All By 2022	<b>RCC</b>	Reinforced Cement Concrete
<b>BIP</b>	Bureau of Investment Promotion	<b>HR</b>	Human Resource	<b>RD</b>	Regional Director
<b>BIS</b>	The Bureau of Indian Standards	<b>IBC</b>	The Insolvency and Bankruptcy Code, 2016	<b>RE</b>	Real Estate
<b>BOOT</b>	Build Own Operate Transfer	<b>IIFCL</b>	India Infrastructure Finance Company Limited	<b>RE Undertaking</b>	Real Estate Business
<b>BOT</b>	Build Operate Transfer	<b>IIP</b>	Index of Industrial Production	<b>REIT</b>	Real Estate Investment Trusts
<b>BPS</b>	Basis Points	<b>IMF</b>	International Monetary Fund	<b>RERA</b>	Real Estate Regulatory Act
<b>BREXIT</b>	The withdrawal of the United Kingdom from the European Union	<b>INR</b>	Indian Rupee	<b>ROC</b>	Registrar Of Companies
<b>BRTS</b>	Bus Rapid Transit System	<b>ISO</b>	International Organization For Standardization	<b>RRPS</b>	Resurgent Rajasthan Partnership Summit – 2015
<b>BSE</b>	BSE Ltd	<b>IT and ITes</b>	Information technology and IT Enabled Services	<b>RUDSICO</b>	Rajasthan Urban Drinking Water Sewerage & Infrastructure Corporation Limited
<b>BTF</b>	Bus Terminal Facility	<b>KPMG</b>	Klynveld Peat Marwick Goerdeler	<b>SBI</b>	State Bank Of India
<b>BTS</b>	Built To Suit	<b>LIG</b>	Low Income Group	<b>SC</b>	Scheduled Cast
<b>CA</b>	Current Assets	<b>LLP</b>	Limited Liability Partnership	<b>SCHEME</b>	Scheme Of Arrangement For Demerger
<b>CAD</b>	Current Account Deficit	<b>LPI</b>	Logistics Performance Index	<b>SEBI</b>	Securities And Exchange Board Of India
<b>CAGR</b>	Compound Annual Growth Rate	<b>LSG</b>	Local Self Government	<b>SEWA</b>	Self Employed Women's Association
<b>CEO</b>	Chief Executive Officer	<b>LSTK</b>	Lump Sum Turnkey	<b>SEZ</b>	Special Economic Zone
<b>CF</b>	Commercial Facility	<b>LTD</b>	Long Term Debt	<b>SIR</b>	Special Investment Region
<b>CFO</b>	Chief Financial Officer	<b>MBBS</b>	Bachelor of Medicine, Bachelor of Surgery	<b>SOP</b>	Standard Operating Procedures
<b>CIN</b>	Corporate Identity Number	<b>MCI</b>	Medical Council Of India	<b>SPV</b>	Special Purpose Vehicle
<b>CL</b>	Current Liabilities	<b>MEGA</b>	Metro-Link Express For Gandhinagar And Ahmedabad	<b>ST</b>	Short Term / Scheduled Tribe
<b>CMJAY</b>	Chief Minister's Jan Awas Yojana	<b>MHT</b>	Mahila Housing SEWA Trust	<b>STD</b>	Short Term Debt
<b>COVID-19</b>	COrona Virus Disease i.e. 2019 novel coronavirus or 2019-nCoV	<b>MHUPA</b>	Ministry Of Housing And Urban Poverty Alleviation	<b>SWC</b>	Single Window Clearance
<b>CPI</b>	Consumer Price Index	<b>MIG</b>	Middle Income Group	<b>SWIFT</b>	The Society for Worldwide Interbank Financial Telecommunication
<b>CSR</b>	Corporate Social Responsibility	<b>MLP</b>	Multi Level Parking At Navrangpura, Ahmedabad	<b>TD</b>	Total Debt
<b>DBFOT</b>	Design, Build, Finance, Operate And Transfer	<b>MMTPA</b>	Million Metric Ton Per Annum	<b>TDR</b>	Transferable Development Rights
<b>DMIC</b>	Delhi-Mumbai Industrial Corridor	<b>MNC</b>	Multinational Corporation	<b>TNW</b>	Tangible Network
<b>ECB</b>	External Commercial Borrowing	<b>MOU</b>	Memorandum Of Understanding	<b>TOI</b>	Total Operating Income
<b>EODB</b>	Ease of Doing Business	<b>MPC</b>	Monetary Policy Committee	<b>TOL</b>	Total Outside Liabilities
<b>EPC</b>	Engineering, Procurement And Construction	<b>MTPA</b>	Metric Tonnes Per Annum	<b>UDUHD</b>	Urban Development And Urban Housing Department
<b>EPCM</b>	Engineering, Procurement And Construction Management	<b>MW</b>	Megawatt	<b>UIT</b>	Urban Improvement Trust
<b>EPIL</b>	Engineering Projects (India) Limited	<b>NBC</b>	National Building Code Of India	<b>UK</b>	United Kingdom
<b>ERP</b>	Enterprise Resource Planning	<b>NBFC</b>	Non Banking Financial Company	<b>USA</b>	United States Of America
<b>ESDM</b>	Electronic System Design & Manufacturing	<b>NCLT</b>	National Company Law Tribunal	<b>USD</b>	United States Dollar
<b>EWS</b>	Economically Weaker Sections	<b>NH-15</b>	National Highway 15	<b>VUDA</b>	Vadodara Urban Development Authority
<b>FDI</b>	Foreign Direct Investment	<b>NPA</b>	Non-performing Asset	<b>WDFC</b>	Western Dedicated Freight Corridor
<b>FSI</b>	Floor To Space Index	<b>NSE</b>	The National Stock Exchange Of India Limited	<b>WIP</b>	Work In Process
<b>FTA</b>	Free Trade Agreement	<b>NSL/Resultant Company</b>	Nila Spaces Limited	<b>WPI</b>	Wholesale Price Index
<b>FY</b>	Financial Year	<b>NURM</b>	National Urban Renewal Mission	<b>WSS</b>	Water Supply And Sanitation
<b>FY2020</b>	Financial Year 2019-2020	<b>NWC</b>	Net Working Capital		
		<b>PAT</b>	Profit After Tax		
		<b>PBG</b>	Performance Bank Guarantee		
		<b>PBT</b>	Profit Before Tax		
		<b>PCA</b>	Prompt Corrective Action		



NILA  
INFRASTRUCTURES  
LIMITED

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