CAPACIT'E
INFRAPROJECTS LIMITED

Ref :**CIL/STEX34/FY20-21**
Date : **September 01, 2020**

To

The Secretary, BSE Limited Corporate Relation Dept, P.J. Towers, Dalal Street, Fort, Mumbai-400 001	The Secretary, National Stock Exchange of India Limited Plot No.C/1, G Block, Bandra Kurla Complex Bandra (East) Mumbai-400 051
Scrip Code /Scrip Id: 540710/CAPACITE	Scrip Symbol: CAPACITE

Sub: Annual Report for the Financial Year 2019-20

Dear Sir/ Madam,

Pursuant to the provisions of Regulation 34(1) and other applicable regulations, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, please find enclosed herewith Annual Report for the Financial Year 2019-20 including Notice convening 8th Annual General Meeting (AGM) of the members of the Company which will be circulated to the shareholders through electronic mode.

The AGM of the Company is scheduled to be held on Friday, September 25, 2020 at 11:30 AM through video conference ("VC") and other audio visual means ("OAVM") to transact the business as set out in the Notice enclosed herewith.

The aforementioned documents are also available at the website of the Company at www.capacite.in

Kindly take the same on your records and oblige.

Thanking you,

Yours faithfully,
For **Capacit'e Infraprojects Limited**

Varsha

Varsha Malkani
Company Secretary & Compliance Officer

CAPACIT'E INFRAPROJECTS LIMITED *

Encl: As Above

CAPACIT'E INFRAPROJECTS LIMITED

Capacit'e Infraprojects Limited

Annual Report 2019-20

Inspiring Excellence

Stabilizing. Consolidating. Moving Ahead.

CONTENTS

Corporate Overview

Statutory Reports

Financial Statements

Today's reality will be tomorrow's memory.

Remaining stagnant do not make way for tomorrow. Instead, an inspiration to awaken new possibilities open doors to a rejuvenating and refreshing future.

At Capacit'e, we revel in today's glory while consistently laying plans for tomorrow.

Capacit'e, today has established a firm footing as an exquisite construction company.

Today, our strong brand recall compels clients to constantly seek our expertise to deliver the needs of new-age high rises.

Today, our sustained focus on technological innovation and cutting-edge solutions ensure unmatched success for us.

Tomorrow, we would like to be known for our ability to jump the queue, to step ahead while constantly adopting, evolving and growing with a fast-paced world.

Tomorrow, we would like to be remembered as Leaders of Today!

About Capacit'e

One of the fastest growing construction companies, Capacit'e Infraprojects Limited (Capacit'e) delivers end-to-end construction services to marquee clients in the private as well as public sector.

Established in 2012, we take pride in defining our company as one of the leading service providers, offering differentiated services designed to suit customer requirements. From conceptualizing to designing and construction, our exquisite services touch upon a diverse operational spectrum. Within a short span of time, we have emerged as one of the most preferred partners in India's high-rise and super high rise construction segment, distinguishing ourselves with innovative solutions and an unmatched domain knowledge.

What we aspire to be

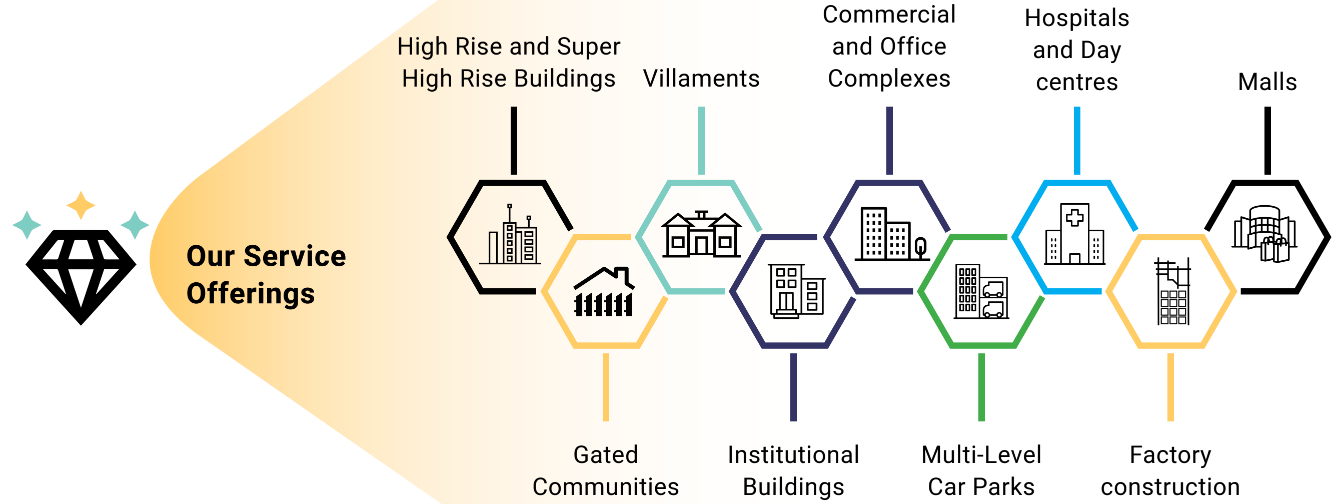
We are dedicated to providing extraordinary quality and services in every domain of our expertise. We shall achieve this by:

- Providing high quality services and ensuring that we have a stable and motivated workforce – one which exhibits true passion to excel
- Following and exhibiting globally acceptable quality standards in operations, management and client relationship, which guarantees value creation for all stakeholders and ultimately quality construction/infrastructure to the society at large

Mission

Transforming vision into reality, by establishing and sustaining:

- **Motivated Team**
- **Effective Processes**
- **Satisfied Customers**
- **Strong Financials**



Capacit'e in a Nutshell

25 years Average experience of top management	**1020** Employees
"IND A"/Negative Credit rating	**43** Worksites
11.95% 3-year CAGR growth in Cash profit after tax	**10.76%** 3-year CAGR growth in Revenue from operations
₹10,484 crore Order Book value as on 31st March 2020	**0.33x** Debt Equity Ratio

Our Presence

- Mumbai
- Pune
- NCR
- Varanasi
- Bengaluru
- Chennai
- Hyderabad
- Kochi

Note: All the figures are for FY 2019-20

Our Marquee Projects

Saifee Burhani Upliftment Trust, Mumbai

One Altamount, Mumbai

Mahamana Pandit Madan Mohan Malaviya Cancer Hospital, Varanasi

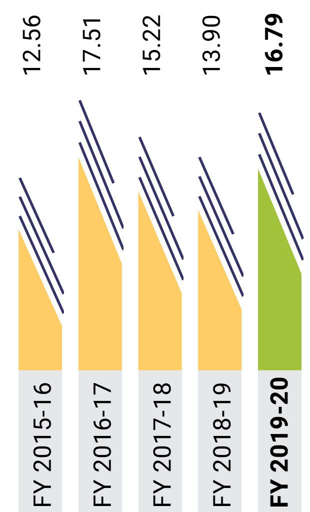
Park Bluemoon, Mumbai

Auris Serenity, Mumbai

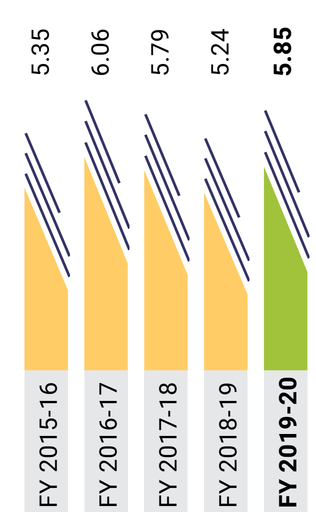
World Trade Centre, Chennai

Performance pivoted on excellence – Key metrics

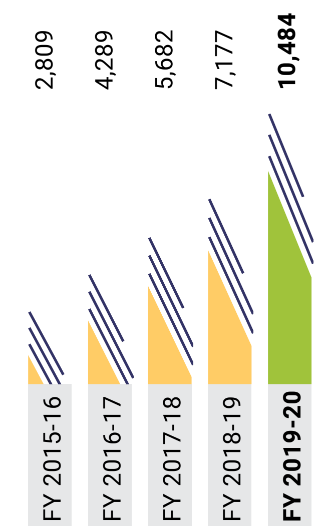
EBITDA Margin
(in %)



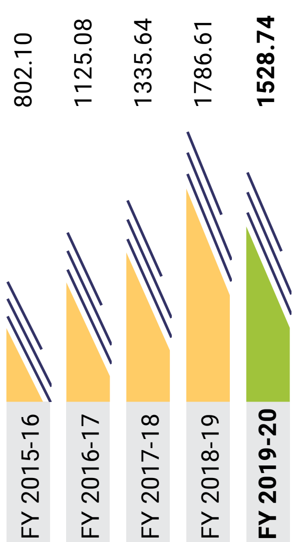
PAT Margin
(in %)



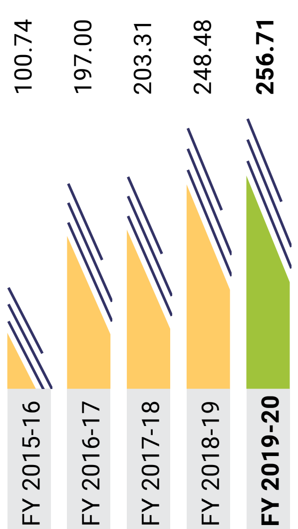
Order Book Value
(₹ in crore)



Revenue from Operations
(₹ in crore)

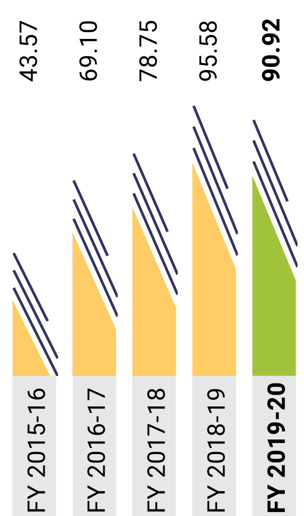


EBITDA*
(₹ in crore)

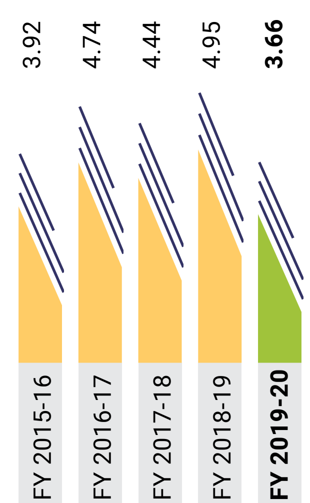


*Excluding Other Income

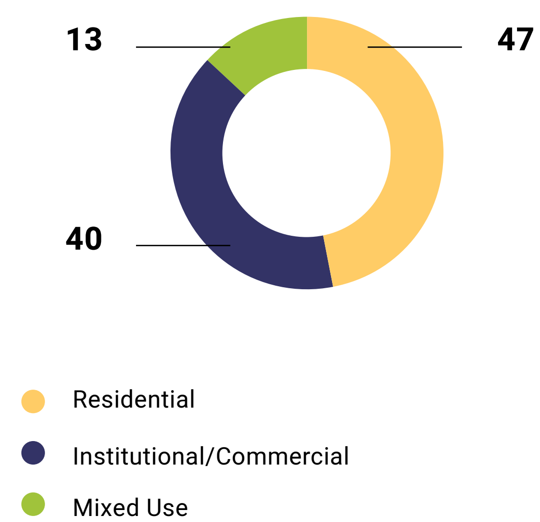
PAT
(₹ in crore)



Core Asset (Net) Turnover Ratio
(in times)



Revenue mix
(in %)



Message from the Managing Director

"Your company recorded a CAGR of 25% over the past 5 years (FY16 to FY20)."

Dear Shareholders,

As we welcome another new fiscal, it is time to reflect and realize the collective gains of the year gone by. FY 2019-20 marked a period of challenges as well as new opportunities for the Indian real estate sector. It attracted investments worth approximately ₹ 43,780 crore (US$ 6.26 billion) in CY 2019. To encourage development and growth of this sector, the central and state governments undertook several initiatives to enable change in the coming years. The growing focus on infrastructure development in the country is also attracting domestic and international players, creating more opportunities for the Indian real estate sector.

The real estate sector has undergone transformational changes in the last several years with the implementation of RERA, GST, demonetization and the development of real estate Investment Trusts (REITs). These policy initiatives and reforms have prompted improvements and transparency in the Indian real estate sector. Over the last two years, India has emerged as one of the top 10 countries to have registered maximum transparency in real estate operations. As a result, the country has also become a preferred destination for international investors.

The recent Covid-19 outbreak has brought the economy to a standstill and has affected growth prospects for almost all sectors. We believe, the nationwide lockdown imposed on account of the Covid-19 outbreak will pose a short-term difficulty for the real estate sector as it grapples to meet project deadlines. However, we expect the sector to regain its momentum as the impact of the Covid-19 pandemic fades gradually, towards the later-half of the year.

Despite these headwinds, your company looks ahead at a promising future, with an order book of ₹ 10,484 crore, as on March 31, 2020. Our top 10 clients constitute 78% of the total order book, while the public sector contributes about 54% of the total orders. Marquee investors from around the world have made investments in our client-companies, providing us a suitable platform to showcase our capabilities and ensure business sustainability.

Your company recorded a CAGR of 25% over the past 5 years (FY16 to FY20). And despite the challenging environment in FY 2019-20, it registered an EBITDA margin of 16.79%, in comparison to 13.90% in the previous year. We also added renowned clients like PWD, CIDCO, Raymond Limited, K Raheja Corp and Phoenix Market City to our burgeoning client pool.

Our strong financial performance, a constantly growing preference for our services and a steady stream of orders indicate the successful execution of our business strategies. Additionally, we have maintained our market leadership in the super high rise buildings segment. In the coming years, we remain committed to focus on improving our efficiency while aspiring for greater heights of success.

Post Covid-19, we will continue to focus on remaining a low debt company with adequate capital to sustain our momentum and emerge stronger. At the moment, we are not only well placed to serve our existing clients but, are perfectly poised to capitalise on opportunities that come our way. Leveraging our strong brand recall and ability to deliver exceptional services, we now look forward to ensure stability in our operations as we reinvent methods to adapt and evolve in accordance with the needs of a constantly changing world.

In the days ahead, we aim to strategically strengthen our revenues. To fulfil this objective, we now wish to prioritize large public sector clients along with 'A' rated clients from the private sector. With the government's increased impetus on infra spending, including an emphasis on healthcare infrastructure post Covid-19, we expect to capitalize on emerging opportunities in this sector.

Another area of focus for Capacit'e will be Design & Build projects. It has the potential to increase the scope of services and open up avenues for revenue generation. This will not only enable us to enhance our market share but, will help to fortify our brand value in the market.

With these strategic efforts in place, I see an exciting future with multiple possibilities and pathways to success. As we tread ahead with caution and enthusiasm, we remain thankful to all our stakeholders, for their trust and belief in Capacit'e Infraprojects. I believe, with your continued loyalty and support, we shall grow further- exploring new routes to prosperity and development.

Regards,

Rahul R. Katyal
Managing Director

Message from the CFO

Dear Shareholders,

Amidst a challenging economic and operational environment, Capacit'e delivered satisfactory results in FY19-20. The last fiscal was yet another transformational year for us, wherein we continued to consolidate and strengthen our position. At the same time, I am deeply saddened by the unprecedented suffering and loss inflicted on mankind due to the Covid-19 pandemic. As the world continues to grapple with a magnanimous challenge to bring life back on track, jobs continue to cease, livelihoods continue to perish and lives continue to be lost. In India, a lockdown from the end of March 2020, although helped to curtail the virus outbreak to a certain extent, caused massive disruptions to businesses and the economy, leading to a slowdown in industrial activities as well.

Like other companies, our operations too were impacted towards the very end of the last fiscal when activities were suspended owing to the countrywide lockdown in March 2020. Our revenue from operations softened by 14.43% from ₹ 1,786.61 crore in FY 2018-19 to ₹ 1,528.74 crore in FY 2019-20. Despite this, our EBITDA improved by 3.3% to reach ₹ 256.71 crore in FY 2019-20, as compared to ₹ 248.48 crore in FY 2018-19. During the year under review, our EBITDA margin improved by 289 bps to 16.79% in comparison to 13.90% in the previous year. Our PAT decreased by 4.88% from ₹ 95.58 crore in FY 2018-19 to ₹ 90.92 crore in FY 2019-20. Our PAT margin improved to 5.85% in FY 2019-20 from 5.24% in FY 2018-19.

We continue to maintain a robust order book valued at ₹ 10,484 crore on 31st March 2020. During the year under review, we focused on adding more public sector clients. Today, ~54% of the total order book value comprises of orders from public sector clients, up from 0% in FY 2017-18. The remaining ~46% of our orders belong to the private sector, consisting of cash rich and 'A' rated clients. This has resulted in strong revenue visibility and has also improved our liquidity position. Further, our endeavour to capitalize on growing opportunities in government healthcare infrastructure, post Covid-19, drives us to focus on the public sector.

During these difficult times, we concentrated on preparing ourselves to successfully navigate through these challenging times. We have developed a business revival plan with an aim to accelerate the pace of project execution after things gradually normalize. We also availed relaxations for term loans to retain adequate working capital. Further, our emphasis on cash collection allowed us to meet our commitments on time and ensured sufficient liquidity to resume operations. While securing our financial obligations, we have also prioritized the health and wellbeing of all our employees and have implemented adequate safety measures across our operations.

The outbreak of Covid-19 has led to subdued demand and slowdown across industries and sectors, and our position is no different. However, our agile and responsive business model gives us the confidence to emerge stronger. For us, the situation presents an avid opportunity to further build on our efficiencies.

Over the years, we have significantly invested towards brand building and our reputation has enabled us to emerge as a marquee contractor in the construction space. It is our continuous endeavour to remain focused and cater to a diverse clientele in the construction landscape by leveraging our expertise with technology and a robust asset base. The extensive experience of our top management in the EPC space have enabled us to scale our operations significantly, learn new tricks of the trade and establish ourselves as a respected player.

With an aim to return to our winning trajectory, we remain dedicated to leverage our resilient business model, stable financial position and the efforts of our committed workforce to enable sustained development. As we rise above this crisis, we strive to emerge stronger, together – to foster strategic growth.

Regards,

Rohit Katyal,
CFO & Executive Director

"We continue to maintain a robust order book valued at ₹ 10,484 crore on 31st March 2020. During the year under review, we focused on adding more public sector clients."

How we secure sustainable growth – Our Business Model

Inputs

....include:

Financial Capital

- Equity share capital of ₹ 67.89 crore
- Investing profits back into Company's operations

Strong and Committed employee base

- 1020 employees
- 765 Contractual workers
- 5% of female employees

State-of-the-art technology

- ₹ 92.66 crore Invested in modern technology

Natural Resources

- Electricity consumption
- Dependence on renewable and non-renewable sources of energy
- Use of eco-friendly raw materials

Technical know-how and expertise

- In-depth experience to execute complex projects
- Strategically converting challenges into opportunities

How we create value

...by leveraging our core strengths:

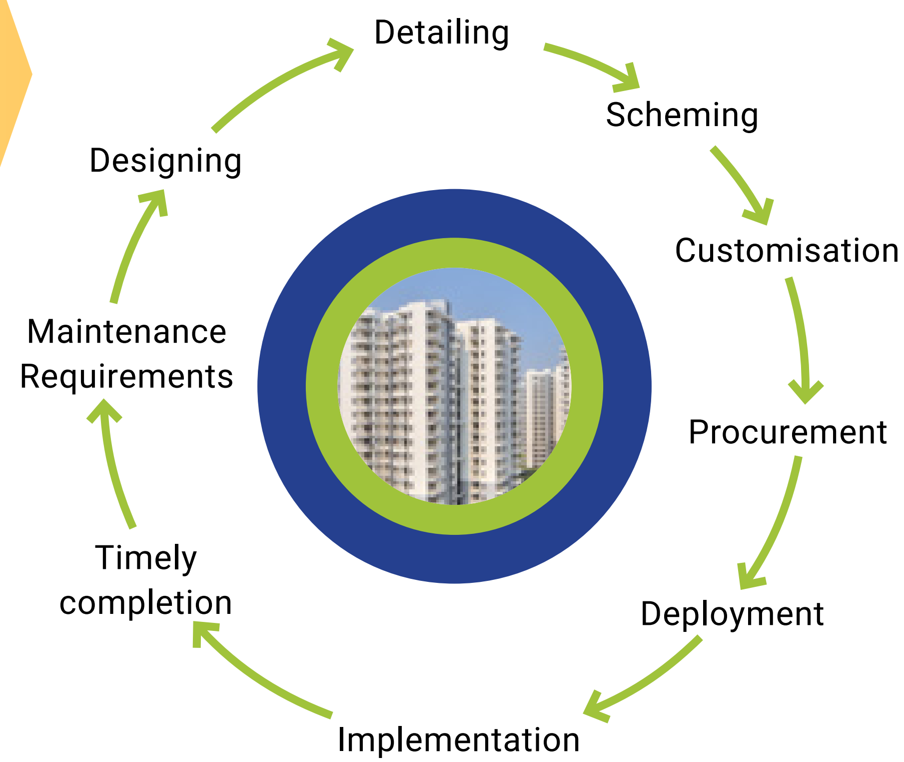
- Focus on construction of buildings in major cities across the country
- Strong and enduring relationship with marquee clients
- Balanced clientele from public and private sector
- Experienced promoters, directors and management
- Skilled and committed workforce
- Strong financial base with healthy balance sheet
- Technical prowess

......and setting our strategic priorities through:

- Expansion of our offerings within the building and factory construction space
- Continuous efforts to enrich customer experiences
- Sustained organic growth
- Focus on maintaining a strong balance sheet with improved margins
- Consistent expansion of our footprint across metropolitan cities in India
- Investment in new age technologies to boost operational efficiency
- Emphasis on retaining renowned public sector clients along with 'A' rated private sector clients, thereby securing our revenue inflow
- Commitment to be a cash rich company by shortening receivables, moderating debt and investing in technology to accelerate construction processes and execute projects with brighter prospects

Business process

End-to-end service offerings



Achieving sustainable growth

...by sustainable growth we mean:

- Increasing our overall competitiveness
- Contributing towards responsible development by
  - Reducing our environmental footprints
  - Adopting green technologies
  - Reducing our water and electricity consumption
  - Lowering dependence on non-renewable resources
- Creating value for all our stakeholders i.e.
  - Investors
  - Customers
  - Suppliers
  - Employees
  - Communities

Customised, Unique, Innovative – Curated to Satisfy

We remain focused on delivering projects that are truly exceptional. In our effort to design and develop customised and unique solutions for our esteemed customers, we strive to maximize value for each client through extraordinary services that reflect our expertise and experience in this sector.

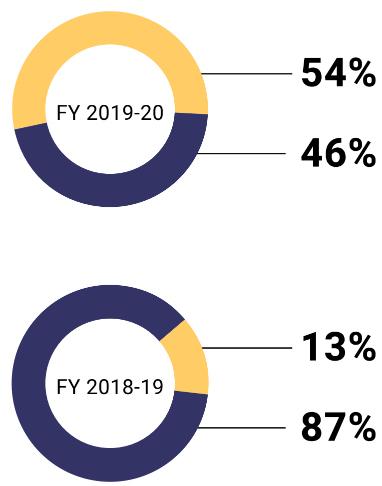
We, at Capacit'e aspire to be a trusted partner for our clients and remain dedicated to contribute to their success. We provide end-to-end services to our customers by leveraging our expertise and resources.

To establish a strong foothold in the industry, being proactive is a prerequisite for understanding customer requirements. As we aim to create enduring relationships with our valued customers, we continuously invest in delivering solutions that cater to individual needs and establish us as a preferred partner in the industry.

Coveted Client Pool

Our client pool comprises of extremely renowned and reputed companies from the private and public sector. To capitalize on growing opportunities in the building construction space, Capacit'e provides services to governments, quasi governments and branded real estate developers. A perfect blend of high net-worth clients enable us to de-risk our business model and maintain a strong foothold in the sector.

Order Book Mix



Public

Private

Evolve and Adapt

At Capacit'e we never remain static, we constantly upgrade and evolve to meet the needs of an extremely dynamic industry and to foray into newer segments within the construction industry.

2012 onwards

Gated Communities

2014 onwards

Gated Communities + High Rise + Super High Rise

2016 onwards

High Rise
Super High Rise
Gated Communities
+
Commercial Offices
Multi-Level Car
Parks Hotels

2018 onward

High Rise Super High
Rise Gated Communities
Commercial Office Multi-Level
Car Parks Hotels
+
Hospitals
Data Centers
Factory Construction
Malls

Future

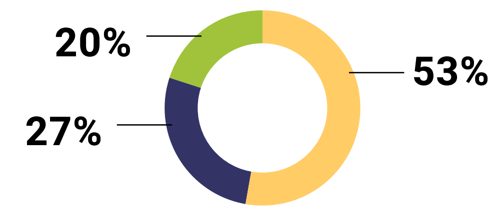
Institutional Campuses
Metro Station & Depot
+
Station Buildings
Airport Terminal
+
Buildings
Office Campuses

Project Split

Mixed Use

Residential

Commercial & Institutional



Customised, Unique, Innovative – Curated to Satisfy

A partner of choice

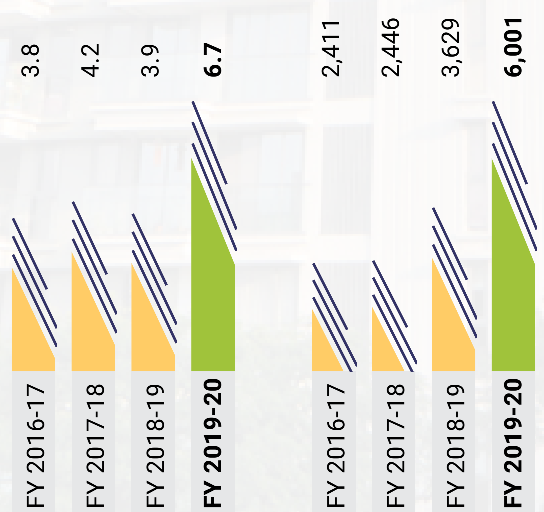
Backed by our extensive domain expertise, ability to provide unique solutions and state-of-the-art technologies, we have emerged as the most preferred new-age construction company in India. A constant growth in our order inflow and a steady stream of repeat orders stand testimony to our credential as a partner of choice.

~78%
of the Total Order Book comes from Top 10 Client Groups

54%
Of the total order book from Public sector

Order Book to Sales Ratio
(no.of Years)

Order Inflow
(₹ In Crs)



Our Clientele

Government sector

CIDCO
MHADA
MCGM – Health Infrastructure Cell
PWD
ICT
BSNL

Private sector

The Oberoi Group
Brookfield
GIC
TATA TRUSTS
K Raheja Group
Godrej Properties
Phoenix Market City
Brigade Group
Saifee Burhani Upliftment Trust
DELTA
Raymond Group
The Piramal Group
Rustomjee
Puravankara Projects
Prestige Group
The Wadhwa Group
Sheth Creators

Intelligent solutions to empower change

The success of every project is determined by operational excellence and we ensure superior performance with our continued focus on state-of-the-art technology. We invest significantly in new and advanced technologies to improve efficiency and fulfil customer expectations prudently.

Our investments in cutting edge equipment, consisting of formwork, tower cranes, passenger and material hoists, concrete pumps and boom placers, enable us to execute and deliver projects on time. We are one of the very few companies in India with an expertise to provide end-to-end solutions for high rise and super high rise buildings. Leveraging our technological know-how and our team of experts, we are endowed with capabilities to drive change through intelligent solutions

The use of state-of-the-art technology and modern construction equipment empowers us to maximize our productivity while reducing overall indirect costs pertaining to man-material-money.

At Capacit'e, we use modern equipment such as –

- Luffing tower crane
- Hammer Head tower crane
- Concrete Placer Boom
- Man & material hoist
- Special super high-rise concrete pump
- Automatic steel processing equipment
- Mobile cranes
- Backhoe loader, Transit mixer, Pick and carry, Skid steer loader

Formwork Technology

At Capacit'e, we have strategically invested in acquiring specialty formwork technology to optimize construction speed, to deliver desired quality and resolve complex construction challenges associated with residential as well as commercial buildings. In comparison to a conventional formwork system, the advanced version is equipped with vertical composite panel system for columns, horizontal composite panel system for slabs, crane enabled composite table formwork, aluminium panel formwork and an automatic climbing formwork, thereby ensuring ease and efficiency of operations. This advance framework gives us an edge over our competitors for the construction of high-rise projects. To identify and select the most appropriate formwork system, commensurate to project needs, we have established a dedicated Formwork & Construction Methods department. It not only enhances efficiency of projects but, also improves our capacity to fulfil customer expectations, every time.

At Capacit'e, safety remains our top priority. To ensure workmen safety in elevated sites, we have procured Peripheral Hydraulic Safety Screen from Pioneer Formwork solution providers like DOKA and ULMA.

Here's a list of formwork used for modern constructions –

- Aluminium Formwork form Mivan (for Monolithic Casting) including QD-Panel system for Flat slab construction
- Modular Panel System Formwork (for Vertical elements like Column, Shear Wall, Core, Lift) from RMD, DOKA, ALSINA
- Modular Deck Panel System Formwork (for Flat Slab) from RMD, DOKA, Techno-craft
- Prop Table Formwork (for Flat Slab) from RMD
- Automatic Climbing Systems (for Building Core) from DOKA

₹ 92.66 crore

CAPEX investment in Core Assets in FY 2019-20

₹ 424.39 crore

Net block as on 31st March 2020

Benchmarking Excellence in Operation

In an extremely competitive and highly dynamic construction space, the need to create a differentiated identity lies at the core of our operational strategy.

It is through robust processes and innovative solutions, we can make a mark, set new standards of excellence and enable perfection in all that the company aspires to accomplish. To enable efficiency and manage complex tasks, we rely on our innate strength and technological capabilities to consistently adapt to changing markets and promote our philosophy of 'get right-first time'.

Our strategies

- Like better sourcing with long-term contracts
- Labour management
- Machineries used (own asset/ leased)
- Specialised technology / knowledge-driven partners
- Faster turnaround / completion time
- Certifications

Cornerstones of our Success: Our People

The secret to our success lies with our talented team of sincere and dedicated people.

Since our inception, we have relied on the expertise, knowledge and experience of our team to deliver unique and outstanding results. It is the diverse skill sets of our workforce that gives an edge over our peers and it helps to successfully differentiate our services from the rest. To keep our market leadership intact, we continue to invest and build a work environment based on the foundations of teamwork and merit. We also strive to encourage openness among our employees to share and discuss issues of relevance.

9000 plus
Sub-contract workers

48.23 million
Safe man hours

1020
On-roll Employees

765
Contract staff

48.34 million
Total man hours worked

Occupational health and safety

Health, Safety and Environmental (HSE) Management System:

Capacit'e fosters a strong HSE system to ensure the health and safety of its workers, employees, associates and stakeholders. With our firm commitment to realize organizational goals, we continue to follow best practices and ensure adherence to rules and regulations

At Capacit'e, we have established a robust HSE Management system in accordance with the Management System requirement for continual improvement of HSE Standards. To cater to this objective, we undertake HSE inspections and external HSE audits at regular intervals.

To ensure complete compliance to HSE standards, every aspect of our project is governed by our HSE policies. Occupational Health & Safety Management System (OHSMS) is an integral part of our operations and encompasses our organizational structure, planning activities, responsibilities, practices, procedures, processes and resources needed for continual improvement of Occupational Health & Safety performance.

Combating Covid-19

We have created a Business Specific SOP to effectively manage Health and Safety risks arising from the recent Covid-19 pandemic. To ensure maximum safety of our people, we intended to follow and implement guidelines and advisories issued by central as well as state governments and local authorities to combat the menace of Covid-19.

Board of Directors

Mr. Rahul R. Katyal
Managing Director

With experience spanning over 25 years, he has been associated with the Company since its incorporation. He currently heads business development, client relationship and operations at the Company.

Mr. Rohit R. Katyal
Executive Director & Chief Financial Officer

With an experience spanning over 28 years, he looks after the financial, commercial and accounts functions at the Company. He has a Bachelors' degree in Commerce from the University of Mumbai with specialisation in financial accounting and auditing.

Mr. Subir Malhotra
Executive Director

With an experience spanning over 30 years, he has been associated with the Company since its incorporation. He currently looks after business development and operations of the Company in Northern India. He has a Bachelor's degree in Civil Engineering (honours) from the Birla Institute of Technology & Science, Pilani.

Mr. Sumeet S. Nindrajog
Non-Executive Director

With an experience spanning over 19 years, he has been associated with the Company for five years. He has a Bachelors' degree in Economics from the University of Pennsylvania. Prior to joining the Company, he worked at Ares Management in Los Angeles and for UBS in investment banking. He is currently a partner at Paragon Advisor Partners LLP.

Mr. Siddharth D. Parekh
Non-Executive Director

With an experience spanning over 18 years, he has been associated with the Company for four years. He has a Bachelors' degree in Economics from the University of Pennsylvania. Prior to joining the Company, he worked for the International Finance Corporation in Washington D.C. and the Boston Consulting Group in New York City. He is currently a partner at Paragon Advisor Partners, LLP.

Mr. Arun Vishnu Karambelkar
Independent Director

With an experience spanning over 38 years in the energy, transportation and infrastructure business, he brings to the table his in-depth expertise in the areas of engineering, costing, design, procurement, construction and outsourcing, apart from general management skills. He is a silver medalist with a Bachelor's degree in of Mechanical Engineering from the Mumbai University and a Master's degree in Material Management from the Pune University.

Dr. Manjushree Ghodke
Independent Director (Additional)

With an experience spanning more than 35 years as an Economist in India with leading organisations including leading infrastructure company, she brings to the table her in-depth experience in the areas of economy, banking & finance. She holds PhD from University of Mumbai in the areas of "Financing of Urban Infrastructure". She has done her Post Graduation in Economics from Gokhale Institute of Politics & Economics, Pune University. She Graduated from Lady Shri Ram College, University of Delhi.

Ms. Farah Nathani Menzies
Independent Director

With an experience spanning over 11 years, she has been associated with the Company for three years. She holds B.A.-B.Sc. degree from the University of Pennsylvania's Wharton School and an MBA degree from the Harvard Business School.

Awards and Recognition

India book of records

Construction world global award

Corporate Information

Board of Directors

Mr. Arun Vishnu Karambelkar
Chairman of the Board
Non Executive Independent Director

Mr. Rahul R. Katyal
Managing Director

Mr. Rohit R. Katyal
Executive Director & Chief Financial Officer

Mr. Subir Malhotra
Executive Director

Mr. Siddharth D. Parekh
Non-Executive Non Independent Director

Mr. Sumeet S. Nindrajog
Non-Executive Non Independent Director

Ms. Farah Nathani Menzies
Non-Executive Independent Director

Dr Manjushree Ghodke
Additional Director (Non- Executive, Independent)
(w.e.f. August 11, 2020)

Company Secretary & Compliance Officer

Ms. Sai Kedar Katkar
Upto January 18, 2020

Ms. Varsha Malkani
W.e.f. July 15, 2020

Compliance Officer

Ms. Monica Tanwar: From January 19, 2020 to July 15, 2020

Chief Executive Officer

Mr. Saroj Kumar Pati

Board Committees

Audit Committee

Mr. Arun Vishnu Karambelkar
Chairperson
Mr. Sumeet S. Nindrajog
Ms. Farah Nathani Menzies

Nomination and Remuneration Committee

Ms. Farah Nathani Menzies
Chairperson
Mr. Arun Vishnu Karambelkar
Mr. Sumeet S. Nindrajog

Stakeholders' Relationship Committee

Mr. Sumeet S. Nindrajog
Chairperson
Mr. Rohit R. Katyal
Mr. Arun Vishnu Karambelkar

Corporate Social Responsibility Committee

Mr. Rohit R. Katyal
Chairperson
Mr. Sumeet S. Nindrajog
Ms. Farah Nathani Menzies
Mr. Arun Vishnu Karambelkar

Risk Management Committee

Mr. Rahul R. Katyal
Chairperson
Mr. Rohit R. Katyal
Mr. Subir Malhotra
Mr. Sumeet S. Nindrajog
Mr. Arun Vishnu Karambelkar

Registered & Corporate Office:

605-607, Shrikant Chambers,
Phase – I, 6th Floor, A Wing,
Adjacent to R K Studios,
Sion-Trombay Road,
Mumbai – 400 071,
Maharashtra, India
Tel: +91- 22- 71733717,
Fax: +91- 22- 71733733
Website: www.capacite.in
Email ID: compliance@capacite.in

CIN: L45400MH2012PLC234318

Statutory Auditor

M/s. S R B C & CO. LLP, Chartered Accountants

Cost Auditor

M/s. Y. R. Doshi & Associates, Cost Accountants

Secretarial Auditor

M/s. Shreyans Jain & Co, Company Secretaries

Lenders/ Bankers

State Bank of India
Corporation Bank
Union Bank of India
RBL Bank Limited
Punjab National Bank
IndusInd Bank
Bank of Baroda
HDFC Bank Limited
Yes Bank Limited
CSB Bank Limited

Registrar & Transfer Agents

KFin Technologies Private Limited
(formerly known as Karvy Fintech Private Limited)
Selenium Tower B, Plot 31-32,
Financial District, Nanakramguda,
Hyderabad - 500 032
Telangana, India
Tel: 040-67162222, 040-33211000
Fax: 040-23431551
Email: einward.ris@kfintech.com
Website: www.kfintech.com

DIRECTORS' REPORT

To
The Members of
CAPACIT'E INFRAPROJECTS LIMITED

Your Directors are pleased to present their Eighth Report on the business and operations of the Company along with the Audited Financial Statements (Standalone and Consolidated) for the financial year ended March 31, 2020.

Summary of Financial Performance:

Key highlights of the Financial performance of the Company, for the financial year ended March 31, 2020 compared to previous financial year are as follows:

(₹ in Crores)

Particulars	Standalone		Consolidated	
	Year Ended March 31, 2020	Year Ended March 31, 2019	Year Ended March 31, 2020	Year Ended March 31, 2019
Revenue from operations	1,528.74	1,786.61	1,528.99	1,796.62
Other income	25.38	36.89	25.40	35.96
Total Income	**1,554.12**	**1,823.50**	**1,554.39**	**1,832.58**
Profit Before Depreciation and Amortisation & finance costs	282.10	285.37	282.10	287.12
Less: Depreciation & amortisation	114.18	88.99	114.18	88.99
Less: Finance Costs	64.52	49.12	64.53	49.14
Profit before tax	103.40	147.26	103.38	148.98
Add: Share of profit/ (loss) of Joint Venture and Associate	-	-	(0.033)	(0.026)
Less: Tax expenses (including Deferred Tax)	12.48	51.68	12.32	51.68
Net Profit after Tax (1)	90.92	95.58	91.03	97.28
Other Comprehensive Income/ (Loss) (2)	0.05	0.52	0.05	0.52
Total Comprehensive Income/ (Loss) (1+2)	90.97	96.10	91.08	97.80
Balance of profit/ loss for earlier years	318.11	224.78	318.02	223.00
Impact on adoption of Ind AS 115	-	5.45	-	5.45
Less: Transfer to Debenture Redemption Reserve	Not applicable	Not applicable	Not applicable	Not applicable
Less: Transfer to Reserves	-	-	-	-
Less: Dividend paid on Equity Shares	6.79	6.79	6.79	6.79
Less: Dividend paid on Preference Shares	Not applicable	Not applicable	Not applicable	Not applicable
Less: Dividend Distribution Tax	1.44	1.44	1.44	1.44
Balance carried forward	**400.85**	**318.11**	**400.88**	**318.02**

Note: Previous year's figures have been regrouped/ rearranged wherever considered necessary.

a) **Review of Company's operations:**

The Company is engaged in construction of buildings & factories with specializion in construction of Highrise and Super High-rise residential, commercial, institutional buildings including super speciality hospitals etc.

As a sector focused Construction Company, a varied order book from some of the most prominent clients from private as well as public sector, lean balance sheet and a flexible management with adaptability to change, we have carved a niche in the Factory & Building space within a short span of time.

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

Standalone Performance:

Your Company's total income during the year under review was ₹ 1,554.12 Crores as compared to ₹1823.50 Crores in the previous year, softening by 14.77%. EBITDA for FY20 stood at ₹ 256.71 Crores as compared to ₹ 248.48 Crores in FY19. Net Profit after Tax in FY20 stood at ₹ 90.92 Crores as against ₹ 95.58 Crores in FY19. Cash profit for FY20 stood at ₹ 188.92 Crores as against ₹ 197.87 Crores in FY19.

Consolidated Performance:

The Consolidated Total Income during the year under review was ₹ 1,554.39 Crores as compared to ₹ 1,832.58 Crores in the previous year, softening by 15.18%. Consolidated Net Profit after Tax stood at ₹ 91.03 Crores as against ₹ 97.28 Crores in FY19.

b) Share Capital:

The Paid up Equity Share Capital of the Company as on March 31, 2020 was ₹ 67,89,14,970 divided into 6,78,91,497 Equity shares having face value of ₹ 10 each. During the year under review, the Company has not issued any shares with differential rights, sweat equity shares and equity shares under Employees Stock Option Scheme.

The Company has paid Listing Fees for the financial year 2020-21 to each of the Stock Exchanges, where its equity shares are listed.

c) Dividend:

To conserve the funds for future business growth, your Directors have not recommended any dividend for the Financial Year 2019-20.

d) Transfer to Reserves:

The Board of Directors of your Company has not recommended transfer of any amount of profit to the Reserves during the year under review.

e) Material changes and commitments, if any, affecting the financial position of the Company, having occurred since the end of the Year and till the date of the Report:

There are no material changes and commitments affecting the financial position of the Company, which have occurred between the end of the financial year under review and the date of this report.

f) Impact of Novel Covid -19 Pandemic

1. Due to novel COVID-19 outbreak, Government of India announced a nationwide lockdown of 21 days with effect from March 25, 2020, which got extended from time to time to combat the spread of the COVID-19 virus. In compliance with various directives issued by the State and Central authorities, your Company suspended the operations at the project sites and shut the offices with a view to safeguard the risks to the health of the employees and workers of the Company.

2. During the lockdown period, your Company ensured food, shelter and medical facilities for its subcontract labours residing in labour camps.

3. The site operations were resumed gradually from end of May 2020 at a number of projects upon revocation of the restrictions imposed by the State and Central Governments and by ensuring compliance with preventive measures in terms of guidelines/instruction issued by Government of India to contain spread of COVID 19. However, availability of workmen at site became one of the major challenges in resuming operations. A task force has been formed to remobilise workmen and achieve pre-Covid level of operations.

The disruption in operations due to Covid 19 pandemic in March 2020 negatively impacted our financial performance for the fourth quarter and consequently for the full financial year 2019-20. With an order book which provides revenue visibility of 3.5 to 4 years and a healthy pipeline, we remain confident that your Company will be able to regain the lost momentum. Although the external environment presents a slightly worrisome picture, we are confident and prepared to handle these uncertainties.

g) Capital Expenditure:

During financial year 2019-20, Company had incurred ₹ 95.81 Crores towards capital expenditure primarily towards purchase of equipments, plant & machinery, IT and technology upgradation expenses, implemented compliance software and other administrative expenses.

SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES:

Subsidiary Company:

CIPL-PPSL-Yongnam Joint Venture Constructions Private Limited continues to be Wholly-owned Subsidiary of the Company as on March 31, 2020.

The Board of Directors of the Company had approved Scheme of Amalgamation of CIPL-PPSL-Yongnam Joint Venture Constructions Private Limited with the Company under the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 (the "Act").

Performance of Subsidiary:

Pursuant to the provisions of section 129(3) of the Act read with rule 5 of Companies (Accounts) Rules, 2014, a statement containing salient features of Financials of the subsidiary in Form AOC-1 is annexed as **(Annexure I)**.

The Company has adopted a Policy for determining the criteria of material subsidiaries which is available on Company's website at www.capacite.in.

Joint Venture and Associate Company:

TCC Constructions Private Limited and TPL-CIL Constructions LLP are project specific Associate entities formed for execution of project awarded by MHADA for redevelopment of BDD Chawls, Worli, Mumbai.

Consolidated Financial Statements:

In accordance with the provisions of Section 129(3) of the Act and Regulation 34 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations"), the Consolidated Financial Statements form part of this Annual Report and will also be laid before the ensuing Annual General Meeting of the Company. The consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the consolidated financial statement.

The Company will make available the said financial statements and related information of the Subsidiary upon written request by any member of the Company. These financial statements are kept open for inspection by any member at the Registered Office of the Company and the Subsidiary Company and are also be available at website of the Company www.capacite.in.

Credit Rating:

India Ratings and Research (Ind-Ra) has affirmed the Company's Long-Term Issuer Rating at 'Ind A/ Negative'.

Utilisation of IPO Proceeds:

Company utilised the proceeds from the public issue as per the Objects of the Issue set out in the Prospectus.

Pursuant to the Regulation 32 of Listing Regulations, there are no deviation and/or variation in the utilisation of the IPO proceeds of the Company pursuant to objects of the issue as stated in the Prospectus dated September 19, 2017.

Further issue proceeds have been fully utilized in the year ended as on March 31, 2020. Following are the details of IPO proceeds:

₹ in crores

Sr. No.	Item Head	Planned as per prospectus	Utilised upto March 31, 2020	Unutilised as at March 31, 2020
1.	Funding working capital requirements	250.00	250.00	-
2.	Funding purchase of capital assets (system formwork)	51.95	51.95	-
3.	General corporate purposes (including IPO related expenses)	98.05	98.05	-
	TOTAL	**400.00**	**400.00**	**-**

Particulars of Loans, Guarantees, Investments and / or Securities:

The Company is in the business of providing infrastructural facilities, and thus the provisions of Section 186 are not applicable to the Company, except sub-section (1) of Section 186 of the Act.

Fixed Deposits:

During the year under review, your Company has neither accepted nor renewed any deposits from the public within the meaning of Section 73 of the Act and the Companies (Acceptance of Deposits) Rules, 2014.

Particulars of Contract/s or arrangement/s with Related Parties:

All contracts/ arrangements/ transactions entered into by the Company during the financial year with related parties were in the ordinary course of business, on arm's length basis and in compliance with the applicable provisions of the Act and the Listing Regulations. During the financial year under review, none of the contracts/ arrangements/ transactions entered into with related parties required shareholders' approval under provisions of the Act and the Listing Regulations.

Related Party Transactions which are in the ordinary course of business and on an arm's length basis, of repetitive nature and proposed to be entered during the financial year were placed before the Audit Committee for prior omnibus approval. A statement giving details of all Related Party Transactions, as approved, is placed before the Audit Committee for review. The Company has adopted a framework for the purpose of identification and monitoring of such Related Party Transactions.

Particulars of contracts/ arrangements/ transactions with related parties as referred to in Section 188(1) of the Act for the Financial Year 2019-2020 are given in prescribed format Form AOC – 2 as specified under the provisions of Section 134(3)(h) of the Act & Rule 8 of the Companies (Accounts) Rules, 2014 which is annexed as **(Annexure II)**.

The Company has adopted a Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions which is available on Company's website www.capacite.in.

Directors and Key Managerial Personnel (KMPs):

Directors:

The Nomination & Remuneration Committee has been mandated to review, recommend appointment/s, terms of appointment/ reappointment of Director/s and KMPs based on the Company policies, industry requirement and business strategy.

During the year Mr. Rohit R. Katyal, holding DIN: 00252944 was re-appointed as Whole-Time Director on the Board w.e.f. June 25, 2019 and approval of shareholders was obtained in 7th Annual General Meeting held on August 28, 2019 for the period of 5 years with effect from June 25, 2019 on terms of remuneration as recommended by Nomination & Remuneration Committee.

During the year, Mr. Suryakant Balakrishna Mainak, Non-Executive Independent Director of the Company holding DIN: 02531129 has resigned from the post of Directorship and Chairman of the Board due to personal reasons with effect from February 15, 2020.

Appointments / Re-appointments:

In accordance with the provisions of Section 152 of the Act and the Articles of Association of the Company, Mr. Rahul R. Katyal, Managing Director, holding (DIN: 00253046), retires by rotation at the ensuing 8th Annual General Meeting and being eligible, has offered himself for re-appointment. The Board recommends his re-appointment.

Further on the recommendation of the Nomination and Remuneration Committee, the Board of Directors had appointed Dr. Manjushree Ghodke (DIN: 07147784) as an Additional Director (Non-Executive, Independent) of the Company in their meeting held on August 11, 2020 not liable to retire by rotation, who shall hold the office until the 8th Annual General Meeting. The appointment of Dr. Manjushree Ghodke (DIN: 07147784) as Independent Director forms part of the Notice of the forthcoming 8th Annual General Meeting ('AGM') and Resolutions are recommended for the Member's approval.

Profile of Mr. Rahul R. Katyal and Dr. Manjushree Ghodke, as required by Regulations 26(4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and Clause 1.2.5 of the Secretarial Standard - 2, is given in the Notice of the 8th Annual General Meeting.

Statement regarding opinion of the Board with regard to integrity, expertise and experience (including the proficiency) of the Independent Directors appointed during the year:

During the year under review, no Independent Director was appointed.

Declarations by Independent Directors and Senior Management Personnel on compliance of code of conduct:

The Company has received and taken on record the declarations with respect to independence from all Independent Directors of the Company in accordance with the Section 149(7) of the Act confirming their independence as prescribed thereunder as well as Regulation 25(8) of the Listing Regulations and also regarding compliance of the Code for Independent Directors prescribed in Schedule IV to the Act.

The Independent Directors of the Company have confirmed that they have registered their names with the Institute of Corporate Affairs for inclusion of their name in the data bank for a period of one year, as per the provisions of Rule 6 of The Companies (Appointment and Qualifications of Directors) Rules, 2014.

Also Senior Management Personnel including Executive Directors have submitted their disclosures under Regulation 26(3) of the Listing Regulations affirming compliance with the Code of Conduct for Directors and Senior Management Personnel.

Familiarisation Programme:

In compliance with the requirements of the Listing Regulations, the Company undertakes a familiarisation programme for the Independent Directors to familiarise them with their roles, rights and responsibilities as Independent Directors, nature of the industry, the operations of the Company, business model, risk management etc. The details of the programme are available on the Company website at www.capacite.in.

The Company issues a formal letter of appointment to the Independent Directors outlining their role, functions, duties and responsibilities, the format of which is available on the Company's website at www.capacite.in.

Key Managerial Personnel (KMPs):

In terms of Section 203 of the Act, the following are the Key Managerial Personnel of the Company:

Mr. Rahul R. Katyal	:	Managing Director
Mr. Rohit R. Katyal	:	Executive Director & Chief Financial Officer
Mr. Subir Malhotra	:	Executive Director
Mr. Saroj Kumar Pati	:	Chief Executive Officer

During the year under review, Ms. Sai Kedar Katkar, who was Company Secretary of the Company has resigned with effect from January 18, 2020.

DISCLOSURES RELATED TO BOARD, COMMITTEES AND POLICIES:

Board Meetings:

The Board of Directors met 7 (Seven) times during the financial year under review. For details of the meetings of the Board, please refer to the Corporate Governance Report which forms part of this Annual Report.

In terms of requirements of Schedule IV of the Act, a separate meeting of Independent Directors was also held on February 10, 2020 to review the performance of Non Independent Directors (including the Chairperson), the entire Board and its Committees thereof, quality, quantity and timelines of the flow of information between the Management and the Board.

Your Company complies with all applicable provisions of Secretarial Standards issued by The Institute of Company Secretaries of India and approved by the Central Governement under the Companies Act, 2013.

Audit Committee:

The composition of the Audit Committee is in conformity with the provisions of the Section 177 of the Act, and Listing Regulations.

The terms of reference of the Audit Committee and the particulars of meetings held and attendance thereat are mentioned in the Corporate Governance Report forming part of the Annual Report. Further all the recommendations made by the Audit Committee were accepted by the Board during the year.

Nomination and Remuneration Committee:

The composition of the Nomination and Remuneration Committee is in conformity with the provisions of the Section 178 of the Act and Listing Regulations.

The terms of reference of the Nomination and Remuneration Committee and the particulars of meetings held and attendance thereat are mentioned in the Corporate Governance Report forming part of this Annual Report.

The Company has Nomination and Remuneration policy, which lays down a framework in relation to appointment and remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. The policy broadly lays down guiding principle for appointment or removal of Directors, Key Managerial Personnel and Senior Management and provides the criteria for determining qualifications, positive attributes, independence of a Director and policy relating to remuneration for Directors, Key Managerial Personnel and formulation of criteria for evaluation of performance of the Board, its Committees and Directors. The above policy is available on the website of the Company at www.capacite.in.

Stakeholders' Relationship Committee:

The composition of the Stakeholders Relationship Committee is in conformity with the provisions of the Regulation 20 of the Listing Regulations.

The terms of reference of the Stakeholders' Relationship Committee and the particulars of meetings held and attendance thereat are mentioned in the Corporate Governance Report forming part of this Annual Report.

Corporate Social Responsibility Committee:

In accordance with the provisions of Section 135 of the Act read with Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors of the Company has constituted Corporate Social Responsibility (CSR) Committee. The Committee is entrusted with the responsibility of:

- Formulating and recommending to the Board, Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken,
- monitoring the implementation of the framework of the CSR Policy, and
- recommending the CSR amount to be spend on the CSR activities.

During the year, the Company has spent ₹ 1.00 Lakhs on CSR activities. The details of the Company's CSR activities are specified in **(Annexure III)**. The CSR Policy is also placed on the website of the Company www.capacite.in.

The particulars of meetings held and attendance thereat are mentioned in the Corporate Governance Report forming part of this Annual Report.

Directors' Responsibility Statement:

Based on the framework of Internal Financial Controls and compliance systems established and maintained by the Company, the work performed by the Internal, Statutory, Cost and Secretarial Auditors including Audit of Internal Financial Controls over financial reporting by the Statutory Auditors and the reviews performed by Management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's Internal Financial Controls were adequate and effective during the financial year 2019-20.

Accordingly, pursuant to Section 134(3)(c) and 134(5) of the Act, the Board of Directors, to the best of their knowledge and ability, in relation to the audited financial statements of the Company for the year ended March 31, 2020 confirm that:

a. in the preparation of the accounts for financial year ended March 31, 2020, the applicable accounting standards had been followed and there are no material departures;

b. they have selected such accounting policies and applied consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2020 and of the profits of the Company for that year;

c. they have taken proper and sufficient care to the best of their knowledge and ability for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d. the annual accounts of the Company have been prepared on a 'going concern' basis;

e. they have laid down Internal Financial Controls to be followed by the Company and such Internal Financial Controls are adequate and operating effectively;

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

Vigil Mechanism :

The Company's Board of Directors, pursuant to the provisions of Section 177(9) of the Act read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, and Regulation 22 of Listing Regulations has adopted 'Vigil Mechanism Policy' for Directors and employees of the Company. The policy is to provide a mechanism, which ensures adequate safeguards to employees and Directors from any victimisation on raising of concerns of any violations of legal or regulatory requirements, incorrect or misrepresentation of any, financial statements and reports, and so on. The employees of the Company have the right/option to report their concern / grievance to the Chairman of the Audit Committee. The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations. The Vigil Mechanism Policy is available on the Company's website at www.capacite.in.

There were no such reports, information received by the Chairman of the Audit Committee during the year under review.

Risk Management :

The Board has constituted Risk Management Committee and has adopted the Risk Management Policy and Guidelines to assist the Board in identification, assessment and management of various operational, strategic, financial, external risks which may have negative impact on the Company's business. Risk identification, assessment and management is a continuous process and is regularly reviewed and updated based on the industry and business requirements.

The Risk Management Committee comprises of:

Sr. No.	Name of Director	Designation	Position held in Committee
1.	Mr. Rahul R. Katyal	Managing Director	Chairman
2.	Mr. Rohit R. Katyal	Executive Director & CFO	Member
3.	Mr. Subir Malhotra	Executive Director	Member
4.	Mr. Sumeet S. Nindrajog	Non-Executive, Non Independent Director	Member
5.	Mr. Arun Vishnu Karambelkar	Non-Executive, Independent Director	Member

Annual Evaluation of Board Performance and Performance of its Committees and of Directors:

Pursuant to the applicable provisions of the Act and the Listing Regulations, the Board has carried out an Annual evaluation of its own performance, performance of all the Directors and its Committees based on the evaluation criteria as defined by Nomination and Remuneration Committee (NRC).

The Board's performance was evaluated on various aspects, including inter-alia the Structure, meetings, functions, degree of fulfilment of key responsibilities, establishment and delegation of responsibilities to various Committees, Effectiveness of Board Processes, information and functioning.

The Committees of the Board were assessed on the degree of adequacy of Committee composition, fulfilment of key responsibilities, and effectiveness of the meetings. The Directors were evaluated on aspects such as attendance, contribution at Board/Committee Meetings based on technical, financial expertise and industry requirements and guidance/support to the Management with respect to matters other than those discussed at Board/Committee Meetings.

Also the performance of Non-Independent Directors, Board as a whole, individual peer review and the Chairman were evaluated in a separate meeting of Independent Directors was held on February 10, 2020. The Nomination & Remuneration Committee & Board thereafter, in its meeting held on June 18, 2020, evaluated the performance of all the Directors for financial year 2019-20 on the basis of their role and responsibilities, effective participation in the Board and Committee meetings, expertise, skills and exercise of independent judgment in major decisions of the Company.

Particulars of Employees:

Disclosure regarding remuneration of Directors and employees as required under Section 197 (12) of the Act read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is in **(Annexure IV)** and forms part of the Board's Report.

Details of employee remuneration as required under provisions of Section 197 of the Act and Rule 5(2) and 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is in **(Annexure IV)** and forms part of the Board's Report.

Internal Financial Controls and adequacy:

The Company's Internal Financial Control framework is commensurate with the size and the nature of its operations. Company has designed and adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, compliance with applicable statutes, regulations the safeguarding disclosure of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation and of reliable financial information.

The details of internal financial control systems and their adequacy are included in Management Discussion and Analysis Report, which forms part of the Annual Report.

Reporting of Frauds:

There was no instance of fraud during the year under review, which are required by the Statutory Auditors to report to the Audit Committee and / or Board under Section 143(12) of the Act and the rules made thereunder.

AUDITORS AND REPORTS:

a) Statutory Audit:

The Shareholders of the Company at 4th Annual General Meeting had approved appointment of M/s. S R B C & CO. LLP, Chartered Accountants (Firm Registration No.: 324982E/E300003) as the Statutory Auditors of the Company to hold office for 5 years from the conclusion of Fourth Annual General Meeting till the conclusion of the Ninth Annual General Meeting of the Company.

The Company has received a certificate from M/s. S R B C & CO. LLP, Chartered Accountants, confirming their eligibility and non disqualification from continuing as Statutory Auditors of the Company.

The Auditors Report on Standalone and Consolidated financial statements for the financial year ended March 31, 2020, does not contain any qualification, adverse remark or reservation and therefore, do not call for any further explanation or comments from the Board under Section 134(3) of the Act.

b) Secretarial Audit :

Pursuant to the provisions of Section 204 of the Act and the rules made there under, the Company had appointed M/s. Shreyans Jain & Co, Practising Company Secretaries to undertake the Secretarial Audit of the Company for the year ended March 31, 2020. The Secretarial Audit Report issued in this regard is annexed as **(Annexure V).**

The Secretarial Audit Report for the financial year ended March 31, 2020, does not contain any qualification or reservation or adverse remark.

c) Internal Audit and Controls:

M/s. Mahajan & Aibara LLP, Chartered Accountants, Internal Auditors of the Company have carried out internal audit for the financial year ended March 31, 2020. The findings of the Internal Auditors are discussed on an on-going basis in the meetings of the Audit Committee and various steps have been taken in due course to implement the suggestions of the said Internal Auditor.

The Board of Directors based on review and recommendation of Audit Committee during their Meeting held on June 18, 2020, has appointed M/s. Mahajan & Aibara LLP, Chartered Accountants, as Internal Auditors to carry out internal audit and submit Reports for the financial year 2020-21.

d) Cost Records and Audit:

In terms of the provisions of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, the Company has maintained proper cost records as required under the Act and the Board of Directors, based on the recommendation of the Audit Committee, has appointed M/s. Y. R. Doshi & Associates, Cost Accountants, as Cost Auditor of the Company for conducting the Cost Audit for the financial year 2020-21.

A Certificate from M/s. Y. R. Doshi & Associates, Cost Accountants, has been received to the effect that their appointment as Cost Auditor of the Company, if made, would be in accordance with the limits specified under Section 141 of the Act and Rules framed thereunder.

A resolution seeking Member's ratification for the remuneration payable to the Cost Auditor forms part of the Notice of 8th Annual General Meeting and the same is recommended for your consideration and ratification.

General Disclosures:

General disclosures as per the provisions of Section 134 of the Act read with Companies (Accounts) Rules, 2014, are furnished as under:

Extracts of Annual Return

Pursuant to the provisions of Section 134(3)(a) of the Act, Extract of the Annual Return for the financial year ended March 31, 2020, made under the provisions of Section 92(3) of the Act is annexed as **(Annexure VI)**, which forms part of this Report.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

The information as required under the provisions of Section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014, in respect of conservation of energy, technology absorption, foreign exchange earnings and outgo etc. are furnished in **(Annexure VII)** which forms part of this Report.

Report on Corporate Governance and Management Discussion and Analysis

A separate report on Corporate Governance is provided together with the Certificate from the M/s S R B C & Co. LLP, Chartered Accountant. Pursuant to the provisions of Regulation 34 read with Schedule V of the Listing Regulations, a report on Management Discussion & Analysis is enclosed which forms part of this Annual Report.

Information under Sexual Harassment of Women At Workplace (Prevention, Prohibition & Redressal) Act, 2013 and Rule 8 of Companies (Accounts) Rules, 2018

The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules made thereunder. The objective of the policy on Prevention, Prohibition and Redressal of Sexual Harrasment at Work place is to prevent, provide protection against and for redressal of complaints, if any, under sexual harassment and matters connected or incidental thereto of employees at workplace.

The Company has always been committed to provide a safe and dignified work environment to all its employees irrespective of gender which is free of discrimination, intimidation and abuse.

The Company has also constituted an Internal Complaints Committee to redress the complaints, if any, received regarding sexual harrasment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The Committee comprises of:

Sr. No.	Name of Director	Designation	Position held in Committee
i)	Ms. Monica Tanwar	Compliance Officer	Presiding Officer
ii)	Mr. Rohit R. Katyal	Executive Director & CFO	Member
iii)	Mr. Mahesh Avachat	Assistant Vice President-HR	Chairperson
iv)	Mr. Ajay Pardeshi	Vice President-Admin	Member
v)	Ms. Manali Damle	Legal Consultant	Member

The Committee was re-constituted during Meeting of the Board of Directors held on March 30, 2020.

During the financial year, the Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harrasment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. There was no complaints pertaining to sexual harassment were reported to the ICC of the Company. The Company and/or Committee did not receive any complaint during the financial year under review.

The following is a summary of sexual harassment complaints received and disposed of during the year:

(a) Number of complaints pending at the beginning of the year; Nil

(b) Number of complaints received during the year: Nil

(c) Number of complaints disposed off during the year: Not Applicable

(d) Number of cases pending at the end of the year: Not Applicable

Corporate Insolvency Resolution proceedings initiated under the Insolvency and Bankruptcy Code, 2016 (IBC):

Following are the details of applications filed under corporate insolvency resolution proceedings, by operational creditors against the Company:

Sr. No.	Operational Creditor	Subject of application	Date of Notice & Litigation	Status & Authority	Amount (₹ in Crores)
1.	Continental Piling	Operational Dues payable by Company	May 16, 2018	Sub-judice with National Company Law Tribunal, Delhi	0.39
2.	Action Construction Equipment	Operational Dues payable by Company	May 27, 2019	Sub-judice with National Company Law Tribunal, Mumbai	1.00
3.	R.K. Steel Udyog	Operational Dues payable by Company	January 07, 2020	Sub-judice with National Company Law Tribunal, Mumbai	1.65
4.	BigBloc Construction Limited	Operational Dues payable by Company	August 10, 2020	Sub-judice with National Company Law Tribunal, Mumbai	1.25

Following are the details of application filed under corporate insolvency resolution proceedings, by the Company against a debtor under the IBC:

Sr. No.	Operational Creditor	Subject matter of application	Date of Notice & Litigation	Status & Authority	Amount (₹ in Crores)
1.	KMB Estates LLP	Operational dues payable by the Developer	October 04, 2019	Sub-judice with National Company Law Tribunal, Bangalore	0.93
2.	Ramakrishna Housing	Operational dues payable by the Developer	July 10, 2019	Sub-judice with National Company Law Tribunal, Hyderabad	12.59

Application filed under Corporate Insolvency Resolution Proceedings filed against the Company and by the Company under IBC disclosed in the Annual Report for FY 2018-19 were dismissed as withdrawn.

Significant & Material Orders passed by Regulators or Courts or Tribunals:

There are no significant, material orders passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company and its future operation. However, Members attention is drawn to the Statement on Contingent Liabilities and commitments in the Notes forming part of the Financial Statement.

Disclosure under Section 197(14) of the Act:

There is no receipt of any remuneration or commission from any of its Subsidiary Companies by the Managing Director or the Whole-Time Director of the Company.

Business Responsibility Report (BRR):

Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended mandate the inclusion of the BRR as part of the Annual Report for top 1,000 listed entities based on market capitalization. In compliance with the Regulation 32(f) of the Listing Regulations, the Business Responsibility Report of the Company for the year ended March 31, 2020 is attached as **(Annexure VIII)** to this Report.

Acknowledgements and Appreciation:

During the unprecedented situation of Coronavirus Disease (COVID-19), the Company has implemented the COVID-19 "Work from home" Policy in which measures were taken by the Company to mitigate the spread of Novel Coronavirus and ensured the complainces with the relevant guidelines/ instructions issued by various Governmental authorities/ agencies.

Your Directors take this opportunity to place on record their sincere appreciation, for the co-operation and assistance the Company has received from their employees, customers/ clients, vendors, investors Financial Institutions and various Government Departments during the unprecedented situation of COVID-19.

Your Directors also thank the Government of India, Government of various states in India and concerned Government Departments/ Agencies for their co-operation. The Board also places on record its appreciation, value the contributions made by every member of the Capacit'e Team.

For and on behalf of the Board

	Rahul R. Katyal	**Rohit R. Katyal**
Date : August 11, 2020	Managing Director	Executive Director & CFO
Place : Mumbai	DIN: 00253046	DIN: 00252944

ANNEXURE- I

FORM AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

(Information in respect of each Subsidiary/ Associate Companies/ Joint Venture Companies)

Part "A": Subsidiaries

(₹ in Crores)

Sr. No.	Particulars	Name and Details of Subsidiary
1.	Name of the Subsidiary/Joint Venture/Associate Companies	CIPL – PPSL –Yongnam Joint Venture Constructions Private Limited
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	April 1, 2019 to March 31, 2020
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial Year in the case of foreign subsidiaries	INR
4.	Share capital	0.10
5.	Reserves and Surplus	10.27
6.	Total Assets	11.04
7.	Total Liabilities	0.68
8.	Investments	0.00
9.	Turnover	5.20
10.	Profit / (Loss)	(0.01)
11.	Tax Expense	(0.16)
12.	Profit after taxation	0.15
13.	Proposed Dividend	Nil
14.	% of shareholding	100

Names of subsidiaries which are yet to commence operations: NIL

Names of subsidiaries which have been liquidated or sold during the year: NIL

Part "B": Associates and Joint Ventures

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

Sr. No.	Particulars	Name and Details of Associate Companies and Joint Ventures				
1.	Name of Associates/Joint Ventures	PPSL-Capacite JV	TCC Construction Pvt. Ltd.	TPL-CIL Construction LLP	Capacit'e Viraj AOP	Realcon Infrastructure LLP
2.	Balance Sheet Date	March 31, 2020	March 31, 2020	March 31, 2020	March 31, 2020	September 30, 2019*
3.	Shares of Associate/Joint Ventures held by the company on the year end (in numbers)					
	i) Number	Not applicable	37,10,000 Equity shares having Face Value of ₹ 1 each	Not applicable	Not applicable	Not applicable
	ii) Amount of Investment in Associates/ Joint Ventures	NIL	INR 37,10,000	INR 35,00,000	NIL	NIL
	iii) Extent of direct/ indirect holding %	49.00	37.10	35.00	70.00	NIL (51.00 upto September 30, 2019)
4.	Description of how there is significant influence	Joint Venture	Associate Entity	Associate Entity	Joint Venture	Joint Venture
5.	Accounting Method for Consolidation	Equity Method for consolidation	Equity Method for consolidation	Equity Method for consolidation	Equity Method for consolidation	Equity Method for consolidation
6.	Networth attributable to Shareholding as per latest audited Balance Sheet (₹ in Crores)	0.04	0.22	0.26	(0.09)	NIL (0.15 upto September 30, 2019)
7.	Profit / (Loss) for the year (₹ in Crores)	0.00	(0.03)	(0.09)	(0.06)	NIL (0.15 upto September 30, 2019)
	i. Considered in Consolidation	Yes	Yes	Yes	Yes	Yes
	ii. Not Considered in Consolidation (₹ in Crores)	NA	NA	NA	NA	NA

Names of associates / joint ventures which are yet to commence operations: Nil

Names of associates / joint ventures which have been liquidated or sold during the year: Realcon Infrastructure LLP

*The Company has retired from Partnership with Realcon Infrastructure LLP w.e.f. September 30, 2019.

ANNEXURE- II

FORM AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

1. Details of contracts or arrangements or transactions not at arm's length basis:-

All contracts / arrangements / transactions entered into by the Company with related parties during the financial year ended March 31, 2020 were at arm's length basis.

2. Details of material contract/s or arrangement/s or transaction/s at arm's length basis:

There were no material contracts / arrangements / transactions with related parties for the year under review and all contracts / arrangements / transactions with related parties are at arm's length basis and in ordinary course of business for the year ended March 31, 2020 are as follows:

Name of Related Party	Relation with the Company	Nature of Transaction	Duration of Contracts/ arrangement	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Audit Committee/ Board	Amount paid as advances, if any
Capacit'e Engineering Pvt. Ltd.	Group Company	i) Items covered under relevant sub-contract & work orders	On-going transactions	In tune with market parameters, Estimated annual value of ₹ 50 Crores	March 22, 2019	NIL
Katyal Ventures Pvt. Ltd. (Formerly known as Capacit'e Ventures Pvt. Ltd.)	Group Company	Rentals for office premises	On-going transactions	In tune with market parameters, Estimated annual value of ₹ 15 Lakhs	March 22, 2019	NIL
Capacit'e Viraj AOP	Project specific Association of persons, directly/ indirectly owned by or significantly influenced by Company and/ or Director/s or their relatives/ Joint Venture	i) Capital Infusion ii) Supply of materials iii) Equipment rentals iv) Provision of letter of credits on pro-rata basis	Requirement basis	In tune with market parameters, Estimated annual value of ₹ 5 Crores	March 22, 2019	NIL
TCC Constructions Pvt. Ltd. TPL CIL Constructions LLP	Project specific SPV/LLP directly/ indirectly owned by or significantly influenced by Company and/ or Director/s or their relatives/ Associate	i) Capital Infusion ii) Investments	Requirement basis	₹ 30 Crores	March 22, 2019	NIL
Asutosh Katyal	Relative of Director	Remuneration	On-going (till August, 2019)	₹ 0.24 Crores	August 08, 2019	NIL

Name of Related Party	Relation with the Company	Nature of Transaction	Duration of Contracts/ arrangement	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Audit Committee/ Board	Amount paid as advances, if any
Katyal Merchandise Pvt Ltd	Group Company	Inter corporate deposit/s (ICD), interest on ICD & refund of ICDs	Requirement basis	In tune with market parameters, Estimated annual value of ₹ 0.92 Crores	September 26, 2019	NIL
Rohit R. Katyal	Executive Director & CFO	Unsecured Loan from Director	Requirement basis	₹ 5.64 Crores	September 26, 2019	NIL
Rahul R. Katyal	Managing Director	Unsecured Loan from Director	Requirement basis	₹ 0.56 Crores	September 26, 2019	NIL
Subir Malhotra	Executive Director	Unsecured Loan from Director	Requirement basis	₹ 0.50 Crores	September 26, 2019	NIL
Realcon Infrastructure LLP upto September 30, 2019	Project specific LLP directly/ indirectly owned by or significantly influenced by Company and/ or Director/s or their relatives	i) Capital Infusion ii) Investments iii) Advances iv) Sub-contracts	Requirement basis	₹ 30 Crores	November 08, 2019	NIL
Mrs. Sakshi Katyal	Relative of Director	Rentals for Guest House for official accommodation	On-going	₹ 0.09 Crores	November 08, 2019	NIL
Asutosh Trade Links	Firm in which Directors & relatives are interested	Vehicle rentals	On-going	₹ 0.30 Crores	March 22, 2019	NIL
Mrs. Monita Malhotra	Relative of Director	Rentals for office premises	On-going	₹ 0.30 Crores	March 22, 2019	NIL
Captech Technologies Private Limited	Body Corporate, Directly/ indirectly owned by or significantly influenced by Directors or their relatives	Rental for office premises Sevice rendered/ advance against project Capital Infusion	On-going	₹ 4.5 Crores	Febuary 10, 2019	NIL

For CAPACIT'E INFRAPROJECTS LIMITED

Rahul R. Katyal
Managing Director
DIN: 00253046

Rohit R. Katyal
Executive Director & Chief Financial Officer
DIN: 00252944

ANNEXURE- III

Annual Report on Corporate Social Responsibility (CSR) activities during FY 2020:

1. Brief outline of the Company's CSR Policy, including overview of the projects or programs proposed to be undertaken:

Company strives to be a socially responsible and strongly believes that long term success and growth depends on the development and well being of the society at large. Company understands its co-extensive responsibility to put efforts to make positive contribution to the benefits of the society at large through small steps that help bring about big change in long term.

Currently, the focus areas of CSR activities are :

1. Medical and health care facilities, specially to the migrant workers during the period of COVID-19.
2. Educational infrastructure & facilities, skill development.
3. Women and children empowerment.

Web Link:

The Company has framed a CSR policy in compliance with the provisions of the Act and the same is available on the Company's website at https://www.capacite.in/investorfinance-2/corporate-governance/

2. The Composition of the CSR Committee

i) Mr. Rohit R. Katyal : Chairman
ii) Mr. Sumeet S. Nindrajog : Member
iii) Mr. Arun Vishnu Karambelkar : Member
iv) Ms. Farah Nathani Menzies : Member

3. Average net profit of the Company for last three financial years: ₹ 128.81 Crores

4. Prescribed CSR Expenditure (2% of the amount as in item 3 above): ₹ 2.57 Crores

5. Details of CSR spent during the financial year:

(a) Total amount spent for the financial year: ₹ 1 Lakhs
(b) Amount unspent, if any: ₹ 2.56 Crores
(c) Manner in which the amount spent during the financial year is detailed below:

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
SR. No.	**CSR Project or activity identified**	**Sector in which the project is covered**	**Projects or programs (1) Local area or other (2) Specify the state and district where projects or programs was undertaken**	**Amount outlay (budget) project or programs wise (in ₹)**	**Amount spent on the projects or programs sub-heads: (1) Direct expenditure on projects or programs (2) Overheads (in ₹)**	**Cumulative expenditure upto the reporting period (in ₹)**	**Amount spent Direct or through implementing agency**
1.	Phoenix Foundation	Promotion of medical & healthcare for underprivileged	Mumbai, Maharashtra	1,00,000	1,00,000	1,00,000	Direct
Total				**1,00,000**	**1,00,000**		

6. In case the company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board report:

   The Company believes, as a part of CSR Activities, in spending on such activities which really benefit the targeted beneficiaries. During the year under review, the Company took steps towards identifying targeted projects and also intends to expand its CSR initiatives in a systematic manner to create meaningful contribution in the development of the under-privileged and weaker sections of society. Also, Covid – 19 situations has restricted the Company's ability to spend on CSR. The Company envisages valuable CSR spend in more structured manner in future for which it has initiated a long term project in the field of education. During the previous two years, the Company took intiative in development of Education and made CSR expenditure on renovation / reconstruction of one school in Maharashtra.

7. The CSR Committee confirms that the implementation of CSR activities is in compliance with the Section 135 of the Act and rules made thereunder along with CSR Policy of the Company.

For CAPACIT'E INFRAPROJECTS LIMITED

Rahul R. Katyal
Managing Director
DIN: 00253046

Rohit R. Katyal
Executive Director & Chief Financial Officer
DIN: 00252944

ANNEXURE- IV

PARTICULARS OF EMPLOYEES

Information relating to Directors and KMPs under section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. The Ratio of the Remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2019-20 is as follows:

Name of Director	Ratio of Remuneration of Director to the Median Remuneration
Mr. Rohit R. Katyal	24.09
Mr. Rahul R. Katyal	23.35
Mr. Subir Malhotra	21.37
Mr. Sumeet S. Nindrajog	NA
Mr. Siddharth Parekh	NA
Ms. Farah Nathani Menzies	1.64
Mr. Suryakant Balkrishna Mainak (Upto February 15, 2020)	1.60
Mr. Arun Vishnu Karambelkar	1.68

2. The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer and Company Secretary in the financial year 2019-20 are as follows:

Name	Designation	Increase/ (Decrease) (%)
Mr. Rohit R. Katyal	Executive Director & CFO	0.00
Mr. Rahul R. Katyal	Managing Director	0.00
Mr. Subir Malhotra	Executive Director	0.00
Ms. Farah Nathani Menzies	Non-Executive, Independent Director	41.18
Mr. Suryakant Balkrishna Mainak (Upto February 15, 2020)	Non-Executive, Independent Director	NA
Mr. Arun Vishnu Karambelkar	Non-Executive, Independent Director	58.33
Mr. Saroj Kumar Pati	Chief Executive Officer	82.46
Mrs. Sai Kedar Katkar (Upto January 18, 2020)	Company Secretary	0.00

Notes:

1. Remuneration comprises salary, allowances, Company's contribution to provident fund and taxable value of perquisites.
2. The median remuneration of the Company for all its employees is ₹4,03,452 for the financial year 2019-20. For calculation of median remuneration, the employee count taken is 1,471 which comprises employees who have served for whole of the financial year 2019-20.
3. The percentage increase in the median remuneration of employees other than managerial personnel in the financial year 2019-20 was 7.06%.
4. Average percentage increase made in the salaries of Employees other than the managerial personnel in the financial year was 6.74% whereas the increase in the managerial remuneration was 2.88%. The increments given to employees are based on their potential, performance and contribution, which is benchmarked against applicable Industry norms.
5. The number of permanent employees on the rolls of Company as on March 31, 2020 was 1,020.
6. It is affirmed that the remuneration is as per the Nomination and Remuneration Policy adopted by the Company.

Information required under section 197 of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Details of the Top Ten Employees of the Company in terms of remuneration drawn for Financial Year 2019-20:

Employee Name	Designation	Nature of Employment whether Contractual or Otherwise	Educational Qualification	Age	Experience (in Years)	Date of Joining	Gross Remuneration paid per annum (In ₹)	Previous Employment	% of Equity held by employee in the Company within the meantime of clause (iii) of Sub-rule 2	Whether any such employee is a relative of any director or manager of the Company and if so, name of such director or manager
Saroj Kumar Pati	Chief Executive Officer	Employee	B.Sc. & BE-Civil NIIT	52	30	17-03-2016	1,36,53,180	JMC Projects India Ltd	0.00	No
Milind Madhukar Joshi	Chief Operating Officer	Employee	BE- Civil	52	33	15-02-2016	83,40,136	Unity Infraprojects Ltd	0.00	No
Vishnudas Shanbhag	Chief Operating Officer	Employee	Executive Masters-14,BE Civil-89,Diploma Civil-85	53	30	01-08-2018	83,13,084	JMC Projects India Ltd	0.00	No
Alok Mehrotra	President, Finance	Employee	B. Com	51	27	12-02-2018	77,79,896	Sunil Hitech Engineers Limited	0.00	No
Pramod Ranjan Singh	Head Estimation & Tendering	Employee	BE- Civil	53	32	21-01-2013	58,47,684	Pratibha Industries Ltd	0.00	No
Tushar Kunwarji Srivastava	President, BD & Marketing	Employee	NICMAR Construction, BE Civil	40	19	25-01-2016	54,99,996	Steiner India Ltd	0.00	No
Nishith Soorappa Pujary	President, Accounts & Taxation	Employee	B.Com & CA	54	26	14-09-2018	51,79,026	Gannon Dunkerley & Co Ltd	0.0098	No
Soumen Mukherjee	Vice President, Procurement	Employee	Masters in Economics, B. Com, Diploma in material Management	54	34	16-01-2018	48,02,932	Howe Engineering Projects	0.00	No
Rajendra Kumar Sharma	Senior Vice President	Employee	MBA Finance & M. Tech	54	33	02-11-2015	45,86,220	Unity Infraprojects Ltd	0.00	No
Sunil Nathuram Wagh	Senior President	Employee	B.E. in Civil	48	24	23-02-2015	45,06,252	Supreme Infrastructure India Ltd	0.00	No

ANNEXURE- V

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2020

[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,
Capacit'e Infraprojects Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Capacit'e Infraprojects Limited** having **CIN: L45400MH2012PLC234318** (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 including by electronic mode by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31, 2020 has complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2020 according to the provisions of:

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

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

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

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

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

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

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, 2009;

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

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

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);

h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not Applicable to the Company during the audit period);

(vi) All other relevant laws as are applicable to the Company, a list of which has been provided by the management. The examination and reporting of these laws and rules are limited to whether there are adequate systems and processes in place to monitor and ensure compliance with those laws.

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) Listing Agreement entered into by the Company with BSE Limited and National Stock Exchange of India Limited including the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (hereinafter Listing Regulations);

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

We further report that;

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

a. Re-appointment of Mr. Subir Malhotra, as Whole-time Director designated as Executive Director of the Company, liable to retire by rotation, for a period of 5 years with effect from November 1, 2018, at 7th Annual General Meeting (hereinafter "AGM") held on 28.08.2019;

b. Re-appointment of Mr. Rohit R Katyal, as Whole-time Director designated as Executive Director of the Company, liable to retire by rotation for a period of 5 years with effect from June 25, 2019, at AGM held on 28.08.2019;

c. Re-appointment of Mr. Siddharth Parekh, Non-Executive Director, at 7th Annual General Meeting held on 28.08.2019 as Director liable to retire by rotation;

d. Resignation of Ms. Sai Kedar Katkar from the post of Company Secretary and Compliance Officer of the Company w.e.f. the closing of working hours of 18.01.2020;

e. Resignation of Mr. S.B. Mainak, Independent Director from the post of directorship of the Company w.e.f. the closing of working hours of 15.02.2020

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

All the decisions were carried through, while there were no dissenting views of members as verified from 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;

a) Obtained shareholder's approval by way of Ordinary Resolution at AGM held on 28.08.2019 for alteration of Clause V of the Memorandum of Association of the Company for re-classification of the Authorised Share Capital of the Company of Rs.80,00,00,000/- divided into 7,66,50,000 Equity shares of Rs.10/- each aggregating to Rs.76,65,00,000/- and 16,75,000 Compulsory Convertible Cumulative Preference Shares of face value of Rs.20/- each into Rs.80,00,00,000/- divided into 8,00,00,000 (Eight Crores) Equity shares of Rs.10/- each.

b) Obtained approval of Shareholder's by way of Special Resolution at AGM held on 28.08.2019, for raising funds for an aggregate amount up to not exceeding Rs.250 Crores (Rupees Two Hundred & Fifty Crores) by issue of Securities;

c) Obtained Shareholder's approval by way of Special Resolution under section 180(1)(c) of the Act at AGM held on 28.08.2019, to authorise the Board of Directors to borrow money in excess of the aggregate of paid up share capital and free reserves of the Company, but not exceeding a sum of Rs.3000 Crores.

d) Obtained Shareholder's approval by way of Special Resolution under section 180(1)(a) of the Act at AGM held on 28.08.2019, to authorise the Board of Directors to create charge / mortgage on assets or / and undertakings of Company upto an amount not exceeding Rs.3,000 Crores.

For **Shreyans Jain & Co.**
Company Secretaries

Shreyans Jain
(Proprietor)
FCS No. 8519
C.P. No. 9801
UDIN:F008519B000349464

Place: Mumbai
Date: June 18, 2020

Note: This report to be read with our letter of even date which is annexed as Annexure -A and forms part of this Report.

ANNEXURE A: TO THE SECRETARIAL AUDIT REPORT

for the year 31st March, 2020

To
The Members,
Capacit'e Infraprojects Limited

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

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

2. The Compliance with the Corporate and other applicable laws, rules and regulations, standards are the responsibility of the management our examination was limited to the verification of the procedures on test basis.

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

4. We believe that audit evidence, information and details obtained from the Company’s management from time to time and in electronic form due to the outbreak of Covid-19 and countrywide lockdown are adequate and appropriate for us to provide a basis for our opinion.

5. Wherever required, we have obtained the management’s representation for the compliance of laws, rules and regulations and happening of events etc.

6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **Shreyans Jain & Co.**
Company Secretaries

Shreyans Jain
FCS No. - 8519
CP. No. - 9801

Place: Mumbai
Date : June 18, 2020

ANNEXURE- VI

Form MGT-9

EXTRACTS OF ANNUAL RETURN

FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2020

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

I. REGISTRATION & OTHER DETAILS:

1	CIN	L45400MH2012PLC234318
2	Registration Date	August 9, 2012
3	Name of the Company	Capacit'e Infraprojects Limited
4	Category / Sub-category of the Company	Public Company / Limited by Shares
5	Address of the Registered office & Contact Details Website	605-607, Shrikant Chambers, 6th Floor, Phase I, Adjacent to RK Studios, Sion -Trombay Road, Mumbai-400 071 Tel: 022-71733717 Fax: 022-71733733 www.capacite.in
6	Whether listed company	Yes
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	KFin Technologies Private Limited (formerly known as "Karvy Fintech Private Limited") Selenium, Tower B, Plot No.- 31&32, Gachibowli Financial District, Nanakramguda, Hyderabad 500 032, Telangana, India Tel: 040-67162222, 040-33211000 Fax: 040-23431551 Website: www.kfintech.com E-mail ID: einward.ris@kfintech.com

II. Principal Business Activities of the Company

Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company under the NIC
Building & Construction	41001	100.00

III. Particulars of Holding, Subsidiary and Associate Companies / Body Corporate

Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
CIPL- PPSL -Yongnam Joint Venture Constructions Private Limited Add: 602-607, Shrikant Chambers, 6th Floor, Phase I, Adjacent to R K Studios, Sion -Trombay Road, Mumbai- 400 071	U45400MH2013PTC243496	Subsidiary	100.00^	Sec. 2 (87)
TCC Construction Private Limited Add: 10th floor, Sun Paradise Business Plaza, Senapati Bapat Marg , Lower Parel, Mumbai - 400013	U45202MH2018PTC314429	Associate Company	37.10	Sec 2(6)
TPL-CIL Construction LLP Add: 10th floor, Sun Paradise Business Plaza, Senapati Bapat Marg , Lower Parel, Mumbai - 400013	AAN-3823	Body Corporate	35.00	Sec 2(27)

^One Equity share having face value of ₹ 10 is held by Mr. Rohit R. Katyal, as Nominee Shareholder of holding Company i.e. Capacit'e Infraprojects Limited.

IV. SHARE HOLDING PATTERN (Equity share capital breakup as percentage of total equity):

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on April 1, 2019]				No. of Shares held at the end of the year [As on March 31, 2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	2,06,55,852	-	2,06,55,852	30.42	2,06,55,852	-	2,06,55,852	30.42	0.00
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	9,072,994	-	9,072,994	13.36	9,072,994	-	9,072,994	13.36	0.00
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other (Partnership Firm)	-	-	-	-	-	-	-	-	-
Sub Total (A) (1)	**2,97,28,846**	**-**	**2,97,28,846**	**43.79**	**2,97,28,846**	**-**	**2,97,28,846**	**43.79**	**0.00**
(2) Foreign									
a) NRI Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A) (2)	-	-	-	-	-	-	-	-	-
TOTAL (A)	**2,97,28,846**	**-**	**2,97,28,846**	**43.79**	**2,97,28,846**	**-**	**2,97,28,846**	**43.79**	**0.00**

IV. SHARE HOLDING PATTERN (Equity share capital breakup as percentage of total equity): (Contd..)

(i) Category-wise Share Holding (Contd..)

Category of Shareholders	No. of Shares held at the beginning of the year [As on April 1, 2019]				No. of Shares held at the end of the year [As on March 31, 2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	31,62,811	-	31,62,811	4.66	69,52,002	-	69,52,002	10.24	5.58
b) Banks / FI	2,67,591	-	2,67,591	0.39	3,30,428	-	3,30,428	0.49	0.10
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture	-	-	-	-	-	-	-	-	-
Capital Funds	-	-	-	-	-	-	-	-	-
i) Foreign Portfolio Investors	51,57,470	-	51,57,470	7.60	38,86,342	-	38,86,342	5.72	(1.88)
ii) Others (Foreign Nationals)	1,249	-	1,249	0.00	1,943	-	1,943	0.00	0.00
Sub-total (B)(1):-	**85,89,121**	**-**	**85,89,121**	**12.65**	**11,170,715**	**-**	**11,170,715**	**16.45**	**3.80**
2. Non-Institutions									
a) Bodies Corp.	91,29,913	-	91,29,913	13.46	85,80,634	-	85,80,634	12.64	(0.82)
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 2 lakh	70,65,085	7	70,65,092	10.41	63,11,647	7	63,11,654	9.30	(1.11)
ii) Individual shareholders holding nominal share capital in excess of ₹ 2 lakh	24,94,657	-	24,94,657	3.67	23,16,021	-	23,16,021	3.41	0.26
NBFCs registered with RBI	576	-	576	0.00	-	-	-	-	0.00
c) Others (specify)									
Non Resident Indians	3,60,311	-	3,60,311	0.53	3,16,718	-	3,16,718	0.47	(0.06)
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	38,728	-	38,728	0.06	37,176	-	37,176	0.05	(0.01)
Non Resident Indian Non Repatriable	68,370	-	68,370	0.10	85,566	-	85,566	0.13	0.03
Trusts	-	-	-	-	-	-	-	-	-
Funds	60,36,303	-	60,36,303	8.89	-	-	-	-	(8.89)
Alternative Investment Fund	43,79,580	-	43,79,580	6.45	93,44,167	-	93,44,167	13.76	7.31

IV. SHARE HOLDING PATTERN (Equity share capital breakup as percentage of total equity): (Contd..)

(i) Category-wise Share Holding (Contd..)

Category of Shareholders	No. of Shares held at the beginning of the year [As on April 1, 2019]				No. of Shares held at the end of the year [As on March 31, 2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (c)	1,08,83,292	-	1,08,83,292	16.03	97,83,627	-	97,83,627	14.41	(1.62)
Sub-total (B)(2):-	2,95,73,523	7	2,95,73,530	43.56	2,69,91,929	7	2,69,91,936	39.76	(3.80)
Total Public (B)	**3,81,62,644**	**7**	**38,162,651**	**56.21**	**3,81,62,644**	**7**	**3,81,62,651**	**56.21**	**0.00**
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Total (A+B+C)	**6,78,91,490**	**7**	**6,78,91,497**	**100.00**	**6,78,91,490**	**7**	**6,78,91,497**	**100.00**	**0.00**

(ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total paid-up Equity	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total paid-up Equity	% of Shares Pledged/ encumbered to total shares	
1	Rohit R. Katyal	10,816,190^	15.93	Nil	10,816,190^	15.93	50,00,000	0.00
2	Rahul R. Katyal	6,124,930	9.02	Nil	6,124,930	9.02	Nil	0.00
3	Subir Malhotra	2,525,439	3.72	Nil	2,525,439	3.72	Nil	0.00
4	Asutosh Trade Links (Through Partners Mr. Rohit R. Katyal, Mr. Rahul R. Katyal & Mrs. Sakshi Katyal)	1,189,153	1.75	Nil	1,189,153	1.75	Nil	0.00
5	Sakshi Katyal jointly with Rohit R. Katyal	70	0.00	Nil	70	0.00	Nil	0.00
6	Nidhi Katyal jointly with Rahul R. Katyal	70	0.00	Nil	70	0.00	Nil	0.00
7	Katyal Merchandise Private Ltd	9,072,994	13.36	Nil	9,072,994	13.36	Nil	0.00
	Total	**29,728,846**	**43.79**	**Nil**	**29,728,846**	**43.79**	**Nil**	**0.00**

Note:

^Includes 4,512,046 Equity Shares jointly held with Mr. Rahul R. Katyal.

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sr. No.	Name of the Promoters	Shareholding at the beginning of the year (April 01, 2019)		Date	Increase/ (Decrease) in Shareholding	Reason	Cumulative Shareholding during the year (April 01, 2019 to March 31, 2020)	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
1.	**Rohit R. Katyal**	10,816,190^	15.93	1-Apr-19	No change			
	At the end of the year			31-Mar-20			10,816,190	15.93
2.	**Rahul R. Katyal**	6,124,930	9.02	1-Apr-19	No change			
	At the end of the year			31-Mar-20			6,124,930	9.02
3.	**Subir Malhotra**	2,525,439	3.72	1-Apr-19	No change			
	At the end of the year			31-Mar-20			2,525,439	3.72

IV. SHARE HOLDING PATTERN (Equity share capital breakup as percentage of total equity): (Contd..)

(iii) Change in Promoters' Shareholding (please specify, if there is no change) (Contd..)

Sr. No.	Name of the Promoters	Shareholding at the beginning of the year (April 01, 2019)		Date	Increase/ (Decrease) in Shareholding	Reason	Cumulative Shareholding during the year (April 01, 2019 to March 31, 2020)	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
4.	**Asutosh Trade Link (Held through partners Mr. Rohit R. Katyal, Mr. Rahul R. Katyal & Mrs. Sakshi Katyal)**	1,189,153	1.75	1-Apr-19	No change			
	At the end of the year			31-Mar-20			1,189,153	1.75
5.	**Sakshi Katyal jointly with Rohit R. Katyal**	70	0.00	1-Apr-19	No change			
	At the end of the year			31-Mar-20			70	0.00
6.	**Nidhi Katyal jointly with Rahul R. Katyal**	70	0.00	1-Apr-19	No change			
	At the end of the year			31-Mar-20			70	0.00
7.	**Katyal Merchandise Private Limited**	9,072,994	13.36	1-Apr-19	No change			
	At the end of the year			31-Mar-20			9,072,994	13.36

^Includes 4,512,046 Equity Shares jointly held with Mr. Rahul R. Katyal

(iv) Shareholding Pattern of Top Ten Shareholders

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

Sr. No.	Name of the Promoters	Shareholding at the beginning of the year (April 01, 2019)		Date	Increase/ (Decrease) in Shareholding	Reason	Cumulative Shareholding during the year (April 01, 2019 to March 31, 2020)	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
1.	NEWQUEST ASIA INVESTMENTS II LIMITED	6617254	9.75	01.04.2019				
	At the end of the year			31.03.2020			6617254	9.75
2.	PARAGON PARTNERS GROWTH FUND A/C PARAGON PARTNERS	6036303	8.89	01.04.2019				
	At the end of the year			31.03.2020			6036303	8.89
3.	SUNDARAM MUTUAL FUND A/C SUNDARAM SMALL CAP FUND	2152680	3.17	01.04.2019				
				19.07.2019	7695	Sold	2144985	3.16
				02.08.2019	25243	Sold	2119742	3.12
				29.11.2019	1802	Sold	2119740	3.12
				13.12.2019	1092	Sold	2116848	3.12
				07.02.2020	10000	Acquisition	2126848	3.13
	At the end of the year			31.03.2020			2126848	3.13
4.	MIRAE ASSET INDIA MID CAP EQUITY FUND	1446551	2.13	01.04.2019				
				10.05.2019	4564	Acquisition	1451115	2.14
				17.01.2020	54255	Sold	1396860	2.06
				24.01.2020	136393	Sold	1260467	1.86

(iv) Shareholding Pattern of Top Ten Shareholders (Contd..)

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

Sr. No.	Name of the Promoters	Shareholding at the beginning of the year (April 01, 2019)		Date	Increase/ (Decrease) in Shareholding	Reason	Cumulative Shareholding during the year (April 01, 2019 to March 31, 2020)	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
				31.01.2020	177475	Sold	1082992	1.60
				14.02.2020	14523	Sold	1068469	1.57
				21.02.2020	714632	Sold	353837	0.52
				28.02.2020	353837	Sold	0	0.00
	At the end of the year			31.03.2020			0	0.00
5.	GOLDMAN SACHS INDIA LIMITED	1404996	2.07	01.04.2019				
				13.12.2019	466	Sold	1404530	2.07
				28.02.2020	30581	Sold	1373949	2.02
				06.03.2020	5189	Sold	1368760	2.02
				13.03.2020	69280	Sold	1299480	1.91
				20.03.2020	33276	Sold	1266204	1.87
				27.03.2020	6770	Sold	1259434	1.86
	At the end of the year			31.03.2020			1259434	1.86
6.	INFINA FINANCE PRIVATE LIMITED	1265439	1.86	01.04.2019				
	At the end of the year			31.03.2020			1265439	1.86
7.	SUNDARAM ALTERNATIVE OPPORTUNITIES FUND-NANO CAP	1003411	1.48	01.04.2019				
	At the end of the year			31.03.2020			1003411	1.48
8.	IIFL SPECIAL OPPORTUNITIES FUND	967202	1.42	01.04.2019				
	At the end of the year			31.03.2020			967202	1.42
9.	IIFL SPECIAL OPPORTUNITIES FUND - SERIES 2	674060	0.99	01.04.2019				
	At the end of the year			31.03.2020			674060	0.99
10.	ICICI PRUDENTIAL INFRASTRUCTURE FUND	666131	0.98	01.04.2019				
				05.04.2019	16088	Acquisition	682219	1.00
				19.04.2019	5863	Acquisition	688082	1.01
				26.04.2019	37817	Acquisition	725899	1.07
				03.05.2019	59989	Acquisition	785888	1.16
				10.05.2019	36732	Acquisition	822620	1.21
				17.05.2019	244781	Acquisition	1067401	1.57
				24.05.2019	457881	Acquisition	1525282	2.25
				31.05.2019	123529	Acquisition	1648811	2.43
				07.06.2019	13648	Acquisition	1662459	2.45
				14.06.2019	154761	Acquisition	1817220	2.68
				21.06.2019	165140	Acquisition	1982360	2.92
				28.06.2019	99582	Acquisition	2081942	3.07
				05.07.2019	23714	Acquisition	2105656	3.10
				12.07.2019	115752	Acquisition	2221408	3.27
				19.07.2019	150205	Acquisition	2371613	3.49
				26.07.2019	208264	Acquisition	2579877	3.80
				02.08.2019	141567	Acquisition	2721444	4.01
				09.08.2019	16991	Acquisition	2738435	4.03
				23.08.2019	388965	Acquisition	3127400	4.61

(iv) Shareholding Pattern of Top Ten Shareholders (Contd..)

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

Sr. No.	Name of the Promoters	Shareholding at the beginning of the year (April 01, 2019)		Date	Increase/ (Decrease) in Shareholding	Reason	Cumulative Shareholding during the year (April 01, 2019 to March 31, 2020)	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
				30.08.2019	121286	Acquisition	3248686	4.79
				11.10.2019	21341	Acquisition	3270027	4.82
				18.10.2019	5583	Acquisition	3275610	4.82
				25.10.2019	4946	Acquisition	3280556	4.83
				01.11.2019	14830	Sold	3265726	4.81
				22.11.2019	65722	Acquisition	3331448	4.91
				29.11.2019	21115	Acquisition	3352563	4.94
				29.11.2019	3369	Sold	3349194	4.93
				06.12.2019	4279	Acquisition	3353473	4.94
				13.12.2019	20378	Acquisition	3373851	4.97
				20.03.2020	66609	Acquisition	3440460	5.07
	At the end of the year			31.03.2020			3440460	5.07

(v) Shareholding of Directors and Key Managerial Personnel

Sr. No.	Shareholding of each Director and Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year (April 01, 2019)		Cumulative Shareholding during the year (April 01, 2019 to March 31, 2020)	
				No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
A.	**DIRECTORS**						
1	**Rohit R. Katyal**						
	At the beginning of the year	1-Apr-19		10,816,190^	15.93		
	Changes during the year		No Change				
	At the end of the year	31-Mar-20				10,816,190	15.93
2	**Rahul R. Katyal**						
	At the beginning of the year	1-Apr-19		6,124,930	9.02		
	Changes during the year		No Change				
	At the end of the year	31-Mar-20				6,124,930	9.02
3	**Subir Malhotra**						
	At the beginning of the year	1-Apr-19		2,525,439	3.72		
	Changes during the year		No Change				
	At the end of the year	31-Mar-20				2,525,439	3.72
4	**Arun Vishnu Karambelkar**	NA	NA	Nil	Nil	Nil	Nil
5	**Sumeet Singh Nindrajog**	NA	NA	Nil	Nil	Nil	Nil
6	**Siddharth Deepak Parekh**	NA	NA	Nil	Nil	Nil	Nil
7	**Farah Nathani Menzies**	NA	NA	Nil	Nil	Nil	Nil
8	**Suryakant Balkrishna Mainak (Resigned w.e.f February 15, 2020)**	NA	NA	Nil	Nil	Nil	Nil

(v) Shareholding of Directors and Key Managerial Personnel (Contd..)

Sr. No.	Shareholding of each Director and Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year (April 01, 2019)		Cumulative Shareholding during the year (April 01, 2019 to March 31, 2020)	
				No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
B.	KEY MANAGERIAL PERSONNEL						
1	Rohit R Katyal, Chief Financial Officer						
	At the beginning of the year	1-Apr-19		10,816,190	15.93		
	Changes during the year		No Change				
	At the end of the year	31-Mar-20				10,816,190	15.93
2	Rahul R Katyal, Managing Director						
	At the beginning of the year	1-Apr-19		6,124,930	9.02		
	Changes during the year		No Change				
	At the end of the year	31-Mar-20				6,124,930	9.02
3	Sai Kedar Katkar, Company Secretary (Resigned w.e.f. January 18, 2020)						
	At the beginning of the year	1-Apr-19		60	0.00		
	Changes during the year		No Change				
	At the end of the year	31-Mar-20				60	0.00
4	Saroj Kumar Pati, Chief Executive Officer						
	At the beginning of the year	1-Apr-19		Nil	Nil	Nil	Nil
	Changes during the year		No Change				
	At the end of the year	31-Mar-20	NA	Nil	Nil	Nil	Nil

^Includes 4,512,046 Equity Shares jointly held with Mr. Rahul R. Katyal

V. Indebtedness

Indebtedness of the Company including interest outstanding/accrued but not due for payment:-

(₹ in Crores)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year 2019-20				
i) Principal Amount	273.56	-	-	273.56
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**273.56**	**-**	**-**	**273.56**
Change in Indebtedness during the financial year 2019-20				
- Addition	81.93	6.70	0.91	89.54
- Reduction	(49.38)	(5.71)	-	(55.09)
Net Change	**32.55**	**0.99**	**0.91**	**34.45**
Indebtedness at the end of the financial year 2019-20				
i) Principal Amount	306.11	0.99	0.91	308.01
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i +ii+iii)	**306.11**	**0.99**	**0.91**	**308.01**

VI. Remuneration of Directors and Key Managerial Personnel

A. Remuneration to Managing Director (MD), Executive Directors (ED) and/or Manager:

Sr. No.	Particulars	Mr. Rahul R. Katyal (In ₹)	Mr. Rohit R. Katyal (In ₹)	Mr. Subir Malhotra (In ₹)
1	**Gross salary:**			
a)	Salary as per sec 17(1) of the Income tax Act,1961	94,20,000	97,20,000	86,19,996
b)	Value of perquisites u/s 17(2) Income tax Act,1961	NIL	NIL	NIL
c)	Profits in lieu of salary u/s17(3) Income taxAct,1961	NIL	NIL	NIL
2.	Stock Option	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL
4.	Commission - as % of profit -Others, please specify	NIL	NIL	NIL
5.	Others, pls. specify Arrears	NIL	NIL	NIL
	Total(A)	**94,20,000**	**97,20,000**	**86,19,996**
	Ceiling as per the Act	₹ 11,37,38,570 (Being 11% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013)		

B. Remuneration to other Directors:

Pursuant to approval from the Board of Directors, Non - Executive Independent Directors are paid sitting fees for every Meeting of the Board of Directors and Committee Meetings attended by them, the details of which are as follows for the financial year under review:

Particulars of Remuneration	Non- Executive Independent Directors		
Sitting fees for the meeting of:	**Mr. Suryakant Balkrishna Mainak (Resigned w.e.f. February 15, 2020) (In ₹)**	**Mr. Arun Vishnu Karambelkar (In ₹)**	**Ms. Farah Nathani Menzies (In ₹)**
a) The Board of Directors	2,40,000	2,50,000	2,40,000
b) Committees	1,05,000	90,000	1,20,000
Commission (2018-19) paid in FY 2019-20	3,00,000	3,00,000	3,00,000
Total	6,45,000	6,40,000	6,60,000

Note:

1. Nominee/ investor Directors are not eligible for sitting fees for Meeting/s of any committee / Board of Directors attended by them.

VI. Remuneration of Directors and Key Managerial Personnel (Contd..)

C. Remuneration to Key Managerial Personnel other than Managing Director /Manager /ED:

Sr. No.	Particulars of Remuneration Name/ Designation	Key Managerial Personnel CEO Mr. Saroj Kumar Pati (In ₹)	CS Ms. Sai Kedar Katkar (upto January 18, 2020) (In ₹)	Total (In ₹)
1.	Gross salary:			
a)	Salary as per provisions in sec.17(1)of the Income-tax Act,1961	1,36,53,180	12,76,794	1,49,29,974
b)	Value of perquisites u/s17(2)Income-tax Act,1961	-	-	-
c)	Profits in lieu of salary u/s 17(3)Income-tax Act,1961	Nil	Nil	Nil
2.	Stock Option	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil
4.	Commission	NA	NA	NA
	- as % of profit - others, specify…	NA	NA	NA
	Others, please specify	NA	NA	NA
	TOTAL	**1,36,53,180**	**12,76,794**	**1,49,29,974**

VII. Penalties, Punishment/ Compounding of offences:

There were no penalties/punishment/compounding of offences against the Company, Directors and Officers in Default during the Financial Year ended March 31, 2020.

The suo-moto application made on March 31, 2017 by the Company to the Ministry of Corporate Affairs Registrar of Companies, Mumbai, for compounding of certain offences under Section 42 read with Section 62 and rules made thereunder is pending with Registrar of Companies, Mumbai for Order.

ANNEXURE- VII

DISCLOSURE PURSUANT TO SECTION 134(3)(M) OF THE COMPANIES ACT 2013 READ WITH RULE 8 OF THE COMPANIES (ACCOUNTS), RULES 2014

(A) Conservation of Energy:

Steps taken or impact on conservation of energy	The Company is not required to spend any substantial amount on Conservation of Energy to be disclosed here.
Steps taken by the company for utilizing alternate sources of energy	
Capital investment on energy conservation equipments	

(B) Technology Absorption:

Efforts made towards technology absorption	Considering the nature of activities of the Company, there is no requirement with regard to technology absorption.
Benefits derived like product improvement, cost reduction, product development or import substitution	
In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):	
• Details of technology imported	Nil
• Year of import	Not Applicable
• Whether the technology has been fully absorbed	Not Applicable
• If not fully absorbed, areas where absorption has not taken place, and the reasons thereof	Not Applicable
Expenditure incurred on Research and Development	Nil

(C) Foreign exchange earnings and Outgo:

(₹ in Crores)

Particulars	April 1, 2019 to March 31, 2020	April 1, 2018 to March 31, 2019
Actual Foreign Exchange earnings	NIL	NIL
Actual Foreign Exchange outgo	36.31	50.78

ANNEXURE- VIII

BUSINESS RESPONSIBILITY REPORT (BRR)

As per amended provisions of Regulation 34(2)(f) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, your Company has adopted Business Responsibility Policy at its Board Meeting held on March 30, 2020.

This Policy on Business Responsibility ('BR Policy' or 'Policy') has been in line with the Regulation 34 and other applicable provisions of the Listing Regulations and based on principles enunciated in the National Voluntary Guidelines on Social, Environmental and Economic responsibilities of a Business released by the Ministry of Corporate Affairs, towards conducting business by a company. The key objective of this Policy is to ensure a unified and common approach to the dimensions of Business Responsibility across the Company and act as a strategic driver that will help the Company respond to the complexities and challenges that keep emerging and be abreast with changes in regulations. The Policy is applicable to all Directors and Employees of the Company.

The Company is committed to conduct all its operations, activities and initiatives in a responsible manner that entails efficient utilization of all resources and adoption of forward - looking strategies leading to financial and economic growth, minimizing the environmental footprint and maximizing social and community development, ultimately leading to stakeholder value creation.

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

1.	Corporate Identity Number (CIN) of the Company	L45400MH2012PLC234318
2.	Name of the Company	CAPACIT'E INFRAPROJECTS LIMITED
3.	Registered Address	605-607, Shrikant Chambers, Phase-I, 6th Floor, Adjacent to R. K. Studios, Sion-Trombay Road, Mumbai 400 071, Maharashtra, India
4.	Website	www.capacite.in
5.	Email ID	sustainability@capacite.in
6.	Financial Year Reported	April 01, 2019 to March 31, 2020
7.	Sector (s) that the Company is engaged in (Industrial activity code-wise)	Name and Description of main products/ services: Construction of buildings carried out on own-account basis or on a fee or contract basis NIC code of the product/ service: 4100
8.	List three key products/services that the Company manufactures/provides (as in balance sheet)	1. Construction of Buildings 2. Project related activity/services 3. Engineering services
9.	Total number of locations where business activity is undertaken by the Company i. Number of international locations ii. Number of national locations	NIL The Company has projects located in the 7 states of country, i.e. Maharashtra, Karnataka, Tamil Nadu, Kerala, New Delhi, Telangana, Uttar Pradesh
10.	Markets served by the Company- Local/ State/ National/ International	India

SECTION B: FINANCIAL DETAILS OF THE COMPANY

1. Paid Up Capital (₹)	67,89,14,970
2. Total Turnover (₹)	1,52,874.41 Lakhs
3. Total profit after taxes (₹)	9,091.52 Lakhs
4. Total spending on Corporate Social Responsibility as percentage of profit after tax (%)	₹ 1 Lakhs
5. List of activities in which expenditure in point 4 above has been incurred	During the year under review, the Company has carried out activities related to promoting preventive healthcare.

SECTION C: OTHER DETAILS

1. Does the Company have any subsidiary company/ companies?	Yes, the Company has one wholly owned subsidiary company namely, CIPL-PPSL-Yongnam Joint Venture Constructions Private Limited.
2. Do the subsidiary company/companies participate in the BR initiatives of the parent Company? If yes, then indicate the number of such subsidiary company(s).	At present, the BR initiatives have been undertaken at parent Company level.
5. 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%].	No The Company will promote BR initiatives in its value chain

SECTION D: BR INFORMATION

1. Details of Director/ Directors responsible for BR

a) Details of the Director/Directors responsible for the implementation of BR policy/policies

i. DIN Number: 00252944

ii. Name: Mr. Rohit R. Katyal

iii. Designation: Whole-time Director & CFO

b) Details of the BR Head

i. DIN Number (if applicable): NA

ii. Name: Mr. Saroj Kumar Pati

iii. Designation: Chief Executive Officer

iv. Telephone Number: 022-71733717

v. E-mail ID: sustainability@capacite.in

LIST OF PRINCIPLES:

Principle 1: Businesses should conduct and govern themselves with Ethics, Transparency & Accountability

Principle 2: Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

Principle 3: Businesses should promote the well-being of all employees

Principle 4: Businesses should respect the interests of, and be responsive towards all stakeholders

Principle 5: Businesses should respect and promote human rights

SECTION D: BR INFORMATION

Principle 6: Businesses should respect, protect, and make efforts to restore the environment

Principle 7: Businesses should engage in influencing public and regulatory policy in a responsible manner

Principle 8: Businesses should support inclusive growth and equitable development

Principle 9: Businesses should engage with and provide support customer value

2. Principle-wise (as per National Voluntary Guidelines) BR Policy/policies (reply with YES/ NO)

2a. Details of Compliance:

Sr. No.	Guidelines	P1	P2	P3	P4	P5	P6	P7	P8	P9
1.	Do you have a policy/ policies for	Y	Y	Y	Y	Y	Y	Y	Y	Y
2.	Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
3.	Does the policy confirm to any national / international standards? If yes, specify? (50 words)[1]	Y	Y	Y	Y	Y	Y	Y	Y	Y
4.	Has the policy being approved by the Board? If yes, has it been signed by the MD/ Owner/ CEO/ appropriate Board Director?[2]	Y	Y	Y	Y	Y	Y	Y	Y	Y
5.	Does the company have a specified committee of the Board/ Director/ Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	Y	Y	Y
6.	Indicate the link for the policy to be viewed online?[3]	Y	Y	Y	Y	Y	Y	Y	Y	Y
7.	Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
8.	Does the company have in-house structure to implement the policy/ policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
9.	Does the Company have a grievance redressal mechanism related to the policy/ policies to address stakeholders' grievances related to the policy/ policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
10.	Has the company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	Y	Y	Y	Y	Y	Y	Y	Y	Y

(1)The policies are in compliance with applicable National/ International laws, rules, regulations, guidelines and standards. The policies are in conformance to the the spirit of International standards.

(2) & (3) As per Company practice, the policies that are approved by the Board are posted on the website of the Company www.capacite.in.

SECTION D: BR INFORMATION (Contd..)

2. Principle-wise (as per National Voluntary Guidelines) BR Policy/policies (reply with YES/ NO) (Contd..)

2b. If answer to S. No.1 against any principle, is 'No', please explain why: (Tick up to 2 options)

Sr. No.	Guidelines	P1	P2	P3	P4	P5	P6	P7	P8	P9
1.	The company has not understood the Principles	NOT APPLICABLE								
2.	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles									
3.	The company does not have financial or manpower resources available for the task									
4.	It is planned to be done within next 6 months									
5.	It is planned to be done within the next 1 year									
6.	Any other reason (please specify)									

3. Governance related to BR

Indicate the frequency with which the Board of Directors, committee of the Board or CEO assesses the BR performance of the Company- within 3 months, 3-6 months, annually, more than 1 year	The Company has decided to assess the BR performance annually and as and when required.
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 Company has decided to publish BR Report as a part of Annual Report every year.

SECTION E: PRINCIPLE-WISE PERFORMANCE

Principle 1

Sr. No.	Particulars	Remark
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 No
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.	Nil

SECTION E: PRINCIPLE-WISE PERFORMANCE

Principle 2

Sr. No.	Particulars	Remark
1.	List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.	1. Construction of Buildings 2. Project related activity/services 3. Engineering services The Company designs its products and services in a way that they comply with the mandatorily required standards under the requisite laws. The Company and its contractors make all possible efforts to provide a healthy and safe working environment to their workers at construction sites.
2.	For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product(optional): i. Reduction during sourcing/production/ distribution achieved since the previous year throughout the value chain? ii. Reduction during usage by consumers (energy, water) has been achieved since the previous year?	The Company is not engaged in the business of manufacturing goods and consumer products. The Company however takes necessary steps to ensure efficient use of the raw materials and goods required for execution of the projects including in relation to energy, water, raw material etc.
3.	Does the Company have procedures in place for sustainable sourcing (including transportation)? If yes, what percentages of your inputs were sourced sustainably? Also provide details thereof, in about 50 words or so.	Yes The Company strives to design and construct sustainable Projects which incorporate conservation measures and continuous monitoring of environment. We are always conscious of the need to conserve our resources, especially the ones used by us, therefore, our philosophy is to make efficient use, eliminating waste, recycling and reusing the material to the extent possible without compromising safety. Our first priority is to always use locally available raw materials and labour for our construction activities.
4.	Has the company taken any steps to procure goods and services from local and small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve their capacity and capability of local and small vendors?	Yes. During the execution of the projects awarded to the Company, the Company to the extent possible / permitted under the contracts awarded procures raw materials including bricks, aggregates, sand etc from local & small producers. The Company also utilises the services of locals to the extent possible / permitted under the contracts awarded to it.
5.	Does the Company have a mechanism to recycle products and waste? If yes, what is the percentage of recycling of products and waste (separately as ≤ 5%, 5-10%, ≥10%). Also, provide details thereof, in about 50 words or so	Recycling the product is not applicable as the company is not engaged in manufacturing activities. Hazardous wastes, if any are disposed off as per the statutory provisions

SECTION E: PRINCIPLE-WISE PERFORMANCE (Contd..)

Principle 3

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th colspan="3">Remark</th></tr>
<tr><td>1.</td><td>Please indicate the Total number of employees as on March 31, 2020.</td><td colspan="3">1,785</td></tr>
<tr><td>2.</td><td>Please indicate the Total number of employees hired on temporary/contractual/ casual basis as on March 31, 2020.</td><td colspan="3">Permanent: 1,020
Contractual: 765</td></tr>
<tr><td>3.</td><td>Please indicate the Number of permanent women employees as on March 31, 2020.</td><td colspan="3">46</td></tr>
<tr><td>4.</td><td>Please indicate the Number of permanent employees with disabilities as on March 31, 2020.</td><td colspan="3">NIL</td></tr>
<tr><td>5.</td><td>Do you have an employee association that is recognized by management?</td><td colspan="3">No</td></tr>
<tr><td>6.</td><td>What percentage of your permanent employees are members of this recognised employee association?</td><td colspan="3">Nil</td></tr>
<tr><td>7.</td><td>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</td><td>Category</td><td>No. of complaints filed during the Financial year</td><td>No. of complaints pending as on the end of Financial Year</td></tr>
<tr><td></td><td></td><td>Child Labour/ Forced Labour/ Involuntary Labour</td><td>NIL</td><td>NIL</td></tr>
<tr><td></td><td></td><td>Sexual Harassment</td><td>NIL</td><td>NIL</td></tr>
<tr><td></td><td></td><td>Discriminatory Employment</td><td>NIL</td><td>NIL</td></tr>
<tr><td>8.</td><td>What percentage of your under mentioned employees were given safety and skill up-gradation training in the last year?
• Permanent Employees
• Permanent Women Employees
• Casual/Temporary/Contractual Employees
• Employees with Disabilities</td><td colspan="3">100%</td></tr>
</table>

Principle 4

Sr. No.	Particulars	Remark
1.	Has the company mapped its internal and external stakeholders? Yes/No	Yes
2.	Out of the above, has the company identified the disadvantaged, vulnerable and marginalized stakeholders	Yes
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	As part of corporate social responsibility programme following initiatives are identified and implemented: Education: Renovation/ reconstruction of English School at Rui Village, in Nasik district of Maharashtra, which mainly included renovation of the school building, construction of toilets, provision of infrastructure like benches and black boards, sanitation facilities along with taking care of clean and green environment around the premises

SECTION E: PRINCIPLE-WISE PERFORMANCE (Contd..)

Principle 5

Sr. No.	Particulars	Remark
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 is basically applicable to the Company.
2.	How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management?	Nil

Principle 6

Sr. No.	Particulars	Remark
1.	Does the policy related to Principle 6 cover only the company or extends to the Group/ Joint Ventures/ Suppliers/ Contractors/ NGOs/ others?	The policy is basically applicable 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 addresses issues such as climate change, global warming through conservation of natural resources. To protect the environment hazardous wastes are disposed off as per the statutory provisions
3.	Does the company identify and assess potential environmental risks? Y/N	The company addresses the issues through the Environment, Health and Safety (EHS) Policy and also holds the ISO certification in respect of Environment, Health and Management System
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?	No.
5.	Has the Company undertaken any other initiatives on-clean technology, energy efficiency, renewable energy etc.? Y/N. If yes, please hyperlink for webpage etc.	As part of the project execution the Company has undertaken initiatives relating to clean technology, energy efficiency, renewable energy, etc.
6.	Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?	Yes. Complied to the extent 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.	Nil

SECTION E: PRINCIPLE-WISE PERFORMANCE (Contd..)

Principle 7

Sr. No.	Particulars	Remark
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	No
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)	Whenever Policy guidelines are issued, the company has been providing its suggestions to the Government and above Trade / Chamber Associations. Company officials have also attended seminars / workshops organized by the apex organizations for facilitating views on the policies.

Principle 8

Sr. No.	Particulars	Remark
1.	Does the company has specified programmes/ initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.	Yes, details are mentioned in Annexure III of the Directors' Report.
2.	Are the programmes/projects undertaken through in-house team/own foundation/ external NGO/ government structures/any other organization?	The Company has been implementing various CSR projects through in-house teams.
3.	Have you done any impact assessment of your initiative?	Informal Assessment is done. The expenditure made on CSR activities and the impact of such expenditure is periodically monitored and reviewed by the CSR Committee of the Board.
4.	What is your company's direct contribution to community development projects Amount in INR and the details of the projects undertaken?	Details are mentioned in Annexure III of the Directors' Report.
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	The primary focus of the Company is to promote educational and healthcare facilities to underprivileged, women empowerment and upliftment of weaker sections of the society

SECTION E: PRINCIPLE-WISE PERFORMANCE (Contd..)

Principle 9

Sr. No.	Particulars	Remark
1.	What percentage of customer complaints/consumer cases were pending as on the end of financial year.	The Company has a robust system for addressing customer/ client complaints, if any. As on March 31, 2020, there are no customer complaints pending.
2.	Does the company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A. /Remarks (additional information)	Not Applicable
3.	Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.	No
4.	Did your company carry out any consumer survey/ consumer satisfaction trends?	Not Applicable

For and on behalf of the Board of Directors

Rahul R. Katyal
Managing Director

Date:August 11, 2020
Place:Mumbai

REPORT ON CORPORATE GOVERNANCE

The Board of Directors of the Company present the Company's Report on Corporate Governance for the year ended March 31, 2020 in terms of Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

1. CORPORATE GOVERNANCE PHILOSOPHY:

The Company endeavors not only to meet the statutory requirements in this regard but also to go well beyond them by instituting such systems and procedures as are in accordance with the latest global trends of making management completely transparent and institutionally sound.

Your Company has always believed in the concept of good Corporate Governance involving transparency, empowerment, accountability and integrity with a view to enhance stakeholders' value. The Company has professionals on its Board who are actively involved in the deliberations of the Board on all important policy matters. Your Company has adopted various codes and policies to carry out duties and functions in a most ethical and compliant manner and some of them are:

i. Vigil mechanism policy;

ii. Policy for consideration and approval of related party transactions;

iii. Code of conduct for Regulating, Monitoring and Reporting of Insider Trading;

iv. Policy for determining material subsidiaries;

v. Code of practices and procedures for fair disclosure of unpublished price sensitive information;

vi. Corporate social responsibility policy;

vii. Risk management policy;

viii. Policy for determination of materiality of event/ information;

ix. Archival policy; and

x. Policy on preservation of documents.

xi. Familiarisation Programme for Independent Directors

xii. Business Responsibility Policy

2. MEETINGS OF THE BOARD OF DIRECTORS:

The Board meeting is conducted at least once in every quarter to discuss the performance of the Company and its Quarterly Financial Results, along with other Corporate matters. The Board also meets to consider other business(es), whenever required, from time to time. Agenda of the business(es) to be transacted at the Board Meeting along with explanatory notes thereto are drafted and circulated to the Board of Directors of the Company. The Company always ensures that Board members are presented with all the relevant information on vital matters affecting the working of the Company including the information as inter-alia specified under Part A of Schedule II of Regulation 17(7) of the Listing Regulations. Every Board Member is free to suggest the inclusion of any item on the agenda and hold due discussions thereto.

Our Board has Seven Directors, headed by the Chairman who is Non-Executive Independent Director. Further, your Company has two Independent Directors on the Board, in addition to three Executive Directors and two Non-Executive Directors. In compliance with the provisions of the Act at least two-third of our Directors, other than our Independent Directors, are liable to retire by rotation.

The Chairman of the Board is a Non-Executive Director and more than one-half of the total number of Directors comprised of Non-Executive Directors.

The Board of Directors met 7 times during the year 2019-20:

May 13, 2019	July 19, 2019	August 08, 2019	September 26, 2019
November 08, 2019	February 10, 2020	March 30, 2020	

Name of other listed entities where Directors of the Company are Director and the category of Directorship:

Sr. No.	Name of Director	Name of listed entities in which the concerned Director is a Director	Category of Directorship
Not Applicable			

The composition of the Board of Directors, their attendance at Board meeting, last Annual General Meeting, number of other Directorship, committee membership and Chairmanship are as under

Name of Director	Category	No. of Board Meeting Attended	Attendance at Last AGM held on August 28, 2019	Directorship in Other Public Companies	No. of Committee Positions held in Other Public Companies
Mr. Arun Vishnu Karambelkar (DIN: 02151606)	Chairman and Non-Executive Independent Director	7	Yes	1	Nil
Mr. Rahul R. Katyal (DIN: 00253046)	Managing Director	5	Yes	Nil	Nil
Mr. Subir Malhotra (DIN:05190208)	Executive Director	5	Yes	Nil	Nil
Mr. Rohit R. Katyal (DIN: 00252944)	Executive Director & Chief Financial Officer	7	Yes	Nil	Nil
Mr. Suryakant Balkrishna Mainak (Resigned w.e.f. February 15, 2020) (DIN: 02531129)	Non- Executive Independent Director	6	Yes	Nil	Nil
Ms. Farah Nathani Menzies (DIN: 06610782)	Non- Executive Independent Director	6	Yes	Nil	Nil
Mr. Sumeet S. Nindrajog (DIN: 00182873)	Non-Executive Non Independent Director	6	Yes	1	Nil
Mr. Siddharth D. Parekh (DIN: 06945508)	Non-Executive Non Independent Director	5	Yes	2	Nil

Notes:

#In accordance with Regulation 26 of the Listing Regulations, Chairmanships / Memberships of Board Committees include only Audit Committee and Stakeholders' Relationship Committee of public limited companies (listed &Unlisted) only.

Mr. Suryakant Balkrishna Mainak, who was Chairman of the Board and Non-Executive Independent Director resigned from the post of directorship with effect from February 15, 2020, due to which the composition of Board of Directors with respect to Independent Directors was changed.

The composition of Board of Directors with respect to Independent Directors was required to be rectified before 15th May 2020 as per regulation 25(6) of SEBI (LODR) Regulations, 2015.

However, due to COVID-19 outbreak and subsequent declaration of country wide lockdown by Government of India, the Company was not able to fill vacancy within the prescribed timelines and had sought extension of time from the National Stock Exchange of India to ensure compliance with the SEBI (LODR) Regulations, 2015.

The Board of Directors on recommendation of Nomination and Remuneration Committee had appointed Dr. Manjushree Ghodke (DIN: 07147784) as an Additional Director (Non-Executive, Independent) of the Company in their meeting held on August 11, 2020.

None of the Directors are related to each other except Mr. Rahul R. Katyal and Mr. Rohit R. Katyal who are brothers.

None of the Directors on the Board serve as an Independent Director in more than seven listed companies. Further, there are no Directors on the Board of the Company, who serve as Whole-time Directors with any other listed company.

No Director is a member of more than ten Committees or acts as the Chairman of more than five Committees across all companies in which he or she is a member.

None of the Non-Executive Directors hold any shares of the Company.

Confirmation that in the opinion of the board, the independent directors fulfil the conditions specified in these regulations and are independent of the management:

The Board hereby confirm that the Independent Directors fulfill the conditions specified in regulations an are independent of the management.

The Board comprises of highly qualified members who possess required skills, expertise and competence that allow them to make effective contributions to the Board and its committee.

The core skills/ expertise/ competencies required in the Board in the context of the Company's businesses and sectors functioning effectively as identified by the Board of Directors of the Company are tabulated below:

List of core Skills/ Expertise/ Competencies of the Board of Directors:

Name of Director	BROAD PARAMETERS (Core Skills/ Expertise/ Competencies)							
	Financial & Accounting knowledge	Strategic Expertise	Risk Governance	Legal & Corporate Governance expertise	Construction Skills	Management Skills	Sustainability & CSR	Quality & Safety
Mr. Arun Vishnu Karambelkar Chairman & Non-Executive Independent Director	√	√	√	√	√	√	√	√
Mr. Rahul R. Katyal, Managing Director	√	√	√	√	√	√	√	√
Mr. Rohit R. Katyal, Executive Director	√	√	√	√	√	√	√	√
Mr. Subir Malhotra, Executive Director	√	√	√	√	√	√	√	√
Ms. Farah Nathani Menzies, Non-Executive Independent Director	√	√	√	_	_	√	√	_
Mr. Siddharth Deepak Parekh, Non-Executive Director	√	√	√	√	_	√	√	_
Mr. Sumeet S. Nindrajog, Non-Executive Director	√	√	√	√	_	√	√	_

Detailed reasons for the resignation of an independent director who resigns before the expiry of his tenure along with a confirmation by such director that there are no other material reasons other than those provided:

During the year under review, Mr. Suryakant Balkrishna Mainak (DIN: 002531129), who was the Non-Executive Independent Director of the Company has resigned with effect from February 15, 2020 due to some personal reasons, where he has also confirmed in his resignation letter that there was no other material reason other than the one he has mentioned therein.

Independent Directors' Meeting:

In accordance with the provisions of Schedule IV (Code for Independent Directors) of the Act and Regulation 25(3) of SEBI Listing Regulations, 2015, a meeting of Independent Directors was held on February 10, 2020 without the attendance of Non-Independent Directors and members of the Management.

3. AUDIT COMMITTEE:

The Audit Committee of the Company has been constituted in accordance with the provisions of Regulation 18 of Listing Regulations and the provisions of Section 177 of the Act. All the Members of the Audit Committee are financially literate and capable of analysing Financial Statements of the Company.

During financial year 2019-20 the Audit Committee met 7 times.

The details of composition of members and attendance at the Audit Committee Meetings are as follows:

Name of the Members	Designation in the Committee	Directorship	Particulars of attendance	
			No. of meetings held during the Members' Tenure	No. of meetings attended by the Member
Arun Vishnu Karambelkar	Chairperson (w.e.f.March 30,2020)	Non-Executive Independent Director	6	6
Suryakant Balkrishna Mainak	Chairperson (upto February 15, 2020)	Non-Executive Independent Director	6	6
Farah Nathani Menzies	Member	Non-Executive Independent Director	7	6
Sumeet S. Nindrajog	Member	Non- Executive Non- Independent Dierctor	7	6

All the members of the Audit Committee are financially literate and possess necessary expertise in finance and accounting. The Audit Committee meetings are usually attended by the Managing Director, Executive Directors & CFO, and Accounts Head. The Company Secretary is the Secretary of the Committee. The Statutory Auditors and Internal Auditors are also invited to attend the Meetings.

All the recommendations of the Audit Committee have been accepted by the Board of Directors.

Dates on which Meetings of Audit Committee was held during Financial Year 2019-20

May 13, 2019	July 19, 2019	August 08, 2019	September 26, 2019
November 08, 2019	February 10, 2020	March 30, 2020	

Terms of Reference:

The terms of reference of the Audit Committee are in accordance with the provisions of Section 177 of the Act and Regulation 18 with Part C of Schedule II to the Listing Regulations.

The role of the audit committee shall include the following:

(i) Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

(ii) Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;

(iii) Approval of payment to statutory auditors for any other services rendered by the statutory auditors;

(iv) Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:

(a) matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Act;

(b) changes, if any, in accounting policies and practices and reasons for the same;

(c) major accounting entries involving estimates based on the exercise of judgment by management;

(d) significant adjustments made in the financial statements arising out of audit findings;

(e) compliance with listing and other legal requirements relating to financial statements;

(f) disclosure of any related party transactions; and

(g) modified opinion(s) in the draft audit report.

(v) Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;

(vi) Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;

(vii) Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;

(viii) Approval or any subsequent modification of transactions of the Company with related parties;

(ix) Scrutiny of inter-corporate loans and investments;

(x) Valuation of undertakings or assets of the Company, wherever it is necessary;

(xi) Evaluation of internal financial controls and risk management systems;

(xii) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

(xiii) Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

(xiv) Discussion with internal auditors of any significant findings and follow up there on;

(xv) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;

(xvi) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

(xvii) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

(xviii) To review the functioning of the whistle blower mechanism;

(xix) Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate; and

(xx) Carrying out any other function as is mentioned in the terms of reference of the audit committee.

(xxi) reviewing the utilization of loans and/ or advances from/ investment by the holding company in the subsidiary exceeding rupees 100 Crores or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.

Further, the Audit Committee shall mandatorily review the following information:

1. management discussion and analysis of financial condition and results of operations;

2. statement of significant related party transactions (as defined by the audit committee), submitted by management;

3. management letters / letters of internal control weaknesses issued by the statutory auditors;

4. internal audit reports relating to internal control weaknesses; and

5. appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.

6. statement of deviations:

   a. quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).

b. annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

4. NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee has been constituted in accordance with the provisions of Regulation 19 of Listing Regulations and the provisions of Section 178 of the Act. The Nomination and Remuneration Committee recommends the nomination of Directors, and carries out evaluation of performance of individual Directors.

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management and their remuneration and for performance evaluation of Independent Directors.

During financial year 2019-20, the Nomination and Remuneration Committee met 1 time.

The details of composition of members and attendance at the Nomination and Remuneration Committee Meeting are as follows:

Name of the Members	Designation in the Committee	Directorship	Particulars of attendance	
			No. of meetings held during the Members' Tenure	No. of meetings attended by the Member
Farah Nathani Menzies	Chairperson	Non-Executive Independent Director	1	1
Suryakant Balkrishna Mainak	Member (upto February 15, 2020)	Non-Executive Independent Director	1	1
Sumeet S. Nindrajog	Member	Non-Executive Non Independent Director	1	1
Arun Vishnu Karambelkar	Member	Non-Executive Independent Director	0	0

During the Financial Year 2019-20, the Nomination and Remuneration Committee Meeting held on May 13, 2019.

Terms of Reference:

The terms of reference of the Nomination and Remuneration Committee (NRC) are in accordance with the provisions of Section 178 of the Act and Regulation 19 with Part D(A) of Schedule II to the Listing Regulations.

The terms of reference of the Nomination and Remuneration Committee are as follows:

(i) formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;

(ii) formulation of criteria for evaluation of performance of independent directors and the board of directors;

(iii) devising a policy on diversity of board of directors;

(iv) identifying 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 of directors their appointment and removal; and

(v) whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

(vi) Recommend to the board, all remuneration, in whatever form, payable to Senior management.

Performance Evaluation:

In compliance with the provisions of the Companies Act, 2013 and Regulation 19 read with Part D of Schedule II of the Listing Regulations, the Annual Performance Evaluation was carried out for the financial year 2019-20, by the Board of Directors in respect of its own performance, the board & its committees and performance of Independent Directors on the basis of their role and responsibilities, effective participation in the Board and Committee meetings, expertise, skills and exercise of independent judgment in major decisions of the Company.

A structured questionnaire covering various aspects of the Boards' functioning such as adequacy of the composition of the Board and its committees, Board culture, execution and performance of specific duties, obligations and governance, etc was prepared.

The Company also conducts familiarisation programme to Independent Directors covering business overview, project site visits, operational updates & such other matters which can be accessed at the website of the Company.

5. REMUNERATION OF DIRECTORS:

a) All Pecuniary relationship or transactions of the Non- Executive Directors:

There is no pecuniary relationship or transactions of the Non-Executive Directors vis-à-vis the Company. The Non-Executive Independent Directors of the Company are paid sitting fees, due to their responsibilities, and professional expertise and knowledge they bring across. The details of sitting fees and commission paid during the financial year 2019-20 are as under:

(in ₹)

Particulars	Mr. Suryakant Balkrishna Mainak (Resigned w.e.f. February 15, 2020)	Ms. Farah Nathani Menzies	Mr. Arun Vishnu Karambelkar
Sitting fees for the Board Meetings	2,40,000	2,40,000	2,50,000
Sitting fees the Committee Meetings	1,05,000	1,20,000	90,000
Commission (FY 2018-19) paid in FY 2019-20	3,00,000	3,00,000	3,00,000
Others, please specify	-	-	-
Total	**6,45,000**	**6,60,000**	**6,40,000**

b) Managing Director & Executive Directors:

During the year, Company has paid remuneration to its Executive Directors by way of salary and perquisites, within the limits stipulated under the Act and as per the approval sought from the shareholders of the Company. The details of remuneration paid to the Executive Directors of the Company during the Financial Year 2019-20 are as under:

Name	Designation	Gross Remuneration (in ₹)				
		Basic Salary	Contribution to Provident Fund	Perquisites	Variable	Total
Mr. Rohit R. Katyal	Executive Director & CFO	97,20,000	NA	-	-	97,20,000
Mr. Rahul R. Katyal	Managing Director	94,20,000	NA	-	-	94,20,000
Mr. Subir Malhotra	Executive Director	86,19,996	NA	-	-	86,19,996

The performance criteria of the above-mentioned Directors are laid down by the Nomination and Remuneration Committee in accordance with the Nomination and Remuneration Policy of the Company.

6. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

The Stakeholders' Relationship Committee of the Board has been constituted in accordance with the provisions of Regulation 20 of Listing Regulations and the provisions of Section 178 of the Act. This Committee deals with stakeholder relations and grievances raised by the investors in a timely and effective manner and to the satisfaction of investors.

The details of composition of members and attendance at the Stakeholders Relationship Committee Meeting are as follows:

Name of the Members	Designation in the Committee	Directorship	Particulars of attendance	
			No. of meetings held during the Members' Tenure	No. of meetings attended by the Member
Sumeet S. Nindrajog	Chairperson	Non-Executive Non Independent Director	1	1
Rohit R. Katyal	Member	Executive Director and Chief Financial Officer	1	1
Suryakant Balkrishna Mainak	Member (upto February 15, 2020)	Non - Executive Independent Director	1	1
Arun Vishnu Karambelkar	Member	Non - Executive Independent Director	0	0

During financial year 2019-20, the Stakeholders Relationship Committee Meeting was held on February 10, 2020.

Terms of Reference:

The terms of reference of the Stakeholders Relationship Committee (SRC) are in compliance with the provisions of Section as mentioned in Section 178(5) of the Act and Regulation 20 with Part D(B) of Schedule II to the Listing Regulations.

The terms of reference of SRC, inter-alia are as follows:

(i) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.

(ii) Review of measures taken for effective exercise of voting rights by shareholders.

(iii) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.

(iv) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

Investor Grievance Redressal:

The details of investor complaints received / redressed to the satisfaction of investors during the financial year are as under:

Complaints as on April 01, 2019	Received during the year	Resolved during the year	Pending as on March 31, 2020
Nil	42	42	Nil

7. RISK MANAGEMENT COMMITTEE:

The Risk Management Committee of the Company has been constituted in accordance with the provisions of Regulation 21 of the Listing Regulations.

The Board of the Company has constituted a Risk Management Committee to frame, implement and monitor the Risk Management Plan for the Company. The Committee is responsible for reviewing the Risk Management Plan and ensuring its effectiveness. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

The composition of the Risk Management Committee and the details of the meetings attended by its members during the financial year are as under:

Name of the Members	Designation in the Committee	Directorship	Particulars of attendance	
			No. of meetings held during the Members' Tenure	No. of meetings attended by the Member
Rahul R. Katyal	Chairman	Managing Director	1	1
Rohit R. Katyal	Member	Executive Director and Chief Financial Officer	1	1
Subir Malhotra	Member	Executive Director	1	1
Sumeet S. Nindrajog	Member	Non - Executive Non Independent Director	1	1
Suryakant Balkrishna Mainak	Member (upto February 15, 2020)	Non-Executive Independent Director	1	1
Arun Vishnu Karambelkar	Member	Non-Executive Independent Director	1	1

During financial year 2019-20, the Risk Management Committee Meeting was held on February 10, 2020.

Terms of Reference:

The terms of reference of the Risk Management Committee were adopted by the Board and are as follows:

(i) framing, implementing, reviewing and monitoring the risk management plan for the Company;

(ii) laying down risk assessment and minimization procedures and the procedures to inform Board of the same;

(iii) oversight of the risk management policy/ enterprise risk management framework (identification, impact assessment, monitoring, mitigation and reporting);

(iv) review key strategic risks at domestic/international, macro-economic & sectoral level (including market, competition, political and reputational issues);

(v) review significant operational risks; and

(vi) performing such other activities as may be delegated by the Board of Directors or specified/ provided under the Act and the rules made thereunder, as amended, or by the Listing Regulations or statutorily prescribed under any other law or by any other regulatory authority.

8. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

The Corporate Social Responsibility (CSR) Committee has been constituted by the Board in compliance with the requirements of Section 135 of the Act.

The composition of the CSR Committee and the details of the meetings attended by its members during the financial year are as under:

Name of the Members	Designation in the Committee	Directorship	Particulars of attendance	
			No. of meetings held during the Members' Tenure	No. of meetings attended by the Member
Rohit R. Katyal	Chairman	Executive Director and Chief Financial Officer	1	1
Sumeet S. Nindrajog	Member	Non - Executive Non Independent Director	1	1
Farah Nathani Menzies	Member	Non-Executive Independent Director	1	0
Suryakant Balkrishna Mainak	Member (Upto February 15, 2020)	Non-Executive Independent Director	1	1
Arun Vishnu Karambelkar	Member	Non-Executive Independent Director	0	0

During financial year 2019-20, the CSR Committee Meeting was held on July 19, 2019.

Terms of Reference:

The terms of reference of the CSR Committee are:

(i) recommend the CSR Policy to the Board;

(ii) identify suitable projects/activities which may be undertaken by the Company for CSR;

(iii) recommend to the Board CSR Activities to be undertaken along with detailed plan, modalities of execution, implementation schedule, monitoring process and amount to be incurred on such activities;

(iv) monitor the CSR Policy of the Company from time to time;

(v) ensure compliance of CSR Policy and the Rules;

(vi) such other functions as may be delegated and/or assigned by the Board from time to time.

The Board has adopted the CSR Policy as formulated and recommended by the Committee. The CSR Policy is available on the website of the Company at www.capacite.in

The Annual Report on CSR activities for the financial year 2019-20 forms part of the Board's Report.

9. OTHER COMMITTEES OF THE BOARD:

In addition to committees of the Board in accordance with the Listing Regulations mentioned above, the following committee have been constituted by our Board:

1) Finance Committee

10. GENERAL BODY MEETINGS:

The details of Annual General Meetings convened during the last three years are as follows:

Name of the Members	Designation in the Committee	Directorship	Special Resolutions Passed
2018-19	Grand Hall, The Acres Club, 411-B, Opp. Bhakti Bhawan, Hemu Kalani Marg, Chembur East, Mumbai – 400071	August 28, 2019, Wednesday at 11: 30 A.M	1. Fund raising for issue of shares 2. Borrowings by the Company and delegation to the board thereto. 3. Mortgage and/ or create charge on any of the assets of the Company.
2017-18	Emerald Hall, The Acres Club, 411-B, Opp. Bhakti Bhawan, Hemu Kalani Marg, Chembur East, Mumbai – 400071	September 03, 2018, Monday at 11.30 A.M.	1. Alteration of Articles of Association of the Company
2016-17	605-607, Shrikant Chambers, Phase-I, 6th Floor, Adjacent to R. K. Studios, Sion-Trombay Road, Mumbai 400 071, Maharashtra, India	June 30, 2017, Friday at 10:00 A.M.	Nil

No Extra-Ordinary General Meeting was held in the Financial Year under review.

Details of special resolutions passed through Postal Ballots:

During the financial year 2019-20, no Special Resolution has been passed by conducting Postal Ballot. There is no special resolution proposed to be passed by way of Postal Ballot till the date of ensuing Annual General Meeting of the Company.

11. MEANS OF COMMUNICATION

Name of the Members	Designation in the Committee
Quarterly Results	The Company communicates to the Stock Exchanges about the quarterly financial results within 30 minutes after the Board approves the same in the respective Board Meeting. The results are usually published in (Financial Express) English newspaper having country-wide circulation and in (Tarun Bharat) Marathi newspaper. Considering of unprecedented situation of COVID-19 and relaxation provided by SEBI, Company has not published newspaper advertisement for announcement of audited financial results (Standalone and Consolidated) for the year ended March 31, 2020. These results are also available on the Company's website at http://www.capacite.in
Website	All the information and disclosures required to be disseminated as per Regulation 46(2) of the Listing Regulations and the Act are being posted at Company's website at http://www.capacite.in
The official news, releases and presentations to the institutional investors or analysts, if made are disseminated to the Stock Exchange at www.nseindia.com and www.bseindia.com and the same is also uploaded on the website of the Company at http://www.capacite.in within time stipulated under relevant regulations.	
Designated E-mail address for investor services	To serve the investors better and as required under Listing Regulations, the designated e-mail address for investors complaints is compliance@capacite.in

12. GENERAL SHAREHOLDER INFORMATION:

I	AGM Date, Time and Venue	Date : September 25, 2020 Time: 11:30 AM Venue: The Company is conducting meeting through Video Conferencing (VC) /Other Audio Visual Means (OAVM) pursuant to the General Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020 issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/ CFD/ CMD1/ CIR/P/ 2020/79 dated 12th May 2020 issued by the Securities and Exchange Board of India ("SEBI Circular")
II	Financial Year	April 1, 2019 to March 31, 2020
III	Book Closure Date	September 18, 2020 to September 25, 2020 (Both days inclusive).
IV	Dividend Payment Date	During the year ended 31 March, 2020, the Company has not declared any dividend to its shareholders.
V	Registered Office	605-607, Shrikant Chambers, Phase-I, 6th Floor, Adjacent to R. K. Studios, Sion-Trombay Road, Mumbai 400 071, Maharashtra, India
VI	Corporate Office	605-607, Shrikant Chambers, Phase-I, 6th Floor, Adjacent to R. K. Studios, Sion-Trombay Road, Mumbai 400 071, Maharashtra, India
VII	Name and Address of Stock Exchanges where Company's securities are listed along with Stock Code	i) BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Scrip Code: 540710 ii) National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051 Trading Symbol – CAPACITE
VIII	Listing fees	Payment of the Annual Listing fees for the Financial Year 2020-21 is made to BSE Limited and National Stock Exchange of India Limited, where the equity shares of the Company are listed within prescribed time.
IX	Share Registrar and Transfer Agents	KFin Technologies Private Limited (formerly known as "Karvy Fintech Private Limited") Add: Selenium, Tower B, Plot No.- 31&32, Gachibowli Financial District, Nanakramguda, Hyderabad 500 032 Telangana, India Tel: 040-67162222, 040-33211000 Fax: 040-23431551 Website: www.kfintech.com Investor query registration: einward.ris@kfintech.com
X	Company Secretary & Compliance Officer	Ms. Sai Kedar Katkar : Upto January 18, 2020 Ms.Varsha Malkani : From July 15, 2020

XI. Market Price Data:

The high and low share prices and volumes at BSE and NSE for the financial year 2019-20 are as under:

Month	NSE			BSE		
	High (₹)	Low (₹)	Volume (No.)	High (₹)	Low (₹)	Volume (No.)
Apr-19	244.95	224.15	8,68,012	250.00	225.00	1,43,808
May-19	279.50	220.00	21,94,788	280.15	219.25	1,60,234
Jun-19	276.40	257.95	8,76,604	295.00	255.00	70,599
Jul-19	284.40	232.80	12,92,086	284.05	232.30	1,07,081
Aug-19	235.50	155.65	45,21,884	235.20	156.00	5,04,822
Sep-19	223.15	192.55	12,50,050	224.00	193.00	1,32,216
Oct-19	222.00	184.65	5,57,777	220.00	186.35	1,02,611
Nov-19	239.00	195.10	13,85,878	246.00	196.00	2,31,081
Dec-19	210.80	168.00	7,14,879	211.00	168.15	1,56,733
Jan-20	217.85	181.35	18,94,185	217.95	182.15	2,01,640
Feb-20	199.95	156.10	15,90,887	204.00	159.65	5,71,740
Mar-20	167.00	71.00	11,01,095	166.00	71.10	1,20,699

Period	NSE		SENSEX		BSE		NIFTY	
	High (₹)	Low (₹)	High	Low	High (₹)	Low (₹)	High	Low
From April 01, 2019 to March 31, 2020	284.40	71.00	41,952.63	25,981.24	295.00	71.10	12,362.30	7,610.25

[Source: This information is compiled from the data available on the websites of BSE and NSE]

XII. Registrar and Share Transfer Agent:

Nomination Facility:

Shareholders who hold shares in physical form and wish to make/ change a nomination in respect of their shares in the Company, as permitted under Section 72 of the Act, may submit request to Registrar and Transfer Agent (RTA) in the prescribed Forms SH-13/SH-14.

Share Transfer System:

Share transfers, dividend payments and all other investor related activities are attended to and processed at the office of the Company's Registrar and Share Transfer Agent. For lodgement of transfer deeds and any other documents or for any grievances/complaints, kindly contact any of the offices of Registrar & Transfer Agent, KFin Technologies Private Limited which are open from 10.00 a.m. to 3.30 p.m. between Monday to Friday (except on bank holidays).

Share Transfer Physical System:

Shares in physical form should be lodged for transfer at the office of the Company's Registrar & Transfer Agent, KFin Technologies Private Limited at their branch offices at the addresses mentioned in the Corporate Information. The transfers are processed, if technically found it to be in order and complete in all respects.

As per directives issued by SEBI, it is compulsory to trade in the equity shares of the Company in dematerialized form only.

XIII. Distribution of Shareholding:

Distribution of shareholding of shares of your Company as on March 31, 2020 is as follows:

Sr. No.	Category (Shares)	No.of Holders	% To Holders	No.of Shares	% To Equity
1.	1-5000	46,609	99.55	61,28,564	9.03
2.	5001-10000	77	0.16	5,70,008	0.84
3.	10001-20000	48	0.10	7,08,821	1.04
4.	20001-30000	22	0.05	5,48,268	0.81
5.	30001-40000	9	0.02	3,10,923	0.46
6.	40001-50000	9	0.02	3,97,318	0.59
7.	50001-100000	10	0.02	6,93,847	1.02
8.	100001 and above	38	0.08	5,85,33,748	86.22
	TOTAL	**46,822**	**100.00**	**6,78,91,497**	**100.00**

XIV. Categories of Shareholders:

Categories of Shareholders and break-up of shareholding as on March 31, 2020 is as follows:

Category	No. of Shareholders	Total number of shares held	% of total Equity
Promoter & Promoter Group	7	29,728,846	43.79
Bodies Corporates	230	85,80,634	12.64
Resident individuals	45,224	86,27,675	12.71
Alternative Investment Fund	7	93,44,167	13.76
Foreign Portfolio Investors	29	38,86,342	5.72
Mutual Funds	3	69,52,002	10.24
Non- Resident Indians	468	3,16,718	0.47
Banks/ Financial Institutional	1	3,30,428	0.49
Clearing Members	50	37,176	0.05
Non-Resident Indian Non Repatriable	176	85,566	0.13
Foreign Nationals	5	1,943	0.00
TOTAL	**46,200**	**6,78,91,497**	**100.00**

XV. Dematerialisation of Shares and Liquidity:

The Company has established connectivity with Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL) for dematerialisation of shares and the same are available in electronic segment under ISIN INE264T01014.

As on March 31, 2020, 6,78,91,490 Equity Shares out of 6,78,91,497 Equity Shares were in electronic form. The shares of the Company are regularly traded at both the Stock Exchanges where they are listed, which ensure the necessary liquidity to shareholders

Physical/ Demat Shares as on March 31, 2020	No. of Shares	% of Total Issued Capital
Shares held in dematerialised form in CDSL	3,39,91,303	50.07
Shares held in dematerialised form in NSDL	3,39,00,187	49.93
No. of Physical Shares	7	0.00
Total	**6,78,91,497**	**100.00**

XVI. Outstanding GDRs/ ADRs/ Warrants or any Convertible Instruments, conversion date and likely impact on equity:

There are no GDRs/ADRs/ Warrants or any Convertible Instruments pending conversion or any other instruments which can have an impact on the equity share capital of the Company.

XVII. Foreign Exchange risk and Hedging activities:

The Company has taken suitable steps from time to time for protecting it against foreign exchange risk(s). The Company does not enter into hedging activities.

XVIII. Address for Correspondence:

Company's Registrar and Share Transfer Agent Address:	Registered Office Address:
Selenium, Tower B, Plot No.- 31&32, Gachibowli Financial District, Nanakramguda, Hyderabad 500 032 Telangana, India	605-607, Shrikant Chambers, Phase – I, 6th Floor, Adjacent to R K Studios, Sion-Trombay Road, Mumbai – 400 071, Maharashtra, India
Tel: 040-67162222, 040-33211000 Fax: 040-23431551 Email: einward.ris@kfintech.com Website: www.kfintech.com	Tel: +91- 22- 71733717, Fax: +91- 22- 71733733 Email: compliance@capacite.in Website: www.capacite.in

XIX. Green Initiative:

In commitment to keep in line with the 'Green Initiative' undertaken by the Ministry of Corporate Affairs, Government of India, enabling electronic delivery of documents including the Annual Report to shareholders at their e-mail address registered with the Depository Participant (DPs) and Registrar and Transfer Agent (RTA).

Shareholders who have not registered their e-mail addresses and who hold shares in physical form are requested to register their e-mail address with their concerned DPs and RTA respectively.

Pursuant to the MCA Circulars and SEBI Circular, in view of the prevailing situation, owing to the difficulties involved in dispatching of physical copies of the Notice of the 8th AGM and the Annual Report for the financial year 2019-20, are being sent only by email to the Members. Members may note that this Notice and Annual Report 2019-20 will be available on the Company's website www.capacite.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of KFin at https://evoting.kfintech.com.

Other Disclosures:

A. Disclosures on Materially Significant Related Party Transactions that may have potential conflict with the interests of the Company:

During the year, the Company entered into agreements / contracts with its Group Companies with the prior approval granted by the Audit Committee and Board of Directors at their respective meetings. All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and at an arm's length basis.

During the year, the Company had not entered into any contract/ arrangement / transaction with related parties, which could be considered material in accordance with the policy of the Company on materiality of related party transactions. None of the transactions with any of related parties were in conflict with the Company's interest.

B. Details of Non-Compliance/s, if any, by the Company, Penalties imposed on the Company by Stock Exchange(s) or the Board or any Statutory Authority, on any matter related to capital markets during the last three years:

There are no such instances of non-compliances by the Company. No penalties were imposed on the Company by the Stock Exchange(s) or SEBI or any Statutory Authority on any matter related to capital markets.

C. Vigil Mechanism :

The Company has formulated Vigil Mechanism Policy, pursuant to which the Director(s) and employee(s) of the Company (including their representative bodies, if any) have open access to the Authorised Persons/ Committee member, as the case may be, and also to the Chairman of Audit Committee, whenever exceptionally required, in connection with any grievance, which is concerned with unethical behavior, frauds and other illegitimate activities, activities prejudicial to or not in best interest of the Company either carried out or suspected to be carried out by any Director/s, employee (s), group of employees of Company. The Vigil Mechanism Policy adopted by the Company is available on the website of the Company www.capacite.in

The Company and/or Chairman of the Audit Committee did not receive any complaint covered under vigil mechanism from any Director and/or employee during the financial year 2019-20.

D. Policy for determining 'Material' Subsidiaries:

The Company has formulated a policy for determining material subsidiaries in terms of the Listing Regulations which is available on the website of the Company www.capacite.in.

The Audit Committee reviews the financial statements and in particular, the investments made by the unlisted subsidiary companies. The minutes of the Board meetings of the subsidiaries are placed at the meeting of the Board of Directors of the Company. The management of the unlisted subsidiary periodically brings to the notice of the Board of Directors of the Company a statement of all significant transactions and arrangements entered into by the unlisted subsidiary, if any.

E. Policy on Materiality and dealing with Related Party Transactions:

The Company has formulated the policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions in the Board Meeting held on March 08, 2017 and further reviewed and amended the same in the Board Meeting held on February 10, 2020 on the recommendation of Audit Committee in line with the requirements of Regulation 23 of the Listing Regulations and as per the provisions of Section 177 and 188 of the Act read with Rules framed thereunder. The amended Policy has been available on the website of the Company i.e. www.capacite.in.

F. Insider Trading Regulations :

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015, and amendments thereto applicable with effect from April 1, 2019 the Company has adopted revised Code of conduct for insider trading, revised Code for fair disclosure of Unpublished Price Sensitive Information and Policy and procedures for inquiry in case of leakage or suspected leakage of unpublished price sensitive information which is available on the website of the Company www.capacite.in.

G. There was no funds raised during the year under review through private placement/s, preferential allotment or qualified institutions placement as specified under Regulation 32 (7A).

H. All the Directors of the Company have submitted declarations that they are not 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 statutory authority. A Company Secretary in practice has submitted a Certificate to this effect.

I. During the year under review, the Board has accepted all recommendations of the Audit Committee.

Provided that the clause shall only apply where recommendation of / submission by the committee is required for the approval of the Board of Directors and shall not apply where prior approval of the relevant committee is required for undertaking any transaction under these Regulations.

J. Professional fees to Statutory Auditors:

Professional fees, on consolidated basis, for all services availed by the Company, from the Statutory Auditors and entities or firms within the network of the Statutory Auditors, are as follows:

Sr. No.	Particulars of services	Professional fees during FY2019-20 (₹ in Crores)
1.	Statutory Audit and limited review	0.78
2.	Other services including certification works	0.02
3.	Out of pocket expenses	0.045
Total		**0.845**

There are no services availed by the Company from Statutory Auditors of the Company with respect to subsidiary.

K. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 during the financial year 2019-20:

a. number of complaints filed during the financial year : Nil

b. number of complaints disposed of during the financial year : Not applicable

c. number of complaints pending as on end of the financial year. : Not applicable

1. Non-compliance with any requirement of Corporate Governance:

There have been no instances of non-compliance of any requirement of the Corporate Governance as prescribed by Listing Regulations.

2. Compliance with discretionary requirements:

The Company has voluntarily complied with the discretionary requirements relating to Chairman and Managing Director/Chief Executive Officer as per Regulation 27(1) of the Listing Regulations.

3. Disclosure on compliance with the requirement of corporate governance:

The Company has complied with all the corporate governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations, wherever applicable to your Company.

4. Disclosures with respect to demat suspense account/ unclaimed suspense account:

The Company is not required to have a demat suspense account/ unclaimed suspense account.

Declaration pursuant to Code of Conduct:

In terms of Listing Regulations, and a Code of Conduct for Board of Directors and Senior Management Personnel of the Company, I hereby confirm that all the Board members and Senior Management Personnel have affirmed the compliance with the Code of Conduct as applicable for the year ended March 31, 2020.

Date: August 11, 2020
Place: Mumbai

Rahul R. Katyal
Managing Director
DIN: 00253046

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
Capacit'e Infraprojects Limited
605-607, Shrikant Chambers, Phase-1,
6th Floor, Adjacent to R.K. Studios, Sion-Trombay Road,
Chembur, Mumbai – 400071.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Capacit'e Infraprojects Limited having CIN: L45400MH2012PLC234318 and having registered office at 605-607, Shrikant Chambers, Phase-I, 6th Floor, Adjacent to R. K. Studios, Sion-Trombay Road Mumbai – 400071, Maharashtra (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 **31st March, 2020** 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.	No. of Shareholders	DIN	Date of Appointment in Company
1.	Rahul Ramnath Katyal	00253046	09-08-2012
2.	Rohit Ramnath Katyal	00252944	01-03-2014
3.	Subir Malhotra	05190208	09-08-2012
4.	Sumeet Singh Nindrajog	00182873	06-08-2015
5.	Siddharth Deepak Parekh	06945508	18-10-2016
6.	Farah Nathani Menzies	06610782	09-11-2017
7.	Arun Vishnu Karambelkar	02151606	18-05-2018

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.

For **SHREYANS JAIN & CO.**
Company Secretaries

SHREYANS JAIN
(Proprietor)
FCS No. 8519
C.P. No. 9801

Place: Mumbai
Date : June 05, 2020

CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

We hereby certify that:

A. We have reviewed Audited Financial Results of the Company for the quarter and year ended March 31, 2020 and to the best of our knowledge and belief:

   1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   2. These statements together present a true and fair view of the listed entity affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transaction entered into by the Company during the quarter and year ended March 31, 2020 which are fraudulent, illegal or violative of the listed entity's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems of the listed entity pertaining to financial reporting and they have disclosed to the auditors and 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 Auditors and Audit Committee:

   i) That there is no significant changes in internal control over financial reporting during the quarter;

   ii) That there are no significant changes in accounting policies during the quarter; and that the same have been disclosed in the notes to the financial results; and

   iii) That no instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

   This certificate is being given to the Board in Compliance with Regulation 17(8) read with schedule II Part B of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015

For **CAPACIT'E INFRPAORJECTS LIMITED**

Saroj Kumar Pati
Chief Executive Officer
Pan: ADEPP8381L

Rohit R Katyal
Executive Director & Chief Financial Officer
DIN: 00252944

Place : Mumbai
Date : August 11, 2020

INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE

The Members of
Capacit'e Infraprojects Limited

1. The Corporate Governance Report for the year ended March 31, 2020 prepared by Capacit'e Infraprojects Limited (hereinafter the "Company"), contains details as specified in regulations 17 to 27, clauses (b) to (i) of sub – regulation (2) of regulation 46 and para C, D, and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") ('Applicable Criteria'), required for submission to the Stock exchanges by the Company.

Management's Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.

3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

Auditor's Responsibility

4. Pursuant to the requirements of the Listing Regulations, our responsibility is to provide a reasonable assurance in the form of an opinion whether, the Company has complied with the conditions of Corporate Governance as per provisions of Chapter IV of the Listing Regulations.

5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

7. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. Summary of procedures performed include:

   i. Read and understood the information prepared by the Company and included in its Corporate Governance Report;

   ii. Obtained and verified that the composition of the Board of Directors with respect to executive and non-executive directors has been met throughout the reporting period;

   iii. Obtained and read the Register of Directors for the year ended March 31, 2020 and verified that at least one independent woman director was on the Board of Directors throughout the year;

   iv. Obtained and read the minutes of the following director level meetings held from April 01, 2019 to March 31, 2020:

      (a) Board of Directors;

      (b) Audit Committee;

      (c) Annual General Meeting (AGM);

      (d) Nomination and Remuneration Committee;

(e) Stakeholders Relationship Committee;

(f) Risk Management Committee

v. Obtained necessary declarations in respect of independence and other directorships, submitted by the directors to the Company.

vi. Obtained and read the policy adopted by the Company for related party transactions.

vii. Obtained from the Company, the schedule of related party transactions during the year and balances at the year- end.

viii. Obtained and read the minutes of the audit committee meeting where in such related party transactions have been pre-approved prior by the audit committee.

ix. Performed necessary inquiries with the management and also obtained necessary specific representations from management.

8. The above-mentioned procedures include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

Opinion

9. There was a resignation of one of the Independent Director with effect from February 15, 2020, due to which the composition of Board of Directors with respect to Independent Directors was changed. The vacancy of the independent director was required to be filled before 15th May 2020 as per regulation 25(6) of the Listing Regulations. The Company has filled this vacancy by admitting new independent director only on August 11, 2020.

10. Based on the procedures performed by us as referred in paragraph 7 above, according to the information and explanations given to us and subject to our observation in paragraph 9 above, we are of the opinion that the Company has complied with the conditions of Corporate Governance as specified in the Listing Regulations, as applicable for the year ended March 31, 2020, referred to in paragraph 4 above.

Other matters and Restriction on Use

11. This report is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

12. This report is addressed to and provided to the members of the Company solely for the purpose of enabling the Company to comply with the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

For **S R B C & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number : 324982E/E300003

per **Jayesh Gandhi**
Partner
Membership Number: 37924
UDIN: 20037924AAAANC1670

Place of Signature : Mumbai
Date : August 11, 2020

MANAGEMENT DISCUSSION AND ANALYSIS

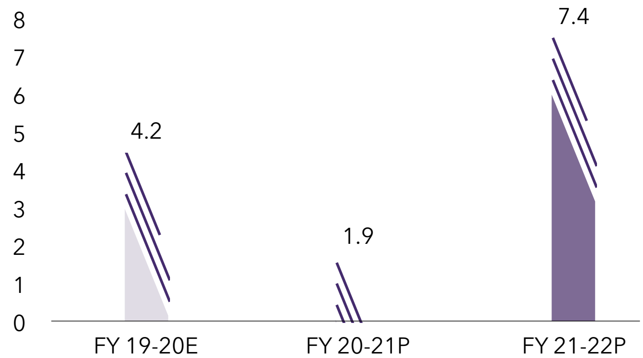
Indian Economy Review

The Indian economy is one of the fastest-growing emerging economies and is the 5th largest economy in the world in terms of its GDP. Factors such as prolonged financial stress among rural households, weak job creation and a credit crunch among nonbank financial institutions have increased the probability of a more entrenched weakening, which led the economy to grow by 4.2% in FY 2019-20. The economy saw structural and cyclical changes in its internal and external environment, resulting in significant slowdown in economic activity.

The Indian government introduced reforms and stimulus packages including an investment of Rs. 70,000 crore and reduction in corporate tax rates to provide a much-needed impetus to the export and real estate sectors. Further, these measures are also likely to help the government survive a period of economic slowdown, triggered by slow consumption demand and weak investor sentiment.

The growth prospects for FY 2020-21 appear bleak due to the recent outbreak of COVID-19. The lockdown imposed by the government to contain the spread of the virus has curtailed economic activity across the country, resulting in massive job losses. Owing to the severe challenges posed by the COVID-19 pandemic, growth is expected to decline to 1.9% for FY 2020-21. The government has announced structural reforms as part of its response to the pandemic to strengthen GDP growth over the medium term, which, if successful, could improve India's fiscal position. The Government of India has announced a Rs. 20 lakh crore monetary package for an ailing economy, emphasizing on the need to be self-reliant and to promote the government's vision of "Atmanirbhar Bharat". Amounting to approx. 10% of India's GDP, the monetary stimulus is anticipated to strengthen multiple sectors.

GDP Growth Rate of India (%)



(Source: IMF World Economic Outlook April 2020)

Industry Overview

Indian Construction Industry

The infrastructure and construction sectors are highly responsible for propelling India's overall development, which is why there has been increased impetus to develop infrastructure in the country which in turn is attracting both domestic and international players. There are mainly three segments in the construction industry viz. real estate construction which includes residential and commercial construction; infrastructure building which includes roads, railways, power etc; and industrial construction that consists of oil and gas refineries, pipelines, textiles etc.

India is expected to become the third largest construction market globally by 2022.[1] Large investments in infrastructure have provided momentum to the overall PE (Private Equity) and VC (Venture Capital) investments in India, recording an all-time high investment of US$ 14.5 billion in CY 2019. The country plans to spend US$ 1.4 trillion on infrastructure in the next five years. Construction development sector, which includes townships, housing, built up infrastructure and construction development projects, received US$ 25.37 billion as Foreign Direct Investment (FDI) from April 2000 to December 2019. The country is witnessing significant interest from international investors in the infrastructure space.

The lockdown imposed across the country due to the COVID-19 outbreak poses a threat to the industry. It has resulted in various infrastructure project sites staring at closure (temporarily) primarily due to an effect on the labour movement due to the lockdown and also due to supply chain disruptions. However, the stimulus package introduced by the government will help to revive the economic activity. Moreover, initiatives like "Housing for all" and "Smart City Mission" will also help in directing growth of the sector. Another advantage is the approval of 100% FDI for the infrastructure sector. All of these factors are expected to eventually help the industry in reviving post pandemic.

Indian Real Estate Overview

The Real Estate sector occupies a prominent position in the Indian economy and is connected with multiple industries. It has gone through transformational changes due to the implementation of Goods and Services Tax (GST), Real Estate Regulation and Development Act (RERA) & demonetization.

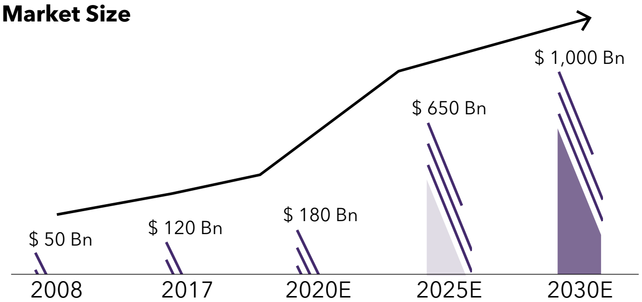
[1] https://www.ibef.org/industry/infrastructure-presentation

The Indian Real Estate market is projected to reach US$ 650 billion by FY 2024-25.[2] Residential, commercial and retail are the three key asset classes that are primarily contributing to the sector's growth. Currently, the industry employs 55 million people and is expected to employ 67 million people by FY2021- 22.[3] The Real estate sector is expected to contribute 13% of the country's GDP by FY 2024-25.[4]

Foreign Direct Investment (FDI) in construction of townships, housing and built-up infrastructure currently stands at 6% of the total inflows from April 2000 to December 2019.[4] Various government reforms and measures like RERA, IBC and GST has helped the country to improve its rank in World Bank's 'Ease of Doing Business' report and it is expected to yield results in future, to establish the Indian real estate sector as a preferred destination for global investors and homebuyers.

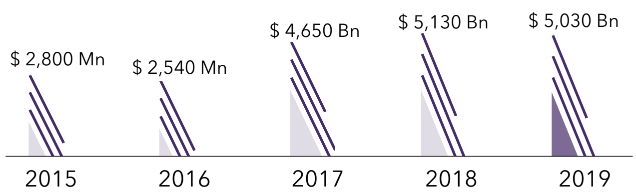
Private Equity investment in Indian Real Estate sector has declined marginally by 2% in CY 2019 as compared to CY 2018. Commercial Real Estate sector contributed around 66% of the total PE investments. But, the Retail Real Estate sector saw a growth in PE investments by almost 2.8 times in a year and now contributes around 19% of the total PE Investments.[5] Despite the weakness in the Indian economy in CY 2019, the real estate sector remained comparatively stable.

Market Size



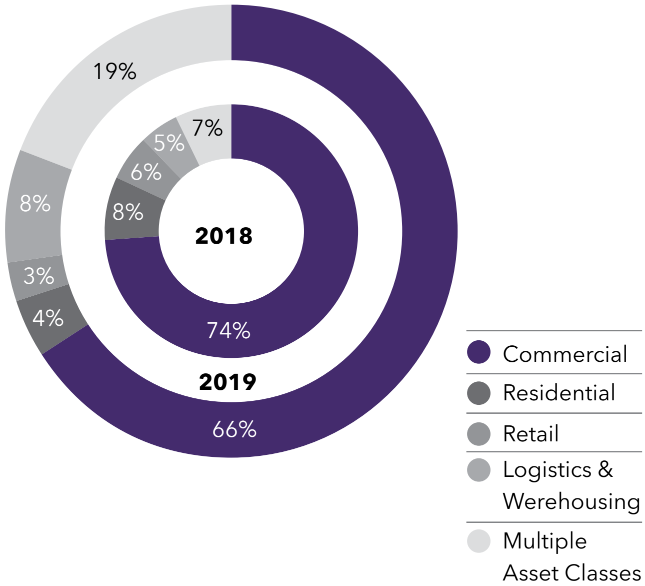
(Source: Anarock Research Report)

PE in Indian RE



(Source: Anarock Flux Report)

Asset Wise Class Funding



[Source: Anarock Flux Report]

As the dynamics of the real estate business in India continues to evolve at a rapid pace, it is almost imperative that innovations be applied to the most basic as well as most important steps in the value chain – construction techniques.

Government Initiatives

- **Alternate Investment Fund (AIF):** The Government of India (GoI) announced an AIF of Rs. 25000 crore with an aim to offer relief to developers with unfinished projects, to ensure timely delivery of homes to buyers. According to GoI, around 4.58 lakh housing units remain unfinished with over 1,600 stalled realty projects in 2019. The government's initiative to revive the residential real estate sector through the AIF and further liquidity infusion through sovereign wealth funds will be key to the development of the residential real estate sector.

- **Real Estate Investment Trust (REIT):** REITs are a great investment avenue for institutional investors and are expected to become a key source of funding for Indian real estate companies. In India, the regulatory framework will play a crucial role in the success of REITs. At present, taxes such as capital gains tax are not conducive for attracting investors. Mature markets such as the UK have

2 Anarock Research Report on Covid-19 Impact on Indian Real Estate Sector
3 Kamghar-India.org and Anarock Research Report
4 IBEF - Real Estate Sector
5 Anarock Flux Report on Indian Real Estate Sector

exempted REITs from income and capital gains tax from property rentals. In other countries, there have been stamp duty exemptions as well.

- **Affordable Housing for all by 2022:** Pradhan Mantri Awas Yojana aims to provide affordable housing for all by 2022 in over 4,000 towns across India. This is likely to provide the necessary impetus to the affordable housing segment. To provide financial support to homebuyers, the government has also introduced credit-linked subsidy schemes.

Key Sectoral Reforms

- RERA Act – It was implemented in CY 2016 with the aim to protect buyers from malpractices and project delays, as well as to boost investments in the real estate sector. It is now mandatory for all builders or developers to complete their RERA registration before initiating new projects.
- GST – The Goods and Services Tax was introduced to simplify the multi-layered indirect tax system. Implementation of GST led to mixed responses from the real estate sector as it was mainly introduced to benefit buyers.
- REITs – Real Estate Investment Trusts were introduced in India by SEBI in CY 2007. It offers better potential for both investors as well as the real estate sector. Embassy Office Parks, India's first listed REIT, gained 50% since listing in March 2019.

These regulations have effectively brought speculative activity to a standstill and laid the foundation for a healthy end-user market. While these measures have helped to improve home-buyer sentiments, they have also irrevocably changed the business of real estate developers. The developers' community is coming to terms with this new normal and beginning to adopt changes to stabilise operations. And the stabilisation is evident from the massive volumes of apartments launched in FY 2018-19 and FY 2019-20.

Technological trends influencing construction:

Augmented reality – According to a Mckinsey report, AI and Machine Learning (ML) will have an overarching role to play in the way construction industry operates. Building Information Modelling (BIM), an advanced 3D modelling technology is being widely used for constructions in India and abroad. AI will generate feasible and optimum building designs, enabling seamless exploration of relevant options in construction projects, and these AI-generated models shall drastically shorten decision-making cycles. Further, AI can be used in risk mitigation, project planning and as a supporting tool for off-site constructions. In the post construction phase, AI can be used to monitor potential issues and accordingly, solutions can be offered within a short period of time.

Construction software and data ecosystem - Real-time collaboration software is already regarded as an essential component for the entire building process. Nevertheless, its impact on the sector is expected to increase substantially in the near future. The ability to integrate existing processes and systems into a fully-connected platform is anticipated to change the working patterns of the industry.

Building Information Modelling (BIM) – BIM technology can act as a catalyst for fundamental changes in the management, design and development of construction projects. Multiple levels of programming is enabled through BIM and 4D and 5D BIM is being extensively used for construction. This technology will bring more accuracy to the project and enable easy exchange of important information among numerous stakeholders.

Transforming product development through offsite construction - Offsite construction is typically used for projects with repetitive floor plans or layouts. It is generally used for apartment buildings, hotels, hospitals, dormitories, prisons, and schools. This type of construction is performed in a controlled environment and it operates like an auto manufacturing plant. At each station, workers have necessary tools and materials to consistently perform tasks, ranging from wall constructions to installation of electrical wiring. This assembly line reduces wastage and allows workers to be more productive.

Bioconcrete - Since concrete is the most widely produced and consumed material in the construction industry, it is predicted that by 2030 the industry will be using about 5 billion metric tons of Self-healing concrete or Bioconcrete every year. Bioconcrete is expected to increase the longevity of bridges, roads, tunnels, and other structures, allowing them to last for over 200 years.

Use of Drones - With the use of drones in the construction industry, developers can quickly conduct jobsite inspections and identify potential hazards with ease. Many construction sites are heavily dependent on the use of drones and these are known to save a lot of time. For instance, with a drone, site surveys can be completed in minutes instead of weeks and months required to conduct a traditional survey. As drones continue to deliver accurate and precise readings, human intervention is considerably reducing in various processes.

Opportunities and latest trends

- Adoption of Technology: As travel restrictions were imposed across the country due to the Coronavirus outbreak, virtual meetings gained prominence. Companies who have adopted artificial intelligence (AI) and virtual reality (VR) are likely to be better prepared for any future disruptions. Real estate companies implementing such practices are likely to be better placed even in times of crisis. Investment in technology will not only help companies to tide through crisis but, is anticipated to yield higher dividends and lower costs in the long term.

- Growing dependence on online platforms: Most real estate businesses are highly dependent on physical visits, face-to-face discussions and transactions. In today's connected world, industry leaders are propagating the adoption of an Omni channel strategy. With 451 million monthly active internet users, India is now second only to China in terms of its internet user base, as per the Internet and Mobile Association of India (IMAI). Therefore, it is imperative to increase the online presence of businesses to tide through difficult situations such as the recent Covid-19 crisis, when social distancing is the new norm.

- Rise of Co-working Space and Cost rationalisation: Many companies, depending on the nature of their businesses, will reduce dependence on owned office premises and is anticipated to prefer co-working spaces. The recent Covid-19 crisis will transpire the need for innovative solutions and improvised schedules to rationalise costs. Businesses may shift to smaller office spaces to save rent and maintenance costs and therefore, increase demand for co-working spaces.

- Lower Interest Rates: Lower interest rates on home loans and property loans will boost the market and is likely to improve consumer sentiments. With the GoI offering tax benefits of up to Rs. 3 lakhs under section 80C of the Income Tax Act, for affordable housing, it is anticipated to have a positive impact on home buyers.

Outlook

The Covid-19 outbreak is anticipated to have a short-term impact on the real estate sector. The Indian government imposed a nationwide lockdown, resulting in a complete halt of construction across the country and this is likely to impact project deadlines. Going forward, shrinking Indian economic growth coupled with the Covid-19 crisis, will impact the retail, residential as well as office real estate segment. Despite this, the real estate sector is projected to maintain its momentum in CY 2020.[6] It is expected to contribute 13% of the country's GDP by FY 2024-25 and reach a market size of US$1 trillion by FY 2029-30.[7]

Commercial Real Estate Overview

Indian commercial office sector has been on a growth trajectory for the past few years and corporate expansions led by space absorption attained its peak in CY 2019. Major occupiers committed to larger spaces to accommodate their ambitious growth plans and despite global slowdowns earlier this year, the Indian office market remained insulated as occupiers looked to expand their operations.

The new trend of co-working space further fuelled growth of the Indian Commercial Real Estate sector, enabling ITeS companies to borrow spaces at market prevailing rates to drive consistent growth in leasing. Net absorption in top 7 cities was recorded at 40 Mn sq. ft. in CY 2019, growing by 19% over CY 2018. New completions also kept pace with the rising demand and occupied 46.5 Mn sq. ft area in CY 2019, recording 21% yearly growth. Overall, vacant spaces remained almost stable at 14.4% by the end of 2019. The office segment has been growing at an impressive rate over the last three years and supply has gone up every year along with greater absorption rates.[8]

Indian Commercial Office Space Snapshot

01	02	03
New Completion (2019)	Net Absorption (2019)	Vacancy (2019)
46.5 Mn sf	40 Mn sf	14.4%

Note: Data for top 7 cities; Grade A offices only.
Mn st. million square foot

Source: ANAROCK

[6] Economic Times
[7] Financial Express
[8] Anarock Research Report on Covid-19 Impact on Indian Real Estate Sector

Residential Real Estate Overview

The Indian residential sector has been dealing with subdued demand for the past few years. In an attempt to stay buoyant amidst changing dynamics, the Government of India introduced some structural changes and policy reforms in the recent past, including RERA, GST, and IBC, imbibing some confidence among consumers to take a relook at this asset class. However, markets transformed and were mostly end-user driven, while sales depended on buyers looking to own property for self-use.

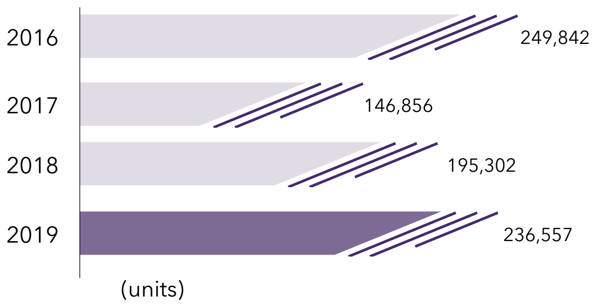
Despite these headwinds, the Indian Residential Real Estate market saw a 21% increase of new launches in CY 2019 as compared to the previous year, in the top 7 cities. Sales also went up by 5% in CY 2019, against the previous year.

Pune recorded the highest increase in launches, nearly 87% annually, followed by NCR at 36% and

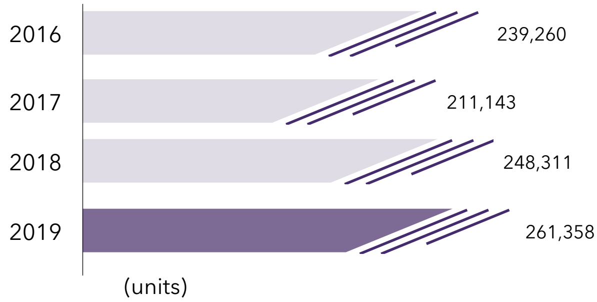
Mumbai Metropolitan Region (MMR) at 30%. Kolkata, Chennai and Hyderabad recorded an annual decline in launches during CY 2019. The affordable housing segment accounted for 40% of the total supply in CY 2019, registering similar levels as CY 2018. While this segment grew at 22% over the previous year, highest growth was recorded in the high-end segment, which grew by 67%.[9]

Sales increased by nearly 5% across the top cities in 2019, in comparison to the previous year. Mumbai Metropolitan Region (MMR) recorded the highest annual increase in sales at 22%. Bengaluru, Hyderabad and Kolkata recorded a decline in sales in CY 2019 as compared to CY 2018. Unsold inventory reduced by 4% over the previous year as sales exceeded the supply in major cities. In most cities, unsold inventory declined in the range of 1% to 14%, barring Pune and Chennai where it increased by 6% and 4% respectively.

New Launches (Top 7 Cities)



Absorption (Top 7 Cities)



(Source: Anarock Research, [Absorption means sales])

Super High-Rise segment

Indian cities are witnessing immense demographic expansion due to migration from rural areas, leading to an urban sprawl, rising demand for housing and growing cost of land. Industries, trade & commerce and a number of educational centres in cities attract a large number of people and this has led to a rapid expansion of cities. To meet the ever-increasing demand for commercial and residential space in urban areas, tall buildings are the most feasible solutions.

The high-rise segment has witnessed unprecedented growth in the recent years, especially in CY 2019, as India faces the challenges of a rising population and the lack of land for building houses. This has increased pressure on Indian cities to grow vertically.

Of the total 1,816 housing projects that were launched during the year across top 7 cities; over 52%[10] were high-rises with G+20 structure. The land-scarce Mumbai Metropolitan Region (MMR) topped the list with over 75% of the total 734 projects launched in 2019, belonging to the high-rise category. The National Capital Region (NCR) was second with nearly 70% of its total launched projects in the high-rise category. Bangalore had 45% of the total projects towering above G+20 floors, followed by Pune with a 41% share.[11] Hyderabad, Kolkata and Chennai's share of high rises stood at 23%, 21% and 16%, respectively.

This segment is the future of the real estate industry, especially in a country like India where population growth and housing needs continue to soar.

[9] Anarock Research Report on Covid-19 Impact on Indian Real Estate Sector
[10] Anarock Property Consultants
[11] https://economictimes.indiatimes.com/industry/services/property-/-cstruction/share-of-high-rise-launches-at-all-time-high-of-52-in-2019-report/articleshow/73371629.cms?from=mdr

Tallest Indian buildings compared with the world

Tallest Buildings in India	Height (m)	Floors	Tallest Buildings in the World	Height (m)	Floors
Lodha The Park 1	268	78	Burj Khalifa	828	163
The Imperial I	256	60	Shanghai Tower	632	128
The Imperial II			Makkah Royal Clock Tower	601	120
Three Sixty West	255	53	Ping An Finance Center	599.1	115
The 42	249	63	Lotte World Tower	554.5	123
Ahuja Towers	248	55	One World Trade Center	541.3	94
One Avighna Park	247	64	Guangzhou CTF Finance Center	530	111
Crescent Bay Tower 6	239.7	62	Tianjin CTF Finance Center	530	97
Auris Serenity Tower 1	235	69	CITIC Tower	527.7	109
Auris Serenity Tower 2			TAIPEI 101	508	101
Two ICC	223.2	68	Shanghai World Financial Center	492	101
Crescent Bay Tower 5	222.5	63	International Commerce Centre	484	108
World Crest	222.5	57	Lakhta Center	462	87

[Source: The Skyscraper Center]

Growth Drivers

- **Rapid urbanization –** Growing needs of people and fast urbanization have increased the demand for high-rise buildings in cities, as horizontal development has its own constraints of high cost and limited land. Therefore, vertical construction is one of the viable options for meeting the housing demand.
- **Rising affluence –** As of 2019, India has 138 billionaires, and according to Credit Suisse Global Wealth report, the country has an estimated 3,43,000+ millionaires, high net worth individuals with $1 million and above. The number of millionaires is projected to rise to 5,26,000 millionaires by 2023. With the increase in the number of affluent people, the demand for super high-rise and luxury apartments is also expected to increase.
- **Availability of credit –** Property prices and interest rates have been lowered and numerous tax incentives and subsidies are offering the real estate market a much-needed boost. The availability of home financing has proved to be extremely effective for meeting the growing demand for residential properties.
- **Family profile –** going from joint to nuclear - In India, large joint families were the most preferred familial arrangement. But the traditional Indian joint family has undergone a radical change with the growth of nuclear families. This trend is expected to continue, strengthening the demand for more space and it is likely to be met with the construction of super high-rise buildings.

Company Profile

Incorporated in 2012, Capacit'e Infraprojects is a focused EPC company that provides an end-to-end construction service for Buildings & Factories across sectors (including design and building services).

Capacit'e offers Total Contracting, General Contracting & Design & Build services, primarily covering high-rise and super high-rise buildings, commercial and office complexes, institutional buildings, Research & Development Centres, Multi & Super speciality hospital, malls, hotels, data centres, industrial buildings, mass housing and multilevel car parks.

Capacit'e has expanded its reach for Buildings & Factories across sectors primarily in residential, commercial and institutional building construction segments in the West Zone (Mumbai Metropolitan Region, Pune), North Zone (National Capital Region, Varanasi) and South Zone (Bengaluru, Chennai, Hyderabad, Kochi and Vijayawada). The Company strives to provide superior quality services through its skilled workforce, abiding by the highest quality standards to maintain excellent client relationships and create value for all its stakeholders. It remains focused to ensure cost optimization while enabling client satisfaction.

Business Strengths and Opportunities

Strengths

- Diversified Orderbook across clientele both in public as well as private sector

- Pro-active investment in cutting edge technologies
- Focus on the single segment of buildings, with an emphasis on technology have enabled it to scale up quickly in the building space and become a well-respected player
- Experienced Management team adaptable to change having an excellent track record
- Proven execution capabilities, strong team and strict controls over processes
- Lean Balance Sheet

Opportunities

- Strong impetus of government on infrastructure development including construction of health care facilities post Covid-19 pandemic to kick start the economy
- Government focus towards building an "Atmanirbhar" Bharat, will further push infrastructure development including construction of factories etc.
- The IT companies in India are expanding and prefer to build offices in SEZs in tier II and tier III cities
- Pradhan Mantri Awas Yojana aimed at promoting mission 'Housing for all'
- Organized and branded real estate Industry witnessing faster than expected turnaround in customer sentiments post Covid-19
- With space constraints in Metro cities, the company has the opportunity to bid for high rise building projects. In 2019, 52% of the high-rise projects consisted of a G+20 structure in top 7 cities of India

Financial Highlights

(Figures in Rs. Crores)	FY 2019-20	FY 2018-19	Change (%)
Revenue from Operation	1,529	1,787	(14.4)
EBITDA	257	248	3.3
PBT	103	147	(29.8)
PAT	91	96	(4.9)

Financial Ratios

(Figures in Rs. Crores)	FY 2019-20	FY 2018-19	Change
Debtors Turnover (No. of Days)	110	121	11.00
Inventory Turnover (No. of Days)	102	55	(47.00)
Interest Coverage Ratio	2.60	4.00	(1.40)
Current Ratio	1.47	1.36	0.11
Debt Equity Ratio	0.33	0.32	(0.01)
EBIDTA Margin (%)	16.79%	13.90%	2.89%
Net Profit Margin (%)	5.85%	5.24%	0.61%
Return on Net Worth	9.82%	11.34%	(1.52%)

Risk Management

The Company's Risk Management function enables the achievement of strategic objectives by identifying, analysing, assessing, mitigating, monitoring and governing any risk or potential threats to their business functions. The risks associated with the business are successfully identified and mitigated on priority, based on its severity, likelihood and impact. Risk management policies are revised regularly to replicate deviations in market conditions and align the Company's activities to mitigation strategies.

Risks	Meaning	Mitigation Strategies
Economic Risk	The Company's operations are exposed to political and economic risks, commercial instability and global events, that are beyond the control of the Company and might have an adverse impact on its operations. Further, uncertainties like the Covid-19 pandemic may severely impact its business.	The Company's order book is constantly growing over the years. With its strong client base and robust brand image, the company procures repeat orders from its clients. To control cyclic slowdowns in the economy, the Company remains resilient and its experienced management is confident of overcoming challenges in the near future.
Quality Risk	Inability to maintain the quality of products and failure to adhere to recommended quality standards might adversely impact the Company's reputation as well as its financial position.	The Company adheres to stringent quality standards and focuses on delivering superior quality products. The Company has also received various quality certificates including ISO 9001:2008, ISO 14001:2004 and OHSAS 18001:2007.

Risks	Meaning	Mitigation Strategies
Raw material price Risk	Price of key raw materials like cement, bricks, sand and steel constantly fluctuates due to demand and supply gap. This may lead to a rise in input cost and in turn, put pressure on the Company's margins and profitability.	The Company maintains strong relations with suppliers and implements the 'Star Price' mechanism to fix a standard price, mutually agreed upon with the client to mitigate the risks arising from price fluctuations. Further, its long-standing relationship with suppliers gives the Company an edge over the others.
Technology Risk	With the advancement of technology there is a growing need to improve operational efficiency and ensure better customer satisfaction through advanced systems and processes.	The Company relies on advanced technology to build high rise towers, which helps to increase its operational efficiency. It also monitors changes in the technology landscape and constantly upgrades or replaces old and obsolete machinery and equipment with latest alternatives.
Human Resources Risk	Inability to complete and deliver projects on time due to lack of skilled labour can result in hefty penalties for the company, leading to a loss of reputation. The inability to retain or acquire competent and experienced employees may also hamper its ability to pursue growth strategies effectively.	The Company has a dedicated labour department to look after the deployment and allocation of human resources within the organization and the project sites. It also undertakes training and development programmes regularly to enhance the skills of its employee. Further, the company conducts health check-ups to ensure the safety and well-being of its workforce.
Finance Risk	Unable to meet funding requirements for the project may lead to delays in project execution. The inability to negotiate interest rates in favour of the company may increase finance costs and lower profitability.	To meet its working capital requirements and to fund its debt, the company constantly monitors its cash flow. Also, in FY 2019-20, the company generated INR 351.99 crores from operations to ensure seamless business functioning.

Human Resources

Capacit'e treats its workforce as a precious asset and promotes just and fair HR practices, and employee-friendly policies and processes. The Company relies on its workforce to promote a diverse and inclusive culture to ensure long-term business sustainability. Capacit'e continues to provide adequate opportunities for professional growth and offers training to enhance the skills and capabilities of its people, empowering them with knowledge to seamlessly adopt ongoing technological interventions and significantly improve value propositions for its customers.

The company has a total employee strength of 1020 as on March 31, 2020.

Internal Control System and Adequacy

The Company's internal audit system has been continuously monitored and updated to ensure that assets are safeguarded, established regulations are complied with and pending issues are addressed promptly. The Audit Committee reviews reports presented by the internal auditors routinely. The Committee makes note of the audit observations and takes corrective actions, if necessary. It maintains a constant dialogue with statutory and internal auditors to ensure adequacy of internal control systems.

Cautionary Statements

This Management Discussion & Analysis report makes forward-looking statements based on certain assumptions and expectations of future events over which Capacit'e exercises no control. Capacit'e cannot guarantee their accuracy nor can it warrant that the same will be realised. Actual results could differ materially from those expressed or implied. Macroeconomic factors such as demand, supply, global economic and geopolitical developments, government regulatory and tax framework, liquidity in the market etc. could impact the operations of Capacit'e.

STANDALONE FINANCIAL STATEMENTS

INDEPENDENT AUDITOR'S REPORT

To the Members of
Capacit'e Infraprojects Limited

Report on the Audit of the Standalone Ind AS Financial Statements

Opinion

We have audited the accompanying standalone Ind AS financial statements of Capacit'e Infraprojects Limited ("the Company"), which comprise the Balance Sheet as at March 31 2020, 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 standalone Ind AS financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Emphasis of Matter

We draw attention to note 46 of the standalone Ind AS financial statements, which describes the management assessment of uncertainties related to Covid-19 and its consequential impact, including the recoverability of its assets and operations of the Company. Our opinion is not modified with respect to 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 Ind AS financial statements for the financial year ended March 31, 2020. These matters were addressed in the context of our audit of the standalone Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone Ind AS financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone Ind AS financial statements.

Key audit matters	How our audit addressed the key audit matter
Revenue recognition for construction contracts (as described in Note 36 of the standalone Ind AS financial statements)	
The Company's significant portion of business is undertaken through engineering, procurement and construction contracts. Revenue from these contracts are recognized over a period of time or at a point of time, in accordance with the requirements of Ind AS 115, 'Revenue from Contracts with Customers'. Due to the nature of the contracts, revenue recognition involves usage of percentage of completion method which is determined based on survey of work done by the Company. This involves significant judgments, identification of contractual obligations and the Company's rights to receive payments for performance obligation completed till date. Accuracy of revenues and determination of onerous obligations, involves significant judgements and estimates, which may impact the profits. Accordingly, this is considered as a key audit matter.	• Our audit procedures included reading the Company's revenue recognition accounting policies and assessing compliance with the policies in terms of Ind AS 115 - Revenue from Contracts with Customers. • We understood and tested on a sample basis the design and operating effectiveness of management control over revenue recognition with focus on determination of extent of completion. • We performed test of details, on a sample basis, and read the underlying customer contracts for terms and conditions. • We understood the management's process to recognize revenue over a period of time or at a point of time, status of completion of projects and total cost to completion estimates. • We tested contracts with low or negative margins to assess the level of provisioning required, including for onerous obligations. • We tested that the contractual positions and revenue for the year are presented and disclosed in compliance of Ind AS 115 in the financial statements. • We read the disclosures made by management in compliance of Ind AS 115, tested the disclosures made with underlying transactions.
Trade receivables and contract assets (as described in Note 36 of the standalone Ind AS financial statements)	
Trade receivables and contract assets amounting to ₹ 467.04 crores and ₹ 539.11 crores respectively, represents approximately 42.57% of the total assets of the Company as at March 31, 2020. In assessing the recoverability of the aforesaid balances and determination of allowance for expected credit loss, management's judgement involves consideration of aging status, historical payment records, evaluation of litigations, the likelihood of collection based on the terms of the contract and the credit information of its customer including the possible effect from the pandemic relating to COVID-19. Management estimation is required in the measurement of work completed during the period for recognition of unbilled revenue. We considered this as key audit matter due to the materiality of the amounts and significant estimates and judgements as stated above	Our audit procedures amongst others included the following: • We understood and tested on a sample basis the design and operating effectiveness of management control over assessing the recoverability of the trade receivables and contract assets. • We performed test of details and tested relevant contracts, documents and subsequent receipts for material trade receivable balances and amounts included in contract assets that are due on performance of future obligations. • We tested the aging of trade receivables at year end. • We performed test of details and tested relevant contracts and documents with focus on measurement of work completed during the period for material unbilled revenue balances included in contract asset. • We performed additional procedures which include, on test check basis, read the communications to/ from customer, physical site visits, verification of last bills certified and subsequent client certifications. • We assessed the allowance for expected credit loss made by management including the possible effect from the pandemic relating to COVID-19.

We have determined that there are no other key audit matters to communicate in our report.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the standalone Ind AS financial statements and our auditor's report thereon. The Annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the standalone Ind AS 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 Ind AS financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether such other information is materially inconsistent with the standalone Ind AS financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the Standalone Ind AS Financial Statements

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

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

Those charged with governance are also responsible for overseeing the Company's financial reporting process.

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

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

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 Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

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

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 Ind AS financial statements, including the disclosures, and whether the standalone Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 Ind AS financial statements for the financial year ended March 31, 2020 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, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 1, a statement on the matters specified in paragraphs 3 and 4 of the Order

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

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

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

   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

   (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

   (e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act;

   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in Annexure 2 to this report;

   (g) In our opinion, the managerial remuneration for the year ended March 31, 2020 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

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

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements – Refer Note 37 to the standalone Ind AS financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

Per **Jayesh Gandhi**
Partner
Membership Number: 037924
UDIN: 20037924AAAADS8751
Place of Signature: Mumbai
Date: June 18, 2020

ANNEXURE 1 REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE

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

(b) Fixed Assets [other than site establishment assets (Gross Block of ₹ 33,395.89 lakhs; Net Block of ₹ 19,405.35 lakhs referred to in Note 4 to the standalone Ind AS financial statements) which is charged absorbed / charged off to the statement of profit and loss as per the life of the project] have been physically verified by the management during the year and no material discrepancies were identified on such verification.

(c) According to the information and explanations given by the management, the title deeds of immovable properties included in property, plant and equipment are held in the name of the company.

(ii) Management has conducted the physical verification of inventory at reasonable intervals during the year. The discrepancies noted on physical verification of inventory as compared to book records were not material.

(iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the provisions of clause 3(iii)(a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.

(iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities given in respect of which provisions of section 185 and 186 of the Companies Act 2013 are applicable and hence not commented upon.

(v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, related to the construction and infrastructural development, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

(vii) (a) Undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, value added tax, goods and services tax, cess and other statutory dues have generally been regularly deposited with the appropriate authorities though there has been a slight delay in a few cases. The provisions of the duty of excise are not applicable to the company.

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, service tax, sales-tax, duty of custom, value added tax, goods and services 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. The provisions of the duty of excise are not applicable to the company.

(c) According to the information and explanations given to us, there are no dues of income tax, sales-tax, service tax, customs duty, value added tax, goods and services tax and cess which have not been deposited on account of any dispute. The provisions of the duty of excise are not applicable to the company.

(viii) In our opinion and according to the information and explanations given by the management, the Company has not defaulted in repayment of loans or borrowing to a financial institution, bank or government. The Company did not have any outstanding dues to debenture holders during the year.

(ix) In our opinion and according to information and explanations given by the management, monies raised by the company by way of initial public offer and term loans were applied for the purpose for which they were raised, though idle/surplus funds which were not required for immediate utilization have been gainfully invested in liquid investments payable on demand. The maximum amount of idle/surplus funds invested during the year was ₹ 5,722.80 lakhs, of which NIL was outstanding at the end of the year.

(x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the company or no fraud on the company by the officers and employees of the Company has been noticed or reported during the year.

(xi) According to the information and explanations given by the management, the managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.

(xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.

(xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the company and, not commented upon.

(xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013.

(xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

Per **Jayesh Gandhi**
Partner
Membership Number: 037924
UDIN: 20037924AAAADS8751
Place of Signature: Mumbai
Date: June 18, 2020

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE IND AS FINANCIAL STATEMENTS OF CAPACIT'E INFRAPROJECTS LIMTED

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

We have audited the internal financial controls over financial reporting of Capacit'e Infraprojects Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The 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. 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 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 with reference to these standalone Ind AS 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") and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent 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 with reference to these standalone Ind AS financial statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls over financial reporting with reference to these standalone Ind AS financial statements.

Meaning of Internal Financial Controls Over Financial Reporting with Reference to these Financial Statements

A company's internal financial control over financial reporting with reference to these standalone Ind AS financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to these standalone Ind AS financial statements 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 with Reference to these Standalone Ind AS Financial Statements

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

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting with reference to these standalone Ind AS financial statements and such internal financial controls over financial reporting with reference to these standalone Ind AS financial statements were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

Per **Jayesh Gandhi**
Partner
Membership Number: 037924
UDIN: 20037924AAAADS8751
Place of Signature: Mumbai
Date: June 18, 2020

BALANCE SHEET

AS AT MARCH 31, 2020

₹ in lakhs

Particulars	Notes	As at March 31, 2020	As at March 31, 2019
ASSETS			
Non-current assets			
Property, plant and equipment	4	64,592.91	53,897.04
Capital work-in-progress	4	482.61	426.48
Intangible assets	5	145.73	159.98
Right-of-use assets	5A	1,155.80	-
Financial Assets			
Investments	6	1,111.86	1,231.33
Trade receivables (retention)	12	8,507.85	6,622.48
Other financial assets	8	7,085.00	2,989.52
Non Current Tax Assets (net)	10	1,964.13	1,291.33
Other non-current assets	9	9,109.89	6,157.08
Total non current assets		**94,155.78**	**72,775.24**
Current assets			
Inventories	11	10,411.81	9,105.69
Financial Assets			
Investments	6	49.39	46.76
Trade receivables	12	38,196.49	52,889.68
Cash and cash equivalents	13	10,756.38	2,964.19
Bank balances other than cash and cash equivalents	14	15,527.99	16,341.42
Loans	7	1,300.00	1,400.00
Other financial assets	8	56,070.60	40,353.06
Other current assets	9	9,904.55	9,124.47
Total current assets		**1,42,217.21**	**1,32,225.27**
Total-Assets		**2,36,372.99**	**2,05,000.51**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15A	6,789.15	6,789.15
Other equity	15B	85,797.93	77,523.81
Total Equity		**92,587.08**	**84,312.96**
Non-current liabilities			
Financial liabilities			
Borrowings	16	9,352.61	5,798.38
Lease Liability	16A	786.93	-
Other financial liabilities	18	3,853.56	4,185.88
Provisions	19	122.58	149.21
Deferred tax liabilities (net)	21	3,868.93	5,691.18
Other non-current liabilities	22	29,286.31	7,646.85
Total non current liabilities		**47,270.92**	**23,471.50**
Current Liabilities			
Financial liabilities			
Borrowings	16	18,363.30	17,772.63
Lease Liability	16A	396.56	-
Trade payables	17		
- Total outstanding dues of micro enterprises and small enterprises		1,416.27	409.62
- Total outstanding dues of creditors other than micro enterprises and small enterprises.		54,525.25	52,938.15
Other financial liabilities	18	5,952.21	6,111.38
Provisions	19	1,481.51	2,162.72
Current Tax Liabilities (net)	20	1,247.93	1,201.52
Other current liabilities	22	13,131.96	16,620.03
Total current liabilities		**96,514.99**	**97,216.05**
Total Equity and Liabilities		**2,36,372.99**	**2,05,000.51**
Summary of significant accounting policies	3		

The accompanying notes are an integral part of the financial statements

As per our report of even date attached
For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration No: 324982E/E300003

per **Jayesh Gandhi**
Partner
Membership No : 37924

Place: Mumbai
Date: June 18, 2020

For and on behalf of the Board of Directors
Capacit'e Infraprojects Limited

Rahul Katyal
Managing Director
DIN: 00253046

Rohit Katyal
Executive Director &
Chief Financial Officer
DIN: 00252944

Saroj Pati
Chief Executive Officer

STATEMENT OF PROFIT & LOSS

FOR THE YEAR ENDED MARCH 31, 2020

₹ in lakhs

Particulars	Notes	For the Year ended March 31, 2020	For the Year ended March 31, 2019
INCOME			
Revenue from operations	23	1,52,874.41	1,78,661.31
Other income	24	2,538.25	3,688.96
TOTAL INCOME		**1,55,412.66**	**1,82,350.27**
EXPENSES			
Cost of material consumed	25	65,763.11	76,573.03
Construction expenses	26	40,637.89	55,370.33
Employee benefit expense	27	13,703.28	14,616.19
Finance costs	28	6,451.85	4,912.11
Depreciation and Amortisation Expense	29	11,417.96	8,899.30
Other expenses	30	7,098.70	7,253.39
TOTAL EXPENSE		**1,45,072.79**	**1,67,624.35**
Profit before tax		**10,339.87**	**14,725.92**
Income tax expenses			
Current tax	31	2,866.32	3,837.89
Deferred tax (credit)/charge	31	(1,617.97)	1,329.77
Total Tax Expense		**1,248.35**	**5,167.66**
Net Profit for the year		**9,091.52**	**9,558.26**
OTHER COMPREHENSIVE INCOME			
Other comprehensive income not to be reclassified to profit or loss in subsequent periods			
Re-measurement gains on defined benefit plans		6.87	79.23
Income tax effect		(1.73)	(27.42)
Net other comprehensive income not to be reclassified to profit or loss in subsequent periods		**5.14**	**51.81**
Total comprehensive income for the year, net of tax		**9,096.66**	**9,610.07**
EARNING PER SHARES (EPS) of Nominal Value 10 each	33		
- Basic		13.39	14.08
- Diluted		13.39	14.08
Summary of significant accounting policies	3		

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration No: 324982E/E300003

per **Jayesh Gandhi**
Partner
Membership No : 37924

Place: Mumbai
Date: June 18, 2020

For and on behalf of the Board of Directors
Capacit'e Infraprojects Limited

Rahul Katyal
Managing Director
DIN: 00253046

Rohit Katyal
Executive Director &
Chief Financial Officer
DIN: 00252944

Saroj Pati
Chief Executive Officer

CASH FLOW STATEMENT

FOR THE YEAR ENDED MARCH 31, 2020

₹ in lakhs

Sr No	Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
A	**Cash flow from operating activities**		
	Profit before Tax	10,339.87	14,725.92
	Adjustment to reconcile profit before tax to net cash flows		
	Depreciation and amortisation expenses	11,417.96	8,899.30
	Finance cost	6,451.85	4,912.11
	Impairment allowance for trade receivable	1,545.00	678.90
	Loss of sale of plant property & equipment	29.06	13.98
	Impairment of investment	-	90.67
	Profit on sale of investments	-	(2.18)
	(Gain)/Loss on Current Investments on fair value through P&L	(2.62)	(3.39)
	Sundry Balance written back	(34.14)	(50.77)
	Interest income	(2,257.17)	(3,334.82)
	Operating profit before working capital changes	**27,489.81**	**25,929.73**
	Movement in working capital :		
	(Increase)/Decrease in Trade Receivables (Including bills discounted with banks)	7,125.86	(12,208.80)
	(Increase)/Decrease in Loans	100.00	(800.00)
	(Increase)/Decrease in Inventories	(1,306.12)	(8,354.44)
	(Increase)/Decrease in Other Assets and other financial assets	(16,159.45)	(10,677.13)
	Increase/(Decrease) in Trade payables	2,627.89	8,747.81
	Increase/(Decrease) in Provisions	(700.97)	464.78
	Increase/(Decrease) in Other Liabilities and other financial liabilities	19,720.72	7,370.45
	Cash generated from operations	**38,897.74**	**10,472.40**
	Direct Taxes paid (net of refunds)	(3,698.72)	(4,075.85)
	Net cash flow from operating activities (A)	**35,199.02**	**6,396.55**
B	**Cash flow from investing activities**		
	Purchase of property, plant and equipment including CWIP and capital advances	(26,529.37)	(22,403.49)
	Proceeds from sale of property, plant and equipment	64.09	3.78
	Proceeds from sale of investments	170.17	624.88
	Purchase of Investments	(50.70)	(21.50)
	Loans given/repaid back to related party, net	-	2,276.41
	Proceeds/ (purchase) of investments in bank deposits (having original maturity of more than three months), net	(3,338.27)	15,072.08
	Interest received	2,147.12	3,505.13
	Net cash used in investing activities (B)	**(27,536.96)**	**(942.71)**

CASH FLOW STATEMENT

FOR THE YEAR ENDED MARCH 31, 2020

₹ in lakhs

Sr No	Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
C	**Cash flow from financing activities**		
	Repayment of long-term borrowings	(5,144.50)	(6,891.66)
	Proceeds from long-term borrowings	7,997.88	6,488.28
	Proceeds/ (Repayments) from short-term borrowings, net	4,727.68	2,349.15
	Dividend paid including dividend distribution taxes	(822.52)	(822.64)
	Interest paid	(6,628.41)	(4,904.36)
	Net cash from/(used in) financing activities (C)	**130.13**	**(3,781.24)**
	Net increase/(decrease) in cash and cash equivalents (A + B + C)	**7,792.19**	**1,672.60**
	Cash and Cash Equivalents at the beginning of the period	2,964.19	1,291.59
	Cash and cash equivalents at end of the period (note 13)	**10,756.38**	**2,964.19**
	Components of cash and cash equivalents		
	Cash in hand	16.32	22.43
	Foreign currency on hand	3.02	9.79
	Balances with banks:		
	- on current accounts	810.40	238.35
	- Term Deposits with less than 3 months of original maturity	9,926.64	2,693.62
	Total cash & cash equivalents (note 13)	**10,756.38**	**2,964.19**

Supplemental information

₹ in lakhs

Particulars	Notes	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Non cash item : Gain/(Loss) on Current Investments on fair value through P&L		2.62	3.39
Summary of significant accounting policies	3		
Net Debt reconciliation to cash flows	16, 16A		

As per our report of even date attached

As per our report of even date attached
For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration No: 324982E/E300003

per **Jayesh Gandhi**
Partner
Membership No : 37924

Place: Mumbai
Date: June 18, 2020

For and on behalf of the Board of Directors
Capacit'e Infraprojects Limited

Rahul Katyal
Managing Director
DIN: 00253046

Rohit Katyal
Executive Director &
Chief Financial Officer
DIN: 00252944

Saroj Pati
Chief Executive Officer

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED MARCH 31, 2020

A) Equity Share Capital

₹ in lakhs

Particulars	Notes	Amount
Balance as at March 31, 2018		**6,789.15**
Changes in equity share capital during the year	15A	-
Balance as at March 31, 2019		**6,789.15**
Changes in equity share capital during the year	15A	-
Balance as at Mar 31, 2020		**6,789.15**

B) Other equity

₹ in lakhs

Particulars		Attributable to the equity holders		Total
		Reserves and surplus		
		Securities premium	Retained earnings	
Balance as at March 31, 2018		**45,681.19**	**22,478.34**	**68,159.53**
Impact on adoption of Ind AS 115		-	544.88	544.88
Restated Balance as at March 31, 2018		**45,681.19**	**23,023.22**	**68,704.41**
Profit / (Loss) for the year		-	9,558.26	9,558.26
Other comprehensive income for the year		-	51.81	51.81
Total comprehensive income for the year		**45,681.19**	**32,633.29**	**78,314.48**
Excess provision related to share issue expenses written back		31.97	-	31.97
Final Dividend paid		-	(678.91)	(678.91)
Dividend distribution tax		-	(143.73)	(143.73)
Balance as at March 31, 2019		**45,713.16**	**31,810.66**	**77,523.82**
Profit / (Loss) for the year		-	9,091.52	9,091.52
Other comprehensive income for the year		-	5.14	5.14
Total comprehensive income for the period Mar 31, 2020		**45,713.16**	**40,907.32**	**86,620.48**
Final Dividend paid		-	(678.79)	(678.79)
Dividend distribution tax		-	(143.73)	(143.73)
Balance as at Mar 31, 2020		**45,713.16**	**40,084.80**	**85,797.96**
Summary of significant accounting policies	3			

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached
For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration No: 324982E/E300003

per **Jayesh Gandhi**
Partner
Membership No : 37924

Place: Mumbai
Date: June 18, 2020

For and on behalf of the Board of Directors
Capacit'e Infraprojects Limited

Rahul Katyal
Managing Director
DIN: 00253046

Rohit Katyal
Executive Director &
Chief Financial Officer
DIN: 00252944

Saroj Pati
Chief Executive Officer

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

1 Corporate information

The standalone financial statements comprise financial statements of Capacit'e Infraprojects Limited (the Company) for the year ended March 31, 2020. The Company is a Company domiciled in India and incorporated under the provisions of Companies Act, 1956 on August 09, 2012. The Company is an ISO-9001:2015, ISO-14001:2015 and OHSAS-45001:2018 certified Company. Its shares are listed on two recognised stock exchanges in India. The registered office of the Company is located at 605-607, Shrikant Chambers, 6th Floor, Phase I, Adjacent to R K Studios, Sion- Trombay Road, Mumbai- 400 071

The Company is primarily engaged in the business of Engineering, Procurement and Construction business. The Company was incorporated as a Private Limited Company and became a Limited Company in March 2014 (Public limited in September 2017).

The financial statements were authorised for issue in accordance with a resolution of directors on June 18, 2020.

2.1 Statement of compliance

The financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as “Ind AS”) as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the standalone financial statement.

2.2 Basis of preparation and presentation

These financial statements have been prepared in Indian Rupee (₹) which is the functional currency of the Company. These financial statements have been prepared on historical cost basis, except for other than quoted investments which are measured at fair value or amortised cost at the end of each reporting period, as explained in the accounting policies below.

2.3 Change in Accounting Policy

The Company elected to use the transition practical expedient to not reassess whether a contract is, or contains, a lease at 1 April 2019 as well as the application of a single discount rate to the portfolio of leases as on transition date of 1st April 2019

Ind AS 116 Leases

Where the Company is lessee

Ind AS 116 supersedes Ind AS 17 Leases including its appendices (Appendix C of Ind AS 17 Determining whether an Arrangement contains a Lease, Appendix A of Ind AS 17 Operating Leases-Incentives and Appendix B of Ind AS 17 Evaluating the Substance of Transactions Involving the Legal Form of a Lease). The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to recognise most leases on the balance sheet.

As a lessee, the company previously classified leases as operating or finance lease based on its assessment of whether the lease transferred significantly all of the risks and rewards incidental to ownership of the underlying asset to the Company. Under Ind AS 116 , the Company recognises right to use assets and lease liabilities for the most leases -i.e. these leases are on-balance sheet.

Lessor accounting under Ind AS 116 is substantially unchanged from Ind AS 17. Lessors will continue to classify leases as either operating or finance leases using similar principles as in Ind AS 17. Therefore, Ind AS 116 does not have an impact for leases where the Company is the lessor.

The Company has adopted modified retrospective approach as per para C8 (c) (ii) of Ind AS 116 - Lease to its leases, effective from annual reporting period beginning April 1, 2019.This has resulted in recognizing a right of use assets (an amount equal to the lease liability of ₹1,333.33 lakhs , adjusted by the prepaid lease rent) of ₹ 1,385.22 lakhs as at April 1, 2019. In the statement of profit and loss of the current period, operating lease expenses has changed from rent to depreciation cost for the right of use assets and finance cost for interest accrued in lease liability.

The Company elected to use the transition practical expedient to not reassess whether a contract is, or contains, a lease at 1 April 2019. Instead, the Company applied the standard only to contracts that were previously identified as leases applying Ind AS 17 and Appendix C of Ind AS 17 at the date of initial application. The Company also elected to use the recognition exemptions for lease contracts that, at the commencement date, have a lease term of 12 months or less and do not contain a purchase option (short-term leases), and lease contracts for which the underlying asset is of low value (low-value assets).

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2020

The effect of adoption of Ind AS 116 is as follows;

Impact on balance sheet (increase / (decrease)):

	31-Mar-20
Assets	
Right-of-use assets	1,156
Total assets	**1,156**
Liabilities	
Lease liabilities	1,183
Total liabilities	**1,183**

Impact on statement of profit and loss (increase/ (decrease) in profit)

	31-Mar-20
Other expenses	(585.88)
Depreciation and amortisation expenses	490.11
Finance cost	175.34
Profit/ (loss) for the year	**(79.57)**

3 Summary of significant accounting policies

a Current versus non-current classification

The Company presents assets and liabilities in the standalone balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

i. Expected to be realised or intended to be sold or consumed in normal operating cycle,

ii. Held primarily for the purpose of trading,

iii. Expected to be realised within twelve months after the reporting period, or

iv. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period All other assets are classified as non-current.

A liability is current when:

i. It is expected to be settled in normal operating cycle,

ii. It is held primarily for the purpose of trading,

iii. It is due to be settled within twelve months after the reporting period, or

iv. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

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

Operating cycle for current and non-current classification

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b Fair value measurement of financial instruments

The Company measures financial instruments, such as, Investments at fair value at each balance sheet date using valuation techniques. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

a) In the principal market for the asset or liability, or

b) In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

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

Level 1 – Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

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

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

c Revenue Recognition

Ind AS 115 establishes a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers. Ind AS 115 supersedes the current revenue recognition standard Ind AS 18 - Revenue, Ind AS 11 - Construction Contracts.

Description of performance obligation:

Contract revenue is recognized over time by measuring progress towards complete satisfaction of the performance obligation at the reporting date, measured on the basis of stage of completion which is as per survey of work done (output method). Contract costs related to work performed in projects are recognised on an accrual basis. Costs incurred in connection with the work performed are recognised as an expense.

Variable consideration is included in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur when that uncertainty associated with the variable consideration is subsequently resolved.

The Company accounts for a contract modification (change in the scope or price (or both)) when that is approved by the parties to the contract. Where the outcome of a performance obligation cannot be reasonably measured, contract revenue is recognised to the extent of costs incurred in satisfying the performance obligation that is expected to be recovered.

Provision for future losses are recognised as soon as it becomes evident that the total costs expected to be incurred in a contract exceed the total expected revenue from that contract.

Revenue from rendering of services is recognised over time as and when the customer receives the benefit of the company's performance and the Company has an enforceable right to payment for services transferred. Unbilled revenue represents value of services performed in accordance with the contract terms but not billed.

Contract balances:

i) Contract assets

Due from customers

For contracts where the aggregate of contract cost incurred to date plus recognised profits (or minus recognised losses as the case may be) exceeds the progress billing, the surplus is shown as contract asset and termed as "Due from customers".

ii) Trade receivables

The amounts billed on customer for work performed and are unconditionally due for payment i.e. only passage of time is required before payment falls due, are disclosed in the Balance Sheet as trade receivables. The amount of retention money held by the customers pending completion of performance milestone is disclosed as part of contract asset and is reclassified as trade receivables when it becomes due for payment.

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Retention money are specific to project and generally receivable within 12 months of project completion.

iii) Contract liabilities

Due to customers :

For contracts where progress billing exceeds the aggregate of contract costs incurred to-date plus recognised profits (or minus recognised losses, as the case may be), the surplus is shown as contract liability and termed as "Due to customers".

Advances from customer:

Amounts received before the related work is performed are disclosed in the Balance Sheet as contract liability and termed as "Advances from customer".

Supply Contracts-Sale of goods

Revenue from supply contract is recognized when the control is transferred to the buyer.

Management Consultancy & other services

Revenues from Management consultancy & other services are recognized pro-rata over the period of the contract as and when services are rendered.

Interest

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.

Dividend

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

d Property, plant and equipment (PPE)

PPE is recognised when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. PPE is stated at original cost net of tax/duty credits availed, if any, less accumulated depreciation and cumulative impairment, if any. PPE acquired on hire purchase basis are recognised at their cash values. Cost includes professional fees related to the acquisition of PPE and for qualifying assets, borrowing costs are capitalised in accordance with the Company's accounting policy.

PPE not ready for the intended use on the date of the Balance Sheet are disclosed as "capital work-in-progress". (Also refer to policy on leases, borrowing costs, impairment of assets and foreign currency transactions infra).

Company is capitalising Site Establishments at site. Site establishments includes temporary structures build on project site and is used in the process of construction. Site establishments items & activities includes excavation, ground leveling, making approach road, boundary making, barricading, security gate, labour colony, store rooms, professional fees for designing site establishments, monsoon protection sheds, all electrical lines at project site etc. All material & manpower cost used in building these site establishments are capitalised at that project site.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

e Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment

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whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period with the affect of any change in the estimate being accounted for on a prospective basis. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

f Depreciation & Amortisation

Depreciation on Property, plant and equipment is calculated on a straight-line basis using the rates arrived at based on the useful lives estimated by the management.

Intangible assets in the form of computer software are amortised over their respective individual estimated useful lives on a straight line basis.

The Company has assessed the following useful life to depreciate and amortize on its property, plant and equipment and intangible assets respectively.

Particulars	Useful Lives of the Assets estimated by the management (years)
Plant and Machinery *	20
Furniture and Fixture *	10
Office Equipment	10
Formwork *	7 to 15
Vehicles	10
Computer & Hardware	5
Computer Software	5

*Company has used useful life other than as indicated in Schedule II which is as per management estimate, supported by independent assessment by professionals. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Site Establishments are amortised systematically over the life of the contract.

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. The amortization period and the amortization method are reviewed at least at each financial year end.

g Impairment of Non-financial assets

As at the end of each accounting year, the Company reviews the carrying amounts of its PPE, intangible assets and investments in subsidiary companies to determine whether there is any indication that those assets have suffered an impairment loss. If such indication exists, the said assets are tested for impairment so as to determine the impairment loss, if any. The intangible assets with indefinite life are tested for impairment each year. Useful life of all the assets are mentioned in note 3(f) -Depreciation & Amortisation .

Impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount. Recoverable amount is determined:

(i) in the case of an individual asset, at the higher of the net selling price and the value in use; and

(ii) in the case of a cash generating unit (a group of assets that generates identified, independent cash flows), at the higher of the cash generating unit's net selling price and the value in use.

(The amount of value in use is determined as the present value of estimated future cash flows from the continuing use of an asset and from its disposal at the end of its useful life. For this purpose, the discount rate (pre-tax) is determined based on the weighted average cost of capital of the Company suitably adjusted for risks specified to the estimated cash flows of the asset).

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For this purpose, a cash generating unit is ascertained as the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets. If recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, such deficit is recognised immediately in the Statement of Profit and Loss as impairment loss and the carrying amount of the asset (or cash generating unit) is reduced to its recoverable amount.

When an impairment loss subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss is recognised for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the Statement of Profit and Loss.

h Financial instruments

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

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

Subsequent measurement of financial assets:

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Following are the categories of financial instrument:

a) Financial assets at amortised cost

b) Financial assets at fair value through other comprehensive income (FVTOCI)

c) Financial assets at fair value through profit or loss (FVTPL)

a) Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost using the effective interest rate method if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

b) Financial assets at fair value through other comprehensive income (FVTOCI)

Debt financial assets measured at FVOCI:

Debt instruments are subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Equity Instruments designated at FVOCI:

On initial recognition, the Company makes an irrevocable election on an instrument-by-instrument basis to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments, other than equity investment which are held for trading. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments

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FOR THE YEAR ENDED MARCH 31, 2020

c) Financial assets at fair value through profit or loss (FVTPL)

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading. Other financial assets such as unquoted Mutual funds are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

a) the rights to receive cash flows from the asset have expired, or

b) the Company has transferred its rights to receive cash flows from the asset, and

    i. the Company has transferred substantially all the risks and rewards of the asset, or

    ii. the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

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

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss ('ECL') model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, deposits, trade receivables and bank balance

b) Financial assets that are debt instruments and are measured at FVTOCI.

c) Financial guarantee contracts which are not measured as at FVTPL.

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

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ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

i) All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument.

ii) Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms. ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the Statement of Profit and Loss . This amount is reflected under the head 'other expenses' in the Statement of Profit and Loss. In the balance sheet, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

Offsetting: Financial assets and financial liabilities are offset and the net amount is reported in the standalone balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings.

Subsequent measurement

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

Financial liabilities at fair value through profit or loss

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

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

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

Loans and borrowings

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR

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amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings.

De-recognition

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

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

Reclassification of financial assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

i Inventories

Inventories are valued at the lower of cost and net realisable value.

` a. Construction material, raw materials, components, stores and spares are valued at lower of cost and net realizable value. However material and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost are determined on weighted average method.

b. Ply and Batten (included in cost of material consumed).

   Ply & Batten are part of material & supplies used in the construction process and are hence part of inventory which are valued at cost less amortisation/charge based on their usages.

j Foreign currencies

The Company's financial statements are presented in INR, which is also the Company's functional currency.

In preparing the financial statements, transactions in the currencies other than the Company's functional currency are recorded at the rates of exchange prevailing on the date of transaction. At the end of each reporting period, monetary items denominated in the foreign currencies are re-translated at the rates prevailing at the end of the reporting period. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the retranslation or settlement of other monetary items are included in the statement of profit and loss for the period.

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k Employee benefit expenses

Defined Benefit Plan

Gratuity liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation on Projected Unit Credit Method made at the end of the financial year. Actuarial gains and losses for both defined benefit plans are recognized in full in the period in which they occur in the statement of OCI.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the standalone balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring costs

Termination Benefits

The Company recognizes termination benefit as a liability and an expense when the Company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the termination benefits fall due more than 12 months after the balance sheet date, they are measured at present value of future cash flows using the discount rate determined by reference to market yields at the balance sheet date on government bonds.

Compensated Absences

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated advances are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Remeasurement gains/losses on defined benefit plans are immediately taken to the Statement of Profit & Loss and are not deferred.

l Taxes on Income

Current Income Tax

Tax expense for the year comprises current and deferred tax. The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the standalone statement of profit and loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred Income Tax

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

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

i) When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss

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ii) In respect of taxable temporary differences associated with investments in subsidiary and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

i) When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss

ii) In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

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

All other acquired tax benefits realised are recognised in profit or loss.

m Cash and Cash Equivalent

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

n Borrowing costs

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds including interest expense calculated using the effective interest method, finance charges in respect of assets acquired on finance lease. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset until such time as the assets are substantially ready for the intended use or sale. All other borrowing costs are expensed in the period in which they occur.

o Trade payables:

These amounts represents liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 to 180 days of recognition other than usance letter of credit. Trade payables are presented as current financial liabilities.

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The Company enters into deferred payment arrangements (acceptances) for purchase of raw materials under Letter of Credit (LCs) under non-fund based working capital facility approved by Banks for the Company. Considering these arrangements are majorly for raw materials with a maturity ranging from 90 to 180 days, the economic substance of the transaction is determined to be operating in nature and these are recognised as Acceptances under Trade payables. Interest borne by the company on such arrangements is accounted as finance cost.

p Leases

Where the Group is lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets

The right-of-use assets are also subject to impairment. Refer to the accounting policies in note (g) Impairment of non-financial assets.

ii) Lease Liabilities

At the commencement date of the lease, the company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Company's lease liabilities are included in Interest-bearing loans and borrowings (see note (n)).

iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

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q Provisions and Contingencies

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain.

The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

A provision for onerous contracts is recognised when the expected benefits to be derived by the Company from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Company recognises any impairment loss on the assets associated with that contract.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the standalone financial statements.

Provisions and contingent liability are reviewed at each balance sheet.

r Related party transactions

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the period-end are unsecured and settlement occurs in cash or credit as per the terms of the arrangement. Impairment assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

s Commitments

Commitments are future liabilities for contractual expenditure, classified and disclosed as follows:

(i) estimated amount of contracts remaining to be executed on capital account and not provided for;

(ii) uncalled liability on shares and other investments partly paid;

(iii) funding related commitment to subsidiary, associate and joint venture companies; and

(iv) other non-cancellable commitments, if any, to the extent they are considered material and relevant in the opinion of management.

Other commitments related to sales/procurements made in the normal course of business are not disclosed to avoid excessive details.

t Dividend

(i) Proposed Dividend:

The Company recognises a liability to make cash distributions to equity holders of the Company when the distribution is authorised and the distribution is no longer at the discretion of the Company. Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

(ii) Final dividend:

Final dividend on shares are recorded as a liability on the date of approval by the shareholders and

NOTES TO THE FINANCIAL STATEMENTS

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interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors. The Company declares and pays dividend in Indian rupees. The Finance Act 2020 has repealed the Dividend Distribution Tax (DDT). Companies are now required to pay/distribute dividend after deducting applicable taxes. The remittance of dividends outside India is governed by Indian law on foreign exchange and is also subject to withholding tax at applicable rates.

u Earnings per Share

Basic earnings per equity share is computed by dividing the net profit attributable to the equity share holders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as fresh issue, bonus issue that have changed the number of equity shares outstanding, without a corresponding change in resources.

Diluted earnings per equity share is computed by dividing the net profit attributable to the equity shares holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

4 Property plant and equipment

₹ in lakhs

Particulars	Plant and Machinery	Furniture & Fixtures	Office Equipment	Site Establishment	Computers	Formwork	Vehicles	Building	Total
Cost or Valuation									
At April 1, 2018	**9,811.81**	**707.80**	**101.58**	**13,060.48**	**293.74**	**24,475.40**	**352.73**	**1,342.49**	**50,146.03**
Additions	2,030.94	214.93	4.94	12,502.79	102.99	6,909.47	25.18	97.53	21,888.77
Disposals	(22.82)	-	-	(937.72)	-	-	-	-	(960.54)
At March 31, 2019	**11,819.93**	**922.73**	**106.52**	**24,625.55**	**396.73**	**31,384.87**	**377.91**	**1,440.02**	**71,074.26**
Additions	1,344.29	37.49	2.10	12,121.86	81.79	7,921.53	143.57	-	21,652.63
Disposals	(77.29)	(3.90)	-	(1,675.76)	-	-	(56.08)	-	(1,813.03)
At March 31, 2020	**13,086.93**	**956.32**	**108.62**	**35,071.65**	**478.52**	**39,306.40**	**465.40**	**1,440.02**	**90,913.86**
Depreciation									
At April 1, 2018	**876.97**	**65.81**	**24.57**	**5,385.28**	**104.44**	**2,754.08**	**39.16**	**42.84**	**9,293.15**
Depreciation charge for the year	603.64	71.54	16.48	5,891.67	73.50	2,111.18	37.03	21.80	8,826.84
Disposals	(5.05)	-	-	(937.72)	-	-	-	-	(942.77)
At March 31, 2019	**1,475.56**	**137.35**	**41.05**	**10,339.23**	**177.94**	**4,865.26**	**76.19**	**64.64**	**17,177.22**
Depreciation charge for the period	690.90	79.02	16.69	7,002.83	74.43	2,936.58	40.21	22.95	10,863.61
Disposals	(14.19)	(0.51)	-	(1,675.76)	-	-	(29.42)	-	(1,719.88)
At March 31, 2020	**2,152.27**	**215.86**	**57.74**	**15,666.30**	**252.37**	**7,801.84**	**86.98**	**87.59**	**26,320.95**
Net Book Value									
At March 31, 2020	10,934.66	740.46	50.88	19,405.35	226.15	31,504.56	378.42	1,352.43	64,592.91
At March 31, 2019	10,344.37	785.38	65.47	14,286.32	218.79	26,519.61	301.72	1,375.38	53,897.04

Net Book Value

₹ in lakhs

Particulars	March 31, 2020	March 31, 2019
Property, plant and equipment	64,592.91	53,897.04
Capital Work-in-Progress	482.61	426.48

Note 1:

Charge on the Assets:

Please refer note 16 for the details of charge created on assets.

Note 2:

No borrowing costs are capitalised.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

5 Intangible Assets

₹ in lakhs

Particulars	Computer Software	Total
Cost or Valuation		
At April 1, 2018	269.54	269.54
Additions	94.35	94.35
Disposals	-	-
At March 31, 2019	**363.89**	**363.89**
Additions	49.75	49.75
Disposals		
At March 31, 2020	**413.64**	**413.64**
Depreciation		
At April 1, 2018	**131.45**	**131.45**
Depreciation charge for the year	72.46	72.46
Disposals	-	-
At March 31, 2019	**203.91**	**203.91**
Depreciation charge for the period	64.00	64.00
Disposals		
At March 31, 2020	**267.91**	**267.91**
Net Book Value		
At March 31, 2020	145.73	145.73
At March 31, 2019	159.98	159.98

5A Lease

As a lessee

i) Right-of-use assets

Company has lease contracts for various items of machinery , office and other equipment used in its operations having lease terms between 3 months to 11 months. The Company also has certain leases of office premises, staff accommodation Labour colony and Godowns used in its operations having lease terms between 11 months to 72 months. The lease terms are fixed in nature .For leases having lease terms of 12 months or less and leases of office equipment with low value, Company applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions.

Set out below is the carrying amounts of right-of-use assets recognised and the movements during the period:

Right of use Assets	₹ in lakhs
As at 31 March 2019	**-**
Additions on adoption of Ind AS 116 as on April 01,2019	1,385.22
Additions during the year	260.69
Depreciation expense	490.11
As at 31 March 2020	**1,155.80**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

6 Financial Assets: Investments

Non Current Investments

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
I. Investment in equity shares carried at Cost, fully paid up (Unquoted)		
a) In Subsidiary Companies in India		
-CIPL PPSL Yongnam Joint Ventures Constructions Pvt. Limited [95,000 (March 31, 2019: 95,000) shares of ₹ 10 each]	9.50	9.50
	9.50	**9.50**
b) In Associates in India		
- TCC Constructions Pvt Ltd	37.10	-
- TPL - CIL Construction LLP	35.00	21.50
	72.10	**21.50**
c) In Perpetual Securities		
-CIPL PPSL Yongnam Joint Ventures Constructions Pvt. Limited*	1,112.33	1,282.50
Less:- Impairment on fair value of investment	(90.67)	(90.67)
	1,021.66	**1,191.83**
d) In others		
- Captech Technologies Private Limited [1,000 (March 31, 2019: Nil) shares of ₹ 10 each]	0.10	0
- Janakalyan Sahakari Bank [85,000 (March 31, 2019: 85,000) shares of ₹ 10 each]	8.50	8.50
	8.60	**8.50**
Total	**1,111.86**	**1,231.33**
Details:		
Aggregate value of unquoted investments	1,111.86	1,231.33

*In the financial year 2018-19, the Company had converted the outstanding balance of loan given to CIPL PPSL Yongnam Joint Ventures Constructions Pvt. Limited, its subsidiary company into unsecured subordinated perpetual securities. During the year there has been a net reduction in same securities amounting to ₹ 170.17 lakhs (also refer Note -40 on Related party) . These securities are redeemable at the issuer's option and carry non-cumulative interest coupon at the rate of dividend paid on the issuer's ordinary shares. The interest can be deferred if the issuer does not pay any dividend on its ordinary shares for the financial year. The issuer has classified this instrument as equity under Ind AS -32 Financial Instruments Presentation. Accordingly, the Company has classified this investment as Equity Instrument and has accounted at cost as per Ind AS -27 Separate Financial Statements.

*The reduction in Perpetual debt is due to reduction in net receivable from Subsidiary due to certain transactions during the year.

Current Investments

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
I. Investment in Mutual funds carried at Fair value through profit and loss, fully paid up (Unquoted) (under lien)		
-Birla Sun Life Mutual Fund [7,748.349 Units (March 31, 2019: 7,748.349)]	19.20	18.06
-Union Capital Protection Oriented Fund [2,50,000 Units (March 31, 2019: 2,50,000]	30.19	28.70
Total	**49.39**	**46.76**
Details:		
Aggregate value of unquoted investments	49.39	46.76
Market Value of unquoted investments	49.39	46.76

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

7 Loans

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Current		
Secured, Loans to others (considered good)	1,000.00	1,000.00
Unsecured, Loans to others (considered good)	300.00	400.00
Total	**1,300.00**	**1,400.00**

Term & conditions:

Loans: ₹ 300 lacs unsecured loan is given to Tridhaatu Asset Holdings LLP at an interest rate of 15% for a period of 3 months falling due on June 18, 2020.

₹1000 lacs secured loan is given to Epitome Residency Pvt. Ltd. at an interest rate of 15% for a period of 3 months falling due on June 19th ,2020.

8 Other Financial Assets

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Non-Current		
Deposits with Banks (under lien)	1,891.77	440.04
Margin money deposits with Banks	4,541.63	1,841.66
Interest accrued but not due on deposits with banks	97.88	285.85
Security Deposits - Others	354.50	231.64
Contract Assets (Refer Note 36)		
Unbilled revenue	199.22	190.33
Total	**7,085.00**	**2,989.52**
Current		
Interest accrued but not due on deposits with banks	298.02	-
Contract Assets (Refer Note 36)		
Unbilled Revenue	35,606.13	21,349.42
Submitted bills due for certification	18,105.25	15,281.91
Security deposits - Others	1,133.67	1,297.71
Security deposits - unsecured	434.51	1,951.50
Other receivables	493.02	472.52
Total	**56,070.60**	**40,353.06**

Term & conditions:

Security deposits - unsecured are Earnest Money Deposits (EMDs) given while submitting Tender for prospective business. EMDs are refundable after the award of tender .

Security deposits - Others are given for Lease agreements , utilities services & other services ranging from 11 months to 72 months. These Security deposits are refundable at the end of the lease period.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

9 Other Assets

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Non-Current		
Capital Advances	6,812.43	3,687.72
Others		
Balances with Government Authorities	2,033.10	2,308.17
Prepaid expenses	264.36	161.19
Total	**9,109.89**	**6,157.08**
Current		
Advances		
Advances to employees	66.26	24.48
Advances to related parties	148.41	1,025.11
Advances to others	6,418.10	4,604.91
Others		
Balances with Government Authorities	1,722.08	2,396.52
Prepaid expenses	1,549.70	1,073.45
Total	**9,904.55**	**9,124.47**

10 Non Current Tax Assets (Net)

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Advance tax (net of provision for taxation ₹ 11,259.09 Lakhs (March 31, 2019 ₹ 8,186.74 Lakhs))	1,964.13	1,291.33
Total	**1,964.13**	**1,291.33**

11 Inventories

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Raw Materials (at lower of cost and net realisable value)	10,411.81	9,105.69
Total	**10,411.81**	**9,105.69**

12 Trade Receivables

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Non-Current		
Trade receivables including retention balance- unsecured (including retention of ₹ 8,507.85 lakhs (March 31, 2019 ₹ 6,622.48 lakhs))	8,507.85	6,622.48
Total	**8,507.85**	**6,622.48**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

12 Trade Receivables (Contd..)

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Current		
Trade receivables including retention balance- unsecured (including retention of ₹ 7,095.92 lakhs (March 31, 2019 ₹ 5,768.34 lakhs))	40,740.92	51,281.44
Receivable from related party- (Refer Note below)	301.55	2,909.21
	41,042.47	**54,190.65**
Less: Impairment allowances (allowance for bad and doubtful debts)	(2,845.98)	(1,300.97)
Total	**38,196.49**	**52,889.68**

Break-up for security details:

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Trade Receivables		
Considered good - Unsecured	49,550.32	60,813.13
Trade Receivables which have significant increase in credit Risk	-	-
Receivables - credit impaired	-	-
	49,550.32	**60,813.13**
Impairment allowances (allowed for bad and doubtful debts)		
Considered good - Unsecured	2,845.98	1,300.97
Trade Receivables which have significant increase in credit Risk	-	-
Receivables - credit impaired	-	-
Total	**46,704.34**	**59,512.16**

Notes:

1) No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person.

2) Receivable from related party (refer note 40) :

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
TPL- CIL Construction LLP	163.37	2,014.20
Realcon Infrastructures LLP	-	739.80
Capacit'e Viraj AOP	125.61	155.21
Captech Technologies Private Limited	9.91	-
Capacit'e Engineering Private Ltd	2.66	-
Total	**301.55**	**2,909.21**

3) Trade receivables are non-interest bearing and are generally on terms of 45 to 90 days.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

12 Trade Receivables (Contd..)

Expected credit loss allowances on receivables

Impairment of financial assets: The Company recognises impairment loss on trade receivables using expected credit loss model, which involves use of a provision matrix constructed on the basis of historical credit loss experience as permitted under Ind AS 109.

Movement in expected credit loss allowance

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Balance at the beginning of the year	1,300.97	614.26
Impact on adoption of Ind AS 115	-	7.81
Allowance during the year	1,545.00	678.90
Total	**2,845.97**	**1,300.97**

13 Cash and cash equivalents

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Balances with Banks:		
-On current accounts	810.40	238.35
-Deposits with original maturity of less than three months	9,926.64	2,693.62
Cash on hand	16.32	22.43
Foreign currency on hand	3.02	9.79
Total	**10,756.38**	**2,964.19**

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Company and earn interest at the respective short-term deposit rates.

14 Bank balances other than cash and cash equivalents

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Deposits kept as margin money- Less than 3 months	6,823.25	100.00
Deposits having maturity more than three months but less than 12 months	8,704.74	16,241.42
Total	**15,527.99**	**16,341.42**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

15A Share Capital

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
(a) Authorised capital		
8,00,00,000 (March 31,2019: 7,66,50,000) Equity shares of ₹ 10/- each	8,000.00	7,665.00
₹ (March 31, 2019: 16,75,000) Compulsory convertible preference shares of ₹ 20/- each	-	335.00
Total	**8,000.00**	**8,000.00**

Note: Re-classified the Authorised Share Capital of the Company from existing ₹ 80,00,00,000 shares divided into 7,66,50,000 Equity Shares of ₹10/- each aggregating to ₹ 76,65,00,000/- and 16,75,000 Compulsory Convertible Cumulative Preference Shares of ₹ 20/- each to ₹ 80,00,00,000/- divided into 8,00,00,000 Equity shares of ₹ 10/- each by passing Ordinary Resolution in the annual general meeting held on Aug 28, 2019.

Particulars	As at March 31, 2020	As at March 31, 2019
(b) Issued, subscribed and paid up		
6,78,91,497 Equity shares of ₹ 10/- each fully paid (March 31,2019: 6,78,91,497)	6,789.15	6,789.15
Total issued, subscribed and fully paid-up share capital	**6,789.15**	**6,789.15**

(c) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date:

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016
Equity shares allotted as fully paid bonus shares by capitalization of securities premium	-	-	-	3,45,38,298	-
Equity shares allotted as fully paid-up pursuant to conversion of CCPS in ratio 7:1	-	-	1,15,96,816	-	-
Equity shares allotted as fully paid-up pursuant to contracts for consideration other than cash	-	-	-	-	8,14,457

(d) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting period:

₹ in lakhs

Particulars	March 31, 2020		March 31, 2019	
	Nos.	₹ lakhs	Nos.	₹ lakhs
At the beginning of the year	6,78,91,497	6,789.15	6,78,91,497	6,789.15
Shares issued during the year	-	-	-	-
Outstanding at the end of the year	**6,78,91,497**	**6,789.15**	**6,78,91,497**	**6,789.15**

(e) Terms/Rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

15A Share Capital (Contd..)

In the event of liquidation of the Company, the holders of shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts.

The distribution will be in proportion to the number of shares held by the shareholder INR

(f) Details of Shareholders holding more than 5% Equity Shares

₹ in lakhs

Name of shareholders	March 31, 2020		March 31, 2019	
	Nos.	₹ lakhs	Nos.	₹ lakhs
Rohit Ramnath Katyal	63,04,144	9.29%	63,04,144	9.29%
Rahul Ramnath Katyal	61,24,930	9.02%	61,24,930	9.02%
Rohit Katyal jointly with Rahul Katyal	45,12,046	6.65%	45,12,046	6.65%
Katyal Merchandise Private Limited	90,72,994	13.36%	90,72,994	13.36%
New Quest Asia Investments II Limited	66,17,254	9.75%	66,17,254	9.75%
Paragon Partners Growth Fund	60,36,303	8.89%	60,36,303	8.89%
ICICI Prudential Multicap Fund	34,40,460	5.07%	-	-

As per the records of the company, including its register of shareholders/members and other declaration received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

(g) Dividend on equity shares declared and paid during the year

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Final dividend of ₹1.00 per share for FY 2018-19 (Proposed by Board of Directors in the meeting held on May 13, 2019 and was approved by Shareholders in the meeting held on August 20, 2019) (for FY 2017-18 (Proposed by Board of Directors in the meeting held on May 18, 2018 and was approved by Shareholders in the meeting held on August 24, 2018)	678.79	678.91
Dividend distribution tax on final dividend	143.73	143.73
Total	**822.52**	**822.64**

15B Other Equity

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
(a) Securities premium		
Balance as per the last financial statements	45,713.14	45,681.19
Less: Share issue expenses/related provision written back	-	31.97
Total	**45,713.14**	**45,713.16**

Note: Securities premium is used to record the excess of the amount received over the face value of the shares. The issue expenses of securities which qualify as equity instruments are written off against Securities premium. This reserve will be utilised in accordance with the provision of the Companies Act, 2013.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2020

15B Other Equity (contd..)

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
(b) Retained earnings		
Balance as per last financial statement	31,810.65	22,478.34
Add: Profit for the year	9,091.52	9,558.26
Add: Other Comprehensive income for the year	5.14	51.81
Add: Impact on adoption of Ind AS 115	-	544.88
Less: Appropriation		
Final Dividend	(678.79)	(678.91)
Dividend distribution tax	(143.73)	(143.73)
Total	**40,084.79**	**31,810.65**
Grand Total	**85,797.93**	**77,523.81**

Note: The portion of profits not distributed among the shareholders but retained and used in business are termed as retained earnings. It is also referred to as ploughing back of profit. The Company should ensure to strike the right balance between the quantum of dividend paid and amount of profits retained in the business for various purposes. These earnings may be utilized for internal financing of its various projects and for fixed as well as working capital. Thus the retained earnings shall be utilized for carrying out the main objectives of the company and maintaining adequate liquidity levels.

16 Borrowings

₹ in lakhs

Particulars	Effective Interest Rate (%)	As at March 31, 2020	As at March 31, 2019
(a) Non-Current Borrowings			
Term loans			
From banks (secured)	9.15%	7,973.26	4,476.09
From financial institutions (secured)	12.90%	1,379.35	1,322.29
Total		**9,352.61**	**5,798.38**
(b) Current Borrowings			
Working Capital Loan (secured)			
From Bank	10.90%	11,839.45	7,301.77
Bills discounted with Bank (Secured)	Refer Note Below	6,333.85	10,470.86
Current maturity of Long term loans (secured)			
From Banks	9.15%	2,543.80	2,922.66
From Financial Institutions	12.90%	541.59	862.30
From related parties			
Intercorporate deposits from related party (unsecured)	12.00%	90.72	-
Loans from Directors (Unsecured)	12.00%	99.28	-
Total		**21,448.69**	**21,557.59**
Less: Amount clubbed under "Other Current Liabilities"		(3,085.39)	(3,784.96)
Net Current Borrowings		**18,363.30**	**17,772.63**
Aggregate Secured borrowings		30,611.30	27,355.97
Aggregate Unsecured borrowings		190.00	-

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

16 Borrowings (Contd..)

Terms and Conditions of the Borrowings

Term loan from bank carries interest ranging between 8.01% to 14.00%p.a. These loans are repayable in 17 to 84 months with structured monthly instalments ranging between ₹ 9,430 to ₹ 85,77,151 each along with interest, from the date of loan. These loans are secured by hypothecation of respective equipments/vehicles against which these loans are taken with additional mortgage/ charge aggregating to an amount of ₹180.78 crores (PY ₹ 118.90 crores), on the plant and machinery and formwork placed at various sites and used for the purpose of construction. Further, these loans has been guaranteed by the personal guarantee of the directors of the Company.

Term loan from financial institutions carries interest ranging between 7.99% to 14.16 % p.a. These loans are repayable in 29 to 59 months with structured monthly instalments ranging between ₹ 10,890 to ₹ 73,65,000 each along with interest, from the date of loan. These loans are secured by hypothecation of respective equipments against which these loans are taken with additional mortgage/charge aggregating to an amount of ₹ 38.01 crore (PY ₹ 35.79 crores), on the plant and machinery placed at various sites and used for the purpose of construction. Further, these loans has been guaranteed by the personal guarantee of the directors of the Company.

Working capital loan from banks is secured against hypothecation of fixed assets, inventory, trade receivables, and other current assets on paripassu basis with other member banks in the consortium. The Working capital loan is repayable on demand and carries interest range between 1 year MCLR + 0.15% to 4.35% presently, in range of 9.40% to 12.35% p.a.

Bills discounted with various banks from various banks are discounted at various rates ranging from 10.75%p.a. to12.50% p.a. Tenure for bills discounted with banks are for 90 days . Bills discounted with banks are secured against the Debtors of the bill discounted.

Unsecured Loan from related parties carry interest rate of 12% and are repayable on demand.

Net Debt Reconciliation with Cash Flows

₹ in lakhs

Particulars	Liabilities from Financing Activities		
	Non Current Borrowings (Included Interest Accrued)	Current Borrowings	TOTAL
Balance as on April 1,2018	**10,016.61**	**13,906.60**	**23,923.21**
Cash Flows (As per Statement of Cash Flow)(net)	(403.38)	3,866.03	3,462.65
Interest Expense	4,912.11	-	4,912.11
Interest Paid	(4,904.36)	-	(4,904.36)
Balance as on April 1,2019	**9,620.98**	**17,772.63**	**27,393.61**
Cash Flows (As per Statement of Cash Flow)(net)	2,853.38	590.67	3,444.05
Interest Expense	6,451.85	-	6,451.85
Interest Paid	(6,479.51)	-	(6,479.51)
Balance as on March 31,2020	**12,446.70**	**18,363.30**	**30,810.00**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

16A Lease Liability

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
(a) Non-Current Lease Liability	786.93	-
(b) Current Lease Liability	396.56	-
Total	**1,183.49**	**-**

(c) Reconciliation between Total Future Minimum Lease payments and their Present value:

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Total Future Minimum Lease payments	1,492.00	-
Less: Future liability on Interest account	308.51	-
Present value of Future Minimum Lease payments	1,183.49	-

(d) Year wise Future Minimum Lease rental payments:

₹ in lakhs

Particulars	As at March 31, 2020		As at March 31, 2019	
	Total Minimum Lease payments	Present value of lease payments	Total Minimum Lease payments	Present value of lease payments
(i) Not later than one year	526.74	396.56	-	-
(ii) Later than one year but not later than five years	965.26	786.93	-	-
Total	**1,492.00**	**1,183.49**	**-**	**-**

(e) Lease Liability movement

₹ in lakhs

Particulars	During the year ended March 31, 2020	During the year ended March 31, 2019
Opening Balance as on April 1, 2019	-	-
Add: Lease Liability recognised on adoption of IND AS 116 as on April 1,2019	1,333.33	-
Add: Contract Assets during the year	260.69	-
Add: Finance cost charged during the year	175.34	-
less: Lease payments during the year	585.87	-
Closing Balance as on March 31, 2020	1,183.49	-

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

17 Trade Payables

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Total outstanding dues of micro enterprises and small enterprises (Refer Note 35)	1,416.27	409.62
	1,416.27	**409.62**
Total outstanding dues of creditors other than micro enterprises and small enterprises.		
Acceptances (refer note (a) below)	16,327.48	14,374.43
Trade payables (refer note (b) below)	37,545.90	38,556.44
Trade payables to related parties	651.87	7.28
Sub Total	**54,525.25**	**52,938.15**
Total	**55,941.52**	**53,347.77**

Notes:

(a) Acceptances represent amounts payable to banks on due date as per usance period of Letter of Credit (LCs) issued to raw material vendors under non-fund based working capital facility approved by Banks for the Company. The arrangements are interest-bearing with a maturity ranging from 90 to 180 days.

(b) Others includes amount payable to vendors and accrual of expenses that are expected to be settled in the Company's normal operating cycle or due to be settled within 30 to 180 days from the reporting date.

(c) For explanations on the Company's liquidity risk management processes Refer note 44 (C).

18 Other Financial Liabilities

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Non- Current		
Other financial liabilities at amortized cost		
Creditors for capital goods	1,259.74	2,121.72
Retention money payable to related parties	145.96	56.51
Retention money payable to others	2,447.86	2,007.65
Total	**3,853.56**	**4,185.88**
Current		
Other financial liabilities at amortized cost		
Current maturity of long term loans (refer note 16)	3,085.39	3,784.96
Interest accrued but not due on borrowings	8.70	37.63
Interest accrued but not due on ICD taken	1.42	-
Creditors for capital goods/services	1,828.92	1,129.36
Employee dues	1,027.78	1,159.43
Total	**5,952.21**	**6,111.38**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

18 Other Financial Liabilities (Contd..)

Terms and conditions:

-Creditors for capital goods are non-interest bearing and are normally settled on 90 to 180 day terms.

-Retention money are payable after the defect liability periods is over as per the terms of the contract.

-Long term loans maturity and interest accrued but not due are as per the terms with Bank's loan sanction letter. (Refer Note 16)

-Interest accrued but not due on ICDs are payable within 1 to 3 months as per the terms of Loan. (Refer Note 16)

-Employee dues are payable within 30 days.

19 Provisions

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Non-Current		
Provision for employee benefits		
Gratuity	122.58	149.21
Total	**122.58**	**149.21**
Current		
Provision for employee benefits		
Gratuity	97.99	21.25
Leave encashment	204.18	100.74
Other provisions	1,179.34	2,040.73
Total	**1,481.51**	**2,162.72**

20 Current Tax Liabilities (net)

₹in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Provision for tax (net of advance tax ₹ 2,309.44 Lakhs (March 31, 2019 ₹ 2,355.87 Lakhs)	1,247.93	1,201.52
Total	**1,247.93**	**1,201.52**

21 Deferred Tax Liabilities (Net)

₹in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Deferred Tax Liabilities (Net)	3,868.93	5,691.18
Total	**3,868.93**	**5,691.18**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

21 Deferred Tax Liabilities (Net) (Contd..)

₹ in lakhs

	As at March 31, 2019	Recognised in Profit or Loss	As at March 31, 2020
Deferred Tax Assets in relation to:			
Provisions	569.06	284.00	853.06
Others	-	-	-
	569.06	**284.00**	**853.06**
Deferred Tax Liabilities in relation to:			
Property, plant and equipment	3,091.32	23.00	3,114.32
Retention money	2,859.07	(1,474.25)	1,384.82
Impact on adoption of Ind AS 115	290.17	(87.00)	203.17
Others	19.68	-	19.68
Total	**6,260.24**	**(1,538.25)**	**4,721.99**
Net Deferred Tax Liabilities	**5,691.18**	**(1,822.25)**	**3,868.93**

₹ in lakhs

	As at March 31, 2018	Recognised in Profit or Loss	As at March 31, 2019
Deferred Tax Assets in relation to:			
Provisions	283.16	285.90	569.06
Others	-	-	-
	283.16	**285.90**	**569.06**
Deferred Tax Liabilities in relation to:			
Property, plant and equipment	2,208.93	882.39	3,091.32
Retention money	2,135.79	723.28	2,859.07
Impact on adoption of Ind AS 115	-	290.17	290.17
Others	(17.73)	37.41	19.68
Total	**4,326.99**	**1,933.25**	**6,260.24**
Net Deferred Tax Liabilities	**4,043.83**	**1,647.35**	**5,691.18**

* Includes effect of transfer from provision for taxes to deferred tax liability.

22 Other liabilities

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Non-Current		
Contract liabilities		
Advance from customers (refer note 36)	29,235.04	7,498.36
Deferred income	51.27	148.49
Total	**29,286.31**	**7,646.85**
Current		
Contract liabilities		
Advance from customers (refer note 36)	11,401.77	13,744.67
Deferred income	157.45	272.97
Statutory dues	1,572.74	2,602.39
Total	**13,131.96**	**16,620.03**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

23 Revenue from operations

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Contract revenue	1,52,327.21	1,77,473.62
Other operating income		
- Scrap sales	547.20	737.69
- Others	-	450.00
Total	**1,52,874.41**	**1,78,661.31**

24 Other Income

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
(a) Interest Income		
- Interest on fixed deposits	1,547.04	1,812.01
- Other interest income	710.13	1,522.81
(b) Other non operating income		
- Equipment hire charges	169.21	15.74
- Service charge income	2.25	106.44
- Net gain on sale or fair valuation of mutual funds	2.64	5.57
- Miscellaneous income	106.98	226.39
Total	**2,538.25**	**3,688.96**

25 Cost of material consumed

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Opening stock	9,105.69	6,785.97
Add: Purchase of material (refer note 32)	67,069.23	78,892.74
Less: Closing stock	(10,411.81)	(9,105.69)
Total	**65,763.11**	**76,573.02**

26 Construction expenses

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Labour/Subcontractor charges (refer note 32)	30,919.22	47,797.72
Electricity expenses (Site)	1,136.24	1,174.38
Equipments hire charges (refer note 32)	2,589.62	1,679.07
Formwork hire charges	3,365.75	2,331.49
Others construction expenses	2,627.06	2,387.67
Total	**40,637.89**	**55,370.33**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

27 Employee benefit expenses

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Salaries, wages and bonus	12,933.31	13,793.29
Contributions to provident and other funds	374.80	375.89
Staff welfare expenses	395.17	447.01
Total	**13,703.28**	**14,616.19**

28 Finance cost

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Interest on borrowings	2,724.38	2,085.34
Other interest expenses	1,336.78	171.68
Bank guarantee commission	1,173.74	775.69
Bank charges	1,216.95	1,879.40
Total	**6,451.85**	**4,912.11**

29 Depreciation and amortisation expenses

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Depreciation of property, plant and equipment	10,863.85	8,826.84
Amortization of intangible assets	64.00	72.46
Depreciation of Right-of-use assets	490.11	-
Total	**11,417.96**	**8,899.30**

30 Other expenses

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Electricity charges	96.08	98.69
Rent	925.72	1,334.41
Rates & taxes	173.09	146.89
Insurance expenses	227.02	125.20
Repairs & maintenance of		
Plant and machinery	208.99	193.55
CSR expenditure (refer note below)	1.00	145.90
Commission & brokerage	25.39	43.52
Legal and professional charges (refer note 32)	1,303.46	1,610.20
Payment to auditor (refer note below)	80.00	75.00
Advertising and sales promotion	134.88	130.01
Travelling expenses	305.46	334.81

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

30 Other expenses (Contd..)

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Vehicle hiring charges	480.33	616.12
Communication costs	73.64	88.19
Impairment allowance for trade receivable	1,545.00	678.90
Impairment of investment in subsidiary	-	90.68
Donation	9.53	8.29
Office expenses	1,167.93	1,077.87
Printing & stationery	143.71	192.82
Miscellaneous expenses	197.47	262.34
Total	**7,098.70**	**7,253.39**

Corporate Social Responsibility expenditure

Amount required to be spent by the Company of Corporate Social Responsibility (CRS) related activities for the year ended March 31, 2020 is ₹ 257.64 Lakhs (Previous period ₹ 199.98 Lakhs)

₹ in lakhs

Amount Spent during the period ended March 31, 2020 on:	In Cash	Yet to be paid	Total
(i) Construction of any asset	-	-	-
(ii) Purposes other than (i) above	1.00	256.64	257.64

₹ in lakhs

Amount Spent during the period ended March 31, 2019 on:	In Cash	Yet to be paid	Total
(i) Construction of any asset	-	-	-
(ii) Purposes other than (i) above	145.90	54.08	199.98

Payment to Auditors (excluding GST)

₹ in lakhs

Particulars	March 31, 2020	March 31, 2019
As auditors:		
Statutory audit fees	49.50	48.50
Limited review of standalone & consolidated financial statement on quarterly basis	28.50	25.50
For Other services including certification works	2.00	8.00
Reimbursement of Expenses	4.50	4.33
	84.50	**86.33**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

31 Income Tax

Tax expenses for the year ended March 31, 2020 reflects changes made vide Taxation Laws Amendment Ordinance 2019. Pursuant to Taxation Law (Amendment) Ordinance, 2019 ("Ordinance") issued by Ministry of Law and Justice (Legislation Department) on September 20, 2019 and which is effective from April 1, 2019, domestic companies have an option to pay corporate Income Tax @ 22% + Surcharge and Cess ("New Tax Rate") subject to certain conditions. The Company has made an assessment of the impact of the Ordinance and opted for the New Tax Rate from the financial year 2019-2020. Further due to revised tax rate, there is a reversal of deferred tax liability as on March 31,2020 to the extent of ₹ 1,391.99 Lakhs, credit of which has been taken in the face of Statement of Profit & Loss of the current year.

The tax rate used for the years 2019-20 and 2018-19 reconciliation above is the corporate tax rate of 25.17% and 34.94% respectively payable by corporate entities in India on taxable profits under the Indian tax law.

The income tax expense for the year can be reconciled to the accounting profit as follows:

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Profit before tax	10,339.87	14,725.92
Profit before tax considered for tax working	**10,339.87**	**14,725.92**
Income tax expense calculated at 25.168% for FY 2019-20 and 34.944% for FY 2018-19	2,602.27	5,145.82
Add/(Less) tax effect on account of :		
Impact of new tax rate adoption		
MAT write-off	206.01	-
Effect of Rate change due to new tax regime	(1,598.00)	-
Other impacts		
Tax effect on permanent non deductible expenses	38.07	21.84
Income tax expense recognised in statement of profit and loss	**1,248.35**	**5,167.66**
Statement of Other Comprehensive Income:		
Current tax related to items recognised in OCI during the year:		
In respect of Current year	6.87	79.23
Income tax charged to OCI	1.73	27.42

32 During the year, following expenses are capitalised to site establishment (also refer note 3(d) on PPE)

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Raw material consumed	5,217.57	4,967.02
Labour/Subcontractor charges	5,045.57	7,165.19
Equipments hire charges	214.50	94.39
Legal and professional charges	1,644.22	276.20
Total	**12,121.86**	**12,502.79**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

33 Earnings per share

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

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

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

₹ in lakhs

Particulars		As at March 31, 2020	As at March 31, 2019
Basic earnings per share			
Profit attributable to equity shares holders (₹ In lakhs)	A	9,091.52	9,558.26
Weighted average number of equity shares outstanding	B	6,78,91,497	6,78,91,497
Basic EPS	A/B	13.39	14.08
Diluted earnings per share			
Profit attributable to equity shares holders (₹ In lakhs)	A	9,091.52	9,558.26
Weighted average number of equity shares outstanding for diluted EPS	B	6,78,91,497	6,78,91,497
Diluted EPS	A/B	13.39	14.08
Face Value per share (₹)		10	10

34 Segment Reporting

For management purposes, the Company is organised into business units based on its services and has single reportable segments namely "Engineering, Procurement and Construction Contracts".

The Board of directors of the Company monitors the operating results of this segment for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements.

35 Details of dues to micro and small enterprises as defined under the MSMED Act, 2006

The details of amounts outstanding to Micro and Small enterprises under the Micro and Small Enterprises Development Act, 2006 (MSED Act), based on the available information with the Company are as under:

₹ in lakhs

Particulars	March, 31 2020	March, 31 2019
-Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	1,416.27	409.62
-Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	60.62	14.98
-Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
-Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
-Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

35 Details of dues to micro and small enterprises as defined under the MSMED Act, 2006 (Contd..)

₹ in lakhs

Particulars	March, 31 2020	March, 31 2019
-Interest due and payable towards suppliers registered under MSMED Act, for payments already made	60.62	14.98
-Further interest remaining due and payable for earlier years	14.98	-

36 Disclosure pursuant to Ind AS 115

a) Contract Balances

The following table provides information about receivables, contract assets and contract liabilities from contract with customers

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Contract assets		
Unbilled revenue		
Non current	199.22	190.33
Current	53,711.38	36,631.33
Total Contract assets	**53,910.60**	**36,821.66**
Contract liabilities		
Advance from customers		
Non current	29,235.04	7,498.36
Current	11,401.77	13,744.67
Total Contract Liabilities	**40,636.81**	**21,243.03**
Receivables		
Trade receivables (Gross)		
Non current	8,507.85	6,622.48
Current	41,042.47	54,190.65
Less : Impairment allowance	(2,845.98)	(1,300.97)
Net receivables	**46,704.34**	**59,512.16**
Total	**59,978.13**	**75,090.79**

Significant changes in the contract assets and the contract liabilities balances during the year are as follows:

₹ in lakhs

Particulars	As at March 31, 2020	
	Contract Assets	Contract Liabilities
Opening Balance (unbilled revenue)	36,821.66	21,243.03
Less : Revenue recognized during the year from balance at the beginning of the year, (net)	34,666.23	17,766.86
Add : Advance received during the year not recognized as revenue	-	37,160.65
Add : Revenue recognized during the year apart from above, (net)	51,755.17	-
Closing Balance	**53,910.60**	**40,636.81**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

36 Disclosure pursuant to Ind AS 115 (Contd..)

b) Transaction Price - Remaining Performance Obligation

The remaining performance obligation disclosure provides the aggregate amount of the transaction price yet to be recognized as at the end of the reporting period and an explanation as to when the Company expects to recognize these amounts in revenue. The aggregate value of performance obligations (completely or partially unsatisfied) as of March 31, 2020 is ₹ 11,60,461.31 Lakhs (excluding MHADA project), out of which, majority is expected to be recognised as revenue within a period of 18-42 months.

37 Contingent Liabilities

₹ in lakhs

a) Particulars	As at March 31, 2020	As at March 31, 2019
Corporate Guarantee given on behalf of subsidiary company	1,095.00	1,095.00
Bank Guarantees	12,839.92	10,537.23
Total	**13,934.92**	**11,632.23**

b) For the Financial year 13-14 & 14-15, Company has received assessment orders under Maharashtra Value Added Tax Act, 2002 (MVAT) with disallowance of input tax credit & Tax deducted at source amounting to ₹63,22,130/- & ₹ 1,15,31,314/- respectively. The Company has filed an appeal against the said orders. Pending outcome of the same, no adjustment has been made in the financial statements. The outcome of the appeal shall not result into cash outflow for the company.

c) With respect to certain matters relating to issue of shares in earlier years, the Company has made suo-moto application to Registrar of Companies (ROC) , Mumbai, for compounding of offences under Section 42, 62 read with the applicable rules thereunder of the Companies Act. The matter is still pending with the ROC, Mumbai, the impact of the same on the financial statements is not ascertainable.

38 Capital and Other Commitments

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Estimated amount of contracts remaining to be executed on capital account (net of advances)		
-on Property, plant & equipment	874.02	2,824.03
Total	**874.02**	**2,824.03**

39 Disclosure pursuant to Ind AS 19 "Employee Benefits

Gratuity Valuation - As per actuary

In respect of Gratuity, the Company makes annual contribution to the employee group gratuity scheme of the Bajaj Allianz Life Insurance Co. Ltd, funded defined benefits plan for qualified employees. The scheme provided for lump sum payments to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days salary for each completed year of service or part thereof in excess of six months. Vesting occurs upon completion of five years of service. The Company has provided for gratuity based on the actuarial valuation done as per Project Unit Credit Method.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

39 Disclosure pursuant to Ind AS 19 "Employee Benefits (Contd..)

Defined benefit plans exposes the Company to actuarial risks such as

(i) Interest rate risk A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset

(ii) Salary Risk The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

(iii) Investment Risk The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

(iv) Asset Liability Matching Risk The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

(v) Mortality risk Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

(vi) Concentration Risk Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very less as insurance companies have to follow regulatory guidelines.

The Company operates one defined benefit plan viz. gratuity benefit for its employees which is funded. The gratuity benefit is governed by the Payment of Gratuity Act, 1972. Under the act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement age. The scheme is funded with insurance companies.

The following tables summarize the components of net benefit expense recognized in the statement of profit and loss and the funded status and amounts recognized in the balance sheet for the gratuity benefit plan:

(i) Net benefit expenses (recognised in profit or loss)

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Current service cost	158.81	160.20
Net interest cost	38.10	12.00
Net benefit expenses	**196.90**	**172.20**

(ii) Re-measurement (gain)/loss recognised in other comprehensive income

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Actuarial loss / (gain) due to defined benefit obligation ('DBO') and assumption changes	(64.41)	(53.38)
Return on plan assets less / greater than discount rate	(6.82)	16.96
Actuarial losses / (gains) due recognised in OCI	**(71.23)**	**(36.42)**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

39 Disclosure pursuant to Ind AS 19 "Employee Benefits (Contd..)

(iii) The amounts recognised in the Balance Sheet are as follows:

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Defined benefit obligation	564.43	481.67
Fair value of plan assets	343.86	311.21
Net Plan Liability/ (Asset)*	**220.57**	**170.46**

(iv) The changes in the present value of defined benefit obligation for Gratuity are as follows:

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Opening defined benefit obligation	481.67	372.41
Add: Service cost	158.81	160.20
Add: Interest cost	38.10	28.86
Add: Actuarial Gain on obligation arising from changes in experience adjustments	(67.04)	(53.38)
Less: Benefit paid	(47.12)	(26.42)
Closing defined benefit obligation	**564.42**	**481.67**

(v) Changes in the fair value of plan assets representing reconciliation of the opening and closing balances thereof are as follows:

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Opening balance of the fair value of plan assets	311.22	217.74
Add: Interest income on plan assets	11.07	16.86
Add/(Less): Actuarial gains/(losses)	(10.61)	(16.97)
Add: Contribution by employer	79.30	120.00
Less: Benefits paid	(47.12)	(26.42)
Closing balance of the fair value of plan assets	**343.86**	**311.21**

(vi) The Major category of plan asset as a percentage of fair value of total plan assets is as follows

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Investments with insurer managed funds	100%	100%

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

39 Disclosure pursuant to Ind AS 19 "Employee Benefits (Contd..)

(vii) Principal actuarial assumptions as at Balance Sheet date:

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Discount rate	6.50%	7.75%
Expected return on assets	6.50%	7.75%
Employee attrition rate	24.00%	5.00%
Salary growth rate	5.00%	5.00%

(viii) Sensitivity Analysis

Sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be co-related. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions, the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Assumptions	Discounted		Future Salary Increase	
Sensitivity Analysis	1% Increase	1% Decrease	1% Increase	1% Decrease
	INR Lakhs	INR Lakhs	INR Lakhs	INR Lakhs
Impact on define benefit obligation	(18.93)	(39.14)	17.21	44.06

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

(ix) Methodology for Defined Benefit Obligation:

The Projected Unit Credit (PUC) actuarial method has been used to assess the plan's liabilities, including those related to death-inservice and incapacity benefits. Under PUC method a projected accrued benefit is calculated at the beginning of the year and again at the end of the year for each benefit that will accrue for all active members of the plan. The projected accrued benefit is based on the plan's accrual formula and upon service as of the beginning or end of the year, but using a member's final compensation, projected to the age at which the employee is assumed to leave active service. The plan liability is the actuarial present value of the projected accrued benefits for active members.

(x) The expected maturity analysis of undiscounted defined benefit obligation is as follows:

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Within 1 year	97.99	22.72
Between 1 - 2 years	47.19	36.06
Between 2 - 3 years	53.77	31.08
Between 3 - 4 years	48.28	40.81
Between 4 - 5 years	47.21	43.87
Beyond 5 years	269.98	516.57

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

39 Disclosure pursuant to Ind AS 19 "Employee Benefits (Contd..)

The average duration of the defined benefit plan obligation at the end of the reporting period is 17 years (March 31, 2019 - 17 years).

The contribution expected to be made by the Company during the financial period July 2020- June 21 is ₹ 205.69 Lakhs (2019-20: ₹ 207.69 Lakhs)

Compensated absences (unfunded)

In respect of Compensated absences, accrual is made on the basis of a year-end actuarial valuation. the Company has provided for compensated absences based on the actuarial valuation done as per Project Unit Credit Method. The leave obligation cover the Company's liability for earned leave. The amount of the provision of ₹ 204.18 lakh (year ended 31 March 2019: ₹ 100.74 lakh) is presented as current. The Company contributes towards has recognised ₹ 62.25 lakh (31 March 2019: ₹ 55.23 lakh) for Compensated absences in the Statement of Profit and Loss

40. Related party transactions

Names of related parties and related party relationship

Related parties where control exists - Subsidiary Company	CIPL-PPSL-Yongnam Joint venture Constructions Private Limited
Joint Venture	PPSL Capacite JV
	Realcon Infrastructure LLP (from April 01, 2019 till September 30, 2019)
	Capacit'e Viraj AOP (from November 1, 2018)
Enterprises directly or indirectly owned / significantly influenced by directors/key management personnel or their relatives.	Katyal Merchandise Pvt Ltd
	Capacit'e Engineering Private Limited
	Katyal Ventures Pvt Ltd. (Formerly Capacit'e Ventures Private Limited)
	Captech Technologies Pvt Ltd (From Oct 28, 2019)
Associates (where transactions have taken place during the year and previous year / balances outstanding)	TPL-CIL Construction LLP (from September 28, 2018)
	TCC Construction Pvt Ltd (from September 20, 2018)
Key Management Personnel & their relatives	Rohit Katyal – Executive Director and Chief Financial Officer
	Rahul Katyal – Managing director
	Sai Katkar - Company Secretary (upto January 18, 2020)
	Subir Malhotra - Executive director
	Sakshi Katyal - Wife of Mr. Rohit Katyal
	Farah Nathani Menzies - Independent director
	S B Mainak - Independent director (Upto February 15, 2020)
	Saroj Kumar Pati - Chief Executive Officer
	Asutosh Katyal (Upto October 27, 2019)
	Arun Karambelkar- - Independent director
	Vishwamitter Katyal - Father-in-Law of Mr. Subir Malhotra
	Monita Malhotra - Wife of Mr. Subir Malhotra

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

40. Related party transactions (Contd..)

Related Party Transaction (including provisions and accruals)

₹ in lakhs

Name of Related Party	Relation with related parties	Nature of Transaction	As at March 31, 2020	As at March 31, 2019
Capacit'e Viraj AOP	Associates	Sales	52.90	163.17
		Eqp Hire Income	80.26	-
		Formwork Hire Income	76.20	-
		Other Income	6.87	-
		Payment received	239.45	38.77
		Payment made	28.68	2.80
Capacit'e Engineering Private Limited	Enterprises directly or indirectly owned / significantly influenced by directors/key management personnel or their relatives	Expenses Incurred - Subcontractor Charges	2,796.69	1,723.63
		Profession & Consultancy Charges	30.60	-
		Other Income	6.27	-
		Security deposit	89.45	26.08
		Contract Retention	-	205.37
		Contract Withheld	-	33.08
		Payment Received	-	200.00
		Payment made	3,037.15	3,509.36
TPL-CIL Construction LLP	Associates	Professional & Consultancy Income	151.27	1,865.00
		Payment made	-	21.50
		Receipt	2,014.20	-
PPSL Capacite JV	Joint Venture	Assets Purchased	-	1,764.50
		Site establishment expenses booked	-	51.71
		Payment Received	-	181.50
		Payment Made	44.12	267.15
Realcon Infrastructure LLP	Joint Venture	Business Support Service	331.25	685.00
		Payment	10.00	-
		Receipt	1,107.55	
Rahul Katyal	Managing Director	Loan Received	56.24	-
		Loan Repaid (Including interest)	45.00	-
		Interest on Loan (Gross)	1.63	-
		Directors Remuneration (refer note below)	94.20	94.20
Rohit Katyal	Director and Chief Financial Officer	Directors Remuneration (refer note below)	97.20	97.20
		Loan Received	564.24	-
		Loan Repaid	476.20	-
		Interest on Loan (Gross)	6.16	-
Sai Katkar	Company Secretary	Remuneration (Apr 19 to Jan 20)	12.77	16.00

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

40. Related party transactions (Contd..)

₹ in lakhs

Name of Related Party	Relation with related parties	Nature of Transaction	As at March 31, 2020	As at March 31, 2019
CIPL-PPSL Yongnam JV Constructions Private Ltd	Subsidiary Company	Sales	495.16	557.49
		Payment made	261.11	583.70
		Payment received	774.94	1,240.87
		Converted in unsecured perpetual securities (Non cash)	1,021.66	1,282.50
Capacit'e Viraj AOP	Joint Venture	Sales	52.90	163.17
		Eqp Hire Income	80.26	-
		Formwork Hire Income	76.20	-
		Other Income	6.87	-
		Payment received	239.45	38.77
		Payment made	28.68	2.80
Capacit'e Engineering Private Limited	Enterprises directly or indirectly owned / significantly influenced by directors/key management personnel or their relatives	Expenses Incurred - Subcontractor Charges	2,796.69	1,723.63
		Profession & Consultancy Charges	30.60	-
		Other Income	6.27	-
		Security deposit	89.45	26.08
		Contract Retention	-	205.37
		Contract Withheld	-	33.08
		Payment Received	-	200.00
		Payment made	3,037.15	3,509.36
TPL-CIL Construction LLP	Associates	Professional & Consultancy Income	151.27	1,865.00
		Payment made	-	21.50
		Receipt	2,014.20	-
PPSL Capacite JV	Joint Venture	Assets Purchased	-	1,764.50
		Site establishment expenses booked	-	51.71
		Payment Received	-	181.50
		Payment Made	44.12	267.15
Realcon Infrastructure LLP	Joint Venture	Business Support Service	331.25	685.00
		Payment	10.00	-
		Receipt	1,107.55	
Rahul Katyal	Managing Director	Loan Received	56.24	-
		Loan Repaid (Including interest)	45.00	-
		Interest on Loan (Gross)	1.63	-
		Directors Remuneration (refer note below)	94.20	94.20

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

40. Related party transactions (Contd..)

₹ in lakhs

Name of Related Party	Relation with related parties	Nature of Transaction	As at March 31, 2020	As at March 31, 2019
Rohit Katyal	Executive Director and Chief Financial Officer	Directors Remuneration (refer note below)	97.20	97.20
		Loan Received	564.24	-
		Loan Repaid	476.20	-
		Interest on Loan (Gross)	6.16	-
Sai Katkar	Company Secretary	Remuneration (Apr 19 to Jan 20)	12.77	16.00
Subir Malhotra	Executive Director	Directors Remuneration (refer note below)	86.20	86.19
		Loan Received	50.00	-
		Loan Repaid	50.00	-
Deepak Mitra	Independent director	Sitting Fees	-	0.40
Rupa vora	Independent director	Sitting Fees	-	0.30
Arun Karambelkar	Independent director	Sitting Fees	3.40	2.40
Arun Karambelkar	Independent director	Commission	3.00	-
Farah Nathani Menzies	Independent director	Sitting Fees	3.60	2.55
Farah Nathani Menzies	Independent director	Commission	3.00	-
K.V. Murty	Independent director	Sitting Fees	-	0.30
S B Mainak	Independent director	Sitting Fees	3.45	4.00
S B Mainak	Independent director	Commission	3.00	-
Saroj Kumar Pati	Chief Executive Officer	Remuneration	136.53	121.53
Vishwamitter Katyal	Relatives of Directors	Professional Fees	-	16.00
		Payment made	-	19.44
Katyal Ventures Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Payment made	5.25	5.40
		Sale of Investments	-	-
		Rent Expenses	4.47	4.65
Mrs. Monita Malhotra	Relatives of Directors	Rent	24.72	26.96
		Payment Made	26.69	7.28
Sakshi Katyal	Relatives of Directors	Rent	6.75	-
		Payment Made	6.08	-
Asutosh Katyal	Relatives of Directors	Remuneration	9.62	8.72
Katyal Merchandise Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Interest expense (gross)	6.14	-
		Interest paid	4.56	-
		ICD Repaid (incl. interest)	-	213.45
		ICD Taken	90.72	213.45
Captech Technologies Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Expenses Incurred - Subcontractor Charges	30.00	-
		Payment	17.56	-
		Advance	14.90	-

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2020

Compensation of key management personnel of the Company

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Compensation including sitting fees	452.51	425.07
Total	**452.51**	**425.07**

Closing Balances of Related Parties (including provisions and accruals)

₹ in lakhs

Name of Related Party	Relation with related parties	Nature of Balance	As at March 31, 2020	As at March 31, 2019
CIPL-PPSL Yongnam JV Constructions Pvt Ltd	Subsidiary Company	Investment in Perpetual Securities Unquoted	1,021.66	1,282.51
PPSL Capacite JV	Joint Venture	Balance Outstanding	6.95	6.39
Capacit'e Viraj AOP	Joint Venture	Balance Outstanding	182.00	155.21
Capacit'e Engineering Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advance Outstanding	-	1,028.71
		Trade Payable	481.67	-
Captech Technologies Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Investment	0.10	-
		Advance Outstanding	14.90	-
		Balance Outstanding	2.34	-
Katyal Ventures Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Balance Outstanding	-	0.42
TPL-CIL Construction LLP	Associates	Balance Outstanding	163.37	2,014.20
Realcon Infrastructure LLP	Joint Venture	Balance Outstanding	-	739.80
Katyal Merchandise Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Balance Outstanding	92.14	-
Rohit Katyal	Executive Director and Chief Financial Officer	Balance Outstanding	89.42	-
Rahul Katyal	Managing Director	Balance Outstanding	11.41	-
Mrs. Monita Malhotra	Relatives of Directors	Rent payable	7.28	7.28

Details of Corporate Guarantees given on behalf of Related parties :

₹ in lakhs

Name of Related Party	Opening Balance as at April 01, 2019	Issued during the period	Expired during the period	Closing Balance as at March 31, 2020
CIPL-PPSL Yongnam JV Constructions Pvt Ltd	1,095	-	-	1,095
Total	**1,095**	**-**	**-**	**1,095**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

41 Significant accounting judgements, estimates and assumptions

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

A) Significant Judgements

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

i) Operating lease commitments – Company as lessee

The Company has entered into leases for office premises. The Company has determined, based on an evaluation of the terms and conditions of the arrangements, such as the lease term not constituting a major part of the economic life of the office premises and the fair value of the asset, that it retains all the significant risks and rewards of ownership of these properties and accounts for the contracts as operating leases.

ii) Taxes

Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the same can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies. Refer note 21 & 31 for further disclosures.

B) Estimates and assumptions

Key sources of estimation

The preparation of the financial statements in conformity with Ind AS requires that the management of the Company makes estimates and assumptions that affect the reported amounts of income and expenses of the period, the reported balances of assets and liabilities and the disclosures relating to contingent liabilities as of the date of the financial statements. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates include useful lives of property, plant and equipment & intangible assets, allowance for expected credit loss, future obligations in respect of retirement benefit plans, expected cost of completion of contracts, provision for rectification costs, fair value measurement etc. Difference, if any, between the actual results and estimates is recognised in the period in which the results are known.

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

i) Contingencies

Contingent liabilities may arise from the ordinary course of business in relation to guarantees given by the Company. By their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum, of contingencies inherently involves the exercise of significant judgement and the use of estimates regarding the outcome of future events.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

41 Significant accounting judgements, estimates and assumptions (Contd..)

ii) Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates.

Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds.

The mortality rate is based on publicly available mortality tables for India. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates. Further details about gratuity obligations are given in note 39.

iii) Cost to complete

For assessing onerous contracts the Company is required to estimate the costs to complete of each contract. Survey of work done have been used to measure progress towards completion as there is a direct relationship. Provision for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

iv) Expected credit loss (ECL)

The Company has used an internal rating based approach in building its ECL model, using its own internal estimates for some or all of the credit risk components such as the Probability of Default ("PD"), Loss Given Default ("LGD") and Effective Maturity ("M"). Each of these elements are critical estimates in the measurement of impairment on such financial assets.

42 Disclosures on Financial instruments

This section gives an overview of the significance of financial instruments for the Company and provides additional information on balance sheet items that contain financial instruments.

The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of financial asset, financial liability and equity instrument are disclosed in accounting policies, to the financial statements.

(A) Fair Values:

The following tables presents the carrying amount and fair value of each category of financial assets and liabilities as at March 31, 2020 & March 31, 2019

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

42 Disclosures on Financial instruments (Contd..)

As at March 31, 2020

₹ in lakhs

Particulars	Level	Fair value through statement of profit and loss account	Amortised cost	Total carrying value	Total fair value
Financial assets					
Investments*	Level 2	57.99	-	57.99	57.99
Trade receivables		-	46,704.34	46,704.34	46,704.34
Cash and cash equivalent		-	10,756.38	10,756.38	10,756.38
Bank balances other than cash and cash equivalent		-	15,527.99	15,527.99	15,527.99
Loans		-	1,300.00	1,300.00	1,300.00
Other Financial Assets		-	63,155.60	63,155.60	63,155.60
Total		**57.99**	**1,37,444.32**	**1,37,502.31**	**1,37,502.31**
Financial Liabilities					
Borrowings (including current maturities)		-	30,801.30	30,801.30	30,801.30
Trade payables		-	55,941.52	55,941.52	55,941.52
Other financial liabilities (excluding current maturities)		-	7,903.87	7,903.87	7,903.87
Total		**-**	**94,646.69**	**94,646.69**	**94,646.69**

As at March 31, 2019

₹ in lakhs

Particulars	Level	Fair value through statement of profit and loss account	Amortised cost	Total carrying value	Total fair value
Financial assets					
Investments*	Level 2	55.26	-	55.26	55.26
Trade receivables		-	59,512.16	59,512.16	59,512.16
Cash and cash equivalent		-	2,964.19	2,964.19	2,964.19
Bank balances other than cash and cash equivalent		-	16,341.42	16,341.42	16,341.42
Loans		-	1,400.00	1,400.00	1,400.00
Other Financial Assets		-	43,342.58	43,342.58	43,342.58
Total		**55.26**	**1,23,560.35**	**1,23,615.61**	**1,23,615.61**
Financial Liabilities					
Borrowings (including current maturities)		-	27,355.97	27,355.97	27,355.97
Trade payables		-	53,347.77	53,347.77	53,347.77
Other financial liabilities (excluding current maturities)		-	6,512.30	6,512.30	6,512.30
Total		**-**	**87,216.03**	**87,216.03**	**87,216.03**

*Other than investments in subsidiary accounted at cost in accordance with Ind AS 27

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

42 Disclosures on Financial instruments (Contd..)

Fair value of financial assets and financial liabilities measured at amortised cost:

The carrying amounts of trade receivables, loans, advances and cash and other bank balances are considered to be the same as their fair values due to their short term nature. The carrying amounts of long term loans given with floating rate of interest are considered to be close to the fair value.

The carrying amounts of trade and other payables are considered to be the same as their fair values due to their short term nature. The carrying amounts of borrowings with floating rate of interest are considered to be close to the fair value.

Fair value of financial assets & financials liabilities through statement of profit and loss account:

The fair values of Mutual Funds are based on NAVs at the reporting date.

43 Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents, excluding discontinued operations.

Gearing ratio

The gearing ratio at the end of the reporting period was as follows:

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Debt (i)	30,801.30	27,355.97
Less: Cash and Bank balances	10,756.38	2,964.19
Net debt	**20,044.92**	**24,391.78**
Total Capital (ii)	92,587.08	84,312.96
Capital and Net Debt	**1,12,632.00**	**1,08,704.74**
Net debt to Total Capital plus net debt ratio (%)	17.80%	22.44%

(i) Debt is defined as long-term borrowings (including current maturities) and short-term borrowings.

(ii) Equity is defined as equity share capital and other equity including reserves and surplus.

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2020 and March 31, 2019.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

44 Financial risk management objectives and policies

The Company's principal financial liabilities comprise borrowings, trade and other payables and other financial liabilities. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include investments, loans, trade and other receivables, cash and cash equivalents, other bank balances and other financial assets that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management is supported by a risk committee that advises on financial risks and the appropriate financial risk governance framework for the Company. The Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified measured and managed in accordance with the Company's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

A) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises primarily of interest rate risk. Financial instruments affected by market risk include borrowings.

a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate borrowings.

b) Interest rate sensitivity:

The sensitivity analysis below have been determined based on exposure to interest rates for long-term debt obligations with floating interest rates at the end of the reporting period and the stipulated change taking place at the beginning of the financial year and held constant throughout the reporting period in case of term loans that have floating rates:

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Increase in basis points	+50	+50
Effect on profit before tax	(145.39)	(128.12)
Decrease in basis points	(50)	(50)
Effect on profit before tax	145.39	128.12

B) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments. The Company only deals with parties which has good credit rating/ worthiness given by external rating agencies or based on companies internal assessment.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

44 Financial risk management objectives and policies (Contd..)

Trade receivables

The Company's customer profile includes mainly large private corporates. The Company's average project execution cycle is around 36 to 48 months. General payment terms include mobilisation advance, monthly progress payments with a credit period ranging from 45 to 90 days and certain retention money to be released within one year from the end of the project. In some cases retentions are substituted with bank/corporate guarantees. The Company has a detailed review mechanism of overdue customer receivables at various levels within organisation to ensure proper attention and focus for realisation. The Company has not acquired any credit impaired asset. There was no modification in any financial assets.

Non certification of works billed

The costs incurred on projects are regularly monitored through the Project budgets. Costs which are incurred beyond the agreed terms and conditions of the contract, would be claimed from the customer, based on the actual works performed. The realisability of such claims, is verified by professionals, who certify the tenability of such claims and also the collectible amounts, by applying appropriate probabilities. Costs, which are identified as non tenable or costs beyond the collectible amounts, as mentioned above, would be provided in the books of accounts.

C) Liquidity risk

The Company's principle sources of liquidity are cash and cash equivalents and the cash flow that is generated from operations. The Company believes that the working capital is sufficient to meet its current requirements.

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

Further, the Company manages its liquidity risk in a manner so as to meet its normal financial obligations without any significant delay or stress. Such risk is managed through ensuring operational cash flow while at the same time maintaining adequate cash and cash equivalents position. The management has arranged for diversified funding sources and adopted a policy of managing assets with liquidity in mind and monitoring future cash flows and liquidity on a regular basis. Surplus funds not immediately required are invested in certain financial assets (including mutual funds) which provide flexibility to liquidate at short notice and are included in current investments and cash equivalents. Besides, it generally has certain undrawn credit facilities which can be accessed as and when required, which are reviewed periodically.

Corporate guarantees given on behalf of Group Companies might affect the Liquidity of the Group if they are payable. However, the Company has adequate liquidity to cover the risk (Refer note 37).

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

₹ in lakhs

Particulars	On demand	Within 12 months	After 12 months	Total
Year ended March 31, 2020				
Borrowings (including current maturities)	11,839.45	9,609.24	9,352.61	30,801.30
Other financial liabilities	-	2,866.82	3,853.56	6,720.38
Trade payables	-	55,941.52	-	55,941.52
	11,839.45	**68,417.58**	**13,206.17**	**93,463.20**
Year ended March 31, 2019				
Borrowings (including current maturities)	7,301.77	14,255.82	5,798.38	27,355.97
Other financial liabilities	-	2,326.42	4,185.88	6,512.30
Trade payables	-	53,347.77	-	53,347.77
	7,301.77	**69,930.01**	**9,984.26**	**87,216.04**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

45 Significant event after the reporting period

There were no significant adjusting event that accrued subsequent to the reporting period which may require an adjustment to the balance sheet.

46 Estimation of uncertainties relating to the global health pandemic from COVID-19

The Outbreak of Coronavirus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. Execution of EPC contracts undertaken by the Company were temporarily suspended during nationwide lockdown. Business operations are being resumed in a phased manner in line with directives from the authorities. The Company has considered internal and external sources of information up to the date of approval of these standalone financial statements, in assessing the recoverability of its assets, liquidity, financial position and operations of the Company including impact on estimated construction cost to be incurred towards projects under execution and based on the management's assessment, there is no material impact on the Standalone financial statements of the Company. Considering the uncertainties involved in estimating the impact of this pandemic, the future impact of this pandemic may be different from those estimated as on the date of approval of these Standalone financial statements. The uncertainty relating to improvement in economic activity and in the real estate sector may have an impact to the Company's operations in future.

47 Previous year figures

The figures for the corresponding previous year have been regrouped / reclassified whenever necessary, to make them comparable.

As per our report of even date attached
For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration No: 324982E/E300003

per **Jayesh Gandhi**
Partner
Membership No : 37924

Place: Mumbai
Date: June 18, 2020

For and on behalf of the Board of Directors
Capacit'e Infraprojects Limited

Rahul Katyal
Managing Director
DIN: 00253046

Rohit Katyal
Executive Director &
Chief Financial Officer
DIN: 00252944

Saroj Pati
Chief Executive Officer

CONSOLIDATED FINANCIAL STATEMENTS

INDEPENDENT AUDITOR'S REPORT

To the Members of
Capacit'e Infraprojects Limited

Report on the Audit of the Consolidated Ind AS Financial Statements

Opinion

We have audited the accompanying consolidated Ind AS financial statements of Capacit'e Infraprojects Limited (hereinafter referred to as "the Holding Company"), its subsidiary (the Holding Company and its subsidiary together referred to as "the Group"), its associates and joint ventures comprising of the consolidated Balance sheet as at March 31 2020, 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 notes to the consolidated Ind AS financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiary, associates and joint ventures, the aforesaid consolidated Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, its associates and joint ventures as at March 31, 2020, their consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

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

Emphasis of Matter

We draw attention to note 49 of the consolidated Ind AS financial statements, which describes the management assessment of uncertainties related to Covid-19 and its consequential impact, including the recoverability of its assets and operations of the Group. Our opinion is not modified with respect to 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 Ind AS financial statements for the financial year ended March 31, 2020. These matters were addressed in the context of our audit of the consolidated Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated Ind AS financial statements. The results of our audit procedures performed by us and by other auditors of components not audited by us, as reported by them in their audit reports furnished to us by the management, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated Ind AS financial statements.

<table>
<tr><th>Key audit matters</th><th>How our audit addressed the key audit matter</th></tr>
<tr><td colspan="2">Revenue recognition for construction contracts (as described in Note 36 of the consolidated Ind AS financial statements)</td></tr>
<tr><td>The Group’s significant portion of business is undertaken through engineering, procurement and construction contracts.

Revenue from these contracts are recognized over a period of time or at a point of time, in accordance with the requirements of Ind AS 115, ‘Revenue from Contracts with Customers’.

Due to the nature of the contracts, revenue recognition involves usage of percentage of completion method which is determined based on survey of work done by the Group.

This involves significant judgments, identification of contractual obligations and the Group’s rights to receive payments for performance obligation completed till date.

Accuracy of revenues and determination of onerous obligations, involves significant judgements and estimates, which may impact the profits.

Accordingly, this is considered as a key audit matter.</td><td>• Our audit procedures included reading the Group’s revenue recognition accounting policies and assessing compliance with the policies in terms of Ind AS 115 - Revenue from Contracts with Customers.
• We understood and tested on a sample basis the design and operating effectiveness of management control over revenue recognition with focus on determination of extent of completion.
• We performed test of details, on a sample basis, and read the underlying customer contracts for terms and conditions.
• We understood the management’s process to recognize revenue over a period of time or at a point of time, status of completion of projects and total cost to completion estimates.
• We tested contracts with low or negative margins to assess the level of provisioning required, including for onerous obligations.
• We tested that the contractual positions and revenue for the year are presented and disclosed in compliance of Ind AS 115 in the financial statements.
• We read the disclosures made by management in compliance of Ind AS 115, tested the disclosures made with underlying transactions.</td></tr>
<tr><td colspan="2">Trade receivables and contract assets (as described in Note 36 of the consolidated Ind AS financial statements)</td></tr>
<tr><td>Trade receivables and contract assets amounting to ₹ 472.62 crores and ₹ 539.11 crores respectively, represents approximately 42.79% of the total assets of the Group as at March 31, 2020.

In assessing the recoverability of the aforesaid balances and determination of allowance for expected credit loss, management’s judgement involves consideration of aging status, historical payment records, evaluation of litigations, the likelihood of collection based on the terms of the contract and the credit information of its customer including the possible effect from the pandemic relating to COVID-19.

Management estimation is required in the measurement of work completed during the period for recognition of unbilled revenue.

We considered this as key audit matter due to the materiality of the amounts and significant estimates and judgements as stated above.</td><td>Our audit procedures amongst others included the following:
• We understood and tested on a sample basis the design and operating effectiveness of management control over assessing the recoverability of the trade receivables and contract assets.
• We performed test of details and tested relevant contracts, documents and subsequent receipts for material trade receivable balances and amounts included in contract assets that are due on performance of future obligations.
• We tested the aging of trade receivables at year end.
• We performed test of details and tested relevant contracts and documents with focus on measurement of work completed during the period for material unbilled revenue balances included in contract asset.
• We performed additional procedures which include, on test check basis, read the communications to/ from customer, physical site visits, verification of last bills certified and subsequent client certifications.
• We assessed the allowance for expected credit loss made by management including the possible effect from the pandemic relating to COVID-19.</td></tr>
</table>

We have determined that there are no other key audit matters to communicate in our report

Other Information

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the consolidated Ind AS financial statements and our auditor's report thereon. The Annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the consolidated Ind AS 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 Ind AS financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether such other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the Annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management for the Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated Ind AS financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group including its associates and joint ventures in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group and of its associates and joint ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and of its associates and joint ventures and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated Ind AS financial statements, the respective Board of Directors of the companies included in the Group and of its associates and joint ventures are responsible for assessing the ability of the Group and of its associates and joint ventures to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group and of its associates and joint ventures are also responsible for overseeing the financial reporting process of the Group and of its associates and joint ventures.

Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated Ind AS 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 Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls systems in place and the operating effectiveness of such controls.

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

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates and joint ventures to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates and joint ventures to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated Ind AS financial statements, including the disclosures, and whether the consolidated Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates and joint ventures of which we are the independent auditors and whose financial information we have audited, to express an opinion on the consolidated Ind AS financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated Ind AS financial statements of which we are the independent auditors. For the other entities included in the consolidated Ind AS financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated Ind AS financial statements for the financial year ended March 31, 2020 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 Matter

(a) We did not audit the financial statements and other financial information, in respect of one subsidiary, whose Ind AS financial statements include total assets of ₹ 1,104.21 lakhs as at March 31, 2020, and total revenues of ₹ 519.92 lakhs and net cash outflows of ₹ 17.63 lakhs for the year ended on that date. This Ind AS financial statement and other financial information have been audited by other auditor, which financial statements, other financial information and auditor's reports have been furnished to us by the management. The consolidated Ind AS financial statements also include the Group's share of net loss of ₹ 6.34 lakhs for the year ended March 31, 2020, as considered in the consolidated Ind AS financial statements, in respect of two joint ventures, whose financial statements, other financial information have been audited by other auditors and whose reports have been furnished to us by the Management. Our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiary and joint ventures and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary and joint ventures, is based solely on the reports of such other auditors.

(b) The consolidated Ind AS financial statements include the Group's share of net profit of ₹ 2.99 lakhs for the year ended March 31, 2020, as considered in the consolidated Ind AS financial statements, in respect of two associates and one joint venture, whose financial statements and other financial information have not been audited and whose unaudited financial statements and other unaudited financial information have been furnished to us by the Management. Our opinion, in so far as it relates amounts and disclosures included in respect of these associates and joint venture, and our report in terms of sub-sections (3) of Section 143 of the Act in so far as it relates to the aforesaid associates and joint venture, is based solely on such unaudited financial statements and other unaudited financial information. In our opinion and according to the information and explanations given to us by the Management, these financial statements and other financial information are not material to the Group.

Our opinion above on the consolidated Ind AS 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 the financial statements and other financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiary, associates and joint ventures, as noted in the 'other matter' paragraph we report, to the extent applicable, that:

(a) We/the other auditors whose report we have relied upon 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 of the aforesaid consolidated Ind AS financial statements;

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements;

(d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

(e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2020 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors who are appointed under Section 139 of the Act, of its subsidiary company, associates and joint ventures, none of the directors of the Group's companies, its associates and joint ventures, incorporated in India, is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) With respect to the adequacy and the operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements of the Holding Company and its subsidiary company, associates and joint ventures incorporated in India, refer to our separate Report in "Annexure 1" to this report;

(g) In our opinion and based on the consideration of reports of other statutory auditors of the subsidiary and joint ventures incorporated in India, the managerial remuneration for the year ended March 31, 2020 has been paid / provided by the Holding Company, its subsidiary and joint ventures incorporated in India to their directors in accordance with the provisions of section 197 read with Schedule V to the Act;

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiary, associates and joint ventures, as noted in the 'Other matter' paragraph:

   i. The consolidated Ind AS financial statements disclose the impact of pending litigations on its consolidated financial position of the Group, its associates and joint ventures in its consolidated Ind AS financial statements – Refer Note 37 to the consolidated Ind AS financial statements;

   ii. The Group, its associates and joint ventures did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, its subsidiary, associates and joint ventures, incorporated in India during the year ended March 31, 2020.

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

Per **Jayesh Gandhi**
Partner
Membership Number: 037924
UDIN: 20037924AAAADT2857
Place of Signature: Mumbai
Date: June 18, 2020

ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED IND AS FINANCIAL STATEMENTS OF CAPACIT'E INFRAPROJECTS LIMITED

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

In conjunction with our audit of the consolidated Ind AS financial statements of Capacit'e Infraprojects Limited as of and for the year ended March 31, 2020, we have audited the internal financial controls over financial reporting of Capacit'e Infraprojects Limited (hereinafter referred to as the "Holding Company") and its subsidiary company, its associates and joint ventures, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company, its subsidiary company, its associates and joint ventures, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding 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. 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 Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the company's internal financial controls over financial reporting with reference to these consolidated Ind AS 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") and the Standards on Auditing, both, issued by Institute of Chartered Accountants of India, and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements.

Meaning of Internal Financial Controls Over Financial Reporting with Reference to these Consolidated Ind AS Financial Statements

A company's internal financial control over financial reporting with reference to these consolidated Ind AS financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to these consolidated Ind AS financial statements 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 with Reference to these Consolidated Ind AS Financial Statements

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

Opinion

In our opinion, the Holding Company, its subsidiary company, its associates and joint ventures, which are companies incorporated in India, have, maintained in all material respects, adequate internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements and such internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements were operating effectively as at March 31,2020, based on "the internal control over financial reporting criteria established by the Holding 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".

Other Matters

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements of the Holding Company, insofar as it relates to these one subsidiary company and two joint ventures, which are companies incorporated in India, is based on the corresponding reports of the auditors of such subsidiary and joint ventures incorporated in India.

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

Per **Jayesh Gandhi**
Partner
Membership Number: 037924
UDIN: 20037924AAAADT2857
Place of Signature: Mumbai
Date: June 18, 2020

CONSOLIDATED BALANCE SHEET

AS AT MARCH 31, 2020

₹ in lakhs

Particulars	Notes	As at March 31, 2020	As at March 31, 2019
ASSETS			
Non-current assets			
Property, plant and equipment	4	64,592.91	53,897.04
Capital work-in-progress	4	482.61	426.48
Intangible assets	5	145.73	159.98
Right-of-use assets	5A	1,155.80	-
Financial Assets			
Investments	6	80.70	30.00
Trade receivables (retention)	12	8,741.76	6,839.05
Other financial assets	8	7,085.25	2,989.52
Non Current Tax Assets (net)	10	2,146.20	1,509.82
Other non-current assets	9	9,109.92	6,157.08
Total non current assets		**93,540.88**	**72,008.97**
Current assets			
Inventories	11	10,411.81	9,105.69
Financial Assets			
Investments	6	49.39	46.76
Trade receivables	12	38,520.44	53,330.82
Cash and cash equivalents	13	10,759.02	2,984.44
Bank balances other than cash and cash equivalents	14	15,527.99	16,341.42
Loans	7	1,300.00	1,400.00
Other financial assets	8	56,084.85	40,405.71
Other current assets	9	10,251.71	9,496.85
Total current assets		**1,42,905.21**	**1,33,111.69**
Total-Assets		**2,36,446.09**	**2,05,120.66**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15A	6,789.15	6,789.15
Other equity	15B	85,801.25	77,515.48
Equity attributable to equity holders of parent		**92,590.40**	**84,304.63**
Non-controlling interests		-	-
Total equity		**92,590.40**	**84,304.63**
Non-current liabilities			
Financial liabilities			
Borrowings	16	9,352.61	5,798.38
Lease Liability	16A	786.93	-
Other financial liabilities	18	3,853.56	4,185.88
Provisions	19	122.58	149.21
Deferred tax liabilities (net)	21	3,868.93	5,721.11
Other non-current liabilities	22	29,285.99	7,646.85
Total non current liabilities		**47,270.60**	**23,501.43**
Current Liabilities			
Financial liabilities			
Borrowings	16	18,380.54	17,788.46
Lease Liability	16A	396.56	-
Trade payables	17		
- Total outstanding dues of micro enterprises and small enterprises		1,416.27	409.62
- Total outstanding dues of creditors other than micro enterprises and small enterprises.		54,568.76	52,965.60
Other financial liabilities	18	5,954.37	6,111.38
Provisions	19	1,481.51	2,162.72
Current Tax Liabilities (net)	20	1,247.93	1,201.52
Other current liabilities	22	13,139.15	16,675.30
Total current liabilities		**96,585.09**	**97,314.60**
Total Equity and Liabilities		**2,36,446.09**	**2,05,120.66**
Summary of significant accounting policies	3		

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date attached
For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration No: 324982E/E300003

per **Jayesh Gandhi**
Partner
Membership No : 37924

Place: Mumbai
Date: June 18, 2020

For and on behalf of the Board of Directors
Capacit'e Infraprojects Limited

Rahul Katyal
Managing Director
DIN: 00253046

Rohit Katyal
Executive Director &
Chief Financial Officer
DIN: 00252944

Saroj Pati
Chief Executive Officer

CONSOLIDATED STATEMENT OF PROFIT & LOSS

FOR THE YEAR ENDED MARCH 31, 2020

₹ in lakhs

Particulars	Notes	For the Year ended March 31, 2020	For the Year ended March 31, 2019
INCOME			
Revenue from operations	23	1,52,899.17	1,79,661.99
Other income	24	2,539.78	3,596.23
TOTAL INCOME		**1,55,438.95**	**1,83,258.22**
EXPENSES			
Cost of material consumed	25	65,763.11	77,762.32
Construction expenses	26	40,638.34	55,526.52
Employee benefit expense	27	13,703.28	14,617.08
Finance costs	28	6,453.30	4,914.33
Depreciation and Amortisation Expense	29	11,417.96	8,899.30
Other expenses	30	7,124.50	6,640.53
TOTAL EXPENSE		**1,45,100.49**	**1,68,360.08**
Profit before non controlling interest/share of net profit/(loss) of a Joint Venture, Associates and tax		**10,338.46**	**14,898.14**
Share of profit/(loss) of Joint Venture	43	8.55	-
Share of profit/(loss) of Associates	43	(11.90)	(2.62)
Profit Before Tax		**10,335.11**	**14,895.52**
Income tax expenses			
Current tax	31	2,866.32	3,851.44
Deferred tax (credit)/charge	31	(1,634.36)	1,316.22
Total Tax Expense		**1,231.96**	**5,167.66**
Net Profit for the year		**9,103.15**	**9,727.86**
OTHER COMPREHENSIVE INCOME			
Other comprehensive income not to be reclassified to profit or loss in subsequent periods			
Re-measurement gains on defined benefit plans		6.87	79.23
Income tax effect		(1.73)	(27.42)
Net other comprehensive income not to be reclassified to profit or loss in subsequent periods		**5.14**	**51.81**
Total comprehensive income for the year, net of tax		**9,108.29**	**9,779.67**
Profit for the Year attributable to :			
-Equity holders of the Parent		9,103.15	9,727.86
-Non Controlling Interest		-	-
Other comprehensive income for the year attributable to :			
-Equity holders of the Parent		5.14	51.81
-Non Controlling Interest		-	-
Total comprehensive income for the year attributable to :			
-Equity holders of the Parent		9,108.29	9,779.67
-Non Controlling Interest		-	-
EARNING PER SHARES (EPS) of Nominal Value 10 each	33		
- Basic		13.41	14.33
- Diluted		13.41	14.33
Summary of significant accounting policies	3		

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date attached
For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration No: 324982E/E300003

per **Jayesh Gandhi**
Partner
Membership No : 37924

Place: Mumbai
Date: June 18, 2020

For and on behalf of the Board of Directors
Capacit'e Infraprojects Limited

Rahul Katyal
Managing Director
DIN: 00253046

Rohit Katyal
Executive Director &
Chief Financial Officer
DIN: 00252944

Saroj Pati
Chief Executive Officer

CONSOLIDATED CASH FLOW STATEMENT

FOR THE YEAR ENDED MARCH 31, 2020

₹ in lakhs

Sr No	Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
A	**Cash flow from operating activities**		
	Profit before Tax	10,335.11	14,895.52
	Adjustment to reconcile profit before tax to net cash flows		
	Depreciation and amortisation expenses	11,417.96	8,899.30
	Finance cost	6,453.30	4,914.33
	Impairment allowance for trade receivable	1,545.00	678.90
	Loss of sale of plant property & equipment	29.06	13.98
	Profit on sale of investments	-	(2.18)
	(Gain)/Loss on Current Investments on fair value through P&L	(2.63)	(3.39)
	Sundry Balance written back	(34.14)	(50.77)
	Interest income	(2,258.70)	(3,337.92)
	Operating profit before working capital changes	**27,484.96**	**26,007.77**
	Movement in working capital :		
	(Increase)/Decrease in Trade Receivables (including bills discounted with banks)	7,225.66	(12,243.29)
	(Increase)/Decrease in Loans	100.00	(800.00)
	(Increase)/Decrease in Inventories	(1,306.12)	(7,503.31)
	(Increase)/Decrease in Other Assets and other financial assets	(16,108.07)	(10,674.76)
	Increase/(Decrease) in Trade payables	2,643.95	8,725.88
	Increase/(Decrease) in Provisions	(700.97)	464.78
	Increase/(Decrease) in Other Liabilities and other financial liabilities	19,674.57	7,344.44
	Cash generated from operations	**39,013.98**	**11,321.51**
	Direct Taxes paid (net of refunds)	(3,675.85)	(4,280.50)
	Net cash flow from operating activities (A)	**35,338.13**	**7,041.01**
B	**Cash flow from investing activities**		
	Purchase of property, plant and equipment including CWIP and capital advances	(26,529.37)	(22,403.49)
	Proceeds from sale of property, plant and equipment	64.09	3.78
	Proceeds from sale of investments	-	2.18
	Purchase of Investments	(50.70)	(21.50)
	Loans given/repaid back to related party, net	-	2,276.41
	Proceeds/ (purchase) of investments in bank deposits (having original maturity of more than three months), net	(3,338.27)	15,072.08
	Interest received	2,160.61	3,502.73
	Net cash used in investing activities (B)	**(27,693.64)**	**(1,567.81)**

CONSOLIDATED CASH FLOW STATEMENT

FOR THE YEAR ENDED MARCH 31, 2020

₹ in lakhs

Sr No	Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
C	**Cash flow from financing activities**		
	Repayment of long-term borrowings	(5,144.50)	(6,891.66)
	Proceeds from long-term borrowings	7,997.88	6,488.28
	Proceeds/ (Repayments) from short-term borrowings, net	4,729.09	2,350.40
	Dividend paid including dividend distribution taxes	(822.52)	(822.64)
	Interest paid	(6,629.86)	(4,914.33)
	Net cash from/(used in) financing activities (C)	**130.09**	**(3,789.95)**
	Net increase/(decrease) in cash and cash equivalents (A + B + C)	**7,774.58**	**1,683.25**
	Cash and Cash Equivalents at the beginning of the period	2,984.44	1,301.19
	Cash and cash equivalents at end of the period (note 13)	**10,759.02**	**2,984.44**
	Components of cash and cash equivalents		
	Cash in hand	16.52	22.63
	Foreign currency on hand	3.02	9.79
	Balances with banks:		
	- on current accounts	812.84	258.40
	- Term Deposits with less than 3 months of original maturity	9,926.64	2,693.62
	Total cash & cash equivalents (note 13)	**10,759.02**	**2,984.44**

Supplemental information

₹ in lakhs

Particulars	Notes	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Non cash item : Gain/(Loss) on Current Investments on fair value through P&L		2.63	3.39
Summary of significant accounting policies	3		
Net Debt reconciliation to cash flows	16, 16A		

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date attached
For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration No: 324982E/E300003

per **Jayesh Gandhi**
Partner
Membership No : 37924

Place: Mumbai
Date: June 18, 2020

For and on behalf of the Board of Directors
Capacit'e Infraprojects Limited

Rahul Katyal
Managing Director
DIN: 00253046

Rohit Katyal
Executive Director &
Chief Financial Officer
DIN: 00252944

Saroj Pati
Chief Executive Officer

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED MARCH 31, 2020

A) Equity Share Capital

₹ in lakhs

Particulars	Notes	Amount
Balance as at March 31, 2018		**6,789.15**
Changes in equity share capital during the year	15A	-
Balance as at March 31, 2019		**6,789.15**
Changes in equity share capital during the year	15A	-
Balance as at Mar 31, 2020		**6,789.15**

B) Other equity

₹ in lakhs

Particulars	Attributable to the equity holders		Total
	Reserves and surplus		
	Securities premium	Retained earnings	
Balance as at March 31, 2018	**45,681.17**	**22,300.44**	**67,981.61**
Impact on adoption of Ind AS 115	-	544.88	544.88
Restated Balance as at March 31, 2018	**45,681.17**	**22,845.32**	**68,526.49**
Profit / (Loss) for the year	-	9,727.86	9,727.86
Other comprehensive income for the year	-	51.81	51.81
Total comprehensive income for the year	**45,681.17**	**32,624.98**	**78,306.15**
Excess provision related to share issue expenses written back	31.97	-	31.97
Final Dividend paid	-	(678.91)	(678.91)
Dividend distribution tax	-	(143.73)	(143.73)
Balance as at March 31, 2019	**45,713.14**	**31,802.34**	**77,515.48**
Profit / (Loss) for the year	-	9,103.15	9,103.15
Other comprehensive income for the year	-	5.14	5.14
Total comprehensive income for the period Mar 31, 2020	**45,713.14**	**40,910.63**	**86,623.77**
Final Dividend paid	-	(678.79)	(678.79)
Dividend distribution tax	-	(143.73)	(143.73)
Balance as at Mar 31, 2020	**45,713.14**	**40,088.11**	**85,801.25**
Summary of significant accounting policies 3			

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date attached
For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration No: 324982E/E300003

per **Jayesh Gandhi**
Partner
Membership No : 37924

Place: Mumbai
Date: June 18, 2020

For and on behalf of the Board of Directors
Capacit'e Infraprojects Limited

Rahul Katyal
Managing Director
DIN: 00253046

Rohit Katyal
Executive Director &
Chief Financial Officer
DIN: 00252944

Saroj Pati
Chief Executive Officer

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

1 Corporate information

The consolidated financial statements comprise financial statements of Capacit'e Infraprojects Limited (the Company) and its subsidiary (collectively, the Group) for the year ended March 31, 2020. The Company is a public limited company domiciled in India and its incorporated under the provisions of Companies Act, 1956 on August 09, 2012. The Company is an ISO-9001:2015, ISO-14001:2015 and OHSAS-45001:2018 certified Company. Its shares are listed on two recognised stock exchanges in India. The registered office of the Company is located at 6th Floor, 605-607, "A" Wing, Shrikant Chambers, Next to R. K. Studios, Sion Trombay Road, Chembur, Mumbai, Maharashtra 400071.

The Group is primarily engaged in the business of Engineering, Procurement and Construction business. The Company was incorporated as a Private Limited Company and became a Limited Company in March 2014 (Public limited in September 2017). The consolidated financial statements were authorised for issue in accordance with a resolution of directors on June 18, 2020.

2.1 Statement of compliance

The consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the consolidated financial statement.

2.2 Basis of preparation and presentation

These consolidated financial statements have been prepared in Indian Rupee (INR) which is the functional currency of the Group. These consolidated financial statements have been prepared on historical cost basis, except for other than quoted investments which are measured at fair value or amortised cost at the end of each reporting period, as explained in the accounting policies below.

2.3 Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Parent company and its subsidiary as at 31 March 2020. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

1. Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
2. Exposure, or rights, to variable returns from its involvement with the investee, and
3. The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

1. The contractual arrangement with the other vote holders of the investee;
2. Rights arising from other contractual arrangements;
3. The Group's voting rights and potential voting rights;
4. The size of the group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e., year ended on March 31.

Consolidation procedure:

(a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiary. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.

(b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.

(c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group. Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

1. Derecognises the assets (including goodwill) and liabilities of the subsidiary
2. Derecognises the carrying amount of any non-controlling interests
3. Derecognises the cumulative translation differences recorded in equity
4. Recognises the fair value of the consideration received
5. Recognises the fair value of any investment retained
6. Recognises any surplus or deficit in profit or loss
7. Reclassifies the parent's share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities.

2.4 Change in Accounting Policy

The Group elected to use the transition practical expedient to not reassess whether a contract is, or contains, a lease at 1 April 2019 as well as the application of a single discount rate to the portfolio of leases as on transition date of 1st April 2019.

Ind AS 116 Leases

Where the Group is lessee

Ind AS 116 supersedes Ind AS 17 Leases including its appendices (Appendix C of Ind AS 17 Determining whether an Arrangement contains a Lease, Appendix A of Ind AS 17 Operating Leases-Incentives and Appendix B of Ind AS 17 Evaluating the Substance of Transactions Involving the Legal Form of a Lease). The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to recognise most leases on the balance sheet.

As a lessee, the Group previously classified leases as operating or finance lease based on its assessment of whether the lease transferred significantly all of the risks and rewards incidental to ownership of the underlying asset to the Group. Under Ind AS 116 , the Group recognises right to use assets and lease liabilities for the most leases -i.e. these leases are on-balance sheet.

Lessor accounting under Ind AS 116 is substantially unchanged from Ind AS 17. Lessors will continue to classify

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

leases as either operating or finance leases using similar principles as in Ind AS 17. Therefore, Ind AS 116 does not have an impact for leases where the Group is the lessor.

The Group has adopted modified retrospective approach as per para C8 (c) (ii) of Ind AS 116 - Lease to its leases, effective from annual reporting period beginning April 1, 2019.This has resulted in recognizing a right of use assets (an amount equal to the lease liability of ₹ 1,333.33 lakhs , adjusted by the prepaid lease rent) of ₹ 1,385.22 lakhs as at April 1, 2019. In the statement of profit and loss of the current period, operating lease expenses has changed from rent to depreciation cost for the right of use assets and finance cost for interest accrued in lease liability.

The Group elected to use the transition practical expedient to not reassess whether a contract is, or contains, a lease at 1 April 2019. Instead, the Group applied the standard only to contracts that were previously identified as leases applying Ind AS 17 and Appendix C of Ind AS 17 at the date of initial application. The Group also elected to use the recognition exemptions for lease contracts that, at the commencement date, have a lease term of 12 months or less and do not contain a purchase option (short-term leases), and lease contracts for which the underlying asset is of low value (low-value assets).

The effect of adoption of Ind AS 116 is as follows;

Impact on balance sheet (increase / (decrease)):

	31-Mar-20
Assets	
Right-of-use assets	1,156
Total assets	**1,156**
Liabilities	
Lease liabilities	1,183
Total liabilities	**1,183**

Impact on statement of profit and loss (increase/ (decrease) in profit)

	31-Mar-20
Other expenses	(585.88)
Depreciation and amortisation	175.34
Finance cost	490.11
Profit for the period	**(79.57)**
Attributable to:	
- Equity holders of the parent	(79.57)
- Non-controlling interests	-

3 Summary of significant accounting policies

a Current versus non-current classification

The Group presents assets and liabilities in the consolidated balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

i. Expected to be realised or intended to be sold or consumed in normal operating cycle,

ii. Held primarily for the purpose of trading,

iii. Expected to be realised within twelve months after the reporting period, or

iv. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period All other assets are classified as non-current.

A liability is current when:

i. It is expected to be settled in normal operating cycle,

ii. It is held primarily for the purpose of trading,

iii. It is due to be settled within twelve months after the reporting period, or

iv. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

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

Operating cycle for current and non-current classification

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

b Fair value measurement of financial instruments

The Group measures financial instruments, such as, Investments at fair value at each balance sheet date

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

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

a) In the principal market for the asset or liability, or

b) In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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

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

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

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

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

c Revenue Recognition

Ind AS 115 establishes a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers. Ind AS 115 supersedes the current revenue recognition standard Ind AS 18 - Revenue, Ind AS 11 - Construction Contracts.

Description of performance obligation:

Contract revenue is recognized over time by measuring progress towards complete satisfaction of the performance obligation at the reporting date, measured on the basis of stage of completion which is as per survey of work done (output method). Contract costs related to work performed in projects are recognised on an accrual basis. Costs incurred in connection with the work performed are recognised as an expense.

Variable consideration is included in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur when that uncertainty associated with the variable consideration is subsequently resolved.

The Group accounts for a contract modification (change in the scope or price (or both)) when that is approved by the parties to the contract. Where the outcome of a performance obligation cannot be reasonably measured, contract revenue is recognised to the extent of costs incurred in satisfying the performance obligation that is expected to be recovered.

Provision for future losses are recognised as soon as it becomes evident that the total costs expected to be incurred in a contract exceed the total expected revenue from that contract.

Revenue from rendering of services is recognised over time as and when the customer receives the benefit of the Group's performance and the Group has an enforceable right to payment for services transferred. Unbilled revenue represents value of

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

services performed in accordance with the contract terms but not billed.

Contract balances:

i) Contract assets

Due from customers

For contracts where the aggregate of contract cost incurred to date plus recognised profits (or minus recognised losses as the case may be) exceeds the progress billing, the surplus is shown as contract asset and termed as "Due from customers".

ii) Trade receivables

The amounts billed on customer for work performed and are unconditionally due for payment i.e. only passage of time is required before payment falls due, are disclosed in the Balance Sheet as trade receivables. The amount of retention money held by the customers pending completion of performance milestone is disclosed as part of contract asset and is reclassified as trade receivables when it becomes due for payment.

Retention money are specific to project and generally receivable within 12 months of project completion.

iii) Contract liabilities

Due to customers :

For contracts where progress billing exceeds the aggregate of contract costs incurred to-date plus recognised profits (or minus recognised losses, as the case may be), the surplus is shown as contract liability and termed as "Due to customers".

Advances from customer:

Amounts received before the related work is performed are disclosed in the Balance Sheet as contract liability and termed as "Advances from customer".

Supply Contracts-Sale of goods

Revenue from supply contract is recognized when the control is transferred to the buyer.

Management Consultancy & other services

Revenues from Management consultancy & other services are recognized pro-rata over the period of the contract as and when services are rendered.

Interest

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.

Dividend

Dividend income is recognised when the Group's right to receive the payment is established, which is generally when shareholders approve the dividend.

d Property, plant and equipment (PPE)

PPE is recognised when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. PPE is stated at original cost net of tax/duty credits availed, if any, less accumulated depreciation and cumulative impairment, if any. PPE acquired on hire purchase basis are recognised at their cash values. Cost includes professional fees related to the acquisition of PPE and for qualifying assets, borrowing costs are capitalised in accordance with the Group's accounting policy.

PPE not ready for the intended use on the date of the Balance Sheet are disclosed as "capital work-in-progress". (Also refer to policy on leases, borrowing costs, impairment of assets and foreign currency transactions infra).

Group is capitalising Site Establishments at site. Site establishments includes temporary structures build on project site and is used in the process of

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

construction. Site establishments items & activities includes excavation, ground levelling, making approach road, boundary making, barricading, security gate, labour colony, store rooms, professional fees for designing site establishments, monsoon protection sheds, all electrical lines at project site, etc. All material & manpower cost used in building these site establishments are capitalised at that project site.

The Group identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

e Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period with the affect of any change in the estimate being accounted for on a prospective basis. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

f Depreciation & Amortisation

Depreciation on Property, plant and equipment is calculated on a straight-line basis using the rates arrived at based on the useful lives estimated by the management.

Intangible assets in the form of computer software are amortised over their respective individual estimated useful lives on a straight line basis.

The Group has assessed the following useful life to depreciate and amortize on its property, plant and equipment and intangible assets respectively.

Particulars	Useful Lives of the Assets estimated by the management (years)
Plant and Machinery *	20
Furniture and Fixture *	10
Office Equipment	10
Formwork *	7 to 15
Vehicles	10
Computer & Hardware	5
Computer Software	5

* Group has used useful life other than as indicated in Schedule II which is as per management estimate, supported by independent assessment by professionals. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Site Establishments are amortised systematically over the life of the contract.

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. The amortization period and the amortization method are reviewed at least at each financial year end.

g Impairment of Non-financial assets

As at the end of each accounting year, the Group reviews the carrying amounts of its PPE, intangible assets and investments in subsidiary companies to determine whether there is any indication that those assets have suffered an impairment loss. If

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such indication exists, the said assets are tested for impairment so as to determine the impairment loss, if any. The intangible assets with indefinite life are tested for impairment each year. Useful life of all the assets are mentioned in note 3(f) -Depreciation & Amortisation

Impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount. Recoverable amount is determined:

(i) in the case of an individual asset, at the higher of the net selling price and the value in use; and

(ii) in the case of a cash generating unit (a group of assets that generates identified, independent cash flows), at the higher of the cash generating unit's net selling price and the value in use.

(The amount of value in use is determined as the present value of estimated future cash flows from the continuing use of an asset and from its disposal at the end of its useful life. For this purpose, the discount rate (pre-tax) is determined based on the weighted average cost of capital of the Group suitably adjusted for risks specified to the estimated cash flows of the asset).

For this purpose, a cash generating unit is ascertained as the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets. If recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, such deficit is recognised immediately in the Statement of Profit and Loss as impairment loss and the carrying amount of the asset (or cash generating unit) is reduced to its recoverable amount.

When an impairment loss subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss is recognised for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the Statement of Profit and Loss.

h Financial instruments

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

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

Subsequent measurement of financial assets:

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of financial assets.

Following are the categories of financial instrument:

a) Financial assets at amortised cost

b) Financial assets at fair value through other comprehensive income (FVTOCI)

c) Financial assets at fair value through profit or loss (FVTPL)

a) Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost using the effective interest rate method if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

b) Financial assets at fair value through other comprehensive income (FVTOCI)

Debt financial assets measured at FVOCI:

Debt instruments are subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

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Equity Instruments designated at FVOCI:

On initial recognition, the Group makes an irrevocable election on an instrument-by-instrument basis to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments, other than equity investment which are held for trading. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments.

c) Financial assets at fair value through profit or loss (FVTPL)

Investments in equity instruments are classified as at FVTPL, unless the Group irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading. Other financial assets such as unquoted Mutual funds are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's balance sheet) when:

a) the rights to receive cash flows from the asset have expired, or

b) the Group has transferred its rights to receive cash flows from the asset, and

   i. the Group has transferred substantially all the risks and rewards of the asset, or

   ii. the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

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

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Impairment of financial assets

In accordance with Ind AS 109, the Group applies expected credit loss ('ECL') model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, deposits, trade receivables and bank balance

b) Financial assets that are debt instruments and are measured at FVTOCI.

c) Financial guarantee contracts which are not measured as at FVTPL.

The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to

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provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

i) All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument

ii) Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the Statement of Profit and Loss . This amount is reflected under the head 'other expenses' in the Statement of Profit and Loss. In the balance sheet, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Group does not reduce impairment allowance from the gross carrying amount.

Offsetting: Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings.

Subsequent measurement

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

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition and only if the criteria in Ind AS 109 are satisfied.

For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI.

These gains/ loss are not subsequently transferred to P&L. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Group has not designated any financial liability as at fair value through profit and loss.

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

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied.

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For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to P&L. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss.

Loans and borrowings

This is the category most relevant to the Group. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

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

De-recognition

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

Financial guarantee contracts issued by the Group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

Reclassification of financial assets

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Group's senior management determines change in the business model as a result of external or internal changes which are significant to the Group's operations. Such changes are evident to external parties. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations. If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Group does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

i Inventories

Inventories are valued at the lower of cost and net realisable value.

a. Construction material, raw materials, components, stores and spares are valued at lower of cost and net realizable value. However material and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost are determined on weighted average method.

b. Ply and Batten (included in cost of material consumed)

   Ply & Batten are part of material & supplies used in the construction process and are hence part of inventory which are valued at cost less amortisation/charge based on their usages.

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j Foreign currencies

The Group's consolidated financial statements are presented in ₹, which is also the Group's functional currency.

In preparing the consolidated financial statements, transactions in the currencies other than the Group's functional currency are recorded at the rates of exchange prevailing on the date of transaction. At the end of each reporting period, monetary items denominated in the foreign currencies are re-translated at the rates prevailing at the end of the reporting period. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the retranslation or settlement of other monetary items are included in the statement of profit and loss for the period.

k Employee benefit expenses

Defined Benefit Plan

Gratuity liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation on Projected Unit Credit Method made at the end of the financial year. Actuarial gains and losses for both defined benefit plans are recognized in full in the period in which they occur in the statement of OCI.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the consolidated balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Group recognises related restructuring costs

Termination Benefits

The Group recognizes termination benefit as a liability and an expense when the Group has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the termination benefits fall due more than 12 months after the balance sheet date, they are measured at present value of future cash flows using the discount rate determined by reference to market yields at the balance sheet date on government bonds.

Compensated Absences

The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated advances are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Remeasurement gains/ losses on defined benefit plans are immediately taken to the Statement of Profit & Loss and are not deferred.

l Taxes on Income

Current Income Tax

Tax expense for the year comprises current and deferred tax. The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the consolidated statement of profit and loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Group's liability for current tax is calculated using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

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Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred Income Tax

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

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

i) When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss

ii) In respect of taxable temporary differences associated with investments in subsidiary and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

i) When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss

ii) In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority. All other acquired tax benefits realised are recognised in profit or loss.

m Cash and Cash Equivalent

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of

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outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

n Borrowing costs

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds including interest expense calculated using the effective interest method, finance charges in respect of assets acquired on finance lease. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset until such time as the assets are substantially ready for the intended use or sale. All other borrowing costs are expensed in the period in which they occur.

o Trade payables:

These amounts represents liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 to 180 days of recognition other than usance letter of credit. Trade payables are presented as current financial liabilities.

The Group enters into deferred payment arrangements (acceptances) for purchase of raw materials under Letter of Credit (LCs) under non-fund based working capital facility approved by Banks for the Group. Considering these arrangements are majorly for raw materials with a maturity ranging from 90 to 180 days, the economic substance of the transaction is determined to be operating in nature and these are recognised as Acceptances under Trade payables. Interest borne by the Group on such arrangements is accounted as finance cost.

p Leases

Where the Group is lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets

The right-of-use assets are also subject to impairment. Refer to the accounting policies in note (g) Impairment of non-financial assets.

ii) Lease Liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the

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amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Group's lease liabilities are included in Interest-bearing loans and borrowings (see note (n)).

iii) Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

q Provisions and Contingencies

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain.

The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

A provision for onerous contracts is recognised when the expected benefits to be derived by the Group from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Group recognises any impairment loss on the assets associated with that contract.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation.

A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the consolidated financial statements. Provisions and contingent liability are reviewed at each balance sheet.

r Related party transactions

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the period-end are unsecured and settlement occurs in cash or credit as per the terms of the arrangement. Impairment assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

s Commitments

Commitments are future liabilities for contractual expenditure, classified and disclosed as follows:

(i) estimated amount of contracts remaining to be executed on capital account and not provided for;

(ii) uncalled liability on shares and other investments partly paid;

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(iii) funding related commitment to subsidiary, associate and joint venture companies; and

(iv) other non-cancellable commitments, if any, to the extent they are considered material and relevant in the opinion of management.

Other commitments related to sales/procurements made in the normal course of business are not disclosed to avoid excessive details.

t Dividend

(i) Proposed Dividend:

The Group recognises a liability to make cash distributions to equity holders of the Parent Company when the distribution is authorised and the distribution is no longer at the discretion of the Company. Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors."

(ii) Final dividend

Final dividend on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Parent Company's Board of Directors. The Parent Company declares and pays dividend in Indian rupees. The Finance Act 2020 has repealed the Dividend Distribution Tax (DDT). Companies are now required to pay/ distribute dividend after deducting applicable taxes. The remittance of dividends outside India is governed by Indian law on foreign exchange and is also subject to withholding tax at applicable rates.

u Earnings per Share

Basic earnings per equity share is computed by dividing the net profit attributable to the equity share holders of the Parent Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as fresh issue, bonus issue that have changed the number of equity shares outstanding, without a corresponding change in resources.

Diluted earnings per equity share is computed by dividing the net profit attributable to the equity shares holders of the Parent Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

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4 Property plant and equipment

₹ in lakhs

Particulars	Plant and Machinery	Furniture & Fixtures	Office Equipment	Site Establishment	Computers	Formwork	Vehicles	Building	Total
Cost or Valuation									
At April 1, 2018	**9,811.81**	**707.80**	**101.58**	**13,060.48**	**293.74**	**24,475.40**	**352.73**	**1,342.49**	**50,146.03**
Additions	2,030.94	214.93	4.94	12,502.79	102.99	6,909.47	25.18	97.53	21,888.77
Disposals	(22.82)	-	-	(937.72)	-	-	-	-	(960.54)
At March 31, 2019	**11,819.93**	**922.73**	**106.52**	**24,625.55**	**396.73**	**31,384.87**	**377.91**	**1,440.02**	**71,074.26**
Additions	1,344.29	37.49	2.10	12,121.86	81.79	7,921.53	143.57	-	21,652.63
Disposals	(77.29)	(3.90)	-	(1,675.76)	-	-	(56.08)	-	(1,813.03)
At March 31, 2020	**13,086.93**	**956.32**	**108.62**	**35,071.65**	**478.52**	**39,306.40**	**465.40**	**1,440.02**	**90,913.86**
Depreciation									
At April 1, 2018	**876.97**	**65.81**	**24.57**	**5,385.28**	**104.44**	**2,754.08**	**39.16**	**42.84**	**9,293.15**
Depreciation charge for the year	603.64	71.54	16.48	5,891.67	73.50	2,111.18	37.03	21.80	8,826.84
Disposals	(5.05)	-	-	(937.72)	-	-	-	-	(942.77)
At March 31, 2019	**1,475.56**	**137.35**	**41.05**	**10,339.23**	**177.94**	**4,865.26**	**76.19**	**64.64**	**17,177.22**
Depreciation charge for the period	690.90	79.02	16.69	7,002.83	74.43	2,936.58	40.21	22.95	10,863.61
Disposals	(14.19)	(0.51)	-	(1,675.76)	-	-	(29.42)	-	(1,719.88)
At March 31, 2020	**2,152.27**	**215.86**	**57.74**	**15,666.30**	**252.37**	**7,801.84**	**86.98**	**87.59**	**26,320.95**
Net Book Value									
At March 31, 2020	10,934.66	740.46	50.88	19,405.35	226.15	31,504.56	378.42	1,352.43	64,592.91
At March 31, 2019	10,344.37	785.38	65.47	14,286.32	218.79	26,519.61	301.72	1,375.38	53,897.04

Net Book Value

₹ in lakhs

Particulars	March 31, 2020	March 31, 2019
Property, plant and equipment	64,592.91	53,897.04
Capital Work-in-Progress	482.61	426.48

Note 1:

Charge on the Assets:

Please refer note 16 for the details of charge created on assets.

Note 2:

No borrowing costs are capitalised.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

5 Intangible Assets

₹ in lakhs

Particulars	Computer Software	Total
Cost or Valuation		
At April 1, 2018	269.54	269.54
Additions	94.35	94.35
Disposals	-	-
At March 31, 2019	**363.89**	**363.89**
Additions	49.75	49.75
Disposals	-	-
At March 31, 2020	**413.64**	**413.64**
Depreciation		
At April 1, 2018	**131.45**	**131.45**
Depreciation charge for the year	72.46	72.46
Disposals	-	-
At March 31, 2019	**203.91**	**203.91**
Depreciation charge for the period	64.00	64.00
Disposals	-	-
At March 31, 2020	**267.91**	**267.91**
Net Book Value		
At March 31, 2020	145.73	145.73
At March 31, 2019	159.98	159.98

5A Right of use assets

As a lessee

i) Right-of-use assets

The Group has lease contracts for various items of machinery , office and other equipment used in its operations having lease terms between 3 months to 11 months. The group also has certain leases of office premises, staff accommodation Labour colony and Godowns used in its operations having lease terms between 11 months to 72 months. The lease terms are fixed in nature. For leases having lease terms of 12 months or less and leases of office equipment with low value, group applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions.

Set out below is the carrying amounts of right-of-use assets recognised and the movements during the period:

Right of use Assets	₹ in lakhs
Additions on adoption of Ind AS 116 as on April 01,2019	1,385.22
Additions during the year	260.69
Depreciation expense	490.11
As at 31 March 2020	**1,155.80**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

6 Financial Assets: Investments

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Non Current Investments		
I. Investment in equity shares carried at Cost, fully paid up (Unquoted)		
a) In Associates in India		
- TCC Constructions Pvt Ltd	37.10	-
- TPL - CIL Construction LLP	35.00	21.50
	72.10	**21.50**
b) In others		
- Captech Technologies Private Limited [1,000 (March 31, 2019: Nil) shares of ₹ 10 each]	0.10	-
- Janakalyan Sahakari Bank [85,000 (March 31, 2019: 85,000) shares of ₹ 10 each]	8.50	8.50
	8.60	**8.50**
Total	**80.70**	**30.00**
Details:		
Aggregate value of unquoted investments	80.70	30.00
Current Investments		
I. Investment in Mutual funds carried at Fair value through profit and loss, fully paid up (Unquoted) (under lien)		
-Birla Sun Life Mutual Fund [7,748.349 Units (March 31, 2019: 7,748.349)]	19.20	18.06
-Union Capital Protection Oriented Fund [2,50,000 Units (March 31, 2019: 2,50,000]	30.19	28.70
Total	**49.39**	**46.76**
Details:		
Aggregate value of unquoted investments	49.39	46.76
Market Value of unquoted investments	49.39	46.76

7 Loans

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Current		
Secured, Loans to others (considered good)	1,000.00	1,000.00
Unsecured, Loans to others (considered good)	300.00	400.00
Total	**1,300.00**	**1,400.00**

Term & conditions:

Loans: ₹ 300 lacs unsecured loan is given to Tridhaatu Asset Holdings LLP at an interest rate of 15% for a period of 3 months falling due on June 18, 2020. ₹ 1,000 lacs secured loan is given to Epitome Residency Pvt. Ltd. at an interest rate of 15% for a period of 3 months falling due on June 19, 2020.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

8 Other Financial Assets

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Non-Current		
Deposits with Banks (under lien)	1,891.77	440.04
Margin money deposits with Banks	4,541.63	1,841.66
Interest accrued but not due on deposits with banks	97.88	285.85
Security Deposits - Others	354.75	231.64
Contract Assets (Refer Note 36)		
Unbilled revenue	199.22	190.33
Total	**7,085.25**	**2,989.52**
Current		
Deposits with Banks (under lien)	-	25.00
Interest accrued but not due on deposits with banks	298.02	11.96
Contract Assets (Refer Note 36)		
Unbilled Revenue	35,606.13	21,349.42
Submitted bills due for certification	18,105.25	15,281.91
Group's share in joint venture	-	1.18
Security deposits - Others	1,147.92	1,312.21
Security deposits - unsecured	434.51	1,951.50
Other receivables	493.02	472.53
Total	**56,084.85**	**40,405.71**

Term & conditions:

Security deposits - unsecured are Earnest Money Deposits (EMDs) given while submitting Tender for prospective business. EMDs are refundable after the award of tender .

Security deposits - Others are given for Lease agreements , utilities services & other services ranging from 11 months to 72 months. These Security deposits are refundable at the end of the lease period.

9 Other Assets

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Non-Current		
Capital Advances	6,812.43	3,687.72
Others		
Balances with Government Authorities	2,033.10	2,308.17
Prepaid expenses	264.39	161.19
Total	**9,109.92**	**6,157.08**
Current		
Advances		
Advances to employees	66.26	24.48
Advances to related parties	148.41	1,025.11
Advances to others	6,652.41	4,834.70
Others		
Balances with Government Authorities	1,834.93	2,539.12
Prepaid expenses	1,549.70	1,073.44
Total	**10,251.71**	**9,496.85**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

10 Non Current Tax Assets (Net)

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Advance tax (net of provision for taxation ₹ 11,272.64 lakhs (March 31, 2019 ₹ 8,186.74 lakhs))	2,146.20	1,509.82
Total	**2,146.20**	**1,509.82**

11 Inventories

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Raw Materials (at lower of cost and net realisable value)	10,411.81	9,105.69
Total	**10,411.81**	**9,105.69**

12 Trade Receivables

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Non-Current		
Trade receivables including retention balance- unsecured (including retention of ₹ 8,741.76 lakhs (March 31, 2019 ₹ 6,839.05 lakhs))	8,741.76	6,839.05
Total	**8,741.76**	**6,839.05**
Current		
Trade receivables including retention balance- unsecured (Including retention of ₹ 7,329.82 lakhs (March 31, 2019 ₹ 6,435.28 lakhs))	41,064.87	51,722.58
Receivable from related party- (Refer Note below)	301.55	2,909.21
	41,366.42	**54,631.79**
Less: Impairment allowances (allowance for bad and doubtful debts)	(2,845.98)	(1,300.97)
Total	**38,520.44**	**53,330.82**

Break-up for security details:

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Trade Receivables		
Considered good - Unsecured	50,108.18	61,470.84
Trade Receivables which have significant increase in credit Risk	-	-
Receivables - credit impaired	-	-
	50,108.18	**61,470.84**
Impairment allowances (allowed for bad and doubtful debts)		
Considered good - Unsecured	2,845.98	1,300.97
Trade Receivables which have significant increase in credit Risk	-	-
Receivables - credit impaired	-	-
Total	**47,262.20**	**60,169.87**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

12 Trade Receivables (Contd..)

Notes:

1) No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person.

2) Receivable from related party (refer note 40) :

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
TPL- CIL Construction LLP	163.37	2,014.20
Realcon Infrastructures LLP	-	739.80
Capacit'e Viraj AOP	125.61	155.21
Captech Technologies Private Limited	9.91	-
Capacit'e Engineering Private Ltd	2.66	-
Total	**301.55**	**2,909.21**

3) Trade receivables are non-interest bearing and are generally on terms of 45 to 90 days.

Expected credit loss allowances on receivables

Impairment of financial assets: The Company recognises impairment loss on trade receivables using expected credit loss model, which involves use of a provision matrix constructed on the basis of historical credit loss experience as permitted under Ind AS 109.

Movement in expected credit loss allowance

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Balance at the beginning of the year	1,300.97	614.26
Impact on adoption of Ind AS 115	-	7.81
Allowance during the year	1,545.01	678.90
Total	**2,845.98**	**1,300.97**

13 Cash and cash equivalents

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Balances with Banks:		
-On current accounts	812.84	258.40
-Deposits with original maturity of less than three months	9,926.64	2,693.62
Cash on hand	16.52	22.63
Foreign currency on hand	3.02	9.79
Total	**10,759.02**	**2,984.44**

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Company and earn interest at the respective short-term deposit rates.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

14 Bank balances other than cash and cash equivalents

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Deposits kept as margin money- Less than 3 months	6,823.25	100.00
Deposits having maturity more than three months but less than 12 months	8,704.74	16,241.42
Total	**15,527.99**	**16,341.42**

15A Share Capital

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
(a) Authorised capital		
8,00,00,000 (March 31,2019: 7,66,50,000) Equity shares of ₹ 10/- each	8,000.00	7,665.00
NIL (March 31, 2019: 16,75,000) Compulsory convertible preference shares of ₹20/- each	-	335.00
Total	**8,000.00**	**8,000.00**

Note: Re-classified the Authorised Share Capital of the Company from existing ₹ 80,00,00,000 shares divided into 7,66,50,000 Equity Shares of ₹ 10/- each aggregating to ₹ 76,65,00,000/- and 16,75,000 Compulsory Convertible Cumulative Preference Shares of ₹ 20/- each to ₹ 80,00,00,000/- divided into 8,00,00,000 Equity shares of ₹10/- each by passing Ordinary Resolution in the annual general meeting held on Aug 28, 2019.

Particulars	As at March 31, 2020	As at March 31, 2019
(b) Issued, subscribed and paid up		
6,78,91,497 Equity shares of ₹ 10/- each fully paid (March 31,2019: 6,78,91,497)	6,789.15	6,789.15
Total issued, subscribed and fully paid-up share capital	**6,789.15**	**6,789.15**

(c) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date:

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016
Equity shares allotted as fully paid bonus shares by capitalization of securities premium	-	-	-	3,45,38,298	-
Equity shares allotted as fully paid-up pursuant to conversion of CCPS in ratio 7:1	-	-	1,15,96,816	-	-
Equity shares allotted as fully paid-up pursuant to contracts for consideration other than cash	-	-	-	-	8,14,457

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

15A Share Capital (Contd..)

(d) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting period:

₹ in lakhs

Particulars	March 31, 2020		March 31, 2019	
	Nos.	₹ lakhs	Nos.	₹ lakhs
At the beginning of the year	6,78,91,497	6,789.15	6,78,91,497	6,789.15
Shares issued during the year	-	-	-	-
Outstanding at the end of the year	**6,78,91,497**	**6,789.15**	**6,78,91,497**	**6,789.15**

(e) Terms/Rights attached to equity shares

The Group has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The Group declares and pays dividends in Indian rupees. The final 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 of the Company, the holders of shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts.

The distribution will be in proportion to the number of shares held by the shareholder INR

(f) Details of Shareholders holding more than 5% Equity Shares

₹ in lakhs

Name of shareholders	March 31, 2020		March 31, 2019	
	Nos.	₹ lakhs	Nos.	₹ lakhs
Rohit Ramnath Katyal	63,04,144	9.29%	63,04,144	9.29%
Rahul Ramnath Katyal	61,24,930	9.02%	61,24,930	9.02%
Rohit Katyal jointly with Rahul Katyal	45,12,046	6.65%	45,12,046	6.65%
Katyal Merchandise Private Limited	90,72,994	13.36%	90,72,994	13.36%
New Quest Asia Investments II Limited	66,17,254	9.75%	66,17,254	9.75%
Paragon Partners Growth Fund	60,36,303	8.89%	60,36,303	8.89%
ICICI Prudential Multicap Fund	34,40,460	5.07%	-	-

As per the records of the company, including its register of shareholders/members and other declaration received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

(g) Dividend on equity shares declared and paid during the year

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Final dividend of Re.1.00 per share for FY 2018-19 (Proposed by Board of Directors in the meeting held on May 13, 2019 and was approved by Shareholders in the meeting held on August 20,019) (for FY 2017-18 (Proposed by Board of Directors in the meeting held on May 18, 2018 and was approved by Shareholders in the meeting held on August 24, 2018)	678.79	678.91
Dividend distribution tax on final dividend	143.73	143.73
Total	**822.52**	**822.64**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

15B Other Equity

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
(a) Securities premium		
Balance as per the last financial statements	45,713.14	45,681.17
Less: Share issue expenses/related provision written back	-	31.97
Total	**45,713.14**	**45,713.14**

Note: Securities premium is used to record the excess of the amount received over the face value of the shares. The issue expenses of securities which qualify as equity instruments are written off against Securities premium. This reserve will be utilised in accordance with the provision of the Companies Act, 2013.

Particulars	As at March 31, 2020	As at March 31, 2019
(b) Retained earnings		
Balance as per last financial statement	31,802.34	22,300.44
Add: Profit for the year	9,103.15	9,727.86
Add: Other Comprehensive income for the year	5.14	51.81
Add: Impact on adoption of Ind AS 115	-	544.88
Less: Appropriation		
Final Dividend	(678.79)	(678.91)
Dividend distribution tax	(143.73)	(143.73)
Total	40,088.11	31,802.34
Grand Total	**85,801.25**	**77,515.48**

Note: The portion of profits not distributed among the shareholders but retained and used in business are termed as retained earnings. It is also referred to as ploughing back of profit. The group should ensure to strike the right balance between the quantum of dividend paid and amount of profits retained in the business for various purposes. These earnings may be utilized for internal financing of its various projects and for fixed as well as working capital. Thus the retained earnings shall be utilized for carrying out the main objectives of the company and maintaining adequate liquidity levels.

16 Borrowings

₹ in lakhs

Particulars	Effective Interest Rate (%)	As at March 31, 2020	As at March 31, 2019
(a) Non-Current Borrowings			
Term loans			
From banks (secured)	9.15%	7,973.26	4,476.09
From financial institutions (secured)	12.90%	1,379.35	1,322.29
Total		**9,352.61**	**5,798.38**
(b) Current Borrowings			
Working Capital Loan (secured)			
From Bank	10.90%	11,839.45	7,301.77
Bills discounted with Bank (Secured)	Refer Note Below	6,333.85	10,470.86
Current maturity of Long term loans (secured)			
From Banks	9.15%	2,543.80	2,922.66
From Financial Institutions	12.90%	541.59	862.30
From related parties			
Intercorporate deposits from related party (unsecured)	12.00%	107.96	15.84
Loans from Directors (Unsecured)	12.00%	99.28	-
Total		**21,465.93**	**21,573.43**
Less: Amount clubbed under "Other Current Liabilities"		(3,085.39)	(3,784.96)
Net Current Borrowings		**18,380.54**	**17,788.46**
Aggregate Secured borrowings		30,611.30	27,355.97
Aggregate Unsecured borrowings		207.24	15.84

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

16 Borrowings (Contd..)

Terms and Conditions of the Borrowings

Term loan from bank carries interest ranging between 8.01% to 14.00% p.a. These loans are repayable in 17 to 84 months with structured monthly instalments ranging between ₹ 9,430 to ₹ 85,77,151 each along with interest, from the date of loan. These loans are secured by hypothecation of respective equipments/vehicles against which these loans are taken with additional mortgage/ charge aggregating to an amount of ₹ 180.78 crores (PY ₹ 118.90 crores), on the plant and machinery and formwork placed at various sites and used for the purpose of construction. Further, these loans has been guaranteed by the personal guarantee of the directors of the Group.

Term loan from financial institutions carries interest ranging between 7.99% to 14.16 % p.a. These loans are repayable in 29 to 59 months with structured monthly instalments ranging between ₹ 10,890 to ₹ 73,65,000 each along with interest, from the date of loan. These loans are secured by hypothecation of respective equipments against which these loans are taken with additional mortgage/charge aggregating to an amount of ₹ 38.01 crore (PY ₹ 35.79 crores), on the plant and machinery placed at various sites and used for the purpose of construction. Further, these loans has been guaranteed by the personal guarantee of the directors of the Group.

Working capital loan from banks is secured against hypothecation of fixed assets, inventory, trade receivables, and other current assets on paripassu basis with other member banks in the consortium. The Working capital loan is repayable on demand and carries interest range between 1 year MCLR + 0.15% to 4.35% presently, in range of 9.40% to 12.35% p.a.

Bills discounted with various banks from various banks are discounted at various rates ranging from 10.75%p.a. to 12.50% p.a. Tenure for bills discounted with banks are for 90 days. Bills discounted with banks are secured against the Debtors of the bill discounted.

Unsecured Loan from related parties carry interest rate of 12% and are repayable on demand.

Net Debt Reconciliation with Cash Flows

₹ in lakhs

Particulars	Liabilities from Financing Activities		
	Non Current Borrowings (Included Interest Accrued)	Current Borrowings	TOTAL
Balance as on April 1,2018	**10,031.29**	**13,921.18**	**23,952.47**
Cash Flows (As per Statement of Cash Flow)(net)	(403.38)	3,867.29	3,463.91
Interest Expense	4,914.33	-	4,914.33
Interest Paid	(4,921.30)	-	(4,921.30)
Balance as on April 1,2019	**9,620.94**	**17,788.47**	**27,409.41**
Cash Flows (As per Statement of Cash Flow)(net)	2,853.38	592.08	3,445.46
Interest Expense	6,453.30	-	6,453.30
Interest Paid	(6,480.93)	-	(6,480.93)
Balance as on March 31,2020	**12,446.69**	**18,380.55**	**30,827.24**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2020

16A Lease Liability

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
(a) Non-Current Lease Liability	786.93	-
(b) Current Lease Liability	396.56	-
Total	**1,183.49**	**-**

(c) Reconciliation between Total Future Minimum Lease payments and their Present value:

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Total Future Minimum Lease payments	1,492.00	-
Less: Future liability on Interest account	308.51	-
Present value of Future Minimum Lease payments	1,183.49	-

(d) Year wise Future Minimum Lease rental payments:

₹ in lakhs

Particulars	March 31, 2020		March 31, 2019	
	Total Minimum Lease payments	Present value of lease payments	Total Minimum Lease payments	Present value of lease payments
(i) Not later than one year	526.74	396.56	-	-
(ii) Later than one year but not later than five years	965.26	786.93	-	-
Total	**1,492.00**	**1,183.49**	**-**	**-**

(e) Lease Liability movement

₹ in lakhs

Particulars	During the year ended March 31, 2020	During the year ended March 31, 2019
Opening Balance as on April 1, 2019	-	-
Add: Lease Liability recognised on adoption of IND AS 116 as on April 1,2019	1,333.33	-
Add: Contract Assets during the year	260.69	-
Add: Finance cost charged during the year	175.34	-
less: Lease payments during the year	585.87	-
Closing Balance as on March 31, 2020	1,183.49	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

17 Trade Payables

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Total outstanding dues of micro enterprises and small enterprises (Refer Note 35)	1,416.27	409.62
	1,416.27	**409.62**
Total outstanding dues of creditors other than micro enterprises and small enterprises.		
Acceptances (refer note (a) below)	16,327.84	14,374.43
Trade payables (refer note (b) below)	37,589.05	38,583.89
Trade payables to related parties	651.87	7.28
Sub Total	**54,568.76**	**52,965.60**
Total	**55,985.03**	**53,375.22**

Notes:

(a) Acceptances represent amounts payable to banks on due date as per usance period of Letter of Credit (LCs) issued to raw material vendors under non-fund based working capital facility approved by banks for the Company. The arrangements are interest-bearing with a maturity ranging from 90 to 180 days.

(b) Others includes amount payable to vendors and accrual of expenses that are expected to be settled in the Company's normal operating cycle or due to be settled within 30 to 180 days from the reporting date.

(c) For explanations on the Company's liquidity risk management processes Refer note 47 (C).

18 Other Financial Liabilities

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Non- Current		
Other financial liabilities at amortized cost		
Creditors for capital goods	1,259.74	2,121.72
Retention money payable to related parties	145.96	56.51
Retention money payable to others	2,447.86	2,007.65
Total	**3,853.56**	**4,185.88**
Current		
Other financial liabilities at amortized cost		
Current maturity of long term loans (refer note 16)	3,085.39	3,784.96
Interest accrued but not due on borrowings	8.70	37.63
Group's share in joint venture & associates	2.17	-
Interest accrued but not due on ICD taken	1.42	-
Creditors for capital goods/services	1,828.92	1,129.36
Employee dues	1,027.77	1,159.43
Total	**5,954.37**	**6,111.38**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2020

18 Other Financial Liabilities (Contd..)

Terms and conditions:

-Creditors for capital goods are non-interest bearing and are normally settled on 90 to 180 day terms.

-Retention money are payable after the defect liability periods is over as per the terms of the contract.

-Long term loans maturity and interest accrued but not due are as per the terms with Bank's loan sanction letter. (Refer Note 16)

-Interest accrued but not due on ICDs are payable within 1 to 3 months as per the terms of Loan. (Refer Note 16)

-Employee dues are payable within 30 days.

19 Provisions

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Non-Current		
Provision for employee benefits		
Gratuity	122.58	149.21
Total	**122.58**	**149.21**
Current		
Provision for employee benefits		
Gratuity	97.99	21.25
Leave encashment	204.18	100.74
Other provisions	1,179.34	2,040.73
Total	**1,481.51**	**2,162.72**

20 Current Tax Liabilities (net)

₹in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Provision for tax (net of advance tax ₹ 2,309.44 lakhs (March 31, 2019 ₹ 2,355.87 lakhs)	1,247.93	1,201.52
Total	**1,247.93**	**1,201.52**

21 Deferred Tax Liabilities (Net)

₹in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Deferred Tax Liabilities (net)	3,868.93	5,721.11
Total	**3,868.93**	**5,721.11**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

21 Deferred Tax Liabilities (Net) (Contd..)

₹ in lakhs

Particulars	As at March 31, 2019	Recognised in Profit or Loss	As at March 31, 2020
Deferred Tax Assets in relation to:			
Provisions	569.06	284.00	853.06
Others	-	-	-
	569.06	**284.00**	**853.06**
Deferred Tax Liabilities in relation to:			
Property, plant and equipment	3,121.26	(6.94)	3,114.32
Retention money	2,859.07	(1,474.25)	1,384.82
Impact on adoption of Ind AS 115	290.17	(87.00)	203.17
Others	19.68	-	19.68
Total	**6,290.17**	**(1,568.19)**	**4,721.98**
Net Deferred Tax Liabilities	**5,721.11**	**(1,852.19)**	**3,868.92**

₹ in lakhs

Particulars	As at March 31, 2018	Recognised in Profit or Loss	As at March 31, 2019
Deferred Tax Assets in relation to:			
Provisions	283.16	285.90	569.06
Others	-	-	-
	283.16	**285.90**	**569.06**
Deferred Tax Liabilities in relation to:			
Property, plant and equipment	2,238.87	882.39	3,121.26
Retention money	2,135.79	723.28	2,859.07
Impact on adoption of Ind AS 115	-	290.17	290.17
Others	(17.73)	37.41	19.68
Total	**4,356.92**	**1,933.25**	**6,290.17**
Net Deferred Tax Liabilities	**4,073.76**	**1,647.35**	**5,721.11**

* Includes effect of transfer from provision for taxes to deferred tax liability.

22 Other liabilities

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Non-Current		
Contract liabilities		
Advance from customers (refer note 36)	29,234.72	7,498.36
Deferred income	51.27	148.49
Total	**29,285.99**	**7,646.85**
Current		
Contract liabilities		
Advance from customers (refer note 36)	11,408.76	13,751.66
Deferred income	157.45	272.98
Statutory dues	1,572.94	2,603.32
Other Liabilities	-	47.34
Total	**13,139.15**	**16,675.30**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

23 Revenue from operations

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Contract revenue	1,52,351.97	1,77,770.53
Other operating income		
- Scrap sales	547.20	737.69
- Others	-	1,153.75
Total	**1,52,899.17**	**1,79,661.97**

24 Other Income

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
(a) Interest Income		
- Interest on fixed deposits	1,548.57	1,815.10
- Other interest income	710.13	1,522.81
(b) Other non operating income		
- Equipment hire charges	169.21	15.74
- Service charge income	2.25	5.29
- Net gain on sale or fair valuation of mutual funds	2.64	5.57
- Miscellaneous income	106.98	231.72
Total	**2,539.78**	**3,596.23**

25 Cost of material consumed

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Opening stock	9,105.69	6,824.50
Add: Purchase of material (refer note 32)	67,069.23	80,043.51
Less: Closing stock	(10,411.81)	(9,105.69)
Total	**65,763.11**	**77,762.32**

26 Construction expenses

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Labour/Subcontractor charges (refer note 32)	30,919.62	47,951.58
Electricity expenses (Site)	1,136.24	1,174.38
Equipments hire charges (refer note 32)	2,589.62	1,680.25
Formwork hire charges	3,365.75	2,329.66
Others construction expenses	2,627.11	2,390.64
Total	**40,638.34**	**55,526.52**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

27 Employee benefit expenses

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Salaries, wages and bonus	12,933.31	13,793.29
Contributions to provident and other funds	374.80	375.89
Staff welfare expenses	395.17	447.90
Total	**13,703.28**	**14,617.08**

28 Finance cost

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Interest on borrowings	2,725.78	2,087.19
Other interest expenses	1,336.79	171.86
Bank guarantee commission	1,173.74	775.69
Bank charges	1,216.99	1,879.59
Total	**6,453.30**	**4,914.33**

29 Depreciation and amortisation expenses

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Depreciation of property, plant and equipment	10,863.85	8,826.84
Amortization of intangible assets	64.00	72.46
Depreciation of Right-of-use assets	490.11	-
Total	**11,417.96**	**8,899.30**

30 Other expenses

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Electricity charges	96.08	98.87
Rent	925.72	1,340.61
Rates & taxes	173.10	220.52
Insurance expenses	227.02	125.20
Repairs & maintenance of		
Plant and machinery	208.99	193.63
CSR expenditure (refer note below)	1.00	145.90
Commission & brokerage	25.39	43.52
Legal and professional charges (refer note 32)	1,303.61	989.01
Payment to auditor (refer note below)	82.00	77.00
Advertising and sales promotion	134.88	130.01

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

30 Other expenses (Contd..)

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Travelling expenses	305.46	335.19
Vehicle hiring charges	480.33	619.46
Communication costs	73.64	88.26
Provision for doubtful debts	1,545.00	678.90
Donation	9.53	8.29
Office expenses	1,167.93	1,088.87
Printing & stationery	143.73	192.94
Miscellaneous expenses	221.09	264.34
Total	**7,124.50**	**6,640.52**

Corporate Social Responsibility expenditure

Amount required to be spent by the Company of Corporate Social Responsibility (CRS) related activities for the year ended March 31, 2020 is ₹ 257.64 lakhs (Previous period ₹ 199.98 lakhs)

₹ in lakhs

Amount Spent during the period ended March 31, 2020 on:	In Cash	Yet to be paid	Total
(i) Construction of any asset	-	-	-
(ii) Purposes other than (i) above	1.00	256.64	257.64

₹ in lakhs

Amount Spent during the period ended March 31, 2019 on:	In Cash	Yet to be paid	Total
(i) Construction of any asset	-	-	-
(ii) Purposes other than (i) above	145.90	54.08	199.98

Payment to Auditors (excluding GST)

₹ in lakhs

Particulars	March 31, 2020	March 31, 2019
As auditors:		
Statutory audit fees	51.50	50.50
Limited review of standalone & consolidated financial statement on quarterly basis	28.50	25.50
For Other services including certification works	2.00	8.00
Reimbursement of Expenses	4.50	4.33
	86.50	**88.33**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

31 Income Tax

Tax expenses for the year ended March 31, 2020 reflects changes made vide Taxation Laws Amendment Ordinance 2019. Pursuant to Taxation Law (Amendment) Ordinance, 2019 ("Ordinance") issued by Ministry of Law and Justice (Legislation Department) on September 20, 2019 and which is effective from April 1, 2019, domestic companies have an option to pay corporate Income Tax @ 22% + Surcharge and Cess ("New Tax Rate") subject to certain conditions. The Group has made an assessment of the impact of the Ordinance and opted for the New Tax Rate from the financial year 2019-2020. Further due to revised tax rate, there is a reversal of deferred tax liability as on March 31,2020 to the extent of ₹ 1,391.99 lakhs, credit of which has been taken in the face of Statement of Profit & Loss of the current year.

The tax rate used for the years 2019-20 and 2018-19 reconciliation above is the corporate tax rate of 25.17% and 34.94% respectively payable by corporate entities in India on taxable profits under the Indian tax law.

The income tax expense for the year can be reconciled to the accounting profit as follows:

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Profit before tax	10,338.46	14,898.14
Profit before tax considered for tax working	**10,338.46**	**14,898.14**
Income tax expense calculated at 25.168% for FY 2019-20 and 34.944% for FY 2018-19	2,602.26	5,206.00
Add/(Less) tax effect on account of :		
Impact of new tax rate adoption		
MAT write-off	219.56	-
Effect of Rate change due to new tax regime	(1,627.94)	-
Other impacts		
Tax effect on permanent non deductible expenses	38.07	(50.56)
Others	-	12.22
Income tax expense recognised in statement of profit and loss	**1,231.96**	**5,167.66**
Statement of Other Comprehensive Income:		
Current tax related to items recognised in OCI during the year:		
In respect of Current year	6.87	79.23
Income tax charged to OCI	1.73	27.42

32 During the year, following expenses are capitalised to site establishment (also refer note 3(d) on PPE)

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Raw material consumed	5,217.57	4,967.02
Labour/Subcontractor charges	5,045.57	7,165.19
Equipments hire charges	214.50	94.39
Legal and professional charges	1,644.22	276.20
Total	**12,121.86**	**12,502.80**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

33 Earnings per share

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

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

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

Particulars		March 31, 2020	March 31, 2019
Basic earnings per share			
Profit attributable to equity shares holders (₹ In lakhs)	A	9,103.15	9,558.26
Weighted average number of equity shares outstanding	B	6,78,91,497	6,78,91,497
Basic EPS	**A/B**	**13.41**	**14.08**
Diluted earnings per share			
Profit attributable to equity shares holders (₹ In lakhs)	A	9,103.15	9,558.26
Weighted average number of equity shares outstanding for diluted EPS	B	6,78,91,497	6,78,91,497
Diluted EPS	**A/B**	**13.41**	**14.08**
Face Value per share (₹)		10	10

34 Segment Reporting

For management purposes, the Group is organised into business units based on its services and has single reportable segments namely "Engineering, Procurement and Construction Contracts".

The Board of directors of the Group monitors the operating results of this segment for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements.

35 Details of dues to micro and small enterprises as defined under the MSMED Act, 2006

The details of amounts outstanding to Micro and Small enterprises under the Micro and Small Enterprises Development Act, 2006 (MSED Act), based on the available information with the Company are as under:

₹ in lakhs

Particulars	March, 31 2020	March, 31 2019
-Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	1,416.27	409.62
-Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	60.62	14.98
-Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
-Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

35 Details of dues to micro and small enterprises as defined under the MSMED Act, 2006 (Contd..)

₹ in lakhs

Particulars	March, 31 2020	March, 31 2019
-Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
-Interest due and payable towards suppliers registered under MSMED Act, for payments already made	60.62	14.98
-Further interest remaining due and payable for earlier years	14.98	-

36 Disclosure pursuant to Ind AS 115

a) Contract Balances

The following table provides information about receivables, contract assets and contract liabilities from contract with customers

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Contract assets		
Unbilled revenue		
Non current	199.22	190.33
Current	53,711.38	36,631.33
Total Contract assets	**53,910.60**	**36,821.66**
Contract liabilities		
Advance from customers		
Non current	29,234.72	7,498.36
Current	11,408.76	13,751.66
Total Contract Liabilities	**40,643.48**	**21,250.02**
Receivables		
Trade receivables (Gross)		
Non current	8,741.76	6,839.05
Current	41,366.42	54,631.79
Less : Impairment allowance	(2,845.98)	(1,300.97)
Net receivables	**47,262.20**	**60,169.87**
Total	**60,529.32**	**75,741.51**

Significant changes in the contract assets and the contract liabilities balances during the year are as follows:

₹ in lakhs

Particulars	As at March 31, 2020	
	Contract Assets	Contract Liabilities
Opening Balance (unbilled revenue)	36,821.66	21,250.02
Less : Revenue recognized during the year from balance at the beginning of the year, (net)	34,666.23	17,766.86
Add : Advance received during the year not recognized as revenue	-	37,160.32
Add : Revenue recognized during the year apart from above, (net)	51,755.17	-
Closing Balance	**53,910.60**	**40,643.48**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

36 Disclosure pursuant to Ind AS 115 (Contd..)

b) Transaction Price - Remaining Performance Obligation

The remaining performance obligation disclosure provides the aggregate amount of the transaction price yet to be recognized as at the end of the reporting period and an explanation as to when the Group expects to recognize these amounts in revenue. The aggregate value of performance obligations (completely or partially unsatisfied) as of March 31, 2020 is ₹ 11,60,461.31 lakhs (excluding MHADA project), out of which, majority is expected to be recognised as revenue within a period of 18-42 months.

37 Contingent Liabilities

₹ in lakhs

a) Particulars	As at March 31, 2020	As at March 31, 2019
Corporate Guarantee given on behalf of subsidiary company	1,095.00	1,095.00
Bank Guarantees	12,839.92	10,537.23
Total	**13,934.92**	**11,632.23**

b) For the year 13-14 & 14-15, Company has received assessment orders under Maharashtra Value Added Tax Act,2002 (MVAT) with disallowance of input tax credit & Tax deducted at source amounting to ₹ 63,22,130/- & ₹ 1,15,31,314/- respectively. The Group has filed an appeal against the said orders. Pending outcome of the same, no adjustment has been made in the financial statements. The outcome of the appeal shall not result into cash outflow for the Group.

c) With respect to certain matters relating to issue of shares in earlier years, the parent Company has made suo-moto application to Registrar of Companies (ROC) , Mumbai, for compounding of offences under Section 42, 62 read with the applicable rules thereunder of the Companies Act. The matter is still pending with the ROC, Mumbai, the impact of the same on the financial statements is not ascertainable.

38 Capital and Other Commitments

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Estimated amount of contracts remaining to be executed on capital account (net of advances)		
-on Property, plant & equipment	874.02	2,824.03
Total	**874.02**	**2,824.03**

39 Disclosure pursuant to Ind AS 19 "Employee Benefits

Gratuity Valuation - As per actuary

In respect of Gratuity, the Group makes annual contribution to the employee group gratuity scheme of the Bajaj Allianz Life Insurance Co. Ltd, funded defined benefits plan for qualified employees. The scheme provided for lump sum payments to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days salary for each completed year of service or part thereof in excess of six months. Vesting occurs upon completion of five years of service. The Group has provided for gratuity based on the actuarial valuation done as per Project Unit Credit Method.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

39 Disclosure pursuant to Ind AS 19 "Employee Benefits (Contd..)

Defined benefit plans exposes the Group to actuarial risks such as

(i) Interest rate risk A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

(ii) Salary Risk The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

(iii) Investment Risk The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

(iv) Asset Liability Matching Risk The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

(v) Mortality risk Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

(vi) Concentration Risk Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very less as insurance companies have to follow regulatory guidelines.

The Group operates one defined benefit plan viz. gratuity benefit for its employees which is funded. The gratuity benefit is governed by the Payment of Gratuity Act, 1972. Under the act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement age. The scheme is funded with insurance companies.

The following tables summarize the components of net benefit expense recognized in the statement of profit and loss and the funded status and amounts recognized in the balance sheet for the gratuity benefit plan:

(i) Net benefit expenses (recognised in profit or loss)

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Current service cost	158.81	160.20
Net interest cost	38.10	12.00
Net benefit expenses	**196.90**	**172.20**

(ii) Re-measurement (gain)/loss recognised in other comprehensive income

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Actuarial loss / (gain) due to defined benefit obligation ('DBO') and assumption changes	(64.41)	(53.38)
Return on plan assets less / greater than discount rate	(6.82)	16.96
Actuarial losses / (gains) due recognised in OCI	**(71.23)**	**(36.42)**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

39 Disclosure pursuant to Ind AS 19 "Employee Benefits (Contd..)

(iii) The amounts recognised in the Balance Sheet are as follows:

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Defined benefit obligation	564.43	481.67
Fair value of plan assets	343.86	311.21
Net Plan Liability/ (Asset)*	**220.57**	**170.46**

(iv) The changes in the present value of defined benefit obligation for Gratuity are as follows:

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Opening defined benefit obligation	481.67	372.41
Add: Service cost	158.81	160.20
Add: Interest cost	38.10	28.86
Add: Actuarial Gain on obligation arising from changes in experience adjustments	(67.04)	(53.38)
Less: Benefit paid	(47.12)	(26.42)
Closing defined benefit obligation	**564.42**	**481.67**

(v) Changes in the fair value of plan assets representing reconciliation of the opening and closing balances thereof are as follows:

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Opening balance of the fair value of plan assets	311.21	217.74
Add: Interest income on plan assets	11.07	16.86
Add/(Less): Actuarial gains/(losses)	(10.61)	(16.97)
Add: Contribution by employer	79.30	120.00
Less: Benefits paid	(47.12)	(26.42)
Closing balance of the fair value of plan assets	**343.85**	**311.21**

(vi) The Major category of plan asset as a percentage of fair value of total plan assets is as follows

₹ in lakhs

Particulars	March 31, 2020	March 31, 2019
Investments with insurer managed funds	100%	100%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

39 Disclosure pursuant to Ind AS 19 "Employee Benefits (Contd..)

(vii) Principal actuarial assumptions as at Balance Sheet date:

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Discount rate	6.50%	7.75%
Expected return on assets	6.50%	7.75%
Employee attrition rate	24.00%	5.00%
Salary growth rate	5.00%	5.00%

(viii) Sensitivity Analysis

Sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be co-related. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions, the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Assumptions	**Discounted**		**Future Salary Increase**	
Sensitivity Analysis	1% Increase	1% Decrease	1% Increase	1% Decrease
	INR Lakhs	**INR Lakhs**	**INR Lakhs**	**INR Lakhs**
Impact on define benefit obligation	(18.93)	(39.14)	17.21	44.06

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

(ix) Methodology for Defined Benefit Obligation:

The Projected Unit Credit (PUC) actuarial method has been used to assess the plan's liabilities, including those related to death-inservice and incapacity benefits. Under PUC method a projected accrued benefit is calculated at the beginning of the year and again at the end of the year for each benefit that will accrue for all active members of the plan. The projected accrued benefit is based on the plan's accrual formula and upon service as of the beginning or end of the year, but using a member's final compensation, projected to the age at which the employee is assumed to leave active service. The plan liability is the actuarial present value of the projected accrued benefits for active members.

(x) The expected maturity analysis of undiscounted defined benefit obligation is as follows:

₹ in lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Within 1 year	97.99	22.72
Between 1 - 2 years	47.19	36.06
Between 2 - 3 years	53.77	31.08
Between 3 - 4 years	48.28	40.81
Between 4 - 5 years	47.21	43.87
Beyond 5 years	269.98	516.57

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

39 Disclosure pursuant to Ind AS 19 "Employee Benefits (Contd..)

The average duration of the defined benefit plan obligation at the end of the reporting period is 17 years (March 31, 2019 - 17 years).

The contribution expected to be made by the Company during the financial period July 2020- June 21 is ₹ 205.69lakhs (2019-20: ₹ 207.69 lakhs)

Compensated absences (unfunded)

In respect of Compensated absences, accrual is made on the basis of a year-end actuarial valuation. the Group has provided for compensated absences based on the actuarial valuation done as per Project Unit Credit Method. The leave obligation cover the Group's liability for earned leave. The amount of the provision of ₹ 204.18 lakh (year ended 31 March 2019: ₹ 100.74 lakh) is presented as current. The Group's contributes towards has recognised ₹ 62.25 lakh (31 March 2019: ₹ 55.23 lakh) for Compensated absences in the Statement of Profit and Loss

40. Related party transactions

Names of related parties and related party relationship

Joint Venture	PPSL Capacite JV
	Realcon Infrastructure LLP (from April 01, 2019 till September 30, 2019)
	Capacit'e Viraj AOP (from November 1, 2018)
Enterprises directly or indirectly owned / significantly influenced by directors/key management personnel or their relatives.	Katyal Merchandise Pvt Ltd
	Capacit'e Engineering Private Limited
	Katyal Ventures Pvt Ltd. (Formerly Capacit'e Ventures Private Limited)
	Captech Technologies Pvt Ltd (From Oct 28, 2019)
Associates (where transactions have taken place during the year and previous year / balances outstanding)	TPL-CIL Construction LLP (from September 28, 2018)
	TCC Construction Pvt Ltd (from September 20, 2018)
Key Management Personnel & their relatives	Rohit Katyal – Executive Director and Chief Financial Officer
	Rahul Katyal – Managing director
	Sai Katkar - Company Secretary (upto January 18, 2020)
	Subir Malhotra - Executive director
	Sakshi Katyal - Wife of Mr. Rohit Katyal
	Farah Nathani Menzies - Independent director
	S B Mainak - Independent director (Upto February 15, 2020)
	Saroj Kumar Pati - Chief Executive Officer
	Asutosh Katyal (Upto October 27, 2019)
	Arun Karambelkar- - Independent director
	Vishwamitter Katyal - Father-in-Law of Mr. Subir Malhotra
	Monita Malhotra - Wife of Mr. Subir Malhotra

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

40. Related party transactions (Contd..)

Related Party Transaction (including provisions and accruals)

₹ in lakhs

Name of Related Party	Relation with related parties	Nature of Transaction	As at March 31, 2020	As at March 31, 2019
Capacit'e Viraj AOP	Joint Venture	Sales	52.90	163.17
		Eqp Hire Income	80.26	-
		Formwork Hire Income	76.20	-
		Other Income	6.87	-
		Payment received	239.45	38.77
		Payment made	28.68	2.80
Capacit'e Engineering Private Limited	Enterprises directly or indirectly owned / significantly influenced by directors/key management personnel or their relatives	Expenses Incurred - Subcontractor Charges	2,796.69	1,723.63
		Profession & Consultancy Charges	30.60	-
		Other Income	6.27	-
		Security deposit	89.45	26.08
		Contract Retention	-	205.37
		Contract Withheld	-	33.08
		Payment Received	-	200.00
		Payment made	3,037.15	3,509.36
TPL-CIL Construction LLP	Associates	Professional & Consultancy Income	151.27	1,865.00
		Payment made	-	21.50
		Receipt	2,014.20	-
PPSL Capacite JV	Joint Venture	Assets Purchased	-	1,764.50
		Site establishment expenses booked	-	51.71
		Payment Received	-	181.50
		Payment Made	44.12	267.15
Realcon Infrastructure LLP	Joint Venture	Business Support Service	331.25	685.00
		Payment	10.00	-
		Receipt	1,107.55	
Rahul Katyal	Managing Director	Loan Received	56.24	-
		Loan Repaid (Including interest)	45.00	-
		Interest on Loan (Gross)	1.63	-
		Directors Remuneration (refer note below)	94.20	94.20
Rohit Katyal	Executive Director and Chief Financial Officer	Directors Remuneration (refer note below)	97.20	97.20
		Loan Received	564.24	-
		Loan Repaid	476.20	-
		Interest on Loan (Gross)	6.16	-
Sai Katkar	Company Secretary	Remuneration (Apr 19 to Jan 20)	12.77	16.00

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

40. Related party transactions (Contd..)

₹ in lakhs

Name of Related Party	Relation with related parties	Nature of Transaction	As at March 31, 2020	As at March 31, 2019
Subir Malhotra	Executive Director	Directors Remuneration (refer note below)	86.20	86.19
		Loan Received	50.00	-
		Loan Repaid	50.00	-
Deepak Mitra	Independent director	Sitting Fees	-	0.40
Rupa vora	Independent director	Sitting Fees	-	0.30
Arun Karambelkar	Independent director	Sitting Fees	3.40	2.40
Arun Karambelkar	Independent director	Commission	3.00	-
Farah Nathani Menzies	Independent director	Sitting Fees	3.60	2.55
Farah Nathani Menzies	Independent director	Commission	3.00	-
K.V. Murty	Independent director	Sitting Fees	-	0.30
S B Mainak	Independent director	Sitting Fees	3.45	4.00
S B Mainak	Independent director	Commission	3.00	-
Saroj Kumar Pati	Chief Executive Officer	Remuneration	136.53	121.53
Vishwamitter Katyal	Relatives of Directors	Professional Fees	-	16.00
		Payment made	-	19.44
Katyal Ventures Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Payment made	5.25	5.40
		Sale of Investments	-	-
		Rent Expenses	4.47	4.65
Mrs. Monita Malhotra	Relatives of Directors	Rent	24.72	26.96
		Payment Made	26.69	7.28
Sakshi Katyal	Relatives of Directors	Rent	6.75	-
		Payment Made	6.08	-
Asutosh Katyal	Relatives of Directors	Remuneration	9.62	8.72
Katyal Merchandise Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Interest expense (gross)	6.14	-
		Interest paid	4.56	-
		ICD Repaid (incl. interest)	-	213.45
		ICD Taken	90.72	213.45
Captech Technologies Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Expenses Incurred - Subcontractor Charges	30.00	-
		Payment	17.56	-
		Advance	14.90	-

Compensation of key management personnel of the Company

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Compensation including sitting fees	452.51	425.07
Total	**452.51**	**425.07**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

40. Related party transactions (Contd..)

Closing Balances of Related Parties (including provisions and accruals)

₹ in lakhs

Name of Related Party	Relation with related parties	Nature of Balance	As at March 31, 2020	As at March 31, 2019
PPSL Capacite JV	Joint Venture	Balance Outstanding	6.95	6.39
Capacit'e Viraj AOP	Joint Venture	Balance Outstanding	182.00	155.21
Capacit'e Engineering Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advance Outstanding	-	1,028.71
		Trade Payable	481.67	-
Captech Technologies Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Investment	0.10	-
		Advance Outstanding	14.90	-
		Balance Outstanding	2.34	-
Katyal Ventures Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Balance Outstanding	-	0.42
TPL-CIL Construction LLP	Associates	Balance Outstanding	163.37	2,014.20
Realcon Infrastructure LLP	Joint Venture	Balance Outstanding	-	739.80
Katyal Merchandise Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Balance Outstanding	92.14	-
Rohit Katyal	Executive Director and Chief Financial Officer	Balance Outstanding	89.42	-
Rahul katyal	Managing Director	Balance Outstanding	11.41	-
Mrs. Monita Malhotra	Relatives of Directors	Rent payable	7.28	7.28

41 Group information

Information about subsidiaries

The consolidated financial statements of the Group includes subsidiaries listed in the table below:

₹ in lakhs

Name	Incorporated in	Principle Activities	% Equity Interest March 31, 2020	% Equity Interest March 31, 2019
CIPL-PPSL-Yongnam Joint Venture Constructions Pvt. Ltd.	India	Engineering Procurement & Construction	100%	100%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2020

42 Interest in Joint Ventures and Associates

The Group has a 49% interest in PPSL Capacite JV, a joint venture involved in the construction and infrastructure development in India. The Group has 70% profit/(loss) sharing in Capacit'e-Viraj AOP involved in the construction and infrastructure development in India. PPSL Capacite JV & Capacit'e-Viraj AOP are an unincorporated entities. The Group's interest in PPSL Capacite JV & Capacit'e-Viraj AOP is accounted for using the equity method in the consolidated financial statements. The Group has investments in associates - 35% profit/(loss) sharing in TPL-CIL-LLP , 37.10% profit/(loss) in TCC Constructions Pvt Ltd . Summarised financial information of the joint ventures, based on its Ind AS financial statements are set out below:

Summarised balance sheet of the Joint ventures as at 31 March 2020:

₹ in lakhs

Particulars	PPSL Capacite JV		Capacit'e-Viraj AOP	
	As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
Non-current assets				
Property, plant and equipment	-	-	331.93	17.23
Non-current Tax Assets (net)	-	-	24.00	6.12
Current assets				
Inventories	-	-	82.05	129.19
Financial assets				
Trade receivables	-	-	480.24	212.85
Cash and cash equivalent	0.74	1.35	1.16	88.46
Loans	-	-	2.18	1.78
Other financial assets	-	-	212.92	219.96
Other current assets	7.01	6.40	276.15	57.84
Total Assets	**7.75**	**7.75**	**1,410.63**	**733.43**
EQUITY AND LIABILITIES				
Equity				
Other equity	7.75	7.75	(12.80)	(3.74)
Non-current liabilities				
Financial liabilities				
Other financial liabilities	-	-	10.12	0.76
Other non-current liabilities	-	-	500.00	259.43
Current Liabilities				
Financial liabilities				
Trade payables	-	-	599.16	467.89
Other financial liabilities	-	-	19.02	-
Other current liabilities	-	-	295.14	9.09
Total Equity and Liabilities	**7.75**	**7.75**	**1,410.63**	**733.43**
Proportion of the Group's ownership	49%	49%	70%	70%
Carrying amount of the investment	3.80	3.80	(8.96)	(2.62)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

42 Interest in Joint Ventures and Associates (contd..)

Summarised statement of profit and loss of Joint Ventures

₹ in lakhs

Particulars	PPSL Capacite JV		Capacit'e-Viraj AOP	
	For the Year Ended March 31, 2020	For the Year Ended March 31, 2019	For the Year Ended March 31, 2020	For the Year Ended March 31, 2019
Contract revenue	-	287.19	1,126.08	432.80
Cost of raw material consumed	-	(227.89)	(570.92)	(264.72)
Construction expenses	-	(7.01)	(305.08)	(86.22)
Employee benefits expense	-	(0.54)	(85.10)	(0.42)
Finance costs	-	-	(0.26)	-
Depreciation and amortization expenses	-	(51.73)	(70.37)	(0.89)
Other expenses	-	(0.02)	(103.41)	(84.28)
Profit before tax	**-**	**-**	**(9.06)**	**(3.74)**
Tax Expenses	-	-	-	-
Profit/(Loss) for the year	**-**	**-**	**(9.06)**	**(3.74)**
Group's share of profit/(loss) for the year	**-**	**-**	**(6.34)**	**(2.62)**

The Group had no contingent liabilities or capital commitments relating to its share in PPSL Capacite JV & Capacit'e-Viraj AOP as at March 31, 2020 and March 31, 2019.

43 Statutory Group Information

₹ in lakhs

Name of the entity in the Group	Net Assets i.e. total assets minus total liabilities		Share in Profit/(Loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of consolidated net assets	Amount	As % of consolidated profit	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
Parent								
Capacit'e Infraprojects Limited								
Balance as at March 31, 2020	99%	91,555.92	100%	9,091.52	100%	5.14	100%	9,096.66
Balance as at March 31, 2019	99%	83,111.63	99%	9,648.93	100%	51.81	99%	9,700.74
Subsidiaries(Indian)								
CIPL-PPSL-Yongnam Joint Venture Constructions Pvt. Ltd.								
Balance as at March 31, 2020	1%	1,036.63	0%	14.97	0%	-	0%	14.97
Balance as at March 31, 2019	1%	1,191.83	1%	81.54	0%	-	1%	81.54
Joint Ventures (investment as per equity method)								
PPSL Capacite JV								
Balance as at March 31, 2020	0%	3.80	0%	-	0%	-	0%	-
Balance as at March 31, 2019	0%	3.80	0%	-	0%	-	0%	-
Capacit'e Viraj AOP								
Balance as at March 31, 2020	0%	(8.96)	0%	(6.34)	0%	-	0%	(6.34)
Balance as at March 31, 2019	0%	(2.61)	0%	(2.61)	0%	-	0%	(2.61)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

43 Statutory Group Information

₹ in lakhs

Name of the entity in the Group	Net Assets i.e. total assets minus total liabilities		Share in Profit/(Loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of consolidated net assets	Amount	As % of consolidated profit	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
Associates (investment as per equity method)								
TCC								
Balance as at March 31, 2020	0%	(2.65)	0%	(2.65)	0%	-	0%	(2.65)
Balance as at March 31, 2019	0%	-	0%	-	0%	-	0%	-
TPL								
Balance as at March 31, 2020	0%	(9.25)	0%	(9.25)	0%	-	0%	(9.25)
Balance as at March 31, 2019	0%	-	0%	-	0%	-	0%	-
Realcon Infrastructure LLP (upto September 30, 2019)								
Balance as at March 31, 2020	0%	14.90	0%	14.90	0%	-	0%	14.90
Balance as at March 31, 2019	0%	-	0%	-	0%	-	0%	-
Total								
Balance as at March 31, 2020	100%	92,590.40	100%	9,103.15	100%	5.14	100%	9,108.29
Balance as at March 31, 2019	100%	84,304.63	100%	9,727.86	100%	51.81	100%	9,779.67

44 Significant accounting judgements, estimates and assumptions

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

A) Significant Judgements

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

i) Operating lease commitments – Group as lessee

The Group has entered into leases for office premises. The Group has determined, based on an evaluation of the terms and conditions of the arrangements, such as the lease term not constituting a major part of the economic life of the office premises and the fair value of the asset, that it retains all the significant risks and rewards of ownership of these properties and accounts for the contracts as operating leases.

ii) Taxes

Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the same can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies. Refer note 21 and 31 for further disclosures.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

44 Significant accounting judgements, estimates and assumptions (Contd..)

B) Estimates and assumptions

Key sources of estimation

The preparation of the Consolidated financial statements in conformity with Ind AS requires that the management of the Group makes estimates and assumptions that affect the reported amounts of income and expenses of the period, the reported balances of assets and liabilities and the disclosures relating to contingent liabilities as of the date of the financial statements. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates include useful lives of property, plant and equipment & intangible assets, allowance for expected credit loss, future obligations in respect of retirement benefit plans, expected cost of completion of contracts, provision for rectification costs, fair value measurement etc. Difference, if any, between the actual results and estimates is recognised in the period in which the results are known.

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

i) Contingencies

Contingent liabilities may arise from the ordinary course of business in relation to guarantees given by the Group. By their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum, of contingencies inherently involves the exercise of significant judgement and the use of estimates regarding the outcome of future events.

ii) Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations.

An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates.

Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds.

The mortality rate is based on publicly available mortality tables for India. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates. Further details about gratuity obligations are given in note 39.

iii) Cost to complete

For assessing onerous contracts the Group is required to estimate the costs to complete of each contract. Survey of work done have been used to measure progress towards completion as there is a direct relationship. Provision for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

44 Significant accounting judgements, estimates and assumptions (Contd..)

iv) Expected credit loss (ECL)

The group has used an internal rating based approach in building its ECL model, using its own internal estimates for some or all of the credit risk components such as the Probability of Default ("PD"), Loss Given Default ("LGD") and Effective Maturity ("M"). Each of these elements are critical estimates in the measurement of impairment on such financial assets.

45 Disclosures on Financial instruments

This section gives an overview of the significance of financial instruments for the Group and provides additional information on balance sheet items that contain financial instruments.

The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of financial asset, financial liability and equity instrument are disclosed in accounting policies, to the consolidated financial statements.

(A) Fair Values:

The following tables presents the carrying amount and fair value of each category of financial assets and liabilities as at March 31, 2020 & March 31, 2019

As at March 31, 2020

₹ in lakhs

Particulars	Level	Fair value through statement of profit and loss account	Amortised cost	Total carrying value	Total fair value
Financial assets					
Investments*	Level 2	57.99	-	57.99	57.99
Trade receivables		-	47,262.20	47,262.20	47,262.20
Cash and cash equivalent		-	10,759.02	10,759.02	10,759.02
Bank balances other than cash and cash equivalent		-	15,527.99	15,527.99	15,527.99
Loans		-	1,300.00	1,300.00	1,300.00
Other Financial Assets		-	63,170.10	63,170.10	63,170.10
Total		**57.99**	**1,38,019.32**	**1,38,077.31**	**1,38,077.31**
Financial Liabilities					
Borrowings (including current maturities)		-	30,818.54	30,818.54	30,818.54
Trade payables		-	55,985.03	55,985.03	55,985.03
Other financial liabilities (excluding current maturities)		-	7,906.03	7,906.03	7,906.03
Total		**-**	**94,709.60**	**94,709.60**	**94,709.60**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

45 Disclosures on Financial instruments (Contd..)

As at March 31, 2019

₹ in lakhs

Particulars	Level	Fair value through statement of profit and loss account	Amortised cost	Total carrying value	Total fair value
Financial assets					
Investments*	Level 2	55.26	-	55.26	55.26
Trade receivables		-	60,169.87	60,169.87	60,169.87
Cash and cash equivalent		-	2,984.44	2,984.44	2,984.44
Bank balances other than cash and cash equivalent		-	16,341.42	16,341.42	16,341.42
Loans		-	1,400.00	1,400.00	1,400.00
Other Financial Assets		-	43,395.23	43,395.23	43,395.23
Total		**55.26**	**1,24,290.96**	**1,24,346.22**	**1,24,346.22**
Financial Liabilities					
Borrowings (including current maturities)		-	27,371.80	27,371.80	27,371.80
Trade payables		-	53,375.22	53,375.22	53,375.22
Other financial liabilities (excluding current maturities)		-	6,512.30	6,512.30	6,512.30
Total		**-**	**87,259.31**	**87,259.31**	**87,259.31**

*Other than investments in subsidiary accounted at cost in accordance with Ind AS 27

Fair value of financial assets and financial liabilities measured at amortised cost:

The carrying amounts of trade receivables, loans, advances and cash and other bank balances are considered to be the same as their fair values due to their short term nature. The carrying amounts of long term loans given with floating rate of interest are considered to be close to the fair value.

The carrying amounts of trade and other payables are considered to be the same as their fair values due to their short term nature. The carrying amounts of borrowings with floating rate of interest are considered to be close to the fair value.

Fair value of financial assets & financials liabilities through statement of profit and loss account:

The fair values of Mutual Funds are based on NAVs at the reporting date.

46 Capital Management

For the purpose of the Group's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Group's capital management is to maximise the shareholder value.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents, excluding discontinued operations.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

46 Capital Management (Contd..)

Gearing ratio

The gearing ratio at the end of the reporting period was as follows:

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Debt (i)	30,818.54	27,371.81
Less: Cash and Bank balances	10,759.02	2,984.44
Net debt	**20,059.52**	**24,387.37**
Total Capital (ii)	92,590.40	84,304.63
Capital and Net Debt	**1,12,649.92**	**1,08,692.00**
Net debt to Total Capital plus net debt ratio (%)	17.81%	22.44%

(i) Debt is defined as long-term borrowings (including current maturities) and short-term borrowings.

(ii) Equity is defined as equity share capital and other equity including reserves and surplus.

In order to achieve this overall objective, the Group's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2020 and March 31, 2019.

47 Financial risk management objectives and policies

The Group's principal financial liabilities comprise borrowings, trade and other payables and other financial liabilities. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include investments, loans, trade and other receivables, cash and cash equivalents, other bank balances and other financial assets that derive directly from its operations.

The Group is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks. The Group's senior management is supported by a risk committee that advises on financial risks and the appropriate financial risk governance framework for the Group. The Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified measured and managed in accordance with the Group's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

A) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises primarily of interest rate risk. Financial instruments affected by market risk include borrowings.

a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with floating interest rates.

The Group manages its interest rate risk by having a balanced portfolio of fixed and variable rate borrowings.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

47 Financial risk management objectives and policies (Contd..)

b) Interest rate sensitivity:

The sensitivity analysis below have been determined based on exposure to interest rates for long-term debt obligations with floating interest rates at the end of the reporting period and the stipulated change taking place at the beginning of the financial year and held constant throughout the reporting period in case of term loans that have floating rates:

₹ in lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Increase in basis points	+50	+50
Effect on profit before tax	(145.44)	(128.19)
Decrease in basis points	(50)	(50)
Effect on profit before tax	145.44	128.19

B) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments. The Group only deals with parties which has good credit rating/ worthiness given by external rating agencies or based on companies internal assessment.

Trade receivables

The Group's customer profile includes mainly large private corporates. The Group's average project execution cycle is around 36 to 48 months. General payment terms include mobilisation advance, monthly progress payments with a credit period ranging from 45 to 90 days and certain retention money to be released at the end of the project. In some cases retentions are substituted with bank/corporate guarantees. The Group has a detailed review mechanism of overdue customer receivables at various levels within organisation to ensure proper attention and focus for realisation.

The Group has not acquired any credit impaired asset. There was no modification in any financial assets.

Non certification of works billed

The costs incurred on projects are regularly monitored through the Project budgets. Costs which are incurred beyond the agreed terms and conditions of the contract, would be claimed from the customer, based on the actual works performed. The realisability of such claims, is verified by professionals, who certify the tenability of such claims and also the collectible amounts, by applying appropriate probabilities. Costs, which are identified as non tenable or costs beyond the collectible amounts, as mentioned above, would be provided in the books of accounts.

C) Liquidity risk

The Group's principle sources of liquidity are cash and cash equivalents and the cash flow that is generated from operations. The Group believes that the working capital is sufficient to meet its current requirements.

Liquidity risk refers to the risk that the Group cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Group manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

47 Financial risk management objectives and policies (Contd..)

Further, the Group manages its liquidity risk in a manner so as to meet its normal financial obligations without any significant delay or stress. Such risk is managed through ensuring operational cash flow while at the same time maintaining adequate cash and cash equivalents position. The management has arranged for diversified funding sources and adopted a policy of managing assets with liquidity in mind and monitoring future cash flows and liquidity on a regular basis. Surplus funds not immediately required are invested in certain financial assets (including mutual funds) which provide flexibility to liquidate at short notice and are included in current investments and cash equivalents. Besides, it generally has certain undrawn credit facilities which can be accessed as and when required, which are reviewed periodically.

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

₹ in lakhs

Particulars	On demand	Within 12 months	After 12 months	Total
Year ended March 31, 2020				
Borrowings (including current maturities)	11,839.45	9,626.48	9,352.61	30,818.54
Other financial liabilities	-	2,868.98	3,853.56	6,722.54
Trade payables	-	55,985.03	-	55,985.03
	11,839.45	**68,480.49**	**13,206.17**	**93,526.11**
Year ended March 31, 2019				
Borrowings (including current maturities)	7,301.77	14,271.66	5,798.38	27,371.81
Other financial liabilities	-	2,326.42	4,185.88	6,512.30
Trade payables	-	53,375.22	-	53,375.22
	7,301.77	**69,973.30**	**9,984.26**	**87,259.33**

48 Significant event after the reporting period

There were no significant adjusting event that accrued subsequent to the reporting period which may require an adjustment to the balance sheet.

49 Estimation of uncertainties relating to the global health pandemic from COVID-19

The Outbreak of Coronavirus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. Execution of EPC contracts undertaken by the Group were temporarily suspended during nationwide lockdown. Business operations are being resumed in a phased manner in line with directives from the authorities.

The Group has considered internal and external sources of information up to the date of approval of these consolidated financial statements, in assessing the recoverability of its assets, liquidity, financial position and operations of the Group including impact on estimated construction cost to be incurred towards projects under execution and based on the management's assessment, there is no material impact on the consolidated financial statements of the Group.

Considering the uncertainties involved in estimating the impact of this pandemic, the future impact of this pandemic may be different from those estimated as on the date of approval of these consolidated financial statements. The uncertainty relating to improvement in economic activity and in the real estate sector may have an impact to the Group's operations in future.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2020

50 Previous year figures

The figures for the corresponding previous year have been regrouped / reclassified whenever necessary, to make them comparable.

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date attached
For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration No: 324982E/E300003

per **Jayesh Gandhi**
Partner
Membership No : 37924

Place: Mumbai
Date: June 18, 2020

For and on behalf of the Board of Directors
Capacit'e Infraprojects Limited

Rahul Katyal
Managing Director
DIN: 00253046

Rohit Katyal
Executive Director &
Chief Financial Officer
DIN: 00252944

Saroj Pati
Chief Executive Officer

NOTICE

NOTICE IS HEREBY GIVEN THAT the Eight Annual General Meeting of **CAPACIT'E INFRAPROJECTS LIMITED** will be held on Friday, 25th day, of September, 2020 at 11:30 A.M. IST through Video Conference ("VC") / Other Audio Visual Means ("OAVM") facility to transact the following business:

ORDINARY BUSINESS:

1. **To receive, consider & adopt:**

   a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020 together with Reports of the Board of Directors and Statutory Auditors thereon.

   b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 together with Reports of the Statutory Auditors thereon.

2. **To appoint a Director in place of Mr. Rahul R. Katyal, Director having DIN: 00253046, who retires by rotation, and being eligible, offers himself for re-appointment.**

SPECIAL BUSINESS:

3. **Ratification of remuneration payable to M/s Y R Doshi & Associates, Cost Auditor of the Company:**

   To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit & Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration of ₹1,70,000/- (Rupees One Lakh Seventy Thousand only) plus applicable taxes thereon and reimbursement of out-of-pocket expenses at actuals as approved by the Board of Directors based on the recommendations of Audit Committee of the Company, to be paid to M/s. Y. R. Doshi & Associates, Cost Accountants, Cost Auditor appointed by the Board of Directors of the Company for conducting audit of the cost records for the financial year ending March 31, 2021 be and is hereby ratified."

4. **Appointment of Dr. Manjushree Ghodke, as a Non- Executive Independent Director:**

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

   "**RESOLVED THAT** Dr. Manjushree Ghodke (DIN: 07147784) who was appointed by the Board of Directors as an Additional Director of the Company (and categorised as 'Independent Director') with effect from August 11, 2020, and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 ("Act"), and who has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Act and the Listing Regulations and who is eligible for appointment under the provisions of the Act, and Rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("SEBI Listing Regulations"), be and is hereby appointed pursuant to the provisions of Sections 149 and 152 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Act and Regulation 17 and other applicable regulations of the SEBI Listing Regulations, as amended from time to time and other applicable provisions,if any, of the Act, as an Independent Director of the Company for a period of 3 years, and such 3 years be computed from the date of her initial / first appointment, i.e. August 11, 2020 to August 10, 2023, subject to her compliance with the requirements as prescribed under the Act with regard to an Independent Director and such other provisions as may be applicable, if any, from time to time, and further during the tenure of her appointment, the said Independent Director shall not be liable to retire by rotation.

   "**RESOLVED FURTHER THAT** Board of Directors and / or Company Secretary of the Company be and are hereby authorised to do all such acts, deed, things and matters as they may consider necessary, expedient or desirable for giving effect to the foregoing resolution."

5. **To Levy of charges for delivery of any documents to member of the Company:**

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

"**RESOLVED THAT** pursuant to the provisions of Section 20, and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made there under (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), whereby, a document may be served on any member by the Company by sending it to him / her by post or by registered post or by speed post or by electronic mode, or any other mode as may be prescribed, the consent of the members be and are hereby accorded to charge from the members such fees in advance equivalent to estimated actual expenses of delivery of documents delivered through registered post or speed post or by courier service or such other mode pursuant to any request made by the member for the delivery of documents, through a particular mode of service as mentioned above depending on the event and circumstance of each case from time to time, provided such request along with the requisite fees has been duly received by the Company at least 10 days in advance of dispatch of documents by the Company to the respective member."

"**RESOLVED FURTHER THAT** Board of Directors and / or Company Secretary of the Company be and are hereby authorised to do all such acts, deeds, things and matters as they may consider necessary, expedient or desirable for giving effect to the foregoing resolution."

6. Remuneration payable to Mr. Rahul R. Katyal, Managing Director of the Company for the financial year 2020-21:

To consider and if thought fit, to pass with or without modification, the following resolution as Special Resolution:

"**RESOLVED THAT** pursuant to the recommendation from Nomination and Remuneration Committee and the Board during their respective meetings held on June 18, 2020 and subject to the provisions of Sections 196, 197, 198 and other applicable provisions read with Schedule V of the Companies Act, 2013 ("the Act") and the rules made thereunder (including any statutory modification or re-enactment(s) thereof), consent of the members of the Company be and are hereby accorded for payment of remuneration to Mr. Rahul R. Katyal, Managing Director (DIN: 00253046) of the Company with effect from April 1, 2020 to March 31, 2021 including the remuneration to be paid in the event of loss or inadequacy of profits during the financial year, upon the principal terms and conditions as set out in the explanatory statement annexed hereto, terms of his appointment including designation, duties & responsibilities remaining the same."

"**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to vary, alter or modify the terms of remuneration specified above from time to time to the extent it may deem appropriate, provided that such variation/s, alteration/s or modification/s, as the case may be, shall not exceed the aggregate managerial remuneration payable to all such Executive / Whole-time Directors of the Company pursuant to the provisions of Section 197, 198 of the Companies Act, 2013 and rules made thereunder."

"**RESOLVED FURTHER THAT** no sitting fees shall be paid to Mr. Rahul R. Katyal, Managing Director for attending meetings of the Board of Directors or any committee thereof."

"**RESOLVED FURTHER THAT** Board of Directors and / or Company Secretary of the Company be and are hereby authorised to do all such acts, deeds, things and matters as they may consider necessary, expedient or desirable for giving effect to the foregoing resolution."

7. Remuneration payable to Mr. Rohit R. Katyal, Whole-time Director & Chief Financial Officer of the Company for the financial year 2020-21:

To consider and if thought fit, to pass with or without modification, the following resolution as Special Resolution:

"**RESOLVED THAT** pursuant to the recommendation from Nomination and Remuneration Committee and approval of the Board during their respective meetings held on June 18, 2020 and subject to the provisions of Sections 196, 197, 198 and other applicable provisions read with Schedule V of the Companies Act, 2013 ("the Act") and the rules made thereunder (including any statutory modification or re-enactment(s) thereof), consent of the members of the Company be and are hereby accorded for payment of remuneration to Mr. Rohit R. Katyal (DIN: 00252944), Whole-time Director and Chief Financial Officer of the Company with effect from April 1, 2020 to March 31, 2021 including the remuneration to be paid in the event of loss or inadequacy of profits during the financial year, upon principal terms and conditions as set out in the explanatory statement annexed hereto, terms of his appointment including designation, duties & responsibilities remaining the same."

"**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to vary, alter or modify the terms of remuneration specified above from time to time to the extent it may deem appropriate, provided that such variation/s, alteration/s or modification/s, as the case may be, shall not exceed the aggregate managerial remuneration payable to all such Executive / Whole-time Directors of the Company pursuant to the provisions of Section 197, 198 of the Companies Act, 2013 and rules made thereunder."

"**RESOLVED FURTHER THAT** no sitting fees shall be paid to Mr. Rohit R. Katyal, Executive Director and CFO of the Company for attending meetings of the Board of Directors or any committee thereof."

"**RESOLVED FURTHER THAT** Board of Directors and / or Company Secretary of the Company be and are hereby authorised to do all such acts, deeds, things and matters as they may consider necessary, expedient or desirable for giving effect to the foregoing resolution."

8. **Remuneration payable to Mr. Subir Malhotra, Whole-time Director of the Company for the financial year 2020-21:**

   To consider and if thought fit, to pass with or without modification, the following resolution as Special Resolution:

   "**RESOLVED THAT** pursuant to the recommendation from Nomination and Remuneration Committee and approval of the Board during their respective meetings held on June 18, 2020 and subject to the provisions of Sections 196, 197, 198 and other applicable provisions read with Schedule V of the Companies Act, 2013 ("the Act") and the rules made thereunder (including any statutory modification or re-enactment(s) thereof), consent of the members of the Company be and are hereby accorded for payment of remuneration to Mr. Subir Malhotra, (DIN: 05190208), Whole-time Director (Executive Director) of the Company with effect from April 1, 2020 to March 31, 2021 including the remuneration to be paid in the event of loss or inadequacy of profits during the financial year, upon principal terms and conditions as set out in the explanatory statement annexed hereto, terms of his appointment including designation, duties & responsibilities remaining the same."

   "**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to vary, alter or modify the terms of remuneration specified above from time to time to the extent it may deem appropriate, provided that such variation/s, alteration/s or modification/s, as the case may be, shall not exceed the aggregate managerial remuneration payable to all such Executive/ Whole-time Directors of the Company pursuant to the provisions of Section 197, 198 of the Companies Act, 2013 and rules made thereunder."

   "**RESOLVED FURTHER THAT** no sitting fees shall be paid to Mr. Subir Malhotra, Executive Director of the Company for attending meetings of the Board of Directors or any committee thereof."

   "**RESOLVED FURTHER THAT** Board of Directors and / or Company Secretary of the Company be and are hereby authorised to do all such acts, deeds, things and matters as they may consider necessary, expedient or desirable for giving effect to the foregoing resolution."

By order of the Board of Directors

Varsha Malkani
Company Secretary
Membership No. A-42637

Date:11.08.2020
Place: Mumbai

Registered Office:
605-607, Shrikant Chambers,
Phase – I, 6th Floor, Adjacent to R K Studios,
Sion-Trombay Road, Mumbai – 400071,
Maharashtra, India

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") setting out material facts concerning the business under Item Nos. 3 to 8 of the accompanying Notice, is annexed hereto. The Board of Directors of the Company at its meeting held on August 11th , 2020 considered that the special business under Item Nos. 3 to 8, being considered unavoidable, be transacted at the 8th AGM of the Company. The details under Regulation 26(4), Regulation 36(3) of the SEBI Listing Regulations and clause 1.2.5 of the Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, in respect of the person seeking appointment / re-appointment as Director at the AGM, are annexed hereto.

2. General instructions for accessing and participating in the 8th AGM through VC/OAVM Facility and voting (instapoll) through electronic means including remote e-Voting:

   i. In view of the outbreak of the COVID-19 pandemic, social distancing norm to be followed and the continuing restriction on movement of persons at several places in the country and pursuant to General Circular Nos.14/2020, 17/2020 and 20/2020 dated

8th April 2020, 13th April 2020 and 5th May 2020, respectively, issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 issued by the Securities and Exchange Board of India ("SEBI Circular") and in compliance with the provisions of the Act and the SEBI Listing Regulations, the 8th AGM of the Company is being conducted through VC/OAVM facility, which does not require physical presence of members at a common venue. The deemed venue for the 8th AGM shall be the Registered Office of the Company.

ii. In terms of the MCA Circulars since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 8th AGM, and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-Voting, for participation in the 8th AGM through VC/OAVM Facility and e-Voting (instapoll) during the 8th AGM.

iii. The Company has appointed KFin Technologies Private Limited, Registrars and Transfer Agents ("KFin/RTA"), to provide Video Conferencing facility for the Annual General Meeting and the attendant enablers for conducting of the AGM.

iv. The Members can join the AGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.

v. Members may note that the VC/OAVM facility, provided by KFin, allows participation of atleast 1,000 Members on a first-come-first-served (FIFO) basis.

vi. No restrictions on account of FIFO entry into AGM in respect of large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc.

vii. The attendance of the Members (members logins) attending the AGM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

3. Instructions for the Members for attending the AGM through VC / OVAM :

i. Member will be provided with a facility to attend the AGM through VC / OVAM through platform provided by KFin Technologies Private Limited. Members may access the same at https://emeetings.kfintech.com and click on the "video conference" and access the shareholders/members login by using the remote e-voting credentials. The link for AGM will be available in shareholder/members login where the EVENT and the name of the company can be selected.

ii. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice.

iii. Members are encouraged to join the Meeting through Laptops with Google Chrome for better experience.

iv. Further Members will be required to allow Camera, if any, and hence use Internet with a good speed to avoid any disturbance during the meeting.

v. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

vi. **AGM Questions prior to AGM:** Members who would like to express their views/ask questions during the meeting may log into https://emeetings.kfintech.com/ and click on "Post your Questions" and post their queries/views/questions in the window provided by mentioning the name, demat account number/folio number, email id, mobile number from 9.00 AM on 22.09.2020 till 5.00 PM on 24.09.2020. Please note that, questions will be answered only, of the members who which continue to hold the shares as of cut-off date in benpos.

vii. **Speaker Registration during AGM session:** In case of decision to allow the Q&A session in the meeting, Members who would like to register themselves as a speaker may log into https://emeetings.kfintech.com/ and click on "Speaker Registration" by mentioning the demat account number/folio number, city, email id, mobile number and submit the request. The speaker registration shall commence on 22.09.2020 at 9.00 AM and closed on 24.09.2020 at 5.00 PM. Due to limitations of transmission and coordination during the Q&A session, the company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

4. **Instructions for members for e-Voting (instapoll) during the AGM session:**

   i. The e-Voting "Thumb sign" on the left hand corner of the video screen shall be activated upon instructions of the chairman during the AGM proceedings. Members shall click on the same to take them to the "instapoll" page

   ii. Members to click on the "Instapoll" icon to reach the resolution page and follow the instructions to vote on the resolutions.

   iii. Only those members, who are present in the AGM and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting (instapoll) system available during the AGM.

5. **Remote Voting through electronic means:**

   In terms of the provisions of section 108 of the Act, read with rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (hereinafter called 'the Rules' for the purpose of this section of the Notice) and regulation 44 of the Listing Regulations, the Company is providing facility of remote e-voting facility to exercise votes on the items of business given in the Notice through electronic voting system, to members holding shares as on 18th September, 2020 (end of day), being the cut-off date fixed for determining voting rights of members, entitled to participate in the remote e-voting process, through the e-voting platform provided by KFin or to vote at the AGM. Person who is not a member as on the cut-off date should treat this Notice for information purposes only.

   The details of the process and manner for remote e-voting are given below:

   i. Initial password is provided in the body of the email.

   ii. Launch internet browser and type the URL:https://evoting.kfintech.com in the address bar.

   iii. Enter the login credentials i.e. User ID and password mentioned in your email. Your Folio No./DP ID Client ID will be your User ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting your votes.

   iv. After entering the details appropriately, click on LOGIN.

   v. You will reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$,etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

   vi. You need to login again with the new credentials.

   vii. On successful login, the system will prompt you to select the EVENT i.e. **Capacit'e Infraprojects Limited**.

   viii. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click 'FOR'/'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option 'ABSTAIN' and the shares held will not be counted under either head.

   ix. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.

   x. Cast your votes by selecting an appropriate option and click on 'SUBMIT'. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.

   xi. Corporate/institutional members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned image (PDF/JPG format) of certified true copy of relevant board resolution / authority letter etc. together with attested specimen signature of the duly authorised signatory(ies) who is/are authorised to vote, to the Scrutinizer through email at shreyanscs@gmail.com and may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format 'BAL_EVENT No.'

   xii. Members can cast their vote online from 22nd September 2020 (9.00 a.m.) till 24th September 2020 (5.00 p.m.). Voting beyond the said date shall not be allowed and the remote e-voting facility shall be blocked.

   xiii. In case of any queries/grievances, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting User Manual available at the 'download' section of https://evoting.kfintech.com or call KFin on 1800 345 4001 (toll free).

6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

7. Electronic copy of all the documents referred to in the accompanying Notice of the 8th AGM and the Explanatory

Statement shall be available for inspection in the Investor Section of the website of the Company at www.capacite.in.

8. During the 8th AGM, Members may access the scanned copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act, upon Log-in to KFin e-Voting system at https://evoting.kfintech.com.

9. M/s Shreyans Jain & Co. Company Secretaries, has been appointed as the Scrutinizer to scrutinize the remote e-voting process and casting vote through the the e-Voting (instapoll) system during the meeting in a fair and transparent manner.

10. During the 8th AGM, the Chairman shall, after response to the questions raised by the Members in advance or as a speaker at the 8th AGM, formally propose to the Members participating through VC/OAVM Facility to vote on the resolutions as set out in the Notice of the 8th AGM and announce the start of the casting of vote through the e-Voting (instapoll) system. After the Members participating through e-Voting VC/OAVM Facility, eligible and interested to cast votes, have cast the votes, the e-Voting (instapoll) will be closed after 15 minutes of formal announcement of closure of the 8th AGM.

11. The Scrutinizer shall after the conclusion of e-Voting at the 8th AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting and shall make a consolidated scrutinizer's report of the total votes cast in favour or against, invalid votes, if any, and whether the resolution has been carried or not, and such Report shall then be sent to the Chairman or a person authorized by him, within 48 (forty eight) hours from the conclusion of the 8th AGM, who shall then countersign and declare the result of the voting forthwith.

12. The results, together with the Scrutinizer's report, will be displayed at the registered office of the Company and on the website of the Company (www.capacite.in) and also on the website of KFin Technologies Private Limited https://evoting.kfintech.com besides being communicated to BSE Limited and the National Stock Exchange of India Limited on which the shares of the Company are listed.

13. Pursuant to the MCA Circulars and SEBI Circular, in view of the prevailing situation, owing to the difficulties involved in dispatching of physical copies of the Notice of the 8th AGM and the Annual Report for the year 2019-20 including therein the Audited Financial Statements for year 2019-20, are being sent only by email to the Members. Therefore, those Members, whose email address is not registered with the Company or with their respective Depository Participant/s, and who wish to receive the Notice of the 8th AGM and the Annual Report for the year 2019-20 and all other communication sent by the Company, from time to time, can get their email address registered by following the steps as given below:-

    a) For Members holding shares in physical form, please send scan copy of a signed request letter mentioning your folio number, complete address, email address to be registered along with scanned self attested copy of the PAN and any document (such as Driving Licence, Passport, Bank Statement, AADHAR) supporting the registered address of the Member, by email to the Company's Registrar and Share Transfer Agent KFin Technologies Private Limited (formerly Karvy Fintech Private Limited)at einward.ris@kfintech.com or alternatively members can also register their email address and mobile number with the Company's Registrar and Share Transfer Agent KFin through the URL https://ris.kfintech.com/email_registration/ or email to the Company's email address compliance@capacite.in;

    b) For the Members holding shares in demat form, please update your email address through your respective Depository Participant/s.

14. The Notice of the 8th AGM and the Annual Report for the year 2019-20 including therein the Audited Financial Statements for the year 2019-20, will be available on the website of the Company at www.capacite.in and the website of the BSE Limited and the National Stock Exchange of India Limited on which the shares of the Company are listed. The Notice of 8th AGM will also be available at the website of KFin at https://evoting.kfintech.com

15. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

16. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.

17. In terms of the SEBI Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from 1st April 2019. In view of the above, Members are advised to dematerialize shares held by them in physical form.

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

As required under Section 102 of the Companies Act, 2013 (“Act”), the following explanatory statement sets out all material facts relating to business mentioned under Item Nos. 3 to 8 of the accompanying Notice;

Item No. 3:

The Board, on the recommendations of the Audit Committee during their meetings held on June 18, 2020, has considered and approved appointment of M/s. Y. R. Doshi & Associates, Cost Accountants as Cost Auditor to conduct the audit of the cost records of the Company for the financial year ending March 31, 2021 at the remuneration as mentioned in the relevant item of the Notice.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor as recommended by the Audit Committee and approved by the Board, has to be ratified by the shareholders of the Company.

Accordingly, ratification by the shareholders is sought to the remuneration payable to the Cost Auditor for the financial year ending March 31, 2021 by passing an Ordinary Resolution as set out at Item No. 3 of the Notice.

None of the Directors and/or Key Managerial Personnel of the Company and/ or their relatives, in any way, are concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Ordinary Resolution as set forth in Item No. 3 for the approval of the Shareholders.

Item No. 4:

On the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on August 11, 2020 approved appointment of Dr. Manjushree Ghodke as an Additional Director with effect from August 11, 2020. In terms of Section 161(1) of the Act, Dr. Manjushree Ghodke holds office as an Additional Director upto the date of this Annual General Meeting.

Further in terms of provisions of Section 149 and other applicable provisions of the Act, she was apppointed as Independent Directors for a period of 3 years i.e. w.e.f. August 11, 2020 till August 10, 2023, subject to the approval of Shareholders at the Annual General Meeting.

The Board is of the opinion that Dr. Manjushree Ghodke fulfils the conditions specified in the Act and rules made thereunder and provisions of the SEBI Listing Regulations to be eligible for appointment as Independent Director of the Company. The Board is also of the opinion that Dr. Manjushree Ghodke is independent of the management of the Company and her association would be of immense benefit to the Company and hence, it is recommended to avail the services of Dr. Manjushree Ghodke as an Independent Director of the Company. A copy of the draft letter of appointment of Dr. Manjushree Ghodke as an Independent Director setting out the terms and conditions will be available for electronic inspection without any fees by the members.

Except Dr. Manjushree Ghodke, none of the Directors and/ or Key Managerial Personnel of the Company are concerned or interested, financially or otherwise in the above resolution.

The Board recommends the Ordinary Resolution set forth in Item No. 4 for the approval of the Shareholders.

Item No. 5:

As per the provisions of Section 20 of the Companies Act, 2013, and the rules made thereunder, a document may be served on a Member of the Company by sending the same to him/ her by post or by registered post or speed post or by courier or by delivering it at his/ her required place, or by electronic or any other mode as may be prescribed. However, proviso to sub-section (2) of Section 20 of the Act states that a Member may request to the Company for delivery of document entitled to be received by him/her, through a particular mode, for which the shareholder shall pay such fees as may be determined by the Company in its Annual General Meeting.

Since the cost of providing documents may vary according to the mode of service, its weight and its destination, etc., therefore it is proposed that the actual expenses that may be borne by the company for dispatch will be paid at least 10 days in advance by the shareholder to the Company.

Accordingly, consent of the members is sought for passing the Ordinary Resolution as set out in Item No. 5 of the Notice relating to serving/ delivery of documents including financial statements to the members of the Company in a requested mode.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives, in any way, are concerned or interested, financially or otherwise in the resolution.

The Board of Directors recommends the Ordinary resolution as set forth in Item No. 5 for the approval of shareholders of the Company.

Item No. 6:

Pursuant to recommendations of the Nomination & Remuneration Committee and the Board of Directors, during their Meetings held on June 18, 2020, the proposed terms of remuneration payable to Mr. Rahul R. Katyal, Managing Director during the financial year 2020-21 upto the limit of ₹94,20,000/- as follows:

Sr. No.	Particulars	Linked to	% / Fixed	Amount (in ₹)	
				Per Month	Per Annum
1	**Salary & Allowances**				
1.1	Basic	N.A.	Fixed	4,00,000	48,00,000
1.2	HRA	N.A.	Fixed	2,00,000	24,00,000
1.3	Management Allowance	N.A.	Fixed	1,85,000	22,20,000
	Total			**7,85,000**	**94,20,000**

Perquisites:

i) Company will provide vehicle with fuel & driver, for official/ business purpose.

ii) Leave Travel Allowance for self and family for domestic travelling once in a financial year, subject to the ceiling of Basic salary of one month.

iii) Medical expenses for self and family members at actuals, subject to applicable provisions of the Income Tax Act 1961.

iv) Annual membership fees of any one club, at actuals. Life membership fees are not covered.

v) Premium on Term Insurance, as may be recommended by the Nomination and Remuneration Committee, subject to the approval of Board of Directors.

vi) Contribution to superannuation fund or annuity fund, as per Company's policy.

vii) Gratuity as per Company's policy.

The terms and conditions of the remuneration in the event of any inadequacy or absence of profits during the financial year, the aforementioned remuneration approved herein be continued to be paid as minimum remuneration.

All other existing terms and conditions pursuant to designation, role, duties, responsibilities with respect to the appointment shall remain unchanged.

In terms of Rule 7 (2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company, is not required to obtain approval of the Central Government, Ministry of Corporate Affairs, as the remuneration proposed to be paid to its Executive Director does not exceed the limits specified under Section 196, 197 read with Schedule V and applicable rules of the Companies Act, 2013.

The Board of Directors recommends the Special Resolution as set forth in Item No. 6 for the approval of shareholders of the Company.

Except Mr. Rahul R. Katyal and Mr. Rohit R. Katyal, who is brother of Mr. Rahul R. Katyal, none of the Directors and/or Key Managerial Personnel of the Company are concerned or interested, financially or otherwise in the above resolution.

Item No. 7:

Pursuant to recommendations of the Nomination & Remuneration Committee and the Board of Directors, during their Meetings held on June 18, 2020, the proposed terms of remuneration payable to Mr. Rohit R. Katyal, Whole-time Director & CFO during the financial year 2020-21 upto the limit of ₹97,20,000/- as follows:

Sr. No.	Particulars	Linked to	% / Fixed	Amount (in ₹)	
				Per Month	Per Annum
1	**Salary & Allowances**				
1.1	Basic	N.A.	Fixed	4,00,000	48,00,000
1.2	HRA	N.A.	Fixed	2,00,000	24,00,000
1.3	Management Allowance	N.A.	Fixed	2,10,000	25,20,000
	Total			**8,10,000**	**97,20,000**

Perquisites:

i) Company will provide vehicle with fuel & driver, for official/ business purpose.

ii) LTA for self and family for domestic travelling once in a financial year, subject to the ceiling of Basic salary of one month.

iii) Medical expenses for self and family members at actuals, subject to applicable provisions of the Income Tax Act 1961.

iv) Annual membership fees of any one club, at actuals. Life membership fees are not covered.

v) Premium on Term Insurance, as may be recommended by the Nomination and Remuneration Committee, subject to the approval of Board of Directors.

vi) Contribution to superannuation fund or annuity fund, as per Company's policy.

vii) Gratuity as per Company's policy.

The terms and conditions of the remuneration in the event of any inadequacy or absence of profits during the financial year, the aforementioned remuneration approved herein be continued to be paid as minimum remuneration.

All other existing terms and conditions pursuant to role, duties, responsibilities with respect to the appointment shall remain unchanged.

In terms of Rule 7 (2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company, is not required to obtain approval of the Central Government, Ministry of Corporate Affairs, as the remuneration proposed to be paid to its Whole-time Director does not exceed the limits specified under Section 196, 197 read with Schedule V and applicable rules of the Companies Act, 2013.

The Board of Directors recommends the Special Resolution as set forth in Item No. 7 for the approval of shareholders of the Company.

Except Mr. Rohit R. Katyal and Mr. Rahul R. Katyal, who is brother of Mr. Rohit R. Katyal, none of the Directors and Key Managerial Personnel of the Company are concerned or interested, financially or otherwise in the above resolution.

Item No. 8:

Pursuant to recommendations of the Nomination & Remuneration Committee and the Board of Directors, during their Meetings held on June 18, 2020, the proposed terms of remuneration payable to Mr. Subir Malhotra, Whole-time Director during the financial year 2020-21 upto the limit of ₹ 86,20,000/- as follows:

Sr. No.	Particulars	Linked to	% / Fixed	Amount (in ₹)	
				Per Month	Per Annum
1	**Salary & Allowances**				
1.1	Basic	N.A.	Fixed	4,00,000	48,00,000
1.2	HRA	N.A.	Fixed	2,00,000	24,00,000
1.3	Management Allowance	N.A.	Fixed	1,85,000	22,20,000
	Total			**7,18,333**	**86,20,000**

Perquisites:

i) Company will provide vehicle with fuel & driver, for official/ business purpose.

ii) LTA for self and family for domestic travelling once in a financial year, subject to the ceiling of Basic salary of one month.

iii) Medical expenses for self and family members at actuals, subject to applicable provisions of the Income Tax Act 1961.

iv) Annual membership fees of any one club, at actuals. Life membership fees are not covered.

v) Premium on Term Insurance, as may be recommended by the Nomination and Remuneration Committee, subject to the approval of Board of Directors.

vi) Contribution to superannuation fund or annuity fund, as per Company's policy.

vii) Gratuity as per Company's policy.

The terms and conditions of the remuneration in the event of any inadequacy or absence of profits during the financial year, the aforementioned remuneration approved herein be continued to be paid as minimum remuneration.

All other existing terms and conditions pursuant to role, duties, responsibilities with respect to the appointment shall remain unchanged.

In terms of Rule 7 (2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company, is not required to obtain approval of the Central Government, Ministry of Corporate Affairs, as the remuneration proposed to be paid to its Whole-time Director does not exceed the limits specified under Section 196, 197 read with Schedule V and applicable rules of the Companies Act, 2013.

The Board of Directors recommends the Special Resolution as set forth in Item No. 8 for the approval of shareholders of the Company.

Except Mr. Subir Malhotra, none of the Directors and Key Managerial Personnel of the Company are concerned or interested, financially or otherwise in the above resolution.

By order of the Board of Directors

Varsha Malkani
Company Secretary
Membership No.A-42637

Date: August 11, 2020
Place: Mumbai

Registered Office:
605-607, Shrikant Chambers, Phase – I, 6th Floor, Adjacent to R K Studios, Sion-Trombay Road, Mumbai – 400071, Maharashtra, India

Details of Directors seeking Appointment/ Re-appointment as required under 26(4) and 36 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standard – 2 issued by the Institute of Company Secretaries of India :

Name of Director	Rahul R. Katyal	Dr. Manjushree Ghodke
Date of Birth	March 01, 1975	December 22, 1956
Age (years)	45	63
Date of Appointment	August 09, 2012	August 11, 2020
Qualification	Higher Secondary Certificate from Maharshtra State Board of Secondary and Higher Secondary Educational Divisional Board	PhD. from University of Mumbai in the area of "Financing of Urban Infrastructure", Post Graduation in Economics from Gokhale Institute of Politics & Economics, Pune university and Graduated from Lady Shri Ram College, University of Delhi.
Relation with other Director/ s (Inter-se)	Brother of Mr. Rohit R. Katyal who is Whole-time Director	Not related to any of the Directors on the Board.
Terms and Conditions of appointment / reappointment	Appointment as a Managing Director subject to retirement by rotation	Appointment as a Non-Executive Independent Director
Expertise in specific functional areas	Business Development and operations	Economics & Finance in urban infrastructure and construction
Directorship held in other companies as on date	1. Capacit'e Engineering Private Limited 2. CIPL-PPSL-Yongnam Joint Venture Constructions Private Limited 3. Katyal Merchandise Private Limited 4. Katyal Ventures Private Limited 5. Captech Technologies Private Limited	1. Religare Broking Limited
Chairman/ Member of the Committee of the Board of Directors of the Company*	NIL	NIL
Committee positions in other Public Companies	NIL	Religare Broking Limited: 1. Audit Committee - Chairman 2. Nomination and Remuneration Committee - Chairman 3. Corporate Social Responsibility Committee - Member
Number of shares of the Company, held	61,24,930 Equity Shares	Nil

Note:

*Audit Committee, Shareholders'/ Investors' Grievance Committee, Nomination and Remuneration Committee and Corporate Social Responsibility Committee are considered.

For Details such as Number of Board Meetings attended during the financial year 2019-20 by each of the above Directors and remuneration drawn in respect of the above Directors, please refer the Corporate Governance Report which is the part of this Annual Report

By order of the Board of Directors

Varsha Malkani
Company Secretary
Membership No.A-42637

Date: August 11, 2020
Place: Mumbai

Registered Office:
605-607, Shrikant Chambers, Phase – I, 6th Floor,
Adjacent to R K Studios, Sion-Trombay Road,
Mumbai – 400071, Maharashtra, India

Disclaimer

Some information in this report may contain forward-looking statements which include statements regarding Company's expected financial position and results of operations, business plans and prospects etc. and are generally identified by forward-looking words such as "believe," "plan," "anticipate," "continue," "estimate," "expect," "may," "will" or other similar words. Forward-looking statements are dependent on assumptions or basis underlying such statements. We have chosen these assumptions or basis in good faith, and we believe that they are reasonable in all material respects. However, we caution that actual results, performances or achievements could differ materially from those expressed or implied in such forward-looking statements. We undertake no obligation to update or revise any forwardlooking statement, whether as a result of new information, future events, or otherwise.

CAPACIT'E
INFRAPROJECTS LIMITED

Registered & Corporate Office:

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