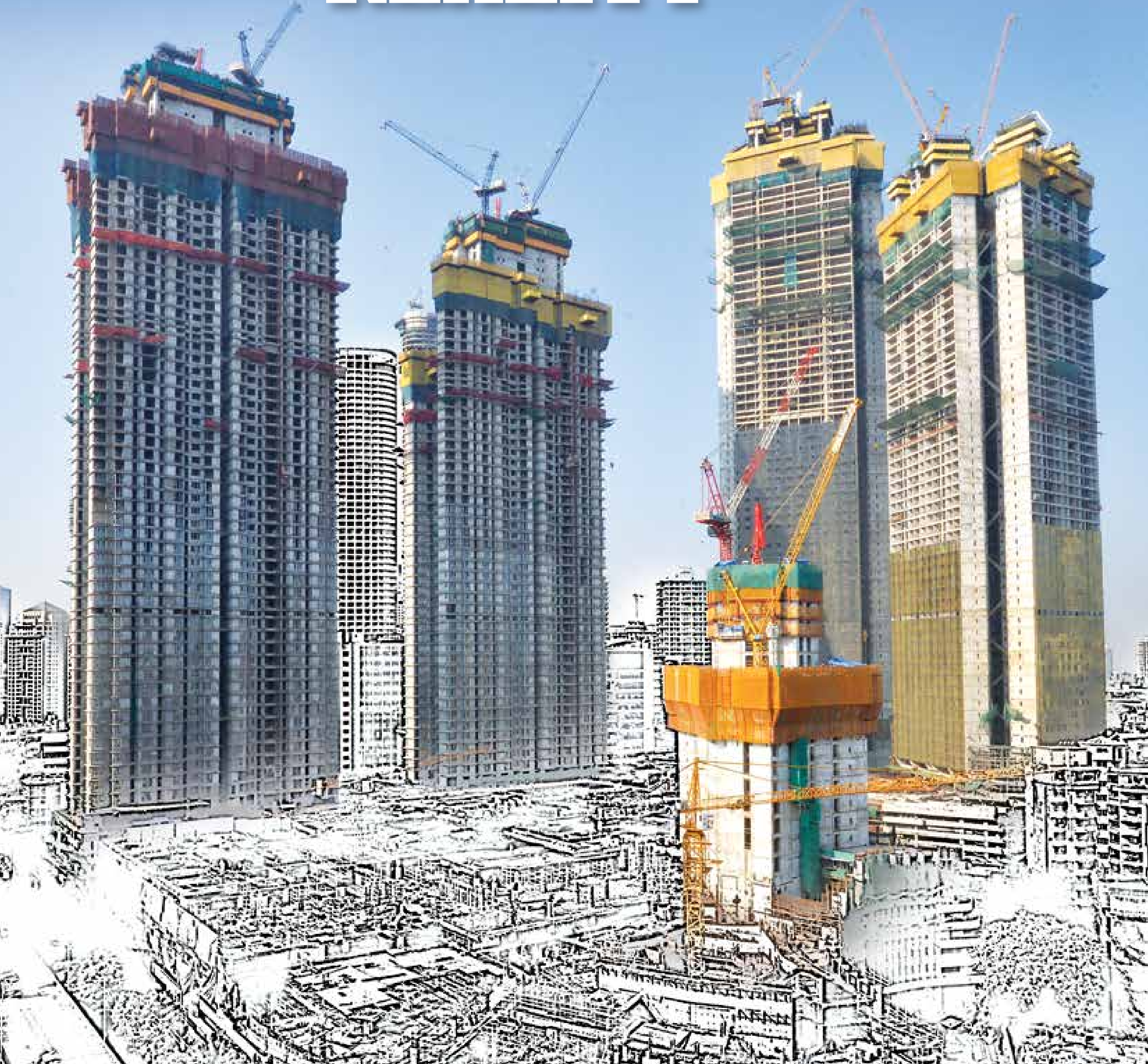
CAPACIT'E
INFRAPROJECTS LIMITED

ANNUAL REPORT 2017-18

TRANSFORMING VISION INTO REALITY



Forward-Looking Statements

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

Contents

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Powered by the ambition to become a **'Preferred Construction Partner'** for marquee clients in select geographies, driven by a **deep understanding of specialised technologies** designed to manage construction complexities, structured around a **business model that is focussed on ownership of core assets**, with access to **high quality skilled workforce**, and committed to **speedy and timely completion of projects**, enabling **faster turnaround** and **better Asset Turnover**, at Capacit'e Infraprojects, we have embarked on a journey to tap new opportunities of growth to transform into reality, the collective vision of all our stakeholders!

CAPACIT'E INFRAPROJECTS

Transforming Vision into Reality

Capacit'e Infraprojects is a fast-growing building construction Company with presence across Residential, Commercial and Institutional Building segments.

Headquartered in Mumbai, we provide end-to-end construction services for Residential buildings, as well as Multi-level car parks, Corporate office buildings, and Buildings in the Commercial segment. In the Institutional segment, we have expertise in construction of buildings in Educational, Hospitality and Healthcare sectors.

Our business philosophy is centred on driving total customer satisfaction by transforming vision into reality, at the back of our visionary management, empowered policies and well-structured business model. Steering this transformation is a unique blend of strengths, spanning technical expertise, state-of-the-art equipment and machinery, skilled human resources, robust supply chain, established business processes, as well as financial excellence.

Our sectoral presence

We are the preferred choice in construction of High-rise and Super High-rise buildings in the geographies where we are present.

Our service proposition

We cater to the entire gamut of the construction and building needs of our customers:

- Total Contracting Services (Design and Build Solutions)
- General Contracting Services (Including turnkey works)
- Services for Civil and Structural works
- Services for MEP works
- Services for Finishing works

We have strong competencies in construction of concrete building structures, as well as composite steel structures. We also provide mechanical, electrical and plumbing (MEP), in addition to finishing works.

Our expanding footprint

Led by a strong asset base, which is backed by a robust HR framework, we have strategically spread our business network to cater to projects in major cities across India. Our geographical footprint spans West Zone (Mumbai Metropolitan Region, Pune), North Zone (National Capital Region, Varanasi) and South Zone (Bengaluru, Chennai, Hyderabad, Kochi and Vijayawada).

Our Vision

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 customer relationship, which guarantees value creation for all stakeholders and ultimately quality construction / infrastructure to the society at large

Our Mission

TRANSFORMING VISION INTO REALITY, by establishing and sustaining:

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

We are certified to the following standards in Engineering, Procurement and Construction Contracts for Building Construction:

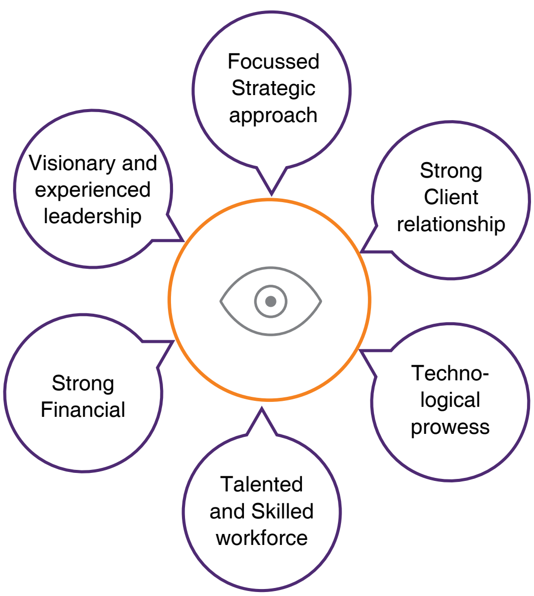
ISO 9001: 2008 – Quality

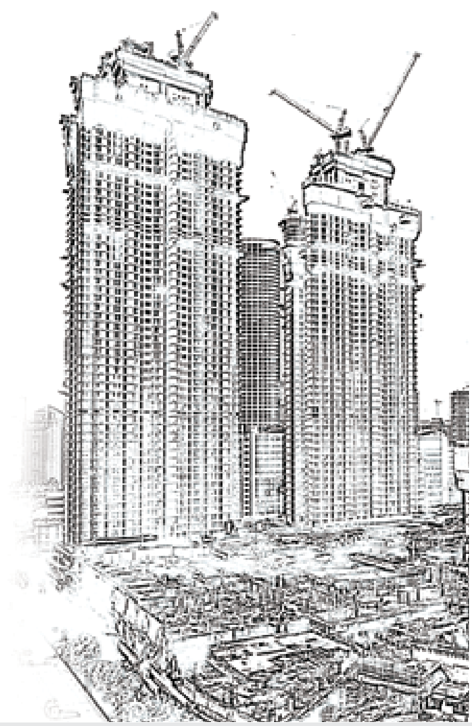
ISO 14001: 2004 – Environment

OHSAS 18001: 2007 – Health and Safety

Realising the vision through our competitive strengths

Driving our mission to transform vision into reality is our nucleus of strengths, developed through focussed efforts and strategic initiatives.





A journey of many milestones

2013

- Incorporated as Capacit'e Infraprojects Private Limited
- Accredited with Quality Management System – ISO 9001: 2008, Environmental Management System – ISO 14001: 2004 and Occupational Health and Safety Management System – OHSAS 18001: 2007

2014

- Conversion from private limited company to a public limited company
- Order book crossed ₹ 1,000 crore

2016

- Investment of ₹ 630 million made by HW Investments
- Revenue crossed ₹ 500 crore

2017

- Investment of ₹ 600 million made by Paragon, Infina, JT HUF and New Quest
- Revenue crossed ₹ 1,000 crore

2018

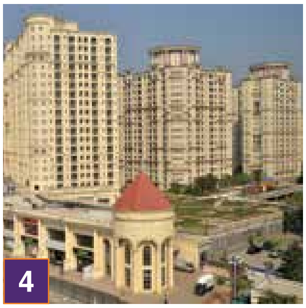
The Company has completed the initial Public Offer (IPO) of fresh allotment of 1,60,00,000 equity shares of ₹ 10 each at an issue price of ₹ 250 per share on September 21, 2017. The equity shares of the Company were listed on BSE and National Stock Exchange ('NSE'), w.e.f. September 25, 2017. The issue was oversubscribed by about 183 times

- The Company received the 'Achievement Award for Construction Health, Safety & Environment (CODE – I)' at the 9th Construction Industry Development Council Vishwakarma Awards 2017 for three of its ongoing projects
- The Company received the 'Emerging Construction Company of the Year' award at the Construction Times Builders Award, 2017 on May 13, 2017, organised by Ark Events & Media
- Order book crossed ₹ 5,000 crore

06

Completed projects

The Company has successfully completed 6 projects.

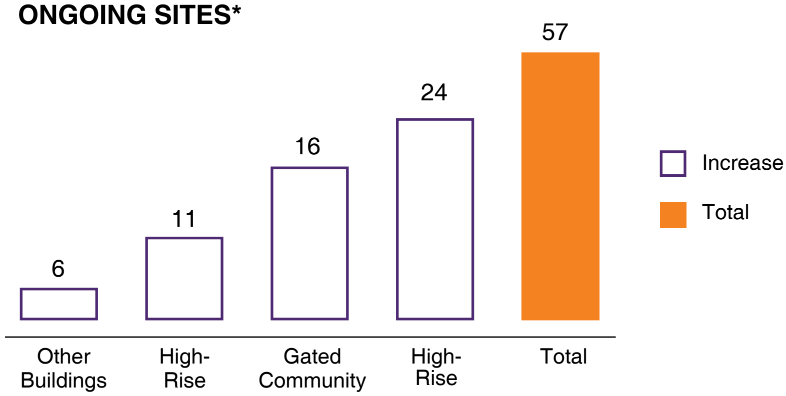


1 Lodha Splendora
2 Wadhwa Group
3 Transcon-Sheth Creators Auris Serenity I
4 Hiranandani, The Walk
5 Godrej, Godrej Central
6 T-Series

57

The Company is currently executing projects at 57 sites.

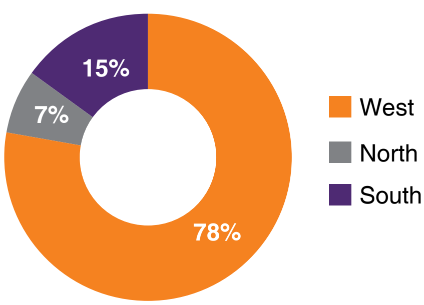
ONGOING SITES*



Order book snapshot

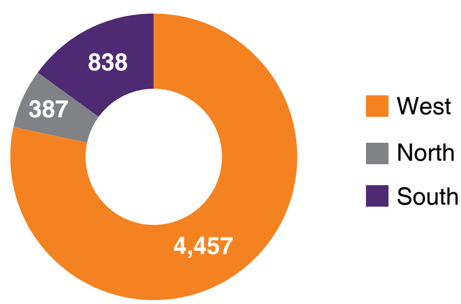
The break-up of the total order book in terms of geographies is as below:

Zonewise Order Book



The break-up of the total order book in terms of segments is as below:

Order Book (₹ in Cr)

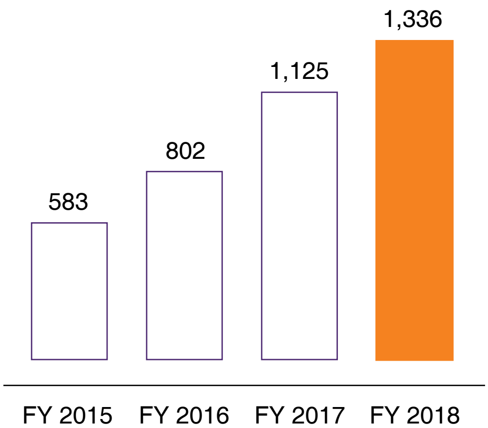


₹ 5,682 Cr

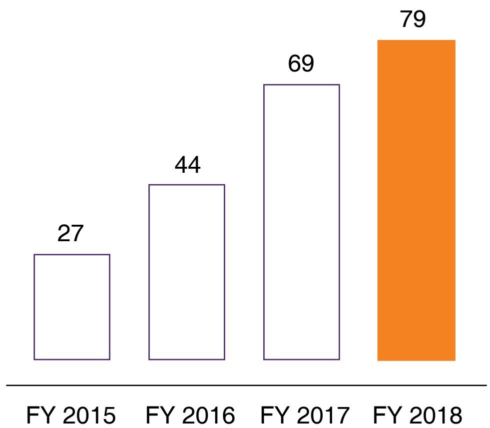
The present order book size of the Company.

Key Financial Highlights

Revenue (₹ in Cr)



PAT (₹ in Cr)



Operational Highlights

Key New Orders

₹ 825 crore worth project from Arihant Abode, a subsidiary of Arihant Superstructure Limited, in Panvel, Maharashtra

Secured WTC Project worth ₹ 370 crore in Chennai, Tamil Nadu from Brigade Enterprises

One Mahalaxmi, a project amounting ₹ 157 crore from DB Radius Group in Mumbai, Maharashtra

Mahamana Pandit Madan Mohan Malaviya Cancer Centre Project, Varanasi worth ₹ 257 crore from Tata Trusts

Repeat Orders

4th project from Godrej – Godrej Emerald, valuing ₹ 158 crore in Thane, Maharashtra

₹ 156 crore Tower-2 project at Hindustan Mills at Prabhadevi in Mumbai, Maharashtra

Kalpataru Magnus (MIG-V), a project worth ₹ 91 crore in Bandra, MMR – 2nd project from Kalpataru Group

2 repeat orders from Oberoi Realty group worth ₹ 365 crore

MESSAGE FROM MANAGING DIRECTOR

Dear Shareholders,

I write to you amidst a new wave of positivity in India's Real Estate sector, which is witnessing humungous opportunities for growth, unleashed by a plethora of initiatives launched by the Government of India to boost its Housing for All mission.

The dynamism infused by various Government schemes into the Real Estate sector, particularly affordable housing, has catalysed new possibilities for enabling growth in the residential segment, which is seeing a massive surge in demand at the back of increased urbanisation and rising household incomes. India stands tall today among the top 10 price appreciating housing markets internationally.

With the intensive push by the Government in the affordable housing segment, I see new possibilities emerging for translating the dream of home ownership for millions of homeless people. The recent budget announcement by the Government to set up a dedicated affordable housing fund out of fully serviced government bonds will help in bridging the funding gap, to give a further boost to construction activities in this niche segment.

The Commercial segment is also looking up, with the growth in the Indian economy driving demand for commercial and retail space. Mumbai and Bengaluru, both geographies in which your Company has extensive presence, have been rated as a top real estate investment destination in Asia.

Further, the implementation of RERA has triggered the much-needed consolidation in the sector, auguring well for organised and reputed players like Capacit'e, which has a marquee client base to lead its growth and expansion. The GST impact is also expected to turn positive for the sector from the next financial year, giving additional impetus to our growth plans.

On the right track

That we are on the right track to capitalise on the opportunities unfolding in this scenario is evident from the recent order wins from clients, underlining the trust they repose in Brand Capacit'e, which is distinguished by high standards of quality and timely delivery of projects.

With an order book of ₹ 5,682 crore, as on March 31, 2018, your Company remains at the forefront of the transformation of India's vision in this sector into a tangible reality. Increased order size, coupled with several repeat orders secured during the year, demonstrate the credibility established by your Company within such a short span.

Currently, we have 57 ongoing projects, which we have strategically aligned to the opportunities unfolding in the residential sector, which contributes 85% to our order book, as well as commercial and institutional buildings, in which we have an order book share of 15%. The opportunity matrix in these segments is expanding at a phenomenal rate, and we are effectively poised to leverage it, at the back of our operational efficiencies and execution excellence.

The recent upgradation of our long-term Credit Rating from 'IND A-' to 'IND A' with a stable outlook endorses the inherent strengths and stability of the organisation, which we shall continue to augment with our concentrated focus and technology-led approach to building construction.

Numbers underline excellence

The success of our strategy is also clearly manifest in our financial performance. We expect our continued focus on a strong balance sheet and operational cash flows, along with our thrust on strengthening our technological edge, to enable our sustained healthy growth in the coming years.

Going forward

The growth momentum, as I can see, is extremely strong, and as a technology-led, specialisation focussed construction Company, Capacit'e is ideally positioned to capture this growth across the segments and regions of its presence.

Our efforts, going forward, shall be aligned to improving efficiency. It shall also be our endeavour to enhance working capital efficiency and improved core assets turnover ratio.

While we shall continue to bid for projects in the Factory and Building (F&B) segment with private players, we shall also explore opportunity in the institutional and housing segments by bidding for certain specific government projects. We intend to retain our focus on building construction in order to sustain profitable growth. We believe this focus will enable us to utilise advanced technologies, including system formworks and information technology-based tools, to increase

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productivity and maximise asset utilisation in our construction activities. This, in turn, will allow us to continue to grow our Order Book and improve our asset turnover ratio.

In line with our strategic approach, we will also continue to invest in Core Assets, manpower resources, process strengthening and training to improve our ability to execute our projects with quality and efficiency, while, at the same time, strengthen our ability to bid for new projects.

From where we stand today, I see the future beckoning us with exciting potentialities and possibilities for exceptional growth. I am confident that, with the continued trust and support of all our stakeholders, we shall continue to leverage these opportunities to deliver growth and value, year on year.

Thank you,

Rahul R. Katyal
Managing Director

LEVERAGING SPECIALISATION TO BUILD ROBUST ORDER BOOK

In our quest for translating our vision into reality, we, at Capacit'e Infraprojects, have strategically decided to focus on specialisation. We believe specialisation has lent us a competitive edge by empowering us with the unique competencies and capabilities needed to address the specific construction needs of clients across segments and regions.

This competitive edge has not only enabled us to stay ahead of the curve but has translated into excellence in our financial performance. It has also helped us create a strong portfolio of marquee clients, to catalyse growth for our order book through new and repeat orders.

We believe that the consistent growth in our Order Book position and the client quality is the result of our sustained focus on building projects, and our ability to successfully bid and win new projects.

Concentrated approach

At the heart of our specialisation focus is our decision to concentrate on construction of buildings, without foraying into ancillary activities such as land or infrastructure development.

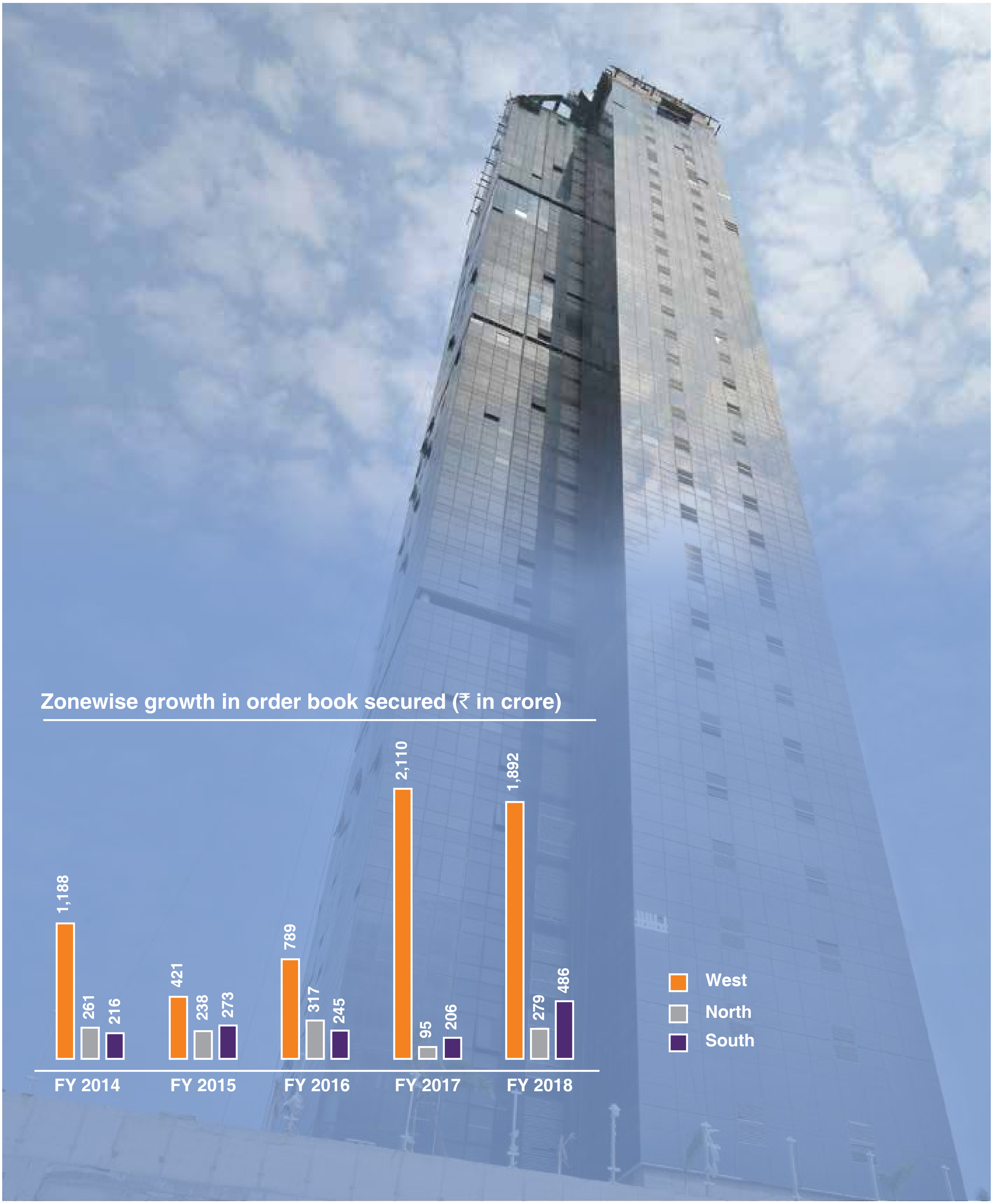
Led by this contrarian-to-industry approach, we have developed cutting-edge technological expertise in the construction of Super High-Rise Buildings and High-rise Buildings, and Affordable Housing projects. Our specialised construction capabilities in concrete and composite steel structures have strengthened our leadership position as a building-focussed construction Company, providing the full spectrum of construction services to our clients.

Our strongly motivated, skilled and experienced workforce, with specialised domain knowledge, is another pillar of our business foundation. Also in line with this specialised approach, we have acquired Core Assets, and established systems and processes aligned to the specific requirements of the building construction business.

We have also extended our specialisation ethos to our regional focus, limiting the geographical spread of our projects to major matured cities in India, which has contributed to the efficient deployment of resources, resulting in growth in the regional order books.

How specialisation has steered our Order Book growth

Our concentrated focus on construction of buildings has, since inspection, led to consistent growth in business accrual across the segments and regions of our presence. Our specialisation thrust has also strengthened our ability to bid for large and more complex projects, which is further contributing to the growth in our Order Book.



Zonewise growth in order book secured (₹ in crore)
1,188
261
216
421
238
273
789
317
245
2,110
95
206
1,892
279
486
FY 2014
FY 2015
FY 2016
FY 2017
FY 2018
West
North
South

DRIVING CLIENT RELATIONS THROUGH EXECUTION EXCELLENCE

Our growth trajectory of five years is underlined by some of the country's most iconic projects, and an expanding base of highly satisfied clients – a clear endorsement of the success of our business stratagem for transforming our vision into reality.

Placing our clients at the centre of our growth philosophy, we remain committed to building strong relationships with them. Superior quality of work and timely execution has helped us augment our relations with our existing clients, while securing projects from new clients. Our execution excellence has carved a strong core of trust for our clients, who are assured of the highest standards of service across every domain of our operations.

We believe that the strong client relations we are building through execution excellence will enable us to scale our business to new levels, as we move aggressively to harness the emerging opportunities across the segments of our presence.

Expanding through excellence

Excellence is at the core of every facet of our operations. Benchmarked to the best-in-class global standards in terms of quality and safety, every single project from the Capacit'e portfolio carries the stamp of distinctive and superior performance through the entire value chain of building construction.

Our excellence mantra is steered by multiple factors, including investment in Core Assets, which has emerged as a major factor in the expansion of our execution capabilities. Well-established procedures for induction training at project sites in respect of occupational health and safety of workmen, coupled with process quality training, ensures minimal repair, rectification or rework, thus ensuring timely completion of the projects. Our investments in training and welfare of our workforce enable us to create and retain a skilled and dependable labour force, which is vital for effective execution at our project sites.

How execution excellence is strengthening client relations

Our execution excellence has created a strong value-centric proposition for our clients, who get exceptional returns against their real estate investments from their association with Capacit'e. It continues to propel the expansion of our client portfolio, enabling us to bring more customers into our business fold. Concurrently, it is leading to repeat orders from our satisfied existing clients – a sign of the strength of our relations with them.

Our execution excellence has carved a strong core of trust for our clients, who are assured of the highest standards of service across every domain of our operations.

Illustrative Clientele

RADIUS
MHADA
OBEROI REALTY
LODHA
The Wadhwa Group
Godrej
ozonegroup
Rustomjee
ABIL
bharti – Bharti Realty Limited
KALPA-TARU
SAMSUNG C&T
Transcon Developers
SHETH CREATORS
TRIDHaaTU
RAMAKRISHNA HOUSING (P) LIMITED
BHIMJYANI NEELKANTH WOODS
ARIHANT SUPERSTRUCTURES LTD.
EMAAR
SAIFEE BURHANI Upliftment Trust
AHUJA CONSTRUCTIONS
Century
Prestige GROUP
FOUR SEASONS Hotels and Resorts
PARAS BUILDTECH
Hiranandani
BRIGADE GROUP
SALARPURIA SATTVA
KARWA AND KEWAL KIRAN REALTORS
Brookfield
PURAVANKARA
TATA TRUSTS
ramprastha
PENINSULA

HARNESSING TECHNOLOGY TO POWER REAL TRANSFORMATION

Our ability to transform our vision into reality is powered, to a great degree, by our technological strength, which we are continuously upscaling to strengthen our project expertise and execution skills.

We have developed a strong technical core of capabilities and deploy modern technologies, as well as a variety of system formworks, to drive quality and speed in construction. Our technological focus is driven by customer needs, which we are constantly evaluating, and trying to anticipate with the aim of responding adequately. To maximise productivity, asset utilisation and operating efficiencies, we have deployed and enabled the use of various information technology (IT) and/or enterprise resource planning (ERP) solutions to cover certain areas of our operations and accounting.

Empowered with technology

We have leveraged modern technologies to undertake specialised building construction projects, depending on the skill set, scale and speed required to execute different types of building projects. Our technology portfolio includes temperature-controlled concrete for mass pours, self-compacting free flow concrete for heavily reinforced pours and special concrete for vertical pumping in Super High-Rise Buildings and High-Rise Buildings.

We also have in place a robust Formwork Cell to cater to the designing, detailing, scheming, customisation, procurement, deployment, training, implementation and maintenance requirements of our assets at projects. Our formwork assets, sourced from leading international suppliers, are aligned to the specific technical needs of specialised construction.

Thus, for Monolithic Casting in jointless concrete constructions, we use Aluminium Formwork, while Modular Panel System Formwork is used for vertical elements like column, shear wall, core, lift etc. The Modular Deck Panel System Formwork, combining the advantages of Flex-systems with those of modular systems, as well as the Prop Table Formwork, are utilised for Flat Slab. For building the core of tall concrete structures, we use Automatic Climbing Systems, while for Periphery Protection, the Automatic Safety Screen and the Crane Assisted Safety Screen have proved to be the perfect solutions.

How we are deploying technology to meet client needs

With clients increasingly developing larger and more technically complex projects, we realise the need to regularly update technology, and continuously acquire or develop new technology for delivering our engineering construction services in a cost-effective manner. We are also cognizant of the fact that the rapidly changing market demand scenario requires quick replacement of existing technologies and equipment, which is usually rendered obsolete with new technologies coming in. We are, therefore, year-on-year, investing in technology and upgradations to remain relevant in the transforming business scenario. We also have in place a highly qualified team of engineers and technicians to execute challenging and complex building projects in a timely manner.

STRENGTHENING SYSTEMS AND PROCESSES TO BOOST EFFICIENCIES

A critical driver of our ability to transform our vision into reality is our focus on building strong systems and processes. Besides bringing in higher operational efficiencies, this also helps in reducing the margin of error in project execution.

We have structured our operating model to the need for continuously strengthening our systems and processes in line with changing market requirements. We have built our business model around leveraging our understanding of various types of construction technologies in order to be able to manage complex construction sites. At the same time, we believe in owning our assets and modern systems, which allows us a faster turnaround in project delivery and therefore better asset turnover. The result is timely and world-class delivery of projects, designed to client expectations.

Systems-driven approach

From building operational and cost efficiencies, to carving an integrated management policy, we have designed every facet of our systems to promote sustainable growth and enable value creation for all our stakeholders. Our motivated workforce is aligned to the requirements of the customers and is empowered to deliver to those needs in tandem with the organisational goal of translating every vision into reality. Cognizant of the complementary roles of people and systems, we have built Smart ERP platform which is specifc to the finer nuances of construction industry processes.

Optimisation of time, cost and investment, coupled with stringent compliance with various statutory, contractual and procedural requirements, further facilitates execution speed and timely delivery to clients in a transparent manner. We have in place a robust framework of internal controls for financial reporting, further enhancing the transparency in our dealings with our clients.

We have also streamlined the processes across the vital functions of business development and marketing, project pricing mechanism, resource mobilisation, site logistics and administration, as well as labour compliances.

How we are boosting efficiencies through systems and processes

The dynamics of the building construction industry makes it necessary for any player in the business to make changes in its systems and processes in line with the transforming market requirements in order to remain relevant and competitive. In accordance with the evolving needs of the industry, we undertake appropriate expansion and upgradation or downsizing/scaling back of our systems and processes, as required, to keep pace with the industry transformation. This enables us to ensure more optimal cost and resource allocation, as well as better operational efficiencies.

ENVISIONING LONG-TERM TRANSFORMATION OF THE SOCIETY

Our business philosophy, while being led by the goal of profitability, is also rooted in the vision of a transformed society. We believe that societal evolution is intrinsic to our growth agenda and thus remain focussed on enabling long-term and meaningful growth for the communities around which we work.

As part of our Corporate Social Responsibility (CSR) charter, we focus on the promotion of education, health and environment.

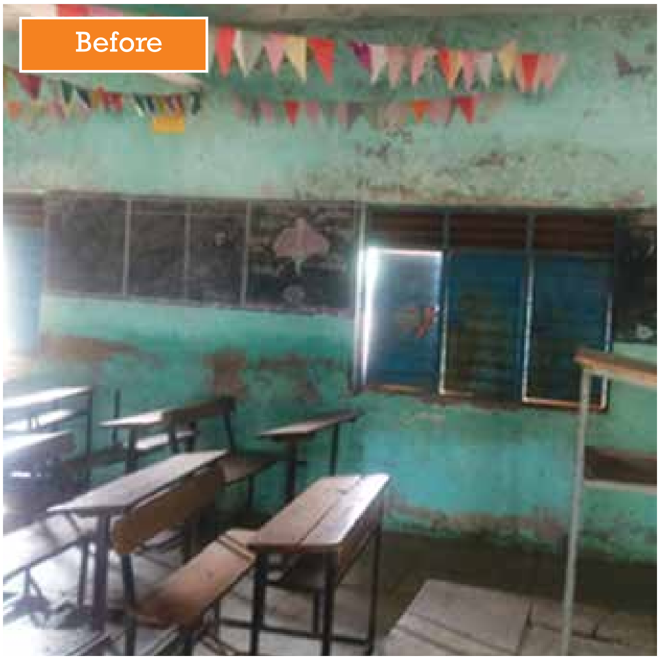
Leading change through CSR

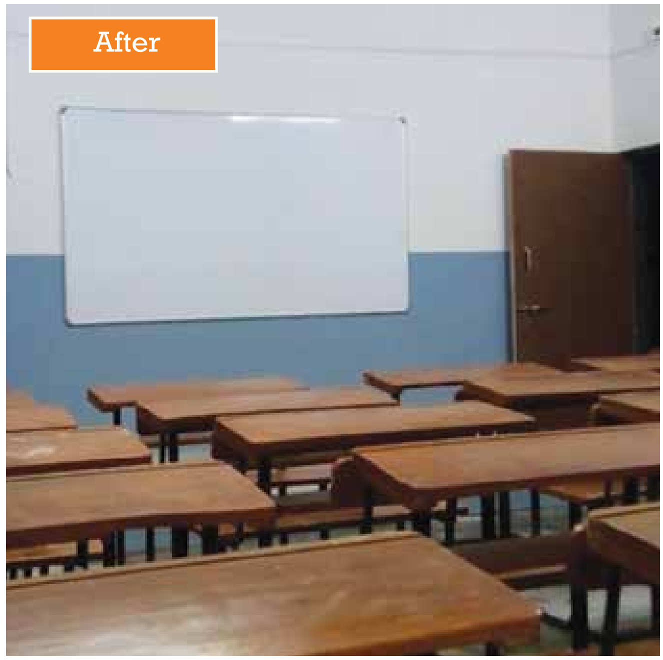
In the field of Education, we have undertaken school development works in Rui Village of Nashik. In Phase I, we have taken on the mantle of renovating the existing school building in Niphad Taluka, besides providing permanent toilet facilities for both male and female students and staff at the school, which caters to students coming from up to 20 kms. We shall follow this up with the construction of a new block, a multipurpose court and landscaping in the second phase, after completing the first phase in July 2018.

Our initiatives in Healthcare include free Blood Donation and Medical Check-up camps across Mumbai, as well as contribution to the Tata Cancer Hospital, Mumbai. We are also investing in Environment Sustainability as part of the programmes undertaken by the Ministry of Environment, Government of India, across Mumbai.

It is our vision to transform the dreams of the underprivileged sections of the society into reality, enabling their holistic growth and facilitating inclusive progress for the nation. To this end, we shall continue to scale up our engagement with the communities in the regions of our presence to reach out more effectively and impactfully with our CSR initiatives.

School Development Works in Rui Village, Nashik





Free Blood Donation and Medical Check-up Camps across Mumbai

CORPORATE INFORMATION

Board of Directors

Mr. Suryakant Balkrishna Mainak
Chairman (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 Director

Mr. Sumeet S. Nindrajog
Non-Executive Director

Ms. Farah Nathani Menzies
Independent Director

Mr. Arun Vishnu Karambelkar
Independent Director

Company Secretary & Compliance Officer

Ms. Sai Kedar Katkar

Chief Executive Officer

Mr. Saroj Kumar Pati

Registered & Corporate Office:

Capacit'e Infraprojects Limited
605-607, Shrikant Chambers,
Phase - I, 6th Floor, 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: compliance@capacite.in
CIN: L45400MH2012PLC234318

Statutory Auditors

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

Lenders / Bankers

State Bank of India
Corporation Bank
Union Bank of India
Dena Bank
RBL Bank Limited
Punjab National Bank
IndusInd Bank
Bank of Baroda

Registrar & Transfer Agents

Karvy Computershare Pvt. Ltd.
Karvy Selenium Tower B, Plot 31-32, Gachibowli,
Financial District, Nanakramguda, Hyderabad - 500 032,
Telangana, India
Tel: 040-67162222, 040-33211000
Fax: 040-23420814
Email: support@karvycomputershare.com
Website: www.karvycomputershare.com

NOTICE

NOTICE IS HEREBY GIVEN THAT the sixth Annual General Meeting of CAPACIT'E INFRAPROJECTS LIMITED will be held at Emerald Hall, The Acres Club, 411-B, Opp. Bhakti Bhawan, Hemu Kalani Marg, Chembur East, Mumbai - 400 071 on 3rd day, of September 2018 at 11.30 AM to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:

a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2018, together with the Reports of the Board of Directors and the Auditors thereon; and

b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2018, together with Report of the Auditors thereon;

and in this regard, pass the following resolutions as Ordinary Resolutions:

a. **RESOLVED THAT** the Audited Financial Statement of the Company for the financial year ended March 31, 2018 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted;

b. **RESOLVED THAT** the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2018 and the reports of the Auditors thereon laid before this meeting, be and are hereby considered and adopted

2. To declare a Dividend on Equity Shares for the financial year ended March 31, 2018 and in this regard, pass the following resolution as an Ordinary Resolution;

RESOLVED THAT Dividend of ₹ 1.00 (i.e.10%) per Equity share of face value of ₹ 10 each fully paid-up of the Company as recommended by the Board of Directors, be and is hereby declared for the Financial year ended March 31, 2018 and the same be paid, out of the profits of the Company for the Financial year ended March 31, 2018.

3. To appoint Mr. Rohit R. Katyal (DIN: 00252944), Executive Director, who retires by rotation and being eligible, has offered himself for re-appointment and in this regard, pass the following resolution as an Ordinary Resolution;

RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Rohit R. Katyal (DIN: 00252944), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, who shall be liable to retire by rotation.

4. To ratify the appointment of S R B C & Co. LLP, Chartered Accountants, Statutory Auditors and fix their remuneration and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to provisions of Section 139 and Section 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof), and pursuant to resolution passed by members at Annual General Meeting held on September 30, 2016 appointing M/s. S R B C & CO. LLP, Chartered Accountants (Firm Registration No.: 324982E/E300003) as 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, be and is hereby ratified for the financial year 2018-19 and that the Board of Directors be and is hereby authorised to fix the remuneration payable to them in consultation with the auditors."

SPECIAL BUSINESS:

5. Ratification of Remuneration of Cost Auditor:

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, as approved by the Board of Directors to be paid to M/s. Y. R. Doshi & Associates, Cost Accountants, as Cost Auditors appointed by the Board of Directors of the Company for the financial year 2018-19 at a remuneration not exceeding ₹ 2,00,000 (Rupees Two Lakh only) per annum excluding applicable taxes, out of pocket & other expenses, as may be incurred in the course of Audit to conduct the audit of cost records of the Company for the Financial year ending March 31, 2019, be and is hereby ratified"

6. **Appointment of Ms. Farah Nathani Menzies, as a Non-Executive Independent Director:**

   To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

   "RESOLVED THAT Ms. Farah Nathani Menzies (DIN:06610782) who was appointed by the Board of Directors as an Additional Director of the Company (and categorised as 'Independent Director') with effect from November 9, 2017, 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 is eligible for appointment under the provisions of the Act, and Rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act, proposing her candidature for the office of Director of the Company, 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, 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. November 9, 2017, 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."

7. **Change in designation of Mr. Siddharth D. Parekh as a Non-Executive Director:**

   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 152 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof), consent of the Shareholders be and is hereby accorded for change in designation of Mr. Siddharth D. Parekh, from Nominee Director to Non- Executive Director on the Board of Directors of the Company with effect from September 25, 2017, who shall be liable to retire by rotation and shall not be eligible for sitting fees for attending the Meetings of the Board of Directors and/ or Committee/s thereof.

   "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."

8. **Change in designation of Mr. Sumeet S. Nindrajog as a Non-Executive Director:**

   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 152 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof) consent of the Shareholders be and is hereby accorded for change in designation of Mr. Sumeet S. Nindrajog (DIN: 00182873) from Nominee Director to Non- Executive Director on the Board of Directors of the Company with effect from September 25, 2017, who shall not be liable to retire by rotation and shall not be eligible for sitting fees for attending the Meetings of the Board of Directors and/ or Committee/s thereof.

   "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."

9. **Appointment of Mr. Suryakant Balkrishna Mainak as a Non-Executive Independent Director:**

   To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

"RESOLVED THAT Mr. Suryakant Balkrishna Mainak (DIN: 02531129) who was appointed by the Board of Directors as an Additional Director of the Company (and categorised as 'Independent Director') with effect from March 29, 2018, 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 is eligible for appointment under the provisions of the Act, and Rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act, proposing his candidature for the office of Director of the Company, 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, 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 his initial/first appointment, i.e. March 29, 2018, subject to his 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 his 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."

10. **Appointment of Mr. Arun Vishnu Karambelkar as a Non-Executive Independent Director:**

To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

"RESOLVED THAT Mr. Arun Vishnu Karambelkar (DIN: 02151606) who was appointed by the Board of Directors as an Additional Director of the Company (and categorised as 'Independent Director') with effect from May 18, 2018, 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 is eligible for appointment under the provisions of the Act, and Rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act, proposing his candidature for the office of Director of the Company, 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, 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 his initial/first appointment, i.e. May 18, 2018, subject to his 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 his appointment, the said Independent Director shall not beliable 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."

11. **Revision in remuneration of Mr. Rahul R. Katyal, Managing Director 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 recommendation of Nomination and Remuneration Committee and approval of the Board and subject to the provisions of section 196, 197, 198 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment(s) thereof) read with Schedule - V of the Companies Act, 2013, approval of the members of the Company be and is hereby accorded for revision in remuneration of Mr. Rahul R. Katyal, Managing Director of the Company, with effect from April 1, 2018 on the terms and conditions as detailed in the letter of appointment.

"RESOLVED FURTHER THAT the remuneration payable to Mr. Rahul R. Katyal, Managing Director shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time."

"RESOLVED FURTHER THAT no sitting fees will 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, deed, things and matters as they may consider necessary, expedient or desirable for giving effect to the foregoing resolution."

12. **Revision in remuneration of Mr. Rohit R. Katyal, Executive Director & Chief Financial Officer 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 recommendation of Nomination and Remuneration Committee and approval of the Board and subject to the provisions of section 196, 197, 198 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment(s) thereof) read with Schedule - V of the Companies Act, 2013, approval of the members of the Company be and is hereby accorded for revision in remuneration of Mr. Rohit R. Katyal (DIN: 00252944), Executive Director and Chief Financial Officer of the Company, with effect from April 1, 2018 on the terms and conditions as detailed in the letter of appointment."

"RESOLVED FURTHER THAT the remuneration payable to Mr. Rohit R. Katyal, Executive Director and CFO of the Company shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time."

"RESOLVED FURTHER THAT no sitting fees will 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, deed, things and matters as they may consider necessary, expedient or desirable for giving effect to the foregoing resolution."

13. **Revision in remuneration of Mr. Subir Malhotra, Executive Director 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 recommendation of Nomination and Remuneration Committee and approval of the Board and subject to the provisions of section 196, 197, 198 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment(s)thereof) read with Schedule - V of the Companies Act, 2013, subject to shareholders approval, consent of the Board be and is hereby accorded for revision in remuneration of Mr. Subir Malhotra (DIN: 05190208), Executive Director of the Company, with effect from April 1, 2018 on the terms and conditions as detailed in the letter of appointment."

"RESOLVED FURTHER THAT the remuneration payable to Mr. Subir Malhotra, Executive Director of the Company shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time."

"RESOLVED FURTHER THAT no sitting fees will 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, deed, things and matters as they may consider necessary, expedient or desirable for giving effect to the foregoing resolution."

14. **Remuneration by way of Commission to the eligible Independent Directors:**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Section 149(9), 197 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of shareholders be accorded to make payment to the Independent Directors of the Company on annual basis, of such remuneration by way of commission, the aggregate of which shall not exceed 1% (one percent) of the Net Profit of the Company on annual basis computed in the manner prescribed under Section 198 of the Companies Act, 2013, plus taxes at an applicable rate or ₹ 3,00,000 per such

Independent director per annum plus taxes at applicable rate, whichever is less, in addition to the sitting fees being paid/ payable to such Independent Directors for attending the Meetings of the Board of Directors and committee/s thereof, in such manner as may be determined by the Board of Directors from time to time, for a period of three years commencing from April 1, 2018.

“RESOLVED FURTHER THAT the Board of Director, based on recommendation of the Nomination & Remuneration Committee shall have further liberty to vary the amount payable to the Independent Directors by way of commission, provided that such amount shall be within the prescribed limit.

“RESOLVED FURTHER THAT the Board of Directors along with Nomination and Remuneration Committee of the Company be and is hereby authorised to take all such steps and do all such things including settling or resolving any doubts as may be required from time to time in connection with the aforesaid resolution and matters related thereto.”

15. Alteration of Articles of Association of the Company:

To consider and, if thought fit, to pass the following Resolution, with or without modifications, as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 14 and 15 and other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s), or re-enactment(s) thereof), the Articles of Association of the Company be and are hereby altered so as to exclude Part B of the existing Articles of Association and be replaced with revised set of such Articles of Association, submitted to this meeting (duly initialled by the Company Secretary for the purpose of identification), be and are hereby approved and adopted”

“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.”

By order of the Board of Directors

Sai Kedar Katkar
Company Secretary
Membership No. A-25463

Date: July 30, 2018
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. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in aggregate not more than ten percent of total share capital of the Company carrying voting rights. A member holding more than ten percent, of total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other member.

   The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the Annual General Meeting. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/ authority, as applicable.

2. Corporate members intending to send their authorised representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.

3. Explanatory Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013, concerning the Special Businesses in the Notice of this Annual General Meeting is annexed hereto and forms part of this Notice.

4. Statement giving details of the Director seeking appointment/ re-appointment is also annexed with this Notice pursuant to the requirement of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as ‘Listing Regulations’) and Secretarial Standard on General Meeting (“SS-2”).

5. Queries proposed to be raised at the Annual General Meeting may be sent to the Company at its registered office at least seven days prior to the date of Annual General Meeting to enable the management to compile the relevant information to reply the same in the meeting.

6. Members /Proxies/ Authorised Persons attending the Annual General Meeting (AGM) of the Company are requested to hand over the Attendance Slip, duly filled in for admission to the AGM hall.

7. 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.

8. Members holding Shares in demat/electronic form are requested to write their Client ID and DP ID and those holding Shares in physical form are requested to write their folio number in the attendance slip and deliver duly signed attendance slip at the entrance of the meeting hall.

9. Members may also note that the Notice of the Sixth Annual General Meeting and the Company’s Annual Report 2017-18 is available on the Company’s website, www.capacite.in. All the relevant documents referred to in this AGM Notice and Explanatory Statement etc. shall remain open for inspection purpose at the Registered Office of the Company during its business hours on all working days up to the date of AGM.

10. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 and Register of Contracts or Arrangement in which Directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.

11. The Register of Members and Transfer Books of the Company will be closed from August 28, 2018 to September 03, 2018 (Both days inclusive).

12. Members holding shares of the Company as on August 27, 2018, shall be entitled to vote at the Annual General Meeting of the Company. A person who is not a member as on the cut-off date should treat this notice for information purposes only.

13. The Annual Accounts of the Subsidiary Company shall be available at the Registered Office of the Company for inspection by any shareholder. The copies of the accounts of subsidiaries required by any shareholders will be provided on written request to the Company Secretary of the Company at the Registered Office of the Company.

14. In accordance with the provisions of Section 101 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014, this Notice and the Annual Report of the Company for the financial year 2017-18 are being sent by e-mail to those Members who have registered their e-mail address with the Company or Registrar and Share Transfer Agent or Depository Participant unless any Member has requested for the hard copy of the same. Physical copies of the Annual Report will be sent by way of permitted modes in case where the email addresses of the Members are not registered.

15. Members holding shares in dematerialised form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact

numbers, etc., to their depository participant (DP). These changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrar and Transfer Agent, Karvy Computershare Private Limited to provide efficient and better services to the members.

Members holding shares in physical form are requested to intimate such changes to the Company's Registrar and Transfer Agent, Karvy Computershare Private Limited at Karvy Selenium Tower, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad, 500 032 (e-mail:support@karvy.com)

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's Registrar and Transfer Agent, Karvy Computershare Private Limited.

17. Members holding shares in physical form are requested to consider converting their holdings to dematerialised form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or Karvy Computershare Private Limited for assistance in this regard.

    Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or Karvy Computershare Private Limited, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.

18. Information and other instructions relating to voting through electronic means:

    a. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the Listing Regulations, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed in this notice by electronic means and the business may be transacted through e-voting services, the said resolutions will not be decided on a show of hands at the AGM.

    b. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the Annual General Meeting ("remote e-voting") will be provided by Karvy Computershare Private Limited.

    c. The facility for voting through ballot paper shall be made available at the AGM venue and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

    d. The Company has appointed M/s. Shreyans Jain & Associates, Practicing Company Secretaries, as scrutiniser (the 'Scrutiniser') for conducting the voting and remote e-voting process for the Annual General Meeting in a fair and transparent manner.

    e. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutiniser, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

    f. The members who have cast their vote by remote e-voting may attend the meeting but shall not be entitled to cast their vote again.

    g. The remote e-voting period commences on August 31, 2018 (9:00 a.m.) and ends on September 2, 2018 (5:00 p.m). During this period members of the Company, holding shares as on the cut-off date of July 27, 2018, may cast their vote by remote e-voting. The remote e-voting module shall be forthwith blocked by Karvy Computershare Private Limited for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

The instructions, process and manner for remote e-voting are as under:

(i) To use the following URL for e-voting: https://evoting.karvy.com/

(ii) Enter the login credentials i.e., user id and password mentioned below this communication. Folio No/ DP ID/ Client ID will be your user ID.

User - ID	For Members holding shares in Demat Form
	a) For NSDL : 8 Character DP ID followed by 8 Digits Client ID
	b) For CDSL : 16 digits beneficiary ID
	For Members holding shares in Physical Form
	Event No. followed by Folio Number registered with the Company
Password	In case of Members who have not registered their e-mail addresses, their User-Id and Password is printed below.
Captcha	Enter the verification code i.e., please enter the alphabets and numbers in the exact way as they are displayed for security reasons.

(iii) After entering the details appropriately click on LOGIN.

(iv) Password change menu will appear. Change the password with a new password of your choice. The new password has to be a minimum of 8 (eight) characters consisting of at least 1 (one) upper case (A-Z), 1 (one) lower case (a-z), 1 (one) numeric value (0-9) and a special character.

Kindly note that this password can be used by the Demat holders for voting on any resolution of any other company on which they are eligible to vote, provided that company opts for e-voting through Karvy e-voting platform.

The system will prompt you to change your password and update any contact details like mobile no., email ID etc., on first login. You may also enter the 'Secret Question' and answer of your choice to retrieve your password in case you forget it.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(v) Login again with the new credentials.

(vi) On successful login, system will prompt to select the 'EVENT' (E-voting Event Number) i.e. the Company's name 'Capacit'e Infraprojects Limited'.

(vii) On the voting page, you will see the 'Resolution Description' and against the same the option 'CONSENT / DISSENT' from voting.

(viii) Enter the number of shares (which represents number of votes) under 'CONSENT / DISSENT' or alternatively you may partially enter any number in 'CONSENT' and partially in 'DISSENT', but the total number in 'CONSENT/ DISSENT' taken together should not exceed your total shareholding.

(ix) Members holding multiple folios/ demat account shall choose the voting process separately for each folios/ demat account.

(x) After selecting the resolution you have decided to vote on, click on 'SUBMIT'. A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on 'CANCEL' and accordingly modify your vote.

(xi) Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.

(xii) Corporate/ Institutional Members (Corporate/ FIs/ FIIs/ Trust/ Mutual Funds/ Banks etc.) are required to send scan (PDF format) of the relevant board resolution to the Scrutiniser through e-mail to shreyanscs@gmail.com with a copy to evoting@karvy.com.

(xiii) In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the download section of https://evoting.karvy.com or contact Mr. Raju S V of Karvy at +91 40 6716 2222 or at 1800 345 4001 (toll free).

(xiv) Members are eligible to cast vote electronically only if they are holding shares as on August 27, 2018.

(xv) The voting period shall commence at 9.00 a.m. on August 31, 2018 and will end at 5.00 p.m. on September 02, 2018. The e-voting module shall be disabled by Karvy at 5.00 p.m. on September 02, 2018.

19. Members have the option to vote either through e-voting or through physical postal ballot form. If a Member has opted for e-voting, then he/she should not vote by physical postal ballot form also and vice-versa. However, in case Members cast their vote both via physical postal ballot form and e-voting, then voting through e-voting shall prevail and voting done by postal ballot shall be treated as invalid.

20. The Scrutiniser will submit his report to the Chairman of the Board after completion of the scrutiny of the postal ballots including e-votes submitted. The Scrutiniser's decision on the validity of the vote (including e-votes) shall be final. The results of the postal ballot including e-voting will be announced latest by September 01, 2018.

21. The results, together with the Scrutiniser'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 Karvy (https://evoting. karvy.com) besides being communicated to BSE Limited and the National Stock Exchange of India Limited on which the shares of the Company are listed.

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. 5 to 15 of the accompanying Notice

Item No. 5

The Board, on the recommendations of the Audit Committee, has approved the appointment and remuneration of the Cost Auditor to conduct the audit of the cost records of the Company for the financial year ending March 31, 2019 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 Auditors 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 Auditors for the financial year ending March 31, 2019 by passing an Ordinary Resolution as set out at Item No. 5 of the Notice.

None of the Directors / Key Managerial Personnel of the Company are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Ordinary resolution set forth in Item No. 5 for the approval of the Shareholders.

Item No. 6

The term of appointment of Mrs. Rupa Rajul Vora as an Independent Director, expired on October 31, 2017. Pursuant to recommendation of Nomination & Remuneration Committee, Board appointed Ms. Farah Nathani Menzies as an Additional Director (Independent), during their Meeting held on November 9, 2017 for a period of 3 years. The present appointment is subject to approval of the Shareholders in terms of the applicable provisions of the Companies Act, 2013.

The terms of appointment including payment of sitting fees are as per the Letter of Appointment dated November 9, 2017

Except Ms. Farah Nathani Menzies, 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 resolution set forth in Item No. 6 for the approval of the Shareholders.

Item No. 7 & 8:

Mr. Siddharth D. Parekh & Mr. Sumeet S. Nindrajog were appointed as Nominee/ Investor Directors for and on behalf of the Series A & Series B CCPS shareholders. The Series A & Series B CCPS were converted into Equity Shares on June 30, 2017. Further, pursuant to listing of Company's Equity Shares on September 25, 2017 on the stock exchanges, special rights available to Series A and Series B shareholders has fallen away.

The Board of Directors proposed that Mr. Siddharth D. Parekh & Mr. Sumeet S. Nindrajog should continue to be the members of the Board of Directors as Non- Executive Directors, due to their guidance and valuable contributions to the Board discussions and decision making. The present appointment is subject to approval of the Shareholders in terms of the applicable provisions of the Companies Act, 2013.

Except Mr. Siddharth D. Parekh & Mr. Sumeet S. Nindrajog, none of the Directors and Key Managerial Personnel of the Company are concerned or interested, financially or otherwise, in the above resolution.

The Board recommends the resolutions set forth in Item No. 7 & 8 for the approval of the Shareholders.

Item No. 9 &10:

The term of appointment of Mr. Deepak Mitra and Mr. V M Kannimbele, as Independent Directors, expired on February 24, 2018. Pursuant to recommendation of Nomination & Remuneration Committee, Board appointed Mr. Suryakant Balkrishna Mainak, as an Additional Director (Independent) of the Company, during their Meeting held on March 29, 2018 for a period of 3 years & Mr. Arun Vishnu Karambelkar, as an Additional Director (Independent) of the Company, during their Meeting held on May 18, 2018 for a period of 3 years. The present appointment is subject to approval of the Shareholders in terms of the applicable provisions of the Companies Act, 2013.

The terms of appointment including payment of sitting fees are as per the Letter of Appointment dated March 29, 2018 and May 18, 2018 respectively.

Except Mr. Suryakant Balkrishna Mainak, and Mr. Arun Vishnu Karambelkar respectively, none of the Directors and Key Managerial Personnel of the Company are concerned or interested, financially or otherwise, in the above resolution.

The Board recommends the resolution set forth in Item No. 9 & 10 for the approval of the Shareholders.

Item No. 11:

Pursuant to recommendations of the Nomination & Remuneration Committee and the Board of Directors, during their Meetings held on May 18, 2018, the remuneration payable to Mr. Rahul R. Katyal, Managing Director during the financial year 2018-19 is as follows:

Sr. No.	Particulars	Linked to	% / Fixed	Amount	
				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

1 Company will provide vehicle with fuel & driver, for official/ business purpose.

2 LTA for self and family for domestic travelling once in a financial year, subject to the ceiling of Basic salary of one month.

3 Medical expenses for self and family members at actuals, subject to applicable provisions of the Income Tax Act 1961

4 Annual membership fees of any one club, at actuals. Life membership fees are not covered.

5 Premium on Term Insurance, as may be recommended by the Nomination and Remuneration Committee, subject to the approval of Board of Directors.

6 Contribution to superannuation fund or annuity fund, as per Company's policy,

7 Gratuity as per Company's policy.

All other existing terms and conditions for appointment other than remuneration 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 resolution set forth in Item No. 11 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 Key Managerial Personnel of the Company are concerned or interested, financially or otherwise in the above resolution.

Item No. 12:

Pursuant to recommendations of the Nomination & Remuneration Committee and the Board of Directors, during their Meetings held on May 18, 2018, the remuneration payable to Mr. Rohit R. Katyal, Executive Director & CFO during the financial year 2018-19 is as follows:

Sr. No.	Particulars	Linked to	% / Fixed	Amount	
				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

1 Company will provide vehicle with fuel &driver, for official/ business purpose.

2 LTA for self and family for domestic travelling once in a financial year, subject to the ceiling of Basic salary of one month.

3 Medical expenses for self and family members at actuals, subject to applicable provisions of the Income Tax Act, 1961

4 Annual membership fees of any one club, at actuals. Life membership fees are not covered.

5 Premium on Term Insurance, as may be recommended by the Nomination and Remuneration Committee, subject to the approval of Board of Directors.

6 Contribution to superannuation fund or annuity fund, as per Company's policy,

7 Gratuity as per Company's policy.

All other existing terms and conditions for appointment other than remuneration 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 resolution set forth in Item No. 12 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. 13:

Pursuant to recommendations of the Nomination & Remuneration Committee and the Board of Directors, during their Meetings held on May 18, 2018, the remuneration payable to Mr. Subir Malhotra, Executive Director during the financial year 2018-19 is as follows:

Sr. No.	Particulars	Linked to	% / Fixed	Amount	
				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

1 Company will provide vehicle with fuel & driver, for official/ business purpose.

2 LTA for self and family for domestic travelling once in a financial year, subject to the ceiling of Basic salary of one month.

3 Medical expenses for self and family members at actuals, subject to applicable provisions of the Income Tax Act 1961

4 Annual membership fees of any one club, at actuals. Life membership fees are not covered.

5 Premium on Term Insurance, as may be recommended by the Nomination and Remuneration Committee, subject to the approval of Board of Directors.

6 Contribution to superannuation fund or annuity fund, as per Company's policy,

7 Gratuity as per Company's policy.

All other existing terms and conditions for appointment other than remuneration 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 resolution set forth in Item No. 13 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.

Item No. 14:

The Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations') has entrusted new responsibilities on the Independent Directors and widened their duties and liabilities and enhanced their current role. In view of the valuable contribution made by them towards overall engagement with the Company on various policies, strategic and governance related issues, it is proposed to pay remuneration by way of Commission linked to profit to them.

According to provisions of the Section 149(9), 197 and other applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all fees/ compensation payable to Independent Directors shall require prior approval of the shareholders of the Company.

Hence, it is proposed to seek approval of the members of the Company for payment of commission to the Independent Directors duly appointed in this AGM (eligible directors), the aggregate of which shall not exceed 1% (one per cent) of the Net Profit of the Company on annual basis computed in the manner prescribed under Section 198 of the Companies Act, 2013, plus taxes at an applicable rate or ₹ 3,00,000 per Independent director per annum plus taxes at applicable rate, whichever is less, in addition to the sitting fees being paid/ payable to such Independent Directors for attending the Meetings of the Board of Directors and committee/s thereof, in such manner as may be determined by the Board of Directors from time to time, for a period of three years commencing from April 1, 2018.

None of the Directors / Key Managerial Personnel of the Company, except Independent Directors are concerned or interested, financially or otherwise, in the resolution set out at Item No. 14 of the Notice.

Item No. 15:

Part B of the Articles of Association was included pursuant to Series A and Series B CCPS subscription by the investors, specifying certain terms of the Shareholders' Agreement. The Company converted its Series A and Series B CCPS (Compulsorily Convertible Cumulative Participating Preference Shares) having a face value of ₹ 20 each issued by the Company pursuant to Subscription Agreement dated August 6, 2015, Subscription Agreement dated September 2, 2016, Addendum to Share Subscription Agreement dated September 2, 2016 and Addendum to Subscription Agreement dated September 2, 2016 into equity shares of the Company of ₹ 10 each ("Equity Shares"). Further, pursuant to listing of Company's Equity Shares on September 25, 2017 on the stock exchanges, special rights available to Series A and Series B shareholders have fallen away.

Thus Part B of the Articles of Association of the Company shall no longer be part of the Articles of Association of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 15 of the Notice.

By order of the Board of Directors

Sai Kedar Katkar

Company Secretary
Membership No. A-25463

Date: July 30, 2018
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 at the Annual General Meeting:

Name of Director	Rohit R. Katyal	Farah Nathani Menzies	Suryakant Balkrishna Mainak
Date of Birth	January 9, 1971	May 9, 1978	February 9, 1956
Age (years)	47	40	62
Date of Appointment	March 1, 2014	November 9, 2017	March 29, 2018
Qualification	Bachelor’s degree from University of Mumbai in Commerce stream.	1. MBA from Harvard Business School 2. B.A.- B.Sc. from University of Pennsylvania 3. Huntsman Programme in International studies & Business	Member of the Institute of Chartered Accountants of India
Relation with other Director/ s (Inter-se)	Brother of Mr. Rahul R. Katyal, Managing Director	Nil	Nil
Expertise in specific functional areas	Currently CFO of the Company, other functional areas include Accounts, taxation		Financial Management Financial strategy formulation & execution Leadership in directing public, private & regulated sources of funds Debt restructuring Reforms & expansion for sustainable business growth Housing finance, Mutual funds, Private equity, Bond market instruments, Pension & group schemes
Directorship held in other companies as on date	1. Capacit'e Engineering Private Limited – Director 2. Katyal Merchandise Private Limited – Director & Member	1. Faraway Foods Private Limited	1. ITC Limited 2. Himadri Speciality Chemical Limited 3. Mahindra & Mahindra Limited 4. CARE Ratings Limited 5. NSEIT Limited 6. Care Advisory Research & Training Limited 7. Gloster Limited
Chairman/ Member of the Committee of the Board of Directors of the Company	2	3	4
Committee positions^ in other Public Companies	Nil	Nil	5
Number of shares of the Company, held	1,08,16,190^ Equity Shares as on July 30, 2018	Nil as on July 30, 2018	Nil as on July 30, 2018

Name of Director	Siddharth D. Parekh	Sumeet S. Nindrajog	Arun Vishnu Karambelkar
Date of Birth	May 4, 1979	June 30, 1979	September 25, 1955
Age (years)	39	39	62
Date of Appointment	October 16, 2016	August 6, 2015	May 18, 2018
Qualification	Bachelor's degree in Economics University of Pennsylvania.	Bachelor's degree in Economics University of Pennsylvania.	Master's in Materials Management from Pune University
Relation with other Director/ s (Inter-se)	Nil	Nil	Nil
Expertise in specific functional areas	Economics & Finance	Economics & Finance	Building, construction, infrastructure development
Directorship held in other companies as on date	1. Maini Precision Products Ltd.	1. Ichiban Motors Pvt. Ltd. 2. GMS IT Solutions Pvt. Ltd. 3. GMS Construction Co Pvt. Ltd. 4. SNR Developers Pvt. Ltd. 5. True Colour Laboratories Pvt. Ltd. 6. Cravatex Brands Ltd.	1. Steiner India Limited
Chairman/ Member of the Committee of the Board of Directors of the Company	Nil	4	Nil
Committee positions^ in other Public Companies	Nil	Nil	Nil
Number of shares of the Company, held	Nil as on July 30, 2018	Nil as on July 30, 2018	Nil as on July 30, 2018

Note:

*Audit Committee, Shareholders'/ Investors' Grievance Committee, Nomination and Remuneration Committee and Corporate Social Responsibility Committee are considered.

^Includes 45,12,046 Equity shares jointly held with Mr. Rahul R. Katyal

DIRECTORS' REPORT

TO THE MEMBERS OF CAPACIT'E INFRAPROJECTS LIMITED

Your Directors have pleasure in presenting Sixth Annual Report of the Company along with the Audited Financial Statements for the financial year ended March 31, 2018.

FINANCIAL PERFORMANCE SUMMARY

Financial Summary and performance highlights of the Company, for the financial year ended March 31, 2018 are as follows:

Standalone Basis:

(₹ in Crore)

Particulars	Year Ended March 31, 2018	Year Ended March 31, 2017
Revenue from Operations	1,335.6	1,125.1
Other Income	24.4	15.1
Total Revenue	1,360.0	1,140.2
Profit Before Depreciation, Interest & Tax	227.7	212.1
Less: Depreciation	67.2	65.1
Less: Finance Cost / Interest	39.8	41.7
Profit before tax	120.7	105.3
Less: Provision for tax (including Deferred Tax)	42.0	36.2
Net Profit after Tax	78.7	69.1

Consolidated Basis:

(₹ in Crore)

Particulars	Year Ended March 31, 2018	Year Ended March 31, 2017
Revenue from Operations	1,341.1	1,155.3
Other Income	24.1	10.5
Total Revenue	1,365.2	1,165.8
Profit Before Depreciation, Interest & Tax	227.8	214.7
Less: Depreciation	67.2	65.4
Less: Finance Cost / Interest	39.9	42.3
Profit before tax	120.7	107.0
Add: Profit from Joint Venture	0.8	(0.7)
Less: Provision for tax (including Deferred Tax)	42.0	36.8
Net Profit after Tax	79.5	69.5

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

Review of Operations of the Company:

The Company continues to be engaged in the activities pertaining to construction of buildings specialising in Highrise and Super high-rise buildings. There was no change in nature of the business of the Company.

Standalone:

During the year ended March 31, 2018, the Company has achieved a total revenue of ₹ 1,360.0 Crore as compared to ₹ 1,140.2 Crore in the previous year, registering an increase of 19.3%. EBITDA for FY18 grew by 7.4% to ₹ 227.7 Crore as compared to ₹ 212.1 Crores in FY17. EBITDA margin stood at 16.7% for FY18. The Company has earned a Net Profit after Tax of ₹ 78.7 Crore as against ₹ 69.1 Crore in the previous year ended March 31, 2017 with an increase of 13.9% and cash profit of ₹ 160.9 Crores as against ₹ 134.7 Crore in the previous year with an increase of 19.5%.

Consolidated:

During the year ended March 31, 2018, the Company has achieved a consolidated Total Revenue of ₹ 1,365.2 Crore as compared to ₹ 1,165.8 Crore for the previous year ended March 31, 2017 registering an increase of 17.1%. The Company has earned a Net Profit after Tax of ₹ 79.5 Crore as against ₹ 69.5 crore in the previous year ended March 31, 2017.

Credit Rating:

During the year under review, India Ratings and Research (Ind-Ra) has upgraded the Company's rating on the Long-Term Issuer Rating to 'Ind A' from 'Ind A-', while resolving the Rating Watch Positive (RWP).

Instruments with this rating are considered to have high degree of safety regarding timely servicing of financial obligations. Such instruments carry very low credit risk.

Initial Public Offering:

The Board of Directors are pleased to inform the Company's Initial Public Offering (IPO) of 1,60,00,000 Equity Shares of face value of ₹ 10 (Rupees Ten only) by way of Book Building Process received an overwhelming response from the investors. The Issue opened on September 13, 2017 and closed on September 15, 2017. The allotment of 1,60,00,000 Equity Shares of ₹ 10 each for cash at a premium of ₹ 240 per share aggregating to ₹ 400 Crores under the said IPO was made on September 21, 2017. Subsequent to the completion of IPO, the paid up equity share capital of the Company increased from ₹ 51,89,14,970 to ₹ 67,89,14,970 divided into 6,78,91,497 Equity Shares of face value of ₹ 10 each.

The trading of Equity Shares of the Company commenced on National Stock Exchange of India Limited and BSE Limited on September 25, 2017. The response to the Company's IPO reflects the trust, faith and confidence that the investors, our esteemed clients and business partners have reposed in your Company.

Utilisation of IPO Proceeds:

The proceeds realised by the Company from the Issue shall be utilised as per the Objects of the Issue. The proceeds of the issue are being utilised for Funding working capital requirements and purchase of capital assets and for general Corporate Purposes.

There has been no deviation in the utilisation of the IPO proceeds of the Company.

Share Capital:

During the year under review, the Company converted 10,07,366 number of Series A CCPS of face value of ₹ 20 each and 6,49,322 number of Series B CCPS of face value of ₹ 20 each into 115,96,816 Equity shares of face value of ₹ 10 each at a conversion ratio of 7 equity shares for every 1 CCPS held by the CCPS Shareholders.

The Company also issued and allotted 1,60,00,000 Equity shares of face value of ₹ 10 each at issue price of ₹ 250 each through Initial Public Offering (IPO).

The Paid up Capital of the Company as on March 31, 2018 was ₹ 67,89,14,970 divided into 6,78,91,497 Equity shares having face value of ₹ 10 each.

Dividend:

Your Board of Directors have recommended Dividend of ₹ 1.00 per Equity Share of Face Value of ₹ 10 each (10% of face value) for the financial year ended March 31, 2018, subject to approval of Shareholders in ensuing Annual General Meeting. The total dividend outflow, if approved, will be ₹ 6.78 Crore and Dividend Distribution Tax thereon will be to the extent of ₹ 1.42 Crore.

Transfer to Reserves:

The Board of Directors has not recommended transfer of any amount of profit to reserves during the year under review. Hence, the amount has been carried forward to the Statement of Profit & Loss.

Consolidated Financial Statements:

In accordance with the provisions of Section 129(3) of the Companies Act, 2013 and Regulation 34 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Consolidated Financial Statements forms part of this Annual Report and shall also be laid before the ensuing Annual General Meeting of the Company. A statement containing the salient features of the financial statements of the Subsidiary Company is attached to the financial statements in Form AOC-1 as **Annexure I.** The Consolidated Financial Statements have been prepared in accordance with the Indian Accounting Standards (IND AS) notified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and in accordance with Accounting Standard 21 issued by the Institute of Chartered Accountants of India.

The Company will make available the said financial statements and related detailed information of the Subsidiary company upon the request by any member of the Company. These financial statements will also be kept open for inspection by any member at the Registered Office of the Company.

Particulars of Loans, Guarantees Investments and/ or Securities:

The Company is in the business of Building construction, and thus the provisions of Section 186 are not applicable to the Company, except sub-section 1. Particulars of transactions covered under Section 186 (1) are detailed in the Notes forming part of the Financial Statements for the year ended March 31, 2018.

Fixed Deposits:

The Company has not accepted any public deposits during the financial period under review.

Particulars of Contracts or Arrangements with Related Parties:

All related party transactions entered into by the Company during the financial year were in the ordinary course of business and on arm's length basis and in compliance with the applicable provisions of the Companies Act, 2013 and the Listing Regulations. During the financial year under review, none of the transactions entered into with related parties were material as defined under the Act and Listing Regulations.

All Related Party Transactions were placed before the Audit Committee for approval. Particulars of arrangements with related parties as referred to in Section 188(1) of the Companies Act, 2013 for the Financial Year 2017-2018 are given in prescribed Form AOC - 2 which is annexed as **Annexure II.**

The policy on Related Party Transactions as recommended by Audit Committee and as approved by the Board is uploaded on the Company's website www.capacite.in.

SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES:

Subsidiary Company:

CIPL PPSL Yongnam Joint Venture Constructions Private Limited continues to be Subsidiary of the Company as on March 31, 2018, as disclosed in the financial statements.

Capacit'e Engineering Private Limited ceased to be subsidiary of the Company as the Company divested its entire stake to Capacit'e Ventures Private Limited on April 1, 2017.

Further details pursuant to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014) are mentioned in Annexure-I

Joint Venture and Associate Company:

During the year Company did not had any Associate Company. PPSL-Capacit'e JV continues to be a Joint Venture of the Company:

MATTERS RELATED TO DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Directors

- **Appointments:**

  Mr. Siddharth D. Parekh and Mr. Sumeet S. Nindrajog were initially appointed as Nominee/ Investor Directors pursuant to Shareholders' Agreement entered into by the Company with the Promoters, other shareholders, Series A CCPS investors and Series B CCPS Investors. Upon conversion of Series A and Series B CCPS into Equity during first quarter of FY2017-18 and upon listing of Company's equity shares, on the recommendation of Nomination and Remuneration Committee ("NRC") and in accordance with provisions of Section 161 and 152 of the Act 2013, they were appointed as Non- Executive Directors, subject to approval of the shareholders in this Annual General Meeting.

  Attention of the Members is invited to the relevant items in the Notice of the AGM and the Explanatory Statement thereto.

- **Retirement by Rotation:**

  Mr. Rohit R. Katyal, Executive Director, retires by rotation pursuant to provisions of Section 152 (6) of the Companies Act 2013 and the Articles of Association of the Company, and being eligible, has offered himself for re-appointment.

  Attention of the Members is invited to the relevant items in the Notice of the AGM and the Explanatory Statement thereto.

- **Independent Directors:**

  The term of Appointment of Mrs. Rupa Rajul Vora; Mr. Deepak Mitra & Mr. V M Kannimbele, as Independent Directors expired during the year. The Board of Directors places sincere gratitude towards their valuable guidance and co-operation during their tenure as Independent Directors.

  Ms. Farah Nathani Menzies; Mr. Suryakant Balkrishna Mainak and Mr. Arun Vishnu Karambelkar were appointed during the Meetings of the Board of Directors held on November 9, 2017, March 29, 2018 and May 18, 2018, respectively, subject to approval of shareholders in this Annual General Meeting.

  Attention of the Members is invited to the relevant items in the Notice of the AGM and the Explanatory Statement thereto.

Key Managerial Personnel (KMPs):

During the year under review, The following Executive Directors and other officials are disclosed as KMPs 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
Ms. Sai Kedar Katkar	:	Company Secretary

Declarations by Independent Directors:

The Company has received and taken on record the declarations received from the Independent Directors of the Company in accordance with the Section 149(6) of the Companies Act, 2013 confirming their independence and Regulation 25 of the Listing Regulations.

Familiarisation Programme:

In compliance with the requirements of the Listing Regulations, the Company has put in place a familiarisation programme for the Independent Directors to familiarise them with their roles, rights and responsibilities as Independent Directors,the working of the Company, nature of the industry in which the Company operates, business model and so on. The same is also available on the Company website at www.capacite.in

DISCLOSURE RELATED TO BOARD, COMMITTEES AND POLICIES:

Board Meetings:

The Board of Directors met Twelve (12) times during the financial year under review. The details of the Board meetings and the attendance of Directors thereat are provided in the Corporate Governance Report forming part of the Annual Report.

In terms of requirements of Schedule IV of the Act, a separate meeting of Independent Directors was also held on February 09, 2018 to review the performance of Non Independent Directors (including the Chairpersons), the entire Board and its Committees thereof, quality, quantity and timelines of the flow of information between the Management and the Board.

Audit Committee:

The composition of the Audit Committee is in conformity with the provisions of the Section 177 of the Companies Act, 2013 and Listing Regulations. The Audit Committee comprises:

Sr. No.	Name of Director	Designation	Position in the Committee
1.	Mr. Suryakant Balkrishna Mainak	Additional Director (Independent)	Chairperson
2.	Ms. Farah Nathani Menzies	Additional Director (Independent)	Member
3.	Mr. Sumeet S. Nindrajog	Non-Executive Director	Member

Consequent upon the expiration of term of Mrs. Rupa Rajul Vora (DIN: 01831916), Mr. Deepak Mitra (DIN: 00158786) and Mr. V M Kannimbele (DIN: 00122258) as an Independent Directors on the Board of the Company, the Audit Committee was re-constituted with effect from March 29, 2018 by inducting Ms. Farah Nathani Menzies (06610782) as the Member and Mr. Suryakant Balkrishna Mainak (02531129) as the Chairman of the Audit Committee.

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.

Nomination and Remuneration Committee:

The composition of the Nomination and Remuneration Committee is in conformity with the provisions of the Section 178 of the Companies Act, 2013 and Listing Regulations. The Nomination and Remuneration Committee comprises of:

Sr. No.	Name of Director	Designation	Position in the Committee
1.	Mr. Suryakant Balkrishna Mainak	Additional Director (Independent)	Chairperson
2.	Ms. Farah Nathani Menzies	Additional Director (Independent)	Member
3.	Mr. Sumeet S. Nindrajog	Non-Executive Director	Member

Consequent upon the expiration of the term of Mrs. Rupa Rajul Vora, Mr. Deepak Mitra and Mr. V M Kannimbele as an Independent Directors on the Board of the Company, the Nomination and Remuneration Committee was re-constituted with effect from March 29, 2018 by inducting Mr. Suryakant Balkrishna Mainak as the Chairman and Ms. Farah Nathani Menzies as the Member of the Nomination and Remuneration Committee.

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 the Annual Report.

The Company has Nomination and Remuneration policy, which provides the criteria for determining qualifications, positive attributes, independence of a Director and policy relating to remuneration for Directors, Key Managerial Personnel and other employees in accordance with the provisions of Section 178 of the Companies Act, 2013. The Nomination and Remuneration Policy of the Company is attached herewith as Annexure III.

Stakeholders' Relationship Committee:

The Stakeholders' Relationship Committee comprises Mr. Sumeet S. Nindrajog as Chairman and Mr. Rohit R. Katyal & Mr. Suryakant Balkrishna Mainak as Members of the Committee. The Company Secretary acts as Secretary of the said Committee. 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 the Annual Report.

Corporate Social Responsibility Committee

In accordance with the provisions of Section 135 of the Companies Act, 2013 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.

The details of the Company's CSR activities are attached in Annexure IV. The CSR Policy is also placed on the website of the Company www.capacite.in

Consequent upon the appointment of Ms. Farah Nathani Menzies, as an Independent Director, the CSR Committee of the Company was re-constituted to be effective from November 09, 2017 and currently comprises of:

Sr. No.	Name of Director	Designation	Position in the Committee
1.	Mr. Rohit R. Katyal	Executive Director & Chief Financial Officer	Chairperson
2.	Mr. Sumeet S. Nindrajog	Non-Executive Director	Member
3.	Ms. Farah Nathani Menzies	Additional Director (Independent)	Member

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

Director's Responsibility Statement

In terms of Section 134(5) of the Companies Act, 2013, in relation to the audited financial statements of the Company for the year ended March 31, 2018, the Board of Directors hereby confirms that:

a. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

b. such accounting policies have been selected and applied consistently and the Directors 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, 2018 and of the profit of the Company for that year;

c. proper and sufficient care was taken for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

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

Vigil Mechanism Policy for the Directors and Employees

The Company's Board of Directors, pursuant to the provisions of Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, 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 hosted on the Company's website www.capacite.in

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

Risk Management Policy:

A detailed review of business risks and the Company's plans to mitigate them is assessed and considered by the Company's Board of Directors. The Board has adopted the Risk Management Policy and Guidelines to mitigate foreseeable risks, avoid events, situations or circumstances, which may lead to negative consequences on the Company's businesses, and define a structured approach to manage uncertainty and to make use of these in their decision making pertaining to all business divisions and corporate functions. Risk evaluation is an on-going and continuous process within the Company and it is regularly updated to the Board of the Company.

The Risk Management Committee comprises of:

Sr. No.	Name of Director	Designation	Position held in Committee
i)	Mr. Rohit R. Katyal	Executive Director & CFO	Chairman
ii)	Mr. Rahul R. Katyal	Managing Director	Member
iii)	Mr. Subir Malhotra	Executive Director	Member
iii)	Mr. Sumeet S. Nindrajog	Non-Executive Director	Member

Annual Evaluation of Directors, Committees and Board:

Pursuant to the captioned requirements, an annual evaluation had been carried out and the Board is pleased to report that the result thereof show that the Company is well-equipped in the management as well as the governance aspects.

In a separate meeting of Independent Directors held on February 9, 2018, performance of Non-independent Directors and performance of the Board as a whole was evaluated. The Independent Directors were satisfied with the overall functioning of the Board, its various committees and performance of other Non-Executive and Executive Directors.

Particulars of Employees:

Disclosure with respect to remuneration of Directors and employees as required under Section 197 of the Companies Act, 2013 read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of the Board's Report (Annexure V).

Details of employee remuneration as required under provisions of Section 197 of the Companies Act, 2013 and Rule 5(2) and 5(3) of Rules are available at the Registered Office of the Company for inspection and shall be made available to any shareholder on request.

Internal Control Systems:

Adequate internal control systems commensurate with the nature of the Company's business, its size, and complexity of its operations are in place and have been operating satisfactorily. Internal control systems comprising policies and procedures are designed to ensure reliability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedure, applicable laws and regulations and that all assets and resources are acquired economically, used efficiently and adequately protected.

Auditors and Reports

Observations of Statutory Auditors on Accounts for the year ended March 31, 2018:

The Auditors Report for the financial year ended March 31, 2018 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 Companies Act, 2013.

Secretarial Audit Report for the year ended March 31, 2018:

Secretarial Audit Report, pursuant to the provisions of Section 204 read with Section 134(3) of the Companies Act, 2013, was obtained from M/s. Parmy Kamani & Co, Practicing Company Secretary in Form MR-3 for the financial year 2017-18.The said Report is attached and forms part to this report. (Annexure VI)

The Board of Directors based on review and recommendation of Audit Committee during their Meeting held on May 18, 2018, appointed M/s. Shreyans Jain & Co., Practising Company Secretaries, as Secretarial Auditors to carry out secretarial audit and submit Reports for the financial year 2018-19.

Appointment of Statutory Auditors:

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, S R B C & Co LLP., Chartered Accountants, (Firm Registration No.: 324982E/E300003) the Statutory Auditors of the Company, holds office up to the conclusion of the ensuing Annual General Meeting.

The Board has appointed S R B C & Co LLP., Chartered Accountants, (Firm Registration No324982E/E300003) as Statutory Auditors of the Company in 4th Annual General Meeting on September 30, 2016 for five (5) years to hold office from the conclusion of 4th Annual General Meeting until the conclusion of 9th Annual General Meeting of the Company subject to ratification of their appointment in every Annual General Meeting.

The Company has received the consent of S R B C & Co LLP., Chartered Accountants along with certificate under Section 139 of the Act to the effect that their appointment, if made, shall be in accordance with the prescribed conditions and that they are not disqualified to act as the Statutory Auditor of the Company.

Attention of the Members is invited to the relevant items in the Notice of the AGM and the Explanatory Statement thereto.

Internal Audit and Control:

M/s. Jayesh Sanghrajka & Co. LLP, Chartered Accountants, Internal Auditors of the Company has carried out audit of financial transactions of the Company and inventory management for the financial year ended March 31, 2018. The findings of the Internal Auditor are discussed on an on-going basis in the meetings of the Audit Committee and various steps have been taken 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 May 18, 2018, appointed M/s. Mahajan & Aibara LLP, Chartered Accountants, as Internal Auditors to carry out internal audit and submit Reports for the financial year 2018-19.

Cost Audit:

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with Notifications/Circulars issued by the Ministry of Corporate Affairs from time to time, as per the recommendation of the Audit Committee, the Board of Directors at their meeting dated June 13, 2017, appointed M/s. Y. R. Doshi & Associates, Cost Accountants as the Cost Auditors of the Company for the financial year ended March 31, 2018 to carry out the audit of cost accounts of the Company on such remuneration as may be approved by the Board of Directors.

The Cost Audit Report will be filed within the stipulated period of 180 days from the closure of the financial year.

Other Disclosures:

Other 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 Companies Act, 2013, Extracts of the Annual Return for the financial year ended March 31, 2018 made under the provisions of Section 92(3) of the Act is attached as Annexure VII, which forms part of this Report.

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

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 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 VIII which forms part of this Report.

Report on Corporate Governance and Management Discussion and Analysis:

The Company has complied with the Corporate Governance requirements under the Companies Act, 2013, and as stipulated under the Listing Regulations. A separate section titled 'Corporate Governance Report' under the Listing Regulations along with a certificate from the Statutory Auditors (Chartered Accountants) confirming the compliances and 'Management Discussion and Analysis' are annexed and form part of this Annual Report.

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

The Company has always been committed to provide a safe and dignified work environment which is free of discrimination, intimidation and abuse. The Company has adopted a Policy for Prevention of Sexual Harassment of Women at Workplace under the provisions of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The objective of this policy is to provide protection against sexual harassment of women at workplace and for redressal of complaints of any such harassment. The Company has also constituted an Internal Complaints Committee (ICC) to redress the complaints received under this policy. The Committee comprises of:

Sr. No.	Name of Member	Designation	Position held in Committee
i)	Mr. Prakash Panigrahi (up to May 16, 2018)	President & Head- HR	Presiding Officer
ii)	Mr. Rohit R. Katyal	Executive Director & CFO	Member
iii)	Ms. Sai Kedar Katkar	Company Secretary & Compliance Officer	Member
iv)	Mr. Vishal Phal	Legal Consultant	Member

During the financial year under review, Company conducted one awareness program for female employees of the Company and no complaints pertaining to sexual harassment were reported to the ICC of the Company. The Committee did not receive any complaint during the financial year under review.

Material changes & commitments affecting the financial position of the Company:

There are no material changes and commitments affecting the financial position of the Company subsequent to the close of the Financial Year 2018 till the date of this report.

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

There are no significant, material orders passed by the Regulators or Courts or Tribunal 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 43(a)(ii) of the Companies Act, 2013:

During the year under review, the Company has not issued any shares with differential rights and hence no information as per provisions of Section 43(a)(ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2015 is furnished.

Disclosure under Section 54(1)(d) of the Companies Act, 2013:

The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2015 is furnished.

Disclosure under Section 62(1)(b) of the Companies Act, 2013:

The Company has not issued any equity shares under Employees Stock Option Scheme during the year under review and hence no information as per provisions of Section 62(1)(b) of the Act read with Rule 12(9) of the Companies (Share Capital and Debenture) Rules, 2015 is furnished.

Disclosure under section 67(3) of the Companies Act, 2013:

During the year under review, there were no instances of non-exercising of voting rights in respect of shares purchased directly by employees under a scheme pursuant to Section 67(3) of the Act read with Rule 16(4) of Companies (Share Capital and Debentures) Rules, 2015.

Acknowledgements and Appreciation:

Your Directors take this opportunity to place on record their sincere appreciation for the co-operation and assistance the Company has received from Banks and various Government Departments. The Board also places on record its appreciation of the devoted services of the employees, support and co-operation extended by the valued business associates and the continuous patronage of the clients of the Company.

For and on behalf of the Board

Rahul R. Katyal	**Rohit R. Katyal**
Managing Director	Executive Director & Chief Financial Officer
DIN: 00253046	DIN: 00252944

Date: May 18, 2018
Place: Mumbai

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 Crore)

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, 2017 to March 31, 2018
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	0.1
5.	Reserves and Surplus	(1.8)
6.	Total Assets	19.3
7.	Total Liabilities	19.3
8.	Investments	0.0
9.	Turnover	6.2
10.	Profit before taxation	(0.0)
11.	Provision for taxation	0.0
12.	Profit after taxation	(0.0)
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

Note: Capacit'e Engineering Private Limited ceased as our subsidiary with effect from April 1, 2017

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 Joint Venture
1.	Name of Associates/Joint Ventures	PPSL- Capacit'e JV
2.	Latest audited Balance Sheet Date	March 31, 2018
3.	Shares of Associate/Joint Ventures held by the Company on the year end (in numbers)	Not applicable for Joint venture
i.	Number	Nil
ii.	Amount of Investment in Associates/ Joint Venture	Nil
iii.	Extent of Holding %	49.00%
4.	Description of how there is significant influence	Company holds 49% of profit share ratio
5.	Reason why the associate/joint venture is not consolidated	Equity Method applied for consolidation.
6.	Networth attributable to Shareholding as per latest audited Balance Sheet (₹ in Crore)	0.1
7.	Profit / Loss for the year (₹ in Crore)	1.7
	i. Considered in Consolidation	0.8
	ii. Not Considered in Consolidation (₹ in Crore)	0.9

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: Nil

ANNEXURE II

Form No. 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)

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm length transactions under third proviso thereto

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

All contracts/arrangements/transactions entered into during the financial year ended March 31, 2018 were at arm’s length basis.

2. Details of material contracts or arrangement or transactions at arm’s length basis:

The details of material contracts or arrangement or transactions at arm’s length basis for the year ended March 31, 2018 are as follows:

Name of Related Party	Relation with the Company	Nature of Transaction	Duration of Contracts/ arrangements	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
CIPL-PPSL Yongnam Joint Venture Constructions Pvt. Ltd.	Subsidiary Company	i) Items covered under relevant sub-contract work order	On-going	As per market parameters. Estimated annual value of ₹ 20 Crore	24-Mar-17	NIL
		ii) expenses on behalf of subsidiary				
PPSL Capacit'e JV	Joint Venture	i) Items covered under relevant sub-contract work order	On-going	As per market parameter. Estimated annual value of ₹ 5 Crore	24-Mar-17	NIL
		ii) Loan, interest and repayment thereof				
Capacit'e Engineering Pvt Ltd*	Group Company	i) Items covered under relevant sub-contract work order	On-going	In tune with market parameters Estimated annual value of ₹ 20 Crore	24-Mar-17	NIL
		ii) Inter corporate deposit/s (ICD), interest on ICD & refund of ICDs				
Capacit'e Ventures Pvt Ltd	Group Company	Advance Received against sale of equity of Capacit'e Engineering Pvt Ltd	One time transaction	As per market parameters. Estimated annual value: not applicable	24-Mar-17	NIL
Katyal Merchandise Pvt Ltd	Group Company	Inter corporate deposit/s (ICD), interest on ICD & refund of ICDs	Requirement basis	As per market parameters. Estimated annual value of ₹ 5 Crore	24-Mar-17	NIL
Rohit R. Katyal	Executive Director	Loan from Director	Requirement basis	₹ 0.5 Crore	24-Mar-17	NIL
Rahul R. Katyal	Managing Director	Loan from Director	Requirement basis	₹ 0.5 Crore	24-Mar-17	
						NIL
Subir Malhotra	Executive Director	Loan from Director	Requirement basis	₹ 0.5 Crore	24-Mar-17	NIL

Name of Related Party	Relation with the Company	Nature of Transaction	Duration of Contracts/ arrangements	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
Asutosh Trade Links	Partnership Firm with Directors as Partners	Vehicle rentals pursuant to Vehicle rental agreement dated April 1, 2016	On-going	₹ 0.30 Crore	24-Mar-17	NIL
MAS Designs	Proprietorship of Director	Items covered under relevant sub-contract work order	On-going	₹ 0.10 Crore	24-Mar-17	NIL
Mrs. Monita Malhotra	Relatives of Directors	Rent	On-going	₹ 2.70 Crore	24-Mar-17	NIL
PPSL Capacit'e JV	Joint Venture	i) Items covered under relevant sub-contract work order	On-going basis	As per market parameter. Estimated annual value of ₹ 4 Crore	31-Aug-17	NIL
		iii) Loan, interest on loan and repayment of loan				

For CAPACIT'E INFRAPROJECTS LIMITED

Rahul R. Katyal
Managing Director
DIN: 00253046

Rohit R. Katyal
Executive Director & CFO
DIN: 00252944

ANNEXURE III

NOMINATION AND REMUNERATION POLICY:

With reference to Company's efforts to consider human resources as its valuable assets, to pay equitable remuneration to Executive Directors, Key Managerial Personnel (KMPs) and Employees of the Company, to harmonise aspirations of the human resources consistent with goals of the Company and pursuant to Companies Act 2013, the Policy on Nomination and Remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee and approved by the Board of Directors.

Nomination and Remuneration Committee (NRC):

Pursuant to Section 178 of the Companies Act 2013, the Board of Directors has constituted Nomination and Remuneration Committee consisting of three non-executive directors out of which not less than one-half are Independent Directors. The Chairman of the Committee is an Independent Director.

Policy Objectives:

The objective of this policy is to lay down a framework in relation to remuneration of directors, KMP, senior management personnel and other employees. The Key Objectives of the Committee would be:

1. Guiding the Board in relation to appointment or removal of Directors, Kay Managerial Personnel and Senior Management.
2. Formulation of criteria for determining qualifications, experience, positive attributes and independence of Directors.
3. Formulation of Policy regarding remuneration of Directors, KMPs, Senior Management Personnel.
4. Formulation of criteria for evaluation of Independent Director and evaluation of performance of the Board.
5. Recommendation to the Board regarding remuneration payable to the Executive Directors, KMPs, and Senior Management.

Scope of the Policy:

The Policy is applicable regarding appointment and remuneration in case of:

1. Executive Directors
2. Key Managerial Personnel (KMPs)*
3. Senior Management Personnel

* "Key Managerial Personnel" means:

a) Managing Director, or Chief Executive Officer or Manager and in their absence, a Whole-time Director

b) Chief Financial Officer;

c) Company Secretary and

d) Such other officers as may be prescribed.

Policy for appointment and removal of Director/s, KMPs, and Senior Management:

Appointment criteria and qualifications:

The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person proposed to be appointed as Director, KMP or Senior Managerial Personnel and recommend to the Board his/her appointment

A person should possess adequate qualification, expertise and experience for the position for which appointment is considered. The Committee has discretion to decide whether qualification, expertise and experience possessed by the person is sufficient as per the requirement of the concerned position.

The Company shall not appoint or continue employment of any person as Whole-time Director who has attained the age of Seventy years provided that the term of person holding this position may be extended beyond the age of seventy years with the approval of the shareholders by passing a special resolution based on the justification stating reasons/ clarification for extension of appointment beyond seventy years.

Term/ tenure of Appointment:

a) Managing Director/Executive Directors:

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

The Company shall not appoint or continue employment of any person as Whole-time Director who has attained the age of Seventy years provided that the term of person holding this position may be extended beyond the age of seventy years with the approval of the shareholders by passing a special resolution based on the justification stating reasons/ clarification for extension of appointment beyond seventy years

b) Independent Director:

- An Independent Director shall hold office for a term up to maximum of five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

  No Independent Director shall hold office for more than two consecutive terms of up to maximum of 5 years each, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.
- At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

Evaluation:

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

Removal:

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

Retirement:

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

Remuneration to Managing Director Executive Directors, KMP and Senior Management Personnel:

The Remuneration/ Compensation/ Commission etc. to be paid to Director / Managing Director etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force.

Remuneration to Non- Executive / Independent Director:

The Non-Executive Independent Director may receive remuneration / compensation / commission as per the provisions of Companies Act, 2013. The amount of sitting fees shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force.

Duties and responsibilities of the Committee:

The duties of the Committee in relation to nomination matters include:

- Ensuring that there is an appropriate induction in place for new Directors and members of Senior Management and reviewing its effectiveness;

- Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Act;
- Identifying and recommending Directors who are to be put forward for retirement by rotation
- Determining the appropriate size, diversity and composition of the Board;
- Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;
- Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
- Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.
- Delegating any of its powers to one or more of its members or the Secretary of the Committee;
- Recommend any necessary changes to the Board; and
- Considering any other matters, as may be requested by the Board.

The duties of the Committee in relation to remuneration matters include:

- Considering and determining the Remuneration Policy, based on the performance reasonable and sufficient to attract, retain and motivate members of the Board and such other factors as the Committee shall deem appropriate all elements of the remuneration of the members of the Board.
- Approving the remuneration of the Senior Management including key managerial personnel of the Company maintaining a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company.
- Delegating any of its powers to one or more of its members or the Secretary of the Committee.
- Considering any other matters as may be requested by the Board.

Review and Amendments:

i. The NRC or the Board may review the Policy as and when it deems necessary.
ii. The NRC may issue the guidelines, procedures, formats, reporting mechanism and manual in supplement and better implementation to this Policy, if it thinks necessary.
iii. This Policy may be amended or substituted by the NRC or by the Board as and when required and also by the Compliance Officer where there is any statutory changes necessitating the change in the policy.

ANNEXURE IV

CORPORATE SOCIAL RESPONSIBILITY POLICY:

The Board of Directors (the "Board") of Capacit'e Infraprojects Limited (the "Company" or "CIL") acting upon the recommendation of its Directors and the Corporate Social Responsibility Policy Committee (the "Committee"), has adopted the following policy and procedures with regard to the Company's Social Responsibility:

❖ **Corporate Social Responsibility Philosophy**

CIL strives to be a socially responsible company and strongly believes in development which is beneficial for the society at large. As a Corporate Citizen receiving various benefits out of society, it is our responsibility to pay back in return to the society in terms of helping needy people by providing foods, clothes, etc., keeping the environment clean and safe for the society by adhering to the best industrial practices and adopting best technologies, and so on. It is the Company's intent to make a positive contribution to the society in which the Company lives and operates.

❖ **Policy Objective**

The objective of this Policy is to set guiding principles for carrying out CSR activities by the Company and also to set up process of execution, implementation and monitoring of the CSR activities to be undertaken by the Company.

❖ **List of Activities/Projects**

The Company may undertake any of activities mentioned in Schedule VII of the Companies Act 2013 and/ or any of the following Activities/Projects or such other activities/ projects as may be notified by the Ministry of Corporate Affairs from time to time as a part of the Corporate Social Responsibility ("CSR"):

i. Promoting health care including preventive health care and sanitation and making available safe drinking water;

ii. Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects;

iii. Promoting gender equality, empowering women, setting up homes and hostels for women and orphans, setting up old age homes, day care centers and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;

iv. Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water;

v. Protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries;

vi. Promotion and development of traditional arts and handicrafts;

vii. Measures for the benefit of armed forces veterans, war widows and their dependents;

viii. Training to promote rural sports, nationally recognised sports, Paralympic and Olympic sports;

ix. Contribution to the Prime Minister's National Relief Fund or any other fund set up by the central government for socio-economic development and relief and welfare of the scheduled castes, the scheduled tribes, other backward classes, minorities and women;

x. Contribution or funds provided to technology incubators located within academic institution which are approved by the Central Government;

xi. Rural development projects;

xii. Slum area development;

The CSR Activities shall be undertaken only in India for the benefit of the public and not only for the employees of the Company and their family and preference shall be given to the local areas and areas where the Company operates for undertaking the CSR Activities.

❖ **Quantum of Amount to be spent on CSR Activities**

The Company is required to spend, in every financial year at least 2% (two percent) of the average net profits of the Company made during the three immediately preceding financial years. Any surplus arising and/or additional revenue generated out of CSR Activities undertaken by the Company shall not form part of the business profit of the Company and same shall be spent for undertaking CSR Activities only.

❖ **Implementation of CSR Activities**

i. The Company may undertake CSR Activities through a registered trust or society or any company, established by the Company, its holding or subsidiary company under Section 8 of the Act for such not-for-profit objectives.

   Provided that the Company can carry out the CSR Activities through such other institutes having an established track record of 3 (three) years in undertaking the CSR Activities.

ii. The Company may collaborate with other companies for undertaking the CSR Activities subject to fulfillment of separate reporting requirements as prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014 (the "Rules").

iii. The CSR Activities shall not include any activity undertaken by the Company in pursuance of normal course of business of the Company.

iv. The Company shall not make any payment directly or indirectly to Political Party(ies) for CSR Activities.

❖ **Procedure for CSR Activities**

i. Recommendation to the Board about the suitable CSR Activities that may be undertaken during for the financial year along with the detailed plan, modalities of execution, implementation schedule, monitoring process and amount to be incurred on such activities;

ii. Board approval based on the recommendation of the Committee and in compliance of this Policy;

iii. Implementation of the CSR activities;

iv. Submission of the half-yearly report giving status of the CSR Activities undertaken, Expenditure Incurred and such other details as may be required by the Board.

❖ **Role of the Committee**

The Committee shall carry out of the following functions:

(a) recommend the CSR Policy to the Board;

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

(c) 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;

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

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

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

Details of CSR Activities

The Company trusts in giving back to the society and undertakes CSR initiatives according to guidelines given in Companies Act, 2013.

The Company has initiated a School renovation & re-development project at Rui Village of Nasik disctrict of Maharashtra. It is the biggest English school in Niphad Taluka with lack of basic infrastructural, educational facilities. The Project will be funded in two phases. In first phase, Company has contributed for and completed the construction of permanent toilet facilities for students, waterproofing, external plastering of the building and flooring, replacement and granite frames for doors & windows, electrification, painting as well as white boards and benches are provided.

In second phase, the Company is going to support construction of one more new block, multipurpose sports court and landscaping.

During the year under review, your Company has spent on various CSR activities, the details of which are as follows:

Sr No.	CSR Project or activity identified	Sector in which the project is covered	Project or programme (1) Local area or other (2) Specify the state and district where projects or programmes was undertaken	Amount outlay (budget)project or programme wise	Amount Spent on the projects or programmes sub heads (1) Direct expenditure on projects and programmes (2) Overheads	Cumulative expenditure up to the reporting period	Amount spent Direct or through implementing agency
1.	Blood donation & medical check-up camp	Promotion of healthcare	Mumbai, Maharashtra	₹ 4,00,000	₹ 4,00,000	₹ 4,00,000	Direct
2.	Contribution to Tata Cancer Hospital	Promotion of healthcare	Mumbai, Maharashtra	₹ 2,50,000	₹ 2,50,000	₹ 6,50,000	Direct
3.	Govt. of India Ministry of Environment	Environmental sustainability	Mumbai, Maharashtra	₹ 5,00,000	₹ 5,00,000	₹ 11,50,000	Direct
4.	Renovation, educational facilities	Promotion of Education	Nasik, Maharashtra	₹ 91,00,000	₹ 26,54,437	₹ 38,04,437	Direct
	Total			**₹ 1,02,50,000**	**₹ 38,04,437**	**₹ 38,04,437**	

The Company has also formed a trust named "Capacit'e Foundation" and intends to spend, in a phased manner, in future, upon identification of suitable projects within the Company's CSR Policy.

For CAPACIT'E INFRAPROJECTS LIMITED

Rahul R. Katyal
Managing Director
DIN: 00253046

Rohit R. Katyal
Executive Director & CFO
DIN: 00252944

ANNEXURE V

Information required under section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

The Ratio of Remuneration of each Director to the median remuneration of all the employees of the Company for the financial year 2017-2018 is as follows:

Name of Director	Remuneration (In ₹)	Sitting Fees (In ₹)	Ratio of Remuneration of Director to the Median Remuneration
Mr. Rohit R. Katyal	97,93,917	NA	27.40
Mr. Rahul R. Katyal	94,93,917	NA	26.57
Mr. Subir Malhotra	86,27,246	NA	24.14
Mr. Deepak Mitra	NA	3,40,000	0.95
Mrs. Rupa Rajul Vora	NA	2,60,000	0.73
Mr. V M Kannimbele	NA	4,10,000	1.15
Mr. Sumeet S. Nindrajog	NA	NA	NA
Mr. Siddharth D. Parekh	NA	NA	NA
Ms. Farah Nathani Menzies	NA	90,000	0.25
Mr. Suryakant Balkrishna Mainak	NA	50,000	0.14

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 ₹ 3,57,384 for the financial year 2017-18. For calculation of median remuneration, the employee count taken is 1,310 which comprises employees who have served for whole of the financial year 2017-18 including contract workers.
3. The percentage increase in the median remuneration of employees other than managerial personnel in the financial year 2017-18 was 3.85%.
4. Average percentage increase made in the salaries of Employees other than the managerial personnel in the financial year was 5.00% whereas the increase in the managerial remuneration was 12.68%. The increases in remuneration are as per the policy of the Company.

Details of percentage increase in the remuneration of each Director, Chief Executive Officer, Chief Financial Officer and Company Secretary in the financial year 2017-18 are as follows:

Name	Designation	Gross remuneration						Fixed Increase/ (Decrease) (%)	Variable Increase/ (Decrease) (%)
		2016-17			2017-18				
		Fixed	Variable	Total	Fixed	Variable	Total		
Mr. Rohit R. Katyal	Executive Director & CFO	68,55,788	19,77,208	88,32,996	94,24,332	3,69,585	97,93,917	37.46%	(80.58%)
Mr. Rahul R. Katyal	Managing Director	66,29,684	19,03,312	85,32,996	91,24,332	3,69,585	94,93,917	37.62%	(80.58%)
Mr. Subir Malhotra	Executive Director	63,64,107	34,95,732	98,59,839	85,90,996	36,250	86,27,246	34.99%	(98.96%)
Mr. Deepak Mitra	Independent Director (upto February 24, 2018)	1,20,000	-	1,20,000	3,40,000*	-	3,40,000*	183.33%	0.00%
Mrs. Rupa RajulVora	Independent Director (upto October 31, 2017)	3,00,000	-	3,00,000	2,60,000	-	2,60,000	(13.33%)	0.00%
Mr. V M Kannimbele	Independent Director (upto February 24, 2018)	1,90,000	-	1,90,000	4,10,000	-	4,10,000	115.79%	0.00%
Mrs. Farah Nathani Menzies	Independent Director (w.e.f. November 09, 2017)	NA	-	NA	90,000		90,000	-	-
Mr. Suryakant Balkrishna Mainak	Independent Director (w.e.f. March 29, 2018)	NA	-	NA	50,000		50,000	-	-
Total									

1. The number of permanent employees on the rolls of Company as on March 31, 2018 was 722.
2. The remuneration is as per the Nomination and Remuneration Policy of the Company.
3. *Sitting fees to the extent of ₹ 10,000 were paid in FY 2018-19

Information required under section 197 of the Companies Act, 2013 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 2017-18:

Employee Name	Designation	Nature of Employment whether Contractual or Otherwise	Educational Qualification	Age	Experience (in Years)	Date of Joining	Gross Remuneration paid per annum	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	51	26	17-03-2016	1,24,99,992	JMC Projects India Ltd	Nil	No
Gopal Krishna Parmeshwar	Chief Operating Officer	Employee	Post Graduate certificate Program in Management -IIT	57	31	03-10-2016	1,09,99,992	Confident Group	Nil	No
Ajay Gupta	Chief Operating Officer	Employee	Diploma in Mechanical Engg	49	26	01-04-2014	66,47,184	Pratibha Pipes & Structurals Ltd	Nil	No
Milind Madhukar Joshi	Chief Operating Officer	Employee	BE- Civil	51	29	15-02-2016	65,00,004	Unity Infraprojects Ltd	Nil	No
Satyavrat Tyagi	President	Employee	Diploma in Civil Engg	47	20	09-11-2015	47,14,992	Unity Infraprojects Ltd	Nil	No
Rajendra Kumar Sharma	Senior Vice President	Employee	MBA Finance & M. Tech	53	29	02-11-2015	42,08,940	Unity Infraprojects Ltd	Nil	No
Sourendra Nath Ghosh	President	Employee	B. Tech Civil	59	30	24-05-2013	40,42,716	Pratibha Industries Ltd	Nil	No
Pramod Ranjan Singh	Head Estimation & Tendering	Employee	BE- Civil	52	25	21-01-2013	39,24,000	Pratibha Industries Ltd	Nil	No
Binod Singh	President	Employee	BE- Civil	50	19	22-04-2013	37,50,000	Pratibha Industries Ltd	Nil	No
Anil Kumar Sharma	Assistant Vice President	Employee	BE- Civil	42	16	12-09-2016	36,44,364	L&T Constructions	Nil	No

ANNEXURE VI

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2018

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

To,
The Members,
CAPACIT'E INFRAPROJECTS LIMITED
(CIN: L45400MH2012PLC234318)
605-607, SHRIKANT CHAMBERS, PHASE-I,
6TH FLOOR, ADJACENT TO R.K.STUDIOS,
SION-TROMBAY ROAD, MUMBAI-400 071.

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

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2018 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 extent, in the manner and subject to the reporting made hereinafter;

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2018 according to the provisions of;

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956(SCRA) and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-law framed thereunder;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment and Overseas Direct Investment;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India, 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,1992;
   (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations,2009;
   (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines,1999; (Not Applicable as the Company has not come out with any Share Based Employee Benefits scheme during the Audit Period);
   (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations,2008; (Not Applicable as the Company has not issued and listed any debt securities during the Audit Period);
   (f) The Securities and Exchange Board of India (Registration to an Issue and Share Transfers Agents) Regulations,1993 (Not applicable to the Company during the Audit Period);
   (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations,2009 (Not applicable to the Company during the Audit Period);
   (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations,1998 (Not applicable to the Company during the Audit Period);
   (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
6. There were no specific Laws, Norms and Directions applicable to the Company except Labour Laws.

We have also examined compliance with the applicable clause of the following;

I. The Secretarial Standards issue by the Institute of Company Secretaries of India.

II. The Listing Agreements entered into by the Company with Bombay Stock Exchange and National Stock Exchange.

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

We further report that:-

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting.
- Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes, if any.

We further report that based on review of compliance mechanism established by the Company and on the basis of the Compliance Certificate(s) issued by the Company Secretary and taken on record by the Board of Directors at their meeting(s), we are of the opinion that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines:-

- As informed by the Company, it has responded appropriately to notices received from various statutory / regulatory authorities including initiating actions for corrective measures and also from the investors and other concerned, wherever found necessary.

We further report that as per the requirement of Companies Act, 2013 and applicable rules and regulations/guidelines, the Company has formulated and adopted various policies and have placed them on the website of the Company, wherever needed.

We further report that during the Audit Period:

(i) The Company has converted 10,07,366 number of Series A 0.0001% compulsory convertible preference shares and 6,49,322 number of Series B 0.0001% compulsory convertible preference shares, both having face value of ₹ 20 each, into 1,15,96,816 Equity shares having face value of ₹ 10 each in the ratio of 7:1 on June 30, 2017.

(ii) The Company has issued and allotted 1,60,00,000 equity shares of ₹ 10 each at premium of ₹ 240 each through Initial Public Offer (IPO), The equity shares of the Company got listed on BSE Limited and National Stock Exchange of India Limited with effect from September 25, 2017.

(iii) The Company has undertaken various activities covered under Corporate Social Responsibility pursuant to Section 135 and rules made thereunder. The details of activities, sectors covered, project specifications, amounts spent and reasons for not spending budgeted amount form part of the Directors' Report.

For **PARMY KAMANI & CO.**
Practicing Company Secretary

Sd/-
Proprietor
M. No.: A27788
COP: 13919

Place : Mumbai
Date: May 18, 2018

Note: This report is to be read with our letter of even date which is annexed as "ANNEXURE A" and forms an integral part if this report.

"ANNEXURE A"

To,
The Members,
CAPACIT'E INFRAPROJECTS LIMITED
(CIN: L45400MH2012PLC234318)

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

1. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

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

3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

4. Where ever required, I have obtained the Management representation about compliance of laws, rules and regulations and happenings of events etc.

5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

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

For **PARMY KAMANI & CO.**
Practicing Company Secretaries

Proprietor
M.No. A 27788
COP: 13919

Place: Mumbai
Date : May 18, 2018

ANNEXURE-VII

Form MGT-9

Extracts of Annual Return for the financial year ended March 31, 2018

[Pursuant to section 92 (3)of the Companies Act, 2013and 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	605-607, Shrikant Chambers, 6th Floor, Phase I, Adjacent to RK Studios, Sion -Trombay Road, Mumbai-400071 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.	Karvy Computershare Pvt. Ltd. Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda,Hyderabad 500 032 Telangana, India Tel: 040-67162222, 040-33211000 Fax: 040-23420814 www.karvycomputershare.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

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
Name:				
CIPL- PPSL -Yongnam Joint Venture Constructions Private Limited	U45400MH2013PTC243496	Subsidiary	100.00^	Sec. 2 (87)
Add:				
602-607, Shrikant Chambers, 6th Floor, Phase I, Adjacent to RK Studios, Sion -Trombay Road, Mumbai- 400 071				

^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, 2017]				No. of Shares held at the end of the year [As on March 31, 2018]				% 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	51.26	2,06,55,852	-	2,06,55,852	30.42	(20.84)
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	90,72,994	-	90,72,994	22.52	90,72,994	-	90,72,994	13.36	(9.16)
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other (Partnership Firm)	-	-	-	-	-	-	-	-	-
Sub Total (A) (1)	**2,97,28,846**	**-**	**2,97,28,846**	**73.78**	**2,97,28,846**	**-**	**2,97,28,846**	**43.79**	**(29.99)**
(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**	**73.78**	**2,97,28,846**	**-**	**2,97,28,846**	**43.79**	**(29.99)**
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	37,65,233	-	37,65,233	5.55	5.55
b) Banks / FI					6,77,260		6,77,260	1.00	1.00
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					37,74,175		37,74,175	5.56	5.56
i) Others (specify)	-	-	-	-	169	-	169	0.00	-
Sub-total (B)(1):-	**-**	**-**	**-**	**-**	**82,16,837**	**-**	**82,16,837**	**12.11**	**12.11**
2. Non-Institutions									
a) Bodies Corp.	97,19,549		97,19,549	24.12	97,67,792		97,67,792	14.39	(9.73)
b) Individuals	4,43,331	-	4,43,331	1.10	98,17,259	-	98,25,460	14.47	13.37
i) Individual shareholders holding nominal share capital upto ₹ 2 lakh	-	-	-	-	75,67,499	2	75,67,501	11.15	11.15
ii) Individual shareholders holding nominal share capital in excess of ₹ 2 lakh	4,43,331	-	4,43,331	1.10	22,49,758		22,49,758	3.31	2.21
NBFCs registered with RBI					8,201		8,201	0.01	0.01
c) Others (specify)									
Non Resident Indians	-	-	-	-	3,38,292	-	3,38,292	0.50	0.50
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-

Category of Shareholders	No. of Shares held at the beginning of the year [As on April 1, 2017]				No. of Shares held at the end of the year [As on March 31, 2018]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Clearing Members	-	-	-	-	2,00,672	-	2,00,672	0.30	0.30
Non Resident Indian Non Repatriable					64,066		64,066	0.09	0.09
Trusts	-	-	-	-	98,395	-	98,395	0.14	0.14
Funds	-	-	-	-	49,51,562	-	49,51,562	7.29	7.29
Alternative Investment Fund	4,02,955	-	4,02,955	-	46,99,575	-	46,99,575	6.92	6.92
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (c)	4,02,955	-	4,02,955	1.00	1,03,52,562		1,03,52,562	15.24	15.24
Sub-total (B)(2):-	1,05,65,835	-	1,05,65,835	26.22	2,99,45,812	2	2,99,45,814	44.10	17.88
Total Public (B)	**1,05,65,835**	**-**	**1,05,65,835**	**26.22**	**3,81,62,649**	**2**	**3,81,62,651**	**56.21**	**29.99**
C. Shares held by Custodian for GDRs & ADRs									
Total (A+B+C)	**4,02,94,681**	**-**	**4,02,94,681**	**100.00**	**6,78,91,495**	**2**	**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	1,08,16,190^	26.84	Nil	1,08,16,190^	15.93	Nil	(10.91)
2	Rahul R. Katyal	61,24,930	15.20	Nil	61,24,930	9.02	Nil	(6.18)
3	Subir Malhotra	25,25,439	6.27	Nil	25,25,439	3.72	Nil	(2.55)
4	Asutosh Trade Links (Through Partners Mr. Rohit R.Katyal, Mr. Rahul R.Katyal & Mrs. Sakshi Katyal)	11,89,153	2.95	11.80	11,89,153	1.75	Nil	(1.20)
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	90,72,994	22.52	88.20	90,72,994	13.36	Nil	(9.16)
	Total	**2,97,28,846**	**73.78**	**100.000**	**2,97,28,846**	**43.79**	**Nil**	**(29.99)**

^ 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 (01.04.2017)		Date	Increase/ (Decrease) in Shareholding	Reason	Cumulative Shareholding during the year (01.04.2017 to 31.03.2018)	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
1.	Rohit R. Katyal	1,08,16,190^	26.84	1-Apr-17				
				30-Jun-17		Conversion of CCPS into Equity Shares,	1,08,16,190^	20.84
				25-Sep-17		IPO Allotment to others	1,08,16,190^	15.93
	At the end of the year	-	-	-	-	-	1,08,16,190^	15.93
2.	Rahul R. Katyal	61,24,930	15.20	1-Apr-17				
				30-Jun-17		Conversion of CCPS into Equity Shares,	61,24,930	11.80
				25-Sep-17		IPO Allotment to others	61,24,930	9.02
	At the end of the year	-	-	-	-	-	61,24,930	9.02
3.	Subir Malhotra	25,25,439	6.27	1-Apr-17				
				30-Jun-17		Conversion of CCPS into Equity Shares,	25,25,439	4.87
				25-Sep-17		IPO Allotment to others	25,25,439	3.72
	At the end of the year	-	-	-	-	-	25,25,439	3.72
4.	Asutosh Trade Link (through partners Mr. Rohit R. Katyal, Mr. Rahul R. Katyal & Mrs. Sakshi Katyal)	11,89,153	2.95	1-Apr-17				
				30-Jun-17		Conversion of CCPS into Equity Shares,	11,89,153	2.29
				25-Sep-17		IPO Allotment to others	11,89,153	1.75
	At the end of the year	-	-	-	-	-	11,89,153	1.75
5.	Sakshi Katyal jointly with Rohit R. Katyal	70	0.00	1-Apr-17				
				30-Jun-17		Conversion of CCPS into Equity Shares,	70	0.00
				25-Sep-17		IPO Allotment to others	70	0.00
	At the end of the year	-	-	-	-	-	70	0.00
6.	Nidhi Katyal jointly with Rahul R. Katyal	70	0.00	1-Apr-17				
				30-Jun-17		Conversion of CCPS into Equity Shares,	70	0.00
				25-Sep-17		IPO Allotment to others	70	0.00
	At the end of the year	-	-	-	-	-	70	0.00
7.	Katyal Merchandise Private Limited	90,72,994	22.52	1-Apr-17				
				30-Jun-17		Conversion of CCPS into Equity Shares,	90,72,994	17.48
				25-Sep-17		IPO Allotment to others	90,72,994	13.36
	At the end of the year	-	-	-	-	-	90,72,994	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 (01.04.2017)		Date	Increase/ (Decrease) in Shareholding	Reason	Cumulative Shareholding during the year (01.04.2017 to 31.03.2018)	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
1.	NewQuest Asia Investments II Limited	35,87,080	8.90	1-Apr-17				
				30-Jun-17	30,30,174	Conversion of CCPS into Equity shares	66,17,254	12.75
				25-Sep-17		IPO Allotment to others	66,17,254	9.75
	At the end of the year			31-Mar-18			66,17,254	9.75
2.	Paragon Partners Growth Fund A/C Paragon Partners	4,02,955	1.00	1-Apr-17				
				30-Jun-17	77,33,348	Conversion of CCPS into Equity shares	81,36,303	15.67
				25-Sep-17		IPO allotment to others	81,36,303	11.98
				08-Dec-17	(21,00,000)	Transfer	60,36,303	8.89
	At the end of the year			31-Mar-18			60,36,303	8.89
3.	Sundaram Mutual Fund A/c Sundaram Smile Fund	0	0.00	1-Apr-17				
				15-Sep-17	17,68,321	Acquisition	17,68,321	3.41
				22-Sep-17	2,66,904	IPO Allotment	20,35,225	3.00
				10-Nov-17	31,915	Acquisition	20,67,140	3.04
				17-Nov-17	4,819	Acquisition	20,71,959	3.05
				24-Nov-17	38,597	Acquisition	21,10,556	3.11
				01-Dec-17	48	Acquisition	21,10,604	3.11
				19-Jan-18	(39,500)	Transfer	20,71,104	3.05
				02-Mar-18	1,98,479	Acquisition	22,69,583	3.34
				02-Mar-18	(48,463)	Transfer	22,21,120	3.27
	At the end of the year			31-Mar-18			22,21,120	3.27
4.	Goldman Sachs India Limited	0	0.00	1-Apr-17				
				22-Sep-17	4,40,285	IPO Allotment	4,40,285	0.65
				27-Oct-17	2,39,449	Acquisition	6,79,734	1.00
				31-Oct-17	1,51,832	Acquisition	8,31,566	1.22
				03-Nov-17	2,63,000	Acquisition	10,94,566	1.61
				17-Nov-17	3,10,430	Acquisition	14,04,996	2.07
	At the end of the year			31-Mar-18			14,04,996	2.07
5.	Infina Finance Private Limited	8,86,669	2.20	1-Apr-17				
				30-Jun-17	3,78,770	Conversion of CCPS into Equity shares	12,65,439	2.44
				25-Sep-17		IPO Allotment to others	12,65,439	1.86
	At the end of the year			31-Mar-18			12,65,439	1.86

Sr. No.	Name of the Promoters	Shareholding at the beginning of the year (01.04.2017)		Date	Increase/ (Decrease) in Shareholding	Reason	Cumulative Shareholding during the year (01.04.2017 to 31.03.2018)	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
6.	Mirae Asset India Mid cap Equity Fund	0	0.00	1-Apr-17				
				12-Jan-18	2,16,186	Acquisition	2,16,186	0.32
				19-Jan-18	4,02,985	Acquisition	6,19,171	0.91
				02-Feb-18	1,65,894	Acquisition	7,85,065	1.16
				09-Mar-18	1,24,427	Acquisition	9,09,492	1.34
				16-Mar-18	1,42,572	Acquisition	10,52,064	1.55
				23-Mar-18	1,87,130	Acquisition	12,39,194	1.83
	At the end of the year			31-Mar-18			12,39,194	1.83
7.	Sundaram Alternative Opportunities Fund - Nano cap	0	0.00	1-Apr-17				
				15-Sep-17	4,61,224	Acquisition	4,61,224	0.89
				22-Sep-17	4,303	IPO Allotment	4,65,527	0.69
				29-Sep-17	1,42,500	Acquisition	6,08,027	0.90
				13-Oct-17	65,012	Acquisition	6,73,039	0.99
				17-Nov-17	89,271	Acquisition	7,62,310	1.12
				24-Nov-17	60,920	Acquisition	8,23,230	1.21
				01-Dec-17	14,000	Acquisition	8,37,230	1.23
				22-Dec-17	1,60,000	Acquisition	9,97,230	1.47
	At the end of the year			31-Mar-18			9,97,230	1.47
8.	IIFL Special Opportunities Fund	0	0.00	1-Apr-17				
				15-Sep-17	8,87,748	Acquisition	8,87,748	1.71
				22-Sep-17	89,951	IPO Allotment	9,77,699	1.44
				22-Sep-17	(10,497)	Transfer	9,67,202	1.42
	At the end of the year			31-Mar-18			9,67,202	1.42
9.	Jyotiprasad Taparia HUF	4,43,331	1.10	1-Apr-17				
				30-Jun-17	3,78,770	Conversion of CCPS into Equity shares	8,22,101	1.58
				08-Sep-17	(63,333)	Transfer	7,58,768	1.12
				25-Sep-17		IPO allotment to others	7,58,768	1.12
	At the end of the year			31-Mar-18			7,58,768	1.12
10.	IIFL Special Opportunities Fund - Series 2	0	0.00	1-Apr-17				
				08-Sep-17	6,61,206	Acquisition	6,61,206	1.27
				22-Sep-17	13,478	Acquisition	6,74,684	0.99
				22-Mar-17	(624)	Transfer	6,74,060	0.99
	At the end of the year			31-Mar-18			6,74,060	0.99

(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 1, 2017)		Cumulative Shareholding during the year (March 31, 2018)	
				No. of shares	% of total shares	No. of shares	% of total shares
			A. DIRECTORS				
1			**Rohit R.Katyal**				
	At the beginning of the year	1-Apr-17		1,08,16,190^	26.84		
	Changes during the year	30-Jun-17	Conversion of CCPS into Equity Shares		20.84		
		25-Sep-17	IPO Allotment		15.93		
	At the end of the year					1,08,16,190	15.93
2			**Rahul R. Katyal**				
	At the beginning of the year	1-Apr-17		61,24,930	15.20		
	Changes during the year	30-Jun-17	Conversion of CCPS into Equity Shares		11.80		
		25-Sep-17	IPO Allotment		9.02		
	At the end of the year					61,24,930	9.02
3			**Subir Malhotra**				
	At the beginning of the year	1-Apr-17		25,25,439	6..27		
	Changes during the year	30-Jun-17	Conversion of CCPS into Equity Shares		4.87		
		25-Sep-17	IPO Allotment		3.72		
	At the end of the year					25,25,439	3.72
4	Rupa Rajul Vora (Up to October 31, 2017)	NA	NA	Nil	Nil	Nil	Nil
5	Sumeet S. Nindrajog	NA	NA	Nil	Nil	Nil	Nil
6	Siddharth D. Parekh	NA	NA	Nil	Nil	Nil	Nil
7	Deepak Mitra (Up to February 24, 2018)	NA	NA	Nil	Nil	Nil	Nil
8	V M Kannimbele (Up to February 24, 2018)	NA	NA	Nil	Nil	Nil	Nil
9	Farah Nathani Menzies	NA	NA	Nil	Nil	Nil	Nil
10	Suryakant Balkrishna Mainak	NA	NA	Nil	Nil	Nil	Nil

Sr. No.	Shareholding of each Director and Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year (April 1, 2017)		Cumulative Shareholding during the year (March 31, 2018)	
				No. of shares	% of total shares	No. of shares	% of total shares
	B. KEY MANAGERIAL PERSONNEL						
1	Rohit R. Katyal, Chief Financial Officer						
	At the beginning of the year	1-Apr-17		1,08,16,190^	26.84		
	Changes during the year	30-Jun-17	CCPS converted into Equity Shares, therefore change in percentage shareholding		20.84		
		25-Sep-17	Change in percentage shareholding due to IPO Allotment		15.93		
	At the end of the year					1,08,16,190	15.93
2	Sai Kedar Katkar, Company Secretary						
	At the beginning of the year	1-Apr-17		-	-		
	Changes during the year	25-Sep-17	IPO Allotment	60	0.00		
	At the end of the year					60	0.00
3	Saroj Kumar Pati, Chief Executive Officer						
	At the beginning of the year	NA	NA	Nil	Nil	Nil	Nil
	Changes during the year	NA	NA	Nil	Nil	Nil	Nil
	At the end of the year	NA	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:-

₹ Crore

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year 2017-18	195.28	-	-	195.28
i) Principal Amount				
ii) Interest due but not paid	0	-	-	-
iii) Interest accrued but not due	0.35	-	-	0.35
Total (i+ii+iii)	**195.63**	**-**	**-**	**195.63**
Changes during the financial year 2017-18		-		
- Addition	79.74	-	-	79.74
- Reduction	33.43	-	-	33.43
Net Change		-	-	-
Indebtedness at the end of the financial year 2017-18		-		
i) Principal Amount	238.93	-	-	238.93
ii) Interest due but not paid	0	-	-	-
iii) Interest accrued but not due	3.01	-	-	3.01
Total (i+ii+iii)	**241.94**	**-**	**-**	**241.94**

VI. Remuneration of Directors and Key Managerial Personnel:

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

Sr. No.	Particulars of Remuneration	Details of the Executive Directors			Total in ₹
		Mr. Rahul R. Katyal	Mr. Rohit R. Katyal	Mr. Subir Malhotra	
1.	Gross salary:				
A	Salary as per sec 17(1) of the Income-tax Act,1961	80,00,000	80,00,000	74,66,664	2,34,66,664
B	Value of perquisites u/s 17(2) Income-tax Act,1961	11,24,332	14,24,332	11,24,332	36,72,996
C	Profits in lieu of salary u/s17(3)Income- tax Act,1961	Nil	Nil	Nil	Nil
2.	Stock Option	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil
4.	Commission - as % of profit				
5.	Others, pls. specify	3,69,585	3,69,585	36,250	7,75,420
	Total(A)	94,93,917	97,93,917	86,27,246	2,79,15,080
	Ceiling as per the Act	₹ 7,62,48,364 (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 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. Deepak Mitra	Mr. V. M. Kannimbele	Mrs. RupaRajul Vora	Ms. Farah Nathani Menzies	Mr. Suryakant BalkrishnaMainak
a) The Board of Directors	2.70	3.30	2.40	0.60	0.30
b) Committees	0.70	0.80	0.20	0.30	0.20
Total	**3.40***	**4.10**	**2.60**	**0.90**	**0.50**

Note:

1. * Sitting Fees to the extent of ₹ 0.1 Lakhs were paid in FY 2018-19
2. Non-Independent Directors are not eligible for sitting fees for Meeting/s of any committee / Board of Directors attended by them.

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

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		
	Name/ Designation	CEO Mr. Saroj Kumar Pati	CS Ms. Sai Kedar Katkar	Total (₹ in Lakhs)
1.	Gross salary:			
A	Salary as per sec 17(1) of the Income-tax Act,1961	52.04	11.74	63.78
B	Value of perquisites u/s 17(2) Income-tax Act,1961	8.73	2.08	10.81
C	Profits in lieu of salary u/s17(3)Income- tax Act,1961	Nil	Nil	Nil
2.	Stock Option	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil
4.	Commission - as % of profit - others, specify	NA	NA	NA
	Others, pls. specify	NA	NA	NA
	Total	**60.77**	**13.82**	**74.59**

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, 2018.

ANNEXURE VIII

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 utilising 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:

Amount in ₹ Lakhs

Particulars	April 1, 2017 to March 31, 2018	April 1, 2016 to March 31, 2017
Actual Foreign Exchange earnings	NIL	NIL
Actual Foreign Exchange outgo	2,329.79	64.56

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, 2018 in terms of Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

1. OUR 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. 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 prevention 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

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 well in advance 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.

As on March 31, 2018 Board has Seven Directors, headed by the Chairman who is an Independent Director. Further, your Company has two Independent Directors, in addition to three Executive Directors and two Non-Executive Directors as on March 31, 2018. In compliance with the provisions of the Companies Act, 2013 at least two-third of our Directors, other than our Independent Directors, are liable to retire by rotation.

The Board of Directors met 12 times during the year 2017-18 :

April 05, 2017	April 13, 2017	June 13, 2017	June 30, 2017
July 19, 2017	August 31, 2017	September 12, 2017	September 19, 2017
September 21, 2017	November 09, 2017	February 09, 2018	March 29, 2018

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 June 30, 2017	No. of other Directorship**	No. of other committee memberships/ Chairmanships#
Mr. Deepak Mitra (DIN: 00158786)	Chairman and Independent Director	9	Yes	Nil	3 (Up to February 24, 2018)
Mr. Rahul R. Katyal (DIN: 00253046)	Managing Director	12	Yes	Nil	Nil
Mr. Subir Malhotra (DIN:05190208)	Executive Director	4	Yes	Nil	Nil
Mr. Rohit R. Katyal (DIN: 00252944)	Executive Director & Chief Financial Officer	12	Yes	Nil	1
Mr. Sumeet S. Nindrajog (DIN: 00182873)	Non-Executive Director	10	Yes	1	3
Mr. Siddharth D. Parekh (DIN: 06945508)	Non-Executive Director	11	Yes	1	Nil
Mrs. Rupa Rajul Vora (DIN: 01831916)	Independent Director	8	Yes	3	2 (Upto October 31, 2017)
Mr. V. M. Kannimbele (DIN: 00122258)	Independent Director	11	Yes	Nil	3 (Upto February 24, 2018)
Ms. Farah Nathani Menzies (DIN: 06610782)	Independent Director	2	NA	Nil	2 (with effect from November 9, 2017)
Mr. Suryakant Balkrishna Mainak (DIN: 02531129)	Independent Director & Chairman	1	NA	6	3 (with effect from March 29, 2018)

Notes:

** Other directorships do not include alternate directorships, directorships of private limited companies, Section 25/8 companies and of companies incorporated outside India.

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

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 serves 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 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.

Shareholding of Directors as on March 31, 2018

Name of Directors	Category of Directorship	No. of Equity Shares held	% of Shareholding
Suryakant Balkrishna Mainak (DIN: 02531129)	Chairman & Independent Director	0	0.00
Rahul R. Katyal (DIN: 00253046)	Managing Director	6,124,930	9.02
Rohit R. Katyal (DIN: 00252944)	Executive Director & Chief Financial Officer	10,816,190*	15.93
Subir Malhotra (DIN: 05190208)	Executive Director	2,525,439	3.72
Sumeet S Nindrajog (DIN: 00182873)	Non-Executive Director	0	0.00
Siddharth D Parekh (DIN: 06945508)	Non-Executive Director	0	0.00
Farah Nathani Menzies (DIN: 06610782)	Independent Director	0	0.00

* Includes 45,12,046 Equity shares held jointly with Rahul R. Katyal

Independent Directors' Meeting:

In accordance with the provisions of Schedule IV (Code for Independent Directors) of the Companies Act, 2013, a meeting of Independent Directors was held on February 9, 2018 without the attendance of Non-Independent Directors and members of the Management.

3. AUDIT COMMITTEE:

The Audit Committee of the Company is duly constituted as per Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the provisions of Section 177 of the Companies Act, 2013.

All the members of the Audit Committee are financially literate and possess necessary expertise in finance, accounting. The Company Secretary is the Secretary of the Committee. Chief Financial Officer and Statutory Auditors are also invited to attend the Meetings.

The Composition and terms of reference of Audit Committee is in compliance with the section 177 of the Companies Act, 2013.

During financial year 2017-18 the Audit Committee met on 6 times. Dates on which Meetings of Audit Committee was held during Financial Year 2017-18

April 05, 2017	June 30, 2017	February 09, 2018
June 13, 2017	November 09, 2017	March 29, 2018

The details of composition of members and attendance at the Audit Committee 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
Suryakant Balkrishna Mainak	Chairperson (With effect from March 29, 2018)	Independent Director	1	1
Farah Nathani Menzies	Member	Independent Director	2	2
Rupa Rajul Vora	Chairperson (Up to October 31, 2017)	Independent Director	3	2
Deepak Mitra	Member (Up to October 31, 2017) Chairperson (From November 1, 2017 to February 24, 2018)	Independent Director	5	4
V. M. Kannimbele	Member (Up to February 24, 2018)	Independent Director	5	5
Sumeet S. Nindrajog	Member	Non – Executive Director	6	5

Role of the Audit Committee

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) Review of statement of deviations as per Schedule II Part C of the Listing Regulations;

(v) 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 Companies Act, 2013;

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

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

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

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

(f) disclosure of any related party transactions; and

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

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

(vii) 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 utilised for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;

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

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

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

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

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

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

(xiv) 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;

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

(xvi) 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;

(xvii) 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;

(xviii) 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;

(xix) To review the functioning of the vigil mechanism;

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

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

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

- Management discussion and analysis of financial condition and results of operations;
- Statement of significant related party transactions (as defined by the audit committee), submitted by management;
- Management letters / letters of internal control weaknesses issued by the statutory auditors;
- Internal audit reports relating to internal control weaknesses; and
- Appointment, removal and terms of remuneration of the internal auditor shall be subject to review by the audit committee.

4. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

The Stakeholders' Relationship Committee of the Board was constituted in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the SEBI Listing Regulations. 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 Committee oversees the performance of the Registrar and Share Transfer Agents of the Company relating to investor services and recommends measures for improvement.

During financial year 2017-18, the Stakeholders Relationship Committee meeting was held on February 9, 2018.

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

Name of the Member	Designation in the Committee	Directorship	Particulars of Attendance	
			No. of meetings held during the Members' Tenure	No. of meetings attended by the Member
V. M. Kannimbele	Chairperson (Up to February 24, 2018)	Independent Director	1	1
Deepak Mitra	Member (Up to February 24, 2018)	Chairman and Independent Director	1	1
Rohit R. Katyal	Member	Executive Director and Chief Financial Officer	1	1
Sumeet S. Nindrajog	Member	Non - Executive Director	1	1

The terms of reference of the Stakeholders' Relationship Committee are as follows:

(i) to redress grievances of shareholders, debenture holders and other security holders as the case may be;

(ii) investigating complaints relating to allotment of shares, approval of transfer or transmission of shares, debentures or any other securities;

(iii) issue of duplicate certificates and new certificates on spilt/consolidation/renewal, etc.;

(iv) to consider and resolve grievances related to non-receipt of declared dividends, annual report of the Company or any other documents or information to be sent by the Company to its shareholders; and

(v) carrying out any other function as may be decided by the Board or specified/provided under the Companies Act, 2013 or the Listing Regulations or by any other regulatory authority.

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 01.04.2017	Received during the year	Resolved during the year	Pending as on March 31, 2018
Nil	4	4	Nil

5. NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee is constituted in compliance with the requirements of Regulation 19 of SEBI Listing Regulations read with the provisions of Section 178 of the Companies Act, 2013. 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 2017-18, the Nomination and Remuneration Committee met on 4 times.

Meetings of Nomination and Remuneration Committee during Financial Year 2017-18:

June 13, 2017	October 17, 2017	November 09, 2017	March 29, 2018

The details of composition of members and attendance at the Nomination and Remuneration Committee 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
Deepak Mitra	Chairperson (Up to February 24, 2018)	Independent Director	3	3
V. M. Kannimbele	Member (Up to February 24, 2018)	Independent Director	3	3
Rupa Rajul Vora	Member (Up to October 31, 2018)	Independent Director	2	0
Sumeet S. Nindrajog	Member	Non-Executive Director	4	3
Suryakant Balkrishna Mainak	Chairperson (From March 29, 2018)	Independent Director	1	1
Farah Nathani Menzies	Member	Independent Director	1	1

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) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully;

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

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

(v) 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

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

6. RISK MANAGEMENT COMMITTEE:

During Financial year 2017-18, Meeting of Risk Management Committee was held on June 13, 2017.

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
Rahul R. Katyal	Member	Managing Director	1	1
Subir Malhotra	Member	Executive Director	1	1
Sumeet S. Nindrajog	Member	Non - Executive Director	1	1

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 minimisation 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 Companies Act, 2013 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.

7. OTHER COMMITTEES OF THE BOARD:

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

1) Finance Committee;

2) Corporate Social Responsibility Committee.

IPO Committee was dissolved during the Meeting of the Board of Directors dated November 09, 2017.

8. PERFORMANCE EVALUATION OF INDEPENDENT DIRECTORS:

In compliance with Regulation 19 read with Part D of Schedule II of the Listing Regulations, the Board of Directors has formulated criteria for evaluation of the Company's Independent Directors' performance. The performance evaluation of Independent Directors is carried out 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.

Company also conducts familiarisation programme for Independent Directors covering business overview, project site visits, operational updates & such other matters.

9. 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 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 paid during the financial year are as under:

(in ₹)

Particulars	Mr. Deepak Mitra Independent Director	Mrs. Rupa Rajul Vora Independent Director	Mr. V.M. Kannimbele Independent Director	Ms. Farah Nathani Menzies Independent Director	Mr. Suryakant Balkrishna Mainak Independent Director
Sitting fees for the Board Meetings	2,70,000	2,40,000	3,30,000	60,000	30,000
Sitting fees the Committee Meetings	70,000	20,000	80,000	30,000	20,000
Commission	NA	NA	NA	NA	NA
Others, please specify					
Total	**3,40,000***	**2,60,000**	**4,10,000**	**90,000**	**50,000**

* Sitting fees of ₹ 0.1 Lakhs were paid during FY 2018-19

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 Companies Act, 2013 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 2017-18 are as under:

Name	Designation	Gross Remuneration (in ₹)				
		Basic Salary	Contribution to Provident Fund	Perquisites	Variable	Total
Mr. Rohit R. Katyal	Executive Director & CFO	72,00,000	NA	25,20,000	-	97,20,000
Mr. Rahul R. Katyal	Managing Director	72,00,000	NA	22,20,000	-	94,20,000
Mr. Subir Malhotra	Executive Director	76,00,000	NA	10,20,000	-	86,20,000

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.

Service Contract, Severance Fees & Notice Period:

Mr. Rahul R. Katyal was re-appointed as Managing Director of the Company for a period of five (5) Years from September 04, 2017 to September 03, 2022.

10. GENERAL MEETINGS:

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

Financial Year	Venue	Date, Day & Time	Special Resolutions
2016-2017	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 10:00 A.M.	• Re-appointment of Mr. Rahul R. Katyal as Managing Director of the Company
2015-2016	605-607, Shrikant Chambers, Phase-I, 6th Floor, Adjacent to R. K. Studios, Sion-Trombay Road, Mumbai 400 071, Maharashtra, India;	September 30, 2016 Friday 11:00 A.M.	Nil
2014-2015	605-607, Shrikant Chambers, Phase-I, 6th Floor, Adjacent to R. K. Studios, Sion-Trombay Road, Mumbai 400 071, Maharashtra, India;	July 8, 2015, Wednesday 11:00 A.M.	• Revision of Remuneration of Mr. Subir Malhotra • Borrowing limits and charge/ mortgage creation under Section 180 (1) (a) and Section 180 (1) (c) of the Companies Act 2013 and rules made thereunder

No Extra-Ordinary General Meeting was held in last Financial Year.

Details of special resolutions passed through Postal Ballots:

During the year 2017-18, 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

Quarterly Results	The Company communicates to the Stock Exchanges about the quarterly financial results within 30 minutes after the Board approves the same. The results are usually published in (Business Standard) English newspaper having country-wide circulation and in (Tarun Bharat) Marathi newspaper. These results are also available on the Company's website http://www.capacite.in

Website	All the information and disclosures required to be disseminated as per Regulation 46(2) of the Listing Regulations and Companies Act, 2013 are being posted at Company's website: 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 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:

AGM date, time and venue	Date : September 3, 2018, Time: 11.30 A.M. Venue: Emerald Hall, The Acres Club, 411-B, Opp. Bhakti Bhawan, Hemu Kalani Marg, Chembur East, Mumbai - 400 071
Financial Year	April to March
Book Closure Date	August 28, 2018 to September 3, 2018 (Both days inclusive).
Dividend Payment	Within 30 days from the date of the Annual General Meeting
Registered Office	605-607, Shrikant Chambers, Phase-I, 6th Floor, Adjacent to R. K. Studios, Sion-Trombay Road, Mumbai 400 071, Maharashtra, India
Corporate Office	605-607, Shrikant Chambers, Phase-I, 6th Floor, Adjacent to R. K. Studios, Sion-Trombay Road, Mumbai 400 071, Maharashtra, India
Name and Address of Stock Exchanges where Company's Equity Shares are listed	i) BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Scrip Code - 540 710 ii) National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051 Trading Symbol – CAPACITE
Listing fees	The Annual Listing fees for the financial year 2018-19 are paid to both the Stock Exchanges.
Share Registrar and Transfer Agents	Karvy Computershare Private Limited Add: Karvy Selenium Tower B, Plot no. 31 & 32 Financial District Nanakramguda Serilingampally Mandal Hyderabad – 500032 Tel No.: +91-40-67162222 Fax No.: +91-40-23420814 Investor query registration: support@karvy.com
Company Secretary & Compliance Officer	Ms. Sai Kedar Katkar

Market Price Data:

The Company's equity shares are listed on The BSE Limited & National Stock Exchange of India Limited with effect from September 25, 2017. The high and low share prices and volumes of your Company's shares at BSE and NSE for the said period are as under:

	BSE			NSE		
	High	Low	Volume (No.)	High	Low	Volume (No.)
September 2017	351.00	338.10	60,79,013	350.75	337.90	3,18,92,893
October 2017	350.85	332.70	24,31,994	347.90	333.00	1,16,67,780
November 2017	417.20	331.30	41,12,738	416.50	330.70	2,53,81,247
December 2017	422.30	392.05	26,35,726	422.25	392.75	1,10,91,854
January 2018	408.95	357.40	14,69,912	409.35	357.40	95,07,007
February 2018	356.00	310.05	7,79,024	355.35	309.60	49,53,263
March 2018	329.70	292.60	5,28,164	330.20	293.00	38,96,670

Period	BSE		Sensex		NSE		Nifty	
	High	Low	High	Low	High	Low	High	Low
From September 25, 2017 to March 31, 2018	422.30	292.60	36,283.25	31,159.81	422.25	293.00	11,130.40	9,735.75

13. REGISTRAR AND TRANSFER AGENTS & SHARE TRANSFER SYSTEM:

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 Companies Act, 2013, may submit request to Registrar and Transfer Agent (RTA) the prescribed Forms SH-13/SH-14.

Shares held in Electronic Form:

Shareholders holding shares in electronic form may please note that instructions regarding change of address, bank details, emails ids, nomination and power of attorney should be given directly to the Depository Participant(DP).

Shares held in Physical Form:

Shareholders holding shares in physical form may please note that instructions regarding change of address, bank details, email ids, nomination and power of attorney should be given to the Company's RTA, Karvy Computershare Private Limited.

Distribution of Shareholding:

Distribution of shareholding of shares of your Company as on March 31, 2018 is as follows:

No. of Equity Shares Held	No. of Shareholders	% of Total Shareholders	Total Shares	% of Issued Capital
1-5000	55,032	95.64	42,22,982	6.22
5001 - 10000	1,301	2.26	10,20,245	1.50
10001 - 20000	593	1.03	8,83,936	1.30
20001 - 30000	214	0.37	5,48,722	0.81
30001 - 40000	82	0.14	2,86,311	0.42
40001 - 50000	65	0.11	3,06,333	0.45
50001 - 100000	115	0.20	8,66,664	1.28
100001 & Above	136	0.24	5,97,56,304	88.02
Total	**57,538**	**100.00**	**6,78,91,497**	**100.00**

Categories of Shareholders:

Categories of Shareholders and break-up of shareholding as on March 31, 2018 is as follows:

Category	No. of Shareholders	Total number of shares held	% of total Equity
Promoter & Promoter Group	7	2,97,28,846	43.79
Bodies Corporates	441	97,67,792	14.39
Resident individuals	56,288	98,17,259	14.46
Funds	1	49,51,562	7.29
Alternative Investment Fund	10	46,99,575	6.92
Foreign Portfolio Investors	15	37,74,175	5.56
Mutual Funds	7	37,65,233	5.55
Non- Resident Indians	502	3,38,292	0.50
Banks/ Financial Institutional	4	6,77,260	1.00
Clearing Members	106	2,00,672	0.30
Trusts	1	98,395	0.14
Non-Resident Indian Non Repatriable	150	64,066	0.09
NBFC	5	8,201	0.01
Foreign Nationals	1	169	0.00
TOTAL	**57,538**	**6,78,91,497**	**100.00**

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, 2018, 67891495 Equity Shares out of 67891497 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, 2018	No. of Shares	% of Total Issued Capital
Shares held in dematerialised form in CDSL	3,44,75,923	50.78
Shares held in dematerialised form in NSDL	3,34,15,572	49.22
No. of Physical Shares	2	0.00
Total	**6,78,91,497**	**100.00**

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

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

Commodity price risk or 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.

Address for Correspondence:

Company's Registrar and Share Transfer Agent Address:	Registered Office Address:
Karvy Computershare Pvt. Ltd. Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500 032, Telangana, India Tel: 040-67162222, 040-33211000 Fax: 040-23420814 Email: support@karvycomputershare.com Website: www.karvycomputershare.com	605-607, Shrikant Chambers, Phase – I, 6th Floor, 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: compliance@capacite.in

Green Initiative:

As a responsible corporate citizen, the Company welcomes and supports 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 so far are requested to do the same.

Those holding shares in demat form can register their e-mail address with their concerned DPs.

Shareholders who hold shares in physical form are requested to register their e-mail addresses with RTA, by sending a letter, duly signed by the first/joint holder quoting details of Folio Number.

14. 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 any Statutory Authority, on any matter related to Capital Markets during the last three years:

There are no such instances of non-compliance 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. Disclosure of Vigil Mechanism Policy and access to the Chairman of the Audit Committee

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 Person/ 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 in Company. The Vigil Mechanism Policy adopted by the Company is available on the website of the Company i.e. www.capacite.in.

The Company did not receive any complaint from any Director and employee pursuant to Vigil Mechanism Policy during the financial year 2017-18.

D. Policy for determining 'Material' Subsidiaries:

The Company has formulated a policy for determining material subsidiaries in terms of the Listing Regulations. This Policy has been posted on the website of the Company i.e. 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 a policy on materiality of Related Party Transactions and dealing with Related Party Transactions in line with the requirements of Section 177 (4) (iv) and 188 of the Act read with Rules framed thereunder and the Listing Regulations. This Policy has been posted on the website of the Company i.e. www.capacite.in.

F. Code of Corporate Disclosure Practices:

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015, in order to restrict communication of Unpublished Price Sensitive Information (UPSI), the Company has adopted Code of Practices and Procedures for fair disclosure of Unpublished Price Sensitive Information which is available on the website of the Company i.e. www.capacite.in.

15. NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT:

There have been no instances of non-compliance of any requirement of the Corporate Governance Report as prescribed by the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

16. COMPLIANCE WITH DISCRETIONARY REQUIREMENTS:

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

17. DISCLOSURE ON COMPLIANCE WITH COPORATE GOVERANCE REQUIREMENTS:

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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, wherever applicable to your Company.

Declaration pursuant to Code of Conduct:

In terms of Regulation 26(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, The Board has laid down a Code of Conduct for its members and senior management personnel of the Company. The Code of Conduct is available on the website of the Company (www.capacite.in). All the Board members and senior management personnel have affirmed compliance with the Code of Conduct. The Managing Director has affirmed to the Board that this Code of Conduct has been compiled by the Board members and senior management personnel.

Rahul R. Katyal
Managing Director
DIN: 00253046

Date: May 18, 2018
Place: Mumbai

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, 2018 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 ended March 31, 2018 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

Thank you

Yours Truly

For **CAPACIT'E INFRAPROJECTS LIMITED**

Saroj Kumar Pati
Chief Executive Officer
Pan: ADEPP8381L

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

Date : May 18, 2018
Place : Mumbai

INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE AS PER PROVISIONS OF CHAPTER IV OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To
The Members of
Capacit'e Infraprojects Limited
605-607, Shrikant Chambers, Phase I, 6th Floor,
Adjacent to R.K. Studio, Sion- Trombay Road,
Mumbai 400 071

1. The Corporate Governance Report prepared by Capacit'e Infraprojects Limited (hereinafter the "Company"), contains details as required by the provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") with respect to Corporate Governance for the year ended March 31, 2018. This report is required by the Company for annual submission to the Stock exchange and to be sent to the Shareholders of 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 express a reasonable assurance in the form of an opinion whether the Company has complied with the specific requirements of the Listing Regulations referred to in paragraph 1 above.

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 key procedures performed include:

   i. Reading and understanding of 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 w.r.t executive and non-executive directors has been met throughout the reporting period;

   iii. Obtained and read the Directors Register as on March 31, 2018 and verified that at least one women director was on the Board during the year;

iv. Obtained and read the minutes of the following committee meetings held from April 01, 2017 to March 31, 2018:

(a) Board of Directors meeting;
(b) Audit committee;
(c) Annual General meeting;
(d) Nomination and remuneration committee;
(e) Stakeholders Relationship Committee;
(f) Independent directors meeting;
(g) Risk management committee; and
(h) Corporate Social Responsibility Committee.

v. Obtained necessary representations and declarations from directors of the Company including the independent directors; and

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

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

8. Based on the procedures performed by us as referred in paragraph 7 above, and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations, as applicable for the year ended March 31, 2018, referred to in paragraph 1 above.

Other matters and Restriction on Use

9. 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.

10. This report is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations with reference to compliance with the relevant regulations of Corporate Governance 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.

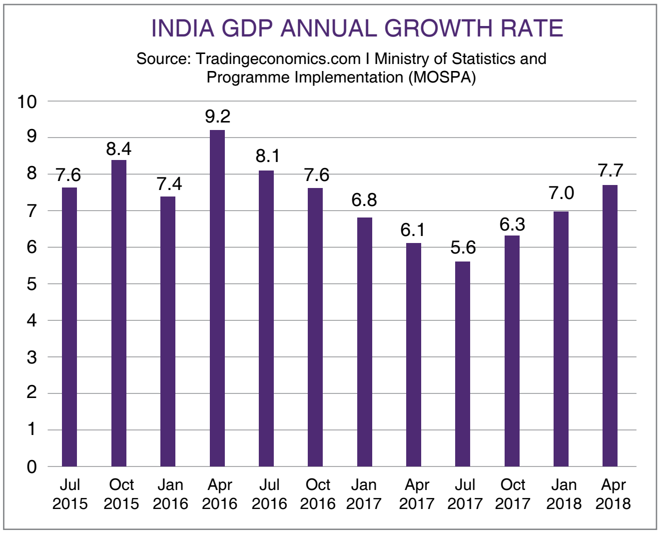
For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per **Jayesh Gandhi**
Partner
Membership Number: 37924
Place of Signature: Mumbai
Date: July 30, 2018

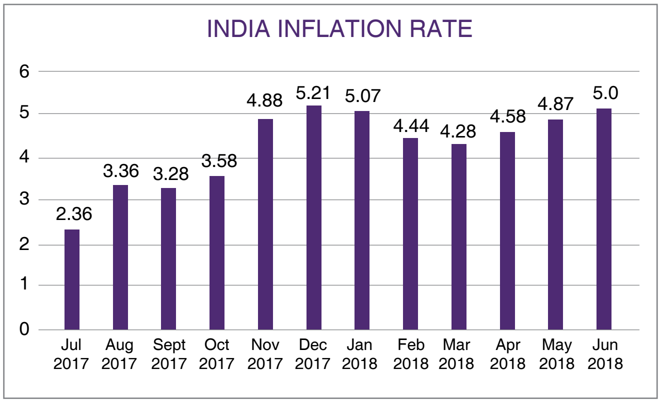
MANAGEMENT DISCUSSION AND ANALYSIS

INDIAN ECONOMY

The Indian economy grew at 6.7% during FY 2017-18. While this was lower than the 7.1% annual GDP growth rate posted in FY 2016-17, there was a definite increase in the quarterly growth rates during the year after dipping to a low of 5.6%. The revival of economic growth was powered by robust agriculture (4.5%) and manufacturing growth (9.1%) as well as double-digit growth in construction activities (11.5%) in the March quarter. However, services sectors such as trade, hotels, transport (6.8%) and financial services (5%) decelerated from their levels in the third quarter, signalling a lingering impact from disruptions caused by hasty implementation of the goods and services tax (GST) as well as the state of the banking sector.

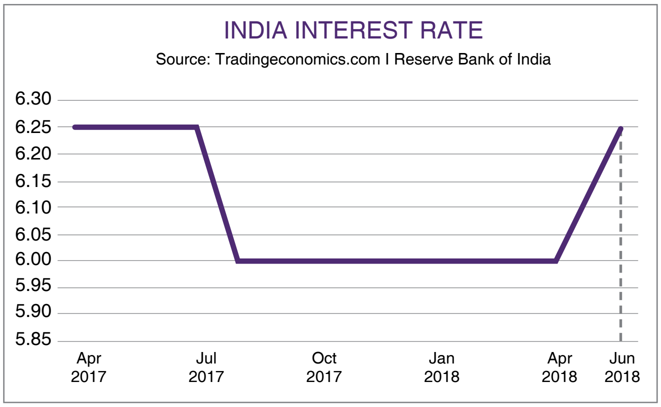


According to the Economic Survey 2017-18, the economy will perform well in FY 2018-19, achieving a growth between 7 and 7.5%, regaining its status as the world's fastest growing major economy. India overtook China in the last quarter of 2017, after clocking a growth rate of 7.2%. It has also edged past Japan to become the world's third-largest economy in terms of Purchasing Power Parity (PPP). Structural, political, business and economic reforms have been initiated in India over the past few years. This commitment to reform and their implementation, the world economy has begun to view the country more favourably. Consequently, the World Bank ranked India 30 places higher, at 100th place in its 'Ease of Doing Business' report for 2018.



To ensure sustainability of this growth, the government aims to reduce the fiscal deficit from its level of 3.5% (revised estimate) in FY 2017-18 to 3.3% in FY 2018-19.The RBI's inflation estimate for the second half of FY 2018-19 has been raised to 4.7% to accommodate rising global crude prices and perhaps, a rise in minimum support prices for agricultural commodities. Against this backdrop and towards aligning policy rates with market rates, the RBI has raised its benchmark repo rate to 6.25%, at its monetary policy review in June 2018.

INDIAN REPO RATE (APRIL 1, 2017 TO JUNE 7, 2018)



All these factors indicate a conducive economic environment for manufacturing growth and construction activity, which in turn suggest elevated levels of growth. High oil prices, which stand the risk of rising further, are an externality that could dampen the economic recovery by adversely impacting the inflation outlook. On the flip side, the forecast of a normal monsoon by India's weather bureau could mitigate farm distress and boost rural demand in FY 2018-19 and FY 2019-20.

In addition, higher government spending (13.3%) in the March 2018 quarter will also boost economy activity. The Gross Fixed Capital Formation, a proxy for investment demand in the economy, expanded at a double-digit pace (14.4%) after a gap of seven quarters, signalling a revival in investment activities.

Looking ahead, the IMF stated in its World Economic Outlook that Indian economic activity in FY 2018-19 would be fuelled by strong private consumption as well as the fading effects of the withdrawal of high-value currencies and implementation of GST.

CONSTRUCTION SECTOR IN INDIA

Currently, India is amongst the world's most vibrant markets for building and interiors. With large investments flowing into a comprehensive range of construction projects, including major infrastructure upgrades, sweeping residential housing programmes and wholesale city building, a 2018 report from the market research firm Timetric predicts that the sector will grow at a CAGR of 4.16% from now until 2021. This is an increase over market growth seen in the previous report period, FY 2012-16, where the Indian construction industry expanded by 3.95%.

According to a research note from BMI Research, India's construction industry is expected to continue to grow at strong rates over the next decade on the back of stable government support for infrastructure development, as well as expanded private sector involvement.

Reforms in the regulatory environment will contribute to this growth as the sector becomes more transparent and professional. According to experts, only players who excel in terms of quality and meeting timelines and plan their projects and capitals in a professional manner will be able to survive in the new scenario.

Industry characteristics

MAJOR JOB CREATOR	The construction industry accounts for more than 8% of India's GDP. The industry generates huge employment opportunities due to its constant requirement for skilled and unskilled labourers.
COST & TECHNICAL QUALIFICATIONS	Besides bidding qualifications, contractors also need to have strong project execution and technical skills to avoid cost and time overrun.
THE INDUSTRY IS BECOMING MORE REGULATED	Thanks to the implementation of RERA, the industry is becoming more regulated for all stakeholders. Construction companies' payments are secured to a greater extent due to an escrow provision.
DECREASED COMPETITION AT PRESENT	According to a report by Ambit, in FY 2008-09, 40% of the 32 contractors in the BSE500 provided building contracting services; that number has fallen to 2 at present. The research states that competitive intensity may ramp up but is benign for now and there is sparse competition for big ticket projects.
GOVERNMENT HAS EMERGED AS A VIABLE CUSTOMER	With the Government's focus on urban infrastructure, it is undertaking more and more large and complex projects in the metro, power distribution and housing segments. Government tenders now match up and comfortably exceed private sector projects than in the past, according to Ambit. This results in lower cyclicality.

Source: CRISIL Report "Building Construction Industry Outlook in Major Cities in India"; Ambit Capital E&C/Infrastructure report (March 2018)

Government Programmes and Policy Reforms that will boost the Construction sector

Government Programmes	Policy Reforms
• Pradhan Mantri Awas Yojna (Affordable housing)	• Real Estate Regulation Act (RERA)
• Smart Cities	• GST
• AMRUT (Urban Renewal)	• Real Estate Investment Trusts (REIT)
• Make in India (Manufacturing)	• Ease of Doing Business
• Digital India	• Relaxation of FDI and ECB norms
• Skill India, Start-up India	
• HRIDAY (Heritage City Preservation)	
• Industry status accorded to 'Affordable Housing'	
• Thrust on Education – IITs, Medical Colleges, etc.	

Government Initiatives

FDI relaxation: The Central Government's decision to relax FDI norms up to 100% is to attract more foreign investments in high capital-intensive priority sectors like defence, and townships and settlement development projects. There is also a provision for reduction in the minimum capitalisation for FDI investments from US$ 10 million to US$ 5 million.

National Investment and Infrastructure Fund (NIIF): With an aim to attract investments from both domestic and international financial sources for developing infrastructure in commercially viable projects, the Central Government plans to set up a National Investment and Infrastructure Fund.

Real Estate (Regulation and Development) Act, 2016: In 2016, both Houses of Parliament approved the RERA to regulate and promote the sector. This Act is likely to enable protection of both the customers' as well as developers' interests, ensure smooth sales of plot and construction of apartments efficiently and transparently along with establishing an adjudication mechanism.

RERA will improve buyer confidence and boost demand for residential real estate. Delays in handover of projects are likely to decline as RERA mandates commitment from developers to complete projects as per schedule. It requires developers to refund the amount paid along with interest in the event of a delay. RERA incorporates mandatory disclosure clauses, which would provide clarity on the project standards and timelines for completion. Most importantly, RERA mandates developers to deposit 70% of the amount realised from the allottees in an escrow account to cover construction costs. This works well for companies involved in the actual construction of the project, as they are assured of payments.

OPPORTUNITIES IN SEGMENTS OF THE CONSTRUCTION SECTOR

Urban housing

The rise in urban housing shortage, which was higher than that in rural areas up to 2015, is expected to continue over 2015 to 2019.

Further, nearly 35-37% of Indians are likely to be urbanites by 2021, which will add to the demand for Urban housing. Various initiatives by the government, including Pradhan Mantri Awas Yojna (Affordable housing), the Smart Cities initiative, AMRUT (urban renewal), Industry status accorded to 'Affordable Housing', etc., will act as drivers too. Favourable interest rates on home loans, passing of the Real Estate Regulatory Bill, 2015 and easing of FDI norms are also expected to be other triggers.

Commercial and retail real estate

CRISIL Research estimates that commercial and retail real estate segments will together offer a construction opportunity of 301 million sq ft. The commercial office space market has evolved significantly in the last 10 - 15 years, in line with a changing business environment. Government initiatives such as Make In India (Manufacturing), Digital India, Skill India, Start-up India, HRIDAY (Heritage City Preservation), will give a fillip to the demand for commercial real estate. In addition, the Government's thrust on Education expanding the network of IITs, Medical Colleges, etc. will also boost construction activities.

Where private sector demand is concerned, growth in various segments of the service sectors has been the key contributor to the office space landscape. At present, developers have planned commercial office space supply of around 241 million sq ft across India.

The retail real estate market primarily originated in Tier I cities and subsequently expanded to Tier II cities, with leading players continuing to build shopping malls in these locations. Around 60 million sq. ft. of retail space has been planned across India. Growth in the retail real estate segment is expected to be driven by increasing population, urbanisation, rise in disposable incomes, better purchasing power of the growing middle class and their consumerist aspirations, in addition to policy decisions, such as allowing FDI in retail.

Company Profile

Established in 2012, Capacit'e Infraprojects Limited (Capacit'e/the Company) has etched a name for itself as a quality contractor in the buildings space. Today, it is working with almost all major real estate developers in the country, including Oberoi Group, Brookfields, Saifee Burhani Upliftment Trust, Tata Group, Godrej Properties Limited, Brigade Group, Prestige Estates Projects Limited, Wadhwa Group, Lodha Group, Kalpataru, Emmar, Bharati Airtel, Radius and Rustomjee among others.

Capacit'e has been rapidly emerging as a marquee contractor in the building space with good repute. The Company's sharp focus on the single segment of buildings, with an emphasis on technology, a robust asset base and the promoters' rich experience in the EPC space have enabled it to scale up quickly in the building space and become a well-respected player.

Headquartered in Mumbai, the Company has a footprint that spreads beyond Mumbai Metropolitan Region (MMR) to Pune, the National Capital Region (NCR), Varanasi, Bengaluru, Chennai, Kochi and Vijayawada, among others.

Capacit'e provides end-to-end construction services for High Rise and Super High Rise Buildings, Townships, Mass Housing, etc. in the residential space, Office Complexes, IT & ITES Parks in the commercial space and Hospitality, Healthcare Facilities, Industrial Buildings, MLCPs in the institutional space.

Known for its quality, thematic focus, customer-centricity, ethical commitment, timeless values and transparency, the Company manages to scale through a combination of processes and governance. Further, the Company conforms to ISO standards for Quality Management (ISO 9001:2008), Occupational Health and Safety Management (OHSAS 18001: 2007) and Environmental Management System (ISO 14001: 2004).

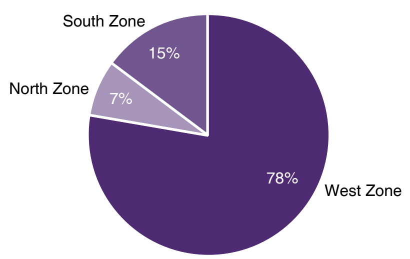
Operational review

Since its inception, the Company has seen a strong and steady rise in its order book build-up, which included a number of repeat orders as well.

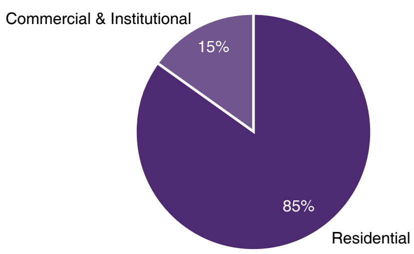
As of March 31, 2018, the total order book stood at ₹ 5,682 Cr, increasing 32.47% over the previous year's figure of ₹ 4,289 Cr Some of the major projects received during the year were World Trade Centre, Chennai from Brigade, Cancer care hospital at Varanasi from Tata Trust, repeat orders from Oberoi for residential super high rise and mall at Mumbai, repeat orders for gated communities from Godrej at Bengaluru and MMR, repeat order from Kalpataru for residential high rise and super high rise from Wadhwa at Mumbai, IT building at Vijaywada from Ramakrishna Housing, among others.

Graphic analysis of order book of ₹ 5,682 Cr

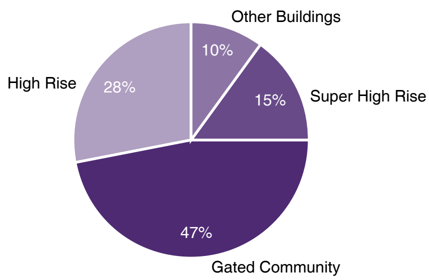
GEOGRAPHICAL SPLIT



CATEGORY-WISE SPLIT



SEGMENT-WISE SPLIT



To establish its credentials further and ensure speedy execution of its large and growing order book, Capacit'e's model and capabilities leverage its understanding of varied types of Construction Technologies and managing construction complexities. In a bid to bolster its technological platform, the Company continues to channelise investments towards understanding new and different types of construction technologies that are being implemented in the industry, across the globe. With access to technologies such as Automatic Climbing Systems, Aluminium System Formwork, Modular Deck Panel System Formwork, Tunnel Formwork, Table Formwork, Modular Panel System Formwork, etc. the Company has achieved faster and timely execution.

Financial review

Capacit'e has delivered a strong financial performance in FY 2017-18. The Company's total income has increased 19.3% to ₹ 1,360 Cr. The EBITDA grew 7.4% to ₹ 227.7 Cr while the PAT and Cash PAT increased by 13.9% and 19.5%, respectively, to ₹ 78.7 Cr and ₹ 160.9 Cr.

Particulars	FY 2017-18	FY 2016-17	Y-o-Y
Revenue from Operations	1,335.6	1,125.1	18.7%
Other Income	24.4	15.1	
Total Income	1,360.0	1,140.2	19.3%
Cost of Material Consumed			
(Incl. Construction Expenses)	966.3	795.5	
Employee Expenses	116.6	86.8	
Other Expenses	49.4	45.8	
EBITDA	227.7	212.1	7.4%

Particulars	FY 2017-18	FY 2016-17	Y-o-Y
EBITDA Margin (%)	16.7%	18.6%	
Depreciation	67.2	65.1	
Finance Cost	39.8	41.7	
Profit before Tax	120.7	105.3	14.6%
Tax	42.0	36.2	
Profit After Tax	78.7	69.1	13.9%
PAT Margin (%)	5.8%	6.1%	
Other Comprehensive Income	0.7	0.0	
Total Comprehensive Income (TCI)	79.4	69.1	14.9%
Diluted EPS	13.71	13.95	
Cash PAT*	160.9	134.7	19.5%

* Cash PAT = TCI + Deferred Tax + Depreciation

Revenue analysis

The Company's total revenue increased by 19.3% from ₹ 1,140.2 Cr in FY 2016-17 to ₹ 1,360.0 Cr in FY 2017-18. This increase is post taking into account the adverse impact of GST implementation on revenues.

Margins analysis

EBIDTA in absolute terms for FY 2017-18 improved by 7.4% to ₹ 227.7 Cr as compared to ₹ 212.1 Cr in FY 2016-17. However, the EBIDTA as a % of total revenue declined to 16.7% in FY 2017-18 from 18.6% in FY 2016-17. The reason attributable to the reduction in EBIDTA is mainly on account of the change in mix of projects under execution (typical phase / non typical phase) compared with last year. The Company commenced a number of projects during the current financial year on back of record order inflows which were at typical stage.

Profit After Tax (PAT) stood at ₹ 78.7 Cr for FY 2017-18, registered a growth of 13.9% over the previous year. The Company was able to restrict the finance cost as a % of total income at 2.9% for FY 2017-18 as compared to 3.7% for FY 2016-17.

Cash Profit also saw a rise of 19.5% over the previous year and stood at ₹ 160.9 Cr on absolute basis. Post the IPO in September 2017, the total interest outgo fell from ₹ 41.7 Cr in FY 2016-17 to ₹ 39.8 Cr in FY 2017-18, while the total interest income increased considerably to ₹ 20.3 Cr from ₹ 9.6 Cr in FY 2016-17.

Sources of Funds:

Particulars (₹ Cr)	2017-18	2016-17
Equity Share Capital	67.9	43.6
Other Equity	681.6	255.2
Net Worth	**749.5**	**298.8**
Long-Term Borrowings	48.0	67.0
Short-Term Borrowings	139.1	97.1
Current Maturities of Long-Term Borrowings	51.8	31.2
Total Borrowings	**238.9**	**195.3**
Core Assets (Net Block)	306.6	240.8
Other Assets (Net Block)	101.9	82.8
Total Property, Plant & Equipment	**408.5**	**323.6**

Networth

The Company's total net worth increased from ₹ 298.8 Cr as on March 31, 2017 to ₹ 749.5 Cr as on March 31, 2018 largely on account of addition to equity funds post IPO.

Borrowing

The debt-equity ratio in FY 2017-18 stood at 0.3 as against 0.7 in FY 2016-17, largely owing to Post IPO increase in equity funds. Loan funds mainly included Term loans and equipment financing and working capital loans. Despite increase in debt level on account of sales bill discounting facilities, the overall finance cost decreased in FY 2017-18 by 4.6%, to stand at ₹ 39.8 Cr against ₹ 41.7 Cr in FY 2016-17. Thus, it resulted in an improved interest service coverage ratio of 7.3 in FY 2017-18 compared to 6.2 in FY 2016-17.

Assets

The Company added core assets worth of ₹ 85.6 Cr (including capital WIP of ₹ 6.7 Cr) in FY 2017-18 as against ₹ 45.3 Cr (including capital WIP of ₹ 3.8 Cr). The core asset turnover ratio (net block) stood at 4.4x for FY 2017-18 as against 4.7x for FY 2016-17.

The net assets block of the Company stood at ₹ 408.5 Cr as at March 31, 2018 as compared to ₹ 323.6 Cr as at March 31, 2017.

STRENGTHS

Marquee Client Base: Capacit'e has an impressive list of marquee clients from the construction sector that return with repeat orders. Some of these are Kalpataru, Oberoi Group, Godrej Properties, Brookfields, Lodha Group, Transcon, Purvankara, The Wadhwa Group and Brigade, amongst others.

Technology-Focussed Construction Company: The Company has access to relevant construction technologies such as Automatic Climbing Systems, Aluminium System Formworks, Modular Deck Panel System Formworks, Tunnel Formwork, Table Formwork, Modular Panel System Formwork, etc. In addition, Capacit'e uses temperature controlled concrete for mass pours, self compacting free flow concrete for heavily reinforced pours and special concrete for vertical pumping in Super High Rise Buildings. Using these technologies enables faster and timely deliveries.

Core Assets: The Company has 67 Tower Cranes, 8 Boom Placers, 4 Batching Plants. In addition to ~41,000 sqm of Wall Panel, 5,000 sqm of Deck Panel, ~72,000 sqm of Aluminium Monolithic, 3 units of Auto Climbing Formwork & 2 units of Auto Climbing Screen.

Presence in Major Cities: Capacit'e has deliberately opted to be present in the matured geographies like MMR, Bengaluru, NCR, Pune, Chennai, Hyderabad and Kochi. This has enabled it to efficiently utilise our resources and participate in the creation of iconic structures that can be showcased to draw in further business.

Access to Skilled Workforce: The Company has ~1,200 employees comprising of specialised technicians and engineers and ~950 contract workers to deliver world-class projects on time. Our current projects are also employing ~18,000 sub-contract workers.

Experienced Management Team: The core management team comprises industry professionals who have vast experience and a track record of excellence in the domains which they oversee.

Achieved Quality Benchmarks: The Company's compliance with stringent international certifications, like ISO 9001:2008, ISO 14001:2004 and BS OHSAS 18001:2007, has culminated in consistent quality delivery.

Well-established Processes and ERP System: Having these systems in place enable the Company to execute projects in an efficient and timely manner and improves the levels of visibility, transparency and control of various functions.

As a result of these strengths, the Company has built a track record of achieving speedy execution and built a high degree of specialisation. It has earned customers' confidence in its capabilities and delivery. It has also earned the privilege of bidding for larger projects and generated a consistent growth in its order book and a strong financial performance.

Outlook

Looking ahead, Capacit'e envisages a sustainable future on the basis of its continued focus on improving Asset Turnovers by efficient deployment of resources and growing orderbooks. It will also maintain its Balance Sheet focus by ensuring manageable Debt/Equity levels which stem from the Company's ethos of building relationships with credible organised players, thereby ensuring cash flow security and timely completion along with closure of projects. In terms of its geographic spread, Capacit'e's presence in matured geographies will ensure efficient utilisation of its resources and thereby improve stakeholder value. Last but not the least, retaining its high quality team of engineers and technicians to execute challenging and complex projects in a timely manner will ensure that its reputation within the industry is maintained.

With these internal capabilities and focus, the Company is all set to capitalise on the growing market opportunities before it. Some of these include:

- Focusing on building construction maximising utilisation of technologies to grow the order book and improve the asset turnover ratio
- Expanding in the affordable housing segment to benefit from 'Housing for All by 2022' which envisages to build 2 Cr houses in India
- Growing the order book on a lock-and-key basis by including MEP, finishing and interior services to its offerings
- Bidding for Design-Build and Public Projects by focussing on this relatively limited competitive space in which projects are margin accretive. This will be achieved by an increased focus on Government Projects in the Educational and Healthcare Infrastructure Development space
- Capitalising on the implementation of RERA as organised players with a credible track record of timely execution are likely to gain and grow exponentially under this regime
- Expanding its presence in Matured Cities and high growth mature geographies

RISK & MITIGATION

The Company is clear that business risks are as tangible as business realities and these could have a material impact on the Company's performance and prospects. The overarching objective of the Company is one of responsible risk management. It has evolved a risk-management framework encompassing effective processes, which is catalysed by a talented pool of qualified professionals. As a result, its business decisions balance risk and reward, leading to profitable and sustainable growth.

Economic risk: As the real estate industry has a direct relation with the nation's economy, in terms of consumer spending, any slowdown or any unexpected government policy may lead to a substantial decline in consumer spending, which in turn may impact the construction activities, thereby impacting profitability of all the companies present in this sector.

***Mitigation*:** Since 2012, Capacit'e's order book has been growing steadily, through economic up cycles and down cycles and there are a number of repeat orders from satisfied clients. This is due to the Company's unique set of strengths and advantages, which include exclusive focus on construction of building in major cities, ownership of modern system form work and other core assets, access to skilled workforce, experienced management team and strong financial performance. These have led to Capacit'e's outperformance in the Building Construction industry and minimised the impact of economic cycles on its activities.

Quality risk: Any deviation or change in the quality of deliverables may impact the brand and profitability.

***Mitigation*:** The Company has been continuously investing in people, processes and technologies to strengthen its delivery quality standards. These efforts are validated by its ISO 9001:2008, ISO 14001:2004 and OHSAS 18001:2007 certifications and by repeat orders from the clients.

Raw material risk: Raw materials, like cement, bricks and sand among others, constitutes a major chunk of the cost in the construction industry and fluctuations in prices of these may lead to substantial losses, which in turn may impact the top-line.

***Mitigation*:** The Company works on a 'Star Price' mechanism with all its clients wherein a standard price is agreed upon for all the major materials and price fluctuation is carried to the accounts of the client. Thus, all the Company's contracts are non-speculative in terms of raw material.

Labour risk: Delays in completion of projects due to the shortage of skilled and unskilled labour, and inefficient contractors may lead to delays in project completion. This could impact the reputation of a company and lead to higher project costs on account of penalties.

***Mitigation*:** A dedicated labour resource department, coupled with increased usage of technology and state-of-the-art equipment has enabled the Company to maintain an optimal balance between man and machine that delivers best results. Further, favourable HR policies, training for occupational health and safety, accommodation and medical facilities for labour force, top notch safety standards and compensation packages in line with industry standards have culminated in a dedicated pool of skilled and unskilled labourers.

Finance risk: The inability to obtain financing on favourable terms, due to downgrading of debt rating or other factors, may lead to a liquidity crunch and insufficient availability of working capital. The same may lead to higher financing costs and reduced cash inflows.

Mitigation: The Company has sufficient cash available in its books to fund its working capital requirements for the next two to three years. Further, the Company has generated ₹ 91.1 Cr from operation for FY 2017-18. Further, its IND A credit rating with a stable outlook allows the Company to raise sufficient cash from the market at a fine rate. Moreover, with a comfortable debt-equity ratio of 0.3 and interest cover of 7.3, the Company is in a strong position to mobilise low-cost resources.

Location risks: Improper location of projects that the Company is catering to might weaken the Company's profitability, owing to a number of factors.

Mitigation: Along with the strong brand name, the Company enjoys a robust presence in the major cities of the country. This ensures strategic and operational access to most regions in India.

HUMAN RESOURCE

At Capacit'e, to ensure skill development and face up to major challenges, motivated teams, who deliver, have been put in place. Human capital is the Company's greatest tool for shaping the future of the Company. Discovering talented people and retaining them is the key aim of its HR policy.

The Company enjoys the support of a committed and well satisfied human capital. Compensation packages offered by the Company, best-in-class methods in terms of recruitment, training, motivation, and performance appraisal, attract and retain talented resources. These practices enable the Company to keep the attrition rate well below the industry average. The Balanced Scorecard System is in place and it measures the performance of every employee. The Company also participated in the survey of Great Place to Work assessment and had scored 70 in the recent survey.

Training: In a fast-changing environment, there is a growing need to stay up-to-date with changing technologies. The Company introduced an individual development programme for all its employees, including contractual labourers. Training activities are conducted at three levels: from the perspective of the organisation, project and individual needs. This helped the Company to integrate new technologies with its systems seamlessly.

As on March 31, 2018, Capacit'e had ~1200 employees on its rolls, up from ~935 in the previous year.

INTERNAL CONTROL SYSTEM AND ADEQUACY

The Company has in place well-established policies and procedures for internal control of operations and activities. It continuously strives to integrate the entire organisation – from strategic support functions like finance, human resources, and regulatory affairs to core operations like construction, raw material procurement, labour management and supply chain management among others.

To cover engineering, procurement and construction contracts for building construction more expansively, the policies and procedures were improvised and the ISO / OHSAS certifications (ISO 9001:2008, ISO 14001:2004 and OHSAS 18001:2007) were renewed.

The internal controls for financial reporting are regularly reviewed both by the Company and by the Statutory Auditors. Similarly, cost aspects are also closely monitored by the Company regularly and overviewed by the Cost Auditor on annual basis. With implementation of improvised processes and control mechanism, the Company is able to monitor various cost parameters, initiate timely corrective actions to ensure desired profitability.

To meet best industry practices, the corporate governance framework and the internal controls are being fortified as a continual improvement exercise.

The Company believes in strong processes and control. The Company has been investing in identifying and improving processes on an ongoing basis. To effectively meet the increase in the number, geographical spread, complexity and size of the projects, an Operations Review exercise was implemented to improve the systems and processes. Additionally, to improve housekeeping at project sites, a major drive was initiated. Furthermore, to identify and eliminate all kinds of waste, including wastage of resources and rectification/rework, a lean construction mission was undertaken.

The Company has put in place a risk control framework in which concerns regarding receivables get flagged, followed by activation of mitigation measures to harmoniously resolve the consequences. This has put the receivables under control, even as the Company was able to realise cost compensations due to delays and was able to foreclose certain projects by mutual agreement, avoiding exposure in stressed projects.

The Company also has an internal audit team, proportional to the size and volume of the business, covering the entire area of functions and activities of the Company. A Statutory Compliance Audit Team is constituted to check compliance and report discrepancies to the management. These enable corrective measures to be taken, as required. The Audit Committee of Board of Directors meets every quarter to review the reports of the Internal and Statutory Audit and to verify and ensure compliance of all financial statements.

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. Macro-economic 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.

INDEPENDENT AUDITOR'S REPORT

To the Members of Capacit'e Infraprojects Limited

REPORT ON THE STANDALONE IND AS FINANCIAL STATEMENTS

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, 2018, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY 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 Companies Act, 2013 ("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 accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act., read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Indian Accounting Standards) Amendment Rules, 2016. 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 control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

OPINION

In our opinion and to the best of our information and according to the explanations given to us, the standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2018, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 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 purpose of our audit;

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

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

   (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Indian Accounting Standards) Amendment Rules, 2016;

   (e) On the basis of written representations received from the directors as on March 31, 2018, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018, 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) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

      i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements, refer note 12 and 39 to the standalone financial statements;

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

      iii. There 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: 37924

Place of Signature: Mumbai
Date: May 18, 2018

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 ₹ 13,060.48 lacs; Net Block of ₹ 7,675.20 lacs referred to in Note 4 to the standalone 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 noticed on physical verification of inventory as compared to book records were not material.

(iii) (a) The Company has granted loans to two entities covered in the register maintained under section 189 of the Companies Act, 2013. In our opinion and according to the information and explanations given to us, the terms and conditions of the loans are not prejudicial to the Company's interest.

(b) The Company has granted interest free loans to one wholly owned subsidiary and interest bearing loans to one entity which are covered in the Register maintained under Section 189 of the Companies Act 2013. The schedule of repayment of principal and payment of interest has been stipulated for the loans granted and the repayment / receipts are regular.

(c) There are no amounts of loans granted to entities listed in the register maintained under section 189 of the Companies Act, 2013 which are overdue for more than ninety days.

(iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted 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 provision 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 service 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 relating to 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, sales-tax, service tax, duty of custom, value added tax, goods and service tax, cess and other statutory dues were outstanding at the year end, for a period of more than six months from the date they became payable.

The provisions of excise duty 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 service tax and cess which have not been deposited on account of any dispute. The provisions relating to 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 or bank. There are no dues payable to debenture holders or government.

(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 ₹ 30,400.00 lacs of which ₹ 19,569.40 lacs 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 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: 37924

Place of Signature: Mumbai
Date: May 18, 2018

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE 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")

We have audited the internal financial controls over financial reporting of Capacit'e Infraprojects Limited ("the Company") as of March 31, 2018 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered 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 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 was established and maintained and if such controls operated effectively in all material respects.

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, 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: 37924

Place of Signature: Mumbai
Date: May 18, 2018

BALANCE SHEET

as at March 31, 2018

Particulars	Notes	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
ASSETS				
Non-current assets				
Property, plant and equipment	4	40,852.88	32,361.38	28,326.63
Capital work-in-progress	4	6.10	673.11	833.25
Intangible assets	5	138.09	205.85	201.75
Financial Assets				
Investments	6	1,923.21	18.00	143.60
Trade receivables	12	4,999.42	1,559.81	-
Loans	7	249.00	279.00	30.00
Other financial assets	8	2,902.15	1,325.81	1,050.08
Non Current Tax Assets (net)	10	33.33	52.22	-
Other non-current assets	9	3,239.93	1,607.53	651.78
Total non current assets		54,344.11	38,082.71	31,237.09
Current assets				
Inventories	11	21,555.79	17,041.44	14,904.40
Financial assets				
Investments	6	43.36	40.66	-
Trade receivables	12	41,465.96	35,776.56	27,942.53
Cash and cash equivalents	13	1,291.59	1,095.23	370.24
Bank balances other than cash and cash equivalents	14	31,080.53	3,862.92	3,143.43
Loans	7	5,229.41	3,005.98	2,666.31
Other financial assets	8	12,783.92	3,116.87	207.85
Current Tax Assets (net)	10	-	279.48	328.30
Other current assets	9	5,572.88	5,376.31	5,600.09
Total current assets		119,023.44	69,595.45	55,163.15
Assets classified as held for sale	23	-	130.00	-
Total-Assets		173,367.55	107,808.16	86,400.24
EQUITY AND LIABILITIES				
Equity				
Equity share capital	15A	6,789.15	4,360.81	777.11
Other equity	15B	68,159.53	25,519.71	16,247.43
Total Equity		74,948.68	29,880.52	17,024.54
Non-current liabilities				
Financial liabilities				
Borrowings	16	4,803.49	6,699.23	6,425.58
Other financial liabilities	18	2,940.04	3,343.19	2,797.56
Provisions	19	125.01	244.31	126.94
Deferred tax liabilities (net)	21	4,043.83	2,580.35	1,119.78
Other non-current liabilities	22	7,273.69	7,399.74	7,273.67
Total non current liabilities		19,186.06	20,266.82	17,743.53
Current Liabilities				
Financial liabilities				
Borrowings	16	13,906.60	9,710.09	10,689.93
Trade payables	17	44,682.69	30,965.49	30,174.44
Other financial liabilities	18	7,667.16	4,731.43	3,003.77
Provisions	19	1,801.37	190.62	258.36
Current Tax Liabilities (net)	20	471.66	417.15	646.47
Other current liabilities	22	10,703.33	11,646.04	6,859.20
Total current liabilities		79,232.81	57,660.82	51,632.17
Total Equity and Liabilities		173,367.55	107,808.16	86,400.24
Summary of significant accounting policies	3			

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

As per our report of even date

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: May 18, 2018

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

Rahul Katyal
Managing Director
DIN: 00253046

Rohit Katyal
Director and Chief Financial Officer
DIN: 00252944

Sai Katkar
Company Secretary

STATEMENT OF PROFIT & LOSS

for the year ended March 31, 2018

Particulars	Notes	For the year ended March 31, 2018	For the year ended March 31, 2017
		INR lacs	INR lacs
INCOME			
Revenue from operations	**24**	**133,564.20**	**112,508.37**
Other income	25	2,435.77	1,508.85
TOTAL INCOME		**135,999.97**	**114,017.22**
EXPENSES			
Cost of Raw Material consumed	26	63,340.16	47,164.47
(Increase)/ decrease in construction work-in-progress	27	(3,873.06)	(1,248.45)
Construction expenses	28	37,158.96	33,637.27
Employee benefits expense	29	11,663.34	8,677.45
Finance costs	30	3,975.16	4,166.57
Depreciation and Amortisation Expenses	31	6,721.84	6,513.30
Other expenses	32	4,943.31	4,577.76
TOTAL EXPENSES		**123,929.71**	**103,488.37**
Profit before tax		**12,070.26**	**10,528.85**
Current tax	33	2,765.80	3,576.25
Deferred tax	33	1,429.65	43.07
Total Tax Expenses		4,195.45	3,619.32
Net Profit for the year		**7,874.81**	**6,909.53**
OTHER COMPREHENSIVE INCOME			
Other comprehensive income not to be reclassified to profit or loss in subsequent periods			
Re-measurement gains on defined benefit plans		98.65	0.88
Income tax effect		(34.14)	(0.30)
Net other comprehensive income not to be reclassified to profit or loss in subsequent periods		64.51	0.58
Total comprehensive income for the year, net of tax		**7,939.32**	**6,910.11**
EARNING PER SHARES (EPS)	35		
- Basic		13.71	17.15
- Diluted		13.71	13.95
Summary of significant accounting policies	3		

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

As per our report of even date

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: May 18, 2018

For and on behalf of the Board of Directors

Capacit'e Infraprojects Limited

Rahul Katyal
Managing Director
DIN: 00253046

Rohit Katyal
Director and Chief Financial Officer
DIN: 00252944

Sai Katkar
Company Secretary

STATEMENT OF CHANGES IN EQUITY

for the year ended March 31, 2018

A) EQUITY SHARE CAPITAL

Particulars	Notes	Amount
		INR Lacs
As at April 1, 2016		575.64
Changes in equity share capital during the year	15A	3,453.83
As at March 31, 2017		**4,029.47**
Changes in equity share capital during the year	15A	2,759.68
As at March 31, 2018		**6,789.15**

B) INSTRUMENTS ENTIRELY EQUITY IN NATURE

Compulsorily Convertible Preference Shares - Series A

Particulars	Notes	Amount
		INR Lacs
As at April 1, 2016		201.47
Changes in Compulsorily Convertible Preference Shares	15A	-
As at March 31, 2017		**201.47**
Changes in Compulsorily Convertible Preference Shares	15A	(201.47)
As at March 31, 2018		**-**

Compulsorily Convertible Preference Shares - Series B

Particulars	Notes	Amount
		INR Lacs
As at April 1, 2016		-
Changes in Compulsorily Convertible Preference Shares	15A	129.86
As at March 31, 2017		**129.86**
Changes in equity Compulsorily Convertible Preference Shares	15A	(129.86)
As at March 31, 2018		**-**

C) OTHER EQUITY

Particulars	Attributable to the equity holders		
	Reserves and surplus		Total
	Securities premium account	Retained earnings	
	INR Lacs	INR Lacs	INR Lacs
Balance as at April 1, 2016	8,304.76	7,942.66	16,247.43
Profit/ (Loss) for the year	-	6,909.53	6,909.53
Other comprehensive income for the year	-	0.58	0.58
Total comprehensive income for the year	**8,304.76**	**14,852.77**	**23,157.54**
Premium on Issue of Compulsory convertible preference shares	5,870.13	-	5,870.13
Utilised for issue of Bonus Equity Shares	(3,453.83)	-	(3,453.83)
Share issue expenses	(54.12)	-	(54.12)
Interim Dividend paid	-	-	-
Interim Dividend distribution tax	-	-	-
Balance as at March 31, 2017	**10,666.94**	**14,852.77**	**25,519.71**
Profit / (Loss) for the year	-	7,874.81	7,874.81
Other comprehensive income for the year	-	64.51	64.51
Total comprehensive income for the year	**10,666.94**	**22,792.09**	**33,459.03**
Amounts capitalised during the year	-	-	-
Premium on Issue of Compulsory convertible preference shares		-	-
Premium on Issue of Equity shares	38,400.00	-	38,400.00
Utilised for issue of Bonus Equity Shares	-	-	-
Utilised for conversion of CCPS into Equity Shares	(828.33)		(828.33)
Share issue expenses	(2,557.42)	-	(2,557.42)
Interim Dividend paid	-	(259.46)	(259.46)
Dividend distribution tax	-	(54.29)	(54.29)
As at March 31, 2018	45,681.19	22,478.34	68,159.53
Summary of significant accounting policies	3		

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

As per our report of even date

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: May 18, 2018

For and on behalf of the Board of Directors

Capacit'e Infraprojects Limited

Rahul Katyal
Managing Director
DIN: 00253046

Rohit Katyal
Director and Chief Financial Officer
DIN: 00252944

Sai Katkar
Company Secretary

CASH FLOW STATEMENT

for the year ended March 31, 2018

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Cash flow from operating activities		
Profit before Tax	12,070.26	10,528.85
Adjustment to reconcile profit before tax to net cash flows		
Depreciation and amortisation	6,721.84	6,513.30
Finance cost	3,975.16	4,166.57
Provision for doubtful debts	30.94	333.32
Loss on Sale of fixed assets	19.21	-
Sundry Balance written off	-	26.93
Unrealized foreign exchange (Gain)/loss	23.54	0.78
Profit on sale of Investment	(272.70)	-
Sundry Balance written back	(168.97)	-
Interest income	(1,713.74)	(960.17)
Operating profit before working capital changes	**20,685.54**	**20,609.58**
Movement in working capital :		
(Increase)/Decrease in Trade Receivables (Including bills discounted with banks)	(4,689.47)	(6,761.26)
(Increase)/Decrease in Loans	(2,583.73)	(228.67)
(Increase)/Decrease in Inventories	(4,514.35)	(2,137.05)
(Increase)/Decrease in Other Assets and other financial assets	(11,836.65)	(2,585.00)
Increase/(Decrease) in Trade payables	13,886.17	461.95
Increase/(Decrease) in Provisions	1,590.10	50.50
Increase/(Decrease) in Other Liabilities and other financial liabilities	(1,017.67)	5,106.40
Cash generated from operations	**11,519.94**	**14,516.45**
Direct Taxes paid (net of refunds)	(2,413.25)	(2,391.74)
Net cash flow from operating activities (A)	**9,106.69**	**12,124.71**
Cash flow from investing activities		
Purchase of property, plant and equipment including CWIP and capital advances	(14,082.09)	(10,746.75)
Proceeds from sale of property, plant and equipment	395.93	-
Purchase of Investments	(541.09)	(45.06)
Sale of Investments	55.00	-
Inter corporate deposit (given)/refunded (to)/from Related Parties, net	(973.80)	(360.01)
Investments in bank deposits (having original maturity of more than three months), net	(28,776.58)	(836.77)
Advance received for sale of shares	-	345.00
Interest received	1,854.83	460.90
Net cash used in investing activities (B)	**(42,067.80)**	**(11,182.69)**
Cash flow from financing activities		

Particulars		For the year ended March 31, 2018	For the year ended March 31, 2017
		INR lacs	INR lacs
Proceeds from long-term borrowings, net		143.70	1,632.43
Repayment of short-term borrowings, net		(273.99)	(3,972.67)
Dividend paid including taxes		(313.74)	-
Interest paid		(3,842.51)	(3,821.89)
Payment of share issue expenses		(2,557.42)	(54.12)
Proceeds from issue of Share Capital		40,000.01	6,000.00
Net cash from/(used in) financing activities (C)		**33,156.05**	**(216.25)**
Net increase in cash and cash equivalents (A + B + C)		**194.94**	**725.77**
Effect of exchange differences on cash & cash equivalents held in foreign currency		1.42	(0.78)
Cash and Cash Equivalents at the beginning of the period		1,095.23	370.24
Cash and cash equivalents at end of the period (note 13)		**1,291.59**	**1,095.23**
Non Cash Investing & financing transaction			
Conversion of CCPS into equity		1,159.67	-
Summary of significant accounting policies	3		

As per our report of even date

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: May 18, 2018

For and on behalf of the Board of Directors

Capacit'e Infraprojects Limited

Rahul Katyal
Managing Director
DIN: 00253046

Rohit Katyal
Director and Chief Financial Officer
DIN: 00252944

Sai Katkar
Company Secretary

NOTES TO FINANCIAL STATEMENTS

for the year ended March 31, 2018

1 CORPORATE INFORMATION

The standalone financial statements comprise financial statements of Capacit'e Infraprojects Limited (the Company) for the year ended March 31, 2018. 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-9001:2008, ISO-14001:2004 and OHSAS-18001:2007 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 construction and infrastructure development. The Company was incorporated as a Private Limited Company and became a Limited Company in March 2014.

The financial statements were authorised for issue in accordance with a resolution of the directors on May 18, 2018.

2 BASIS OF PREPARATION

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) amendment Rules 2016, as amended with effect from April 1, 2016. The standalone financial statements of the Company, have been prepared and presented in accordance with Ind AS. Previous year numbers in the standalone financial statements have been restated to Ind AS. In accordance with Ind AS 101 First-time Adoption of Indian Accounting Standards, the Company has presented a reconciliation from the presentation of standalone financial statements under Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 ("Previous GAAP") to Ind AS of Shareholders' equity as at March 31, 2017 and April 1, 2016 and of the comprehensive net income for the year ended March 31, 2017 (refer note 43 for reconciliations and effect of transitions). The standalone financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities (refer accounting policy regarding financial instruments) which have been measured at fair value.

The functional and presentation currency of the Company is Indian Rupee ("₹") which is the currency of the primary economic environment in which the Company operates.

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.

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 sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

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

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

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

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

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

For Construction Contract

a. For Engineering, Procurement and Construction ('EPC') contracts, the work item rates are fixed and subject to price escalation clauses.

b. Revenues are recognised on a percentage of completion method measured on the basis of stage of completion which is as per joint surveys of work done. Work done represents actual work executed during the year, which is billable to the customers.

c. Profit is recognised in proportion to the value of work done (measured by the stage of completion) when the outcome of the contract can be estimated reliably. When the total contract cost is estimated to exceed total revenues from the contract, the loss is recognized immediately.

d. Amounts due in respect of price escalation, cost compensations and/ or variation in contract work are recognised as revenue only if the contract allows for such price escalation, cost compensations and/ or variation and/or there is evidence that the customer has accepted it and are capable of being reliably measured.

Accounting of Supply Contracts-Sale of goods

Revenue from supply contract is recognized when the substantial risk and rewards of ownership 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

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at March 31, 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment as on April 1, 2016.

Property, plant and equipment, capital work in progress are stated at historical cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met, directly attributable cost of bringing the asset to its working condition for the intended use and initial estimate of decommissioning, restoring and similar liabilities. Any trade discounts and rebates are deducted in arriving at the purchase price. Such cost includes the cost of replacing part of the plant and equipment. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

Plant and equipment received from customers:

Contributions by customers of items of property, plant and equipment (such as moulds, formworks) received on or after 1 April 2016, which require an obligation to supply goods to the customer in the future, are recognised at the fair value when the Company has control of the item. A corresponding credit to deferred revenue is made. The Company may agree to deliver one or more services in exchange for the transferred item of property, plant and equipment. The Company identifies the separately identifiable services included in the agreement.

- If only one service is identified, the Company recognises revenue when the service is performed.

- If an ongoing service is identified as part of the agreement, the period over which revenue is recognised for that service is generally determined by the terms of the agreement with the customer. If the agreement does not specify a period, the revenue is recognised over a period no longer than the useful life of the transferred asset used to provide the ongoing service.

- If more than one separately identifiable service is identified, the fair value of the total consideration received or receivable for the agreement will be allocated to each service and the recognition criteria of Ind AS 18 are then applied to each service.

Gains or losses arising from derecognition of Property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

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 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 *	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 Establishment are amortised over the life of the projects.

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.

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).

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

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

a) Debt instruments at amortised cost.

b) Debt instruments at fair value through other comprehensive income (FVTOCI)

c) Debt instruments, derivatives and equity instruments at fair value through profit and loss (FVTPL)

d) Equity instruments measured at fair value through other comprehensive income (FVOCI) Debt instruments at amortised cost

Debt instruments at FVTOCI

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. 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 in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade receivables, other receivables and loans.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the company recognizes interest income and foreign exchange gain or loss in the P&L. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to P&L. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The company has not designated any debt instrument as at FVTPL.

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

Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

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.

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.

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 (P&L). This amount is reflected under the head 'other expenses' in the P&L. 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:

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 amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings.

Financial guarantee contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

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."

De-recongnition

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.

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.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the 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.

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 construction work in progress): Cost less amortisation/charge based on their usages.

c. Construction Work-in-progress (others) consists of direct construction cost and indirect construction cost to the extent to which the expenditure is related to the construction or incidental thereto. Construction Work-in-progress is valued on the basis of technical assessment.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

j Foreign currencies

The Company's financial statements are presented in INR, which is also the parent company's functional currency. For each entity the Company determines the functional currency and items included in the financial statements of each entity are measured using that functional currency. The Company uses the direct method of consolidation and on disposal of a foreign operation the gain or loss that is reclassified to profit or loss reflects the amount that arises from using this method.

In preparing the financial statements, transactions in the currencies other than the Company's functional currency are recorded at the rates of exchange prevailing on the date of transaction. At the end of each reporting period, monetary items denominated in the foreign currencies are re-translated at the rates prevailing at the end of the reporting period. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on translation of long term foreign currency monetary items recognised in the financial statements before the beginning of the first Ind AS financial reporting period in respect of which the Company has elected to recognise such exchange differences in equity or as part of cost of assets as allowed under Ind AS 101-"First time adoption of Indian Accounting Standard" are recognised directly in equity or added/ deducted to/ from the cost of assets as the case may be. Such exchange differences recognised in equity or as part of cost of assets is recognised in the statement of profit and loss on a systematic basis. Exchange differences arising on the retranslation or settlement of other monetary items are included in the statement of profit and loss for the period.

k Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as expenditure, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre payment will lead to, for example, a reduction in future payment or a cash refund.

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 profit and loss.

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.

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.

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

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 Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

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

Where the Company is lessee

Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term.

Where the Company is the lessor

Leases in which the Company does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Assets subject to operating leases are included in property, plant and equipment. Lease income on an operating lease is recognized in the statement of profit and loss on a straight-line basis over the lease term. Costs, including depreciation, are recognized as an expense in the statement of profit and loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognized immediately in the Statement of Profit and Loss.

p 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.

q Accounting for 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.

4 Property Plant and Equipment

	Plant and Machinery	Furniture & Fixtures	Office Equipment	Site Establishment	Computers	Formwork	Vehicles	Building	Total
	INR lacs	INR lacs	INR lacs	INR lacs	INR lacs	INR lacs	INR lacs	INR lacs	INR lacs
Cost or Valuation									
At April 1, 2016	5,862.86	204.12	65.58	5,145.68	145.07	15,412.66	148.17	1,342.49	28,326.63
Additions	2,088.09	7.13	11.78	5,937.52	46.52	2,444.72	29.66	-	10,565.42
Disposals	-	-	-	-	-	(11.69)	-	-	(11.69)
Exchange Difference	8.25	-	-	-	-	(77.62)	-	-	(69.37)
At March 31, 2017	7,959.20	211.25	77.36	11,083.20	191.59	17,768.07	177.83	1,342.49	38,810.99
Additions	1,852.61	549.62	24.22	6,149.89	102.15	6,707.33	174.90	-	15,560.72
Disposals	-	(53.07)	-	(4,172.61)	-	-	-	-	(4,225.68)
At March 31, 2018	9,811.81	707.80	101.58	13,060.48	293.74	24,475.40	352.73	1,342.49	50,146.03
Depreciation									
At April 1, 2016	-	-	-	-	-	-	-	-	-
Depreciation charge for the year	364.97	25.63	8.79	4,680.32	46.29	1,285.32	16.86	21.43	6,449.61
Disposals	-	-	-	-	-	-	-	-	-
At March 31, 2017	364.97	25.63	8.79	4,680.32	46.29	1,285.32	16.86	21.43	6,449.61
Depreciation charge for the year	512.00	61.54	15.78	4,494.14	58.15	1,468.76	22.30	21.41	6,654.08
Disposals	-	(21.36)	-	(3,789.18)	-	-	-	-	(3,810.54)
At March 31, 2018	876.97	65.81	24.57	5,385.28	104.44	2,754.08	39.16	42.84	9,293.15
Net Book Value									
At March 31, 2018	8,934.84	641.99	77.01	7,675.20	189.30	21,721.32	313.57	1,299.65	40,852.88
At March 31, 2017	7,594.23	185.62	68.57	6,402.88	145.30	16,482.75	160.97	1,321.06	32,361.38
At April 1, 2016	5,862.86	204.12	65.58	5,145.68	145.07	15,412.66	148.17	1,342.49	28,326.63

Net Book Value	March 31, 2018	March 31, 2017	April 1, 2016
	INR lacs	INR lacs	INR lacs
Property, Plant and Equipment	40,852.88	32,361.38	28,326.63
Capital Work-in-Progress	6.10	673.11	833.25

Note 1:
Plant and equipment contributed by customers

The Company recognises as plant and equipment any contribution made by its customers to be used in the construction process and that meets the definition of an asset. The initial gross amount is estimated at fair value by reference to the market price of these assets on the date in which control is obtained. The amount that the Company has recognised as plant and equipment during March 31, 2018 was INR Nil (March 31, 2017: INR 329.10 Lakhs, April 01, 2016: 501.23 Lakhs)

Note 2:
Charge on the Assets:

Please refer note 16 for the details of charge created on assets.

Note 3:
No borrowing costs are capitalised.

5 Intangible Assets

	Computer Software INR lacs	Total INR lacs
Cost or Valuation		
At April 1, 2016	201.75	201.75
Additions	67.79	67.79
Disposals	-	-
At March 31, 2017	269.54	269.54
Additions	-	-
Disposals	-	-
At March 31, 2018	269.54	269.54
Depreciation		
At April 1, 2016	-	-
Depreciation charge for the year	63.69	63.69
Disposals	-	-
At March 31, 2017	63.69	63.69
Depreciation charge for the year	67.76	67.76
Disposals	-	-
At March 31, 2018	131.45	131.45
Net Book Value		
At March 31, 2018	138.09	138.09
At March 31, 2017	205.85	205.85
At April 01, 2016	201.75	201.75

Net Book Value	March 31, 2018	March 31, 2017	April 1, 2016
	INR lacs	INR lacs	INR lacs
Intangible Assets	138.09	205.85	201.75

6 FINANCIAL ASSETS: INVESTMENTS

		As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
		INR lacs	INR lacs	INR lacs
I.	**Investments valued at Deemed cost, Fully paid up**			
a)	**Investment in Equity Shares (Unquoted)**			
	In Subsidiary Companies in India			
	- Capacit'e Engineering Private Limited (April 1, 2016: 13,65,000) shares of ₹ 10 each	-	-	130.00
	- CIPL PPSL Yongnam Joint Ventures Constructions Pvt. Limited [95,000 (March 31, 2017: 95,000; April 1, 2016: 51,000) shares of ₹ 10 each]	9.50	9.50	5.10
		9.50	9.50	135.10
II.	**Investment in equity shares in others carried at Fair value through profit and loss, fully paid up (Unquoted)**			
	- Janakalyan Sahakari Bank [85,000 (March 31, 2017: 85,000; April 1, 2016: 85,000) shares of ₹ 10 each]	8.50	8.50	8.50
		8.50	**8.50**	**8.50**

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
III. Investment in Perpetual Securities (Unquoted)			
- CIPL PPSL Yongnam Joint Ventures Constructions Pvt. Limited*	1,905.21	-	-
Total	**1,923.21**	**18.00**	**143.60**
Details:			
Aggregate Value of unquoted investments	1,923.21	18.00	143.60

*During the year, the Company has converted the outstanding balance of loan given to CIPL PPSL YONGNAM JOINT VENTURE CONSTRUCTIONS PVT LTD., its subsidiary company into unsecured subordinated perpetual securities. During the year also, the Company has made investment in same securities. 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.

Current Investments

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
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, 2017: 7,748.349; April 1, 2016: NIL)]	16.68	15.55	-
- Union Capital Protection Oriented Fund [2,50,000 units (March 31, 2017: 2,50,000; April 1, 2016: NIL)]	26.68	25.11	-
Total	**43.36**	**40.66**	**-**
Details:			
Aggregate Value of unquoted investments	43.36	40.66	-

7 LOANS

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
Non Current			
Security Deposits - Others	249.00	279.00	30.00
Total Non-Current Loans	**249.00**	**279.00**	**30.00**
Current			
Security Deposits - Others	2,353.00	339.26	347.53
Security Deposits - Related party	-	-	12.06
Loans to Related Party (refer note below)	2,276.41	2,666.72	2,306.72
Loans to others	600.00	-	-
Total	**5,229.41**	**3,005.98**	**2,666.31**

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
PPSL Capacite JV	2,276.41	1,392.08	971.40
CIPL PPSL Yongnam Joint Venture Pvt Ltd	-	1,142.88	1,334.82
Capacite Engineering Private Ltd	-	131.76	-
Pratibha Structbuild Pvt Ltd	-	-	0.50
Total	**2,276.41**	**2,666.72**	**2,306.72**

8 OTHER FINANCIAL ASSETS

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
Non-Current			
Deposits with Banks (under lien)	744.16	217.09	987.39
Margin Money Deposits	1,870.50	838.60	-
Interest Accrued but not due on deposits	127.94	120.80	62.69
Unbilled Revenue	159.55	149.32	-
Total	**2,902.15**	**1,325.81**	**1,050.08**
Current			
Interest Accrued but not due on deposits	205.75	168.99	160.65
Interest accrued on Loans to related parties (refer note below)	122.47	307.46	-
Interest Accrued on financial assets	-	48.97	-
Unbilled Revenue	12,346.01	2,544.25	-
Other Receivables	109.69	47.20	47.20
Total	**12,783.92**	**3,116.87**	**207.85**

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
PPSL Capacite JV	122.47	150.33	-
CIPL PPSL Yongnam Joint Venture Pvt Ltd	-	157.13	-
Total	**122.47**	**307.46**	**-**

9 OTHER ASSETS

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
Non-Current			
i. Capital Advances	1,184.64	1,366.82	575.26
ii. Advances other than capital advances			
Security Deposits	0.25	0.25	0.25
iii. Others			
Balances with Government Authorities	1,949.28	179.42	36.86
Prepaid expenses	105.76	61.04	39.41
Total	**3,239.93**	**1,607.53**	**651.78**

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
Current			
i. Advances other than capital advances			
Advances to employees	23.40	44.93	40.99
Advances to related parties	385.44	-	-
Advances to others	2,753.25	1,357.96	2,516.60
ii. Others			
Balances with Government Authorities	1,705.73	3,354.71	2,611.03
Prepaid expenses	705.06	493.90	431.47
Share issue expenses (to the extent not written off or adjusted)	-	124.81	-
Total	**5,572.88**	**5,376.31**	**5,600.09**

The Company has incurred share issue expenses of ₹ 2557.42 Lacs (Mar 31, 2017 ₹ 124.81 Lacs) in connection with its Initial Public Offer (IPO) of equity shares. These expenses has been adjusted against security premium as permissable under section 52 of the Companies Act, 2013 on successful completion of IPO.

10 CURRENT TAX ASSETS (NET)

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
Non-Current			
Advance tax	33.33	52.22	-
(net of provision for taxation ₹ 4274.68 Lacs (Mar 31, 2017 ₹ 1,500.97 lacs, April 01, 2016 NIL))			
	33.33	**52.22**	**-**
Current			
Advance tax	-	279.48	328.30
(net of provision for taxation ₹ Nil (Mar 31, 2017 ₹ 871.40 lacs , April 01, 2016 ₹ 879.71))			
	-	**279.48**	**328.30**

11 INVENTORIES

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
Raw Materials (at Cost)	5,153.55	4,512.26	3,623.67
Construction work-in-progress (at Cost)	16,402.24	12,529.18	11,280.73
Total	**21,555.79**	**17,041.44**	**14,904.40**

12 TRADE RECEIVABLES

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
Non-Current			
Trade Receivables	4,999.42	1,559.81	-
(Including retention of ₹ 4999.42 lacs (March 31, 2017 ₹ 1,559.81 lacs, April 01 ,2016 ₹ NIL))			
Total	**4,999.42**	**1,559.81**	**-**
Current			
Trade Receivables	41,428.03	35,687.77	27,774.23
(Including retention of ₹ 6501.07 lacs (March 31, 2017 ₹ 8,081.14 lacs, April 01 ,2016 ₹ 6,439.37 lacs))			
Receivable from Related Party (refer note below)	37.93	88.79	168.30
Total	**41,465.96**	**35,776.56**	**27,942.53**

Break-up for security details:

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
Trade Receivables*			
Unsecured, considered good	46,465.38	37,336.37	27,942.53
Unsecured, considered Doubtful	614.26	583.32	250.00
	47,079.64	**37,919.69**	**28,192.53**
Impairment allowances (allowed for bad and doubtful debts) **			
Unsecured, considered Doubtful	614.26	583.32	250.00
Total	**46,465.38**	**37,336.37**	**27,942.53**

* Includes INR 12,507.65 lacs as on March 31, 2018 (Nil as on March 31,2017 & April 01,2016) for work executed and submitted to customer for certification.

** Includes provision made for non-recoverability from a customer with respect to dishonour cheques aggregating to ₹ 250 lacs for which criminal proceedings have been filed by the Company under Section 138 read with section 141 of the Negotiable Instruments Act 1881.

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:

Particulars	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
PPSL Capacite JV	37.93	24.69	-
CIPL PPSL Yongnam Joint Venture Pvt Ltd	-	64.10	168.30
Total	**37.93**	**88.79**	**168.30**

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

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
Balance at the beginning of the year	583.32	250.00	-
Movement in expected credit loss allowance of trade receivables	30.94	333.32	250.00
Total	**614.26**	**583.32**	**250.00**

13 CASH AND CASH EQUIVALENTS

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
Balances with Banks:			
- On current accounts	575.23	1,080.45	393.91
- Deposits with original maturity of less than three months	1,030.00	72.83	-
Cash on Hand	20.73	9.66	72.14
Foreign Currency on Hand	9.45	4.57	2.60
	1,635.41	1,167.51	468.65
Less: Book Overdrafts	(343.82)	(72.28)	(98.41)
Total	**1,291.59**	**1,095.23**	**370.24**

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

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
Deposits kept as margin money	100.00	3,862.92	3,143.43
Deposits having maturity more than three months but less than 12 months	30,980.53	-	-
Total	**31,080.53**	**3,862.92**	**3,143.43**

15A SHARE CAPITAL

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
(a) Authorised capital			
7,66,50,000 (March 31, 2017: 7,66,50,000; April 1, 2016 : 64,00,000) Equity shares of ₹ 10 each	7,665.00	7,665.00	640.00
16,75,000 (March 31, 2017: 16,75,000; April 1, 2016: 12,00,000) Compulsory convertible preference shares of ₹ 20 each	335.00	335.00	240.00
Total	**8,000.00**	**8,000.00**	**880.00**
(b) Issued, subscribed and paid up			
6,78,91,497 Equity shares of ₹ 10 each fully paid up including Bonus Shares NIL (March 31, 2017: 4,02,94,681 including Bonus shares 3,45,38,298; April 1, 2016: 57,56,383 including Bonus Shares NIL)	6,789.15	4,029.47	575.64
NIL Compulsory Convertible Preference Shares Series A (March 31, 2017: 10,07,366; April 1, 2016: 10,07,366) 0.0001% Compulsorily convertible preference shares Series A of ₹ 20 each fully paid up	-	201.47	201.47
NIL Compulsorily Convertible Preference Shares Series B (March 31, 2017: 6,49,322; April 1, 2016: NIL) 0.0001% Compulsorily convertible preference shares Series B of ₹ 20 each fully paid up	-	129.86	-
Total issued, subscribed and fully paid-up share capital	**6,789.15**	**4,360.81**	**777.11**

(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:

Particulars	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016	As at March 31, 2015	As at March 31, 2014
Equity shares allotted as fully paid bonus shares by capitalization of securities premium	-	34,538,298	-	-	-
Equity shares allotted as fully paid-up pursuant to conversion of CCPS in ratio 7:1	11,596,816	-	-	-	-
Equity shares allotted as fully paid-up pursuant to contracts for consideration other than cash	-	-	814,457	-	-
Equity shares bought back by the company	-	-	-	-	-

(d) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting period:

Particulars	March 31, 2018		March 31, 2017	
	Nos.	INR Lacs	Nos.	INR Lacs
At the beginning of the year	40,294,681	4,029.47	5,756,383	575.64
Shares allotted as fully paid bonus shares	-	-	34,538,298	3,453.83
Shares issued on conversion of CCPS during the year (refer note below)	11,596,816	1,159.68	-	-
Shares issued on account of Initial Public offer during the year	16,000,000	1,600.00	-	-
Outstanding at the end of the year	**67,891,497**	**6,789.15**	**40,294,681**	**4,029.47**

Note: In the Current year, the Company has issued 1,15,96,816 Equity Shares of face value of ₹ 10 each upon conversion of 10,07,366 Series A CCPS & 6,49,322 Series B CCPS of face value of ₹ 20 each in the ratio of 7:1.

(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 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 shareholders.

(f) Details of Shareholders holding more than 5% Equity Shares

Name of shareholder	March 31, 2018		March 31, 2017		April 1, 2016	
	Number of shares held	% of Holding	Number of shares held	% of Holding	Number of shares held	% of Holding
Rohit Ramnath Katyal	6,304,144	9.29%	6,304,144	15.65%	900,592	15.65%
Rahul Ramnath Katyal	6,124,930	9.02%	6,124,930	15.20%	874,990	15.20%
Subir Malhotra	2,525,439	3.72%	2,525,439	6.27%	360,777	6.27%
Rohit Katyal jointly with Rahul Katyal	4,512,046	6.65%	4,512,046	11.20%	644,578	11.20%
Katyal Merchandise Private Limited	9,072,994	13.36%	9,072,994	22.52%	1,296,142	22.52%
New Quest Asia Investments II Limited	6,617,254	9.75%	3,587,080	8.90%	-	0.00%
Paragon Partners Growth Fund	6,036,303	8.89%	402,955	1.00%	3	0.00%
Vinayak Kulkarni HUF	-	0.00%	-	0.00%	760,000	13.20%
Advance Housing Development Private Limited	-	0.00%	5,245,800	13.02%	749,400	13.02%

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) Reconciliation of 0.0001% Compulsorily Convertible Preference Shares Series A outstanding at the beginning and at the end of the reporting period

Particulars	March 31, 2018		March 31, 2017		April 1, 2016	
	Nos.	INR Lacs	Nos.	INR Lacs	Nos.	INR Lacs
At the beginning of the period Series A	1,007,366	201.47	1,007,366	201.47	-	-
Shares issued during the period Series A	-	-	-	-	1,007,366	201.47
Converted into Equity Shares of ₹ 10 each	(1,007,366)	(201.47)	-	-	-	-
Outstanding at the end of the period (Series A)	-	-	1,007,366	201.47	1,007,366	201.47

(h) Reconciliation of 0.0001% Compulsorily Convertible Preference Shares Series B outstanding at the beginning and at the end of the reporting period

Particulars	March 31, 2018		March 31, 2017		April 1, 2016	
	Nos.	INR Lacs	Nos.	INR Lacs	Nos.	INR Lacs
At the beginning of the period Series B	649,322	129.86	-	-	-	-
Shares issued during the period Series B			649,322	129.86	-	-
Converted into Equity Shares of ₹ 10 each	(649,322)	(129.86)				
Outstanding at the end of the period (Series B)	-	-	649,322	129.86	-	-

15B OTHER EQUITY

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
(a) Securities premium			
Balance as per the last financial statements	10,666.94	8,304.76	1,845.81
Add: Premium on Issue of Compulsory convertible preference shares	-	5,870.13	6,098.49
Add: Premium on Issue of Equity shares	38,400.00	-	594.58
Less: Utilised for issue of Bonus Equity Shares	-	(3,453.83)	-
Less: Utilised for conversion of CCPS into Equity Shares	(828.33)	-	-
Less: Share issue expenses	(2,557.42)	(54.12)	(234.12)
Total	**45,681.19**	**10,666.94**	**8,304.76**
(b) Retained earnings			
Balance as per the last financial statements	14,852.77	7,942.66	3,760.87
Add: Premium on Issue of Compulsory convertible preference shares	7,874.81	6,909.53	4,339.77
Add: Premium on Issue of Equity shares	64.51	0.58	4.99
Less: Utilised for issue of Bonus Equity Shares			
Less: Utilised for conversion of CCPS into Equity Shares	(259.46)	-	(135.27)
Less: Share issue expenses	(54.29)	-	(27.69)
Total	**22,478.34**	**14,852.77**	**7,942.66**
Grand Total	**68,159.53**	**25,519.71**	**16,247.43**

Note: Securities premium is used to record the excess of the amount received over the face value of the shares. This reserve will be utilised in accordance with the provision of the Companies Act, 2013.

16 BORROWINGS

	Effective Interest Rate (%)	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
		INR lacs	INR lacs	INR lacs
(a) Non-Current Borrowings				
Term loans				
From banks (secured)	11.00%	2,632.67	1,771.07	2,658.19
From financial institutions (secured)	11.08%	1,847.84	3,874.95	1,549.44
Buyer's credit (secured)	4.50%	322.98	1,053.21	1,831.86
From other parties				
Intercorporate deposits (unsecured)	14.00%	-	-	386.09
Total		**4,803.49**	**6,699.23**	**6,425.58**

		Effective Interest Rate (%)	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
(b)	**Current Borrowings**				
	Working Capital Loan (secured)				
	From Bank	11.75%	4,698.22	4,223.34	7,273.99
	From Financial Institution	11.75%	254.41	1,003.27	1,925.28
	Bills discounted with Bank	Refer Note Below	8,953.97	4,483.48	1,490.66
	Current maturity of Long term loans (secured)				
	From Banks	11.00%	1,960.80	1,648.01	1,241.22
	From Financial Institutions	11.08%	3,073.08	1,253.23	518.83
	For Buyers' credit	4.50%	149.36	217.60	-
	Total		**19,089.84**	**12,828.93**	**12,449.98**
	Less: Amount clubbed under "Other Current Liabilities"		(5,183.24)	(3,118.84)	(1,760.05)
Net Current Borrowings			**13,906.60**	**9,710.09**	**10,689.93**
Aggregate Secured borrowings			23,893.33	19,528.16	18,489.47
Aggregate Unsecured borrowings			-	-	386.09

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 ₹ 1,749 to ₹ 25,00,000 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 ₹ 79.80 crores (PY ₹ 61.97 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 katyal Merchandise Private Ltd. & the personal guarantee of the director of the Company.

Term loan from financial institutions other than JM Financial loan 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 ₹ 8,625 to ₹ 5,53,160 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 ₹ 38.59 crores (PY ₹ 71.60 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 managing director of the Company.

Loan from JM financial carries interest @ 11% p.a. to be repaid in 18 instalments of ₹ 166 lacs each commencing after 19 months from the date of disbursement. The loan has first and exclusive lien over a Cash Fixed Deposit of an amount of ₹ 3,000 lacs with HDFC Bank Ltd. Further the loan has been guaranteed by Katyal Merchandise Private limited and the personal guarantee of the promoters.

Buyer’s Credit from banks in Euro carries interest @ 6 month EURIBOR + 28 bps to 80 bps and in USD ranging between 6 month LIBOR + 67 bps to 80 bps. These buyer’s credit are convertible into term loan after 3 years and repayable in ranging between 5 months 8 days to 84 months considering roll over option available at the discretion of the company. The buyer’s credits are secured by hypothecation of respective equipments against which these credits are taken and additional mortgage/charge aggregating to an amount of ₹ 4 crores (PY 13.65 crores), on the plant and machinery and formwork placed at various sites and used for the purpose of construction.

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 + 1.25% to 4.35% presently, in range of 9.40% to 12.35% p.a.

Working capital loan from financial institutions is secured against DSRA and investment in Birla Sun Life Mutual Fund. The Working capital loan is repayable on demand and carries interest rate of 11.75% p.a. Further, the loan has been guaranteed by the personal guarantee of the Director of the Company.

Bills discounted with various banks from various banks are discounted at various rates ranging from 10.20%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.

17 TRADE PAYABLES

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
Acceptances	11,772.15	5,295.78	8,362.57
Trade payables	32,726.08	25,664.58	21,756.56
Trade payables to related parties	7.28	5.13	55.31
Total	**44,505.51**	**30,965.49**	**30,174.44**
Trade payables MSME (Refer Note 37)	177.18	-	-
Total	**44,682.69**	**30,965.49**	**30,174.44**

18 OTHER FINANCIAL LIABILITIES

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
Non- Current			
Other financial Liabilities at amortized cost			
Creditors for capital supplies	1,515.56	1,600.68	1,830.78
Retention money	1,185.89	1,595.04	902.15
Retention money payable to related parties	238.59	147.47	64.63
Total	**2,940.04**	**3,343.19**	**2,797.56**
Current			
Other financial Liabilities at amortized cost			
Current maturity of long term loans (refer note 16)	5,183.24	3,118.84	1,760.05
Interest accrued on borrowings	32.72	35.19	38.65
Interest accrued on Intercorporate deposits	-	-	103.76
Creditors for capital supplies/services	1,546.63	832.08	494.25
Employee dues	904.57	745.32	607.06
Total	**7,667.16**	**4,731.43**	**3,003.77**

19 PROVISIONS

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
Non-Current			
Provision for employee benefits			
Gratuity	125.01	244.31	126.94
Total	**125.01**	**244.31**	**126.94**
Current			
Provision for employee benefits			
Gratuity	9.67	1.48	0.70
Leave encashment	88.30	189.14	94.70
Provision for Dividend Payable	-	-	162.96
Other Provisions	1,703.40	-	-
Total	**1,801.37**	**190.62**	**258.36**

20 CURRENT TAX LIABILITIES (NET)

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
Provision for tax	471.66	417.15	646.47
(net of advance tax ₹ 2352.72 (Mar 31, 2017 ₹ 1,500.97, April 01, 2016 NIL))			
Total	**471.66**	**417.15**	**646.47**

21 DEFERRED TAX LIABILITIES (NET)

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
The movement on the deferred tax account is as follows:			
At the start of the year	2,580.35	1,119.78	817.86
Charge/(credit) to Statement of Profit and Loss	1,463.48	1,460.57	301.92
At the end of the year	**4,043.83**	**2,580.35**	**1,119.78**

	As at March 31, 2017	Charge/(credit) to profit or loss & Adjustments*	As at March 31, 2018
Component of Deferred tax liabilities/ (assets) in relation to:			
Property, plant and equipement	1,786.15	422.78	2,208.93
Provisions	(324.65)	41.49	(283.16)
Retention money	1,136.58	999.21	2,135.79
Others	(17.73)	-	(17.73)
Total	**2,580.35**	**1,463.48**	**4,043.83**

	As at March 31, 2016	Charge/(credit) to profit or loss & Adjustment*	As at March 31, 2017
Component of Deferred tax liabilities/ (assets) in relation to:			
Property, plant and equipement	1,257.84	528.30	1,786.14
Provisions	(131.74)	(192.91)	(324.65)
Retention money	-	1,136.58	1,136.58
Others	(6.32)	(11.40)	(17.73)
Total	**1,119.78**	**1,460.57**	**2,580.35**

* Includes effect of transfer from provision for taxes to deferred tax liability.

22 OTHER LIABILITIES

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
Non-Current			
Advance from customers	7,128.76	7,292.84	7,122.32
Deferred Income	144.93	106.90	151.35
Total	**7,273.69**	**7,399.74**	**7,273.67**

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
Current			
Advance from customers	9,153.09	7,588.96	4,234.42
Deferred Income	198.84	199.77	231.71
Statutory dues	1,351.40	3,512.31	2,393.07
Advance received for sale of shares	-	345.00	-
Total	**10,703.33**	**11,646.04**	**6,859.20**

23 ASSETS CLASSIFIED AS HELD FOR SALE

On March 24, 2017, the Company has passed a resolution to sale its investment in share of Capacite Engineering Private Limited w.e.f. April 01 2017 and accordingly in standalone financial statement of March 31, 2017, Investment in share of Capacite Enginerring Private Limited is shown as “Assets classified as held for sale” amounting to ₹ 130 lacs under Assets.

24 REVENUE FROM OPERATIONS

	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Contract revenue	132,591.08	111,956.74
Other operating income		
- Scrap sales	355.86	320.27
- Trading of construction materials	617.26	231.36
Total	**133,564.20**	**112,508.37**

25 OTHER INCOME

	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Equipment hire charges	-	155.81
Service charge Income	118.54	273.01
Project Management Consultancy Income	-	45.84
Profit on sale of Investment	272.70	-
Interest on Fixed Deposits	1,318.80	369.43
Other Interest Income	710.63	590.74
Exchange differences (net)	-	8.58
Miscellaneous income	15.10	65.44
Total	**2,435.77**	**1,508.85**

26 COST OF RAW MATERIAL CONSUMED

	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Opening Stock	4,512.26	3,623.67
Add: Purchase of Raw Material (refer note 34)	63,981.45	48,053.06
Less: Closing Stock	(5,153.55)	(4,512.26)
Cost of Raw Material Consumed	**63,340.16**	**47,164.47**

27 (INCREASE)/ DECREASE IN CONSTRUCTION WORK IN PROGRESS

	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Opening Stock	12,529.18	11,280.73
Closing Stock	(16,402.24)	(12,529.18)
Total	**(3,873.06)**	**(1,248.45)**

28 CONSTRUCTION EXPENSES

	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Labour/Subcontractor charges (refer note 34)	30,651.83	27,779.04
Electricity expenses (Site) (refer note 34)	739.59	705.28
Equipments hire charges (refer note 34)	1,829.17	1,481.86
Formwork hire charges	1,764.07	2,052.89
Repairs & Maintenance	66.70	62.98
Others Construction Expenses (refer note 34)	2,107.60	1,555.22
Total	**37,158.96**	**33,637.27**

29 EMPLOYEE BENEFIT EXPENSES

	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Salaries, wages and bonus (refer note 34)	11,053.06	8,047.18
Contributions to provident and other funds	246.36	293.34
Staff welfare expenses	363.92	336.93
Total	**11,663.34**	**8,677.45**

30 FINANCE COST

	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Interest on borrowings	2,166.60	2,197.02
Other Interest Expenses	127.09	553.57
Bank guarantee commission	474.18	316.12
Bank charges	1,207.29	1,099.86
Total	**3,975.16**	**4,166.57**

31 DEPRECIATION AND AMORTISATION EXPENSES

	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Depreciation of Property, Plant and Equipment	6,654.08	6,449.61
Amortization of Intangible Assets	67.76	63.69
Total	**6,721.84**	**6,513.30**

32 OTHER EXPENSES

	For the Year Ended March 31, 2018 INR lacs	For the year ended March 31, 2017 INR lacs
Electricity charges	55.61	28.88
Rent (refer note 34)	1,011.56	831.79
Rates & taxes	195.69	473.13
Insurance expenses	131.91	132.87
Repairs & maintenance of		
Plant and machinery	155.36	77.40
CSR Expenditure (Refer note below)	28.04	6.25
Commission & brokerage	67.37	33.45
Legal and professional charges	1,153.72	845.95
Payment to auditor (refer note below)	69.00	27.50
Advertising and sales promotion	65.44	79.31
Travelling expenses	237.64	169.89
Vehicle hiring charges (refer note 34)	498.51	386.50
Communication costs	73.22	68.75
Provision for doubtful debts	30.94	333.32
Donation	6.06	8.80
Office expenses	1,012.85	857.47
Printing & stationery	123.64	109.54
Miscellaneous expenses (refer note 34)	26.75	106.96
Total	**4,943.31**	**4,577.76**

Corporate Social Responsibility Expenditure

Amount required to be spent by the company on Corporate Social Responsibility (CSR) related activities for the year ended March 31, 2018 is ₹ 147.25 lacs (Previous period: ₹ 83.56 lacs)

Amount spent during the period ended March 31, 2018 on:	In Cash	Yet to be paid	Total
(i) Construction of any asset	-	-	-
(ii) Purposes other than (i) above	28.04	119.21	147.25

Amount spent during the period ended March 31, 2017 on:	In Cash	Yet to be paid	Total
(i) Construction of any asset	-	-	-
(ii) Purposes other than (i) above	6.25	77.32	83.57

	For the Year Ended March 31, 2018 INR lacs	For the year ended March 31, 2017 INR lacs
Payment to Auditors		
As auditors:		
Audit Fees	62.50	27.50
Audit Fees	6.50	-
	69.00	**27.50**

33 INCOME TAX

The Company is subject to income tax in India on the basis of standalone financial statements. As per the Income Tax Act, the Company is liable to pay income tax which is the higher of regular income tax payable or the amount payable based on the provisions applicable for Minimum Alternate Tax (MAT).

MAT paid in excess of regular income tax during a year can be carried forward for a period of 15 years and can be offset against future tax liabilities.

Business loss can be carried forward for a maximum period of eight assessment years immediately succeeding the assessment year to which the loss pertains. Unabsorbed depreciation can be carried forward for an indefinite period.

Income tax expenses in the statement of profit and loss consist of the following:

Particulars	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Current Tax	2,765.80	3,576.25
Deferred Tax	1,429.65	43.07
Total	**4,195.45**	**3,619.32**

Reconciliation of taxes to the amount computed by applying the statutory income tax rate to the income before taxes is summarized below:

Particulars	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Profit before taxes	12,070.26	10,528.85
Applicable tax rates in India	34.61%	34.61%
Computed tax charge	4,177.28	3,643.83
Tax effect on exempted income	(2.10)	(3.05)
Tax effect on permanent non deductible expenses :		
Others	20.27	(21.46)
Total	**4,195.45**	**3,619.32**

34 DURING THE YEAR, FOLLOWING EXPENSES ARE CAPITALISED TO SITE ESTABLISHMENT

Particulars	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Raw Material Consumed	2,785.08	2,545.14
Labour/Subcontractor charges	3,026.25	1,804.34
Electricity expenses (Site)	273.29	-
Equipments hire charges	45.25	335.57
Others Construction Expenses	20.02	346.61
Salaries, wages and bonus	-	881.14
Other Expenses	-	24.72
Total	**6,149.89**	**5,937.52**

35 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 (after adjusting for interest on the convertible preference shares) by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

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

Particulars		For the Year Ended March 31, 2018 INR lacs	For the year ended March 31, 2017 INR lacs
Basic earnings per share			
Profit after tax as per accounts (₹ In Lacs)	A	7,874.81	6,909.53
Weighted average number of equity shares outstanding	B	57,448,446	40,294,681
Basic EPS	A/B	13.71	17.15
Diluted earnings per share			
Profit after tax as per accounts (₹ In Lacs)	A	7,874.81	6,909.53
Weighted average number of equity shares outstanding	B	57,448,446	40,294,681
Add: Bonus impact on CCPS	C	-	9,223,529
Weighted average number of equity shares outstanding for diluted EPS	D=B+C	57,448,446	49,518,210
Diluted EPS	A/D	13.71	13.95
Face Value per share (₹)		10	10

36 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. “

37 DETAILS OF DUES TO MICRO AND SMALL ENTERPRISES AS DEFINED UNDER THE MSMED ACT, 2006

Based on the information available with the Company, the dues payable to micro, small and medium enterprises as defined in “The Micro, Small & Medium Enterprises Development Act, 2006” as at March 31, 2018 amounts to ₹ 177.18 Lakhs (March 31,2017: Nil & April 01, 2016: Nil)

38 DISCLOSURE PURSUANT TO IND AS 11 “CONSTRUCTION CONTRACTS”

Particulars	March 31, 2018 INR lacs	March 31, 2017 INR lacs	March 31, 2016 INR lacs
Contract revenue recognised for the financial year (Note 24)	132,591.08	111,956.74	79,470.10
Aggregate amount of contract costs incurred as at end of the period for all contracts in progress till date	318,362.44	234,017.61	132,122.86
Aggregate amount of recognised profits as at end of the period for all contracts in progress till date	34,503.42	24,574.66	13,769.51
Amount of customer advances outstanding for contracts in progress as at period end	16,281.85	14,881.79	11,356.75
Retention amounts by customers for contracts in progress as at period end	11,500.49	9,640.95	6,439.38

39 CONTINGENT LIABILITIES

A)

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
Corporate Guarantee given on behalf of subsidiary company	1,095.00	1,095.00	1,295.00
Corporate Guarantee given to project customers	180.00	180.00	170.00
Bank Guarantees	8,996.07	2,922.86	290.00
Total	**10,271.07**	**4,197.86**	**1,755.00**

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 ₹ 64,13,256 & ₹ 55,55,603 respectively. The Company is contemplating to proceed with an appeal against the said orders. Pending outcome of the same, no adjustment has been made in the financial statements.

c) In addition to above, with respect to certain matters relating to issue of shares in earlier years, the Company has filed a compounding application in earlier years with the National Company Law Tribunal and currently, the impact of the same on these financial statements is not ascertainable.

40 CAPITAL AND OTHER COMMITMENTS

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
Formwork and Plant & Machinery	1,091.17	340.02	2,284.45
Immovable Property	513.53	1,395.99	802.45
Total	**1,604.70**	**1,736.01**	**3,086.90**

41 DISCLOSURE PURSUANT TO IND AS 19 "EMPLOYEE BENEFITS"

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)

Particulars	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Current service cost	162.65	109.48
Net Interest cost	19.04	9.58
Net benefit expenses	**181.68**	**119.06**

(ii) Remeaurement (gain)/loss recognised in other comprehensive income

Particulars	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Acturial loss / (gain) due to defined benefit obligation ('DBO') and assumption changes	(59.22)	(0.83)
Return on plan assets less / greater than discount rate	1.42	(0.05)
Acturial losses / (gains) due recognised in OCI	**(57.80)**	**(0.88)**

(iii) The amounts recognised in the Balance Sheet are as follows:

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
Defined benefit obligation	372.42	252.70	134.01
Fair value of plan assets	237.74	6.91	6.39
Net Plan Liability/ (Asset)*	**134.68**	**245.79**	**127.62**

* Balance as on 31st March 18 does not include ₹ 20,00,000 of premium contribution made on 31st March 2018 effect of which was given by Insurance company in FY 18-19

(iv) The changes in the present value of defined benefit obigation for Gratuity are as follows:

Particulars	As at March 31, 2018	As at March 31, 2017
	INR lacs	INR lacs
Opening defined benefit obligation	252.70	134.01
Add: Current service cost	162.65	109.48
Add: Interest cost	19.58	10.05
Add: Actuarial Gain on obligation arising from changes in experience adjustments	(59.23)	(0.83)
Less: Benefit paid	(3.30)	-
Closing defined benefit obligation	**372.42**	**252.70**

(v) Changes in the fair value of plan assets representing reconciliation of the opening and closing balances thereof are as follows:

Particulars	As at March 31, 2018	As at March 31, 2017
	INR lacs	INR lacs
Opening balance of the fair value of plan assets	6.91	6.39
Add: Interest income on plan assets	0.55	0.47
Add/(Less): Acturial gains/(losses)	(1.42)	0.05
Difference between actual return on plan assets and interest income	-	-
Add: Contribution by employer	235.00	-
Less: Benefits paid	(3.30)	-
Closing balance of the fair value of plan assets	**237.74**	**6.91**

(vi) The Major category of plan asset as a percentage of fair value of total plan assets is as follows

Particulars	For the Year Ended March 31, 2018	For the year ended March 31, 2017
Investments with insurer managed funds	100%	100%

(vii) Principal acturial assumptions as at Balance Sheet date:

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Discount rate	7.75%	7.50%	8.00%
Expected return on assets	7.75%	7.50%	8.00%
Employee attrition rate	5.00%	5.00%	2.00%
Salary growth rate	5.00%	5.00%	5.00%

(viii) Sensitivity Analysis

Particulars	For the Year Ended March 31, 2018	For the year ended March 31, 2017
Effect of 1% increase:		
Impact of change in salary growth rate	12%	10%
Impact of change in discount rate	-10%	-9%
Effect of 1% decrease:		
Impact of change in salary growth rate	-10%	-9%
Impact of change in discount rate	12%	10%

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) The expected maturity analysis of undiscounted defined benefit obligation is as follows:

Particulars	For the Year Ended March 31, 2018	For the year ended March 31, 2017
Within 1 year	20.58	11.37
Between 1 - 2 years	9.93	16.18
Between 2 - 3 years	19.03	12.44
Between 3 - 4 years	16.71	19.03
Between 4 - 5 years	23.12	19.28
Beyond 5 years	451.65	285.08

The weighted average duration of the defined benefit obligation is 17 years (31st March, 2017 - 19 years).

The contribution expected to be made by the Company during the financial year 2018-19 is ₹ 165.03 lacs (2017-18: ₹ 146.87 lacs)

42. RELATED PARTY TRANSACTIONS

Names of related parties and related party relationship

Related parties where control exists - Subsidiary Company	CIPL-PPSL-Yongnum Joint venture Constructions Private Limited Capacite Engineering Private Limited (upto April 01, 2017)
Joint Venture	PPSL Capacite JV (Patna JV)
Enterprises Owned by or significantly influenced by key management personnel or their relatives	Katyal Merchandise Pvt Ltd Capacit'e Engineering Private Limited (w.e.f. April 01, 2017) Asutosh Trade links Pratibha Structbuild Pvt. Ltd. (upto October 12, 2015) Rahul Katyal- HUF Rohit Katyal- HUF Capacit'e Ventures Pvt Ltd. MAS designs
Key Management Personnel & their relatives	Rohit Katyal – Executive Director and Chief Financial Officer (CFO w.e.f January 7, 2016 to May 4, 2016 & September 30, 2016 onwards) Rahul Katyal – Managing director Narayanan Neelkanteshwaran – Whole time director (w.e.f. June 29, 2015 to March 31, 2017) Subir Malhotra - Executive director Deepak Mitra - Independent director (upto February 24,2018) Rupa vora - Independent director (upto October 31,2017) V.N. Kannimbele - Independent director (upto February 24,2018) Farah Nathani Menzies - Independent director (From November 09, 2018 onwards) S B Mainak - Independent director (From March 29, 2018 onwards) Saroj Kumar Pati - Chief Executive Officer (from September 1,2017 onwards) Susheel P Todi - Chief Financial Officer (from May 5, 2016 to September 29, 2016) Vishwamitter Katyal - Father-in-Law of Mr. Subir Malhotra Monita Malhotra - Wife of Mr. Subir Malhotra

Additional Related parties as per Companies Act, 2013

Sai Katkar - Company Secretary (w.e.f. January 27, 2015)

Related Party Transaction (including provisions and accruals)

(Amounts in INR Lacs)

Name of Related Party	Relation with related parties	Nature of Transaction	As at March 31, 2018	As at March 31, 2017
CIPL-PPSL Yongnum JV Constructions Private Ltd	Subsidiary Company	Other Income (Formwork, Equipment and HO Charges)	98.39	365.94
		Converted in unsecured perpetual securities (Non cash)	1,364.11	174.59
		Investment in unsecured perpetual securities	541.10	-
		Loan given	-	1,292.09
		Loan received back	-	1,584.15
PPSL Capacite JV (Patna JV)	Joint Venture	Other Income (Formwork, Equipment and HO Charges)	-	110.51
		Interest income	113.41	167.03
		Loan given	1,126.81	325.17
		Loan received back	378.84	-
Capacit'e Engineering Private Limited (CEPL)	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Expenses Incurred - Subcontractor Charges	1,728.49	1,802.99
		Other Income (Guarantee commission)	2.68	-
		Purchases	324.27	1.09
		Contract Retention	91.12	82.85
		Contract Witheld	33.08	-
		Payment Received	35.00	-
		Payment Made	2,495.71	-
		ICD Taken	-	39.00
		ICD Repaid	-	439.00
		Interest on ICD	-	54.11
Rahul Katyal	Managing Director	Loan Received	25.00	15.00
		Loan Repaid (Including interest)	25.30	15.00
		Interest on Loan	0.30	-
		Directors Remuneration (refer note below)	94.20	85.33
Rohit Katyal	Director and Chief Financial Officer	Directors Remuneration (refer note below)	87.20	88.33
		Loan Received	-	30.00
		Loan Repaid	-	30.00
		Security deposit received back	-	6.00
Susheel P Todi	Chief Financial Officer	Remuneration	-	23.78
Sai Katkar	Company Secretary	Remuneration	13.83	12.64
Narayanan Neelkanteshwaran	Director	Directors Remuneration (refer note below)	-	78.75
Subir Malhotra	Executive Director	Directors Remuneration (refer note below)	86.20	98.60
Deepak Mitra	Independent director	Sitting Fees	3.30	1.20

(Amounts in INR Lacs)

Name of Related Party	Relation with related parties	Nature of Transaction	As at March 31, 2018	As at March 31, 2017
Rupa vora	Independent director	Sitting Fees	2.60	3.00
V.N. Kannimbele	Independent director	Sitting Fees	4.10	1.90
Farah Nathani Menzies	Independent director	Sitting Fees	0.90	-
S B Mainak	Independent director	Sitting Fees	0.50	-
Saroj Kumar Pati	Chief Executive Officer	Remuneration	70.89	-
Vishwamitter Katyal	Relatives of Directors	Professional Fees	24.03	16.85
Rohit Katyal HUF	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advances given received back	-	0.25
Rahul Katyal HUF	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advances given received back	-	0.25
MAS Designs	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Security Deposit received back	-	6.06
Capacit'e Ventures Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Amount Received	55.00	345.00
		Sale of Investments	400.00	-
		Rent Expenses	2.25	-
Mrs. Monita Malhotra	Relatives of Directors	Rent	27.00	27.10
Asutosh Katyal	Relatives of Directors	Training fees	-	45.51
Katyal Merchandise Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Interest expense (gross)	16.63	12.24
		ICD Repaid (incl. interest)	599.97	307.34
		ICD Taken	585.00	290.00
Ashutosh Trade links	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advance Taken	-	75.00
		Advance Given	-	75.00
		Vehicle Hiring Charges	7.05	28.20

Note: The remuneration to the key managerial personnel does not include the provisions made for gratuity and leave benefits, as they are determined on an actuarial basis for the Company as a whole.

Compensation of key management personnel of the Company

Particulars	As at March 31, 2018	As at March 31, 2017
Short-term employee benefits	363.72	393.52
Total	**363.72**	**393.52**

Closing Balances of Related Parties (including provisions and accruals)

(Amounts in INR Lacs)

Name of Related Party	Relation with related parties	Nature of Balance	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016
CIPL-PPSL Yongnum JV Constructions Pvt Ltd	Subsidiary Company	Investment in Perpetual Securities Unquoted	1,905.21	-	-
		Loan Given outstanding including interest(Refer note below)	-	1,300.01	1,334.82
		Balance Outstanding for Trade receivables	-	64.10	168.30
PPSL Capacite JV (Patna JV)	Joint Venture	Balance Outstanding for Trade receivables	37.93	24.69	-
		Loan Given outstanding including interest	2,398.90	1,542.41	971.39
Capacit'e Engineering Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advance Outstanding	385.44	131.76	-
		Subcontractors Payable	-	-	38.12
		Retention Money Payable	238.59	147.47	64.63
		Trade payable	33.08		-
		ICD Payable	-	-	386.09
		Interest accrued on ICD	-	-	97.43
Capacit'e Ventures Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advance received for sale of shares	-	345.00	-
		Rent payable	0.81		-
Katyal Merchandise Pvt. Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Interest accrued on Intercorporate Deposit	-	-	6.32
Vishwamitter Katyal	Relatives of Directors	Professional Fees Payable	2.16		-
Rohit katyal	Executive Director and Chief Financial Officer	Rent deposit given outstanding	-	-	6.00
Rohit Katyal HUF	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advances given outstanding	-	-	0.25
Rahul Katyal HUF	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advances given outstanding	-	-	0.25
MAS Designs	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advances given outstanding	-	-	6.06
Mrs. Monita Malhotra	Relative of directors	Rent payable	7.28	5.13	17.19

Note: Loans given to related party are repayable on demand. These loans carries interest @ of 11.5% p.a. The Company has not demanded any repayment of the said loan during the period ended March 31, 2018.

Details of Corporate Guarantees given on behalf of Related parties :

Name of Related Party	Opening Balance as at April 01, 2017	Issued during the period	Expired during the period	Closing Balance as at March 31, 2018
CIPL-PPSL Yongnum JV Constructions Pvt Ltd	1,095	-	-	1,095
Total	**1,095**	**-**	**-**	**1,095**

43 FIRST TIME ADOPTION TO IND-AS

These standalone financial statements, for the year ended March 31, 2018, are the first, the Company has prepared in accordance with Ind AS. For the periods upto the year ended March 31, 2017, the Company prepared its standalone financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 and Amendment thereof ('Indian GAAP' or previous GAAP').

Accordingly, the Company has prepared Standalone financial statements which comply with Ind AS applicable for the year ended March 31, 2018, together with the comparative period data as at and for the year ended March 31, 2017, as described in the summary of significant accounting policies. In preparing these standalone financial statements, the Company's opening balance sheet was prepared as at April 01, 2016, the Company's date of transition to Ind AS. This note explains the principal adjustments made by the Company in restating its previous GAAP standalone financial statements, including the balance sheet as at April 01, 2016 and the financial statements as at and for the year ended March 31, 2017.

Exemption applied:

A. Classification and measurement of financial assets

The Company has classified the financial assets in accordance with Ind AS 109 on the basis of facts and circumstances that exist at the date of transition to Ind AS.

Exemption availed:

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

A. Deemed cost-Previous GAAP carrying amount: (Property, plant and equipment, Intangible Assets and Capital work in progress)

The Company has elected to avail exemption under Ind AS 101 to use previous GAAP carrying value as deemed cost at the date of transition for all items of Property, plant and equipment, Intangible Assets and Capital work in progress as per the balance sheet prepared in accordance with previous GAAP.

B. Long Term Foreign Currency Monetary Items: (Long term foreign currency borrowings)

As per Paragraph D13AA of Ind AS 101 a first-time adopter may continue the policy adopted for accounting for exchange differences arising from translation of long-term foreign currency monetary items recognised in the financial statements for the period ending immediately before the beginning of the first Ind AS financial reporting period as per the previous GAAP.

The Company has elected to continue to the aforementioned accounting as per the previous GAAP.

C. Investment in Subsidiary

In the preparation of separate financial statements, Ind AS 27 Separate Financial Statements requires an entity to account for its investments in subsidiaries and joint venture either:

a) At cost, or

b) In accordance with Ind AS 109.

If a first-time adopter measures such an investment at cost, it can measure that investment at one of the following amounts in its separate opening Ind AS balance sheet:

- Cost determined in accordance with Ind AS 27
- Deemed cost, defined as
  - Fair value determined in accordance with Ind AS 113 at the date of transition to Ind AS, or
  - Previous GAAP carrying amount at the transition date.

A first-time adopter may choose to use either of these bases to measure investment in each subsidiary and where it elects to use a deemed cost. Accordingly, the Company has opted to carry the investment in subsidiary and at previous GAAP carrying amount as at the date of transition.

D. Reconciliation of total equity between previous GAAP and Ind AS.

Particulars	Note No.	As at March 31, 2018	As at March 31, 2017
		INR lacs	INR lacs
Equity as reported under IGAAP		29,914.03	17,036.49
Fair value changes on financial instruments	i	4.19	4.70
Fair value changes on borrowings	iii	6.24	-
Fair value Changes on property, plant & equipment	iv	(61.67)	(22.97)
Deferred tax adjustments	v	17.73	6.32
Equity as reported under Ind-AS		**29,880.52**	**17,024.54**

E. Reconciliation of profit or loss as previously reported under Indian GAAP to Ind-AS

Particulars	Note No.	As at March 31, 2017
		INR lacs
Net profit under previous GAAP (net of Tax)		6,931.67
Adjustments:		
Effect of discounting of capital creditors	i	0.88
Effect of discounting of receivables	i	(1.40)
Actuarial gain/ (loss) on defined benefit obligation recognised in other comprehensive income	ii	(0.88)
Impact of loan processing fees	iii	6.24
Depreciation on property plant and equipment	iv	(38.70)
Tax impact on above adjustments	v	11.72
Profit as reported under Ind AS		**6,909.53**

F. Reconciliation of other comprehensive income as previously reported under Indian GAAP to Ind-AS

Particulars	Note No.	As at March 31, 2017
		INR lacs
Comprehensive income as reported under IGAAP		-
Employee benefits – actuarial gains and losses (net of taxes)	ii	0.58
Comprehensive income as reported under Ind-AS		**0.58**

Notes to reconciliation between previous GAAP and Ind AS:

i. Under Indian GAAP, the financial instruments were not fair valued. Under Ind AS, such instruments are subject to fair value on transition date and every subsequent periods. Effect of fair valuation measurements are recognised to statement of profit and loss.

ii. The Company recognises costs related to its post-employment defined benefit plan on an actuarial basis both under Indian GAAP and Ind AS. Under Indian GAAP, the entire cost including actuarial gains and losses were charged to profit or loss. Under Ind AS, remeasurements are recognised immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through other comprehensive income (OCI). The concept of OCI did not exist under the previous GAAP.

iii. Under Indian GAAP, transaction costs incurred in connection with borrowings were amortised upfront and charged to profit or loss for the period. In accordance with Ind AS 109 “Financial Instruments”, transaction costs on borrowings are required to be considered as effective finance costs and recognised in the statement of profit and loss using the effective interest rate.

iv. In accordance with Ind AS 16, ‘Property, plant and equipment’ the assets contributed by the customers to the Company which are controlled by the Company are accounted upfront at fair value. The said assets are depreciated over the life of the assets.

v. In accordance with Ind AS 12, ‘Income Taxes’, the Company on transition to Ind AS has recognised deferred tax on temporary differences arising on account of above adjustments.

G. Effect of adoption of IndAS on the statement of cash flows for the year ended March 31, 2017:

Following is the impact on cash flows on transition from Indian GAAP to Ind-AS. Cash flows relating to interest are classified in a consistent manner as operating, investing or financing each period.

Particulars	Previous GAAP	Effect of transition to Ind AS	Ind AS
Net cash flows from operating activities	6,205.10	5,919.61	12,124.71
Net cash flows from investing activities	(5,238.34)	(5,944.35)	(11,182.69)
Net cash flows from financing activities	(267.12)	50.87	(216.25)
Net increase/(decrease) in cash and cash equivalents	**699.64**	**26.13**	**725.77**
Cash and cash equivalents at the beginning of the period	468.65	(98.41)	370.24
Effect of exchange differences on cash & cash equivalents held in foreign currency	(0.78)	-	(0.78)
Cash and cash equivalents at the end of the period	**1,167.51**	**(72.28)**	**1,095.23**

44 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 roperties 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 33 for further disclosures.

B) Estimates and assumptions

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

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.

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 41.”

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.

45 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, 2018, March 31, 2017 and April 01, 2016.

As at March 31, 2018

Particulars	Level	Fair value through statement of profit and loss account	Amortised cost	Total carrying value	Total fair value
Financial assets					
Investments*	Level 2	51.86	-	51.86	51.86
Trade receivables		-	46,465.38	46,465.38	46,465.38
Cash and cash equivalent		-	1,291.59	1,291.59	1,291.59
Bank balances other than cash and cash equivalent		-	31,080.53	31,080.53	31,080.53
Loans		-	5,478.41	5,478.41	5,478.41
Other Financial Assets		-	15,686.07	15,686.07	15,686.07
Total		**51.86**	**100,001.98**	**100,053.84**	**100,053.84**
Financial Liabilites					
Borrowings		-	18,710.08	18,710.08	18,710.08
Trade payables		-	44,682.69	44,682.69	44,682.69
Other financial liabilities		-	10,607.20	10,607.20	10,607.20
Total		-	73,999.97	73,999.97	73,999.97

As at March 31, 2017

Particulars	Level	Fair value through statement of profit and loss account	Amortised cost	Total carrying value	Total fair value
Financial assets					
Investments*	Level 2	49.16	-	49.16	49.16
Trade receivables		-	37,336.37	37,336.37	37,336.37
Cash and cash equivalent		-	1,095.23	1,095.23	1,095.23
Bank balances other than cash and cash equivalent		-	3,862.92	3,862.92	3,862.92
Loans		-	3,284.98	3,284.98	3,284.98
Other Financial Assets		-	4,442.68	4,442.68	4,442.68
Total		**49.16**	**50,022.18**	**50,071.34**	**50,071.34**
Financial Liabilites					
Borrowings		-	16,409.32	16,409.32	16,409.32
Trade payables		-	30,965.49	30,965.49	30,965.49
Other financial liabilities		-	8,074.62	8,074.62	8,074.62
Total		-	55,449.43	55,449.43	55,449.43

As at April 01, 2016

Particulars	Level	Fair value through statement of profit and loss account	Amortised cost	Total carrying value	Total fair value
Financial assets					
Investments*	Level 2	8.50	-	8.50	8.50
Trade receivables		-	27,942.53	27,942.53	27,942.53
Cash and cash equivalent		-	370.24	370.24	370.24
Bank balances other than cash and cash equivalent		-	3,143.43	3,143.43	3,143.43
Loans		-	2,696.31	2,696.31	2,696.31
Other Financial Assets		-	1,257.93	1,257.93	1,257.93
Total		**8.50**	**35,410.44**	**35,418.94**	**35,418.94**
Financial Liabilites					
Borrowings		-	17,115.52	17,115.52	17,115.52
Trade payables		-	30,174.44	30,174.44	30,174.44
Other financial liabilities		-	5,801.33	5,801.33	5,801.33
Total		-	53,091.29	53,091.29	53,091.29

*Other than investments in subsidiary accounted at cost in accordance with Ind AS 27

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

46 CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued equity capital, convertible preference shares, 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:

Particulars	**As at March 31, 2018**	As at March 31, 2017	As at April 1, 2016
Debt (i)	23,893.33	19,528.15	18,875.56
Less: Cash and Bank balances	1,291.59	1,095.23	370.24
Net debt	22,601.74	18,432.92	18,505.32
Total Capital (ii)	74,948.68	29,880.52	17,024.54
Capital and Net Debt	97,550.43	48,313.44	35,529.86
Net debt to Total Capital plus net debt ratio (%)	23.17%	38.15%	52.08%

(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, 2018 and March 31, 2017.

47 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 two types of risk: interest rate risk and currency 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:

Particulars	As at March 31, 2018 INR Lacs	As at March 31, 2017 INR Lacs
Increase in basis points	+50	+50
Effect on profit before tax	-4.36	-7.76
Decrease in basis points	-50	-50
Effect on profit before tax	4.36	7.76

c) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company is exposed to foreign exchange risk through its overseas borrowings. The results of the Company's operations can be affected as the rupee appreciates/depreciates against these currencies.

The following table analyzes foreign currency assets and liabilities on balance sheet dates:

Particulars	As at March 31, 2018		As at March 31, 2017	
	Foreign currency lacs	INR lacs	Foreign currency lacs	INR lacs
Foreign currency liabilities				
In USD	5.14	334.60	7.52	487.82
In Euro	1.73	139.51	11.35	785.84
Foreign currency assets	-	-	-	-

d) Foreign currency sensitivity analysis

The following tables demonstrate the sensitivity to a reasonably possible change in exchange rates, with all other variables held constant. The impact on the Company's profit before tax and pre-tax equity is due to changes in the fair value of monetary assets and liabilities:

Year ended	Rupee movement	Effect on profit before tax	Effect on pre-tax equity
March 31, 2018	Rupee depreciate by INR 1 against USD	(5.14)	(5.14)
	Rupee appreciate by INR 1 against USD	5.14	5.14
	Rupee depreciate by INR 1 against Euro	(1.73)	(1.73)
	Rupee appreciate by INR 1 against Euro	1.73	1.73
March 31, 2017	Rupee depreciate by INR 1 against USD	(7.52)	(7.52)
	Rupee appreciate by INR 1 against USD	7.52	7.52
	Rupee depreciate by INR 1 against Euro	(11.35)	(11.35)
	Rupee appreciate by INR 1 against Euro	11.35	11.35

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/ worthness given by external rating agencies or based on companies internal assessment.

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 at 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 independent 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

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.

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

Particulars	On demamd	Within 12 months	After 12 months	Total
Year ended March 31, 2018				
Borrowings	4,952.63	14,137.21	4,803.49	23,893.33
Other financial liablities	-	7,667.16	2,940.04	10,607.20
Trade payables	-	44,682.69	-	44,682.69
	4,952.63	**66,487.07**	**7,743.53**	**79,183.23**
Year ended March 31, 2017				
Borrowings	5,226.59	7,602.33	6,699.24	19,528.15
Other financial liablities	-	4,731.43	3,343.19	8,074.62
Trade payables	-	30,965.49	-	30,965.49
	5,226.59	**43,299.24**	**10,042.43**	**58,568.26**
Year ended April 1, 2016				
Borrowings	9,199.27	3,250.71	6,425.58	18,875.56
Other financial liablities	-	3,003.77	2,797.56	5,801.33
Trade payables	-	30,174.44	-	30,174.44
	9,199.27	**36,428.92**	**9,223.14**	**54,851.33**

C) Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: currency risk and interest rate risk. Financial instruments affected by market risk include loans and borrowings, investments, other financial assets and other financial liabilities.

48 STANDARDS ISSUED BUT NOT YET EFFECTIVE

IND AS 115 - Revenue from Contracts with Customers

In March 2018, the Ministry of Corporate Affairs had notified Ind AS 115 (Revenue from Contracts with Customers) which would be applicable for accounting periods beginning on or after 1 April 2018.This Standard establishes the principles that an entity shall apply to report useful information to users of financial statements about the nature, amount, timing and uncertainty of revenue and cash flows arising from a contract with a customer.The Company is evaluating the requirements of the standard and its impact on its financials.

49 PREVIOUS YEAR FIGURES

The comparatives given in the consolidated financial statements have been complied after making necessary Ind AS adjustments to the respective audited standalone financial statements under previous GAAP to give a true and fair view in accordance with Ind AS.

As per our report of even date

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: May 18, 2018

For and on behalf of the Board of Directors

Capacit'e Infraprojects Limited

Rahul Katyal
Managing Director
DIN: 00253046

Rohit Katyal
Director and Chief Financial Officer
DIN: 00252944

Sai Katkar
Company Secretary

INDEPENDENT AUDITOR'S REPORT

To the Members of Capacit'e Infraprojects Limited

REPORT ON THE CONSOLIDATED IND AS FINANCIAL STATEMENTS

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") and joint venture, comprising of the consolidated Balance Sheet as at March 31, 2018, the consolidated Statement of Profit and Loss including other comprehensive income, the consolidated Cash Flow Statement, the consolidated Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED IND AS FINANCIAL STATEMENTS

The Holding Company's Board of Directors is responsible for the preparation of these consolidated Ind AS financial statements in terms of the requirement of the Companies Act, 2013 ("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 Joint Venture in accordance with accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014 and the Companies (Indian Accounting Standard) Amendment Rules, 2016. The respective Board of Directors of the companies included in the Group and of its joint venture 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 joint venture and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and 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 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.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on these consolidated Ind AS financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph (a) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated Ind AS financial statements.

OPINION

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 and joint venture, the aforesaid consolidated Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the consolidated state of affairs of the Group and joint venture as at March 31, 2018, their consolidated profit including other comprehensive income, their consolidated cash flows and consolidated statement of changes in equity for the year ended on that date.

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 ₹ 1,927.74 lacs and net assets of ₹ 1,733.00 lacs as at March 31, 2018, and total revenues of ₹ 543.37 lacs and net cash outflows of ₹ 15.10 lacs for the year ended on that date. These 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 profit of ₹ 84.93 lacs for the year ended March 31, 2018, as considered in the consolidated financial statements, in respect of one joint venture, whose financial statements, other financial information have been audited by other auditor and whose report 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 this subsidiary 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 subsidiary and joint venture, is based solely on the reports of such other auditors.

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 the subsidiary and joint venture, as noted in the 'other matter' paragraph we report, to the extent applicable, that:

(a) We / the other auditors whose reports 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 purpose 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, 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 Rule 7 of the Companies (Accounts) Rules, 2014 and Companies (Indian Accounting Standard) Amendment Rules, 2016;

(e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2018 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 and joint venture incorporated in India, none of the directors of the Group's company and joint venture incorporated in India is disqualified as on March 31, 2018 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 incorporated in India, refer to our separate report in "Annexure 1" to this report;

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our 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 and joint venture, as noted in the 'Other matter' paragraph:

    i. The Group has disclosed the impact of pending litigations on its financial position in financial statements – Refer note 12 and 40 of the Consolidated Financial Statements.

    ii. The Group and joint venture did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended March 31, 2018.

    iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, its subsidiary and joint venture incorporated in India during the year ended March 31, 2018.

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

per **Jayesh Gandhi**
Partner
Membership Number: 37924

Place of Signature: Mumbai
Date: May 18, 2018

ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED 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")

In conjunction with our audit of the consolidated financial statements of Capacit'e Infraprojects Limited as of and for the year ended March 31, 2018, 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, 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 and its subsidiary company, 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 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 was established and maintained and if such controls operated effectively in all material respects.

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

In our opinion, the Holding Company and its subsidiary company, which are companies incorporated in India, have, maintained in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, 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 of the Holding Company, insofar as it relates to this one subsidiary company, which is a company incorporated in India, is based on the corresponding report of the auditor of such subsidiary, which is incorporated in India.

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

per **Jayesh Gandhi**
Partner
Membership Number: 37924

Place of Signature: Mumbai
Date: May 18, 2018

CONSOLIDATED BALANCE SHEET

as at March 31, 2018

Particulars	Notes	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
ASSETS				
Non-current assets				
Property, plant and equipment	4	40,852.88	32,361.38	28,679.98
Capital work-in-progress	4	6.10	673.11	833.25
Intangible assets	5	138.09	205.85	201.75
Goodwill on Consolidation		4.40	4.40	-
Financial Assets				
Investments	6	8.50	8.50	8.62
Trade receivables	12	5,205.16	1,559.81	-
Loans	7	249.00	279.00	43.35
Other financial assets	8	2,902.16	83.23	1,080.16
Non Current Tax Assets (net)	10	33.33	52.22	-
Other non-current assets	9	3,239.93	1,607.53	1,068.93
Total non current assets		52,639.55	36,835.03	31,916.04
Current assets				
Inventories	11	22,406.93	18,090.40	16,425.61
Financial assets				
Investments	6	43.36	40.66	-
Trade receivables	12	41,883.45	36,842.83	28,703.36
Cash and cash equivalents	13	1,301.19	1,119.94	389.53
Bank balances other than cash and cash equivalents	14	31,080.53	3,862.92	3,244.92
Loans	7	5,243.91	3,021.98	1,720.93
Other financial assets	8	12,821.75	2,959.74	207.85
Current Tax Assets (net)	10	47.01	315.41	425.47
Other current assets	9	5,921.11	5,563.76	5,899.74
Total current assets		120,749.24	71,817.64	57,017.41
Assets classified as held for sale	23	-	2,272.98	-
Total-Assets		173,388.79	110,925.65	88,933.45
EQUITY AND LIABILITIES				
Equity				
Equity share capital	15A	6,789.15	4,360.81	777.11
Other equity	15B	68,006.13	25,570.29	16,287.98
Equity attributable to equity holders of parent		74,795.28	29,931.10	17,065.09
Non Controlling Interest	15C	-	-	214.47
Total Equity		74,795.28	29,931.10	17,279.56
Non-Current liabilities				
Financial liabilities				
Borrowings	16	4,803.49	6,712.08	6,086.10
Other financial liabilities	18	2,940.04	3,206.61	2,739.03
Provisions	19	125.01	244.31	126.94
Deferred tax liabilities (net)	21	4,052.42	2,610.28	1,144.38
Other non-current liabilities	22	7,273.69	7,513.92	7,715.38
Total Non-current liabilities		19,194.65	20,287.20	17,811.83
Current liabilities				
Financial liabilities				
Borrowings	16	13,921.17	9,787.53	11,362.93
Trade payables	17	44,733.31	31,818.96	30,769.96
Other financial liabilities	18	7,682.91	4,783.54	3,441.41
Provisions	19	1,801.37	190.62	258.36
Current Tax Liabilities (net)	20	471.66	417.15	646.47
Other current liabilities	22	10,788.44	11,775.80	7,362.93
Total Current Liabilities		79,398.86	58,773.60	53,842.06
Liabilities directly associated with the Assets classified as held for sale	23	-	1,933.75	-
Total Liabilities		98,593.51	80,994.55	71,653.89
Total Equity and Liabilities		173,388.79	110,925.65	88,933.45
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

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: May 18, 2018

For and on behalf of the Board of Directors

Capacit'e Infraprojects Limited

Rahul Katyal
Managing Director
DIN: 00253046

Rohit Katyal
Director and Chief Financial Officer
DIN: 00252944

Sai Katkar
Company Secretary

CONSOLIDATED STATEMENT OF PROFIT & LOSS

for the year ended March 31, 2018

Particulars	Notes	For the year ended March 31, 2018 INR lacs	For the year ended March 31, 2017 INR lacs
INCOME			
Revenue from operations	**24**	**134,107.57**	**115,526.54**
Other income	25	2,415.32	1,051.46
TOTAL INCOME		**136,522.89**	**116,578.00**
EXPENSES			
Cost of Raw Material consumed	26	63,433.67	49,619.17
(Increase)/ decrease in construction work-in-progress	27	(3,704.00)	(1,727.80)
Construction expenses	28	37,356.28	33,548.46
Employee benefits expense	29	11,665.62	8,969.32
Finance costs	30	3,987.43	4,230.94
Depreciation and Amortisation Expenses	31	6,721.84	6,538.97
Other expenses	32	4,994.68	4,698.46
TOTAL EXPENSES		**124,455.52**	**105,877.52**
Profit before share of profit/(loss) of a Joint Venture and tax	44	**12,067.37**	**10,700.48**
Share of profit/(loss) of Joint Venture	44	84.93	(73.38)
Profit before tax		**12,152.30**	**10,627.10**
Current tax	33	2,765.80	3,632.86
Deferred tax	33	1,429.65	50.17
Income Tax Expenses		4,195.45	3,683.03
Net Profit for the year		**7,956.85**	**6,944.07**
OTHER COMPREHENSIVE INCOME			
Other comprehensive income not to be reclassified to profit or loss in subsequent periods			
Re-measurement gains on defined benefit plans		98.65	0.88
Income tax effect		(34.14)	(0.30)
Net other comprehensive income not to be reclassified to profit or loss in subsequent periods		64.51	0.58
Total comprehensive income for the year, net of tax		**8,021.36**	**6,944.65**
Profit for the Year attributable to :			
- Equity holders of the Parent		7,956.85	6,915.74
- Non Controlling Interest		-	28.33
Other comprehensive income for the year attributable to :			
- Equity holders of the Parent		64.51	0.58
- Non Controlling Interest		-	-
Total comprehensive income for the year attributable to :			
- Equity holders of the Parent		8,021.36	6,916.32
- Non Controlling Interest		-	28.33
EARNING PER SHARES (EPS)	36		
- Basic		13.85	17.16
- Diluted		13.85	13.97
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

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: May 18, 2018

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

Rahul Katyal
Managing Director
DIN: 00253046

Rohit Katyal
Director and Chief Financial Officer
DIN: 00252944

Sai Katkar
Company Secretary

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
for the year ended March 31, 2018

A) EQUITY SHARE CAPITAL

Particulars	Notes	Amount
		INR Lacs
As at April 1, 2016		575.64
Changes in equity share capital during the year	15A	3,453.83
As at March 31, 2017		**4,029.47**
Changes in equity share capital during the year	15A	2,759.68
As at March 31, 2018		**6,789.15**

B) INSTRUMENTS ENTIRELY EQUITY IN NATURE

Compulsorily Convertible Preference Shares - Series A

Particulars	Notes	Amount
		INR Lacs
As at April 1, 2016		201.47
Changes in Compulsorily Convertible Preference Shares	15A	-
As at March 31, 2017		**201.47**
Changes in Compulsorily Convertible Preference Shares	15A	(201.47)
As at March 31, 2018		**-**

Compulsorily Convertible Preference Shares - Series B

Particulars	Notes	Amount
		INR Lacs
As at April 1, 2016		-
Changes in Compulsorily Convertible Preference Shares	15A	129.86
As at March 31, 2017		**129.86**
Changes in equity Compulsorily Convertible Preference Shares	15A	(129.86)
As at March 31, 2018		**-**

C) OTHER EQUITY

Particulars	Attributable to the equity holders				
	Reserves and surplus				Total
	Securities premium account	Capital Reserve	Retained earnings	Non-controlling Interest	
	INR Lacs		INR Lacs		INR Lacs
Balance as at April 1, 2016	8,309.76	113.24	7,864.98	214.47	16,502.45
Profit/ (Loss) for the year	-	-	6,915.74	28.33	6,944.07
Other comprehensive income for the year	-	-	0.58	-	0.58
Total comprehensive income for the year	**8,309.76**	**113.24**	**14,781.30**	**242.80**	**23,447.10**
Premium on Issue of Compulsory convertible preference shares	5,870.13	-	-	-	5,870.13
Utilised for issue of Bonus Equity Shares	(3,453.84)	-	-	-	(3,453.84)
Share issue expenses	(54.12)	-	-	-	(54.12)
Liabilities directly associated with the assets classified as held for sale (Refer Note 23)	-	-	-	(242.80)	(242.80)
Share of loss from subsidiary of earlier years transferred from Majority	-	-	3.82	-	3.82
Others*	(5.00)	-	5.00	-	-
Balance as at March 31, 2017	**10,666.93**	**113.24**	**14,790.12**	**-**	**25,570.29**
Profit / (Loss) for the year	-	-	7,956.85	-	7,956.85
Other comprehensive income for the year	-	-	64.51	-	64.51
Total comprehensive income for the year	**10,666.93**	**113.24**	**22,811.48**	**-**	**33,591.65**
Premium on Issue of Compulsory convertible preference shares	38,400.00	-	-	-	38,400.00
Utilised for issue of Bonus Equity Shares	(828.34)	-	-	-	(828.34)
Share issue expenses	(2,557.42)	-	-	-	(2,557.42)
Derecognition on Sale of Business	-	**(113.24)**	(172.76)	-	(286.00)
Dividend paid	-	-	(259.46)	-	(259.46)
Dividend distribution tax	-	-	(54.30)	-	(54.30)
As at March 31, 2018	45,681.17	-	22,324.96	-	68,006.13

*The Group had incorrectly created security premium in earlier year through statement of profit and loss, the same had been corrected in previous year.

Summary of significant accounting policies 3

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

As per our report of even date

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: May 18, 2018

For and on behalf of the Board of Directors

Capacit'e Infraprojects Limited

Rahul Katyal
Managing Director
DIN: 00253046

Rohit Katyal
Director and Chief Financial Officer
DIN: 00252944

Sai Katkar
Company Secretary

CONSOLIDATED CASH FLOW STATEMENT

for the year ended March 31, 2018

Particulars	For the year ended March 31, 2018 INR lacs	For the year ended March 31, 2017 INR lacs
Cash flow from operating activities		
Profit before Tax	12,152.30	10,627.10
Adjustment to reconcile profit before tax to net cash flows		
Depreciation and amortisation	6,721.84	6,538.97
Finance cost	3,987.43	4,230.94
Provision for doubtful debts	30.94	333.32
Loss on Sale of fixed assets	19.21	-
Sundry Balance written off	-	26.93
Unrealized foreign exchange (Gain)/loss	23.54	(0.31)
Profit on sale of Investment	(97.23)	-
Sundry Balance written back	(168.97)	-
Interest income	(1,888.69)	(849.38)
Operating profit before working capital changes	**20,780.37**	**20,907.57**
Movement in working capital :		
(Increase)/Decrease in Trade Receivables (Including bills discounted with banks)	(4,246.43)	(7,039.77)
(Increase)/Decrease in Loans	(1,307.61)	(1,116.11)
(Increase)/Decrease in Inventories	(4,316.54)	(1,664.81)
(Increase)/Decrease in Other Assets and other financial assets	(13,227.23)	(3,293.93)
Increase/(Decrease) in Trade payables	13,083.32	1,022.07
Increase/(Decrease) in Provisions	1,568.45	49.63
Increase/(Decrease) in Other Liabilities and other financial liabilities	(1,382.88)	7,084.60
Cash generated from operations	**10,951.45**	**15,949.25**
Direct Taxes paid (net of refunds)	(2,424.03)	(2,388.58)
Net cash flow from operating activities (A)	**8,527.42**	**13,560.67**
Cash flow from investing activities		
Purchase of property, plant and equipment including CWIP and capital advances	(14,098.57)	(11,235.26)
Proceeds from sale of property, plant and equipment	395.93	-
Proceeds from sale of business	147.76	-
Purchase of Investments	-	(40.54)
Inter corporate deposit (given)/refunded (to)/from Related Parties, net	(884.32)	(420.59)
Investments in bank deposits (having original maturity of more than three months), net	(28,751.58)	(686.30)
Advance received for sale of shares	-	(345.00)
Interest received	1,797.04	772.61
Dividend Received	-	-
Net cash used in investing activities (B)	**(41,393.74)**	**(11,955.08)**

Particulars		For the year ended March 31, 2018 INR lacs	For the year ended March 31, 2017 INR lacs
Cash flow from financing activities			
Proceeds from long-term borrowings, net		108.94	1,987.60
Repayment of short-term borrowings, net		(336.83)	(4,568.23)
Dividend paid including taxes		(313.75)	-
Interest paid		(3,854.78)	(4,240.73)
Payment of share issue expenses		(2,557.42)	(54.12)
Proceeds from issue of Share Capital		39,999.99	5,999.99
Net cash from/(used in) financing activities (C)		**33,046.15**	**(875.49)**
Net increase in cash and cash equivalents (A + B + C)		**179.83**	**730.10**
Effect of exchange differences on cash & cash equivalents held in foreign currency		1.42	0.31
Cash and Cash Equivalents at the beginning of the period		1,119.94	389.53
Cash and cash equivalents at end of the period (note 13)		**1,301.19**	**1,119.94**
Non Cash Investing & financing transaction			
Conversion of CCPS into equity		1,159.68	-
Summary of significant accounting policies	3		

As per our report of even date

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: May 18, 2018

For and on behalf of the Board of Directors

Capacit'e Infraprojects Limited

Rahul Katyal
Managing Director
DIN: 00253046

Rohit Katyal
Director and Chief Financial Officer
DIN: 00252944

Sai Katkar
Company Secretary

CONSOLIDATED NOTES TO FINANCIAL STATEMENTS

for the year ended March 31, 2018

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, 2018. The Company is a Company public domiciled in India and its incorporated under the provisions of Companies Act, 1956 on August 09, 2012. The Company is an ISO-9001:2008, ISO-14001:2004 and OHSAS-18001:2007 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 construction and infrastructure development. The Company was incorporated as a Private Limited Company and became a Limited Company in March 2014.

The consolidated financial statements were authorised for issue in accordance with a resolution of the directors on May 18, 2018..

2. BASIS OF PREPARATION

In accordance with the notification issued by the Ministry of Corporate Affairs, the Group has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) amendment Rules 2016, as amended with effect from April 01, 2016. The consolidated financial statements of the Group, have been prepared and presented in accordance with Ind AS. Comparative numbers in the consolidated financial statements have been restated to Ind AS. In accordance with Ind AS 101 First-time adoption of Indian Accounting Standards, the Group has presented a reconciliation from the presentation of consolidated financial statements under Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 ("Previous GAAP") to Ind AS of Shareholders' equity as at March 31, 2017 and April 01, 2016 and of the total comprehensive income for the year ended March 31, 2017 (refer note 46 for reconciliations and effect of transitions). The consolidated financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities (refer accounting policy regarding financial instruments) which have been measured at fair value.

The functional and presentation currency of the Group is Indian Rupee ('Rs') which is the currency of the primary economic environment in which the Group operates.

2.1 Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiary as at 31 March 2018. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee;
- Rights arising from other contractual arrangements;
- The Group's voting rights and potential voting rights;
- The size of the group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the 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:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary
- Derecognises the carrying amount of any non-controlling interests
- Derecognises the cumulative translation differences recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss
- Reclassifies the parent's share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a) Goodwill

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through OCI. After initial recognition, goodwill is measured at cost less any accumulated impairment losses.

b) Investment in Joint Venture

"A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control. Investment in joint venture are accounted for using equity method.

Under the equity method, the investment in a joint venture is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the joint venture since the acquisition date.

The aggregate of the Group's share of profit or loss of a joint venture is shown on the face of the statement of profit and loss.

The financial statements of the joint venture is prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

c) 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.

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.

d) Fair value measurement of financial instruments

The Group 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 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 categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the 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.

e) Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

For Construction Contract

a. For Engineering, Procurement and Construction ('EPC') contracts, the work item rates are fixed and subject to price escalation clauses.

b. Revenues are recognised on a percentage of completion method measured on the basis of stage of completion which is as per joint surveys and work certified by the customers.

c. Profit is recognised in proportion to the value of work done (measured by the stage of completion) when the outcome of the contract can be estimated reliably.

d. Amounts due in respect of price escalation, cost compensations and/ or variation in contract work are recognised as revenue only if the contract allows for such price escalation, cost compensations and/ or variation and/or there is evidence that the customer has accepted it and are capable of being reliably measured.

Accounting of Supply Contracts-Sale of goods

Revenue from supply contract is recognized when the substantial risk and rewards of ownership 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 or to the amortised cost of a financial liability. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument 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.

f) Property, plant and equipment

On transition to Ind AS, the Group has elected to continue with the carrying value of all of its property, plant and equipment recognised as at March 31, 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment as on April 1, 2016.

Property, plant and equipment, capital work in progress are stated at historical cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met, directly attributable cost of bringing the asset to its working condition for the intended use and initial estimate of decommissioning, restoring and similar liabilities. Any trade discounts and rebates are deducted in arriving at the purchase price. Such cost includes the cost of replacing part of the plant and equipment. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

Plant and equipment received from customers:

Contributions by customers of items of property, plant and equipment (such as moulds, formworks) received on or after 1 April 2016, which require an obligation to supply goods to the customer in the future, are recognised at the fair value when the Group has control of the item. A corresponding credit to deferred revenue is made. The Group may agree to deliver one or more services in exchange for the transferred item of property, plant and equipment. The Group identifies the separately identifiable services included in the agreement.

- If only one service is identified, the Group recognises revenue when the service is performed.

- If an ongoing service is identified as part of the agreement, the period over which revenue is recognised for that service is generally determined by the terms of the agreement with the customer. If the agreement does not specify a period, the revenue is recognised over a period no longer than the useful life of the transferred asset used to provide the ongoing service.

- If more than one separately identifiable service is identified, the fair value of the total consideration received or receivable for the agreement will be allocated to each service and the recognition criteria of Ind AS 18 are then applied to each service.

Gains or losses arising from derecognition of Property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

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.

g) 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.

h) Depreciation and 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 *	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 Establishment are amortised over the life of the projects.

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.

i) Impairment of Non-financial assets

As at the end of each accounting year, the Group reviews whether there is any indication that an asset may be impaired. 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.

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."

j) 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

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

a) Debt instruments at amortised cost.

b) Debt instruments at fair value through other comprehensive income (FVTOCI)

c) Debt instruments, derivatives and equity instruments at fair value through profit and loss (FVTPL)

d) Equity instruments measured at fair value through other comprehensive income (FVOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Group. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. 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 in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade receivables, other receivables and loans.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the group recognizes interest income and foreign exchange gain or loss in the P&L. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to P&L. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Group may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The group has not designated any debt instrument as at FVTPL.

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

Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. For all other equity instruments, the group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

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

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

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. "

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 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 (P&L). This amount is reflected under the head ‘other expenses’ in the P&L. 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.

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:

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.

Financial guarantee contracts

Financial guarantee contracts issued by the Group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. 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.

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."

De-recongnition

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.

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.

Offsetting of financial instruments

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.

k) Inventories

a. Construction material (excluding scaffoldings), 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. Costs are determined on weighted average method.

b. Ply and Batten (included in construction work in progress): Cost less amortisation/charge based on their usages.

c. Construction Work-in-progress consists of direct construction cost and indirect construction cost to the extent to which the expenditure is related to the construction or incidental thereto. Construction Work-in-progress is valued on the basis of technical assessment.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

l) Foreign currencies

The Group's consolidated financial statements are presented in INR, which is also the parent company's functional currency. For each entity the Group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency. The Group uses the direct method of consolidation and on disposal of a foreign operation the gain or loss that is reclassified to profit or loss reflects the amount that arises from using this method.

In preparing the 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 translation of long term foreign currency monetary items recognised in the financial statements before the beginning of the first Ind AS financial reporting period in respect of which the Group has elected to recognise such exchange differences in equity or as part of cost of assets as allowed under Ind AS 101-“First time adoption of Indian Accounting Standard” are recognised directly in equity or added/ deducted to/ from the cost of assets as the case may be. Such exchange differences recognised in equity or as part of cost of assets is recognised in the statement of profit and loss on a systematic basis.

Exchange differences arising on the retranslation or settlement of other monetary items are included in the statement of profit and loss for the period.

m) Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident fund. The Group recognizes contribution payable to the provident fund scheme as expenditure, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre payment will lead to, for example, a reduction in future payment or a cash refund.

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 profit and loss.

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.

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.

n) Tax on Income

Current Income Tax

Tax expense for the year comprises current and deferred tax. The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the consolidated statement of profit and loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Group’s liability for current tax is calculated using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred 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.

o) 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 Group's cash management.

p) 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.

q) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

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

Where the Group is lessee

Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term.

Where the Group is the lessor

Leases in which the Group does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Assets subject to operating leases are included in property, plant and equipment. Lease income on an operating lease is recognized in the statement of profit and loss on a straight-line basis over the lease term. Costs, including depreciation, are recognized as an expense in the statement of profit and loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognized immediately in the Statement of Profit and Loss.

r) 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.

s) Accounting for Proposed Dividend

The Company recognises a liability to make cash distributions to equity holders of the Parent Co 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.

4. Property Plant and Equipment

	Plant and Machinery	Furniture & Fixtures	Office Equipment	Site Establishment	Computers	Formwork	Vehicles	Building	Total
	INR lacs	INR lacs	INR lacs	INR lacs	INR lacs	INR lacs	INR lacs	INR lacs	INR lacs
Cost or Valuation									
At April 1, 2016	6,049.32	237.55	69.70	5,156.70	146.67	15,529.38	148.17	1,342.49	28,679.98
Additions	2,089.68	7.13	11.78	5,938.19	46.52	2,444.72	29.66	-	10,567.68
Disposals	(188.04)	(33.43)	(4.12)	-	(1.60)	(128.41)	-	-	(355.60)
Exchange Difference	8.25	-	-	-	-	(77.62)	-	-	(69.37)
At March 31, 2017	7,959.21	211.25	77.36	11,094.89	191.59	17,768.07	177.83	1,342.49	38,822.69
Additions	1,852.61	549.62	24.22	6,149.89	102.15	6,707.33	174.90	-	15,560.72
Disposals	-	(53.07)	-	(4,172.62)	-	-	-	-	(4,225.69)
At March 31, 2018	9,811.82	707.80	101.58	13,072.16	293.74	24,475.40	352.73	1,342.49	50,157.72
Depreciation									
At April 1, 2016	-	-	-	-	-	-	-	-	-
Depreciation charge for the year	371.61	26.35	9.02	4,692.01	46.29	1,291.72	16.86	21.43	6,475.29
Disposals	(6.63)	(0.72)	(0.23)	-	-	(6.40)	-	-	(13.98)
At March 31, 2017	364.98	25.63	8.79	4,692.01	46.29	1,285.32	16.86	21.43	6,461.31
Depreciation charge for the year	512.00	61.54	15.78	4,494.14	58.15	1,468.76	22.30	21.41	6,654.08
Disposals	-	(21.36)	-	(3,789.19)	-	-	-	-	(3,810.55)
At March 31, 2018	876.98	65.81	24.57	5,396.96	104.44	2,754.08	39.16	42.84	9,304.84
Net Book Value									
At March 31, 2018	8,934.84	641.99	77.01	7,675.20	189.30	21,721.32	313.57	1,299.65	40,852.88
At March 31, 2017	7,594.23	185.62	68.57	6,402.88	145.30	16,482.75	160.97	1,321.06	32,361.38
At April 1, 2016	6,049.32	237.55	69.70	5,156.70	146.67	15,529.38	148.17	1,342.49	28,679.98

Net Book Value	March 31, 2018	March 31, 2017	April 1, 2016
	INR lacs	INR lacs	INR lacs
Property, Plant and Equipment	40,852.88	32,361.38	28,679.98
Capital Work-in-Progress	6.10	673.11	833.25

Note 1:
Plant and equipment contributed by customers

The Group recognises as plant and equipment any contribution made by its customers to be used in the construction process and that meets the definition of an asset. The initial gross amount is estimated at fair value by reference to the market price of these assets on the date in which control is obtained. The amount that the Group has recognised as plant and equipment during March 31, 2018 was INR Nil (March 31, 2017: INR 329.10 Lakhs, April 01, 2016: 501.23 Lakhs)

Note 2:
Charge on the Assets:

Please refer note 16 for the details of charge created on assets.

Note 3:
No borrowing costs are capitalised.

5. Intangible Assets

	Computer Software INR lacs	Total INR lacs
Cost or Valuation		
At April 1, 2016	201.75	201.75
Additions	67.79	67.79
Disposals	-	-
At March 31, 2017	269.54	269.54
Additions	-	-
Disposals	-	-
At March 31, 2018	269.54	269.54
Depreciation		
At April 1, 2016	-	-
Depreciation charge for the year	63.69	63.69
Disposals	-	-
At March 31, 2017	63.69	63.69
Depreciation charge for the year	67.76	67.76
Disposals	-	-
At March 31, 2018	131.45	131.45
Net Book Value		
At March 31, 2018	138.09	138.09
At March 31, 2017	205.85	205.85
At April 01, 2016	201.75	201.75

Net Book Value	**March 31, 2018**	March 31, 2017	April 1, 2016
	INR lacs	INR lacs	INR lacs
Intangible Assets	138.09	205.85	201.75

6. FINANCIAL ASSETS: INVESTMENTS

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
I. Investment in equity shares in others carried at Fair			
- Janakalyan Sahakari Bank [85,000 (March 31, 2017: 85,000; April 1, 2016: 85,000) shares of ₹ 10 each]	8.50	8.50	8.62
Total	8.50	8.50	8.62
Details:			
Aggregate Value of unquoted investments	8.50	8.50	8.62

Current Investments

		As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
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, 2017: 7,748.349; April 1, 2016: NIL)]	16.68	15.55	-
-	Union Capital Protection Oriented Fund [2,50,000 units (March 31, 2017: 2,50,000; April 1, 2016: NIL)]	26.68	25.11	-
Total		**43.36**	**40.66**	**-**
Details:				
Aggregate Value of unquoted investments		43.36	40.66	-

7. LOANS

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
Non Current			
Deposits - Others	249.00	279.00	43.35
Total Non-Current Loans	**249.00**	**279.00**	**43.35**
Current			
Deposits - Others	2,367.50	1,629.89	749.43
Loans to Related Party (Refer note below)	2,276.41	1,392.09	971.50
Loans to others	600.00	-	-
Total	**5,243.91**	**3,021.98**	**1,720.93**

Note : Loan to Related Party

Particulars	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
PPSL Capacite JV	2,276.41	1,392.09	971.50
Total	**2,276.41**	**1,392.09**	**971.50**

8. OTHER FINANCIAL ASSETS

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
Non-Current			
Deposits with Banks (under lien)	744.16	242.09	180.59
Margin Money Deposits	1,870.50	838.60	831.80
Interest Accrued but not due on deposits	127.95	127.86	67.77
Unbilled Revenue	159.55	149.32	-
Less: Grouped under current Deposits- others in Note 7	-	(1,274.64)	-
Total Non-Current Other Financial Assets	**2,902.16**	**83.23**	**1,080.16**

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
Current			
Deposits with Banks (under lien)	25.00	-	-
Interest Accrued but not due on deposits	214.78	168.99	160.65
Interest accrued on Loans to related parties (Refer note below)	122.48	150.33	-
Interest Accrued on financial assets	-	48.98	-
Unbilled Revenue	12,346.01	2,544.24	-
Group's share in Joint Venture	3.80	-	-
Other Receivables	109.68	47.20	47.20
Total Current Other Financial Assets	**12,821.75**	**2,959.74**	**207.85**

Note : Interest accrued on Loans to related parties

Particulars	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
PPSL Capacite JV	122.48	150.33	-
Total	**122.48**	**150.33**	**-**

9. OTHER ASSETS

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
Non-Current			
i. Capital Advances	1,184.64	1,366.82	575.26
ii. Advances other than capital advances			
Security Deposits	0.25	0.25	0.25
iii. Others			
Balances with Government Authorities	1,949.28	179.42	36.86
Advances to others	-	-	417.15
Prepaid expenses	105.76	61.04	39.41
Total Non-Current Other Assets	**3,239.93**	**1,607.53**	**1,068.93**
Current			
i. Advances other than capital advances			
Advances to employees	25.00	44.93	44.31
Advances to related parties	385.44	-	-
Advances to others	2,927.95	1,476.29	2,609.00
ii. Others			
Balances with Government Authorities	1,877.66	3,422.31	2,812.85
Prepaid expenses	705.06	495.42	433.58
Share issue expenses (to the extent not written off or adjusted)	-	124.81	-
Total Current Other Assets	**5,921.11**	**5,563.76**	**5,899.74**

The Company has incurred share issue expenses of ₹ 2557.42 Lacs (Mar 31, 2017 ₹ 124.81 Lacs) in connection with its Initial Public Offer (IPO) of equity shares. These expenses has been adjusted against security premium as permissable under section 52 of the Companies Act, 2013 on successful completion of IPO.

10. CURRENT TAX ASSETS (NET)

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
Non-Current			
Advance tax	33.33	52.22	-
(net of provision for taxation ₹ 4274.68 Lacs (Mar 31, 2017 ₹ 1,500.97 lacs, April 01, 2016 NIL))			
	33.33	**52.22**	**-**
Current			
Advance tax	47.01	315.41	425.47
(net of provision for taxation ₹ Nil (Mar 31, 2017 ₹ 871.40 lacs , April 01, 2016 ₹ 879.71))			
	47.01	**315.41**	**425.47**

11. INVENTORIES

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
Raw Materials (at Cost)	5,192.08	4,579.55	3,885.05
Construction work-in-progress (at Cost)	17,214.85	13,510.85	12,540.56
Total Inventory	**22,406.93**	**18,090.40**	**16,425.61**

12. TRADE RECEIVABLES

UNSECURED, CONSIDERED GOOD

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
Non-Current			
Trade Receivables	5,205.16	1,559.81	-
(Including retention of ₹ 5205.16 lacs (March 31, 2017 ₹ 1,559.81 lacs, April 01 ,2016 ₹ NIL))			
Total Non-current Trade Receivables	**5,205.16**	**1,559.81**	**-**
Current			
Trade Receivables	41,845.52	36,818.14	28,703.36
(Including retention of ₹ 6706.74 lacs (March 31, 2017 ₹ 8,471.83 lacs, April 01 ,2016 ₹ 6,745.15 lacs))			
Receivable from Related Party (refer note below)	37.93	24.69	-
Total	**41,883.45**	**36,842.83**	**28,703.36**

Break-up for security details:

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
Trade Receivables*			
Unsecured, considered good	47,088.60	38,402.64	26,291.39
Unsecured, considered Doubtful	614.26	583.32	250.00
	47,702.86	**38,985.96**	**26,541.39**
Impairment allowances (allowed for bad and doubtful debts)			
Unsecured, considered Doubtful**	614.26	583.32	250.00
Total Trade Receivables	**47,088.60**	**38,402.64**	**26,291.39**

* Includes INR 12,507.65 lacs as on March 31, 2018 (Nil as on March 31,2017 & April 01,2016) for work executed and submitted to customer for certification.

** Includes provision made for non-recoverability from a customer with respect to dishonour cheques aggregating to ₹ 250 lacs for which criminal proceedings have been filed by the Company under Section 138 read with section 141 of the Negotiable Instruments Act 1881.

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:

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
PPSL Capacite JV	37.93	24.69	-
Total	**37.93**	**24.69**	**-**

3) Trade receivables are non-interest bearing and are generally on terms of 45 to 90 days.

4) 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

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
Balance at the beginning of the year	583.32	250.00	-
Movement in expected credit loss allowance of trade receivables	30.94	333.32	250.00
Total	**614.26**	**583.32**	**250.00**

13 CASH AND CASH EQUIVALENTS

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
Balances with Banks:			
- On current accounts	584.77	1,105.13	407.47
- Deposits with original maturity of less than three months	1,030.00	72.84	-
Cash on Hand	20.79	9.68	77.87
Foreign Currency on Hand	9.45	4.57	2.60
	1,645.01	1,192.22	487.94
Less: Book Overdrafts	(343.82)	(72.28)	(98.41)
Total	**1,301.19**	**1,119.94**	**389.53**

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

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
Deposits kept as margin money	100.00	3,862.92	3,244.92
Deposits having maturity more than three months but less than 12 months	30,980.53	-	-
Total	**31,080.53**	**3,862.92**	**3,244.92**

15A SHARE CAPITAL

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
(a) Authorised capital			
7,66,50,000 (March 31, 2017: 7,66,50,000; April 1, 2016 : 64,00,000) Equity shares of ₹ 10 each	7,665.00	7,665.00	640.00
16,75,000 (March 31, 2017: 16,75,000; April 1, 2016: 12,00,000) Compulsory convertible preference shares of ₹ 20 each	335.00	335.00	240.00
Total	**8,000.00**	**8,000.00**	**880.00**
(b) Issued, subscribed and paid up			
6,78,91,497 Equity shares of ₹ 10 each fully paid up including Bonus Shares NIL (March 31, 2017: 4,02,94,681 including Bonus shares 3,45,38,298; April 1, 2016: 57,56,383 including Bonus Shares NIL)	6,789.15	4,029.47	575.64
NIL Compulsory Convertible Preference Shares Series A (March 31, 2017: 10,07,366; April 1, 2016: 10,07,366) 0.0001% Compulsorily convertible preference shares Series A of ₹ 20 each fully paid up	-	201.47	201.47
NIL Compulsorily Convertible Preference Shares Series B (March 31, 2017: 6,49,322; April 1, 2016: NIL) 0.0001% Compulsorily convertible preference shares Series B of ₹ 20 each fully paid up	-	129.86	-
Total issued, subscribed and fully paid-up share capital	**6,789.15**	**4,360.81**	**777.11**

(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:

Particulars	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016	As at March 31, 2015	As at March 31, 2014
Equity shares allotted as fully paid bonus shares by capitalization of securities premium	-	34,538,298	-	-	-
Equity shares allotted as fully paid-up pursuant to conversion of CCPS in ratio 7:1	11,596,816	-	-	-	-
Equity shares allotted as fully paid-up pursuant to contracts for consideration other than cash	-	-	814,457	-	-
Equity shares bought back by the company	-	-	-	-	-

(d) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting period:

Particulars	March 31, 2018		March 31, 2017	
	Nos.	INR Lacs	Nos.	INR Lacs
At the beginning of the year	40,294,681	4,029.47	5,756,383	575.64
Shares allotted as fully paid bonus shares	-	-	34,538,298	3,453.83
Shares issued on conversion of CCPS during the year (refer note below)	11,596,816	1,159.68	-	-
Shares issued on account of Initial Public offer during the year	16,000,000	1,600.00	-	-
Outstanding at the end of the year	**67,891,497**	**6,789.15**	**40,294,681**	**4,029.47**

Note: In the Current year, the Company has issued 1,15,96,816 Equity Shares of face value of ₹ 10 each upon conversion of 10,07,366 Series A CCPS & 6,49,322 Series B CCPS of face value of ₹ 20 each in the ratio of 7:1.

(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 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 shareholders.

(f) Details of Shareholders holding more than 5% Equity Shares

Particulars	March 31, 2018		March 31, 2017		April 1, 2016	
	Number of shares held	% of Holding	Number of shares held	% of Holding	Number of shares held	% of Holding
Rohit Ramnath Katyal	6,304,144	9.29%	6,304,144	15.65%	900,592	15.65%
Rahul Ramnath Katyal	6,124,930	9.02%	6,124,930	15.20%	874,990	15.20%
Subir Malhotra	2,525,439	3.72%	2,525,439	6.27%	360,777	6.27%
Rohit Katyal jointly with Rahul Katyal	4,512,046	6.65%	4,512,046	11.20%	644,578	11.20%
Katyal Merchandise Private Limited	9,072,994	13.36%	9,072,994	22.52%	1,296,142	22.52%
New Quest Asia Investments II Limited	6,617,254	9.75%	3,587,080	8.90%	-	0.00%
Paragon Partners Growth Fund	6,036,303	8.89%	402,955	1.00%	3	0.00%
Vinayak Kulkarni HUF	-	0.00%	-	0.00%	760,000	13.20%
Advance Housing Development Private Limited	-	0.00%	5,245,800	13.02%	749,400	13.02%

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) Reconciliation of 0.0001% Compulsorily Convertible Preference Shares Series A outstanding at the beginning and at the end of the reporting period

Particulars	March 31, 2018		March 31, 2017		April 1, 2016	
	Nos.	INR Lacs	Nos.	INR Lacs	Nos.	INR Lacs
At the beginning of the period Series A	1,007,366	201.47	1,007,366	201.47	-	-
Shares issued during the period Series A	-	-	-	-	1,007,366	201.47
Converted into Equity Shares of ₹ 10 each	(1,007,366)	(201.47)	-	-	-	-
Outstanding at the end of the period (Series A)	**-**	**-**	**1,007,366**	**201.47**	**1,007,366**	**201.47**

(h) Reconciliation of 0.0001% Compulsorily Convertible Preference Shares Series B outstanding at the beginning and at the end of the reporting period

Particulars	March 31, 2018		March 31, 2017		April 1, 2016	
	Nos.	INR Lacs	Nos.	INR Lacs	Nos.	INR Lacs
At the beginning of the period Series B	649,322	129.86	-	-	-	-
Shares issued during the period Series B			649,322	129.86	-	-
Converted into Equity Shares of ₹ 10 each	(649,322)	(129.86)				
Outstanding at the end of the period (Series B)	**-**	**-**	**649,322**	**129.86**	**-**	**-**

15B OTHER EQUITY

		As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
(a)	**Securities premium**			
	Balance as per the last financial statements	10,666.93	8,309.76	1,850.81
	Add: Premium on Issue of Compulsory convertible preference shares	-	5,870.13	6,693.07
	Add: Premium on Issue of Equity shares	38,400.00	-	-
	Less: Utilised for issue of Bonus Equity Shares	-	(3,453.84)	-
	Less: Utilised for conversion of CCPS into Equity Shares	(828.34)	-	-
	Less: Share issue expenses	(2,557.42)	(54.12)	(234.12)
	Less: Others	-	(5.00)	-
Total		**45,681.17**	**10,666.93**	**8,309.76**

Note: Securities premium is used to record the excess of the amount received over the face value of the shares. This reserve will be utilised in accordance with the provision of the Companies Act, 2013.

		As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
(b)	**Capital Reserve (on consolidation)**			
	Balance as per the last financial statements	113.24	113.24	39.89
	Add: Addition for current period	-	-	19.67
	Add: Addition related to previous period *	-	-	53.68
	Less: Derecognised on Sale of Business	(113.24)	-	-
Total		**-**	**113.24**	**113.24**
(c)	**Retained earnings**			
	Balance as per last financial statement	14,790.12	7,864.98	3,860.40
	Add: Profit for the year	7,956.85	6,915.74	4,360.97
	Add: Other Comprehensive income for the year	64.51	0.58	(98.57)
	Add: Others**	-	5.00	-
	Less: Derecognition on Sale of Business	(172.76)	-	-
	Less: Share of loss from subsidiary of earlier years transferred from Majority	-	3.82	(94.86)
	Less: Appropriation			
	Dividend	(259.46)	-	(135.27)
	Dividend distribution tax	(54.30)	-	(27.69)
Total		**22,324.96**	**14,790.12**	**7,864.98**
Total reserves and surplus		**68,006.13**	**25,570.29**	**16,287.98**

*The Group had short recorded Capital reserve (on consolidation) to the extent of ₹ 53.68 lacs in earlier years which was corrected in the year ended March 31, 2016 and the said amount was transferred from the surplus in the statement of profit and loss to Capital reserve (on consolidation)

** The Group had incorrectly created security premium in earlier years through statement of profit and loss, the same had been rectified in the previous year.

15C NON CONTROLLING INTEREST

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
Balance at the beginning of the period	-	214.47	120.36
Add: Minority Interest in equity:			
(Decrease) / Increase in minority's share in equity capital of subsidiaries in the current period	-	-	(6.50)
Add: Minority Interest in profit /(losses) of subsidiaries:			
Minority interest in profits/(losses) of subsidiaries for the current period	-	28.33	18.68
Share in loss of subsidiary transferred to Majority	-	-	94.86
Changes in Minority interest in profits/(losses) of subsidiaries on sale of stake by minority	-	-	(12.93)
Liabilities directly associated with the assets classified as held for sale (Refer Note 23)	-	(242.80)	-
Balance at the end of the period	**-**	**-**	**214.47**

16. BORROWINGS

		Effective Interest Rate (%)	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
(a)	**Non-Current Borrowings**				
	Term loans				
	From banks (secured)	11.00%	2,632.67	1,783.92	2,704.80
	From financial institutions (secured)	11.08%	1,847.84	3,874.95	1,549.44
	Buyer's credit (secured)	4.50%	322.98	1,053.21	1,831.86
	Total		**4,803.49**	**6,712.08**	**6,086.10**
(b)	**Current Borrowings**				
	Working Capital Loan (secured)				
	From Bank	11.75%	4,698.22	4,300.78	7,922.28
	From Financial Institution	11.75%	254.41	1,003.27	1,925.27
	ICD from related party	14.00%	14.58	-	-
	ICD from Others	13.50%	-	-	24.72
	Bills discounted with Bank	Refer Note Below	8,953.96	4,483.48	1,490.65
	Current maturity of Long term loans (secured)				
	From Banks	11.00%	1,972.64	1,681.77	1,272.14
	From Financial Institutions	11.08%	3,073.08	1,253.23	518.84
	For Buyers' credit	4.50%	149.36	217.60	-
	Total Current Borrowings		**19,116.25**	**12,940.13**	**13,153.90**
	Less: Amount clubbed under "Other Current Liabilities"		(5,195.08)	(3,152.60)	(1,790.97)
Net Current Borrowings			**13,921.17**	**9,787.53**	**11,362.93**
Aggregate Secured borrowings			23,905.16	19,652.22	19,240.00
Aggregate Unsecured borrowings			14.58	-	-

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 ₹ 1,749 to ₹ 25,00,000 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 ₹ 79.80 crores (PY ₹ 61.97 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 katyal Merchandise Private Ltd. & the personal guarantee of the director of the Company.

Term loan from financial institutions other than JM financial loan 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 ₹ 8,625 to ₹ 5,53,160 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 ₹ 38.59 crores (PY ₹ 71.60 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 managing director of the Company.

Loan from JM financial carries interest @ 11% p.a. to be repaid in 18 instalments of ₹ 166 lacs each commencing after 19 months from the date of disbursement. The loan has first and exclusive lien over a Cash Fixed Deposit of an amount of ₹ 3,000 lacs with HDFC Bank Ltd. Further the loan has been guaranteed by Katyal Merchandise Private limited and the personal guarantee of the promoters.

Buyer's Credit from banks in Euro carries interest @ 6 month EURIBOR + 28 bps and in USD ranging between 6 month LIBOR + 67. These buyer's credit are convertible into term loan after 3 years and repayable in ranging between 5 months 8 days to 84 months considering roll over option available at the discretion of the company. The buyer's credits are secured by hypothecation of respective equipments against which these credits are taken and additional mortgage/charge aggregating to an amount of ₹ 4 crores (PY 13.65 crores), on the plant and machinery and formwork placed at various sites and used for the purpose of construction.

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 + 1.25% to 4.35% presently, in range of 9.40% to 12.35% p.a.

Working capital loan from financial institutions is secured against DSRA and investment in Birla Sun Life Mutual Fund. The Working capital loan is repayable on demand and carries interest rate of 11.75% p.a. Further, the loan has been guaranteed by the personal guarantee of the Director of the Company

Bill Discounted with various banks are discounted at various rates ranging from 10.20% to 12.50% p.a. 3 months MCLR +1%.p.a. to 1 year MCLR+1.02% . Tenure of discounting is for 90 days . Bills Discounted with banks are secured against debtors of the bill discounted.

ICD from related party include ICD from CEPL, which is unsecured, carries interest of 14 % p.a.

ICD from others includes ICD from Pratibha Pipes and Structure Ltd, which is unsecured, carries interest of 13.50 % p.a. The said loan has been repaid in full during the financial year 2016-17.

17. TRADE PAYABLES

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
Acceptances	11,772.16	5,295.78	8,362.58
Trade payables	32,776.69	26,518.05	22,407.38
Trade payables to related parties	7.28	5.13	-
Total	**44,556.13**	**31,818.96**	**30,769.96**
Trade payables MSME (Refer Note 38)	177.18	-	-
Total	**44,733.31**	**31,818.96**	**30,769.96**

18. OTHER FINANCIAL LIABILITIES

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
Non- Current			
Other financial Liabilities at amortized cost			
Creditors for capital supplies	1,515.57	1,600.67	1,830.78
Retention money	1,185.88	1,605.94	908.25
Retention money payable to related parties	238.59	-	-
Total	**2,940.04**	**3,206.61**	**2,739.03**
Current			
Other financial Liabilities at amortized cost			
Current maturity of long term loans (refer note 16)	5,195.08	3,152.59	1,790.98
Interest accrued on borrowings	32.72	35.19	38.65
Interest accrued on Intercorporate deposits	-	-	6.32
Creditors for capital supplies/services	1,546.63	848.57	997.82
Employee dues	908.48	747.19	607.64
Total	**7,682.91**	**4,783.54**	**3,441.41**

19. PROVISIONS

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
Non-Current			
Provision for employee benefits			
Gratuity	125.01	244.31	126.94
Total	**125.01**	**244.31**	**126.94**
Current			
Provision for employee benefits			
Gratuity	9.67	1.48	0.70
Leave encashment	88.30	189.14	94.70
Provision for Dividend Payable	-	-	162.96
Other Provisions	1,703.40	-	-
Total	**1,801.37**	**190.62**	**258.36**

20. CURRENT TAX LIABILITIES (NET)

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
Provision for tax	471.66	417.15	646.47
(net of advance tax ₹ 2352.72 (Mar 31, 2017 ₹ 1,500.97, April 01, 2016 NIL))			
Total	**471.66**	**417.15**	**646.47**

21. DEFERRED TAX LIABILITIES (NET)

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
The movement on the deferred tax account is as follows:			
At the start of the year	2,610.28	1,144.38	842.46
Charge/(credit) to Statement of Profit and Loss	1,442.14	1,465.90	301.92
At the end of the year	**4,052.42**	**2,610.28**	**1,144.38**

	As at March 31, 2017	Charge/(credit) to profit or loss & Adjustments*	As at March 31, 2018
Component of Deferred tax liabilities/ (assets) in relation to:			
Property, plant and equipement	1,816.08	401.44	2,217.52
Financial Assets			
Provisions	(324.65)	41.49	(283.16)
Retention money	1,136.58	999.21	2,135.79
Others	(17.73)	-	(17.73)
Total	**2,610.28**	**1,442.14**	**4,052.42**

	As at March 31, 2016	Charge/(credit) to profit or loss & Adjustment*	As at March 31, 2017
Component of Deferred tax liabilities/ (assets) in relation to:			
Property, plant and equipement	1,282.44	533.63	1,816.08
Financial Assets			
Provisions	(131.74)	(192.91)	(324.65)
Retention money	-	1,136.58	1,136.58
Others	(6.32)	(11.40)	(17.73)
Total	**1,144.38**	**1,465.90**	**2,610.28**

* Includes effect of transfer from provision for taxes to deferred tax liability.

22. OTHER LIABILITIES

	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
Non-Current			
Advance from customers	7,128.76	7,407.02	7,564.04
Deferred Income	144.93	106.90	151.34
Total	**7,273.69**	**7,513.92**	**7,715.38**
Current			
Advance from customers	9,202.59	7,630.06	4,548.43
Deferred Income	198.84	199.77	2,727.75
Statutory dues	1,387.01	3,519.83	-
Provision for Loss in Joint Venture	-	81.14	7.75
Advance received for sale of shares	-	345.00	-
Other Liabilities	-	-	79.00
Total	**10,788.44**	**11,775.80**	**7,362.93**

23. ASSETS CLASSIFIED AS HELD FOR SALE

On March 24, 2017, the Company had passed a resolution to sale its investment in share of Capacite Engineering Private Limited w.e.f. April 01 2017 and accordingly in consolidated financial statement of March 31, 2017, assets and liabilities pertaining to Capacite Engineering Private Limited has been shown as "Assets classified as held for sale" amounting to ₹ 2,272.98 lacs under Assets and "liabilities directly associated with the assets classified as held for sale" amounting to ₹ 1,933.75 lacs under Equity and Liabilities which includes non controlling interest of this subsidiary amounting to ₹ 242.80 lacs.

24. REVENUE FROM OPERATIONS

	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Contract revenue	133,028.98	114,748.58
Other operating income		
- Scrap sales	357.65	335.00
- Trading of construction materials	720.94	442.96
Total	**134,107.57**	**115,526.54**

25. OTHER INCOME

	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Equipment hire charges	-	45.61
Service charge Income	20.16	68.20
Profit on sale of Business	97.23	-
Profit on sale of Investment	2.70	-
Interest on Fixed Deposits	1,320.98	378.03
Other Interest Income	883.39	471.35
Exchange differences (net)	-	8.58
Miscellaneous income	90.86	79.69
Total	**2,415.32**	**1,051.46**

26. COST OF RAW MATERIAL CONSUMED

	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Opening Stock	4,579.55	3,885.05
Add: Purchase of Raw Material (refer note 34)	64,046.20	50,557.67
Less: Asset classified as held for sale	-	(244.00)
Less: Closing Stock	(5,192.08)	(4,579.55)
Cost of Raw Material Consumed	**63,433.67**	**49,619.17**

27. (INCREASE)/ DECREASE IN CONSTRUCTION WORK IN PROGRESS

	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Opening Stock	13,510.85	12,540.56
Less: Asset classified as held for sale	-	(757.51)
Closing Stock	(17,214.85)	(13,510.85)
Total	**(3,704.00)**	**(1,727.80)**

28. CONSTRUCTION EXPENSES

	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Labour/Subcontractor charges (refer note 34)	30,807.41	27,541.49
Electricity expenses (Site) (refer note 34)	755.13	732.32
Equipments hire charges (refer note 34)	1,830.98	1,517.91
Formwork hire charges	1,775.09	2,068.22
Repairs & Maintenance	66.83	64.97
Others Construction Expenses (refer note 34)	2,120.84	1,623.55
Total	**37,356.28**	**33,548.46**

29. EMPLOYEE BENEFIT EXPENSES

	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Salaries, wages and bonus (refer note 34)	11,053.06	8,328.13
Contributions to provident and other funds	246.36	296.34
Staff welfare expenses	366.20	344.85
Total	**11,665.62**	**8,969.32**

30. FINANCE COST

	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Interest on borrowings	2,171.50	2,293.67
Other Interest Expenses	127.11	489.77
Bank guarantee commission	480.73	328.88
Bank charges	1,208.09	1,118.62
Total	**3,987.43**	**4,230.94**

31. DEPRECIATION AND AMORTISATION EXPENSES

	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Depreciation of Property, Plant and Equipment	6,654.08	6,475.28
Amortization of Intangible Assets	67.76	63.69
Total	**6,721.84**	**6,538.97**

32. OTHER EXPENSES

	For the Year Ended March 31, 2018 INR lacs	For the year ended March 31, 2017 INR lacs
Electricity charges	55.62	28.88
Rent (Refer Note 34)	1,033.95	865.17
Rates & taxes	196.01	473.35
Insurance expenses	131.91	135.23
Repairs & maintenance of		
Plant and machinery	155.41	81.95
Others	-	0.90
CSR Expenditure (Refer note below)	28.04	6.25
Commission & brokerage	72.48	33.96
Legal and professional charges	1,155.72	850.42
Payment to auditor (refer note below)	69.00	27.50
Advertising and sales promotion	66.45	79.82
Travelling expenses	252.38	174.87
Vehicle hiring charges (Refer Note 34)	499.03	416.94
Communication costs	73.22	72.17
Provision for doubtful debts	30.94	333.32
Bad Debts	-	0.97
Donation	6.06	8.85
Office expenses	1,016.26	875.30
Printing & stationery	124.19	112.71
Miscellaneous expenses (Refer Note 34)	28.01	119.90
Total	**4,994.68**	**4,698.46**

Corporate Social Responsibility Expenditure

Amount required to be spent by the company on Corporate Social Responsibility (CSR) related activities for the year ended March 31, 2018 is ₹ 147.25 lacs (Previous period: ₹ 83.57 lacs)

Amount spent during the period ended March 31, 2018 on:	In Cash	Yet to be paid	Total
(i) Construction of any asset	-	-	-
(ii) Purposes other than (i) above	28.04	119.21	147.25

Amount spent during the period ended March 31, 2017 on:	In Cash	Yet to be paid	Total
(i) Construction of any asset	-	-	-
(ii) Purposes other than (i) above	6.25	77.32	83.57

	For the Year Ended March 31, 2018 INR lacs	For the year ended March 31, 2017 INR lacs
Payment to Auditors		
As auditors:		
Audit Fees	62.50	21.00
Others	6.50	6.50
	69.00	**27.50**

33. INCOME TAX

The Group is subject to income tax in India on the basis of consolidated financial statements. As per the Income Tax Act, the Group is liable to pay income tax which is the higher of regular income tax payable or the amount payable based on the provisions applicable for Minimum Alternate Tax (MAT).

MAT paid in excess of regular income tax during a year can be carried forward for a period of 15 years and can be offset against future tax liabilities.

Business loss can be carried forward for a maximum period of eight assessment years immediately succeeding the assessment year to which the loss pertains. Unabsorbed depreciation can be carried forward for an indefinite period.

Income tax expenses in the statement of profit and loss consist of the following:

Particulars	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Current Tax	2,765.80	3,632.86
Deferred Tax	1,429.65	50.17
Total Income Tax Expenses	**4,195.45**	**3,683.03**

Reconciliation of taxes to the amount computed by applying the statutory income tax rate to the income before taxes is summarized below:

Particulars	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Profit before taxes	12,067.37	10,700.48
Applicable tax rates in India	34.61%	34.61%
Computed tax charge	4,176.27	3,703.22
Tax effect on exempted income	(2.10)	(3.05)
Tax effect on permanent non deductible expenses :		
Others	21.28	(17.14)
Total tax expenses	**4,195.45**	**3,683.03**

34. DURING THE YEAR, FOLLOWING EXPENSES ARE CAPITALISED TO SITE ESTABLISHMENT

Particulars	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Raw Material Consumed	2,785.05	2,544.56
Labour/Subcontractor charges	3,026.25	1,799.70
Electricity expenses (Site)	273.29	-
Equipments hire charges	45.25	335.57
Others Construction Expenses	20.05	346.61
Salaries, wages and bonus	-	881.14
Other Expenses	-	30.61
Total	**6,149.89**	**5,938.19**

35. RELATED PARTY TRANSACTIONS

Names of related parties and related party relationship

Joint Venture	PPSL Capacite JV (Patna JV)
Enterprises Owned by or significantly influenced by key management personnel or their relatives	Katyal Merchandise Pvt Ltd Asutosh Trade links Pratibha Structbuild Pvt. Ltd. (upto October 12, 2015) Rahul Katyal- HUF Rohit Katyal- HUF Capacit'e Engineering Private Limited (w.e.f. April 01, 2017) Capacit'e Ventures Pvt Ltd. MAS design
Key Management Personnel & their relatives	Rohit Katyal – Executive Director and Chief Financial Officer (CFO w.e.f January 7, 2016 to May 4, 2016 & September 30, 2016 onwards) Rahul Katyal – Managing director Narayanan Neelkanteshwaran – Whole time director (w.e.f. June 29, 2015 to March 31, 2017) Subir Malhotra - Executive director Deepak Mitra - Independent director (upto February 24, 2018) Rupa vora - Independent director (upto October 31, 2017) V.N. Kannimbele - Independent director (upto February 24, 2018) Farah Nathani Menzies - Independent director (from November 9, 2018) S B Mainak - Independent director (from March 29, 2018) Saroj Kumar Pati - Chief Executive Officer (from September 1,2017 onwards) Susheel P Todi - Chief Financial Officer (from May 5, 2016 to September 29, 2016) Vishwamitrter Katyal - Father-in-Law of Mr. Subir Malhotra Monita Malhotra - Wife of Mr. Subir Malhotra

Additional Related parties as per Companies Act, 2013

Sai Katkar - Company Secretary (w.e.f. January 27, 2015)

Related Party Transaction (including provisions and accruals)

(Amounts in INR Lacs)

Name of Related Party	Relation with related parties	Nature of Transaction	As at March 31, 2018	As at March 31, 2017
PPSL Capacite JV (Patna JV)	Joint Venture	Other Income (Formwork, Equipment and HO Charges)	-	110.51
		Interest income	113.41	167.03
		Loan given	1,126.81	325.17
		Loan received back	378.84	-
Capacit'e Engineering Private Limited	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Expenses Incurred - Subcontractor Charges	1,728.49	-
		Other Income (Guarantee Commission)	2.68	-
		Purchases	324.27	-
		Contract Retention	91.12	-
		Contract Witheld	33.08	-
		Payment Received	35.00	-
		Payment Made	2,495.71	-
		ICD Taken	-	-
		ICD Repaid	-	-
		Interest on ICD	1.24	-
Rahul Katyal	Director	Loan Received	25.00	15.00
		Loan Repaid (Including interest)	25.30	15.00
		Interest on Loan	0.30	-
		Directors Remuneration (refer note below)	94.20	85.33
Rohit Katyal	Director and Chief Financial Officer	Directors Remuneration (refer note below)	87.20	88.33
		Loan Received	-	30.00
		Loan Repaid	-	30.00
		Security deposit received back	-	6.00
Susheel P Todi	Chief Financial Officer	Remuneration	-	23.78
Sai Katkar	Company Secretary	Remuneration	13.83	12.64
Narayanan Neelkanteshwaran	Director	Directors Remuneration (refer note below)	-	78.75
Subir Malhotra	Executive Director	Directors Remuneration (refer note below)	86.20	98.60
Deepak Mitra	Independent director	Sitting Fees	3.30	1.20
Rupa vora	Independent director	Sitting Fees	2.60	3.00
V.N. Kannimbele	Independent director	Sitting Fees	4.10	1.90
Farah Nathani Menzies	Independent director	Sitting Fees	0.90	-
S B Mainak	Independent director	Sitting Fees	0.50	-
Saroj Kumar Pati	Chief Executive Officer	Remuneration	70.89	-
Vishwamitter Katyal	Relatives of Directors	Professional Fees	24.03	16.85

(Amounts in INR Lacs)

Name of Related Party	Relation with related parties	Nature of Transaction	As at March 31, 2018	As at March 31, 2017
Rohit Katyal HUF	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advances given received back	-	0.25
Rahul Katyal HUF	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advances given received back	-	0.25
MAS Designs	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Security Deposit received back	-	6.06
Capacit'e Ventures Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Amount Received	55.00	345.00
		Sale of Investments	400.00	-
		Rent Expenses	2.25	-
Mrs. Monita Malhotra	Relatives of Directors	Rent	27.00	27.91
Asutosh Katyal	Relatives of Directors	Training fees	-	45.51
Katyal Merchandise Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Interest expense (gross)	16.63	12.24
		ICD Repaid (incl. interest)	599.97	307.34
		ICD Taken	585.00	290.00
Ashutosh Trade links	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advance Taken	-	75.00
		Advance Given	-	75.00
		Vehicle Hiring Charges	7.05	28.20

Note: The remuneration to the key managerial personnel does not include the provisions made for gratuity and leave benefits, as they are determined on an actuarial basis for the Company as a whole.

Compensation of key management personnel of the Company

Particulars	As at March 31, 2018	As at March 31, 2017
Short-term employee benefits	363.72	393.52
Total	**363.72**	**393.52**

Closing Balances of Related Parties (including provisions and accruals)

(Amounts in INR Lacs)

Name of Related Party	Relation with related parties	Nature of Balance	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016
PPSL Capacite JV (Patna JV)	Joint Venture	Balance Outstanding for Trade receivables	37.93	24.69	-
		Loan Given outstanding including interest	2,398.90	1,542.53	971.51
Capacit'e Engineering Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advance Outstanding	385.44	-	-
		Subcontractors Payable	-	-	-
		Retention Money Payable	238.59	-	-
		Trade Payables Outstanding	33.08	-	-
		ICD Taken	14.58	-	-
		Interest accrued on ICD	-	-	-
Capacit'e Ventures Pvt Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advance received for sale of shares	-	345.00	-
		Rent payable	0.81		-
Katyal Merchandise Pvt. Ltd	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Interest accrued on Intercorporate Deposit	-	-	6.32
Vishwamitter Katyal	Relatives of Directors	Professional Fees Payable	2.16		-
Rohit katyal	Executive Director and Chief Financial Officer	Rent deposit given outstanding	-	-	6.00
Rohit Katyal HUF	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advances given outstanding	-	-	0.25
Rahul Katyal HUF	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advances given outstanding	-	-	0.25
MAS Designs	Enterprises Owned by or significantly influenced by key management personnel or their relatives	Advances given outstanding	-	-	6.06
		Trade Payables Outstanding	-	-	1.71
Mrs. Monita Malhotra	Relative of directors	Rent payable	7.28	20.68	31.30

Note: Loans given to related party are repayable on demand. These loans carries interest @ of 11.5% p.a. The Company has not demanded any repayment of the said loan during the period ended March 31, 2018.

36. EARNINGS PER SHARE

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

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the parent (after adjusting for interest on the convertible preference shares) by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

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

Particulars		For the Year Ended March 31, 2018 INR lacs	For the year ended March 31, 2017 INR lacs
Basic earnings per share			
Profit after tax as per accounts (₹ In Lacs)	A	7,956.85	6,915.74
Weighted average number of equity shares outstanding	B	57,448,446	40,294,681
Basic EPS	A/B	13.85	17.16
Diluted earnings per share			
Profit after tax as per accounts (₹ In Lacs)	A	7,956.85	6,915.74
Weighted average number of equity shares outstanding	B	57,448,446	40,294,681
Add: Bonus impact on CCPS	C	-	9,223,529
Weighted average number of equity shares outstanding for diluted EPS	D=B+C	57,448,446	49,518,210
Diluted EPS	A/D	13.85	13.97
Face Value per share (₹)		10	10

37. 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 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 consolidated financial statements.

38. DETAILS OF DUES TO MICRO AND SMALL ENTERPRISES AS DEFINED UNDER THE MSMED ACT, 2006

Based on the information available with the Company, the dues payable to micro, small and medium enterprises as defined in “The Micro, Small & Medium Enterprises Development Act, 2006” as at March 31, 2018 amounts to ₹ 177.18 Lakhs (March 31,2017: Nil & April 01, 2016: Nil)

39. DISCLOSURE PURSUANT TO IND AS 11 “CONSTRUCTION CONTRACTS”

Particulars	March 31, 2018 INR lacs	March 31, 2017 INR lacs	March 31, 2016 INR lacs
Contract revenue recognised for the financial year (Note 23)	133,028.98	114,748.58	84,283.46
Aggregate amount of contract costs incurred as at end of the period for all contracts in progress till date	361,349.24	266,454.33	151,918.64
Amount of customer advances outstanding for contracts in progress as at period end	16,331.34	15,037.07	12,112.47
Retention amounts by customers for contracts in progress as at period end	11,911.94	10,031.64	6,745.15

40. CONTINGENT LIABILITIES

A)

Particulars	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs	As at April 1, 2016 INR lacs
Corporate Guarantee given on behalf of subsidiary company	1,095.00	1,095.00	1,295.00
Corporate Guarantee given to project customers	180.00	180.00	170.00
Bank Guarantees	8,996.07	2,922.86	290.00
Total	**10,271.07**	**4,197.86**	**1,755.00**

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 ₹ 64,13,256 & ₹ 55,55,603 respectively. The Company is contemplating to proceed with an appeal against the said orders. Pending outcome of the same, no adjustment has been made in the financial statements.

c) In addition to above, with respect to certain matters relating to issue of shares in earlier years, the Company has filed a compounding application in earlier years with the National Company Law Tribunal and currently, the impact of the same on these financial statements is not ascertainable.

41. CAPITAL AND OTHER COMMITMENTS

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
Formwork and Plant & Machinery	1,091.17	340.02	2,284.45
Immovable Property	513.53	1,395.99	802.45
Total	**1,604.70**	**1,736.01**	**3,086.90**

42. DISCLOSURE PURSUANT TO IND AS 19 "EMPLOYEE BENEFITS"

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)

Particulars	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Current service cost	162.65	109.48
Net Interest cost	19.04	9.58
Net benefit expenses	**181.68**	**119.06**

(ii) Remeaurement (gain)/loss recognised in other comprehensive income

Particulars	For the Year Ended March 31, 2018	For the year ended March 31, 2017
	INR lacs	INR lacs
Acturial loss / (gain) due to defined benefit obligation ('DBO') and assumption changes	(59.22)	(0.83)
Return on plan assets less / greater than discount rate	1.42	(0.05)
Acturial losses / (gains) due recognised in OCI	**(57.80)**	**(0.88)**

(iii) The amounts recognised in the Balance Sheet are as follows:

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	INR lacs	INR lacs	INR lacs
Defined benefit obligation	372.42	252.70	134.01
Fair value of plan assets	237.74	6.91	6.39
Net Plan Liability/ (Asset)	**134.68**	**245.79**	**127.62**

(iv) The changes in the present value of defined benefit obigation for Gratuity are as follows:

Particulars	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs
Opening defined benefit obligation	252.70	134.01
Add: Current service cost	162.65	109.48
Add: Interest cost	19.58	10.05
Add: Actuarial Gain on obligation arising from changes in experience adjustments	(59.23)	(0.83)
Less: Benefit paid	(3.30)	-
Closing defined benefit obligation	**372.42**	**252.70**

(v) Changes in the fair value of plan assets representing reconciliation of the opening and closing balances thereof are as follows:

Particulars	As at March 31, 2018 INR lacs	As at March 31, 2017 INR lacs
Opening balance of the fair value of plan assets	6.91	6.39
Add: Interest income on plan assets	0.55	0.47
Add/(Less): Acturial gains/(losses)	(1.42)	0.05
Difference between actual return on plan assets and interest income	-	-
Add: Contribution by employer	235.00	-
Less: Benefits paid	(3.30)	-
Closing balance of the fair value of plan assets	**237.74**	**6.91**

(vi) The Major category of plan asset as a percentage of fair value of total plan assets is as follows

Particulars	For the Year Ended March 31, 2018	For the year ended March 31, 2017
Investments with insurer managed funds	100%	100%

(vii) Principal acturial assumptions as at Balance Sheet date:

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Discount rate	7.75%	7.50%	8.00%
Expected return on assets	7.75%	7.50%	8.00%
Employee attrition rate	5.00%	5.00%	2.00%
Salary growth rate	5.00%	5.00%	5.00%

(viii) Sensitivity Analysis

Particulars	For the Year Ended March 31, 2018	For the year ended March 31, 2017
Effect of 1% increase:		
Impact of change in salary growth rate	12%	10%
Impact of change in discount rate	-10%	-9%
Effect of 1% decrease:		
Impact of change in salary growth rate	-10%	-9%
Impact of change in discount rate	12%	10%

(ix) The expected maturity analysis of undiscounted defined benefit obligation is as follows:

Particulars	For the Year Ended March 31, 2018	For the year ended March 31, 2017
Within 1 year	20.58	11.37
Between 1 - 2 years	9.93	16.18
Between 2 - 3 years	19.03	12.44
Between 3 - 4 years	16.71	19.03
Between 4 - 5 years	23.12	19.28
Beyond 5 years	451.65	285.08

The weighted average duration of the defined benefit obligation is 17 years (31st March, 2017 - 19 years).

The contribution expected to be made by the Company during the financial year 2018-19 is ₹ 165.03 lacs (2017-18: ₹ 146.87 lacs)

43. GROUP INFORMATION

Information about subsidiaries

The consolidated financial statements of the Group includes subsidiaries listed in the table below:

Name	Incorporated in	Principle Activities	% Equity Interest		
			31-Mar-18	31-Mar-17	1-Apr-16
CIPL-PPSL-Yongnam Joint Venture Constructions Pvt. Ltd.	India	Construction and infrastructure development	100%	100%	53.68%
Capacite Engineering Private Limited	India	MEP, Interior finishing works and construction development	-	65%	65%

Joint arrangement in which the Group is a joint venture

The Group has a 49% interest in PPSL CAPACITE JV (31 March 2017: 49%, 1 April 2016: 49%). For more details, refer to Note 44.

On April 01, 2017, the Group has sold its share in one of the subsidiary i.e. Capacite Engineering Private Limited, which is into similar line of business, however was not material as compared to the Group's business. Accordingly the said disposal is not a discountinued operations. Profit on sale of share of subsidiary is accounted under 'Other income' as profit on sale of business.

44. INTEREST IN JOINT VENTURE

The Group has a 49% interest in PPSL Capacite JV, a joint venture involved in the construction and infrastructure development in India. PPSL Capacite JV is an unincorporated entity. The Group's interest in PPSL Capacite JV is accounted for using the equity method in the consolidated financial statements. Summarised financial information of the joint venture, based on its Ind AS financial statements are set out below:

Summarised balance sheet as at 31 March 2018:

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Non-current assets			
Property, plant and equipment	100.47	133.52	136.05
Non-current Tax Assets (net)	91.14	78.99	78.99
Other non-current assets	-	3.15	-
Current assets			
Inventories	1,684.89	952.13	964.59
Financial assets			
Trade receivables	1,341.93	1,535.55	953.71
Cash and cash equivalent	5.34	47.35	0.48
Loans	0.95	0.55	0.65
Other current assets	382.23	-	-
Total Assets	**3,606.94**	**2,751.24**	**2,134.47**
EQUITY AND LIABILITIES			
Equity			
Other equity	7.75	(165.58)	(15.82)
Non-current liabilities			
Financial liabilities			
Other financial liabilities	55.93	37.31	35.37
Other non-current liabilities	430.03	827.30	467.30
Current Liabilities			
Financial liabilities			
Trade payables	656.04	364.83	459.29
Other current liabilities	2,457.18	1,687.37	1,188.33
Total Equity and Liabilities	**3,606.94**	**2,751.24**	**2,134.47**
Proportion of the Group's ownership	49%	49%	49%
Carrying amount of the investment	1,767.40	1,348.11	1,045.89

Summarised statement of profit and loss of the PPSL Capacite JV:

Particulars	As at March 31, 2018	As at March 31, 2017
Contract revenue	1,452.89	362.00
Cost of Raw Material consumed	(774.99)	(45.78)
(Increase)/ decrease in construction work-in-progress	636.18	-
Construction expenses	(735.43)	(209.58)
Employee benefits expense	(3.35)	(48.33)
Finance costs	(305.88)	(167.09)
Depreciation and Amortization Expenses	(33.05)	(2.53)
Other expenses	(63.03)	(38.44)
Profit before tax	**173.34**	**(149.76)**
Tax Expenses	-	-
Profit/(Loss) for the year	**173.34**	**(149.76)**
Group’s share of profit/(loss) for the year	**84.94**	**(73.38)**

The Group had no contingent liabilities or capital commitments relating to its share in PPSL Capacite JV as at March 31, 2018, 2017 and April 01, 2016.

45. STATUTORY GROUP INFORMATION

Name	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 31st March 2018	98%	73,033.97	98%	7,776.43	100%	64.51	98%	7,840.94
Balance as at 31st March 2017	95%	28,392.62	118%	8,227.19	100%	0.58	118%	8,227.77
Subsidiaries (Indian)								
CIPL-PPSL-Yongnam **Joint Venture Constructions Pvt. Ltd.**								
Balance as at 31st March 2018	2%	1,757.51	1%	95.49	0%	-	1%	95.49
Balance as at 31st March 2017	4%	1,280.37	8%	526.28	0%	-	8%	526.28
Capacite Engineering Private Limited								
Balance as at 31st March 2018	0%	-	0%	-	0%	-	0%	-
Balance as at 31st March 2017	2%	582.04	-25%	(1,764.35)	0%	-	-25%	(1,764.35)
Joint Ventures (investment as per equity method)								
PPSL Capacite JV								
Balance as at 31st March 2018	0%	3.80	1%	84.93	0%	-	1%	84.93
Balance as at 31st March 2017	0%	(81.13)	-1%	(73.38)	0%	-	-1%	(73.38)
Non controlling interest in Subsidiaries								
Balance as at 31st March 2018	0%	-	0%	-	0%	-	0%	-
Balance as at 31st March 2017	-1%	(242.80)	0%	28.33	0%	-	0%	28.33
Total								
Balance as at 31st March 2018	100%	74,795.28	100%	7,956.85	100%	64.51	100%	8,021.36
Balance as at 31st March 2017	100%	29,931.10	100%	6,944.07	100%	0.58	100%	6,944.65

46. FIRST TIME ADOPTION TO IND-AS

These consolidated financial statements, for the year ended March 31, 2018, are the first, the Group has prepared in accordance with Ind AS. For the periods upto the year ended March 31, 2017, the Group prepared its consolidated financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 and Amendment thereof ('Indian GAAP' or previous GAAP').

Accordingly, the Group has prepared consolidated financial statements which comply with Ind AS applicable for the year ended March 31, 2018, together with the comparative period data as at and for the year ended March 31, 2017, as described in the summary of significant accounting policies. In preparing these consolidated financial statements, the Group's opening balance sheet was prepared as at April 01, 2016, the Group's date of transition to Ind AS. This note explains the principal adjustments made by the Group in restating its previous GAAP consolidated financial statements, including the balance sheet as at April 01, 2016 and the consolidated financial statements as at and for the year ended March 31, 2017.

Exceptions availed:

A. Classification and measurement of financial assets

The Group has classified the financial assets in accordance with Ind AS 109 on the basis of facts and circumstances that exist at the date of transition to Ind AS.

B. Non-controlling interests

Under the previous GAAP, non-controlling interest was not considered as part of total equity and was presented separately. In the consolidated statement of profit and loss, share of non-controlling interest for the year was shown as a deduction from Group's profit or loss.

Under Ind AS, non-controlling interests are considered as a part of total equity and its share in profit or loss for the year and total comprehensive income is shown as an allocation instead of as a deduction from profit or loss for the year.

Further, under Ind AS, profit or loss and each component of other comprehensive income is attributed to the owners of the Company and to non-controlling interests even if this results in the non-controlling interests having a deficit balance. Under the previous GAAP, the excess of such losses attributable to non-controlling interests over its interest in the equity of subsidiary was attributed to the owners of the Company.

Exemption availed:

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

A. Deemed cost-Previous GAAP carrying amount: (Property, plant and equipment, Intangible Assets and Capital work in progress)

The Group has elected to avail exemption under Ind AS 101 to use previous GAAP carrying value as deemed cost at the date of transition for all items of Property, plant and equipment, Intangible Assets and Capital work in progress as per the balance sheet prepared in accordance with previous GAAP.

B. Equity accounting of joint ventures and changes in scope of consolidation

In accordance with Ind AS 28, 'Investments in Associates and Joint Ventures', the Group has accounted for its joint venture using the equity method unlike proportionate line by line method under the previous GAAP.

C. Long Term Foreign Currency Monetary Items: (Long term foreign currency borrowings)

As per Paragraph D13AA of Ind AS 101 a first-time adopter may continue the policy adopted for accounting for exchange differences arising from translation of long-term foreign currency monetary items recognised in the financial statements for the period ending immediately before the beginning of the first Ind AS financial reporting period as per the previous GAAP. The Group has elected to continue to the aforementioned accounting as per the previous GAAP.

D. Reconciliation of total equity between previous GAAP and Ind AS.

Particulars	Note No.	As at March 31, 2017 INR lacs	As at March 31, 2016 INR lacs
Equity as reported under IGAAP		29,964.61	17,076.46
Fair value changes on financial instruments	i	4.19	4.70
Fair value changes on borrowings	iii	6.24	-
Fair value Changes on property, plant & equipment	iv	(61.67)	(22.97)
Fair value Changes on property, plant & equipment	v	-	214.47
Deferred tax adjustments	vi	17.73	6.90
Equity as reported under Ind-AS		**29,931.10**	**17,279.56**

E. Reconciliation of profit or loss as previously reported under Indian GAAP to Ind-AS

Particulars	Note No.	As at March 31, 2017 INR lacs
Profit as reported under IGAAP		6,966.21
a. Increase (decrease) in net income for:		
Effect of discounting of capital creditors	i	0.88
Effect of discounting of receivables	i	(1.40)
Actuarial gain/ (loss) on defined benefit obligation recognised in other comprehensive income	ii	(0.88)
Impact of loan processing fees	iii	6.24
Depreciation on property plant and equipment	iv	(38.70)
Tax impact on above adjustments	vi	11.72
Net profit for the period under Ind AS (net of Tax)		6,944.07
Other comprehensive income	ii	0.58
Profit as reported under Ind AS		**6,944.64**

F. Reconciliation of other comprehensive income as previously reported under Indian GAAP to Ind-AS

Particulars	Note No.	As at March 31, 2017 INR lacs
Comprehensive income as reported under IGAAP		-
Employee benefits – actuarial gains and losses (net of taxes)	ii	0.58
Comprehensive income as reported under Ind-AS		**0.58**

Notes to reconciliation between previous GAAP and Ind AS:

i. Under Indian GAAP, the financial instruments were not fair valued. Under Ind AS, such instruments are subject to fair valued on transition date and every subsequent periods. Effect of fair valuation measurements are recognised to statement of profit and loss.

ii. The Group recognises costs related to its post-employment defined benefit plan on an actuarial basis both under Indian GAAP and Ind AS. Under Indian GAAP, the entire cost including actuarial gains and losses were charged to profit or loss. Under Ind AS, remeasurements are recognised immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through OCI. The concept of other comprehensive income did not exist under the previous GAAP.

iii. Under Indian GAAP, transaction costs incurred in connection with borrowings were amortised upfront and charged to profit or loss for the period. In accordance with Ind AS 109 “Financial Instruments”, transaction costs on borrowings are required to be considered as effective finance costs and recognised in the statement of profit and loss using the effective interest rate.

iv. In accordance with Ind AS 16, ‘Property, plant and equipment’ the assets contributed by the customers to the Group which are controlled by the Group are accounted upfront at fair value. The said assets are depreciated over the life of the assets.

v. Under Indian GAAP, Non-controlling interest was a separate line below total equity. Under Ind AS, the same has been considerred as a part of Total Equity.

vi. In accordance with Ind AS 12, ‘Income Taxes’, the Group on transition to Ind AS has recognised deferred tax on temporary differences arising on account of above adjustments..

G. Effect of adoption of IndAS on the statement of cash flows for the year ended March 31, 2017:

Following is the impact on cash flows on transition from Indian GAAP to Ind-AS. Cash flows relating to interest are classified in a consistent manner as operating, investing or financing each period.

Particulars	Previous GAAP	Effect of transition to Ind AS	Ind AS
Net cash flows from operating activities	6,167.77	7,392.90	13,560.67
Net cash flows from investing activities	(4,693.31)	(7,261.78)	(11,955.08)
Net cash flows from financing activities	(738.32)	(137.17)	(875.49)
Net increase/(decrease) in cash and cash equivalents	**736.14**	**(6.04)**	**730.10**
Cash and cash equivalents at the beginning of the period	488.18	(98.65)	389.53
Effect of exchange differences on cash & cash equivalents held in foreign currency	0.31	-	0.31
Cash and cash equivalents at the end of the period	**1,224.63**	**(104.69)**	**1,119.94**

47. 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 consolidated 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 roperties and accounts for the contracts as operating leases.

ii) Taxes

Deferred tax assets is recognized to the extent that it is probable that taxable profit will be available against which the same can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

B) Estimates and assumptions

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

i) 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 42.

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.

48. 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 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, 2018, March 31, 2017 and April 01, 2016.

As at March 31, 2018

Particulars	Level	Fair value through statement of profit and loss account	Amortised cost	Total carrying value	Total fair value
Financial assets					
Investments	Level 2	51.86	-	51.86	51.86
Trade receivables		-	47,088.60	47,088.60	47,088.60
Cash and cash equivalent		-	1,301.19	1,301.19	1,301.19
Bank balances other than cash and cash equivalent		-	31,080.53	31,080.53	31,080.53
Loans		-	5,492.91	5,492.91	5,492.91
Other Financial Assets		-	15,723.91	15,723.91	15,723.91
Total		**51.86**	**100,687.14**	**100,739.00**	**100,739.00**
Financial Liabilites					
Borrowings		-	18,724.66	18,724.66	18,724.66
Trade payables		-	44,733.31	44,733.31	44,733.31
Other financial liabilities		-	10,622.95	10,622.95	10,622.95
Total		**-**	**74,080.92**	**74,080.92**	**74,080.92**

As at March 31, 2017

Particulars	Level	Fair value through statement of profit and loss account	Amortised cost	Total carrying value	Total fair value
Financial assets					
Investments	Level 2	49.16	-	49.16	49.16
Trade receivables		-	38,402.64	38,402.64	38,402.64
Cash and cash equivalent		-	1,119.94	1,119.94	1,119.94
Bank balances other than cash and cash equivalent		-	3,862.92	3,862.92	3,862.92
Loans		-	3,300.98	3,300.98	3,300.98
Other Financial Assets		-	3,042.97	3,042.97	3,042.97
Total		**49.16**	**49,729.45**	**49,778.61**	**49,778.61**
Financial Liabilites					
Borrowings		-	16,499.61	16,499.61	16,499.61
Trade payables		-	31,818.96	31,818.96	31,818.96
Other financial liabilities		-	7,990.15	7,990.15	7,990.15
Total		**-**	**56,308.72**	**56,308.72**	**56,308.72**

As at April 01, 2016

Particulars	Level	Fair value through statement of profit and loss account	Amortised cost	Total carrying value	Total fair value
Financial assets					
Investments	Level 2	8.62	-	8.62	8.62
Trade receivables		-	28,703.36	28,703.36	28,703.36
Cash and cash equivalent		-	389.53	389.53	389.53
Bank balances other than cash and cash equivalent		-	3,244.92	3,244.92	3,244.92
Loans		-	1,764.28	1,764.28	1,764.28
Other Financial Assets		-	1,288.01	1,288.01	1,288.01
Total		**8.62**	**35,390.10**	**35,398.72**	**35,398.72**
Financial Liabilites					
Borrowings		-	17,449.03	17,449.03	17,449.03
Trade payables		-	30,769.96	30,769.96	30,769.96
Other financial liabilities		-	6,180.44	6,180.44	6,180.44
Total		**-**	**54,399.43**	**54,399.43**	**54,399.43**

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

49. CAPITAL MANAGEMENT

For the purpose of the Group's capital management, capital includes issued equity capital, convertible preference shares, 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.

Gearing ratio

The gearing ratio at the end of the reporting period was as follows:

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Debt (i)	23,919.74	19,652.22	19,240.00
Less: Cash and Bank balances	1,301.19	1,119.94	389.53
Net debt	**22,618.55**	**18,532.27**	**18,850.47**
Total Capital (ii)	74,795.28	29,931.10	17,279.56
Capital and Net Debt	**97,413.83**	**48,463.37**	**36,130.03**
Net debt to Total Capital plus net debt ratio (%)	23.22%	38.24%	52.17%

(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, 2018 and March 31, 2017.

50. 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 Group'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 two types of risk: interest rate risk and currency 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.

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:

Particulars	As at March 31, 2018	As at March 31, 2017
	INR Lacs	INR Lacs
Increase in basis points	+50	+50
Effect on profit before tax	-4.36	-7.76
Decrease in basis points	-50	-50
Effect on profit before tax	4.36	7.76

c) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group is exposed to foreign exchange risk through its overseas borrowings. The results of the Group's operations can be affected as the rupee appreciates/depreciates against these currencies.

The following table analyzes foreign currency assets and liabilities on balance sheet dates:

Particulars	As at March 31, 2018		As at March 31, 2017	
	Foreign currency lacs	INR lacs	Foreign currency lacs	INR lacs
Foreign currency liabilities				
In USD	5.14	334.60	7.52	487.82
In Euro	1.73	139.51	11.35	785.84
Foreign currency assets	-	-	-	-

d) Foreign currency sensitivity analysis

The following tables demonstrate the sensitivity to a reasonably possible change in exchange rates, with all other variables held constant. The impact on the Group's profit before tax and pre-tax equity is due to changes in the fair value of monetary assets and liabilities:

Year ended	Rupee movement	Effect on profit before tax	Effect on pre-tax equity
March 31, 2018	Rupee depreciate by INR 1 against USD	(5.14)	(5.14)
	Rupee appreciate by INR 1 against USD	5.14	5.14
	Rupee depreciate by INR 1 against Euro	(1.73)	(1.73)
	Rupee appreciate by INR 1 against Euro	1.73	1.73
March 31, 2017	Rupee depreciate by INR 1 against USD	(7.52)	(7.52)
	Rupee appreciate by INR 1 against USD	7.52	7.52
	Rupee depreciate by INR 1 against Euro	(11.35)	(11.35)
	Rupee appreciate by INR 1 against Euro	11.35	11.35

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/ worthness given by external rating agencies or based on groups internal assessment.

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 independent 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

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.

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

Particulars	On demamd	Within 12 months	After 12 months	Total
Year ended March 31, 2018				
Borrowings	4,967.21	14,149.05	4,803.49	23,919.75
Other financial liablities	-	7,682.91	2,940.04	10,622.95
Trade payables	-	44,733.31	-	44,733.31
	4,967.21	**66,565.27**	**7,743.53**	**79,276.01**
Year ended March 31, 2017				
Borrowings	5,304.05	7,636.08	6,712.08	19,652.22
Other financial liablities	-	4,783.54	3,206.61	7,990.15
Trade payables	-	31,818.96	-	31,818.96
	5,304.05	**44,238.58**	**9,918.69**	**59,461.32**
Year ended April 1, 2016				
Borrowings	9,872.26	3,281.63	6,086.10	19,239.99
Other financial liablities	-	3,441.41	2,739.03	6,180.44
Trade payables	-	30,769.96	-	30,769.96
	9,872.26	**37,493.00**	**8,825.13**	**56,190.39**

51. STANDARDS ISSUED BUT NOT YET EFFECTIVE

IND AS 115 - Revenue from Contracts with Customers

In March 2018, the Ministry of Corporate Affairs had notified Ind AS 115 (Revenue from Contracts with Customers) which would be applicable for accounting periods beginning on or after 1 April 2018.This Standard establishes the principles that an entity shall apply to report useful information to users of financial statements about the nature, amount, timing and uncertainty of revenue and cash flows arising from a contract with a customer.The Group is evaluating the requirements of the standard and its impact on its financials.

52. PREVIOUS YEAR FIGURES

The comparatives given in the consolidated financial statements have been complied after making necessary Ind AS adjustments to the respective audited consolidated financial statements under previous GAAP to give a true and fair view in accordance with Ind AS.

As per our report of even date

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: May 18, 2018

For and on behalf of the Board of Directors

Capacit'e Infraprojects Limited

Rahul Katyal
Managing Director
DIN: 00253046

Rohit Katyal
Director and Chief Financial Officer
DIN: 00252944

Sai Katkar
Company Secretary

NOTE

NOTE

Capacit'e Infraprojects Limited

ATTENDANCE SLIP

DP ID- Client ID* / Folio No.:	
Name of Member:	
Name of Proxy holder:	
No. of Share(s) Held:	

I hereby record my presence at the 6th Annual General Meeting of **CAPACIT'E INFRAPROJECTS LIMITED** held on 3rd day of September 2018 at 11.30 A.M at Emerald Hall, The Acres Club, 411-B, Opp. Bhakti Bhawan, Hemu Kalani Marg, Chembur East, Mumbai - 400 071

....
Signature of Member/Proxy

Notes:

(1) Members / Proxy-holders are requested to produce the attendance slip duly signed for admission to the Meeting hall.

(2) Members are requested to bring their copy of Annual Report for reference at the Meeting.

*Applicable for investors holding shares in electronic form.

Source: Google Map

Capacit'e Infraprojects Limited

Form No. MGT-11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CAPACIT'E INFRAPROJECTS LIMITED

CIN: L45400MH2012PLC234318
Regd. Office: 605-607, Shrikant Chambers, Phase – I, 6th Floor, Adjacent to R. K. Studios, Sion – Trombay Road, Mumbai - 400 071, Maharashtra, India.
Tel.: +91 22 717 33 717 Fax.: +91 22 71 733 733
Website: www.capacite.in Email: compliance@capacite.in

Name of the Member (s):	
Registered address:	
E-mail Id:	
DP ID- Client ID* / Folio No:	

I/We, being the member(s) of ______ Equity shares of the above named Company, hereby appoint:

1. Name:……………………………………………............................ Address:...

....

E-mail Id: ………………………..........……..............................Signature:………………………...

or failing him

3. Name:……………………………………………............................ Address:...

....

E-mail Id: ………………………..........……..............................Signature:………………………...

or failing him

3. Name:……………………………………………............................ Address:...

....

E-mail Id: ………………………..........……..............................Signature:………………………...

or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 6th Annual General Meeting of the Company, to be held on 3rd day of September 2018 at 11.30 A.M. at Emerald Hall, The Acres Club, 411-B, Opp. Bhakti Bhawan, Hemu Kalani Marg, Chembur East, Mumbai - 400 071 and at any adjournment thereof in respect of such resolutions as are indicated overleaf .

Signed this .... day of .... 2018.

Affix Re. 1/-
Revenue
Stamp
Here

Signature of shareholder

Signature of Proxy holder(s)

Resolution No. as per Notice of the Annual General Meeting	Type of Resolution (Ordinary/ Special)	Particulars of the proposed Resolution	Vote	
			Consent	Dissent
Item No 1	Ordinary	To receive, consider and adopt Financial Statements, Standalone and consolidated, for the Financial year ended March 31, 2018		
Item No 2	Ordinary	Declaration of Dividend of ₹ 1 per equity share having face value of ₹ 10 each (10% of the face value)		
Item No 3	Ordinary	To appoint Mr. Rohit R. Katyal (DIN: 00252944), who retires by rotation as a Director, and being eligible, has offered himself for re-appointment		
Item No 4	Ordinary	To ratify the appointment of S R B C & Co. LLP, Chartered Accountants, Statutory Auditors and fix their remuneration		
Item No 5	Ordinary	Ratification of Remuneration of Cost Auditor		
Item No 6	Ordinary	Appointment of Ms. Farah Nathani Menzies, as a Non-Executive Independent Director		
Item No 7	Ordinary	Change in designation of Mr. Siddharth D. Parekh as a Non-Executive Director		
Item No 8	Ordinary	Change in designation of Mr. Sumeet S. Nindrajog as a Non-Executive Director		
Item No 9	Ordinary	Appointment of Mr. Suryakant Balkrishna Mainak as a Non-Executive Independent Director		
Item No 10	Ordinary	Appointment of Mr. Arun Vishnu Karambelkar as a Non-Executive Independent Director		
Item No 11	Special	Revision in remuneration of Mr. Rahul R. Katyal, Managing Director of the Company		
Item No 12	Special	Revision in remuneration of Mr. Rohit R. Katyal, Executive Director & Chief Financial Officer of the Company		
Item No 13	Special	Revision in remuneration of Mr. Subir Malhotra, Executive Director of the Company		
Item No 14	Special	Remuneration by way of Commission to the Independent Directors		
Item No 15	Special	Alteration of Articles of Association of the Company		

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A person can act as proxy on behalf of Members up to and not exceeding fifty and holding in the aggregate not more than ten per cent of the total share capital of the Company. Further, a Member holding more than ten per cent, of the total share capital of the Bank carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.

*Applicable for investors holding shares in electronic form.

CAPACIT'E
INFRAPROJECTS LIMITED

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