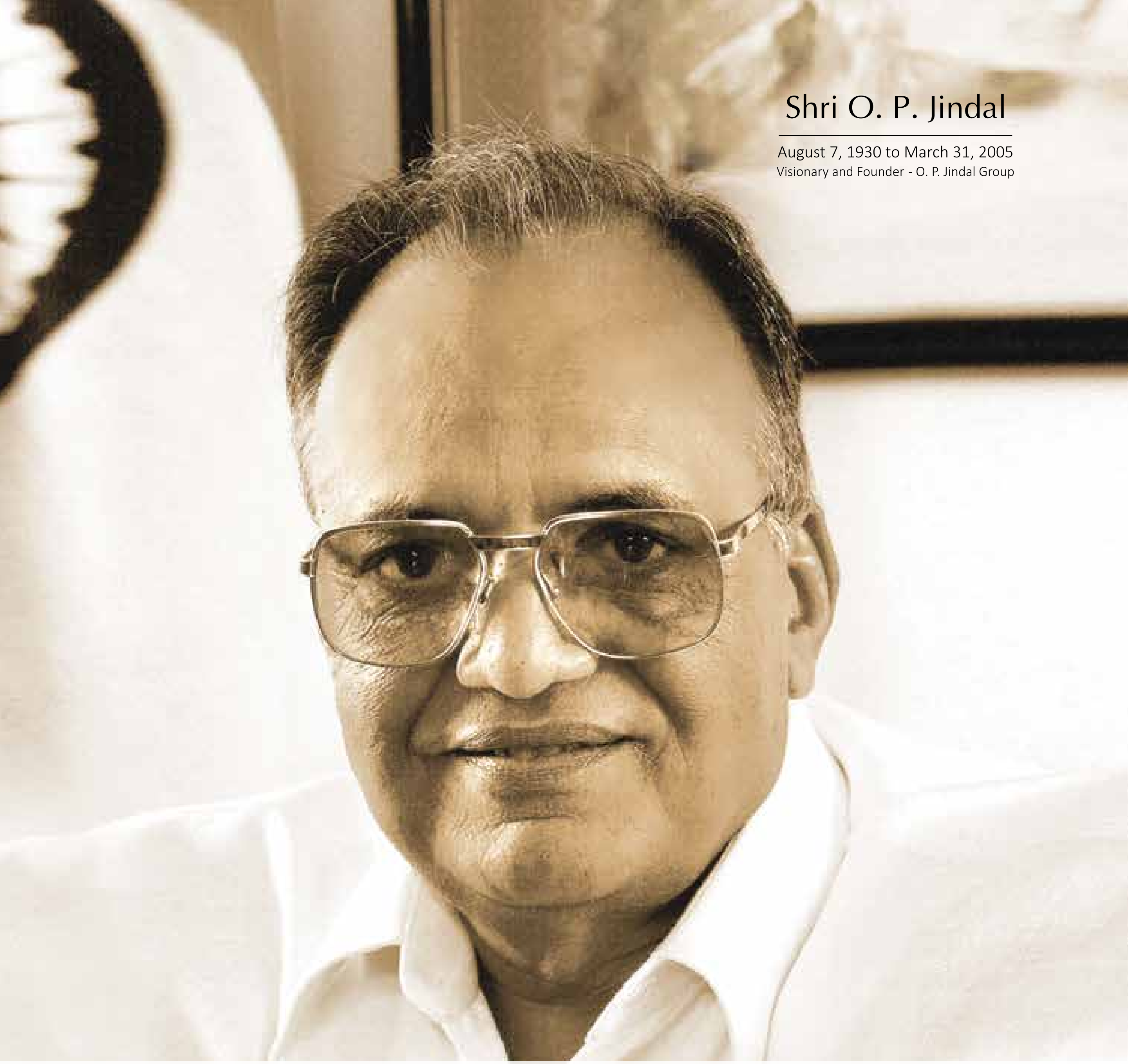
JSW Infrastructure Limited
Annual Report 2018-19

Building capacities. Adding value.

Better Everyday.



Shri O. P. Jindal

August 7, 1930 to March 31, 2005
Visionary and Founder - O. P. Jindal Group

GREAT LEADERS INSPIRE COUNTLESS LIVES, LEAVE EVERLASTING MEMORIES, TO FOREVER GUIDE DESTINIES

Way back in 1952, an age before the phrase entered public discourse Shri O. P. Jindal heralded ‘Make in India’ with a small scale manufacturing unit in his home town of Hisar in Haryana. In its ground-breaking wake came a pipe manufacturing company, the Jindal Group and an industrial folklore built with steel and power.

For more than five decades, as young India, born from colonial subjugation to democratic freedom built itself into a modern state, Shri O. P. Jindal epitomised enterprise, nationalism, innovation and social service. He sired and took his eponymous business organisation to stellar heights, strengthening at every step his commitment to social work and nation building.

On this day countless individuals in the Jindal family and beyond salute his spirit, which will forever guide our destiny.

With the government's unwavering focus on improving India's infrastructure, the port sector is poised for the next level of growth.

India's maritime transport facilitates 70% of the country's trading by value and 95% by volume.

With rise in trade, developing ports has become a key policy imperative, leading to an increase in private participation in the sector to enhance port infrastructure.

At JSW Infrastructure, we have always strived to align our goals with the nation's aspirations.

In pursuit of this we are
building capacities and adding value.

What's Inside

Corporate Overview

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Highlights FY19

Standalone

Gross turnover (₹ in Million)
₹3,196

EBITDA (₹ in Million)
₹2,101

PAT (₹ in Million)
₹1,109

Net turnover (₹ in Million)
₹2,708

PBT (₹ in Million)
₹1,204

Cash profit (₹ in Million)
₹1,943

Consolidated

Gross turnover (₹ in Million)
₹12,747

EBITDA (₹ in Million)
₹7,135

PAT (₹ in Million)
₹2,720

Net turnover (₹ in Million)
₹10,803

PBT (₹ in Million)
₹2,838

Cash profit (₹ in Million)
₹5,735

Board of Directors

Mr. Nirmal Kumar Jain
Chairman and Independent Director

Mr. Arun Maheshwari (w.e.f 18th April 2019)
Joint Managing Director and Chief Executive Officer

Ms. Tarini Jindal Handa
Non-Executive Director

Mr. Lalit Singhvi
Whole-time Director and Chief Financial Officer

Mr. KN Patel
Non-Executive Director

Mr. PK Kedia
Non-Executive Director

Mr. KC Jena
Independent Non-Executive Director

Ms. Ameeta Chatterjee
Independent Non-Executive Director

Corporate Information

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Mr. PK Kedia
Non- Executive Director

Mr. KC Jena
Independent Non- Executive Director

Ms. Ameeta Chatterjee
Independent Non- Executive Director

Company Secretary

Ms. Gazal Qureshi

Statutory Auditors

M/s. H P V S & Associates

Chartered Accountants

Bankers

Dena Bank Limited

IndusInd Bank Limited

Yes Bank Limited

Registered Office

JSW Centre, Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051
Tel: +91 22 4286 1000
Fax: +91 22 4286 3000
E-mail: infra.mumbai@jsw.in
www.jsw.in
CIN: U45200MH2006PLC161268

Registrar & Share Transfer Agent
Karvy Fintech Private Limited
Karvy Selenium,
Tower – B, Plot No. 31& 32, Gachibowli
Financial District, Nanakramguda,
Serilingampally Mandal,
Hyderabad – 500 032
Tel: +91 40-6716 1500
Fax: +91 40-23001153

Leadership Speak

From the Chairman's desk

Dear Shareholders,

Our nation is on a steady growth path. The US-China trade spat has provided India an opportunity to be integrated into the global value chain and position itself as a country which is integrated into the global economy. The government's game changing policies have transformed the way India conducts business.

I believe as a part of the business community of a growing economy, we too can enable change, support the government in its drive towards building the nation and as a result, be able to achieve sustainable and long-term growth in the coming years.

Economic overview

Global economic growth is sluggish and precarious due to prolonged policy uncertainty evident from decline in manufacturing purchasing manager indices and the significant weakness in global trade. Some of this slowing down of growth is self-inflicted. The policy uncertainty which is weighing down the dynamism in the global economy is prevalent, despite the recent US-China trade truce. India being largely a domestic consumption driven economy has largely remained insulated from these global tensions.

However, after witnessing a slowed GDP growth in FY19, reviving the nation's economic growth is one of the primary agendas of the government. As a means of achieving this end, Indian economy needs to grow at a steady 8% over the next 3-4 years and the government has shifted gears to attain its objective of becoming a $5 trillion economy by FY25. It plans to continue to drive beneficial economic reforms, boost private sector investments, increase capacities, improve labour productivity and aid in job creation.

The government is continuing to focus on infrastructure as a key sector. The private sector has emerged as a crucial player across various infrastructure segments, ranging from roads and communications to power and ports. The Indian port sector has been on the government's radar for quite some time as despite having an advantageous coastline with 12 major and about 200 minor ports, most of them are not being used to their full potential due to infrastructure and connectivity problems. In terms of maritime capabilities, India is consistently being outperformed by many of its Asian neighbours.

Several initiatives have been announced such as the Sagarmala

Programme, which envisions a total of 189 projects for modernisation of ports by 2035 and work is ongoing towards developing inland waterways as an alternative to road and rail routes and aiming to attract private investment in the port sector. These projects also aim to reduce logistics costs of both foreign and international trade by ₹35000-40000 crore annually by 2025 and double the share of water transportation in the modal mix.

India's draft National Logistics Policy is also being reviewed and the four ministries and their departments are being urged to leverage existing infrastructure to support each other in the logistics chain. This is expected to maximise capacity utilisations as well as bring down logistics cost of India's GDP. The renewed policy will form a seamless and efficient logistics network in the nation to drive economic growth and trade competitiveness.

Our year in review

The year under review was a stable year for us in terms of our business operations. We continued to implement our coastal shipping strategy to strengthen India's ports, roads and railways. Most of our ongoing projects are on track and we expect to complete them in line with the committed timelines. The cargo volume handled across our ports witnessed a healthy growth of 20% over the previous fiscal to reach 65.20 MT.

Our revenue grew from ₹9,980.94 million to ₹10,802.60 millon, which is growth by 8%, while our EBITDA was marginally down from ₹7,367.3 million to ₹7,134.74 million. Our margins were steady, along with our short-term and long-term credit ratings. Post the completion of our capacity expansions, significant and sustained improvement in scale of operations is expected to enable us to maintain our profitability and a comfortable financial profile.

Gross turnover (₹ in Million)

₹12,747

EBITDA* (₹ in Million)

₹7,135

As a strategic move, our company appointed Mr. Arun Maheshwari as JSW Infrastructure's Joint Managing Director and Chief Executive Officer. His association with the Group dates back to 1995 and his entrepreneurial skills, creative approach and lateral thinking will enable us to grow and expand our position in the nation's infrastructure sector.

Our outlook for 2022

Our expansion plans of achieving an annual capacity of 200 MTPA by 2022 are on track. The expansions being planned are expected to enhance capacity of our Paradip Port at Odisha for the Iron Ore Terminal to 18 MTPA and East Quay Coal Terminal to 30 MTPA capacity to handle coal exports. The capacity of our flagship Jaigarh Port will be expanded to 80 MTPA. Besides capacity, expansion at Jaigarh, we are looking to set up a port city in that location. These expansions will provide improved logistics support to our existing Group verticals and yet have enough capacity to handle shipments from non-group players. These capacity expansions are being funded partly through loans and partly through internal accruals, requiring a total capital outlay exceeding ₹2000 crore.

Post the completion of our proposed capacity expansions, we will become one of the leading players in the nation's port sector.

And with the government's continued impetus, we will be in a favourable position to leverage our potential and contribute towards the growth of our nation.

On behalf of the Board and the entire JSW Infrastructure team, I would like to thank all the stakeholders, various government authorities and investors for their unstinted support. We need your continued guidance, which will aid us in achieving this objective.

Warm regards,

Nirmal Kumar Jain
Chairman

India has a 7,517 km long coastline, 14,500 km of potentially navigable waterways, and strategic locations along major international maritime trade routes, the full potential of which is yet to be realised.

Building capacities.

The government has been focused on developing and enhancing port infrastructure for the past few years and has come up with an ambitious roadmap to bridge the gaps in logistics connectivity and efficiency of our ports.

There are plans to set up new ports, modernise the existing ones, develop coastal zones establishing connectivity between ports and roads and railways, and also promote coastal community development.

As one of India's leading infrastructure players, we have always aligned our growth strategy with this roadmap. We aim to establish state-of-the-art infrastructural facilities in India and double our port capacities to 200 MTPA by 2022 through greenfield and brownfield expansions. We are also planning to build a port city around our flagship Jaigarh port in Maharashtra based on a cluster value.

The Jaigarh port, which is connected via road and a pipeline, is also expected to have enhanced connectivity through railways and inland waterways. This will enable us to pump iron ore slurry as well as LPG and LNG through the pipeline.

Our planned capacity expansion in Paradip will provide an impetus to Odisha's port economy, attracting more logistics players to the Paradip International Cargo Terminal.

The realisation of this vision will create unprecedented value as we will be able to host the largest ships in the world in each category of cargo.

Adding value.

Corporate Identity

JSW Infrastructure at a glance

We are one of India's leading private infrastructure companies. Since commencing operations in 2004, we have constantly strived to achieve growth driven by our values of transparency, excellence and dynamism, and our robust operational efficiencies.

We have aligned our goals with the aspirations of the nation, which is reflected in our dedication towards developing world-class infrastructure in aviation, marine, roadways and railways. We also develop inland waterways, water treatment plants, special economic zones (SEZs) and other infrastructure facilities.

Our port vertical operates environment-friendly seaports and terminals in Maharashtra, Goa and Odisha, offering mechanised and multi-cargo handling facilities to our customers. Our ports are well connected by railways and roads to the industrial regions of Maharashtra, Goa and Karnataka.

Vision 2022

- Establish state-of-the-art infrastructural facilities in India
- Enhance port capacity of 200 MTPA through greenfield and brownfield expansions
- Ensure effectively mechanised operations
- Be the benchmark global company in the area of operations
- Be environment-friendly
- Be socially sustainable

Our ports

We have operational ports and terminals in Maharashtra, Goa and Odisha with a total capacity of 75 MTPA. By 2022, we plan to enhance our total capacity through greenfield and brownfield expansions to 200 MTPA, backed by our track record of timely project completion and internationally benchmarked standards of operations.

Maharashtra

Jaigarh Port
This was the first deep water port in Maharashtra and was built in a record time of 20 months. The port has seven operational berths with cargo handling capacity of 45 MTPA. We plan to enhance the capacity of this port to 10 berths handling 80 MTPA of cargo. The port offers customised services for handling dry bulk, RoRo, liquid, container cargo and a range of support services.

Dharamtar Port
This port is situated at Dolvi in the Raigad district of Maharashtra. It has a depth of 4.5 metres and cargo handling capacity of about 34 MTPA. The port can handle bulk and break-bulk cargo, including limestone pellets and lumps, dolomite, hot briquette iron, sponge iron, PCI coal, scrap, and iron ore lumps, fines and pellets.

Nandgaon Captive Jetty
This proposed captive facility is expected to handle bulk containers, chemicals and other cargo and provide storage facility. The facility will handle commercial cargo upto 25% of the capacity.

Odisha

JSW Paradip Terminal Private Limited
This terminal is being developed on a Build Own Operate and Transfer (BOOT) basis to handle iron ore and pellets, among others. It will have a berth of 370 metres with loaders fully equipped with closed conveyor system. The terminal is expected to have a capacity of 18 MTPA by 2019.

Paradip East Quay Coal Terminal Private Limited
We secured the redevelopment of the three existing terminals of Paradip East Quay Coal Terminal. The long berth of the present draft of 12 metres is being deepened and strengthened to accommodate large vessels. This port is being developed primarily for coastal movement and export of coal from Mahanadi Coal Fields. The port is expected to have a capacity of 30 MTPA by mid 2020.

Goa

South West Port
This was our first operational port, established to primarily handle the logistic needs of our Group's steel plant at Toranagallu, Karnataka. The convenient location of the port gives us a cost advantage for efficient handling of coal and ore imports and finished steel exports. The port currently operates two dedicated bulk cargo berths at Mormugoa Port Trust at Goa, on a Build, Own, Operate and Transfer (BOOT) basis. The port has a cargo handling capacity of 7.5 MTPA.

Awards and recognitions

We received several awards and recognitions during the year under review:

Category	Award
Maritime and Logistics 2018 Awards	Bulk/Break Bulk Port of the year
Gateway Awards 2018	CSR Excellence of the Year 2018
India Maritime 2018 Awards	Best Port of the Year (non-containerised)

Key Performance Indicators

Our performance in numbers

Cargo throughput (MMT)

FY15	25.06
FY16	29.55
FY17	38.26
FY18	54.30
FY19	65.20

Net turnover (₹ in Million)

FY15	5,535.07
FY16	7,201.20
FY17	8,877.84
FY18	9,980.94
FY19	10,802.60

EBITDA (₹ in Million)

FY15	3,573.56
FY16	5,113.60
FY17	6,384.24
FY18	7,367.98
FY19	7,134.74

Cash profit (₹ in Million)

FY15	2,655.67
FY16	3,842.01
FY17	4,630.38
FY18	5,178.05
FY19	5,734.90

Business Model

Creating long-term value for stakeholders

Our resilient business model is a major enabler of our objective of sustainable value creation for our stakeholders. It allows us to optimally utilise our resources and leverage our core competencies, thereby facilitating our ultimate goal of being 'Better Everyday'.

Human

Our 393+ talented employees, along with our competent senior management and their rich sectoral experience enable us to grow in all aspects of our business from community and customer relations to innovative thinking necessary to drive value, growth and efficiency.

Natural

Natural resources such as coal, iron ore and water are critical inputs, which we seek to consume responsibly and efficiently.

Social and relationship

Our 'social licence to operate' is due to our reputation and the trust of key stakeholders. Our most valuable stakeholder relationships are with our people, customers, partners, the Indian government and regulators.

Financial

Our business activities require financial capital, which includes promoter equity and internal accruals. We also raise capital from financial institutions and capital markets based on need to fund growth.

Intellectual

Our intellectual property includes engineering expertise, project execution capabilities, operating systems and experience of our people.

Manufactured

Being a part of the infrastructure sector, we require production and logistics assets, which allow us to manufacture and deliver our projects on time.

Our pillars of value creation

Quality of operations

Drive towards excellence

Culture of continuous learning

Care for our people

Robust performance

Sustainability initiatives

Value creation enablers

Our operating model is designed to achieve responsible, sustainable and profitable growth. We have identified and nurtured specific capabilities to drive this growth.

Brand equity

We are one of the leading private infrastructure players in India with 14 years of industry experience. We are committed to developing the nation's maritime gateway. We are a part of the JSW Group, which is ranked among India's top business houses and is known for its excellence, differentiated product mix, state-of-the-art technology, excellence in execution and focus on sustainability. This association has enabled us to develop trust in the eyes of our stakeholders.

Varied expertise

We possess expertise across various infrastructure sectors such as ports, shipyards, roads and rail connectivity, inland waterways, and special economic zones.

Timeliness

Our prudent project management and ability to complete projects within approved time, budget and quality stem from our deep sectoral understanding, and robust internal processes and operating mechanism.

Human resources

Our innovative people practices enable us to create a vibrant work culture. We believe in empowering our people and giving them responsibility to grow and prosper as individuals, which has earned us respect and recognition in the industry and among peers.

Financial prudence

Our strict financial discipline and constant endeavour to reduce operational costs and enhance margins result in a robust balance sheet and strong cash flows.

Corporate Social Responsibility

Giving back to the community

We are aware of our social responsibilities which has led us to adopt an impact-based Corporate Social Responsibility (CSR) programme through, which we can give back to the society.

As a responsible business, the principles of CSR are ingrained in our culture. We believe a strong CSR framework can be advantageous to our business in multiple ways. Sharing the responsibility of the community we live in and increasing employee engagement by promoting their participation in certain activities all lead to the creation of a positive and productive workplace, which encourages personal and professional growth of our people.

We had four major areas of focus for our initiatives in FY19:

Health and nutrition

Focused on activities such as:
- Regular health check-up of truck drivers
- Eyecheck-up, counselling on drug addictions, HIV/AIDS, skin and oral cancer check-up
- Referral and transport facility at state highways

Education

Focused on activities such as:
- Digital education programme
- Pre-primary education
- Life skill education
- MPSC/UPSC guidance

Water, environment and sanitation

Focused on activities such as:
- Availability of safe drinking water in DIZ villages
- Waste management

Livelihood and skill enhancement

Focused on activities such as:
- Skill development and employability
- Crab fattening and cage fishing programme
- Making bakery products and putting up a food stall
- Skill-based training, training on various fish products
- Paper bag production in Goa and Jaigarh, Maharashtra

Digital education project

Objective
Assessment of digital education programme at DPPL and NPPL

Engagement model
- Provided e-learning content for all grades by setting up GKlass Audio-Visual Klassrooms
- Conducting teacher training sessions
- Conducting Baseline, Midline & Endline assessment exams (Offline)
- Submission of impact assessment reports

Beneficiaries

8
Gram Panchayats covered

19
Schools to be included as a part of this programme

2,421
Teachers and students will be involved in this initiative

Proposed initiatives for FY20

Location

JSW Jaigarh Port Limited

Activities to be conducted
- Eye check-up camps, drug addiction counselling, cancer and HIV/AIDS check-ups, skin care
- Livelihood and employability programmes such as training on maritime, seamanship under the Sagarmala project
- Career guidance camps and mental health camps, providing life skill education, establishing a JSW hand wash station and a JSW kids toys corner
- Develop an educational mobile app for class 8 to 12 through Navneet Prakashan
- Waste management projects
- Port and beach cleaning under the Swachh Bharat Mission

Nandgaon Port Private Limited

Activities to be conducted
- Begin digital education in 10 schools catering to 1,300 students
- Upgrade medical and health facilities at Nandgaon and Alewdi
- Water facility, sports development and fishermen livelihood

JSW Dharamtar Port Private Limited

Activities to be conducted
- Initiate digital education in 10 schools involving 481 students and teachers
- Livelihood activities for fishermen
- Promotion of renewable energy

South West Port Limited

Activities to be conducted
- Plantation and maintenance work
- Swachh Bharat Mission – garbage project
- Livelihood and employability programmes
- Skill development training

Paradip East Quay Coal Terminal Private Limited

Activities to be conducted
- Promote health, skill development and employability
- Rural development

Our People

Creating future leaders

As an organisation, we strive to empower our people by entrusting them with responsibilities and making them feel valued. We strive to maintain a favourable and conducive work environment and provide the best of facilities to produce the desired results.

At JSW Infrastructure, we believe that people are at the core of our business. They face customer demands, tough competition and the ever-increasing complexities of cause and effect changes in modern-day economic undertakings.

We are also committed to provide an environment that is safe and free from any kind of harassment and have an Internal Complaints Committee in place at each location to safeguard the employees' interest.

Human resource initiatives FY19

To support our people-centric vision and growth of JSW infrastructure, we have developed an integrated Strategic Talent Management framework. The main constituents of the framework have been categorised into capability building, developing scalable processes and enabling self-excellence.

Total employees

(as on 31st March 2019)

393

In today's fast-moving business environment, cloud-based tools are a necessity for sustained operations. We have leveraged them to reach out to all the employees based at different locations, ports and offices. We have integrated our learning journey in our internal processes using programmes such as Skillsoft and Harvard Manage Mentor that leverage the reach and flexibility of these e-learning modules, which in turn ensure high levels of participation.

Our managers are constantly required to interact with stakeholders and are critical catalysts of ensuring each employee getting an equal opportunity to contribute their best each day. We have developed a series of instructor-led workshops in conjunction with the industry experts to bring out the best and set the tone for most effective managerial practices. These workshops have been attended by both the experienced and new managers alike so that they can share and learn from each other.

Future strategy and initiatives FY20

To maximise employee contribution, we have planned classroom trainings focused on optimising self-excellence. These trainings will continue throughout the coming fiscal and will leverage recently evolved methods of learning to provide opportunity to employees for overall development.

As we gear up for commissioning of several large-scale projects at our upcoming terminals at Paradip, we have begun to collaborate with respective functional heads to hire and onboard talented professionals. The success of this project can extend our outreach in handling third-party cargo to the next level, while contributing significantly to the overall profitability of the organisation.

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Management Discussion and Analysis

Economic Environment

Global economy

The global economy grew at 3.6% in FY19, despite a strong momentum in the first half, dragged down by weak sentiments due to geopolitical tensions. The International Monetary Fund (IMF) in its latest World Economic Outlook expects the growth to slow to 3.2% (cut from 3.3% in April estimates) in 2019, as the factors plaguing the economy such as US-China trade tensions, weak Eurozone and tight financial conditions in China continue to weigh.

The IMF expects global economic growth to stabilise at 3.5% in 2020, as major central banks adopt an accommodative policy stance, China ramps up its policy stimulus to counter trade tariffs and Eurozone economies recover. However, there exist significant downside risks to the forecast from any escalation in geopolitical tensions and a 'no deal' Brexit.

Indian Economy

In FY 2019, India largely remains insulated from the global economic turmoil due to its domestic focus and grew at 6.8% (Source: CSO). India jumped 23 places in the World Bank's latest ease of doing business ranking to 77 among 190 countries, as a result of several structural reforms and continued policy level interventions by the government.

Outlook

The IMF expects India to grow at 7% in 2019 and at 7.2% in 2020, as muted inflation provides headroom for the Reserve Bank of India (RBI) to remain accommodative with its policy stance and the government continues with its efforts to revive urban as well as rural demand. To fuel the economic growth momentum, the Government plans to spend ₹ 100 lakh crore over the next five years in infrastructure development through the Bharatmala Pariyojana for constructing roads and highways, Sagarmala for ports, coastal economic zone development, and large scale metro rail projects, among others.

India Port Industry

India's extensive 7,517 kms of coastline has 12 major ports and 205+ non-major ports across nine maritime states handling approx 95% of foreign trade by volume. Cargo traffic recorded 1,278 Million Metric Tonnes (MMT) in 2019, and is expected to reach 1,700 MMT by 2022.

Ports, highways, airports, railways and power have seen significant private sector participation, both domestic and international, in the last decade. The Government rolled out 'Bharatmala' and 'Sagarmala' to address the critical gaps in India's transportation and logistics infrastructure. These initiatives, along with the Government's continued focus on promoting manufacturing and rural development, are expected to boost the investment cycle.

The Government has formulated several policies to attract private investments in the ports sector such as model concession agreement, promotion of coastal shipping for cargo, relaxation in cabotage policy, coastal berth policy, setting up maritime board in coastal states, and tax holidays. Further, Project UNNATI has been launched to enhance the operational and financial performance of major Indian ports.

ADVANTAGE INDIA

Robust Demand

- Ports sector in India is being driven by high growth in external trade. In FY19, traffic at major ports of the country reached 699.05 million tonnes.

Attractive Opportunities

- Non-major ports of India are witnessing strong growth.
- Special Economic Zones (SEZs) are also being developed in close proximitly to ports.

Policy Supports

- The Government of India is aiming to create port capacity of 3,200 MMT by 2020.
- It is also executing the National Maritime Developement Programme with an outlay of US$ 11.8 billion

Competitive Advantage

- India has a long coastline of about 7,517 km with more than 200 ports, providing ample opportunities for the ports sector.

Investments/Developments:

- The Ministry of Shipping, Road Transport and Highways announced massive investments in India's ports and roads sector, which is likely to boost the country's economy.
- The Government plans to develop 14 coastal economic regions as part of its plans to revitalise the Sagarmala (string of ports) project. The zones would be converted into manufacturing hubs, supported by port modernisation projects, and would span 300–500 km of the coastline. The Government also plans to develop inland waterways as an alternative to roads and rail to transport goods to the ports.

Outlook for Indian Shipping Industry and Ports:

- Increasing investments and cargo traffic growth point to a healthy outlook for the Indian ports sector. Providers of services such as operation and maintenance (O&M), pilotage and harbouring, and maritime assets such as barges and dredgers will benefit from these investments.
- Capacity additions at ports are expected to record a CAGR of 5-6% till 2022, adding 275-325 MT.
- Under Sagarmala, the Government aims to modernise 189 ports with investments totalling ₹ 1.42 trillion ($ 22 billion) by 2035.
- The Ministry of Shipping has set a target capacity of over 3,130 MMT by 2020, which would be driven by private sector participation. Non-major ports are expected to generate over 50% of this capacity.
- India's cargo traffic handled by ports is expected to reach 1,695 MMT by FY 2022, according to the National Transport Development Policy Committee.

Company Overview

JSW Infrastructure Limited (JSWIL), part of the $14 billion JSW Group, is one of the leading private sector infrastructure companies in India. The Company engages in developing seaports, railway projects, transportation through pipeline, and providing end-to-end logistic solutions. The Company currently operates seaports and terminals in Maharashtra and Goa with an operational capacity of 75 MMTPA. JSW Infrastructure's modern, environment-friendly seaports and terminals – JSW Jaigarh Port and JSW Dharamtar Port in Maharashtra, and South West Port in Goa – offer mechanised and multi-cargo handling facilities and are well connected to the industrial hinterlands of Maharashtra, Goa and Karnataka. The Company is also developing two terminals at Paradip for iron ore and coal exports.

JSW Infrastructure is pursuing capacity expansion and plans to have a total operational capacity of 200 MMTPA by FY 2022.

- Among the top five companies in India by capacity and cargo handled
- Capacity addition through greenfield and brownfield expansions
- Establishing presence across both east and west coasts of India
- Proven ability to handle multi-cargo with expertise in bulk cargo
- Fully mechanised operations enabling faster turnaround and efficient use of resources

Operational and Projects Review

JSW Jaigarh Port Limited

Location	Jaigarh, Ratnagiri, Maharashtra
Existing capacity	45.0 MMTPA (2018 – 40.0 MMTPA)
Target capacity	80.0 MMTPA
CoD	Operational: 2010
Concession period	50 years (till 2058)
Infrastructure	Current berths: 7
Current draft:	18.5 metres
Key cargo	Coal, iron ore, limestone, sugar, molasses, fertilizer, bauxite, etc.

Jaigarh Port (JPL) is an all-weather, 24/7, multi-purpose common user port. JPL, with a draft of 18.5 metres, is one of the deepest draft ports in India. The port occupies a strategic location on the west coast between the ports of Mumbai and Goa, and handles cargo from Maharashtra and Karnataka.

JPL recently inaugurated India's first Floating Storage and Regasification Unit (FSRU) based LNG terminal at the port.

South West-Goa Port Limited

Location	Mormugao, Goa
Capacity	15 MMTPA
CoD	Operational: 2004
Concession period	30 years (till 2029)
Infrastructure	Current berths / length: 2 / 450 metres Current draft: 14.3 metres
Key cargo	Coal Coke, limestone and steel products

Management Discussion and Analysis (Contd.)

South West Port (SWPL) provides vital logistics and cargo handling support to the JSW Steel plant at Vijayanagar, Karnataka, to import coal, limestone and export steel products. SWPL operates two bulk cargo berths at Mormugoa Port Trust at Goa, on a BOOT license agreement. The port has mechanised cargo handling systems, mechanised in motion wagon loading systems connected by closed conveying systems, dust suppression systems and air pollution monitoring systems.

JSW Dharamtar Port Private Limited

Location	Dharamtar, Raigad, Maharashtra
Existing capacity	15.0 MMTPA
Target capacity	34.0 MMTPA
Infrastructure	Current berths length: 430 metres Current draft: 3.5 metres
Key cargo	Pellets, lumps, iron ore fines, limestone, dolomite, HBI, coal, scrap steel products, fertilizers

JSW Dharamtar Port Pvt. Limited. (DPPL) is strategically located at 80 kms south of Mumbai and nearly 135 kms from Pune.

DPPL has barge berth (jetty) facilities at Dharamtar Port, Dolvi village, Raigad district. The site is located southeast of the Mumbai harbour on the Dharamtar Creek at the estuary of the Amba river extending to ~12 nautical miles upstream.

The berths have adequate length and inter-barge spacing to accommodate barges up to 8,000 deadweight tonnage (dwt) in size and support bulk and discrete cargo handling with suitably configured equipment and systems.

The cargo handling capacity will increase from 15 MMTPA to 34 MMTPA by FY 2020, post completion of the expansion project.

JSW Paradip Terminal Private Limited

Location	Paradip, Odisha
Target capacity	18.0 MMTPA
CoD	Project under construction
Concession period	30 years (till 2045)
Infrastructure	Berth length: 370 metres
Key cargo	Iron ore, pellet exports

JSW Paradip Terminal Pvt. Limited is a special purpose vehicle (SPV) formed to develop new berths for handling iron ore exports at Paradip. The project, currently under construction, is being developed on a Build-Operate-Transfer (BOT) basis and will have the total capacity of the terminal to 18 MMTPA.

Paradip East Quay Coal Terminal Private Limited

Location	Paradip, Odisha
Target capacity	30.0 MMTPA
CoD	Project under conception/design stage
Concession period	30 years
Infrastructure	Berth length: 686 metres
Key cargo	Coal exports

The project will be developed on a BOT basis. The total length of the berth will be 686 metres with a draft of 12 metres and will have the capability to handle panamax size of vessels. The Terminal will have a capacity of 30 MMTPA. The project, currently under construction likely to Commission in FY 2020-21.

JSW Terminal (Middle East) FZE

In order to explore international markets, JSW Infrastructure entered into an agreement with Fujairah Sea Port Authority (POF) for carrying out operation and maintenance and repair of the entire bulk handling system for ship loaders and conveying system for loading cargo at berth no. 5 and 6 at Fujairah Sea Port for five years starting FY 2017. The present terminal has a handling capacity of 28 MMTPA.

Other Business Development Initiatives

In FY 2019, JSW Infrastructure focused on capacity additions through greenfield and brownfield expansions. The Company's focus on port-based industries including chemical plants, edible oil refineries and bitumen refineries, among others, drives growth and increases hinterlands serviced by JSWIL. Among its expansion activities, Paradip Terminal Private Limited (PTPL) is at an advanced stage of construction and various trial runs are in process. Paradip East Quay Coal terminal's work has progressed significantly. These two terminals, equipped with large cargo handling infrastructure, will help decongest the port and allow JSWIL to expedite third-party transactions. The operations are likely to commence in Q2 of FY 2020.

JSW Infrastructure plans to optimise the handling and transportation of cargo by addressing key connectivity issues. In line with the Government's vision to cut down logistics cost to 9% of GDP, JSWIL plans to optimise its supply chain by exploring different modes of transportation (including rail, road, coastal, pipeline, inland waterways) and obtain a modal mix, reducing the overall logistic cost and increasing operational efficiency. The Company endeavours to equip ports with the latest technologies and advanced infrastructure to handle larger ships to make operations more economical, and customer and environment friendly.

Along with cargo volumes, the Company emphasises diversifying the cargo handled. Jaigarh Port handled the highest volume of sugar among private ports and the second highest in India in FY 2019. In addition to bulk and break bulk, JSWIL plans to venture into containers – a container facility is planned at Jaigarh Port. To further this initiative, JSWIL also participated in the development of New Mangalore Container Terminal which will help to expand its reach on the south-west coast, helping the Company enhance its cargo profile by volume and third-party customer base. Jaigarh Port has started handling liquid cargo with the first vessel for edible oil handled this financial year. LNG, LPG and chemical facilities have been planned and are likely to be operational by the next financial year, helping achieve an optimal mix of cargo. JSWIL also participated in fertiliser handling and tendering with the Government and is likely to allocate fertiliser vessels soon.

FY 2019 witnessed the highest volume of third-party cargo handled by JSWIL. Key commodities contributing to commercial cargo included gypsum, sugar, coal and fertilisers. JSWIL is also in discussions with leading customers to set up a petroleum, oils and lubricants (POL) terminal at Jaigarh Port, which will further diversify its third-party cargo base. Additional investments are being made to handle third-party cargo, address connectivity issues and grow operations to accommodate large ships at the port.

Nandgaon Port Private Limited is under development as a captive jetty. The port is situated 110 km north of Mumbai. The proposed captive facility will handle bulk containers, LNG, chemical and other cargos. The port will have a capacity of 17 MMTPA when developed.

The main cargo handled at the ports are bulk and liquid cargo. The Company's port services include marine, handling intra-port transport, storage, other value-added and evacuation services for a diverse range of customers, comprising terminal operators, shipping lines and agents, exporters, importers and other port users. This helps the Company diversify its revenue streams, eliminate revenue leakage, reduce financial risks and compete more effectively.

Financial Performance:

Consolidated Results

The Company's consolidated financial statements include the financial performance of the following subsidiaries/step-down subsidiaries:

- JSW Jaigarh Port Limited
- South West Port Limited
- JSW Dharamtar Port Private Limited
- JSW Terminal (Middle East) FZE
- Dhamankhol Fintrade Private Limited
- Masad Marine Services Private Limited
- Nalwa Fintrade Private Limited
- JSW Jaigarh Infrastructure Development Private Limited
- Nandgaon Port Private Limited
- JSW Shipyard Private Limited
- JSW Terminal (Mormugao) Private Limited
- Vanity Fintrade Private Limited
- Jaigarh Digni Rail Limited
- JSW Salav Port Private Limited
- JSW Paradip Terminal Private Limited
- Paradip East Quay Coal Terminal Private Limited

Synopsis of Standalone Financials

Standalone revenues increased by 28% during the fiscal to ₹ 3,362.5 million. Expenditure for operations was at ₹ 1,263.9 million. Earnings before interest, tax, depreciation and amortisation (EBITDA) increased by 4% to ₹ 2,100.6 million. Net profit increased by 56% to ₹ 1,107.4 million.

Synopsis of Consolidated Financials

Consolidated revenue grew by 9% during the fiscal to ₹ 11,815.9 million. Consolidated expenditure for operations was at ₹ 4,681.2 million. EBITDA stood at ₹ 7,134.74 million. Cash profit generated grew by 11% to ₹ 5,734.9 million as against ₹ 5,178.1 million in FY 2018.

Synopsis of Subsidiaries' Financials

JSW Jaigarh Port Limited (JPL)

During the fiscal, JPL handled 12.88 MMT of cargo as against 9.31 MMT in the last fiscal, an increase of 38%. Port revenues grew by 11% during the fiscal to ₹ 6,186.5 million as against ₹ 5,554.8 million over the previous fiscal. Cash profit earned grew by 14% to ₹ 2,361.2 million as against ₹ 2,076.8 million.

South West Port Limited-Goa (SWPL)

During the fiscal, SWPL handled cargo of 5.25 MMT as against 10.62 MMT cargo in FY 2018. Total revenues were at ₹ 1,966.7 million, as against ₹ 3,145.8 million in the previous fiscal. Profit before tax was ₹. 180.8 million in the previous fiscal.

Management Discussion and Analysis (Contd.)

JSW Dharamtar Port Private Limited-Dolvi (DPPL)
During FY 2019, DPPL handled cargo of 12.69 MMT as against 11.62 MMT in the previous fiscal, an increase of 9%. Total revenue was ₹ 1,678.3 million, an increase of 13% compared to that of the previous year. Profit after tax stood at ₹ 504.8 million, and cash profit generated was at ₹ 738.1 million as against ₹ 739.2 million in the previous fiscal.

JSW Terminal (Middle East) FZE
During the fiscal, FZE handled cargo of 22.11 MMT as against 17.02 MMT in the previous fiscal. Total revenue was at ₹ 444.2 million as against ₹ 221.3 million in the previous year. Profit after tax was at ₹ 205.8 million as against ₹ 43 million in FY 2018.

Other subsidiaries saw no major revenue impact on a consolidated basis.

Consolidated Financial Statements

The Consolidated Financial Statements of the Company prepared in accordance with relevant Accounting Standards (AS) viz. AS 21, AS 23 and AS 27 issued by the Institute of Chartered Accountants of India form part of this Annual Report.

Human Resource Development
JSW Group creates value for its employees by ensuring their prosperity as the organisation grows. Specifically, it creates employee value through continuous learning, structured career progression opportunities, and an industry-leading employee value proposition. The employee strength as on March 31, 2019 was 393.

JSWIL provides a conducive work environment which motivates employees to make their best efforts to achieve the Company's ambitious targets and growth plans. Their talent and commitment fuel the Company's vision to create capacity exceeding 200 MMT by 2021.

The Company has been working towards institutionalising a performance-oriented culture. The entire HR system that includes recruitment, performance management and reward and recognition has been aligned to the business objectives. Key management personnel at the project sites are being evaluated on uniform parameters linked to organisational priorities. Similarly, key personnel at the corporate office have been given an organisational target in addition to their functional objectives.

During the year, JSW Infrastructure was awarded the following:

- JPL was accredited with ISO 9001:2008, ISO 14001:2004 and OHSAS 18001:2007 certification
- JSW Infrastructure won Bulk / Break Bulk Port of the year - Non-Major Port 2018 in Maritime and Logistics Awards 2018 Awards
- JSW Infrastructure won CSR Excellence of the Year 2018 in The Gateway Awards 2018
- JSW Infrastructure won Best Port of the Year (non-containerised) in the India Maritime 2018 Awards

Corporate Social Responsibility
JSW Infrastructure Limited contributes at least 2% of its average net profits for designing, executing and monitoring programmes for community welfare. The Company implements its CSR initiatives either directly through JSW Foundation or through partnerships, as per the suitability of the initiative.

It adopts a collaborative approach to add value in the lives of the people residing in its Direct Influence Zone (DIZ) and Indirect Influence Zone (IIZ). Its CSR policy enables plants to define their own DIZs with the provisions of expanding them as per the operations.

All its programmes are formulated as per need. The need assessment studies comprise quantitative and qualitative indicators and provide measurable impact. It engages with the Government and civil societies to successfully undertake various social initiatives to benefit the community. It also executes and monitors interventions independently in the community based on concurrent evaluation, knowledge management and documentation. The areas of intervention include water, sanitation, environment, health, nutrition, education, skills, livelihood development, sports and art and culture and heritage. It monitors the initiatives at all its manufacturing sites on a regular basis to constantly improve Company performance.

CSR Policy
JSW Infra is committed to nation-building. It operates on the philosophy of working closely with communities living contiguous to the Company's operations and beyond. It has a Board-level CSR Committee, which is responsible for approving and reviewing all the interventions on a periodic basis. Apart from the Foundation, the Board of JSW Infrastructure has also constituted a Company-level CSR Committee which comprises Business and Plant-level

leadership, to supervise the implementation and assess the impact of all its interventions.

During FY 2019, the Company undertook various CSR interventions based on concurrent evaluation and knowledge management through process documentation.

Key Initiatives

To empower communities, JSWIL spent ₹ 710.43 lakhs for CSR during FY 2019. Through various social initiatives, the Company aimed to:

- Improve the living conditions of people
- Promote social development
- Address social inequality
- Address environmental issues
- Preserve national heritage
- Promote sports
- Carry out rural development projects
- Contribute to Swachh Bharat Abhiyan

Risk Management

JSW Infrastructure follows the Enterprise Risk Management framework set up by Committee of Sponsoring Organisations (COSO) to proactively anticipate, discuss, prioritise and respond to risks and opportunities affecting business objectives for resilience.

The framework helps in timely identification, communication and assessment of risks and opportunities. The framework comprehensively tracks the risks, assess their possible impact and encourages proactive action through well-defined procedures and responsibilities.

Through better risk management, we aim to continue creating value for all our stakeholders, while being resilient to the varied risks. We strongly believe that a major step towards strategic risk management is strict adherence to regulations and standards. We have also established processes and guidelines, along with a strong overview and monitoring system at the Board and senior management levels. We have laid down procedures to inform Board members about the risk assessment and risk minimisation measures.

As an organisation, we encourage strong ethical values and high levels of integrity in all our activities, which by itself, considerably mitigates risks. Different segments of the organisation are vested with specific responsibilities to identify, assess and mitigate risks.

Growing competition

Sharp increase in competition or drop in demand can impact the utilisation, and thereby, viability of the ports.

Mitigation Plan

We are one of the most cost-competitive players in the industry. Our ports are strategically located near the demand hubs. In addition, through high level of mechanisation, we ensure a high productivity, low transaction costs and fast turnaround times.

Internal Control Systems and their Adequacy

JSW Infrastructure has implemented adequate internal controls and risk management processes that are commensurate with the nature of business, and size and complexity of its operations. Appropriate internal control policies and procedures have been set up to provide reasonable assurance on:

- Effectiveness and efficiency of its operations
- Reliability of financial reporting
- Compliance with applicable laws and regulations

The compliance with these policies and procedures is ingrained into the management review process. Moreover, the Company regularly reviews them to ensure both relevance and comprehensiveness. Deviations from the laid-down processes are being addressed through systemic identification of causals. Various data analytics reports run as a part of routine monitoring activities by all functions, which also assist in identifying exceptions.

The organisation continuously assesses effectiveness of its internal controls across multiple functions and locations through extensive internal audit exercises that deploy an amalgam of modern and traditional audit tools. The internal audit programme is reviewed by the Audit Committee to ensure comprehensive coverage of the areas. Proactive steps are taken to ensure compliance with various upcoming regulations through deployment of cross-functional teams. The Company uses robust IT tools for minimising errors and lapses, identifying exceptional trends through data analysis and tracking crucial compliances. The Company also encourages the employees to adopt fair, compliant and ethical practices. It continues to stay committed to the areas of control and compliance, to ensure the highest standards of governance.

Enterprise Risk Management

JSW Infrastructure recognises that every business is prone to internal and external risks, including risks around compliance, operational, strategic and many others. Many of these risks are inherent in the enterprise structure of any organisation and may interfere with an organisation's operations and objectives. The Company takes responsibility to proactively identify and address risks and opportunities to protect and create value for its stakeholders.

The Company is committed to managing the enterprise using a risk-based approach to appropriately manage the broad spectrum of risks facing this complex organisation

Management Discussion and Analysis (Contd.)

and to ensure achievement of its strategic, operational, reporting and compliance objectives.

Some of the crucial risks impacting the Company's overall governance are detailed below:

Safety Risk

Considering the nature of the industry, JSW Infrastructure, Port Infrastructure and connected facilities are prone to safety risks. Therefore, the Company continuously strives to promote sound safety practices through:

- Implementation of Dupont recommendation on behaviour-based safety at its Port facilities
- Adoption of a Safety Management System (SMS) based on leading safety standards
- Regular audits to assess on-ground implementation of various processes prescribed by the SMS and Dupont safety process

Each port has an emergency response plan, which is periodically tested through mock drills drawn up to meet any eventuality. Critical safety incidents are also reviewed by the senior leadership team for root-cause analysis and to prevent subsequent recurrence.

Statutory Compliance Risk

The Company has a well-structured, documented and demonstrable compliance framework that helps the management monitor and report compliance risk and exposure to the Board. The Board periodically reviews compliance reports of all laws applicable to the Company, as well as steps taken by the Company to rectify instances of non-compliances.

With a view to devise a system to monitor and ensure compliance with all the applicable laws, compliances are classified and monitored under the following broad heads:

- Corporate Laws
- Tax Laws
- Labour Laws
- Environment, Health and Safety Laws

Various cross-functional teams work together to ensure compliance in the above areas and to keep up with the rapid pace of regulatory changes.

Sustainability Risk

JSW Infrastructure has articulated a vision for its key sustainability/environmental themes. These themes include reduction of power consumption, emphasis on renewable energy and hazardous waste reduction, among others. Substantial progress has been made in all the identified themes in the past five years. Since water is the key component for water-based paints, water security poses a significant risk. Reduction in freshwater consumed in manufacturing, water harvesting and recharge, development of alternate supply sources of water and usage of treated water from common effluent/ sewage treatment plants are the areas where substantial amount of work has been done. The Company has also been consistently working towards making its whole sets of services green and environment friendly.

Ethical Behaviour

The Company places due emphasis on deployment of ethical and fair business practices while running its operations. Ethical behaviour is promoted in the organisation through periodic communication and by making all employees aware of its code of conduct. The Company also has a whistle-blower policy to ensure suspected or actual violations to the code are reported, investigated and acted upon.

Information Security Risk

Various IT applications used by the Company are exposed to the internet. Also, with the new and emerging cyber-attacks and hacking threats, the information security risk has increased. The Company manages the risk by identifying possible threats/events that may compromise the confidentiality, integrity and availability of information and pro-actively mitigating them. Substantial investments have been made in advanced IT tools to enhance the information security capabilities. The Company has also adopted a five-element framework based on data lifecycle. A complete range of initiatives have been undertaken/identified in all the elements of this framework.

Currency Risk

JSW Infrastructure operates in different countries and currencies. The Company also has significant dealings in foreign currency, including import of spares and capital goods. Hence, an adverse and unforeseen fluctuation can impact its margins and profitability. The Company tries to balance its risk exposure by closely monitoring it and has natural currency hedges. However, there is a limitation on the extent of risk mitigation, especially in case of extremely adverse currency fluctuations.

Human Capital Risk

Human capital risk is a critical risk for any business. It has elements of attraction, retention and engagement of talent;

employee relations at plants/ offices; etc. These areas are being continuously worked upon through various initiatives and processes. The Company believes proper management of human capital is key to achieve the strategic and operational goals of an organisation.

Customer Risk

The Company has a rigorous complaint management process in place, which enables swift and prompt corrective actions to mitigate the risk of losing connection with customers. Further, the Company implements several programmes to cement relationships with customers and influencers through a variety of platforms, including digital.

Safety Initiatives

- Implementation of PTW / LOTO / WAH
- Tool Box Talks
- Flash Back Arrestors for Gas Cylinders
- Implementation of PPEs
- Parking of Vehicles in Take-off Mode
- ELCB / RCCB for all Welding Machines
- Fastening of Seat Belts
- Installation of Hand Rails
- Road Safety March
- Reward Systems
- Arc Flash Suit for Electrical Substation Work
- Mass Communication
- Safety Pledge
- Vehicle Inspection
- Replaced Hydra to Farana Crane
- Pedestrian Walkways

Training Programs Conducted:

- Incident Investigation
- Safety Observation
- Leading Standard Works
- Induction Training
- LOTO / PTW / WAH
- My SETU

Internal Control System and Audit

A robust system of internal control and audit, commensurate with the size and nature of the business, forms an integral part of the Company's corporate governance policies. Internal control systems are an integral part of JSWIL's corporate governance structure. A well-established multidisciplinary Management Audit & Assurance Services consist of qualified accountants, engineers and SAP experienced executives. They carry out extensive audits throughout the year, across all functional areas, and submit their reports to the Management and Audit Committee about compliance with internal controls and efficiency and effectiveness of operations, and key processes and risks. Some significant features of the internal control systems are:

- Adequate documentation of policies, guidelines, authority and approval procedures covering all the important functions of the Company
- Deployment of an ERP system which covers most of its operations and is supported by a defined on-line authorisation protocol
- Ensuring complete compliance with laws, regulations, standards and internal procedures and systems
- De-risking the Company's assets and resources as well as protecting them from any loss
- Ensuring the integrity of the accounting systems and proper and authorised recording and reporting of all transactions
- Preparation and monitoring of annual budgets for all operating and services' functions
- Ensuring reliability of all financial and operational information
- The Audit Committee of the Board of Directors, where Independent Directors comprise the majority, regularly reviews audit plans, significant audit findings, adequacy of internal controls and compliance with Accounting Standards
- A comprehensive Information Security Policy and continuous update of IT Systems

The internal control systems and procedures are designed to identify and manage risks, verify procedure-led l compliances as well as enhance control consciousness.

Internal audit

JSW Infrastructure has an internal audit function that inculcates global best standards and practices of international majors into the Indian operations. The Company has an internal audit department reporting to the Audit Committee comprising majority Independent Directors who are experts in their respective fields. The Company successfully integrated the COSO framework with its audit process to enhance the quality of its financial reporting, compatible with business ethics, effective controls and governance.

The Company extensively practices delegation of authority across its team, which creates effective checks and balances within the system to arrest all possible gaps within the system. The internal audit team has access to all information in the organisation which has been

Management Discussion and Analysis (Contd.)

largely facilitated by the ERP implementation across the organisation.

Audit plan and execution

The Internal Audit department prepares a risk-based audit plan and the frequency of audit is decided based on the risk ratings of the respective areas/functions. The plan is approved by the Audit Committee and executed by the internal team. It is reviewed periodically to include areas which have assumed significance in line with the emerging industry trends and the growth plans of the Company. In addition, the Audit Committee also relies on internal customers' feedback and other external events for inclusion of additional areas into the audit plan.

Forward looking and cautionary statements

In this Annual Report, we have disclosed forward looking information to enable the investors to comprehend our prospects and take informed 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 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion of future performance.

We cannot guarantee that these forward-looking statements will be realised, although we believe, we have been prudent in our assumptions. The achievement of results is subject to risks, uncertainties and inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, our actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

Notice

Notice is hereby given that the **Thirteenth Annual General Meeting** of the Shareholders of **JSW Infrastructure Limited** will be held on **7th August, 2019, Wednesday** at **11.00 a.m** at **JSW Centre, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051** to transact the following businesses:

Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2019 and Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.

2. To appoint the Director in place of Mr. K N Patel (DIN: 00019414), who retires by rotation and being eligible, offers himself for re-appointment.

Registered Office: JSW Centre, Bandra Kurla Complex,
Bandra (East) Mumbai - 400 051
CIN: U45200MH2006PLC161268

By order of the Board of Directors
For **JSW Infrastructure Limited.**

Place : Mumbai
Dated : 21st May, 2019

Gazal Qureshi
Company Secretary
(M No: A16843)

NOTES:

1. The Clause 1.2.5 of Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, in respect of the person(s) seeking appointment/re- appointment as Director at the Annual General Meeting, is annexed hereto.

2. A SHAREHOLDER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND, ON A POLL, VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A SHAREHOLDER OF THE COMPANY.

3. Shareholders / Proxies should bring their attendance slip duly filled in for attending the meeting.

4. Copies of Annual Report will not be distributed at the Annual General Meeting. Shareholders are requested to bring their copies to the meeting.

5. Corporate members are requested to send a duly certified copy of the resolution authorizing their representatives to attend and vote at the meeting.

6. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

7. Members who hold Shares in physical form are requested to write their Folio number in the attendance slip for attending the meeting to facilitate identification of membership at the meeting.

8. The instrument(s) appointing the Proxy, if any, shall be deposited at the Registered Office of the Company not less than forty eight (48) hours before the commencement of the Meeting and in default, the instrument of Proxy shall be treated as invalid. Proxies shall not have any right to speak at the Meeting. Proxies submitted on behalf of limited companies, societies, partnership firms, etc. must be supported by appropriate resolution/authority, as applicable, be issued by the Shareholder organization.

9. Shareholders are requested to intimate the Company at its registered office, immediately of any change in their mailing address or email address in respect of equity shares held.

10. All documents referred to in the accompanying Notice and Explanatory Statement are open for inspection at the Registered Office of the Company on all working days if the Company, during office hours, upto the date of the Annual General Meeting.

11. Members desirous of having any information regarding Accounts of the Company are requested to address their queries to the CFO– Accounts at the Company's Registered Office at JSW Centre, Bandra Kurla Complex, Bandra (East), Mumbai 400051 or e-mail the queries to infra.mumbai@jsw.in with "Query on Accounts" in the subject line, atleast 7 days before the date of the meeting, so that requisite information is made available at the meeting.

Annexure to the Notice

Pursuant to Clause 1.2.5 of the Secretarial Standards-2, the details for the Directors proposed to be re-appointed/appointed at the ensuing Annual General Meeting are given below:

Name of Director	Mr. Kantilal Narandas Patel
Category/Designation	Non-Executive Director
DIN	00019414
Age	68 years
Date of Birth	30/05/1951
Date of Original Appointment	27-10-2006
Qualification	Mr. Patel is a Commerce Graduate from Mumbai University and Fellow Member of Institute of Chartered Accountants of India.
Expertise in specific functional areas	Mr. Patel possess over 42 years of rich and varied experience in the areas of Corporate Finance, Accounts, Taxation & Legal and has an outstanding performance record during his association with the JSW Group, since August, 1995
Directorship in other Public Limited Companies	• JSW Holdings Limited • JSW Cement Limited • South West Port Limited • JSW Jaigarh Port Limited
Chairmanship/Membership of Committees* in other Public Companies (C= Chairman; M= Member)	**Audit Committee** • South West Port Limited (C) **Corporate Social Responsibility Committee** • JSW Holdings Limited(M) • JSW Cement Limited(C) **Nomination & Remuneration Committee** • JSW Cement Limited(M)
No. of Equity Shares	Nil
Relationship between Directors inter-se with other Directors and Key Managerial Personnel of the Company	None
Terms & Conditions of appointment or re-appointment	Tenure as director is subject to retirement of Directors by rotation in terms of Section 152 of the Companies Act, 2013.
Remuneration last drawn	Nil as a Director
Remuneration proposed to be paid	Nil
Number of Meeting of the Board attended during the year	4/4

*Only three committees mainly Audit, Corporate Social Responsibility and Nomination & Remuneration Committee have been considered.

Registered Office: JSW Centre, Bandra Kurla Complex,
Bandra (East) Mumbai - 400 051
CIN: U45200MH2006PLC161268

By order of the Board of Directors
For **JSW Infrastructure Limited.**

Place : Mumbai
Dated : 21st May, 2019

Gazal Qureshi
Company Secretary
(M No: A16843)

Director's Report

To the Members of
JSW INFRASTRUCTURE LIMITED,

Your Directors take pleasure in presenting the Thirteenth Annual Report of the Company, together with the Standalone and Consolidated Audited Financial Statement for the year ended 31st March, 2019.

1. Financial summary or highlights/Performance of the Company

a) Financial Results

(₹ Lakhs)

Particulars	Standalone		Consolidated	
	2018-19	2017-18	2018-19	2017-18
Revenue from Operations	27,083.34	22,953.16	108,026.02	99,809.36
Other Income	6,541.74	3,387.70	10,133.31	7,667.55
Total Revenue	33,625.08	26,340.86	118,159.33	1,07,476.91
Profit before Interest, Depreciation and Tax Expenses (EBIDTA)	21,006.31	20,159.42	71,347.39	73,679.76
Finance costs	610.53	2,940.93	17,713.65	12,989.42
Depreciation & amortization expenses	8,353.11	7,407.41	25,249.51	22,942.67
Profit before Tax (PBT)	12,042.67	9,811.08	28,384.22	37,747.67
Tax expenses	949.59	2,721.83	1187.73	9,666.30
Profit after Tax [net of minority interest ₹ 524.05 Lakhs (P.Y. 1,313.01 Lakhs)]	11,093.08	7,089.25	27,196.49	28,081.37
Other Comprehensive Income [net of minority interest ₹ 1.24 Lakhs (P.Y. ₹0.51 Lakhs)]	(15.92)	(10.62)	(32.65)	(2.43)
Total Comprehensive Income [net of minority interest ₹522.81 Lakhs (P.Y. ₹. 1313.52 Lakhs)]	11,077.16	7,078.63	27,163.84	28,078.94
Profit brought forward from previous year	37,869.20	20,726.01	1,63,602.46	1,26,182.49
Transfer from other reserves	-	10,064.56	-	10,654.57
Balance Carried to Balance Sheet	48,946.36	37,869.20	1,90,243.50	1,63,602.46
Cash Profit	19,426.75	14,545.59	57,349.03	51,780.54

b) Performance highlights

Standalone

- The operating revenue and other income of your Company for fiscal 2019 is ₹ 33,625.08 Lakhs as against ₹ 26,340.86 Lakhs for fiscal 2018.
- The EBIDTA of your Company for fiscal 2019 is ₹ 21,006.31 Lakhs as against ₹ 20,159.42 Lakhs in fiscal 2018.
- Profit after tax for the year 2019 is ₹ 11,093.08 Lakhs as against ₹ 7,089.25 Lakhs in the year 2018.
- The net worth of your Company increased to ₹ 1,41,488.55 Lakhs at the end of fiscal 2019 from ₹ 1,29,593.10 Lakhs at the end of fiscal 2018.

Consolidated

- The consolidated operating revenue and other income of your Company for the fiscal 2019 were at ₹ 118,159.33 as against ₹ 1,07,476.91 Lakhs for fiscal 2018.
- The consolidated EBIDTA for fiscal 2019 is ₹ 71,347.39 as against ₹ 73,679.76 Lakhs in fiscal 2018.
- The Consolidated Profit after tax for the year 2019 is ₹ 27,196.49 as against ₹ 28,081.37 Lakhs in the year 2018.
- The Consolidated net worth of your Company increased to ₹ 3,08,471.84 at the end of fiscal 2019 from ₹ 2,80,489.70 lakhs at the end of fiscal 2018.

2. Operations & Expansion Plan

The Company is a part of the $14 billion JSW Group, is one of the leading private sector infrastructure companies in India. The Company engages in developing seaports, shipyards, railway projects, transportation through pipeline, and providing end-to-

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end logistic solutions. The Company currently operates seaports and terminals in Maharashtra and Goa with an operational capacity of 75 MMTPA. The Company's modern, environment-friendly seaports and terminals – JSW Jaigarh Port and JSW Dharamtar Port in Maharashtra, and South West Port in Goa – offer mechanised and multi-cargo handling facilities and are well connected to the industrial hinterlands of Maharashtra, Goa and Karnataka. The Company is also developing two terminals at Paradip for iron ore imports and coal exports.

The Company has operations expansion of cargo handling capacities at Jaigarh and Dharamtar. At Jaigarh, The Company continues to be engaged in the activities pertaining to Port Services and has Seven berths to handle over 55 million tons of bulk cargo.

The Company exported over 2 Lakh MT Raw Sugar in Bulk and Bagged form during the FY 2019.

Jaigarh port is getting ready for giant leap to handle 80 MTPA of cargo by year 2020 and is aiming for direct berthing of next generation vessels i.e. Largest Dry bulk carrier (Vale Max), LNG carrier (Q Max), Largest Container vessels (EEE Series), and very large crude carriers.

Jaigarh Expansion of cargo handling capacity (MHS- III) to achieve JSW Dolvi Steel plant capacity expansion from 5 MTPA to 10 MTPA in which order of 2 no's of Reclaimer of 5000 TPH capacity has been awarded, 2 no's of Ship loader of 2500 THP are being added, Related conveyor system & Extension of Berth 6A is in final stage of ordering. Covered shed facility for MHS –III is in design stage. With MHS-III Facility Jaigarh Port will have total capacity of all berths 70 MTPA.

Jaigarh is also planning to develop POL / Chemical Facility of 100000 KL capacity & it is in planning stage which includes 5,500 KL x 3 Tanks for HSD Cargo, 2,000 KL x 2 Tanks for MS Cargo, 1000 x 5 Tanks for Acetic Acid & 5500 x 4 Tanks for Ethanol & other associated facilities.

At Dharamtar, Expansion of Cargo handling facility (MHS-III) for JSW Dolvi Steel Plant capacity expansion from 5 MTPA to 10 MTPA is in progress, in which 2 nos of Barge Unloaders of 2500 TPH capacity had been ordered and Berth extension of 100m is in design stage. Other miscellaneous facilities are in ordering stage. With MHS-III Facility Dharamtar Port will have capacity of 30 MTPA.

For Paradip Iron Ore Terminal, Construction of Iron Ore Berth, Commissioning of 2 no's of Stackers cum Reclaimer of 7000 TPH capacity, Commissioning of 2 no's of Shiploader of 7000 THP Capacity, 6 no's of Electrical Buildings, Conveyor foundation, Stockyard filling are completed. Conveyor facility for shipping stream is in final stage of completion, for receiving stream expected completion by September 2019. Construction of Wagon Tippler house and related civil works are in final stage of construction. Erection & commissioning of 2 no's of Tipplers are in progress. Additional 2 nos of stackers of 4000 TPH ordered & expected erection by October 2019, Railway work for Iron Ore Terminal has introduced as change of scope & expected completion is by December 2019. The overall terminal scheduled completion by December 2019 with a capacity of 18 MTPA iron ore handling.

For Paradip East Quay Coal Terminal, Modification of EQ Berth 1, 2, 3 (680 m) are in progress. SCR foundation, Erection of Stacker cum Reclaimer of 5400 TPH capacity, construction of Track hopper 6 x 2 no's hoppers are in progress. 2 nos Ship loaders of 7000 TPH supply completed. Conveyor system mechanical package ordered & Structural package are in final stage of ordering. The terminal will have cargo loading capacity of 30 MTPA Coal. The Terminal is scheduled to complete by October 2020.

For Nandgaon Port, All necessary statutory approvals and detailed planning is in progress, Cargo to be handle are HRC Coil – 1.2 MT, Container - 30000+30000 TEU, Third Party Container - 5000 + 5000 TEU. Major Infrastructure considered are Berth- 275 m, MHC-02 Nos. Reach stacker-01 Nos. Coil handler-02 Nos.

The Company is exploring various opportunities for setting up new greenfield port terminals on both east and west coasts of India, other strategic locations. The Company plans to optimise the handling and transportation of cargo by addressing key connectivity issues. In line with the Government's vision to cut down logistics cost to 9% of GDP, the Company plans to optimise its supply chain by exploring different modes of transportation (including rail, road, coastal, pipeline, inland waterways) and obtain a modal mix, reducing the overall logistic cost and increasing operational efficiency. The Company endeavours to equip ports with the latest technologies and advanced infrastructure to handle larger ships to make operations more economical, and customer and environment friendly.

During the year, the Company had rendered cargo handling services at Jaigarh, Goa, Dharamtar and Fujairah and has handled 65.20 million tonnes cargo as against 54.30 million tonnes in previous year.

3. Transfer to Reserves

The Board of Directors has decided to retain the entire amount of profit in the profit and loss account.

4. Dividend

Your Directors have deemed it prudent not to recommend any dividend on equity shares for the year ended 31st March, 2019, in order to conserve the resources for future growth.

5. Change In Capital Structure

a) Share Capital

During the financial year under review, Company has not issued further share capital in any mode. The equity share capital of the Company stands at ₹ 6,070.99 lakhs.

During the year under review, your Company has not issued any:

a. shares with differential rights

b. further issue of shares

c. sweat equity shares

d. preference shares

6. Disclosure under the Employees Stock Options plan and Scheme

JSWIL Employee Stock Ownership Plan 2016

The Company has introduced JSWIL Employee Stock Ownership Plan 2016 ("Plan 2016") through the Trust route. The said issue of shares under the Plan pursuant to section 2(37), 62(1)(b) and 197(7) of the Companies Act, 2013 read with Rule 12 of Companies (Share Capital and Debentures) Rules, 2014. The Board of Directors of the Company, at its meeting held on 23rd March, 2016 formulated the Plan which was approved by the shareholders in the Extra Ordinary General Meeting of the Company held on 31st March, 2016. The Plan has been implemented through JSW Infrastructure Employees Welfare Trust (Trust).

With an object to attract and retain talented human resource the Board of Directors of the Company at its meeting held on 5th May, 2018 amended the Plan 2016 which was approved by the shareholders in the Extra-Ordinary General Meeting of the Company held on 14th May, 2018.

As per the amended Plan 2016 a total of 9,00,000 (Nine Lakhs) options would be available for grant to the eligible employees of the Company and its Indian Subsidiaries, including Whole-time Directors.

Accordingly, 5,56,677 options have been granted over a period of three years under this plan by the Compensation Committee to the eligible employees of the Company and its Indian subsidiaries, including Whole-time Directors of the Company. As per the ESOP plan, 50 % of these options will vest at the end of the third year and the balance 50 % at the end of the fourth year.

The Information with regard to ESOP 2016 is furnished in Annexure A.

7. Mergers and Amalgamation

The Board at its meeting held on 30th October, 2018 have considered and approved the Scheme of Amalgamation under Section 230 to 232 of the Companies Act, 2013 for amalgamation of Sarvoday Advisory Services Private Limited (Ultimate Holding Company), JSW Infrastructure Fintrade Private Limited (Holding Company), Nisarga Spaces Private Limited and Avani Spaces Private Limited (Fellow Subsidiary Companies), Dhamankhol Fintrade Private Limited, Nalwa Fintrade Private Limited, Vanity Fintrade Private Limited and JSW Jaigarh Infrastructure Development Private Limited (Wholly owned Subsidiaries) with the Company having the appointed date as 1st April, 2019 subject to required statutory approvals.

The Company has filed application and petition with the National Company Law Tribunal – Mumbai Bench and is in the process of obtaining approval from the Tribunal.

8. Report on Performance of Subsidiaries, Associates and Joint Venture Companies

The performance and financial position of each of the subsidiaries, associates and joint venture companies for the year ended 31st March, 2019 is attached as Annexure B in the prescribed format AOC-1 and forms part of the Board's report. The details of performance, financial position of each of the subsidiaries is appended below.

In accordance with Section 136 of the Companies Act, 2013, the audited financial statements, including the consolidated financial statements and related information of the Company and audited accounts of each of its subsidiaries will also be available for

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inspection during business hours at the registered office of your Company.

9. Subsidiary Companies

JSW Jaigarh Port Limited (JSWJPL)

JSWJPL was incorporated for the purpose of developing a greenfield port at Jaigarh, Maharashtra. JSWJPL has operational capacity of 45 MTPA with 7 berths. After the completion of current expansion plan, the Port will have 80 MTPA capacity. JSWJPL has handled 20.33 Million MT of dry bulk and liquid cargo during the year. The authorised share capital of the JSWJPL is ₹ 1,00,000 lakhs and paid up capital is ₹ 40,050 lakhs as on 31st March, 2019, entire paid up share capital is held by your Company.

South West Port Limited (SWPL)

SWPL is engaged in the business of providing Port Services, it operates two multi-purpose cargo handling berths under a License Agreement with Mormugao Port Trust, Goa. During the year, SWPL has handled 5.25 Million MT of bulk and break bulk cargo. SWPL is a step down subsidiary of your Company, holding 74% of the paid up capital through our subsidiaries in SWPL.

JSW Dharamtar Port Private Limited (JSW DPPL)

JSW DPPL was incorporated for the purpose of handling bulk cargo for operating and maintaining the Dharamtar jetty at Dharamtar, Maharashtra. During the year, JSW DPPL has handled 12.69 Million MT of bulk cargo. JSW DPPL has undertaken the expansion project to expand its capacity upto 34 Million MT per annum. DPPL has authorised capital of ₹ 5,000 lakhs as on 31st March, 2019, 2019 and paid up share capital of ₹ 1,501 lakhs. Your Company holds 100% of the paid up share capital of the JSW DPPL.

JSW Nandgaon Port Private Limited (JSW NPPL)

JSW NPPL is developing a multi-cargo port at Nandgaon, Maharashtra. The port construction is in conceptualization and designing stage. The authorised share capital of JSW NPPL is ₹ 5,000 lakhs and paid up capital ₹ 3,636.64 lakhs as on 31st March, 2019. Your Company holds 100% of the paid up share capital of JSW NPPL.

JSW Jaigarh Infrastructure Development Private Limited (JIDPL)

JIDPL has been incorporated to develop further infrastructure for facilitating cargo movement at JSW Jaigarh Port including cargo operations, logistics support and specialized storage facilities beyond the Port premises. The authorised and paid up share capital of JIDPL is ₹ 100 lakhs. Your Company holds 100% of paid up share capital of JIDPL.

JSW Shipyard Private Limited (JSW SPL)

JSW SPL is developing a shipyard facility in Dhabol, Maharashtra. JSW SPL has executed the Lease Deed with Maharashtra Maritime Board and has submitted the detailed project report. The authorised share capital of JSW SPL is ₹ 200 lakhs and paid up share capital is ₹81.08 lakhs. Your Company holds 100% of the paid up capital of JSW SPL.

Dhamankhol Fintrade Private Limited (DFPL)

DFPL is engaged in the business of providing Management & Consultancy Services. The authorised and paid up share capital of DFPL is ₹ 5 Lakhs. Your Company holds 100% of the paid up share capital of DFPL.

Nalwa Fintrade Private Limited (NFPL)

NFPL is engaged in the business of providing Management & Consultancy Services. The authorised and paid up share capital of NFPL is ₹ 5 Lakhs. Your Company holds 100% of the paid up share capital of NFPL.

Vanity Fintrade Private Limited (VFPL)

VFPL is engaged in the business of providing Management & Consultancy Services. The authorised and paid up share capital of VFPL is ₹ 5 Lakhs. Your Company holds 100% of the paid up share capital of VFPL.

JSW Paradip Terminal Private Limited (JSW Paradip)

JSW Paradip Terminal Private Limited was incorporated for the purpose of taking up the implementation of Iron Ore Export Terminal at Paradip, Orrisa. The Project is being developed on Build Operate Transfer (BOT) basis and is under construction. The authorised share capital of JSW Paradip is ₹ 10,000 Lakhs and paid up share capital is ₹ 6,001 Lakhs. Your Company holds 74% of the paid up share capital of JSW Paradip and 26% of the paid up share capital is held by South West Port Limited.

Masad Marine Services Private Limited (MMSPL)

MMSPL is a step down subsidiary of your Company. The Company is engaged in development of port at Masad Village, Maharashtra. The authorised share capital of MMSPL is ₹ 15 Lakhs and paid up share capital of is ₹ 1 Lakhs. Your Company's subsidiary, JSW Dharamtar Port Private Limited holds 100% of the paid up share capital of MMSPL.

JSW Terminal (Mormugao) Private Limited (JSW Terminal)

JSW Terminal is a subsidiary of your Company and was incorporated for the development of Berth – 4 at Mormugao Port Trust, but subsequently the project was shelved. The authorised and paid-up Equity Capital of the company is ₹ 1 Lakhs. Your Company holds 100% of paid up share capital of JSW Terminal.

Jaigarh Digni Rail Limited (JDRL)

JDRL is a step down subsidiary of your Company. The authorised share capital of JDRL is ₹19,300 Lakhs and paid up share capital is ₹ 10,000 Lakhs. Your Company's subsidiary, JSW Jaigarh Port Limited holds 63% of the paid up share capital of JDRL.

JSW Salav Port Private Limited (JSW Salav)

JSW Salav is engaged in development of port at Salav, Maharashtra. The authorised and paid up share capital of JSW Salav is ₹1 Lakhs. Your Company holds 100% of the paid up share capital of JSW Salav.

Paradip East Quay Coal Terminal Limited (Paradip EQ)

Paradip East Quay Coal Terminal Private Limited (Paradip EQ) was incorporated on 19th April, 2016 for the purpose of development of mechanized Coal Terminal berth handling thermal coal exports and coastal movement at Paradip, Orissa. The authorised share capital of Paradip EQ is ₹ 10,000 Lakhs and paid up share capital is ₹ 6,501 Lakhs. Your Company holds 74% of the paid up share capital of Paradip EQ and 26% of the paid up share capital is held by South West Port Limited.

JSW Terminal (Middle East) FZE

JSW Terminal (Middle East) FZE was incorporated on 5th December, 2016 at Fujairah Free Zone, UAE for the purpose of Port operations of Dry bulk handling at Fujairah Port. The authorized and paid up capital of the company is ₹ 26.5 Lakhs (AED 150,000). Your Company holds 100% of the paid up share capital of JSW Terminal (Middle East) FZE.

10. Deposits

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review. Hence, the details relating to deposits as required to be furnished in compliance with Chapter V of the Act is not applicable.

11. Material Changes and Commitments

In terms of Section 134(3)(l) of the Companies Act, 2013, except as disclosed elsewhere in this report, no material changes and commitments which could affect the Company's financial position have occurred between the end of the financial year of the Company and date of this report.

12. Significant and Material Orders Passed by Regulators or Courts or Tribunal

No orders have been passed by any Regulator or Court or Tribunal which can have impact on the going concern status and the Company's operations in future.

13. Internal Financial Controls

Internal Control

A robust system of internal control and audit, commensurate with the size and nature of the business, forms an integral part of the Company's policies. Internal control systems are an integral part of the Company's corporate governance structure. A well-established multidisciplinary Management Audit & Assurance Services consists of qualified accountants, engineers and SAP experienced executives. They carry out extensive audits throughout the year, across all functional areas, and submit their reports to the Management and Audit Committee about compliance with internal controls and efficiency and effectiveness of operations, and key processes and risks. Some significant features of the internal control systems are:

- Adequate documentation of policies, guidelines, authority and approval procedures covering all the important functions of the Company
- Deployment of an ERP system which covers most of its operations and is supported by a defined on-line authorisation protocol
- Ensuring complete compliance with laws, regulations, standards and internal procedures and systems
- De-risking the Company's assets and resources as well as protecting them from any loss
- Ensuring the integrity of the accounting systems and proper and authorised recording and reporting of all transactions
- Preparation and monitoring of annual budgets for all operating and services' functions
- Ensuring reliability of all financial and operational information

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- The Audit Committee of the Board of Directors, where Independent Directors comprise the majority, regularly reviews audit plans, significant audit findings, adequacy of internal controls and compliance with Accounting Standards
- A comprehensive Information Security Policy and continuous updation of IT Systems

The internal control systems and procedures are designed to assist in the identification and management of risks, the procedure-led verification of all compliances as well as an enhanced control consciousness.

Internal Audit

The Company has an internal audit function that inculcates global best standards and practices of international majors into the Indian operations. The Company has a strong internal audit department reporting to the Audit Committee comprising Independent Directors who are experts in their fields. The Company extensively practices delegation of authority across its team, which creates effective checks and balances within the system to arrest all possible gaps. The internal audit team has access to all information in the organisation which has been a largely facilitated by ERP implementation across the organisation.

14. Particulars of Loans, Guarantees, Investments and Securities

Particulars of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in the standalone financial statement.

15. Particulars of Contracts or Arrangement with Related Parties

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis and hence provisions of Section 188 of the Companies Act, 2013 are not applicable.

All related party transactions which are in the ordinary course of business and on arm's length basis, of repetitive nature and proposed to be entered during the financial year are placed before the Audit Committee and the Board for prior approval at the commencement of the financial year and also annexed to this report as Annexure C in Form AOC-2.

The details of transactions / contracts / arrangements entered by the Company with related parties are set out in the Notes to the Financial Statements.

16. Disclosure Under Section 67(3) of The Companies Act, 2013

The Information with regard to ESOP 2016 is furnished in Annexure A. Voting rights on the shares, if any, as may be issued to employees under the aforesaid ESOP Plans are to be exercised by them directly or through their appointed proxy hence, the disclosure stipulated under Section 67(3) of the Companies Act, 2013, is not applicable.

17. Credit Rating

During the year, the Credit Rating for Long Term Bank facilities by Credit Analysis and Research Limited (CARE) were retained at AA – (Double A Minus)

18. Directors and Key Managerial Personnel

In accordance with the provisions of Section 152 of the Companies Act, 2013 and in terms of the Articles of Association of the Company, Mr. K N Patel (DIN: 00019414) retires by rotation at the ensuing AGM and being eligible offers himself for reappointment.

During the year under review, Mr. Kalyan Coomar Jena (DIN: 01833487) was re-appointed as the Independent Director of the Company for a period of 5 years at the previous Annual General Meeting.

During the year, due to better career opportunity outside JSW Group, Capt BVJK Sharma has tendered his resignation as Jt. Managing Director and Chief Executive Officer of the Company w.e.f 17th April, 2019.

Based on the recommendation of Nomination & Remuneration Committee, Mr. Arun Maheshwari was appointed as the Additional and Jt Managing Director and Chief Executive Officer of the Company at Board meeting held on 18th April, 2019. The said appointment of Mr. Maheshwari was approved by the members at the Extra- Ordinary Meeting held on 19th April, 2019.

The Company has received necessary declaration from each of the Independent Directors under Section 149(7) of the Companies Act, 2013 confirming that they meet the criteria of Independence laid down in Section 149(6) of the Companies Act, 2013

None of the Managerial Personnel except Mr. Arun Maheshwari (DIN:01380000), Jt. Managing Director & CEO who is in receipt of remuneration from the South West Port Limited, subsidiary of the Company where he is holding the position of President.

19. Corporate Social Responsibility Initiatives

The Company firmly believes that in order to be a responsible corporate citizen in its true sense, its role is much more than providing port services. As such, the Company aims to continuously foster inclusive growth and a value based empowered society. For this, the Company engages in such initiatives for the welfare of the society.

The Company continues to strengthen its relationship with the communities by engaging itself in rural development activites, promoting social development etc as per the categories provided in the Companies Act, 2013.

Strategy

- The Company administers the planning and implementation of all the CSR interventions. It is guided by the CSR Committee appointed by the Board, which reviews the progress from time to time and provides guidance as necessary.

- Taking a note of the importance of synergy and interdependence at various levels, the CSR programmes are carried out directly as well as through strategic partnerships and in close coordination with the concerned State Governments.

- Priority is given to the villages in the immediate vicinity of the location , in order to get maximum effectiveness.

Thematic Areas

The Company has aligned its CSR programmes under education, health, nutrition, agriculture, environment & Water, Skill Enhancement. This helps the Company cover the following thematic interventions as per Schedule VII of the Companies Act, 2013:

- Improving Living Conditions (Health Initiatives)
- Promoting Social Developments (Development of Anganwadis)
- Rural Development Projects
- Education Initiatives

As per the Companies Act, 2013, all Companies having net worth of ₹ 500 crore or more, or turnover ₹ 1,000 crore or more or a net profit of ₹ 5 crores or more during the financial year are required spend 2% of the average net profit of their three immediately preceding financial years on CSR related activities. Accordingly, the Company was required to spend ₹ 182 lakhs towards CSR activities. Your Company has successfully spent ₹ 182 lakhs towards the CSR activities for FY 2018-2019.

The disclosure as per Rule 8 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed to this report as Annexure D.

20. Disclosures related to Board, Committees and Policies

a) Board Meetings

The Board of Directors comprised of the following members :

Name of the Director	Designation
Mr. N K Jain	Independent Director
Mr. Arun Maheshwari wef 18th April, 2019	Jt. Managing Director & CEO
Ms. Tarini Jindal Handa	Non-Executive Director
Mr. K N Patel	Non-Executive Director
Mr. P K Kedia	Non-Executive Director
Mr. Lalit Singhvi	Whole Time Director & CFO
Mr. Kalyan Coomar Jena	Independent Director
Ms. Ameeta Chatterjee	Independent Director

*Capt. BVJK Sharma ceased to be a Director wef 17th April, 2019
Mr. Arun Maheshwari was appointed as the Joint Managing Director and Chief Executive Officer of the Company at the Board Meeting held on 18th April, 2019.

The Board of Directors met four times during the financial year ended 31st March, 2019 in accordance with the provisions of the Companies Act, 2013 and rules made thereunder.

The dates on which the Board of Directors met during the financial year under review are as under:

Sr. No	Date of Board Meeting
1.	5th May, 2018
2.	1st August, 2018
3.	30th October, 2018
4.	8th February, 2019

b) Committees and Policies

1. Audit Committee

The composition of the Audit Committee is in conformity with the provisions of the Section 177 of the Companies Act, 2013. The Audit Committee is comprised of four members as follows on 31st March, 2019:

Name	Designation
Mr. K N Patel	Chairman
Mr. N K Jain	Member
Ms. Ameeta Chatterjee	Member
Mr. K C Jena	Member

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The Audit Committee met four times during the financial year ended 31st March, 2019 in accordance with the provisions of the Companies Act, 2013 and rules made thereunder.

The dates on which the Audit Committee met during the financial year under review are as under:

Sr. No	Date of Audit Committee Meeting
1.	5th May, 2018
2.	1st August, 2018
3.	30th October, 2018
4.	8th February, 2019

During the year under review, the Board of Directors of the Company had accepted all the recommendations of the Committee.

2. 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.

The Nomination and Remuneration Committee comprises of following as on 31st March, 2019:

Name	Designation
Ms. Ameeta Chatterjee	Chairperson
Mr. N K Jain	Member
Mr. K N Patel	Member
Mr. Kalyan Coomar Jena	Member

The Nomination and Remuneration Committee met three times during the financial year ended 31st March, 2019 in accordance with the provisions of the Companies Act, 2013 and rules made thereunder.

The dates on which the Nomination and Remuneration Committee met during the financial year under review are as under:

Sr. No	Date of NRC Meeting
1.	4th May, 2018
2.	3rd July, 2018
3.	1st August, 2018

Your Company has devised the Nomination Policy for the appointment of persons to serve as Directors on the Board of your Company and for the appointment of Key Managerial Personnel (KMP) of the Company, who have the capacity and ability to lead the Company towards achieving sustainable development.

Your Company has also devised a Policy for Performance Evaluation of Independent Directors, Board, Committees and other Individual Directors which includes criteria for Performance Evaluation of the Non-Executive Directors and Executive Directors. On the basis of the Policy for performance evaluation of Independent Directors, Board, Committees and other individual Directors, a process of evaluation was followed by the Board for its own performance and that of its Committees and individual Directors.

The NRC Policy of the Company is available on the Company's web-site and can be accessed at link http://www.jsw.in/infrastructure/jsw-infrastructure-policies

3. Corporate Social Responsibility Committee

The Corporate Social Responsibility Committee is comprised of three members as follows on 31st March, 2019:

Name	Designation
Ms. Ameeta Chatterjee	Chairperson
Mr. N K Jain	Member
Mr. Kalyan Coomar Jena	Member

The Corporate Social Responsibility Committee met two times during the financial year ended 31st March, 2019 in accordance with the provisions of the Companies Act, 2013 and rules made thereunder.

The dates on which the Corporate Social Responsibility Committee met during the financial year under review are as under:

Sr. No	Date of CSR Meeting
1.	4th May, 2018
2.	8th February, 2019

The CSR Policy of the Company is available on the Company's web-site and can be accessed at link http://www.jsw.in/infrastructure/jsw-infrastructure-policies

4. Whistle Blower Policy (Vigil Mechanism) for the Directors and Employees

The Board has, 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, framed "Whistle Blower Policy and Vigil Mechanism" ("the Policy").

Your Company believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior.

This Policy has been framed with a view to interalia provide a mechanism interalia enabling stakeholders, including Directors, individual employees of the Company and their representative bodies, to freely communicate their concerns about illegal or unethical practices and to report genuine concerns or grievance as also to report to the management concerns about unethical behavior, actual or suspected fraud or violation of the company's code of conduct or ethics policy

Mr. Arun Maheshwari, Jt. Managing Director and CEO is designated as the Ethics Counsellor.

The Whistle Blower Policy and Vigil Mechanism may be accessed on the Company's website at the link http://www.jsw.in/infrastructure/jsw-infrastructure-policies

5. Risk Management Policy

The Board of Directors of the Company has designed a Risk Management Policy.

The policy aims to ensure for Resilience for sustainable growth and sound corporate governance by having an identified process of risk identification and management in compliance with the provisions of the Companies Act, 2013.

Your Company follows the Committee of Sponsoring Organisations (COSO) framework of Enterprise Risk Management (ERM) to identify, classify, communicate, respond to risks and opportunities based on probability, frequency, impact, exposure and resultant vulnerability and ensure Resilience such that -

a) Intended risks, like for investments, are taken prudently so as to manage exposure which can withstand risks affecting investments and remain resilient.

b) Unintended risks related to performance, operations, compliances and systems are managed through direction setting vision/mission, prudent capital structuring, funds allocation commensurate with risks and opportunities, code of conduct, competency building, policies, processes, supervisory controls, audit reviews etc.

c) Knowable unknown risks in fast changing Volatile, Uncertain, Complex and Ambiguous (VUCA) conditions are managed through timely sensitisation of market trends.

d) Adequate provision is made for not knowable unknown risks.

e) Overall risk exposure of present and future risks remains within Risk capacity as may be perceived by the management.

All risks including investment risks be reviewed in the Board of Directors' meeting and risks related to operations, compliances and systems be reviewed in detail in the Audit Committee.

The Risk Management Policy may be accessed on the Company's website at the link http://www.jsw.in/infrastructure/jsw-infrastructure-policies

21. Annual Evaluation of Directors, Committee and Board

During the year, the Board has carried out the annual evaluation of its own performance as well as the evaluation of the working of its Committees and individual Directors, including Chairman of the Board. This exercise was carried out through a structured questionnaire prepared separately for Board, Committee and individual Directors.

The questionnaire for Board evaluation was prepared taking into consideration various aspects of the Board's functioning such as understanding of Board members of their roles and responsibilities, time devoted by the Board to Company's long term strategic issues, quality and transparency of Board discussions, quality, quantity and timeliness of the information flow between Board members and management, Board's effectiveness in disseminating information to shareholders and in representing shareholder interests, Board information on industry trends and regulatory developments and discharge of fiduciary duties by the Board.

Committee performance was evaluated on the basis of their effectiveness in carrying out respective mandates.

The performance evaluation of the Non- Independent Directors, the Board as a whole and Chairman of the Company was carried out by the Independent Directors.

22. Directors' Responsibility Statement

Pursuant to the requirement under Section 134 (5) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed:

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

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(b) that the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year under review;

(c) that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) that the directors had prepared the annual accounts for the year under review, on a 'going concern' basis

(e) that the directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively

(f) that the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

23. Auditors and Auditors Reports

a. Statutory Auditors

The observations made by the Statutory Auditors in their report for the financial year ended 31st March, 2019 read with the explanatory notes therein are self-explanatory and therefore, do not call for any further explanation or comments from the Board under Section 134(3) of the Companies Act, 2013. The Auditors' Report does not contain any qualification, reservation or adverse remark.

The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away by Companies Amendment Act, 2017 vide notification dated 07th May, 2018 issued by the Ministry of Corporate Affairs. Accordingly no resolution is to be proposed for ratification of the appointment of Auditors at the ensuing Annual General Meeting.

M/s. HPVS & Associates, Chartered Accountants, the Auditors of the Company, have been appointed by the shareholders at the previous Annual General Meeting dated 1st August, 2017 until the conclusion of 16th Annual General Meeting. They have confirmed their eligibility to the effect that their appointment would be within the prescribed limits under the Act and that they are not disqualified for the continuance of their appointment.

b. Secretarial Auditor

The Board had appointed M/s. Sunil Agarwal & Co., Company Secretaries to issue Secretarial Audit Report for the financial year 2018-19. Secretarial Audit Report issued by M/s. Sunil Agarwal & Co., Company Secretaries in Form MR-3 for the financial year 2018-19 forms part to this report. The said report does not contain any observation or qualification requiring explanation or comments from the Board under Section 134(3) of the Companies Act, 2013 and is annexed as Annexure E.

During the year, the Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

c. Cost Accounts and Cost Auditors

In terms of Section 148 of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, it is stated that the cost accounts and records are made and maintained by the Company as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013.

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Notifications/ Circulars issued by the Ministry of Corporate Affairs from time to time, your Board has appointed M/s. Kishore Bhatia & Associates, Cost Accountants, as the cost auditors to conduct the cost audit of the Company for the Financial year 2018-19.

24. Extract of Annual Return

The extract of annual return in Form MGT-9 as required under Section 92(3) of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014 for the year ended

31st March, 2019 is attached as Annexure F and is also available on the website of the Company: www.jsw.in

25. Management Discussion and Analysis/ Corporate Governance

A detailed report on the Management Discussion and Analysis is provided as a separate section in the Annual Report.

26. Particulars of Employees and Related Disclosure

Your Directors state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

During the year, the Company has complied with the provisions relating to constitution of "Internal Complaints Committee" under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

27. Awards.

1. The Company won Bulk / Break Bulk Port of the year - Non Major Port 2018 in Maritime and Logistics Awards 2018 Awards
2. The Company won CSR Excellence of the Year 2018 in The Gateway Awards 2018
3. The Company won Best Port of the Year (non containerized) in the India Maritime 2018 Awards

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

The particulars relating to conservation of energy technology absorption and foreign exchange earnings and outgo, required to be furnished pursuant to section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, are as under:

1) Part A and B of the Rules, pertaining to conservation of energy and technology absorption are not presently applicable.

2) In accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 the information relating to foreign exchange earnings and outgo is provided in the notes forming part of financial statements.

3) Foreign Exchange Earnings and Outgo:

Total foreign exchange used and earned during the year.

(₹ in Lakhs)

	FY 2018-19	FY 2017-18
Foreign Exchange earned	-	-
Foreign Exchange used	596.35	341.25

29. Appreciation and Acknowledgements

Your Directors would like to express their appreciation for the co-operation and assistance received from banks, financial institutions, vendors, customers and the shareholders.

Your Directors also wish to place on record their gratitude for the co-operation and guidance provided by Mormugao Port Trust, Maharashtra Maritime Board, Ministry of Railways and the Government of Goa and Maharashtra, Orissa and Karnataka and other regulatory authorities.

Your Directors take this opportunity to place on record their appreciation for the valuable contribution made by the employees and officers for the progress of the Company.

For and on behalf of the Board of Directors

Place : Mumbai
Dated : 21th May, 2019

N K Jain
Chairman
(DIN:00019442)

ANNEXURE A

Employee Stock Option Scheme

Information required to be disclosed under Section 62 of the Companies Act, 2013 read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014

ESOP Plan 2016				
Scheme Name		**First Grant**	**Second Grant**	**Third Grant**
S.No.	**Particulars**	**2016-2017**	**2017-18**	**2018-19**
1	Options Granted	1,68,495	1,57,667	230,515
2	Pricing Formula	Capital Market link Valuation		
3	Exercise Price (₹)	897.00	996.00	869.00
4	Options Vested	1,01,639	-	-
5	Options Exercised			
6	Total number of Shares arising as a result of exercise of Options	-	-	-
7	*Options Lapsed	66,856	16,535	20,839
8	Variations of terms of Options	-	-	-
9	Money realised by exercise of the Options	-	-	-
10	Total number of Options in force	1,01,639	1,41,132	2,09,676
11	Details of Options granted to senior managerial personnel and Key Managerial personnel ((Live as at 31.03.2019))			
	Mr. Lalit Singhvi WTD and CFO	6,768	5,260	7,002
	Gazal Qureshi Company Secretary	1,589	908	1,126
	i. Any other employee who receives in any One Year of grant of Options amounting to 5% or more of Options granted during that Year	None	None	None
	ii. Identified employees, who were granted Options, during any One Year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of the grant	None	None	None

* The Options lapsed are considered till the Board Meeting dated 21th May, 2019

ANNEXURE B

Form AOC-1

Statement containing salient features of the financial statement of Subsidiaries/Associate Companies/Joint Ventures

Part A: Subsidiaries

(in ₹ Lakhs except % of shareholding)

Sr. No	Name of the subsidiary	Financial year ended	Exchange rate	Share capital (paid-up)	Reserves and Surplus	Total Assets	Total Liabilities	Invest-ments	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	% of shareholding
1.	JSW Jaigarh Port Limited	31st March, 2019	INR	40,050.00	86,968.59	3,22,121.39	1,95,102.79	6,300.00	59,064.40	6,914.91	-801.27	7,716.19	100%
2.	South West Port Limited	31st March, 2019	INR	4,620.00	57,063.17	69,482.11	7,798.94	3,313.44	17,090.54	2,826.64	1,029.75	1,796.89	74%
3.	JSW Shipyard Private Limited	31st March, 2019	INR	81.08	(36.27)	117.53	72.73	-	-	(1.34)	-	(1.34)	100%
4.	JSW Jaigarh Infrastructure Development Private Limited	31st March, 2019	INR	100.00	1,306.83	2,086.64	679.81	1,100.00	0.81	(37.64)	(10.31)	(27.33)	100%
5.	Nalwa Fintrade Private Limited	31st March, 2019	INR	5.00	211.56	463.51	246.96	452.49	0.60	(15.57)	(5.06)	(10.52)	100%
6.	Vanity Fintrade Private Limited	31st March, 2019	INR	5.00	475.90	1,039.97	559.08	1,027.33	0.62	(35.33)	(9.67)	(25.66)	100%
7.	Dhamankhol Fintrade Private Limited	31st March, 2019	INR	5.00	390.96	853.27	457.31	842.00	0.55	(29.01)	(9.33)	(19.68)	100%
8.	JSW Nandgaon Port Private Limited	31st March, 2019	INR	3,636.64	(163.78)	4,505.22	1,032.36	-	19.41	(2.03)	-	(2.03)	100%
9.	JSW Dharamtar Port Private Limited	31st March, 2019	INR	1,501.00	16,785.48	58,065.52	39,779.04	1.00	16,353.95	5,191.67	126.17	5,065.51	100%
10.	JSW Terminal (Mormugao) Private Limited	31st March, 2019	INR	1.00	(14.70)	0.20	13.90	-	-	(0.33)	-	(0.33)	100%
11.	Masad Marine Services Private Limited	31st March, 2019	INR	1.00	(1.78)	0.02	0.80	-	-	(0.32)	-	(0.32)	100%
12.	Jaigarh Digni Rail Limited	31st March, 2019	INR	10,000	164.91	11,622.30	1,457.39	-	-	88.00	25.67	62.33	63%
13.	JSW Salav Port Private Limited	31st March, 2019	INR	1.00	(2.30)	0.94	2.24	-	-	(0.35)	-	(0.35)	100%
14.	JSW Paradip Terminal Private Limited	31st March, 2019	INR	6,001	(124.66)	57,616.90	51,740.56	-	780.21	(125.54)	(2.24)	(123.30)	93.24%
15.	Paradip East Quay Coal Terminal Pvt Ltd.	31st March, 2019	INR	6501	1,355.39	38,314.54	30,458.15	-	840.24	866.96	243.72	623.24	93.24%
16	JSW Terminal (Middle East) FZE	31st March, 2019	INR/ AED 18.90	26.50	2,456.63	2,753.05	269.92	-	4,440.95	2,062.39	-	2,062.39	100%

Notes:

1) Proposed Dividend from any of the subsidiaries is NIL.

2) The following companies are yet to commence operation:

Sr.No	Name of Subsidiaries
1.	JSW Shipyard Private Limited
2.	JSW Jaigarh Infrastructure Development Private Limited
3.	Nalwa Fintrade Private Limited
4.	Vanity Fintrade Private Limited
5.	Dhamankhol Fintrade Private Limited
6.	JSW Nandgaon Port Private Limited
7.	JSW Terminal (Mormugao) Private Limited
8.	Masad Marine Services Private Limited
9.	JSW Salav Port Private Limited
10.	JSW Paradip Terminal Private Limited
11.	Jaigarh Digni Rail Limited
12.	Paradip East Quay Coal Terminal Pvt Ltd.

For and on behalf of the Board of Directors

N K Jain
(DIN:00019442)
Chairman

Arun Maheshwari
(DIN:01380000)
JMD & CEO

Lalit Singhvi
(DIN: 05335938)
Director & CFO

Gazal Qureshi
Company Secretary
(M No: A16843)

Place : Mumbai
Dated : 21st May, 2019

ANNEXURE C

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's length transactions under third proviso thereto

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

There were no contracts or arrangements or transactions entered into during the year ended 31st March, 2019 which were not at arm's length basis.

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

<table>
<tr><th>Name of Related Party</th><th>Nature of Relationship</th><th>Duration of Contract</th><th>Salient Terms</th><th>Date of Approval by the Board/Audit Committee</th><th>Amount paid as advance, if any</th></tr>
<tr><td>Nature of Contract</td><td></td><td></td><td></td><td rowspan="13">Approved by Audit Committee of Board of Directors of the Company on 30th March, 2018.</td><td></td></tr>
<tr><td>*Purchase of Services</td><td></td><td></td><td></td><td></td></tr>
<tr><td>JSW IP Holdings Private Limited</td><td>Others</td><td>12 months</td><td>Brand royalty fees</td><td></td></tr>
<tr><td>JSW Steel Limited</td><td>Others</td><td>12 months</td><td>Reimbursement of Expenses</td><td>-</td></tr>
<tr><td>Sale of Services</td><td></td><td></td><td></td><td></td></tr>
<tr><td>JSW Jaigarh Port Limited</td><td>Subsidiary Company</td><td>12 months</td><td>Cargo handling services</td><td>-</td></tr>
<tr><td>JSW Dharamtar Port Private Limited</td><td>Subsidiary Company</td><td>12 months</td><td>Cargo handling services</td><td>-</td></tr>
<tr><td>South West Port Limited</td><td>Subsidiary Company</td><td>12 months</td><td>Cargo handling services</td><td>-</td></tr>
<tr><td>JSW Steel Limited</td><td>Others</td><td>12 months</td><td>Cargo handling services</td><td>-</td></tr>
<tr><td>JSW Energy</td><td>Others</td><td>12 months</td><td>Cargo handling services</td><td>-</td></tr>
<tr><td>Purchase of Capital Goods</td><td></td><td></td><td></td><td></td></tr>
<tr><td>JSW Steel Limited</td><td>Others</td><td>-</td><td>Materials Purchased</td><td>-</td></tr>
<tr><td colspan="4">*Purchase & Sale of services is excluding service tax and GST
** All the transaction are in the ordinary course of business and at arm's length basis.</td><td></td></tr>
</table>

For and on behalf of the Board of Directors

Place : Mumbai
Dated : 21th May, 2019

N K Jain
Chairman
(DIN:00019442)

ANNEXURE D

Annual Report On CSR Activities

A brief outline of the Company's policy, including overview of projects or programs proposed to be undertaken and a reference to the web- link to the CSR policy and projects and the programs and composition of CSR Committee.	Refer Section: Corporate Social Responsibility in this Report
The Composition of CSR Committee	Refer Section: Corporate Social Responsibility in this Report

Particulars	Amount (₹ In Lakhs)
Average net profit of the Company for last three financial years	9,094.00
Prescribed CSR Expenditure (2% of the average net profit)	182.00
Details of CSR Expenditure during the financial year:	
Total amount to be spent for the financial year	182.00
Amount Spent	182.00
Amount Unspent	-
Excess Spent	-

Manner in which the amount spent during the financial year is detailed below;

(₹ In Lakhs)

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sr. No.	CSR Project or Activity Identified	Sector in which the project is covered	Locality	Amount Outlay	Amount Spent	Cumulative Expenditure	Amount Spent: Direct or through Implementing Agency
1	E Learning project management cost for 10 schools - Guruji World, Pune (9 units @25000 pm + GST)	Promoting Social Development	Village Nandgaon, Alewadi, Navapur, Dandi and Murbe, Tal/Dist - Palghar	31.86	31.86	31.86	Ms Gurujiworld Technologies Pvt. Ltd.
2	Rural Toppers Awards	Promoting Social Development	Village Navapur, Dandi and Murbe, Tal/Dist - Palghar	0.47	0.47	0.47	Direct
3	Educational support Laxmanrao mankar smirti sansthan, Nagpur	Promoting Social Development	Nagpur, Maharashtra	100.00	100.00	100.00	Direct
4	Support to fishermen community - Fishnets distribution at Jaigad	Rural Development Projects	Village Jaigad, Ratnaigiri District Maharashtra	33.07	33.07	33.07	Direct
5	Support to fishermen community – jetty stand construction at Murbe	Rural Development Projects	Agriculture development - ₹ 8.60 Fishermen Jetty Repairing	8.60	8.60	8.60	Direct
6	Community Organizers and Administrative charges – Project management charges to JSW Foundation and other salaries (8 + 1.07)	Administration Expenses	Village Nandgaon, Alewadi, Navapur, Dandi and Murbe, Tal/Dist - Palghar	8.00	8.00	8.00	Direct
	Total			**182.00**	**182.00**	**182.00**	

CSR Responsibilities

We hereby affirm that the CSR policy, as approved by the Board, has been implemented and the CSR Committee monitors the implementation of the CSR projects and activities in compliance with our CSR Objectives

Ms. Ameeta Chatterjee
(DIN: 03010772)
Chairperson CSR Committee

Mr. Arun Maheshwari
(DIN: 01380000)
JMD & CEO

Place : Mumbai
Dated : 21th May, 2019

ANNEXURE E

Form No. MR-3

Secretarial Audit Report for the Financial Year Ended 31st March, 2019
(Pursuant to section 204 (1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,
The Members of
JSW Infrastructure Limited

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by JSW Infrastructure 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 our verifications of the Company's books, papers, minute books, forms and returns led and other records maintained by the Company, the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, the explanations and clarifications given to us and that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2019 generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns led and other records made available to me and maintained by the Company for the financial year ended on 31st March, 2019 according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made there under;
2. The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act')

    a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (Not applicable to the Company during the audit period as the company is unlisted public company)

    b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; (Not applicable to the Company during the audit period as the company is unlisted public company)

    c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and amendments from time to time; (Not applicable to the Company during the audit period as the company is unlisted public company)

    d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the Company during the audit period as the company is unlisted public company)

    e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the Company during the audit period as the company is unlisted public company)

    f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

    g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the Company during the audit period) and

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

I further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof on test check basis, the Company has complied with the following laws applicable specifically to the Company:

1. Contract Labour (Regulation and Abolition) Act 1970
2. Indian Contract Act, 1872
3. Maharashtra Tenancy and Agricultural Land Act, 1948

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board and general meetings.

(ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

I 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 was given to all directors to schedule the Board Meetings, Committee Meetings and agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Decisions at the Board Meetings were taken unanimously wherever it was warranted.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period no major decision, specific events /actions occurred having a major bearing on the Company affairs in pursuance of the above referred laws, rules, regulations, guidelines standards.

For Sunil Agarwal & Co.
Company Secretaries

Place : Mumbai
Dated : 21th May, 2019

Sunil Agarwal
(Proprietor)
FCS No. 8706
C.P. No. 3286

To
The Members
JSW Infrastructure Limited

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 assurances 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 reasonable basis for my opinion.

3. I have not verified the correctness and appropriateness of financial records and books of accounts of the company. I relied on the statutory report provided by the Statutory Auditor as well as Internal Auditor of the company for the financial year ending 31st March, 2019.

4. I have obtained the management representation wherever required about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provision and other applicable laws, rules, regulations, standards are the responsibility of management. My examination was limited to the verification of procedures on test basis.

6. The secretarial audit reports neither an assurance as to the future liability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For Sunil Agarwal & Co.
Company Secretaries

Place : Mumbai
Dated : 21th May, 2019

Sunil Agarwal
(Proprietor)
FCS No. 8706
C.P. No. 3286

ANNEXURE F

Extract of Annual Return

As on financial year ended on 31st March, 2019

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

I. Registration and Other Details:

CIN	:	U45200MH2006PLC161268
Registration Date	:	21st April, 2006
Name of the Company	:	JSW Infrastructure Limited
Category / Sub-Category of the Company	:	Public Limited
Address of the Registered office and contact details	:	JSW Centre, Bandra Kurla Complex, Bandra East, Mumbai 400051
Whether listed company	:	No
Name, Address and Contact details of Registrar and Transfer Agent, if any:	:	Karvy Fintech Private Limited Karvy Selenium, Tower – B, Plot No.31 & 32, Gachibowli Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad-500032 Tel : 040-67161500 ,Fax : 040-23001153

II. Principal Business Activities of the Company

All the business activities contributing 10 % or more of the total turnover of the company shall be stated: -

Sl. No.	Name and Description of main products/ services	NIC Code of the product/service	% to total turnover of the company
1.	Port Services	501 – Sea and coastal water transport	100

III. Particulars of Holding, Subsidiary and Associate Companies

Sr. No.	Name and address of the Company	CIN / GLN	Holding / subsidiary / associate	% of shares held	Applicable section
1	JSW Infrastructure Fintrade Private Limited	U45206MH2010PTC203280	Holding Company	98.61	Section 2(46)
2	JSW Jaigarh Port Limited	U45205MH2007PLC166784	Subsidiary Company	100.00	Section 2(87)
3	South West Port Limited	U45203GA1997PLC002369	Subsidiary Company	74.00	Section 2(87)
4	JSW Nandgaon Port Private Limited	U93030MH2011PTC224380	Subsidiary Company	100.00	Section 2(87)
5	JSW Dharamtar Port Private Limited	U93030MH2012PTC236083	Subsidiary Company	100.00	Section 2(87)
6	JSW Shipyard Private Limited	U63032MH2008PTC177642	Subsidiary Company	100.00	Section 2(87)
7	JSW Jaigarh Infrastructure Development Private Limited	U45203MH2007PTC177168	Subsidiary Company	100.00	Section 2(87)
8	Nalwa Fintrade Private Limited	U74999MH2010PTC203103	Subsidiary Company	100.00	Section 2(87)
9	Vanity Fintrade Private Limited	U74999MH2010PTC203084	Subsidiary Company	100.00	Section 2(87)
10	Dhamankhol Fintrade Private Limited	U74999MH2010PTC203204	Subsidiary Company	100.00	Section 2(87)
11	JSW Terminal (Mormugao) Private Limited	U74900GA2014PTC007400	Subsidiary Company	100.00	Section 2(87)
12	Masad Marine Services Private Limited	U74120MH2014PTC258571	Subsidiary Company	100.00	Section 2(87)
13	JSW Paradip Terminal Private Limited	U74999MH2015PTC262561	Subsidiary Company	93.24	Section 2(87)
14	JSW Salav Port Private Limited	U74999MH2015PTC263447	Subsidiary Company	100.00	Section 2(87)
15	Jaigarh Digni Rail Limited	U60232MH2015PLC264711	Subsidiary Company	63.00	Section 2(87)
16	Paradip East Quay Coal Terminal Private Limited	U74999MH2016PTC280001	Subsidiary Company	93.24	Section 2(87)
17	JSW Terminal (Middle East) FZE	16-FZE-1685	Subsidiary Company	100.00	Section 2(87)

ANNEXURE F (Contd.)

IV. Share Holding Pattern (Equity Share Capital Breakup as Percentage of Total Equity):

i. Category-wise Share Holding:

Category of Shareholders	No. of Shares at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total	
Shares									
A. Promoters									
(1) Indian									
a)Individual/HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	5,98,65,970	62,890	5,99,28,860	98.71	5,98,65,970	62,890	5,99,28,860	98.71	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other (Trust)	5,30,214	-	5,30,214	0.87	5,30,214	-	5,30,214	0.87	-
Sub-total(A)(1):	**6,03,96,184**	**62,890**	**6,04,59,074**	**99.58**	**6,03,96,184**	**62,890**	**6,04,59,074**	**99.58**	**-**
(2) Foreign									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2):	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	**6,03,96,184**	**62,890**	**6,04,59,074**	**99.58**	**6,03,96,184**	**62,890**	**6,04,59,074**	**99.58**	
B. Public Shareholding									
(1) Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e)Venture Capital Funds	-	-	-	-	-	-	-	-	-
f)Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h)Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
(2)Non-Institutions									
a) Bodies Corp.									
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	8,262	-	8,262	0.01	8,262	-	8,262	0.01	-
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	2,42,656	-	2,42,656	0.40	2,42,656	-	2,42,656	0.40	-
c) Others (Trust)	-	-	-	-	-	-	-	-	-
Sub-total(B)(2):	**2,50,918**	**-**	**2,50,918**	**0.41**	**2,50,918**	**-**	**2,50,918**	**0.41**	**-**
Total Public Shareholding (B)=(B)(1)+(B)(2)	**2,50,918**	**-**	**2,50,918**	**0.41**	**2,50,918**	**-**	**2,50,918**	**0.41**	**-**
C. Shares held by Custodian for GDRs & ADRs	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Grand Total (A+B+C)	**6,06,47,102**	**62,890**	**6,07,09,992**	**100.00**	**6,06,47,102**	**62,890**	**6,07,09,992**	**100.00**	**-**

Notes: 1) Bodies Corporate under the head "Promoter" holds shares along with its nominees.

ii. Shareholding of Promoters:

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	% change in share holding during the year
1.	JSW Infrastructure Fintrade Private limited (including nominee shareholding)	5,98,66, 570	98.61	52.08	5,98,66,570	98.61	-	-
2.	Avani Spaces Private Limited	31,145	0.05	-	31,145	0.05	-	-
3.	Nisarga Spaces Private Limited	31,145	0.05	-	31,145	0.05	-	-
4	JSW Infrastructure Employees Welfare Trust (held by Mr. Bharamappa Kuntageri, Mr. Munish Jindal and Mr. Umesh Kandoi as a Trustees)	5,30,214	0.87	-	5,30,214	0.87	-	-
	Total	**6,04,59,074**	**99.58**	**52.08**	**6,04,59,074**	**99.58**	**-**	**-**

iii. Change In Promoters' Shareholding (Please Specify, If There Is No Change):

Sl. No.	Name of the Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1.	JSW Infrastructure Fintrade Private Limited*				
	At the beginning of the year	5,98,66,570	98.61	5,98,66,570	98.61
	Purchase/Transfer	-	-	-	-
	At the End of the year	5,98,66,570	98.61	5,98,66,570	98.61
2.	Avani Spaces Private Limited				
	At the beginning of the year	31,145	0.05	31,145	0.05
	Purchase/Transfer	-	-	-	-
	At the End of the year	31,145	0.05	31,145	0.05
3.	Nisarga Spaces Private Limited				
	At the beginning of the year	31,145	0.05	31,145	0.05
	Purchase/Transfer	-	-	-	-
	At the End of the year	31,145	0.05	31,145	0.05
4.	JSW Infrastructure Employees Welfare Trust (held by Mr. Bharamappa Kuntageri, Mr. Munish Jindal and Mr. Umesh Kandoi as a Trustees)				
	At the beginning of the year	5,30,214	0.87	5,30,214	0.87
	Transfer during the year	-	-	-	-
	At the End of the year	5,30,214	0.87	5,30,214	0.87

*Body Corporate holds shares along with nominees

ANNEXURE F (Contd.)

iv. Shareholding Pattern of top ten Shareholders (Other Than Directors, Promoters And Holders of GDRs and ADRs):

Sl. No.	For each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1.	MSR Patrudu				
	At the beginning of the year	22,421	0.04	22,421	0.04
	*Purchase during the year	0	0.00	0	0.00
	At the End of the year (or on the date of separation, if separated during the year)	22,421	0.04	22,421	0.04
2.	Santhosh Nair				
	At the beginning of the year	5,894	0.01	5,894	0.01
	*Purchase during the year	0	0.00	0	0.00
	At the End of the year (or on the date of separation, if separated during the year)	5,894	0.01	5,894	0.01
3.	Hiren Deshpande				
	At the beginning of the year	284	0.00	284	0.00
	*Purchase during the year	0	0.00	0	0.00
	At the End of the year (or on the date of separation, if separated during the year)	284	0.00	284	0.00
4.	Abir Dube				
	At the beginning of the year	2,084	0.00	2,084	0.00
	Purchase during the year	0	0.00	0	0.00
	At the End of the year (or on the date of separation, if separated during the year)	2,084	0.00	2,084	0.00

v. Shareholding Of Directors And Key Managerial Personnel:

Sl. No.	For each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1.	Capt. BVJK Sharma (JMD & CEO)				
	At the beginning of the year	2,20,235	0.36	2,20,235	0.36
	Purchase during the year	0	0.00	0	0.00
	At the End of the year	2,20,235	0.36	2,20,235	0.36

Notes: 1) The shareholding if any in a capacity of nominee is not included.

2) The shareholding of Capt. BVJK Sharma (JMD & CEO) detailed above is in capacity of employee in South West Port Limited, subsidiary company of the Company and no ESOP has been granted as a Director of the Company.

V. Indebtedness:

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

(₹ in Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	5,380.74	-	-	5,380.74
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	20.58	-	-	20.58
Total (i+ii+iii)	**5,401.32**	**-**	**-**	**5,401.32**
Change in Indebtedness during the financial year				
Addition	-	-	-	-
Reduction	(5,401.32)	-	-	(5,401.32)
Net Change	(5,401.32)	-	-	(5,401.32)
Indebtedness at the end of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**-**	**-**	**-**	**-**

VI. Remuneration Of Directors And Key Managerial Personnel:

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(Amount in ₹)

Sl. No.	Particulars of Remuneration	*Capt. BVJK Sharma (Jt. Managing Director & CEO)	Lalit Singhvi (Whole-time Director)
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3,73,98,523	1,42,64,861
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	- as % of profit	-	-
	- others, specify	-	-
5	Others please specify	-	-
	Total (A)	**3,73,98,523**	**1,42,64,861**
	Ceiling as per the Act	*NA	2,50,00,000

*Capt BVJK Sharma is in receipt of remuneration from South West Port Limited (subsidiary company of the Company), where he is holding an office or place of profit. As there is no remuneration paid from the Company, ceiling as per the Act is not applicable.

B. Remuneration To Other Directors

(Amount in ₹)

Sl. No.	Particulars of Remuneration	Name of Directors			Total Amount
		Mr. N K Jain	Mr. K C Jena	Ms. Ameeta Chatterjee	
1.	Independent Directors				
	Fee for attending board / committee meetings	2,80,000	2,20,000	2,80,000	7,80,000
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (1)	2,80,000	2,20,000	2,80,000	7,80,000
2.	Other Non-Executive Directors				
	Fee for attending board / committee meetings	-	-	-	-
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	**2,80,000**	**2,20,000**	**2,80,000**	**7,80,000**
	Total Managerial Remuneration				NA
	Overall Ceiling as per the Act				NA

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		*Ms. Gazal Qureshi (CS)	Mr. Lalit Singhvi (CFO/WTD)	Total (₹)
1.	Gross salary	20,21,229	1,42,64,861	1,62,86,090
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	-	-	-
2	**Stock Option**	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	- others, specify	-	-	-
5	**Others please specify**	-	-	-
	Total	**20,21,229**	**1,42,64,861**	**1,62,86,090**

*Ms. Gazal Qureshi is in receipt of salary from subsidiary company, she is holding a position in secretarial department.

Vii. Penalties / Punishment/ Compounding of Offences:

There were no Penalties/ Punishment/ Compounding of Offences during the year ended 31st March, 2019

Report on Corporate Governance

1. Company's Governance Philosophy

The Company believes that it is imperative to manage the business affairs in the most fair and transparent manner with a firm commitment to corporate values. Good governance practices stem from the value system and philosophy of the organization, and the company is committed to meet the aspirations of all our stakeholders. For us, corporate governance is an ethically driven business process that is committed to values aimed at enhancing an organization's brand and reputation. This is demonstrated in shareholder returns, high credit ratings, governance processes and performance with conducive work environment. Corporate Governance is concerned with holding the balance between economic and social goals and between individual and communal goals. Corporate governance is about the way we do the business, encompassing every day activities. The Company believes that profitability must go hand in hand with a sense of responsibility towards all stakeholders. The Company seeks to focus on enhancement of long-term value creation for all stakeholders without compromising on integrity, social obligations, environment and regulatory compliances. The Company will focus its energies and resources in creating and safeguarding of shareholders' wealth and, at the same time, protect the interests of all its stakeholders. The Company has laid a strong foundation for making Corporate Governance a way of life by constituting a Board with a mix of experts of eminence and integrity, forming a core group of top level executives, including competent professionals across the organization and putting in place best systems, process and technology.

2. Board of Directors

2.1 Appointment and Tenure

The Directors of the Company are appointed by the Shareholders at General Meetings.

All Directors except Jt. Managing Director/ Independent Directors are subject to Company's Articles of Association/ Companies Act, 2013, liable to retirement by rotation and at every Annual General Meeting 1/3rd of such Directors as are liable to retire by rotation, if eligible, generally offer themselves for re-election, in accordance with the provisions of Sections 152 and 160 of the Companies Act, 2013 and that of the Articles of Association of the Company. The Executive Director on the Board serves in accordance with the terms of their contract of service with the Company.

2.2 Composition, Meetings and attendance record of each Director

The Company has a balanced mix of Executive and Non-Executive Directors as at 31st March, 2019. The Board of Directors presently comprises of 8 Directors, of which 2 are Executive Directors, 3 are Non-Executive Non-Independent Directors and 3 are Independent Directors. The composition of the Board is in conformity with Companies Act, 2013. All Directors are persons of eminence and bring a wide range of expertise and experience to the Board thereby ensuring the best interest of stakeholders and the Company.

None of the Directors are related to any other Director on the Board in terms of the definition of "relative" given under the Companies Act, 2013. The necessary disclosures regarding Committee positions have been made by the Directors.

The details of composition of the Board as at 31st March, 2019, the attendance record of the Directors at the Board Meetings held during the financial year 2018-19 and the last Annual General Meeting (AGM), and the details of their other Directorships are given below:

Category	Name of Director	Position	Attendance at		Other Directorships
			Board Meetings	12th AGM held on 1st August, 2018	Indian Companies
Executive	Capt. BVJK Sharma (DIN: 00017758)	Jt. Managing Director and CEO	4	Yes	4
	Mr. Lalit Singhvi (DIN: 05335938)	Director and CFO	4	Yes	3
Independent Director	Mr. Nirmal Kumar Jain (DIN:00019442)	Director	4	Yes	12
	Ms. Ameeta Chatterjee (DIN:03010772)	Director	4	Yes	10
	Mr. Kalyan Coomar Jena [3] (DIN:01833487)	Director	4	Yes	3
Non-Executive Non- Independent	Mr. Pawan Kumar Kedia (DIN:00020570)	Director	3	Yes	5
	Mr. Kantilal Narandas Patel (DIN:00019414)	Director	4	Yes	16
	Ms. Tarini Jindal Handa (DIN: 00506432)	Director	2	No	10

Notes.

1. During the Financial Year 2018-2019, Four Board Meetings were held and the gap between two meetings did not exceed 120 days. Board meetings were held on 5th May, 2018, 1st August, 2018, 30th October, 2018, and 08th February, 2019.
2. Directorship in private companies, foreign companies and section 8 Companies are included.
3. Mr. Kalyan Coomar Jena being eligible for appointment as Independent Director has been appointed by the Board of Directors on 5th May, 2018.

2.3 Board Meetings, Board Committee Meetings and Procedures

A Institutionalized decision making process

The Board of Directors oversees the overall functioning of the Company. The Board provides and evaluates the strategic direction of the Company, management policies and their effectiveness and ensures that the long-term interests of the stakeholders are being served. The Jt. Managing Director and CEO is in overseeing the functional matters of the Company. The Board has constituted several Standing Committees such as Audit Committee, Corporate Social Responsibility Committee, Nomination and Remuneration Committee, Finance Committee, and Compensation Committee. The Board constitutes additional functional Committees from time to time depending on the business needs.

B Scheduling and selection of Agenda Items for Board Meetings

(i) A minimum of four Board Meetings are held every year. Dates for the Board Meetings in the ensuing quarter are decided well in advance and communicated to the Directors. The Agenda along with the explanatory notes are sent in advance to the Directors. Additional meetings of the Board are held when deemed necessary to address the specific needs of the Company. In case of business exigencies or urgency of matters, and where possible, resolutions are passed by circulation.

(ii) The meetings are usually held at the Company's Registered Office at JSW Centre, Bandra Kurla Complex, Bandra East, Mumbai - 400051.

(iii) All divisions/departments of the Company are advised to schedule their work plans well in advance, particularly with regard to matters requiring discussion/ approval/ decision at the Board/Committee meetings. All such matters are communicated to the Company Secretary in advance so that the same could be included in the Agenda for the Board / Committee meetings. In addition to items which are mandated to be placed before the Board for its noting and/or approval, information is provided on various significant items.

(iv) The Board is given presentations covering Economic Outlook, Company's Financials, Company's Performance, Business Strategy, Subsidiary Companies

Report on Corporate Governance (Contd.)

performance, the Risk Management practices, etc. before taking on record the quarterly/half yearly/annual financial results of the Company.

C Distribution of Board Agenda Material

Agenda setting out the business to be transacted the board meeting and Notes on Agenda are circulated to the Directors, at least 7 days before the meeting as required under Secretarial Standard (SS-1) issued by the Institute of Company Secretaries of India which came in to effect from 1st July, 2015. In the defined Agenda format. All material information is incorporated in the Agenda papers for facilitating meaningful and focused discussions at the meeting. Where it is not practicable to attach any document to the Agenda, the same is tabled before the meeting with specific reference to this effect in the Agenda. In special and exceptional circumstances, additional or supplementary item(s) on the Agenda are considered. Secretarial Standard has Your Company has complied with the provision of secretarial standard-1 (SS -1) pertaining to distribution of Board Agenda and Board Agenda material.

D Recording Minutes of proceedings at Board and Committee Meetings

The Company Secretary records the minutes of the proceedings of each Board and Committee meetings. Draft minutes of the current meeting as well as signed minutes of the previous meeting are circulated to all the members of the Board/Committee within 15 days of the Board/Committee meeting for their comments as required under Secretarial Standard (SS-1) issued by the Institute of Company Secretaries of India which came in to effect from 1st July, 2015. The final minutes are entered in the Minutes Book within 30 days from conclusion of the meeting and are signed by the Chairman of the meeting/ Chairman of the next meeting.

E Post Meeting Follow-up Mechanism

The Company has an effective post meeting follow-up, review and reporting process mechanism for the decisions taken by the Board/ Committees. Important decisions taken at the Board/Committee meetings are communicated to the concerned Functional Heads promptly. Action Taken Report on decisions of the previous meeting(s) is placed at the immediately succeeding meeting of the Board/Committee for noting by the Board/Committee members.

F Compliance

While preparing the Agenda, Notes on Agenda, Minutes etc. of the meeting(s), adequate care is taken to ensure adherence to all applicable laws and regulations including the Companies act, 2013 read with the Rules made there under.

G Separate Meeting Independent Directors

Pursuant to Schedule IV of the Companies Act, 2013 and the Rules made thereunder, the Independent Directors of the Company held one meeting during the year on 08th February, 2019, without the presence / attendance of non-independent directors and members of the Management. All three Independent Directors were present for this meeting.

3 Audit Committee

The Audit Committee comprises of four Directors, of which 3 are Independent Directors and 1 is Non-Executive Director. Mr. Kantilal Narandas Patel is the Chairman of the Audit Committee. The Members possess adequate knowledge of Accounts, Audit, Finance, etc.

The broad terms of reference of Audit Committee are to review the financial statements before submission to the Board, reports of the Auditors and Internal Auditor. In addition, the powers and role of the Audit Committee are as laid down under Section 177 of the Companies Act, 2013.

The Composition of the Committee as on 31st March, 2019 and detail of the meetings attended during the year by the Directors are as given below

Sr. No	Name of Members	Category	Designation	No. of Meetings Attended
1.	*Mr. K N Patel	Non- Executive	Chairman	3
2.	Mr. N K Jain	Independent	Member	4
3.	*Mr. K C Jena	Independent	Member	3
4.	Ms. Ameeta Chatterjee	Independent	Member	4

* Mr. K C Jena and Mr. K N Patel is a member with effect from 21th May, 2018

The Audit Committee met Four times during the year under review on following dates.

Sr. No	Date	Committee Strength	No. of Member Present
1.	5th May, 2018	3	3
2.	1th August, 2018	4	4
3.	30th October, 2018	4	4
4.	08th February, 2019	4	4

The Audit Committee invites executives, as it considers appropriate (and particularly the head of the finance function) to be present in its meetings. The Statutory Auditors are also invited to the meetings. The Company Secretary is the Secretary of the Audit Committee.

4. Nomination and Remuneration Committee

The Nomination and Remuneration Committee comprises of four Directors, all are Non-Executive Directors. The Committee met thrice during the year on 4th May, 2018, 3rd July, 2018, and 1st August, 2018. Ms. Ameeta Chatterjee is the Chairperson of Committee. The Committee's constitution and terms of reference are in compliance with provisions of the Companies Act, 2013.

Meeting Details:

The Composition of Committee and details of the meeting attended by the Committee Members are as given below:

Sr. No	Name of Members	Category	Designation	No. of Meetings Attended
1.	Ms. Ameeta Chatterjee	Independent	Chairperson	3
2.	Mr. N K Jain	Independent	Member	3
3.	*Mr. K C Jena	Independent	Member	2
4.	Mr. K N Patel	Non-Executive	Member	3

* Mr. K C Jena is a member with effect from 5th May, 2018

Terms of reference of the Committee, interalia, includes the following:

1. To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down;
2. To recommend to the Board their appointment and removal;
3. To carry out evaluation of every director's performance;
4. To formulate the criteria for determining qualifications, positive attributes and independence of a director;
5. To recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees; and
6. any other matter as the Nomination & Remuneration Committee may deem appropriate after approval of the Board of Directors or as may be directed by the Board of Directors from time to time

4.1 Remuneration Policy:

A. Non-Executive Directors(NEDs):

During the year, the Company paid sitting fees of ₹ 20,000/- per meeting to the NEDs (not associated with JSW Group) for attending meetings of the Board and Committee.

B. Executive Directors:

The Nomination and Remuneration Committee recommends the remuneration package for the Executive Directors (EDs) of the Board. In framing the remuneration policy, the Committee takes into consideration the remuneration practices of Companies of similar size and stature and the Industry Standards. Annual increments effective 1st April each year as recommended by the Remuneration Committee are placed before the Board for approval. The ceiling on Salary and Perquisites & allowances is approved by the Shareholders, within which the salary and perquisites & allowances is recommended by the Remuneration Committee and approved by the Board. The Directors' compensation is based on the appraisal system wherein their individual goals are linked to the organizational goals. EDs are paid, subject to the approval of the Board and of the Company in General Meeting as may be required/necessary, compensation as per the appointment terms/ agreements entered into between them and the Company. The present remuneration structure of EDs comprises of salary, perquisites, allowances, performance linked incentive/special pay, ESOPs and contributions to Provident Fund & Gratuity.

C. Management Staff:

Remuneration of employees largely consists of basic remuneration, perquisites, allowances, ESOPs and performance incentives. The components of the total remuneration vary for different grades and are governed by industry patterns, qualifications and experience of the employees, responsibilities handled by them, their annual performance, etc. For the last few years, efforts have also been made to link the annual variable pay of employees with the performance of the Company. The variable pay policy links the performance pay of the officers with their individual and overall organizational performance

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on parameters aligned to Company's objectives whereas Variable Production Incentive Bonus is linked to the respective Plant's parameters.

4.2 Details of Remuneration paid to Directors:

A. Payment to Non-Executive Directors:

The sitting fees paid to Non-Executive Directors (NEDs) for attending Board/Committee Meetings, during the year is as under:

(Amount in ₹)

Name of the Non- Executive Director	Sitting fees Paid
Mr. Nirmal Kumar Jain	2,80,000
Mr. Kalyan Coomar Jena	2,20,000
Ms. Ameeta Chatterjee	2,80,000
Total	**7,80,000**

A. Other committees of the board of directors

In addition to the above referred Committees, the Board has constituted Finance Committee, Corporate Social Responsibility Committee, Compensation Committee etc. to consider various business matters and delegated thereto powers and responsibilities with respect to specific purposes.

B. Company secretary & compliance officer

Ms. Gazal Qureshi, Company Secretary is the Compliance Officer for complying with the requirements of Companies Act, 2013.

5. Annual General Meetings.

The details of date, time and location of Annual General Meetings (AGM) held in last 3 years are as under.

AGM	Date	Time	Location	Special Resolution passed
12th	1st August, 2018	10.30 am	JSW Centre, Bandra Kurla Complex, Bandra East, Mumbai 400051	Special Resolution was passed at this AGM
11th	1st August, 2017	11.30 am	JSW Centre, Bandra Kurla Complex, Bandra East, Mumbai 400051	No special Resolution was passed at this AGM
10th	22nd July, 2016	11.00 am	JSW Centre, Bandra Kurla Complex, Bandra East, Mumbai 400051	No special Resolution was passed at this AGM

Details of Special Resolutions passed in the previous three AGM/EGMs:

AGM / EGM	Particulars of Special Resolutions passed thereat
AGM dated 1st August, 2018	1. Re-appointment of Mr. K C Jena as Independent Director for a period of five years
EGM dated 14th May, 2018	1. Approval of amendment of JSWIL Employees Stock Ownership Plan-2016 2. Approval to grant Stock Options to the eligible employees of the Company's subsidiary companies under the "JSWIL Employees Stock Ownership Plan-2016"
EGM dated 28th March, 2016	1. Approval of JSW Infrastructure Limited Employees Stock Ownership Plan- 2016 and Grant of stock options to eligible employees. 2. Approvals to grant stock options to the eligible employees of the Company's subsidiary companies under the JSW Infrastructure Limited Employees Stock Ownership Plan-2016 3. Approval for provision of money by the company for purchase of its own shares by the Trust/ Trustee for the benefit of eligible employees under the "JSW Infrastructure Limited Employees Stock Ownership Plan-2016" (herein referred to as the ESOP Scheme")

6. Disclosures

6.1 There were no materially significant related party transactions i.e. transaction of the Company of material nature with its Promoters, Directors or the Management, their Subsidiaries or relatives etc. that conflict with the interests of the Company.

6.2 No penalties have been imposed on the Company by any statutory authority.

6.3 The Company follows Accounting Standards issued by The Institute of Chartered Accountants of India and there are no statutory audit qualifications in this regard.

7. Subsidiary Companies Monitoring Framework

All the Subsidiary Companies of the Company are Board managed with their Boards having the rights and obligations to manage such Companies in the best interest of their stakeholders. The Company monitors the performance of subsidiary Companies, interalia, by the following means.

a) A statement containing all significant transactions and arrangements entered into by the unlisted subsidiary Companies is placed before the Company's Board.

b) Subsidiary Company's Financials are also tabled before the Company's Board on half yearly basis

8. Communication

Annual Report, interalia containing Audited Consolidated Financial Statements and Standalone Statements, Directors' Report, Annexures forming part of Directors' Report, Corporate Governance Report, Auditors' Report and other important information is sent to Members and others entitled thereto. The Management Discussion and Analysis Report forms part of the Annual Report.

9. General Shareholders Information

9.1 Annual General Meeting

Date and Time: 7th August, 2019 at 11.00 a.m
Venue: JSW Centre, Bandra Kurla Complex,
Bandra East, Mumbai - 400051.

9.2 Registrar & Share Transfer Agents

Karvy Fintech Private Limited
Karvy Selenium, Tower- B, Plot No 31 & 32.,
Gachibowli, Financial district, Nanakramguda,
Serilingampally Mandal, Hyderabad, 500032
Tel : 040-67161500, Fax : 040-23001153

9.3 Shareholding pattern

Category	As on 31st March, 2019		As on 31st March, 2019	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Bodies Corporate (along with nominees)	5,99,28,860	98.71	5,99,28,860	98.71
Trust (shares held in the name of Trustees)	5,30,214	0.87	5,30,214	0.87
Individual	2,50,918	0.41	2,50,918	0.41
Total	**6,07,09,992**	**100.00**	**6,07,09,992**	**100.00**

10 CORPORATE ETHICS

The Company adheres to the highest standards of business ethics, compliance with statutory and legal requirements and commitment to transparency in business dealings. A Code of Conduct for Board Members and Senior Management detailed below has been adopted by the Company.

A. Code of Conduct for Board Members and Senior Management.

The Board of Directors of the Company adopted the Code of Conduct for its members and Senior Management. The Code is applicable to all Directors and specified Senior Management Executives. The Code impresses upon Directors and Senior Management Executives to uphold the interest of the Company and its stakeholders and to endeavor to fulfill all the fiduciary obligations towards them. Another important principle on which the Code is based is that the Directors and Senior Management Executives shall act in accordance with the highest standard of honesty, integrity, fairness and ethical conduct and shall exercise utmost good faith, due care and integrity in performing their duties.

Declaration affirming compliance of Code of Conduct.

The Company has received confirmations from the Directors as well as Senior Management Executives regarding compliance of the Code of Conduct during the year under review. A declaration by the JMD & CEO affirming compliance of Board Members and Senior Management.

B. Whistle Blower Policy (WBP):

The Company believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behaviour. In line with the Code of Conduct, any actual or potential violation, howsoever insignificant or perceived as such, would be a matter of serious concern for the Company. The WBP specifies the procedure and reporting authority for reporting unethical behaviour, actual or suspected fraud or violation of the Code or any other unethical or improper activity including misuse or improper use of accounting policies

Report on Corporate Governance (Contd.)

and procedures resulting in misrepresentation of accounts and financial statements. The Company affirms that no employee has been denied access to the Ethics Counsellor.

C. Legal Compliance of the Company's Subsidiaries:

Periodical Audit ensures that the Company's Subsidiaries conducts its business with high standards of legal, statutory and regulatory compliances. As per the Compliance reports of the Management, there has been no material non-compliance with the applicable statutory requirements by the Company and its Subsidiaries.

11 Other Shareholder Information

A. Corporate Identity Number (CIN)

The CIN allotted to the Company by the Ministry of Corporate Affairs, Government of India is U45200MH2006PLC161268

B. Registered Office

JSW Centre, Bandra Kurla Complex,
Bandra East, Mumbai - 400051.
Ph: 022-4286 1000
Fax: 022-4286 3000

C. Plant Address:

- 1st Floor, Port Users Complex, Mormugao Harbour, Goa 403 803
- 24, Kumbiwadi Niandiwadi, Jaigarh, Ratnagri, Maharashtra 415 614
- Dharamtar, P O Dolvi, Taluka - PENDistrict-Raigarh, Maharashtra 402 107
- 4th Floor, Paradip Bhavan, Behind Paradip Port Trust Building, Paradip, Orissa 754 142

Independent Auditors' Report

TO THE MEMBERS OF
JSW INFRASTRUCTURE LIMITED

Report on Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of **JSW INFRASTRUCTURE Limited** (hereinafter referred to as "the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of profit and loss (including other comprehensive income), the Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and Notes to the financial statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the 'Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis of Opinion

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

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

The Company's management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Director's report and Management Discussion & Analysis (MD&A) report, but does not include the standalone financial statements and our auditor's report thereon.

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

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

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

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

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

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

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

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under sub-section (3)(i) of section 143 of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements of in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

Report on Other Legal and Regulatory Requirements

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

2. As required by sub-section (3) of Section 143 of the Act, based on our audit we report that:

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

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

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

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

   (e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of sub-section (2) of Section 164 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 financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

(g) With respect to the other matters to be included in the Auditor's report in accordance with the requirements of the sub-section 16 of Section 197 of the Act, as amended:

The Company has not paid any remuneration to its directors during the year in accordance with the provisions of section 197 of the Act.

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

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 36 of the standalone financial statements;

ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts. The company has not entered into any derivative contracts during the year; and

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

For HPVS & Associates
Chartered Accountants
Firm's Registration No: 137533W

Vaibhav L Dattani
Partner
Membership No. 144084

Place: Mumbai
Date: May 21, 2019

Annexure A

to The Independent Auditors' Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of JSW Infrastructure Limited of even date)

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

(b) The Company has a program of verification of its fixed assets through which all the fixed assets are verified in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us, the records examined by us and based on the examination of the conveyance deeds provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.

(ii) The management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion, the frequency of such verification is reasonable and no material discrepancies were noticed on such physical verification.

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

(iv) Based on information and explanation given to us in respect of loans, investments, guarantees and securities, the Company has complied with the provisions of Section 185 and 186(1) of the Act. Further, as the Company is engaged in the business of providing infrastructural facilities, the provisions of Section 186 [except for sub-section (1)] are not applicable to it.

(v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the provisions of Sections 73 to 76 of the Act and the rules framed there under.

(vi) The maintenance of cost records has been specified by the Central Government under Section 148 of the Act. We have broadly reviewed the records maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under sub-section 1 of Section 148 of the Act and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. We have, however, not required to make a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) (a) According to the information and explanations given to us, and the records of the company examined by us, in our opinion, the Company is regular in depositing with the appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income tax, sales-tax, service tax, goods and service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues applicable to it. According to information and explanations given to us, no undisputed amounts payable were outstanding, at the year end, for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, details of dues of income tax, duty of customs, duty of excise, value added tax and cess which have not been deposited as on March 31, 2019 on account of disputes are given below:

Name of the Statue	Nature of Dues	Amount (₹ in lakhs)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income tax liability	46.12	A.Y. 2011-12	Appeal filed at ITAT
		46.10	A.Y. 2012-13	Appeal filed awaiting order of CIT(A)

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to the banks during the year. The Company has not taken any loan from a financial institution, government or by way of issue of debentures.

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

(x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officer or employees has been noticed or reported during the year.

(xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Managing Director of the Company is holding place of profit in the Subsidiary Company and remuneration is paid to him by the Subsidiary Company. However, the Company has not paid/provided for any managerial remuneration during the year in accordance with the provisions of section 197 read with Schedule V of the Act. Accordingly, the provision of clause 3(xi) of the Order is not applicable to the Company.

(xii) In our opinion, the Company is not a Nidhi Company and hence, reporting under paragraph 3 (xii) of the Order is not applicable to the Company.

(xiii) Based on our audit procedures performed for the purpose of reporting the true and fair view of the standalone financial statements and according to the information and explanations given by the management, transactions with the related parties are in compliance with Sections 177 and 188 of the Act, where applicable and the details have been disclosed in the notes to the standalone financial statements, as required by the applicable accounting standards.

(xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures, and hence, reporting under paragraph 3 (xiv) of the Order is not applicable to the Company.

(xv) Based on our audit procedures performed for the purpose of reporting the true and fair view of the standalone financial statements and 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 the directors. Hence, reporting under paragraph 3 (xv) of the Order is not applicable.

(xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934 and hence, reporting under paragraph 3(xvi) of the Order is not applicable to the Company.

For HPVS & Associates
Chartered Accountants
Firm's Registration No: 137533W

Vaibhav L Dattani
Partner
Membership No. 144084

Place: Mumbai
Date: May 21, 2019

Annexure B

to The Independent Auditors' Report

Report on the internal financial controls with reference to the aforesaid standalone financial statements 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 JSW INFRASTRUCTURE LIMITED (hereinafter referred to as "the Company") as of March 31, 2019, 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 and Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the 'Guidance Note') issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under sub-section (10) of Section 143 of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the 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 standalone financial statements, whether due to fraud or error.

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to standalone financial statements and such internal financial controls were operating effectively as at March 31, 2019, based on the internal financial controls with reference to standalone financial statements 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 HPVS & Associates
Chartered Accountants
Firm's Registration No: 137533W

Vaibhav L Dattani
Partner
Membership No. 144084

Place: Mumbai
Date: May 21, 2019

Standalone Balance Sheet

as at 31st March, 2019

CIN: U45200MH2006PLC161268

₹ in Lakhs

Particulars	Note No.	As at 31st March, 2019	As at 31st March, 2018
ASSETS			
Non-Current Assets			
Property, Plant & equipment	2	9,124.68	9,255.64
Goodwill	3	-	8,190.67
Other Intangible Assets	4	26.89	25.96
Investments in subsidiaries, associates and joint ventures	5	54,665.48	50,965.66
Financial Assets			
Investments	6	2,886.00	2,142.03
Loans	7	152.00	190.00
Other financial assets	8	182.97	3,445.36
Deferred Tax Assets (net)	9	5,527.33	4,211.42
Other Non-Current Assets	10	338.74	329.81
Total Non-Current Assets		**72,904.09**	**78,756.55**
Current Assets			
Inventories	11	55.81	50.80
Financial Assets			
Investments	12	11,675.36	578.51
Trade receivables	13	11,069.11	14,367.50
Cash and cash equivalents	14	1,606.41	3,659.29
Bank balances other than cash and cash equivalents	15	2,123.97	20,741.21
Loans	16	39,864.74	15,888.48
Other financial assets	17	3,856.84	2,206.95
Current Tax Assets (Net)	9	-	237.29
Other Current Assets	18	1,817.10	1,813.07
Total Current Assets		**72,069.34**	**59,543.10**
TOTAL ASSETS		**144,973.43**	**138,299.65**
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	19	6,017.98	6,017.98
Other Equity	20	135,470.57	123,575.12
Total Equity		**141,488.55**	**129,593.10**
Liabilities			
Non-Current Liabilities			
Provisions	21	96.70	94.38
Other Non-current Liabilities	22	1,148.14	827.03
Total Non-Current Liabilities		**1,244.84**	**921.41**
Current Liabilities			
Financial Liabilities			
Borrowings	23	-	5,380.74
Trade payables	24		
Total Outstanding, due of micro enterprises and small enterprises		-	-
Total Outstanding, due of creditors other than micro enterprises and small enterprises		746.84	1,706.05
Other financial liabilities	25	1,022.80	454.10
Other Current Liabilities	26	249.97	237.48
Provisions	27	8.81	6.77
Current Tax Liabilities (Net)	9	211.62	-
Total Current Liabilities		**2,240.04**	**7,785.14**
TOTAL EQUITY AND LIABILITIES		**144,973.43**	**138,299.65**
Significant accounting policies and key accounting estimates and judgement	1		

The accompanying notes form an integral part of financial statements.

As per our attached report of even date

For and on behalf of the Board of Directors

For HPVS & Associates
Chartered Accountants
Firm's Registration No: 137533W

Vaibhav L Dattani
Partner
Membership No. 144084

N K Jain
Chairman
DIN : 00019442

Arun Maheshwari
JMD & CEO
DIN : 01380000

Lalit Singhvi
Director & CFO
DIN : 05335938

Gazal Qureshi
Company Secretary
M No. A16843

Date: 21st May 2019
Mumbai

Standalone Statement of Profit and Loss

for the year ended 31st March, 2019

₹ in Lakhs (except EPS)

Particulars	Note No.	For the year ended 31st March, 2019	For the year ended 31st March, 2018
INCOME			
Revenue From Operations	28	27,083.34	22,953.16
Other Income	29	6,541.74	3,387.70
Total Income (1)		**33,625.08**	**26,340.86**
EXPENSES			
Operating Expenses	30	9,394.34	2,944.23
Employee Benefits Expense	31	1,895.13	2,055.16
Finance Costs	32	610.53	2,940.93
Depreciation and Amortisation Expenses	33	162.44	178.76
Impairment of Goodwill	34	8,190.67	7,228.65
Other Expenses	35	1,329.30	1,182.05
Total Expenses (2)		**21,582.41**	**16,529.78**
Profit Before Tax (1-2)		12,042.67	9,811.08
Tax Expenses			
Current Tax	9	3,144.30	2,586.41
Deferred Tax	9	(2,194.71)	135.42
Profit for the year (3)		**11,093.08**	**7,089.25**
Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Remeasurement of Employee benefit expenses		(18.77)	(16.32)
Income tax relating to items that will not be reclassified to profit or loss		2.85	5.70
Total Other Comprehensive Income/ (Loss) for the year (4)		**(15.92)**	**(10.62)**
Total Comprehensive Income for the year (3+4)		11,077.16	7,078.63
Earnings per equity share			
(Face value of equity share of ₹ 10 each)			
Basic (₹)	46	18.43	12.36
Diluted (₹)	46	18.25	12.25
Significant accounting policies and key accounting estimates and judgement	1		

The accompanying notes form an integral part of financial statements.

As per our attached report of even date

For HPVS & Associates
Chartered Accountants
Firm's Registration No: 137533W

Vaibhav L Dattani
Partner
Membership No. 144084

Date: 21st May 2019
Mumbai

For and on behalf of the Board of Directors

N K Jain
Chairman
DIN : 00019442

Arun Maheshwari
JMD & CEO
DIN : 01380000

Lalit Singhvi
Director & CFO
DIN : 05335938

Gazal Qureshi
Company Secretary
M No. A16843

Statement of Changes in Equity

for the year ended 31st March, 2019

A) EQUITY SHARE CAPITAL

₹ in Lakhs

Balance as at 1st April, 2018	Movement during the year	Balance as at 31st March, 2019
6,017.98	-	6,017.98

₹ in Lakhs

Balance as at 1st April, 2018	Movement during the year	Balance as at 31st March, 2018
5,631.74	386.24	6,017.98

B) OTHER EQUITY

₹ in Lakhs

Particulars	Retained Earnings	Capital Reserve	Debenture Redemption Reserve	Securities Premium Reserve	Share Options Outstanding	Other Comprehensive Income	Total
Balance as at 1st April, 2018	37,876.75	17.88	-	83,735.47	1,952.58	(7.56)	123,575.12
Addition/(Deletion) during the year	-	-	-	-	818.29		818.29
Profit for the year	11,093.08	-	-	-	-		11,093.08
Remeasurements loss on defined benefit plans	-	-	-	-	-	(15.92)	(15.92)
Balance as at 31st March, 2019	**48,969.83**	**17.88**	**-**	**83,735.47**	**2,770.87**	**(23.47)**	**135,470.57**

₹ in Lakhs

Particulars	Retained Earnings	Capital Reserve	Debenture Redemption Reserve	Securities Premium Reserve	Share Options Outstanding	Other Comprehensive Income	Total
Balance as at 1st April, 2017	20,722.94	17.88	10,000.00	34,876.62	2,732.84	3.06	68,353.34
Addition/(Deletion) during the year	10,064.56	-	-10,000.00	48,858.85	(780.26)		48,143.15
Profit for the year	7,089.25	-	-	-	-		7,089.25
Remeasurements gains on defined benefit plans	-	-	-	-	-	(10.62)	(10.62)
Balance as at 31st March, 2018	**37,876.75**	**17.88**	**-**	**83,735.47**	**1,952.58**	**(7.56)**	**123,575.12**

The accompanying notes form an integral part of financial statements.

As per our attached report of even date

For HPVS & Associates
Chartered Accountants
Firm's Registration No: 137533W

Vaibhav L Dattani
Partner
Membership No. 144084

Date: 21st May 2019
Mumbai

For and on behalf of the Board of Directors

N K Jain
Chairman
DIN : 00019442

Arun Maheshwari
JMD & CEO
DIN : 01380000

Lalit Singhvi
Director & CFO
DIN : 05335938

Gazal Qureshi
Company Secretary
M No. A16843

Statement of Cash Flows

for the year ended 31st March, 2019

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
[A] Cash Flows from Operating Activities		
Profit before tax	12,042.67	9,811.08
Adjustments for:		
Depreciation and amortisation expense	162.44	178.76
Impairement of Goodwill	8,190.67	7,228.65
Finance costs	610.53	2,882.21
Interest income	(5,893.05)	(5,595.16)
Realised Exchange Gain	(1.84)	-
Profit on sale of investments (net)	(563.84)	(54.00)
Loss on sale of fixed assets (net)	0.97	-
	14,548.55	**14,451.54**
Operating profit before working capital changes		
Adjustments for:		
(Increase)/ Decrease in trade and other receivables	(423.09)	(27,703.26)
(Increase)/ Decrease in inventories	(5.01)	(6.34)
Increase/ (Decrease) in trade and other payables	820.41	49,919.27
Increase/ (Decrease) in provisions	(14.41)	21.45
	377.90	**22,231.12**
Cash generated from operations	14,926.45	36,682.67
Direct taxes paid (net of refunds)	(2,051.03)	(1,275.00)
Net cash generated from operating activities [A]	**12,875.42**	**35,407.66**
[B] Cash Flows from Investing Activities		
Inflows		
Sale of current investments	64,676.94	17,583.20
Interest received	5,902.11	1,034.09
	70,579.05	**18,617.29**
Outflows		
Purchase/ Sale of property, plant and equipment and intangible assets (Net)	33.37	62.19
Purchase of investments	75,038.92	15,637.00
Investments made in subsidiaries	4,443.80	5,593.16
	79,516.08	**21,292.35**
Net Cash generated from investing activities [B]	**(8,937.04)**	**(2,675.06)**
[C] Cash Flows from Financing Activities		
Inflows		
Issue of Shares	-	386.24
Proceeds of borrowings	-	9,327.00
Realised Exchange Gain	1.84	-
	1.84	**9,713.24**
Outflows		
Repayments of borrowings (Refer note 23)	5,380.74	36,171.00
Interest paid	610.53	3,002.10
	5,991.27	**39,173.10**
Net Cash generated from financing activities [C]	**(5,991.27)**	**(29,459.86)**
Net Increase in Cash and Bank Balances [A+B+C]	**(2,052.89)**	**3,272.75**
Cash and cash equivalents at beginning of the year	**3,659.29**	**386.54**
Cash and cash equivalents at end of the year	**1,606.41**	**3,659.29**

Notes :

(a) The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Acccounting Standard (IND AS-7) - Statement of Cash Flow

Statement of Cash Flows

for the year ended 31st March, 2019

(b) Cash and Cash Equivalents comprises of

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Cash on hand	3.57	2.78
Balances with Banks :		
Current Accounts	149.84	121.55
Deposits with bank with maturity less than 3 months	1,453.00	3,534.96
Cash and Cash Equivalents in Cash Flow Statement	**1,606.41**	**3,659.29**

(c) Reconciliation Part of Cash Flows

₹ in Lakhs

Particulars	As at 31st March, 2018	Cash Flows	Non-cash changes		As at 31st March, 2019
			Foreign exchange movement	Fair value changes	
Short-term borrowings	5,380.74	(5,380.74)	-	-	0.00
Total liabilities from financing activities	5,380.74	(5,380.74)	-	-	0.00

₹ in Lakhs

Particulars	As at 31st March, 2017	Cash Flows	Non-cash changes		As at 31st March, 2018
			Foreign exchange movement	Fair value changes	
Long-term borrowings	17,494.44	(17,707.00)	-	212.56	-
Short-term borrowings	14,424.00	(9,137.00)	93.74	-	5,380.74
Total liabilities from financing activities	**31,918.44**	**(26,844.00)**	**93.74**	**212.56**	**5,380.74**

The accompanying notes form an integral part of financial statements.

As per our attached report of even date

For HPVS & Associates
Chartered Accountants
Firm's Registration No: 137533W

Vaibhav L Dattani
Partner
Membership No. 144084

Date: 21st May 2019
Mumbai

For and on behalf of the Board of Directors

N K Jain
Chairman
DIN : 00019442

Arun Maheshwari
JMD & CEO
DIN : 01380000

Lalit Singhvi
Director & CFO
DIN : 05335938

Gazal Qureshi
Company Secretary
M No. A16843

Notes to the Financial Statements

for the year ended 31st March, 2019

1. General information

JSW Infrastructure Limited is a public limited company, domiciled in India and incorporated in under the provision of Companies Act applicable in India.

The Company is engaged in developing and operating mechanized modern ports and Marine transport at suitable locations over the country to support JSW Group in addition to catering to third party cargo handling requirement. Apart from this, the Company is also planning to undertake various logistic related activities like Shipping, Roads, Railways, Marine Infrastructures, etc.

2. Significant Accounting Policies and Key Accounting Estimates and Judgements

I. Statement of compliance

Financial Statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) prescribed under the section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirement of Division II of Schedule III of the Companies Act 2013 , (Ind AS Compliant Schedule III),as applicable to financial statement.

Accordingly, the Company has prepared these Financial Statements which comprise the Balance Sheet as at 31 March, 2019, the Statement of Profit and Loss, the Statement of Cash Flows and the Statement of Changes in Equity for the year ended as on that date, and accounting policies and other explanatory information (together hereinafter referred to as "Financial Statements" or "financial statements").

II. Basis of preparation of financial statements

The Financial Statements have been prepared on the historical cost basis except for certain financial instruments measured at fair values at the end of each reporting year, as explained in the accounting policies below.

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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes in to account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1,2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

Level 2 inputs are inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and

Level 3 inputs are unobservable inputs for the asset or liability.

The Financial Statement is presented in INR and all values are rounded to the nearest crores except when otherwise stated.

Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current / non-current classification.

An asset is classified as current when it satisfies any of the following criteria:

- it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle. it is held primarily for the purpose of being traded;
- it is expected to be realized within 12 months after the reporting date; or

Notes to the Financial Statements

for the year ended 31st March, 2019

- it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

All other assets are classified as non-current.

A liability is classified as current when it satisfies any of the following criteria:

- it is expected to be settled in the Company's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is due to be settled within 12 months afterthe reporting date; or the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other liabilities are classified as non-current.

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

III. Revenue Recognition

Revenue is recognized 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 the 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.

Revenue from port operations services/ multi-model service including cargo handling and storage are recognized on proportionate completion method basis based on services completed till reporting date. Revenue on take-or-pay charges are recognized for the quantity that is difference between annual agreed tonnage and actual quantity of cargo handled.

Income from fixed price contract – Revenue from infrastructure development project/ services under fixed price contract. Where there is no uncertainty as to measurement or collectability of consideration is recognized based on milestones reached under the contract.

IV. Other Income

Other income is comprised primarily of interest income, mutual fund income, exchange gain/ loss. All debts instrument measured either at amortized cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate exactly discounts the estimated cash payments or receipt 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 amortized cost of financial liability. When calculating the EIR, the Company estimates the expected cash flow by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. Mutual fund is recognized at fair value through Profit and Loss.

V. Foreign Currencies

The financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency.

Transactions in foreign currencies are recognized at the prevailing exchange rates on the transaction dates. Realized gains and losses on settlement of foreign currency transactions are recognized in the Statement of Profit and Loss. In case of foreign currency term loan, it is re-stated at the rates prevailing at year end.

VI. Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in the Statement of Profit and Loss in the year in which they are incurred.

The Company determines the amount of borrowing costs eligible for capitalisation as the actual borrowing costs incurred on that borrowing during the year less any interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets, to the extent that an entity borrows funds specifically for the purpose of obtaining a qualifying asset. In case if the Company borrows generally and uses the funds for obtaining a qualifying asset, borrowing costs eligible for capitalisation are

Notes to the Financial Statements

for the year ended 31st March, 2019

determined by applying a capitalisation rate to the expenditures on that asset.

Borrowing Cost includes exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the finance cost.

VII. Government Grant

Government grants are not recognised until there is reasonable assurance that the Group will comply with the conditions attached to them and that the grants will be received.

Government grants are recognised in the Consolidated Statement of Profit and Loss on a systematic basis over the periods in which the Group recognises as expenses the related costs for which the grants are intended to compensate or when performance obligations are met.

Government grants relating to tangible fixed assets are treated as deferred income and released to the Consolidated Statement of profit and loss over the expected useful lives of the assets concerned.

The benefit of a government loan at a below-market rate of interest and effect of this favourable interest is treated as a government grant. The Loan or assistance is initially recognised at fair value and the government grant is measured as the difference between proceeds received and the fair value of the loan based on prevailing market interest rates and recognised to the income statement immediately on fulfilment of the performance obligations. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

VIII. Employee Benefits

Retirement benefit costs and termination benefits:

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting year. Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding interest), is reflected immediately in the statement of financial position with a charge or credit recognised in other comprehensive income in the year in which they occur. Re-measurement recognised in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to profit or loss. Past service cost is recognised in profit or loss in the year of a plan amendment or when the company recognizes corresponding restructuring cost whichever is earlier. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- net interest expense or income; and
- re-measurement

The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expenses'. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognised in the statement of financial position represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

A liability for a termination benefit is recognised at the earlier of when the entity can no longer withdraw the offer of the termination benefit and when the entity recognises any related restructuring costs.

Short-term and other long-term employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the year the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be

Notes to the Financial Statements

for the year ended 31st March, 2019

made by the Company in respect of services provided by employees up to the reporting date.

IX. Share-based payment arrangements

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date. Details regarding the determination of the fair value of equity- settled share-based transactions are set out in note 38.

The fair value determined at the grant date of the equity- settled share-based payments is expensed on a straight- line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting year, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserve.

The Company has created an Employee Benefit Trust for providing share-based payment to its employees. The Company uses the Trust as a vehicle for distributing shares to employees under the employee remuneration schemes. The Trust buys shares of the Company from the market, for giving shares to employees. The Company treats Trust as its extension and shared held by the Trust are treated as treasury shares.

Own equity instruments that are reacquired (treasury shares) are recognized at cost and deducted from Equity. No gain or loss is recognized in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognized in capital reserve. Share options exercised during the reporting year are satisfied with treasury shares.

X. Taxes

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

Current tax is the amount of expected tax payable based on the taxable profit for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill. The carrying amount of deferred tax assets is reviewed at the end of each reporting year and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as a deferred tax asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.

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

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.

The Company is eligible and claiming tax deduction available under section 80IA of Income Tax Act, 1961 for a period of 10 years w.e.f F.Y. 2010-2011. The Company is eligible for tax deduction available under section 80IA of the Income Tax Act, 1961 for a period of 10

Notes to the Financial Statements

for the year ended 31st March, 2019

years out of eligible period of 15 years. In view of the Company availing tax deduction under section 80IA of the Income Tax Act, 1961, deferred tax has been recognized in respect of temporary difference, which reverses after the tax holiday period in the year in which the temporary difference originates and no deferred tax (assets or liabilities) is recognized in respect of temporary difference which reverse during tax holiday period, to the extent such gross total income is subject to the deduction during the tax holiday period. For recognition of deferred tax the temporary difference which originates first are considered to reverse first.

Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they are relating to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the relevant entity intends to settle its current tax assets and liabilities on a net basis

XI. Property, Plant and Equipment

Property, plant and equipment are measured at acquisition cost less accumulated depreciation and accumulated impairment losses. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by Management. The Company depreciates property, plant and equipment over their estimated useful lives using the straight-line method as prescribed under Part C of schedule II of the Companies Act, 2013 except for the assets mentioned below for which useful life estimated by the management. The Identified components of fixed assets are depreciated over their useful lives and the remaining components are depreciated over the life of the principal assets.

The Company has estimated the following useful lives to provide depreciation on its certain fixed assets based on assessment made by experts and management estimates.

Assets	Estimated useful lives
Building	5-28 Years
Plant and Machinery	2-18 Years
Ships	28 years
Office equipment	3-20 Years
Computer equipment	3-6 Years
Furniture and fixtures	10-15 Years
Vehicles	8-10 Years

Depreciation methods, useful lives and residual values are reviewed periodically, including at each financial year end. Freehold land is not depreciated and Leasehold land is amortized over the period of lease. The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other non-refundable purchase taxes or levies, directly attributable cost of bringing the asset to its working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, if any. Any trade discounts and rebates are deducted in arriving at the purchase price.

Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as capital advances under other non-current assets and the cost of assets not put to use before such date are disclosed under 'Capital work-in-progress'. Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably. Repairs and maintenance costs are recognized in net profit in the Statement of Profit and Loss when incurred. The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the Statement of Profit and Loss. Assets to be disposed-off are reported at the lower of the carrying value or the fair value less cost to sell.

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the de-recognition of an item of property, plant and equipment is measured as the difference between the net disposal proceeds and the carrying amount of the

Notes to the Financial Statements

for the year ended 31st March, 2019

item and is recognized in the Statement of Profit and Loss when the item is derecognized.

The company has policy to expense out the assets which is acquired during the year and value of such assets is below ₹ 5000.

XII. Intangible Assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting year, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

Useful lives of intangible assets

Estimated useful lives of the intangible assets are as follows:

Assets	Estimated useful lives
Computer Software	3 – 5 Years

XIII. Impairment of Property, plant and equipment and intangible assets other than goodwill

At the end of each reporting period, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Consolidated Statement of Profit and Loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease to the extent of revaluation reserve.

Any reversal of the previously recognised impairment loss is limited to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognised.

XIV. Inventories

Consumables, construction materials and stores and spares are valued at lower of cost and net realizable value. Obsolete, defective, unserviceable and slow/ non-moving stocks are duly provided for. Cost is determined by the weighted average cost method.

XV. Investment in subsidiaries, associates and Joint ventures

Investment in subsidiaries, associates are shown at cost. Where the carrying amount of an investment in greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is transferred to the Statement of Profit and Loss. On disposal of investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the Statement of Profit and Loss.

XVI. Fair Value Measurement

The Company measures financial instruments at fair value in accordance with accounting policies at each reporting date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at

Notes to the Financial Statements

for the year ended 31st March, 2019

the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

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

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

A fair value measurement of a non-financing asset takes into account a market participant's ability to generate economic benefit 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, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

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

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

Financial Instruments

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

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

a) Investments and other financial assets:

Classification

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

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

ii) those measured at amortized cost.

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

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

Initial recognition and measurement

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instrument. 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. Transaction costs of financial assets carried at fair value through profit or loss are expensed in the Statement of Profit and Loss.

Sub-sequent measurement

After initial recognition, financial assets are measured at:

i) fair value (either through other comprehensive income or through profit or loss) or,

ii) amortized cost

Notes to the Financial Statements

for the year ended 31st March, 2019

Debt instruments

Subsequent measurement of debt instruments depends on the business model of the Company for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

Measured at amortised cost: Financial assets that are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows that are solely payments of principal and interest, are subsequently measured at amortised cost using the effective interest rate ('EIR') method less impairment, if any, the amortization of EIR and loss arising from impairment, if any is recognised in the Statement of Profit and Loss.

Measured at fair value through other comprehensive income (FVTOCI) : Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognised in the other comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognised in the Statement of Profit and Loss.

Gains or Losses on De-recognition

In case of investment in equity instruments classified as the FVTOCI, the gains or losses on de-recognition are re-classified to retained earnings.

In case of Investments in debt instruments classified as the FVTOCI, the gains or losses on de–recognition are reclassified to statement of Profit and Loss.

Measured at fair value through profit or loss (FVTPL) : A financial asset not classified as either amortised cost or FVTOCI, is classified as FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised as 'other income' in the Statement of Profit and Loss.

Gains or Losses on De-recognition

In case of investment in equity instruments classified as the FVTOCI, the gains or losses on de-recognition are re-classified to retained earnings.

In case of Investments in debt instruments classified as the FVTOCI, the gains or losses on de–recognition are reclassified to statement of Profit and Loss.

De-recognition

A financial asset is de-recognised only when

i) The Company has transferred the rights to receive cash flows from the financial asset or

ii) Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is de-recognised.

Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not de-recognised.

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

Impairment

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Notes to the Financial Statements

for the year ended 31st March, 2019

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss 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 Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument. The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

If the Company measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous period, but determines at the end of a reporting period that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous period, the Company again measures the loss allowance based on 12-month expected credit losses.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

The impairment requirements for the recognition and measurement of a loss allowance are equally applied to debt instruments at FVTOCI except that the loss allowance is recognised in other comprehensive income and is not reduced from the carrying amount in the balance sheet.

Income recognition

Effective Interest Method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant year. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter year, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the 'Other income' line item.

Notes to the Financial Statements

for the year ended 31st March, 2019

b) Financial liabilities & Equity Instruments

Equity Instruments

The Company subsequently measures all investments in equity instruments at fair value. The Management of the Company has elected to present fair value gains and losses on its investment equity instruments in other comprehensive income, and there is no subsequent reclassification of these fair value gains and losses to the Statement of Profit and Loss. Dividends from such investments continue to be recognised in the Statement of Profit and Loss as other income when the Company's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in the Statement of Profit and Loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

Financial liabilities

Classification as debt or equity Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Initial recognition and measurement Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at fair value.

Subsequent measurement Financial liabilities are subsequently measured at amortised cost using the effective interest rate method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

De-recognition

A financial liability is derecognized when the obligation specified in the contract is discharged, cancelled or expires.

Offsetting financial instruments

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

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 year following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Notes to the Financial Statements

for the year ended 31st March, 2019

Original classification	Revised classification	Accounting treatment
Amortised cost	FVTPL	Fair value is measured at reclassification date. Difference between previous amortised cost and fair value is recognised in Statement of Profit and Loss.
FVTPL	Amortised Cost	Fair value at reclassification date becomes its new gross carrying amount. EIR is calculated based on the new gross carrying amount.
Amortised cost	FVTOCI	Fair value is measured at reclassification date. Difference between previous amortised cost and fair value is recognised in OCI. No change in EIR due to reclassification.
FVTOCI	Amortised cost	Fair value at reclassification date becomes its new amortised cost carrying amount. However, cumulative gain or loss in OCI is adjusted against fair value. Consequently, the asset is measured as if it had always been measured at amortised cost.
FVTPL	FVTOCI	Fair value at reclassification date becomes its new carrying amount. No other adjustment is required.
FVTOCI	FVTPL	Assets continue to be measured at fair value. Cumulative gain or loss previously recognised in OCI is reclassified to Statement of Profit and Loss at the reclassification date.

XVII. Cash and Cash Equivalents

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

For the purpose of the Statement of cash flows, cash and cash equivalent consists 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.

XVIII. Provisions, Contingent liabilities, Contingent assets and Commitments

A provision is recognized when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made.

When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized 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.

Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

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 recognized as a finance cost.

Contingent liability is disclosed in the case of:

- a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- a present obligation arising from past events, when no reliable estimate is possible
- a possible obligation arising from past events, when the probability of outflow of resources is remote.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets. Provisions, contingent liabilities, contingent assets and commitments are reviewed at each Balance Sheet date.

XIX. Earnings per Equity Share

Basic earnings per equity share are computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of

Notes to the Financial Statements

for the year ended 31st March, 2019

equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

XX. Segment Reporting

The Company is primarily engaged in one business segment, namely developing, operating and maintaining the Ports services, Ports related Infrastructure development activities and development of infrastructure as determined by chief operational decision maker, in accordance with Ind-AS 108 "Operating Segment".

Considering the inter relationship of various activities of the business, the chief operational decision maker monitors the operating results of its business segment on overall basis. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements.

XXI. Applicability of new Ind AS 115

The company applied Ind AS 115 'Revenue from Contracts with Customers' for the first time. Ind AS 115 supersedes Ind AS 18 'Revenue' and it applies, with limited exceptions, to all revenue arising from contracts with customers. Ind AS 115 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

Ind AS 115 requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers. The standard also specifies the accounting for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract. In addition, the standard requires extensive disclosures.

The Company adopted Ind AS 115 using the cumulative effect method on transition, applied to contracts that were not completed contracts as at April 1, 2018. Therefore, the comparative information was not restated and continues to be reported under Ind AS 11 and Ind AS 18. There was no impact on transition on the opening balance sheet as at April 1, 2018. The new standard has no material impact on the revenue recognised during the year.

XXII. Recent Accounting Pronouncements

Standards issued but not yet effective

In March 2019, the Ministry of Corporate Affairs (MCA) issued the Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, 2019, notifying Ind AS 116 'Leases' and amendments to certain IND AS. The Standard / amendments are applicable to the Company with effect from 1st April 2019

IND AS 116: Leases

The standard changes the recognition, measurement, presentation and disclosure of leases. It requires:

- Lessees to record all leases on the balance sheet with exemptions available for low value and short-term leases.
- At the commencement of a lease, a lessee will recognise lease liability and an asset representing the right to use the asset during the lease term (right-of-use asset).
- Lessees will subsequently reduce the lease liability when paid and recognise depreciation on the right of-use asset.
- A lease liability is re-measured upon the occurrence of certain events such as a change in the lease term or a change in an index or rate used to determine lease payments. The re-measurement normally also adjusts the right-of-use asset.
- The standard has no impact on the actual cash flows of a Company. However, operating lease payments currently expensed as operating cash outflows will instead be capitalised and presented as financing cash outflows in the statement of cash flows. The Company has reviewed all relevant contracts to identify leases and preparations for this standard are substantially complete. This review included:

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for the year ended 31st March, 2019

- an assessment about whether the contract depends on a specific asset,
- whether the company obtains substantially all the economic benefits from the use of that asset; and
- Whether the Company has the right to direct the use of that asset. From 1st April 2019 the Company will focus on ensuring that the revised process for identifying and accounting for leases is followed.

The Company is in the process of evaluating the effect of these amendments on the financial statements.

Other Amendments

The MCA has notified below amendments which are effective 1st April 2019:

- Amendments to Ind AS 12, Income taxes
- The first amendment requires an entity to create a corresponding liability for Dividend Distribution Tax (DDT) when it recognises a liability to pay a dividend. The liability for DDT shall be recorded in statement of profit & loss, other comprehensive income or equity, as the case may be.
- The second amendment relates to tax consequence of an item whose tax treatment is uncertain. Tax treatment of an item is considered as uncertain when there is uncertainty whether the relevant taxation authority will accept the tax treatment of that item or not.
- If there is uncertainty over tax treatment of an item an entity should predict the resolution of the uncertainty. If it is probable that the taxation authority will accept the tax treatment, there will be no impact on the amount of taxable profits/losses, tax bases, unused tax losses/credits and tax rates. In vice-versa case, the entity shall show the effect of the uncertainty for each uncertain tax treatment on amount of related items by using either the most likely outcome or the expected outcome of the uncertainty.
- Amendments to Ind AS 109, Financial Instruments:
  - The amendments notified to Ind AS 109 pertain to classification of a financial instruments with prepayment feature with negative compensation. Negative compensation arises where the terms of the contract of the financial instrument permit the holder to make repayment or permit the lender or issuer to put the instrument to the borrower for repayment before the maturity at an amount less than the unpaid amounts of principal and interest. Earlier, there was no guidance on classification of such instruments.
  - According to the amendments, these types of instruments can be classified as measured at amortised cost, or measured at fair value through profit or loss, or measured at fair value through other comprehensive income by the lender or issuer if the respective conditions specified under Ind AS 109 are satisfied.
- Amendments to Ind AS 19, Employee Benefits
  - The amendments to Ind AS 19, Employee Benefits relate to effects of plan amendment, curtailment and settlement. When an entity determines the past service cost at the time of plan amendment or curtailment, it shall re-measure the amount of net defined benefit liability/asset using the current value of plan assets and current actuarial assumptions which should reflect the benefits offered under the plan and plan assets before and after the plan amendment, curtailment and settlement.
- Amendments to Ind AS 23, Borrowing Costs
  - The amendments clarify that if any specific borrowing remains outstanding after the related asset is ready for its intended use or sale, that borrowing becomes part of the funds that an entity borrows generally when calculating the capitalisation rate on general borrowings. The Group does not expect any impact from this amendment.

The Company is in the process of evaluating the effect of these amendments on the financial statements.

1.1 Key accounting estimates and Judgments

The preparation of the Company's financial statements requires the 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.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting

Notes to the Financial Statements

for the year ended 31st March, 2019

estimates are recognized in the year in which the estimate is revised if the revision affects only that year, or in the year of the revision and future year, if the revision affects current and future year.

Critical accounting 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:

Property, plant and equipment

The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful lives and the expected residual value at the end of its lives. The useful lives and residual values of Company's assets are determined by Management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

Impairment of investments in subsidiaries and associates

Determining whether the investments in subsidiaries, joint ventures and associates are impaired requires an estimate in the value in use of investments. In considering the value in use, the Directors have anticipated the future commodity prices, capacity utilisation of plants, operating margins, mineable resources and availability of infrastructure of mines, discount rates and other factors of the underlying businesses / operations of the investee companies as more fully described. Any subsequent changes to the cash flows due to changes in the above mentioned factors could impact the carrying value of investments.

Taxes

Deferred tax assets are recognized for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. 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.

MAT is assessed on book profits adjusted for certain items as compared to the adjustments followed for assessing regular income tax under normal provisions. MAT paid in excess of regular income tax during a year can be set off against regular income taxes within a specified period in which MAT credit arises, subject to the limits prescribed.

Defined benefit plans

The cost of the defined benefit plan and other post-employment benefits and the present value of such 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, mortality rates and attrition rate. 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.

Fair value measurement of financial instruments

When the fair values of financials assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques which involve various judgements and assumptions.

Contingencies

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that are possible but not probable of crystalising or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognized. The cases which have been determined as remote by the Company are not disclosed.

Contingent assets are neither recognized nor disclosed in the financial statements unless when an inflow of economic benefits is probable.

Notes to the Financial Statements

for the year ended 31st March, 2019

Note 2:- Property, Plant and Equipment

₹ in Lakhs

Particulars	Freehold Land	Buildings	Plant and machinery	Furniture and fittings	Office equipments	Computers	Vehicles	Total
Cost:								
As at 1st April, 2017	**7,742.33**	**348.88**	**1,614.84**	**10.69**	**3.43**	**41.07**	**57.14**	**9,818.38**
Additions	26.00	-	-	-	-	-	16.11	42.11
Disposals/transfers	-	4.73	-	8.22	0.71	5.10	19.70	38.46
As at 31st March, 2018	**7,768.33**	**344.15**	**1,614.84**	**2.47**	**2.72**	**35.97**	**53.55**	**9,822.03**
Additions	-	-	-	-	-	3.63	28.60	32.23
Disposals/transfers	-	-	-	-	-	-	14.35	14.35
Less: translation adjustments								-
As at 31st March, 2019	**7,768.33**	**344.15**	**1,614.84**	**2.47**	**2.72**	**39.60**	**67.80**	**9,839.91**
Accumulated Depreciation:								
As at 1st April, 2017	**-**	**28.28**	**360.01**	**6.75**	**1.62**	**19.34**	**14.64**	**430.64**
Depreciation charge for the year	-	14.02	136.23	2.16	0.57	8.59	10.05	171.62
Disposals/transfers	-	4.73	-	6.45	0.28	4.75	19.68	35.89
Less: translation adjustments	-	-	-	-	-	-	-	-
As at 31st March, 2018	**-**	**37.57**	**496.24**	**2.46**	**1.91**	**23.18**	**5.01**	**566.39**
Depreciation charge for the year	-	14.14	121.67	-	0.16	7.58	11.37	155.14
Disposals/transfers	-	-	-	-	-	-	6.31	6.31
As at 31st March, 2019	**-**	**51.71**	**617.91**	**2.46**	**2.07**	**30.76**	**10.07**	**715.23**
Net book value								
As at 31st March, 2018	7,768.33	306.58	1,118.60	-	0.81	12.79	48.54	9,255.64
As at 31st March, 2019	**7,768.33**	**292.44**	**996.93**	**-**	**0.65**	**8.84**	**57.73**	**9,124.68**

Note 3:- Goodwill

₹ in Lakhs

Particulars	Goodwill
Cost:	
As at 1st April, 2017	15,419.32
Additions	-
Disposals /transfers	-
Impairment of goodwill	7,228.65
Impairment of Intangible asset under development	-
As at 31st March, 2018	**8,190.67**
Disposals /transfers	-
Impairment of goodwill	-
Impairment of Intangible asset under development	-
As at 31st March, 2019	**8,190.67**
Accumulated Depreciation:	
As at 1st April, 2017	**-**
Amortisation charge for the year	-
Disposals /transfers	-
As at 31st March, 2018	-
Amortisation charge for the year	8,190.67
Disposals /transfers	-
As at 31st March, 2019	**8,190.67**
Net book value	
As at 31st March, 2018	8,190.67
As at 31st March, 2019	**-**

Notes to the Financial Statements

for the year ended 31st March, 2019

Note 4:- Other Intangible Assets

₹ in Lakhs

Particulars	Computer Software
Cost:	
As at 1st April, 2017	**28.92**
Additions	22.76
Disposals /transfers	-
Impairment of goodwill	**-**
As at 31st March, 2018	51.68
Additions	8.19
Disposals /transfers	-
As at 31st March, 2019	**59.87**
Accumulated Depreciation:	
As at 1st April, 2017	**18.49**
Amortisation charge for the year	7.21
Disposals /transfers	-
As at 31st March, 2018	25.70
Amortisation charge for the year	**7.28**
Disposals /transfers	
As at 31st March, 2019	**32.98**
Net book value	
As at 31st March, 2018	25.98
As at 31st March, 2019	**26.89**

Note 5:- Investments in Subsidiaries, Associates and Joint Ventures

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Investment in Equity Instruments		
Unquoted Investment		
Subsidiaries - at cost (Refer note 5.1)	54,665.48	50,965.66
	54,665.48	**50,965.66**
Aggregate amount of carrying value of unquoted investment	54,665.48	50,965.66
Aggregate amount of impairment value of unquoted investment	-	-

Notes to the Financial Statements

for the year ended 31st March, 2019

5.1 Investment in Equity Instruments of subsidiaries

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
JSW Jaigarh Port Limited	40,050.00	40,050.00
400,500,000 (March 31, 2018: 400,500,000) Equity Shares ₹ 10 each fully paid up		
JSW Jaigarh Infrastructure Development Private Limited	100.00	100.00
1,000,000 (March 31, 2018: 1,000,000) Equity Shares of ₹ 10 each fully paid-up		
JSW Shipyard Private Limited	81.08	81.08
810,770 (March 31, 2018: 810,770) Equity Shares of ₹ 10 each fully paid-up		
Nalwa Fintrade Private Limited	5.00	5.00
50,000 (March 31, 2018: 50,000) Equity Shares of ₹ 10 each fully paid-up		
Vanity Fintrade Private Limited	5.00	5.00
50,000 (March 31, 2018: 50,000) Equity Shares of ₹ 10 each fully paid-up		
Dhamankhol Fintrade Private Limited	5.00	5.00
50,000 (March 31, 2018: 50,000) Equity Shares of ₹ 10 each fully paid-up		
JSW Nandgaon Port Private Limited	3,636.64	3,636.64
36,366,400 (March 31, 2018: 36,366,400) Equity Shares of ₹ 10 each fully paid-up		
JSW Dharamtar Port Private Limited	1,501.00	1,501.00
15,010,000 (March 31, 2018: 15,010,000) Equity Shares of ₹ 10 each fully paid-up		
JSW Paradip Terminal Private Limited	4,440.74	1,850.74
4,44,07,400 (March 31, 2018: 1,85,07,400) Equity Shares of ₹ 10 each fully paid-up		
JSW Salav Port Private Limited	1.00	1.00
10,000 (March 31, 2018: 10,000) Equity Shares of ₹ 10 each fully paid-up		
Paradip East Quay Coal Terminal Private Limited	4,810.74	3,700.74
4,81,07,400 (March 31, 2018: 3,70,07,400) Equity Shares of ₹ 10 each fully paid-up		
JSW Terminal (Middle East) FZE	28.29	28.46
7,399 (March 31, 2018: 7,399) Equity Shares of ₹ 10 each fully paid-up		
JSW Terminal (Mormugao) Private Limited	1.00	1.00
10,000 (March 31, 2018: 10,000) Equity Shares of ₹ 10 each fully paid-up		
Total	**54,665.48**	**50,965.66**

Note 6:- Non-Current Financial Assets - Investments

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Other Investment		
Additions on Account of ESOP	1,639.17	1,299.20
Additions on Account of Corporate Guarantee	1,246.83	842.83
Total	**2,886.00**	**2,142.03**
Aggregate Amount of unquoted investment	2,886.00	2,142.03
Aggregate amount of impairment in the value of investments	-	-

Notes to the Financial Statements

for the year ended 31st March, 2019

Note 7:- Non-Current Financial Assets - Loans

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Unsecured, considered good		
Loans to Related Parties *	152.00	190.00
Total	**152.00**	**190.00**
Note:		
Loans receivable considered good: Secured	-	-
Loans receivable considered good: Unsecured	152.00	190.00
Loans receivable which have significant increase in Credit Risk	-	-
Loans receivable - credit impaired	-	-
Loans and advances to other body corporate	-	-
Loans and advances to related parties	-	-
Total	**152.00**	**190.00**

*For business purpose

Note 8:- Non-Current Financial Assets-Others

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Margin Money	164.99	419.65
Security deposits	17.98	3,025.71
Total	**182.97**	**3,445.36**

Margin money deposits with a carrying amount of ₹ 164.99 (March 31, 2018: ₹419.65 Lakhs) are subject to charge for securing the Company's Bank Guarantee facility.

Note 9:- Taxation

Income tax related to items charged or credited directly to profit or loss during the year:

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Current income tax (MAT Liability) (a)	3,144.30	2,586.41
Tax (credit) under Minimum Alternative Tax (b)	-	-
Relating to origination and reversal of temporary differences (c)	(2,197.56)	135.42
Total Expenses reported in the statement of profit and Loss (a+b+c)	**946.74**	**2,721.83**

Notes to the Financial Statements

for the year ended 31st March, 2019

Income Tax expense

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Reconciliation :		
Profit / (loss) before tax	12,042.67	9,811.08
Accounting profit / (loss) before income tax	12,042.67	6,882.85
Enacted tax rate in India	34.944%	34.608%
Expected Income tax expense at statutory tax rate	4,208.19	3,395.42
Expense not deductible in determining taxable profit	5,063.93	6,523.02
Tax allowances and concessions	(3,141.79)	(4,633.11)
Deduction under chapter VI A	(2,986.02)	(2,698.92)
Temporary differences	(2,197.56)	135.42
Total tax expenses for the year	946.75	2,721.83
Effective income tax rate	7.86%	27.74%

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Income tax assets	2,051.03	2,538.96
Income tax liabilities	(2,262.65)	1,100.00
Total	**(211.62)**	**1,438.96**

Deferred tax relates to the following:

₹ in Lakhs

Particulars	Balance Sheet		Recognised in statement of profit or loss		Recognised in/reclassified from Other Comprehensive Income	
	As at 31st March, 2019	As at 31st March, 2018	For the year ended 31st March, 2019	For the year ended 31st March, 2018	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Other items giving rise to temporary differences	437.25	1,295.14	(857.89)	(208.09)	-	-
Accelerated depreciation for tax purposes	1,039.16	78.20	960.97	97.41	-	-
Timing difference on account of book depreciation and tax depriciation	1,823.24	(268.38)	2,091.62	(24.73)	-	-
Income tax relating to items that will not be reclassified to profit or loss from OCI	6.93	4.08	-	-	2.85	5.70
Net (income)/expense	-	-	-	(135.41)		
Deferred tax asset / (liability)	**3,306.58**	**1,109.04**	**2,194.70**	**(135.41)**	**2.85**	**5.70**

Reconciliation of deferred tax assets / (liabilities) net

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Opening balance as of 1st April	1,109.04	1,250.16
Tax income / (expense) during the year recognised in profit or loss	2,194.70	(135.42)
Remeasurement of employee benefit expense throgh OCI	(2.85)	(5.70)
Closing balance	3,306.58	1,109.04

Notes to the Financial Statements

for the year ended 31st March, 2019

Movement in MAT credit entitlement

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Balance at the beginning of the year	3,102.40	3,937.21
Add: MAT credit entitlement availed during the year	-	-
Less: MAT credit utilised during the year	(882.82)	(834.81)
Balance at the end of the year	2,219.58	3,102.40

Note 10:- Non-Current Assets-Others

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Unsecured, considered good		
Capital advances	329.61	329.61
Security Deposits	9.13	0.20
Total	**338.74**	**329.81**

Note 11:- Inventories

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Inventories (At cost)		
Stores, spares and packing materials	55.81	50.80
Total	**55.81**	**50.80**

Note 12:- Current Financial Assets-Investments

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Quoted investments measured at Fair Value Through Profit and Loss		
Investments in mutual funds	11,675.36	578.51
	11,675.36	**578.51**
Aggregate of quoted investments		
At book value	11,675.08	575.67
At market value	11,675.36	578.51

Note 13:- Trade Receivables

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Trade Receivables considered good - Secured	-	-
Trade Receivables considered good - Unsecured	11,069.11	14,367.50
Trade Receivables which have significant increase in credit risk	-	-
Less: Allowance for doubtful debts	-	-
Trade Receivable - credit impaired	-	-
Less: Allowance for doubtful debts	-	-
Total	**11,069.11**	**14,367.50**

Trade receivables disclosed above include amounts (see below for aged analysis) that are past due at the end of the reporting period for which the Company has not recognised an allowance for doubtful debts because there has not been a significant change in credit quality and the amounts are still considered recoverable.

Notes to the Financial Statements

for the year ended 31st March, 2019

Ageing of receivables that are past due

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Within the credit period	6,315.22	7,333.58
31-60 days	1,417.60	1,770.18
61-90 days	1,077.46	900.79
91-180 days	1,219.52	2,744.48
181-365 days	1,039.31	1,618.47
Total	**11,069.11**	**14,367.50**

The credit period on rendering of services ranges from 1 to 30 days with or without security.

Note 14:- Cash and Cash Equivalents

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Bank Balances		
In Current Accounts	149.84	121.55
In Term Deposits with maturity less than 3 months at inception	1,453.00	3,534.96
Cash on Hand	3.57	2.78
Total	**1,606.41**	**3,659.29**

Note 15:- Bank Balances Other than Cash and Cash Equivalents

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
In Term deposit accounts with original maturity more than 3 months but less than 12 months at inception	2,123.97	20,741.21
Total	**2,123.97**	**20,741.21**

Note 16:- Current Financial Asstes - Loans

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Unsecured, considered good		
Advances recoverable in cash or in kind or for value to be received	2,610.29	862.34
Inter corporate deposits (Refer note 41)*	37,254.45	15,026.14
Total	**39,864.74**	**15,888.48**

*for business purpose

Note 17:- Current Financial Assets - Others

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Unsecured, Considered Good		
Advances to related parties	710.29	1,381.38
Interest accrued on fixed deposits	189.77	503.39
Interest accrued on Loans and advance given (including related party)	2,956.78	322.18
Total	**3,856.84**	**2,206.95**

Notes to the Financial Statements

for the year ended 31st March, 2019

Note 18:- Other Current Assets

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Advance to suppliers (unsecured, considered good)	175.76	63.81
Prepaid expenses	2.79	1.69
Balances with Government Authorities	1,638.55	4,834.14
Indirect tax balances/receivables/credit	-	15.83
Total	**1,817.10**	**4,915.47**

Note 19:- Share Capital

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 31st March, 2019	As at 31st March, 2018
	Number of Shares		₹ in Lakhs	
Authorised:				
Equity Shares of ₹ 10/- each	71,000,000.00	71,000,000.00	7,100.00	7,100.00
Preference Shares of ₹ 10/- each	80,000,000.00	80,000,000.00	8,000.00	8,000.00
	151,000,000.00	**151,000,000.00**	**15,100.00**	**15,100.00**
Issued, Subscribed and paid-up:				
Equity Shares of ₹ 10/- each, fully paid up	60,709,992.00	60,709,992.00	6,071.00	6,071.00
Less : Treasury shares held under ESOP Trust (Refer note below)	(530,214.00)	(530,214.00)	(53.02)	(53.02)
Total	**60,179,778.00**	**60,179,778.00**	**6,017.98**	**6,017.98**

(a) Note for Shares held under ESOP Trust

ESOP is the primary arrangement under which shared plan service incentive are provided to certain specified employees of the Company and it's subsidiaries in India. The Company treats ESOP trust as its extension and shares held by ESOP trust are treated as treasury shares.

For the details of shares reserved for issue under the Employee Stock Ownership Plan (ESOP) of the Company (refer note 43).

Movement in treasury shares

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 31st March, 2019	As at 31st March, 2018
	Number of Shares		₹ in Lakhs	
Shares of ₹ 10/- each fully paid-up help under ESOP Trust				
Equity shares as at 1st April	530,214.00	530,214.00	53.02	53.02
Changes during the year	-	-	-	-
Equity shares as at 31st March	530,214.00	530,214.00	53.02	53.02

(b) Reconciliation of the number of the shares outstanding at the beginning and at the end of the year:

₹ in Lakhs

Issued and Subscribed and paid up share capital	As at 31st March, 2019	As at 31st March, 2018	As at 31st March, 2019	As at 31st March, 2018
	No. of Shares	Amount	No. of Shares	Amount
Balance at the beginning of the year	60,179,778	6,017.98	56,317,418.00	5,631.74
Movement during the year	-	-	3,862,360.00	386.24
Balance at the end of the year	**60,179,778**	**6,017.98**	**60,179,778.00**	**6,017.98**

Notes to the Financial Statements

for the year ended 31st March, 2019

(c) Terms / rights attached to equity shares:

The Company has one class of share capital, i.e., equity shares having face value of ₹ 10/- per share. Each holder of equity share is entitled to one vote per share. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(d) Shares held by Holding Compnay and fellow subsidiaries

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 31st March, 2019	As at 31st March, 2018
	No. of Shares	Amount	No. of Shares	Amount
JSW Infrastructure Fintrade Private Limited, the Holding Company along with its nominee shareholders	59,866,570.00	5,986.66	59,866,570.00	5,986.66
Nisarga Spaces Private Limited	31,145.00	3.11	31,145.00	3.11
Avani Spaces Private Limited	31,145.00	3.11	31,145.00	3.11

(e) Details shareholders holding more than 5 % shares in the Company:

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 31st March, 2019	As at 31st March, 2018
	No. of shares	Percentage	No. of Shares	Percentage
JSW Infrastructure Fintrade Private Limited, the Holding Company along with its nominee shareholders	59,866,570.00	99.48%	59,866,570.00	99.48%

(f) There are no shares reserved for issue under options and contracts / commitments for the sale of shares / disinvestment.

(g) There are not bonus shares issued during the period of five years immediately preceding the reporting date.

Note 20:- Other Equity

₹ in Lakhs

Particulars	Retained Earnings	Capital Reserve	Debenture Redemption Reserve	Securities Premium Reserve	Share based Payment Reserve	Other Comprehensive Income	Total
Balance as at 1st April, 2018	37,876.75	17.88	-	83,735.47	1,952.58	(7.55)	123,575.12
Addition/(Deletion) during the year	-	-	-	-	818.29		818.29
Profit for the year	11,093.08	-	-	-	-		11,093.08
Remeasurements loss on defined benefit plans		-	-	-	-	(15.92)	(15.92)
Balance as at 31st March, 2019	**48,969.83**	**17.88**	**-**	**83,735.47**	**2,770.87**	**(23.47)**	**135,470.57**

₹ in Lakhs

Particulars	Retained Earnings	Capital Reserve	Debenture Redemption Reserve	Securities Premium Reserve	Share based Payment Reserve	Other Comprehensive Income	Total
Balance as at 1st April, 2017	20,722.94	17.88	10,000.00	34,876.62	2,732.84	3.06	68,353.34
Addition/(Deletion) during the year	10,064.56	-	(10,000.00)	48,858.85	(780.26)		48,143.15
Profit for the year	7,089.25	-	-	-	-		7,089.25
Remeasurements gains on defined benefit plans		-	-	-	-	(10.62)	(10.62)
Balance as at 31st March, 2018	**37,876.75**	**17.88**	**-**	**83,735.47**	**1,952.58**	**(7.56)**	**123,575.12**

Notes to the Financial Statements

for the year ended 31st March, 2019

Nature and purpose of reserves:

(1) Retained earnings

Retained earnings are the profits that Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings are free reserves available to the Company.

(2) Capital Reserve:

Forfeiture of equity share warrant on account of option not exercised by the warrant holders. The reserve is utilised in accordance with the specific provisions of the Companies Act 2013.

(3) Debenture redemption reserve:

Debenture Redemption reserve was created for redemption of debentures. The debentures were redeemed during the last financial year and the debenture redemption reserve has been transferred to general reserve.

(4) Security premium account:

The amount received in excess of face value of equity sahres is recognised in securities premium. This reserve is utilised in accordance with the specific provisions of the Companies Act 2013.

(5) Share based payments reserve:

For details of shares reserved under employee stock option (ESOP) of the Company refer note 43.

(6) Items of Other Comprehensive Income

Remeasurement of Net Defined Benefit Plans: Differences between the interest income on plan assets and the return actually achieved, and any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans are recognised in 'Other Comprehensive Income' and subsequently not reclassified to the statement of Profit and Loss.

Note 21:- Non-Current Provisions

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Provision for Employee Benefits		
Provision for gratuity (Refer note 42)	2.60	21.96
Provision for leave encashment (refer note 42)	94.10	72.42
Total	**96.70**	**94.38**

Note 22:-Other Non-Current Liabilities

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Financial Guarantee obligation	1,148.14	827.03
Total	**1,148.14**	**827.03**

Note 23:- Current Financial Liabilities - Borrowings

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Secured loans		
Term loans		
From banks	-	5,380.74
Total	**-**	**5,380.74**

Notes to the Financial Statements

for the year ended 31st March, 2019

Note 23.1: Nature of security and terms of repayment

Lender	Rate of interest	Nature of security	Repayment terms
Axis Bank	3 Months LIBOR plus 220 bps	First pari pasu charge on fixed assets, current assets and receivables	Repayable in monthly installments from June 2017 to March 2019

Note 24:- Current Financial Liabilities - Trade Payables

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Due to Micro, Small and Medium Enterprises (Refer Note No 24.1)	-	4.63
Due to others	746.84	1,701.42
Total	**746.84**	**1,706.05**

Note 24.1:- Details of Dues to Micro, Small and Medium Enterprises as defined under the MSMED Act, 2006

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	-	-
Principal Amount due to micro, small and medium enterprises	-	4.63
Interest due on above	-	-
Total	**-**	**4.63**

Note 25:- Current-Other Financial Liabilities

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Interest accrues but not due on borrowing	-	20.58
Payable to employees	360.52	287.18
Others *	662.28	146.34
Total	**1,022.80**	**454.10**

* Others include payment to vendors, consultants etc.

Note 26:- Other Current Liabilities

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Other payables:		
Statutory liabilities	249.97	237.48
Total	**249.97**	**237.48**

Note 27:- Short Term Provisions

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Provision for employee benefits :		
Provision for Leave encashment (Refer note 42)	8.81	6.77
Total	**8.81**	**6.77**

Notes to the Financial Statements

for the year ended 31st March, 2019

Note 28:- Revenue from Operations

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Income from contracts with customers		
Cargo Handling income	27,083.34	22,953.16
Total	**27,083.34**	**22,953.16**

Note 29:- Other Income

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Interest income	5,893.05	3,314.62
Gain on sale of investments (net)	563.84	56.83
Exchange gain (net)	1.84	-
Miscellaneous income	83.01	16.25
Total	**6,541.74**	**3,387.70**

Note 30:- Operating Expenses

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Cargo handling expenses	9,200.63	2,652.26
Stores & Spares	69.02	51.16
Repairs & Maintenance	124.69	240.81
Total	**9,394.34**	**2,944.23**

Note 31:-Employee Benefits Expense

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Salaries, Wages and bonus	1,244.11	1,143.26
Contributions to provident and other fund (Refer note 42)	75.49	82.28
Gratuity expense (Refer note 42)	17.90	8.86
ESOP expenses (Refer note 43)	495.98	703.34
Staff welfare expenses	59.23	100.00
Staff education and training expenses	2.42	17.42
Total	**1,895.13**	**2,055.16**

Note 32:- Finance Costs

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Interest on loans	548.12	550.91
Interest on Debentures	-	2,368.01
Other finance costs	62.41	22.01
Total	**610.53**	**2,940.93**

Notes to the Financial Statements

for the year ended 31st March, 2019

Note 33:- Depreciation and Amortisation Expense

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Depreciation on Tangible Assets	155.16	171.55
Amortisation on Intangible Assets	7.28	7.21
Total	**162.44**	**178.76**

Note 34:- Impairment of Goodwill

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Impairment of Goodwill	8,190.67	7,228.65
Total	**8,190.67**	**7,228.65**

Note 35:- Other Expenses

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Rent	4.56	5.02
Rates & taxes	17.12	75.61
Insurance	5.73	11.10
Legal, professional & consultancy charges	229.54	229.75
Business Support Services	310.66	200.47
Vehicle hiring & maintenance	40.54	28.31
CSR expenses (Refer note 38)	182.00	121.00
Directors sitting fees	7.80	7.80
Remuneration to auditors (Refer note 37)	11.25	9.00
Loss on Sale of Fixed Assets	0.97	2.66
General office expenses and overheads	354.21	306.86
Printing & Stationary	15.88	13.37
Travelling expenses	111.47	118.66
Advertisement expenses	13.97	29.53
Donations	1.54	-
Branding fees	16.35	0.98
Foreign exchange loss (Net)	-	1.13
Others	5.71	20.81
Total	**1,329.30**	**1,182.05**

Notes to the Financial Statements

for the year ended 31st March, 2019

Note 36:- Contingent Liabilities and Commitments

A. Contingent Liabilities: (to the extent not provided for)

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
(a) Guarantee and collateral provided by the company for bidding	-	400.00
(b) Guarantee and collateral provided by the company on behalf of subsidiaries	1,848.82	2,448.82
(c) Disputed income tax liability		
AY 2011-12	46.12	46.12
AY 2012-13	46.10	46.10
Total	**1,941.04**	**2,941.04**

(a) The Company does not expect any reimbursement in respect of the above contingent liabilities.

(b) It is not practicable to estimate the timing of cash outflows, if any, in respect of matters above, pending resolution of the arbitration / appellate proceedings.

(c) Supreme Court (SC) passed a judgement dated 28 February 2019, relating to components of salary structure that need to be taken into account while computing the contribution to provident fund under the EPF Act. There are numerous interpretative issues relating to the Supreme Court (SC) judgement including the effective date of application. The Company continues to assess any further developments in this matter for the implications on financial statements, if any.

Note 37:- Payment to Statutory Auditors (exclusive of Service tax/GST)

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Statutory Audit fees	9.25	8.50
Out of pocket expenses	0.50	0.50
Total	**9.75**	**9.00**

Note 38: Corporate Social Responsibility (CSR)

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Amount required to be spent as per Section 135 of the Act	182.00	121.00
Amount spent during the year on :		
(i) Construction / acquisition of an asset	-	-
(ii) On purchase other than (i) above	182.00	121.00
Total	**182.00**	**121.00**

₹ in Lakhs

Particulars	Amount Spent
Education Initiative	132.33
Rural Development Project	41.67
Administration & Contingency	8.00
Total	**182.00**

Notes to the Financial Statements

for the year ended 31st March, 2019

Note 39: Imported and Indigenous Raw Materials, Components and Spare Parts Consumed

₹ in Lakhs

Particulars	As at 31st March, 2019		As at 31st March, 2018	
	% of total consumptions	Value	% of total consumptions	Value
Spare parts				
Indigenous	100.00	67.39	100.00	72.85
Total	**100.00**	**67.39**	**100.00**	**72.85**

Note 40: Expenditure in Foreign Currency (Accrual Basis)

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Travelling and Conveyance	48.23	24.44
Interest on Foreign Currency Loan	548.12	316.81
Total	**596.35**	**341.25**

Note 41:- Disclosures as Required by Indian Accounting Standard (Ind As) 24 Related Party Disclosures

(a) List of Related Parties:

Name of the Related Party	Country of Incorporation	% Equity Interest	
		As at 31st March, 2019	As at 31st March, 2018
Subsidiaries:			
JSW Jaigarh Port Limited	India	100%	100%
Dhamankhol Fintrade Private Limited	India	100%	100%
JSW Jaigarh Infrastructure Development Private Limited	India	100%	100%
Nalwa Fintrade Private Limited	India	100%	100%
Vanity Fintrade Private Limited	India	100%	100%
JSW Dharamtar Port Private Limited	India	100%	100%
JSW Shipyard Private Limited	India	100%	100%
JSW Nandgaon Port Private Limited	India	100%	100%
JSW Paradip Terminal Private Limited	India	74%	74%
Paradip East Quay Private Limited	India	74%	74%
JSW Terminal (Mormugao) Private Limited	India	100%	100%
JSW Salav Port Private Limited	India	100%	100%
JSW Middle East Terminal	UAE	100%	100%

Notes to the Financial Statements

for the year ended 31st March, 2019

Name	Nature of Relation
Sarvoday Advisory Services Private Limited	Ultimate Holding Company
JSW Infrastructure Fintrade Private Limited	Holding company
Nisagra Spaces Private Limited	Fellow Subsidiary
Avani Spaces Private Limited	Fellow Subsidiary
South West Port Limited	Step Down Subsidiary
Jaigarh Digni Rail Limited	Step Down Subsidiary
Masad Marine Services Private Limited	Step Down Subsidiary
West Waves Maritime and Allied Services Private Limited	Others
JSW Steel Limited	Others
JSW Infrastructure Employees Welfare Trust	Others
JSW IP Holdings Private Limited	Others
JSW Infrastructure Group Gratuity Trust	Others
JSW Global Business Solutions Limited	Others

Key Managerial Personnel

Name	Nature of Relation
Capt BVJK Sharma	JMD & CEO
Lalit Singhvi	Director & CFO
Gazal Qureshi	Company Secretary

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

₹ in Lakhs

Nature of transaction/relationship	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Purchase of goods and services		
JSW Steel Limited	658.13	801.74
JSW IP Holdings Private Limited	16.35	0.97
Total	**674.48**	**802.71**
Purchase of capital goods		
JSW Steel Limited	8.19	22.76
Total	**8.19**	**22.76**
Sales of goods and services		
JSW Dharamtar Port Private Limited	2,963.74	2,643.78
JSW Steel Limited	9,152.09	1,522.10
JSW Jaigarh Port Limited	7,779.24	7,408.80
South West Port Limited	6,151.03	11,378.48
JSW Energy	972.56	-
Total	**27,018.66**	**22,953.16**
Interest Income		
JSW Paradip Terminal Private Limited	444.35	235.87
JSW Paradip East Quay Private Limited	71.10	41.08
JSW Jaigarh Port Limited	-	-
JSW Middle East Terminal	0.10	18.66
Dhamankhol Fintrade Private Limited	-	26.35
Nalwa Fintrade Private Limited	-	14.18
Vanity Fintrade Private Limited	-	32.16
Realcom Realty Private Limited	152.26	49.45
Global Business Solutions	88.07	-
JSW Sports	2,374.60	-
Total	**3,130.48**	**417.75**

Notes to the Financial Statements

for the year ended 31st March, 2019

₹ in Lakhs

Nature of transaction/relationship	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Other expenses		
Other Related Parties		
JSW Jaigarh Port Limited	654.70	1,037.89
JSW Infrastructure Employees Welfare Trust	1.37	-
South West Port Limited	308.71	284.19
Dhamankhol Fintrade Private Limited	47.52	40.09
Nalwa Fintrade Private Limited	25.74	21.67
Vanity Fintrade Private Limited	59.31	50.37
JSW Dharamtar Port Private Limited	159.88	202.29
JSW Shipyard Private Limited	1.33	2.46
JSW Nandgaon Port Private Limited	738.21	346.27
JSW Paradip Terminal Private Limited	-	3,429.10
JSW Steel Limited	13.67	
JSW Terminal (Mormugao) Private Limited	0.39	12.06
JSW Salav Port Private Limited	0.34	0.19
JSW Middle East Terminal	0.62	0.29
Nisarga Spaces Private Limited	0.31	0.20
Avani Space Private Limited	5.17	0.20
West Waves Maritime and Allied Services Private Limited	0.22	0.18
Masad Marine Services Private Limited	0.29	0.19
Total	**2,017.79**	**5,427.63**
Recovery of expenses		
Jaigarh Digni Rail Limited	0.50	4.06
JSW Dharamtar Port Private Limited	5.82	-
JSW Paradip East Quay Private Limited	-	26.09
Total	**6.32**	**30.15**

Notes to the Financial Statements
for the year ended 31st March, 2019

C) Amount due to / from related parties

₹ in Lakhs

Nature of transaction / relationship	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Accounts payable		
JSW Steel Limited	105.39	824.50
Total	**105.39**	**824.50**
Accounts receivable		
JSW Jaigarh Port Limited	4,868.88	7,801.20
South West Port Limited	1,806.56	3,551.84
JSW Dharamtar Port Private Limited	987.23	900.53
JSW Steel Limited	6,311.16	1,424.98
Total	**13,973.83**	**13,678.55**
Loans and advances receivables		
JSW Infrastructure Employees Welfare Trust	280.90	280.90
Dhamankhol Fintrade Private Limited	375.90	328.38
JSW Jaigarh Infrastructure Development Private Limited	-	498.95
Nalwa Fintrade Private Limited	203.03	177.29
Vanity Fintrade Private Limited	461.29	401.98
JSW Shipyard Private Limited	12.34	11.01
JSW Nandgaon Port Private Limited	970.32	720.74
JSW Paradip Terminal Private Limited	8,395.90	3,151.94
JSW Paradip East Quay Pvt Limited	1,422.53	-
JSW Terminal (Mormugao) Private Limited	12.72	12.33
JSW Salav Port Private Limited	2.09	70.55
JSW Middle East Terminal	23.20	42.48
Nisarga Spaces Private Limited	0.94	318.88
Avani Space Private Limited	174.90	3.52
West Waves Maritime and Allied Services Private Limited	0.77	0.55
Masad Marine Services Private Limited	0.62	0.33
Total	**12,337.45**	**6,019.83**
Other Payables		
JSW Paradip East Quay Private Limited	-	26.09
Jaigarh Digni Rail Limited	2.93	2.94
Total	**2.93**	**29.03**

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates. Outstanding balances at the year-end are unsecured and settlement occurs in cash.

Terms and Conditions

Sales:

The sales to related parties are made on terms equivalent to those that prevail in arm's length transactions and in the ordinary course of business. Sales transactions are based on prevailing price lists and memorandum of understanding signed with related parties. For the year ended 31st March 2019, the Company has not recorded any impairment of receivables relating to amounts owed by related parties.

Purchases:

The purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions and in the ordinary course of business. Purchase transactions are based on normal commercial terms and conditions and market rates.

Notes to the Financial Statements
for the year ended 31st March, 2019

Loans to Related Parties:
The Company had given loans to related parties for business requirement. These loans are unsecured in nature. Interest on loan given to related parties is charged at arm's length.

Interest Income
Interest is accrued on loan given to related party as per terms of agreement.

Payment of salaries, commission and perquisites

₹ in Lakhs

Nature of transaction / relationship	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Short-term employee benefits	142.65	124.40
Post employment benefits (Refer Note (a) below)	-	-
Other long term benefits	-	-
Terminal benefits	-	-
Share based payments (Refer Note (b) below)	-	-
Total compensation paid to key managerial personnel	**142.65**	**124.40**

Employee benefits paid to Capt. BVJK Sharma and Ms. Gazal Qureshi amounting to ₹ 373.99 Lakh and ₹ 20.22 Lakh respectively has been paid by South West Port limited.

* As the future liability of the gratuity is provided on actuarial basis for the company as a whole, the amount pertaining to individual is not ascertainable and therefore not included above

Note 42:- Disclosures as Required by Indian Accounting Standard (Ind As 19) Employee Benefits

(a) Defined contribution plans: Amount of ₹ 73.20 lakh (Previous year ₹ 81.30 lakh) is recognised as an expense and included in Employee benefits expense as under the following defined contribution plans:

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Benefits (Contribution to):		
Provident fund	52.27	57.69
Employee state insurance scheme	5.82	7.65
Family pension	15.10	15.96
Total	**73.19**	**81.30**

(b) Defined benefit plans:

Gratuity:

Gratuity (funded)

The Company provides for gratuity, a defined benefit retirement plan covering eligible employees. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount equivalent to 15 days' salary for each completed year of service. Vesting occurs upon completion of five continuous years of service in accordance with Indian law.

The Company makes annual contributions to the Life Insurance Corporation , which is funded defined benefit plan for qualifying employees.

The plans in India typically expose the Group to actuarial risks such as: investment risk, interest rate risk, longevity risk and salary risk.

Notes to the Financial Statements

for the year ended 31st March, 2019

Investment Risk:

The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to government bond yields; if the return on plan asset is below this rate, it will create a plan deficit. Currently the plan has a relatively balanced investment in equity securities and debt instruments.

Interest Risk:

A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments

Longevity risk:

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk:

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

The following tables summarise the components of net benefit expenses recognised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet for the respective plans:

₹ in Lakhs

Particulars	Gratuity	
	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Change in present value of defined benefit obligation during the year		
Present Value of defined benefit obligation at the beginning of the year	77.69	63.28
Interest cost	6.03	4.63
Current service cost	18.10	16.43
Benefits paid	(12.07)	(0.93)
Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	(0.06)	(3.72)
Actuarial (Gains)/Losses on Obligations - Due to Experience	18.67	(2.00)
Present Value of Benefit Obligation at the End of the year	108.36	77.69
Change in fair value of plan assets during the year		
Fair value of plan assets at the beginning of the year	80.56	48.26
Interest Income	6.23	3.52
Contribution by the employer	48.33	28.83
Benefits paid from the fund	(4.37)	(0.93)
Return on Plan Assets, Excluding Interest Income	(0.15)	0.89
Fair Value of Plan Assets at the End of the year	130.59	80.56
Net asset / (liability) recognised in the balance sheet		
(Present Value of Benefit Obligation at the end of the Period)	(108.36)	(77.69)
Fair Value of Plan Assets at the end of the year	130.59	80.56
Funded Status (Surplus/ (Deficit))	22.23	2.87
Net (Liability)/Asset Recognized in the Balance Sheet	22.23	2.87
Expenses recognised in the statement of profit and loss for the year		
Current service cost	18.10	16.42
Net Interest Cost	(0.20)	1.11
Total expenses included in employee benefits expense	**17.90**	**17.53**

Notes to the Financial Statements

for the year ended 31st March, 2019

₹ in Lakhs

Particulars	Gratuity	
	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Recognised in other comprehensive income for the year		
Actuarial (Gains)/Losses on Obligation For the Period	18.61	(5.72)
Return on Plan Assets, Excluding Interest Income	0.15	(0.89)
Net (Income)/Expense For the Period Recognized in OCI	18.77	(6.60)
Maturity profile of defined benefit obligation		
Within the next 12 months (next annual reporting period)	2.27	1.67
Between 2 and 5 years	40.97	21.88
Between 6 and 10 years	36.52	37.96
Quantitative sensitivity analysis for significant assumption is as below:		
Increase / (decrease) on present value of defined benefits obligation at the end of the year:		
One percentage point increase in discount rate	(9.44)	(7.09)
One percentage point decrease in discount rate	11.01	8.31
One percentage point increase in rate of salary Increase	11.10	8.37
One percentage point decrease in rate of salary Increase	(9.67)	(7.26)
One percentage point increase in employee turnover rate	0.95	0.62
One percentage point decrease in employee turnover rate	(1.14)	(0.78)

Sensitivity Analysis Method:

Sensitivity analysis is determined based on the expected movement in liability if the assumptions were not proved to be true on different count. There was no change in methods and assumptions used in preparing the sensitivity analysis from prior years.

Actuarial assumptions		
Rate of Discounting	7.73%-7.79%	7.29%-7.85%
Rate of Salary Increase	6.00%	6.00%
Mortality rate during employment	2006-08	2006-08
Mortality post retirement rate	NA	NA
Rate of Employee Turnover	2.00%	2.00%
Other details		
No of Active Members	119.00	122.00

Experience adjustments:-

Particulars	Current Year	2017-18	2016-17	2015-16	2014-15
Defined Benefit Obligation	(108.36)	(77.69)	(63.28)	3.35	3.89
Plan Assets	130.59	80.56	48.26	4.83	4.13
Surplus / (Deficit)	238.95	158.25	111.54	1.48	0.24
Experience Adjustments on Plan Liabilities - Loss / (Gain)	18.67	(2.00)	(3.80)	(1.08)	(0.11)
Experience Adjustments on Plan Assets - Loss / (Gain)	(0.15)	0.89	(3.04)	0.33	0.32

a) The Company expects to contribute ₹ nil (previous year ₹ nil) to its gratuity plan for the next year.

b) In assessing the Company's post retirement liabilities, the Company monitors mortality assumptions and uses up-to-date mortality tables, the base being the Indian assured lives mortality (2006-08) ultimate.

Notes to the Financial Statements

for the year ended 31st March, 2019

c) Expected return on plan assets is based on expectation of the average long term rate of return expected on investments of the fund during the estimated term of the obligations after considering several applicable factors such as the composition of plan assets, investment strategy, market scenario, etc.

d) The estimates of future salary increase, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.c) Expected return on plan assets is based on expectation of the average long term rate of return expected on investments of the fund during the estimated term of the obligations after considering several applicable factors such as the composition of plan assets, investment strategy, market scenario, etc.

e) The discount rate is based on the prevailing market yields of Government of India securities as at the balance sheet date for the estimated term of the obligations.

Compensated Absences

Assumptions used in accounting for compensated absences

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Present Value of unfunded obligation (₹ in Lakhs)	102.91	79.19
Expense recognised in Statement of profit and loss (₹ in Lakhs)	34.18	55.15
Discount Rate (p.a)	7.77%-7.79%	7.73%-7.85%
Salary escalation rate (p.a)	6.00%	6.00%

Note 43:- Employee Stock Option Plan (Esop)

The board of directors approved the Employee Stock Option Plan 2016 on March 23, 2016 for issue of stock options to the employee of the Company and its subsidiaries. According to ESOP plans, the employee selected by the ESOP committee from time to time will be entitled to option based upon the CTC/fixed pay, subject to satisfaction of the prescribed vesting conditions. The other relevant terms of the grant are as follows:

Particulars	ESOP Plan 2016		
	First Grant	Second Grant	Third Grant
	13th June, 2016	17th May, 2017	3rd July, 2018
Vesting period	1 year	3.5 years	3.5 years
Exercise period	1 year	1 year	1 year
Expected life	5.5 years	5.63 years	5 years
Weighted average Exercise price on the date of grant	₹ 897	₹ 996	₹ 869
Weighted average fair value as on grant date	₹ 516.82	₹ 685.00	₹ 585.02

Particulars	ESOP Plan 2016		
	First Grant	Second Grant	Third Grant
	13th June, 2016	17th May, 2017	3rd July, 2018
Options Granted	168,495	157,667	230,515
Option Vested	123,179	157,667	230,515
Options Exercised	-	-	-
Options lapsed	45,316	14,286	18,071
Options bought-out during the year	-	-	-
Total number of options outstanding	**123,179**	**143,382**	**212,444**

Notes to the Financial Statements

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Each option entitles the holder to exercise the right to apply and seek allotment of one equity share of ₹ 10 each.

The following table exhibits the net compensation expenses arising from share based payment transaction:

₹ in Lakhs

Nature of transaction / relationship	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Expense arising from equity settled share based payment transactions	495.98	703.34

Out of the total expneses of ₹ 855.40 Lakhs (PY 716.37 Lakhs) ₹ 359.42 Lakhs (PY 13.03 Lakhs) have been allocated to subsidiaries and same has not been debited to Statement of Profit & Loss for the year.

For options granted under ESOP 2016 Scheme, the weighted average fair values have been determined using the Black Scholes Option Pricing Model considering the following parameters:

Particulars	ESOP Plan 2016		
	First Grant	Second Grant	Third Grant
Grant Date	13th June, 2016	17th May, 2017	3rd July, 2018
Weighted average share price on the date of grant	₹ 997	₹ 1,245	₹ 1,086
Weighted average Exercise price on the date of grant	₹ 897	₹ 996	₹ 869
Expected volatility (%)	38.33%	37.71%	37.09%
Expected life of the option (years)	5.5 years	5.63 years	5 years
Expected dividends (%)	0%	0%	0%
Risk-free interest rate (%)	7.43%	6.98%	7.97%
Weighted average fair value as on grant date	₹ 516.82	₹ 685.00	₹ 585.02

The activity in the ESOP Plans for equity-settled share based payment transactions during the year ended March 31, 2019 is set out below:

Particulars	ESOP Plan 2016		
	First Grant	Second Grant	Third Grant
Grant Date	13th June, 2016	17th May, 2017	3rd July, 2018
Oustanding as at 1st April 2017	**144,128**	**-**	**-**
Granted during the year	-	157,667	-
Forfeited during the year	16,318	-	-
Exercised during the year	-	-	-
Bought-out during the year	-	-	-
Oustanding as at 31st March 2018	**127,810**	**157,667**	**-**
Granted during the year	-	-	230,515
Forfeited during the year	4,631	14,286	18,071
Exercised during the year	-	-	-
Bought-out during the year	-	-	-
Oustanding as at 31st March 2019	**123,179**	**143,382**	**212,444**

Notes to the Financial Statements

for the year ended 31st March, 2019

Note 44:- Financial Instruments - Accounting Classifications and Fair Value Measurements

44.1 Capital Risk Management

The Company being in a capital intensive industry, its objective is to maintain a strong credit rating, healthy capital ratios and establish a capital structure that would maximise the return to stakeholders through optimum mix of debt and equity.

The Company's capital requirement is mainly to fund its capacity expansion, repayment of principal and interest on its borrowings and strategic acquisitions. The principal source of funding of the Company has been, and is expected to continue to be, cash generated from its operations supplemented by funding from bank borrowings and the capital markets. The Company is not subject to any externally imposed capital requirements.

The Company regularly considers other financing and refinancing opportunities to diversify its debt profile, reduce interest cost and elongate the maturity of its debt portfolio, and closely monitors its judicious allocation amongst competing capital expansion projects and strategic acquisitions, to capture market opportunities at minimum risk.

The Company monitors its capital using gearing ratio, which is net debt, divided to total equity. Net debt includes, interest bearing loans and borrowings less cash and cash equivalents, bank balances other than cash and cash equivalents and current investments.

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Long-term borrowings	-	-
Current maturities of long-term debt and finance lease obligations	-	5,380.74
Short-term borrowings	-	-
Less: Cash and cash equivalent	(1,606.41)	(3,659.29)
Less: Bank balances other than cash and cash equivalents	(2,123.97)	(20,741.21)
Less: Current investments	(11,675.36)	(578.51)
Net debt	**-**	**-**
Total equity	**141,488.55**	**129,593.10**
Gearing ratio	**-**	**-**

(i) Equity includes all capital and reserves of the Company that are managed as capital.

(ii) Debt is defined as long-term and Short-term borrowings.

44.2 Categories of financial instruments

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

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

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

Notes to the Financial Statements

for the year ended 31st March, 2019

The accounting classification of each category of financial instruments, and their carrying amounts, are set out below:

₹ in Lakhs

Particulars	Level	Carrying amount		Fair Value	
		As at 31st March, 2019	As at 31st March, 2018	**As at 31st March, 2019**	As at 31st March, 2018
Financial assets at amortised cost:					
Trade receivables		11,069.11	14,367.49	11,069.11	14,367.49
Investments in subsidiaries, associates and joint ventures		54,665.48	50,965.65	54,665.48	50,965.65
Investments (non-current)		2,886.00	2,142.03	2,886.00	2,142.03
Loans and other receivables (non-current)		152.00	190.00	152.00	190.00
Loans and other receivables (current)		39,864.74	15,888.48	39,864.74	15,888.48
Cash and bank balances		1,606.41	3,659.29	1,606.41	3,659.29
Bank deposit		2,123.97	20,741.21	2,123.97	20,741.21
Other financial assets (non-current)		182.97	3,445.36	182.97	3,445.36
Other financial assets (current)		3,856.84	2,206.95	3,856.84	2,206.95
Total		**116,407.52**	**113,606.46**	**116,407.52**	**113,606.46**
Financial assets at fair value through profit or loss:	1				
Investments		11,675.36	578.51	11,675.36	578.51
Total		**11,675.36**	**578.51**	**11,675.36**	**578.51**
Financial liabilities at amortised cost:					
Loans and borrowings (Non current)	2	-	-	-	-
Loans and borrowings (Current)	2	-	5,380.74	-	5,380.74
Trade and other payables		-	-	-	-
Other financial liabilities (non-current)		-	-	-	-
Other financial liabilities (current)		1,022.80	454.10	1,022.80	454.10
Total		**1,022.80**	**5,834.84**	**1,022.80**	**5,834.84**

The carrying amount of trade receivables, trade payables, Capital creditors, Cash & Cash Equivalents, other bank balances, other financial assets and other financial liabilities are considered to be the same as their fair values, due to their short term nature.

Fair value hierarchy

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the assets or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

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

The Company has mutual fund investment, which are fair valued at the end of reporting period using Level 1 fair value heirarchy.

Notes to the Financial Statements

for the year ended 31st March, 2019

Note 45:-Financial Risk Management Objectives and Policies

The Company's activities expose it to a variety of financial risks: market risk, credit risk, liquidity risk and foreign exchange risk. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance.

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. In order to optimize the Group's position with regard to interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio.

Exposure to interest rate risk

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Floating rate borrowings	-	5,380.74
Fixed rate borrowings	-	-

A change of 25 basis points in interest rates would have following impact on profit before tax.

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
25 bp increase - Decrease in profit	-	58.20
25 bp decrease - Increase in profit	-	58.20

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 the market prices. The Company is exposed in the ordinary course of its business to risks related to changes in foreign currency exchange rates and interest rates.

Foreign currency risk:

The Company operates only in domestic market, however Company has given loan to its foreign subsidiary in foreign currency and has borrowed money from bank as foreign currency loan. The Comapny is exposed to exchange rate fluctuation to the extent of loan given or taken.

Amount in Lakhs

Foreign currency exposure	Foreign Currency		₹	
	As at 31st March, 2019	As at 31st March, 2018	As at 31st March, 2019	As at 31st March, 2018
Loan to subsidiary (AED)	-	1.18	-	20.93
Foreign currency loans	-	82.72	-	5,380.14

Foreign currency sensitivity

1 % increase or decrease in foreign exchange rates will have the following impact on profit before tax.

Amount in Lakhs

Particulars	For the year ended 31st March, 2019		For the year ended 31st March, 2018	
	1% increase	1% decrease	1% increase	1% decrease
Loan to subsidiary (AED)	-	-	17.92	12.57
Increase/(decrease) in profit or loss			0.21	(0.21)
Foreign Currency Loan (USD)			65.69	64.39
Increase/(decrease) in profit or loss			53.81	(53.81)

Notes to the Financial Statements

for the year ended 31st March, 2019

Credit risk:

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables amounting to ₹ 11,069.11 Lakhs and ₹ 1,4,367.49 Lakhs as of March 31, 2019 and March 31, 2018, respectively. The Company has its entire revenue from group companies. Hence no credit risk is perceived.

Credit risk on cash and cash equivalents is limited as we generally invest in deposits with banks and financial institutions with high credit ratings assigned by international and domestic credit rating agencies. Investments primarily include investment in liquid mutual fund units with high credit rating mutual funds.

Liquidity risk:

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities. Long-term borrowings generally mature between one and 10 years. Liquidity is reviewed on a daily basis based on weekly cash flow forecast.

As of March 31, 2019, the Company had a working capital of ₹ 72,050.22 Lakhs. As of March 31, 2018, the Company had a working capital of ₹ 54,895.11 Lakhs. The Company is confident of managing its financial obligation through short term borrowing and liquiduty management.

The table below provides details regarding the contractual maturities of significant financial liabilities as of March 31, 2019:

₹ in Lakhs

As at 31st March, 2019	**Less than one year**	**1 to 5 years**	**> 5 years**	**Total**
Borrowings (current)	-	-	-	-
Trade payables	746.84	-	-	746.84
Other financial liabilities (non-current)	-	-	-	-
Other financial liabilities (current)	1,022.80	-	-	1,022.80
	1,769.64	**-**	**-**	**1,769.64**

The table below provides details regarding the contractual maturities of significant financial liabilities as of March 31, 2018:

₹ in Lakhs

As at 31st March, 2018	Less than one year	1 to 5 years	> 5 years	Total
Borrowings (non current)	-	-	-	-
Borrowings (current)	5,380.74	-	-	5,380.74
Trade payables	1,706.05	-	-	1,706.05
Other financial liabilities (non-current)	-	-	-	-
Other financial liabilities (current)	454.10	-	-	454.10
	7,540.89	**-**	**-**	**7,540.90**

Capital management:

For the purposes of the Company's capital management, capital includes issued capital and all other equity reserves. The primary objective of the Company's Capital Management is to maximise shareholder value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

Notes to the Financial Statements

for the year ended 31st March, 2019

Note 46:- Disclosures as Required by Indian Accounting Standard (Ind AS 33) Earnings per share

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Earnings per share has been computed as under		
Profit for the year (₹) (a)	1,109,307,823.00	708,924,978.98
Face value of equity share (₹)	10.00	10.00
Weighted average number of equity shares outstanding (b)	60,709,992.00	57,333,271.59
Effect of Dilution		
Weighted average number of treasury shares held under ESOP Trust	530,214.00	530,214.00
Effect of Dilutive common equivalent shares - share option outstanding	-	23,895
Weighted average number of equity shares outstanding (c)	60,179,778	57,887,381
Earnings per equity share (Face value of Equity share of ₹ 10/- each)		
Basic (₹/share) [(a)/(b)]	18.43	12.36
Diluted (₹/share) [(a)/(c)]	18.25	12.25

Note 47: Segment Reporting

The Company is primarily engaged in one business segment, namely developing, operating and maintaining the Ports services, Ports related Infrastructure development activities and development of infrastructure as determined by chief operational decision maker, in accordance with Ind-AS 108 "Operating Segment".

Considering the inter relationship of various activities of the business, the chief operational decision maker monitors the operating results of its business segment on overall basis. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements.

Note 48 : In the opinion of the management the current assets, loans and advances (including capital advances) have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated.

Note 49 : The Company is yet to receive balance confirmation in respect of certain sundry creditors, advances and debtors. The management does not expect any material difference affecting the current years financial statements due to the same.

Note 50: The following entities will be merged with JSW Infrastructure Limited as a going concern w.e.f 1 April 2019. Considering the business needs, it is thought fit to reduce the number of subsidiaries, so as to enable JSW Infrastructure Limited to incorporate/ acquire new subsidiaries in future. Application was filed in NCLT Mumbai Bench on 20 December 2018. The Scheme set out herein in its present form or with any modification(s) approved or directed by the NCLT or any amendment(s) made under Clause 17 of this Scheme shall be effective from the Appointed Date but shall become operative from the Effective Date.

a) Avani Spaces Private Limited

b) Dhamankhol Fintrade Private Limited

c) JSW Jaigarh Infrastructure Development Private Limited

d) Nalwa Fintrade Private Limited

e) Nisagra Spaces Private Limited

f) Vanity Fintrade Private Limited

g) Sarvoday Advisory Services Private Limited

h) JSW Infrastructure Fintrade Private Limited

Notes to the Financial Statements

for the year ended 31st March, 2019

Note 51 : The additional information pursuant to Schedule III of Companies Act, 2013 is either NIL or Not Applicable.

Note 52 : Previous year's figures have been reclassified and regrouped wherever necessary to confirm with the current year classification.

Note 53 : The financial statements are approved for issue by the Audit Committee at its meeting held on 21st May, 2019 and by the Board of Directors on 21st May, 2019.

As per our attached report of even date

For HPVS & Associates
Chartered Accountants
Firm's Registration No: 137533W

Vaibhav L Dattani
Partner
Membership No. 144084

Date: 21st May 2019
Mumbai

For and on behalf of the Board of Directors

N K Jain
Chairman
DIN : 00019442

Arun Maheshwari
JMD & CEO
DIN : 01380000

Lalit Singhvi
Director & CFO
DIN : 05335938

Gazal Qureshi
Company Secretary
M No. A16843

Independent Auditors' Report

TO THE MEMBERS OF
JSW INFRASTRUCTURE LIMITED

Report on Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of JSW Infrastructure Limited (hereinafter referred to as "the Holding Company"), its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), comprising of the consolidated Balance sheet as at March 31 2019, the consolidated Statement of Profit and Loss, including other comprehensive income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2019, their consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

Basis of Opinion

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

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

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Annual Report, but does not include the consolidated financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

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

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance, including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the Group ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the group are also responsible for overseeing the financial reporting process of the Group.

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

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

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

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

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

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

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group of which we are the independent auditors, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

Other Matter

(a) We did not audit the financial statements and other financial information, in respect of 13 subsidiaries, whose Ind AS financial statements include total assets of Rs. 174686.61 lakhs as at March 31, 2019, and total revenues of Rs.17974.41 lakhs and net cash inflows of Rs 792.07 lakhs for the year ended on that date. These financial statement and other financial information have been audited by other auditors, which financial statements, other financial information and auditor's reports have been furnished to us by the management. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of such other auditors.

(b) The consolidated financial statements include a subsidiary incorporated outside India. Its unaudited standalone financial statements are provided by the Management by translating to the Indian Accounting Standards prescribed under section 133 of the Act. The consolidated financial statements reflect total assets of Rs. 2753.05 lakhs as at March 31, 2019, total revenues of Rs. 4440.95 lakhs and net cash flows amounting to Rs 247.09 lakhs for the period ended on that date, as considered in the consolidated financial statements. We have relied on the standalone financial statements provided to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary is based on the Management certified standalone financial statements.

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

Report on Other Legal and Regulatory Requirements

1. As required by sub-section (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 subsidiaries, as noted in the 'other matter' paragraph we report, to the extent applicable, that:

(a) We/the other auditors whose report we have relied upon have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements;

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;

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

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

(e) On the basis of the written representations received from the directors of the Parent as on March 31, 2018 taken on record by the Board of Directors of the Holding Company, none of the directors of the Holding Company is disqualified as on March 31, 2019 from being appointed as a Director in terms of sub-section 2 of Section 164 of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Holding Company and its subsidiary incorporated in India.

(g) In our opinion and based on the consideration of reports of other statutory auditors of the subsidiaries incorporated in India, the managerial remuneration for the year ended March 31, 2019 has been paid / provided by the Holding Company, its subsidiaries incorporated in India to their directors in accordance with the provisions of section 197 read with Schedule V to the Act;

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries, as noted in the 'Other matter' paragraph:

i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group – Refer Note 37 to the consolidated financial statements;

ii. The Group did not have any long-term contracts including derivative contracts as at March 31, 2019 for which there were any material foreseeable losses; and

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

For HPVS & Associates
Chartered Accountants
Firm's Registration No: 137533W

Vaibhav L Dattani
Partner
Membership No. 144084

Place: Mumbai
Date: May 21, 2019

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

Report on the internal financial controls with reference to the aforesaid financial statements 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 JSW Infrastructure Limited as of and for the year ended March 31, 2019, we have audited the internal financial controls over financial reporting of JSW Infrastructure Limited (hereinafter referred to as the "Holding Company") and its subsidiary companies which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls over financial reporting with reference to these consolidated financial statements.

Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 with reference to these consolidated financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting with reference to these consolidated financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Holding Company and its subsidiary companies, which are companies incorporated in India, have, maintained in all material respects, adequate internal financial controls over financial reporting with reference to these consolidated financial statements and such internal financial controls over financial reporting with reference to these consolidated financial statements were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated financial statements of the Holding Company, insofar as it relates to these 13 subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such subsidiary incorporated in India.

For HPVS & Associates
Chartered Accountants
Firm's Registration No: 137533W

Vaibhav L Dattani
Partner
Membership No. 144084

Place: Mumbai
Date: May 21, 2019

Consolidated Balance Sheet

as at 31st March, 2019

CIN: U45200MH2006PLC161268

₹ in Lakhs

Particulars	Note no.	As at 31st March, 2019	As at 31st March, 2018
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	2	291,803.28	273,682.61
Capital Work-in-progress	3	85,941.67	62,228.01
Goodwill	4	-	8,190.67
Other Intangible Assets	5	33,845.63	36,715.32
Intangible Assets Under Development	6	257.42	1,034.27
Financial Assets			
Loans	7	152.00	190.00
Other financial assets	8	1,610.36	4,943.32
Deferred Tax assets (Net)	9	10,602.28	8,452.22
Other Non-Current Assets	10	19,924.60	17,585.87
Total Non-Current Assets		**444,137.24**	**413,022.29**
Current Assets			
Inventories	11	7,585.28	4,993.94
Financial Assets			
Investments	12	22,976.24	2,837.62
Trade receivables	13	30,761.29	29,427.13
Cash and cash equivalents	14	5,029.65	7,727.35
Bank balances other than cash and cash equivalents	15	5,146.71	25,117.61
Loans	16	31,394.81	14,950.37
Other financial assets	17	3,677.01	3,329.96
Current Tax Assets (Net)	9	2,074.70	2,318.22
Other Current Assets	18	21,912.83	22,162.94
Total Current Assets		**130,558.52**	**112,865.14**
TOTAL ASSETS		**574,695.76**	**525,887.43**
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	19	6,017.98	6,017.98
Other Equity	20	282,748.52	255,289.19
Equity attributable to Owners of the Company		**288,766.50**	**261,307.17**
Non-Controlling Interests	20	19,705.34	19,182.53
Total Equity		**308,471.84**	**280,489.70**
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
Borrowings	21	200,012.06	136,387.61
Other financial liabilities	22	7,360.97	5,708.42
Provisions	23	371.17	339.81
Deferred Tax Liabilities (Net)	9	4,623.17	7,353.73
Other Non-Current liabilities	24	10,137.85	10,948.18
Total Non-Current Liabilities		**222,505.22**	**160,737.75**
Current Liabilities			
Financial Liabilities			
Borrowings	25	-	31,611.50
Trade payables	26		
Total Outstanding, due of micro and small enterprises		54.03	25.57
Total Outstanding, due of creditors other than micro and small enterprises		597.24	15,550.36
Other financial liabilities	27	39,040.58	35,653.38
Other Current Liabilities	28	3,752.19	1,622.46
Provisions	29	56.47	57.07
Current Tax Liabilities (Net)	9	218.19	139.64
Total Current Liabilities		**43,718.70**	**84,659.98**
TOTAL EQUITY AND LIABILITIES		**574,695.76**	**525,887.43**
Significant Accounting Policies and Key Accounting Estimates and Judgements	1		

The accompanying notes form an integral part of financial statements
As per our attached report of even date

For and on behalf of the Board of Directors

For HPVS & Associates
Chartered Accountants
Firm's Registration No: 137533W

Vaibhav L Dattani
Partner
Membership No. 144084

N K Jain
Chairman
DIN : 00019442

Arun Maheshwari
JMD & CEO
DIN : 01380000

Lalit Singhvi
Director & CFO
DIN : 05335938

Gazal Qureshi
Company Secretary
M No. A16843

Date: 21st May 2019
Mumbai

Consolidated Statement of Profit and Loss

for the year ended 31st March, 2019

₹ in Lakhs (Except EPS)

Particulars	Note no.	For the year ended 31st March, 2019	For the year ended 31st March, 2018
INCOME			
Revenue from Operations	30	108,026.02	99,809.36
Other Income	31	10,133.31	7,667.55
Total income (1)		**118,159.33**	**107,476.91**
EXPENSES			
Operating Expenses	32	33,795.52	22,103.81
Employee Benefits Expense	33	5,962.23	5,695.79
Finance Costs	34	17,713.65	12,989.42
Depreciation and Amortisation Expense	35	17,058.84	15,714.02
Impairment of Goodwill	4	8,190.67	7,228.65
Other Expenses	36	7,054.20	5,997.55
Total Expenses (2)		**89,775.11**	**69,729.24**
Profit before tax (1-2)		**28,384.22**	**37,747.67**
Tax expense			
Current tax	9	5,386.08	6,262.02
Deferred tax	9	(4,198.35)	3,404.28
Profit for the year (3)		**27,196.49**	**28,081.37**
Other comprehensive income			
(i) Items that will not be reclassified to profit or loss			
Remeasurement of Employee benefits expenses		(38.39)	1.31
Income tax relating to items that will not be reclassified to profit or loss		8.82	(0.42)
Total (i)		**(29.57)**	**0.89**
(ii) Items that will be reclassified to profit or loss			
Changes in Foreign currency monetary item translation difference account (FCMITDA)		(4.73)	(5.08)
Income tax relating to items that will be reclassified to profit or loss		1.65	1.76
Total (ii)		**(3.08)**	**(3.32)**
Total Other comprehensive income/(loss) for the year (4) (i+ii)		**(32.65)**	**(2.43)**
Total comprehensive income for the year (3+4)		**27,163.84**	**28,078.94**
Profit for the year attributable to:			
-Owners of the company		26,672.45	26,768.36
-Non-controlling interest		524.05	1,313.01
Other comprehensive income for the year attributable to:			
-Owners of the company		(31.41)	(2.94)
-Non-controlling interest		(1.24)	0.51
Total comprehensive income for the year attributable to:			
-Owners of the company		26,641.04	26,765.42
-Non-controlling interest		522.81	1,313.52
Earnings per equity share (₹)			
(Face value of equity share of ₹ 10 each)			
Basic (₹)	51	44.32	46.69
Diluted (₹)	51	43.87	46.24
Significant Accounting Policies and Key Accounting Estimates and Judgements	1		

The accompanying notes form an integral part of the financial statements
As per our attached report of even date

For and on behalf of the Board of Directors

For HPVS & Associates
Chartered Accountants
Firm's Registration No: 137533W

Vaibhav L Dattani
Partner
Membership No. 144084

N K Jain
Chairman
DIN : 00019442

Arun Maheshwari
JMD & CEO
DIN : 01380000

Lalit Singhvi
Director & CFO
DIN : 05335938

Gazal Qureshi
Company Secretary
M No. A16843

Date: 21st May 2019
Mumbai

Consolidated Statement of Changes in Equity

for the year ended 31st March, 2019

A) EQUITY SHARE CAPITAL

₹ in Lakhs

Balance as at 01-04-2018	Movement during the year	Balance as at 31-03-2019
6,017.98	-	6,017.98

₹ in Lakhs

Balance as at 01-04-2017	Movement during the year	Balance as at 31-03-2018
5,631.74	386.24	6,017.98

B) OTHER EQUITY

₹ in Lakhs

Particulars	Retained Earnings	Securities Premium Reserve	Debenture Redemption Reserve	Share Options Outstanding	Capital Reserve	FCMITDA	Other comprehensive income/(loss)	Total equity attributable to equity holders of the Company	Non-controlling interests	Total
Balance as at 01st April, 2018	163,593.05	83,735.47	-	1,952.58	5,998.67	(3.32)	12.73	255,289.19	19,182.53	274,471.71
Profit for the year	26,672.45	-	-	-	-	-	-	26,672.45	524.05	27,196.50
Current year transfer	-	-	-	-	-	-	-	-	-	-
Additions / Transfer during the year	-	-	-	818.29	-	-	-	818.29	-	818.29
Other comprehensive income for the year, net of income tax	-	-	-	-	-	(3.08)	(28.33)	(31.41)	(1.24)	(32.66)
Balance as at 31st March, 2019	**190,265.50**	**83,735.47**	**-**	**2,770.87**	**5,998.67**	**(6.40)**	**(15.60)**	**282,748.52**	**19,705.34**	**302,453.84**

₹ in Lakhs

Particulars	Retained Earnings	Securities Premium Reserve	Debenture Redemption Reserve	Share Options Outstanding	Capital Reserve	FCMITDA	Other comprehensive income/(loss)	Total equity attributable to equity holders of the Company	Non-controlling interests	Total
Balance as at 01st April, 2017	126,170.12	34,876.62	10,000.00	2,732.84	5,998.67	-	12.36	179,790.61	15,651.00	195,441.61
Profit for the year	26,768.36	-	-	-	-	-	-	26,768.36	1,313.01	28,081.37
Current year transfer	-	-	-	-	-	-	-	-	-	-
Additions / Transfer during the year	10,654.57	48,858.85	(10,000.00)	(780.26)	-	-	-	48,733.16	2,218.01	50,951.18
Other comprehensive income for the year, net of income tax	-	-	-	-	-	(3.32)	0.37	(2.95)	0.51	(2.44)
Balance as at 31st March, 2018	**163,593.05**	**83,735.47**	**-**	**1,952.58**	**5,998.67**	**(3.32)**	**12.73**	**255,289.18**	**19,182.53**	**274,471.72**

As per our attached report of even date

For HPVS & Associates
Chartered Accountants
Firm's Registration No: 137533W

Vaibhav L Dattani
Partner
Membership No. 144084

Date: 21st May 2019
Mumbai

For and on behalf of the Board of Directors

N K Jain
Chairman
DIN : 00019442

Arun Maheshwari
JMD & CEO
DIN : 01380000

Lalit Singhvi
Director & CFO
DIN : 05335938

Gazal Qureshi
Company Secretary
M No. A16843

Consolidated Statement of Cash Flows

for the year ended 31st March, 2019

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
[A] Cash Flows from Operating Activities		
Profit before tax	28,384.22	37,747.67
Adjustments for:		
Impairment of goodwill	8,190.67	7,228.65
Depreciation and amortisation expense	17,058.84	15,714.02
Allowance for doubtful debts and advances	-	14.60
Finance costs	17,713.65	12,989.42
Share based payment expenses	736.42	529.74
Interest income	(6,352.89)	(3,856.58)
Profit on sale of investments (net)	(1,072.78)	(718.90)
(Profit)/ loss on sale of fixed assets (net)	12.42	5.57
Operating profit before working capital changes	**64,670.55**	**69,654.19**
Adjustments for:		
(Increase)/ Decrease in trade and other receivables	(17,386.47)	(27,129.06)
(Increase)/ Decrease in inventories	(2,591.34)	(1,561.10)
Increase/ (Decrease) in trade and other payables	(8,292.51)	25,289.69
Increase/ (Decrease) in provisions	(619.70)	3,926.71
Cash generated from operating activities	35,780.53	70,180.43
Direct taxes paid (net of refunds)	(2,978.40)	(10,190.35)
Net cash generated from operating activities [A]	**32,802.13**	**59,990.08**
[B] Cash Flows from Investing Activities		
Inflows		
Sale of property, plant and equipment and intangible assets	47.52	18.72
Sale of current investments	117,907.36	86,063.56
Proceeds from FD	19,970.91	-
Interest received	4,745.99	808.97
	142,671.78	**86,891.25**
Outflows		
Purchase of property, plant and equipment and intangible assets	55,187.59	93,780.20
Purchase of investments	136,973.20	78,717.98
Investment in FD	-	24,229.51
	192,160.79	**196,727.69**
Net Cash used in investing activities [B]	**(49,489.01)**	**(109,836.44)**
[C] Cash Flows from Financing Activities		
Inflows		
Issued of share capital	-	386.24
Securities premium on issued share capital	-	48,858.85
Proceeds from Issue of Share Capital to Non Controlling Interest	-	2,218.01
Proceeds from long-term borrowings (refer note (c))	76,298.92	147,632.61
Proceeds from short-term borrowings (refer note (c))	-	-
	76,298.92	**199,095.71**
Outflows		
Repayments of long-term borrowings (refer note (c))	17,509.38	93,708.51
Repayments of short-term borrowings (refer note (c))	32,547.67	38,811.45
Bought back of ESOP options	37.11	655.43
Interest paid	12,215.58	11,946.52
	62,309.74	**145,121.91**
Net cash generated from financing activities [C]	**13,989.18**	**53,973.80**
NET INCREASE / (DECREASE) IN CASH AND BANK BALANCES (A+B+C)	**(2,697.70)**	**4,127.44**
Cash and cash equivalents at beginning of the year	**7,727.35**	**3,599.91**
Cash and cash equivalents at end of the year	**5,029.65**	**7,727.35**

Notes :

(a) The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Acccounting Standard (IND AS-7) - Statement of Cash Flow

Consolidated Statement of Cash Flows

for the year ended 31st March, 2019

(b) Cash and Cash Equivalents comprises of

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Cash on hand	7.34	6.37
Balances with Banks :		
Current Accounts	2,637.25	1,250.04
Deposits with bank with maturity less than 3 months	2,385.06	6,470.94
Cash and Cash Equivalents in Cash Flow Statement	**5,029.65**	**7,727.35**

(c) Reconciliation Part of Cash Flows

Particulars	As at 31st March, 2018	Cash Flows	Non-cash changes			As at 31st March, 2019
			Acquisition	Foreign exchange movement	Fair value changes	
Long-term borrowings	141,567.64	58,789.54	-	5,401.56	(674.74)	205,083.99
Short-term borrowings	31,611.50	(32,547.67)	-	936.17	-	-
Total liabilities from financing activities	173,179.14	26,241.87	-	6,337.73	(674.74)	205,083.99

Particulars	As at 31st March, 2017	Cash Flows	Non-cash changes			As at 31st March, 2018
			Acquisition	Foreign exchange movement	Fair value changes	
Long-term borrowings	89,582.13	53,924.09	-	1,052.57	(2,991.15)	141,567.64
Short-term borrowings	70,329.21	(38,811.45)	-	93.74	-	31,611.50
Total liabilities from financing activities	159,911.34	15,112.64	-	1,146.31	(2,991.15)	173,179.14

As per our attached report of even date

For HPVS & Associates
Chartered Accountants
Firm's Registration No: 137533W

Vaibhav L Dattani
Partner
Membership No. 144084

Date: 21st May 2019
Mumbai

For and on behalf of the Board of Directors

N K Jain
Chairman
DIN : 00019442

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JMD & CEO
DIN : 01380000

Lalit Singhvi
Director & CFO
DIN : 05335938

Gazal Qureshi
Company Secretary
M No. A16843

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

Company Overview

The Consolidated financial statements comprise financial statements of JSW Infrastructure Limited ("the Company" or "the Parent") and its subsidiaries (Collectively "the group") for the period March 31, 2019. The Company is a public limited company, domiciled in India and incorporated in under the provision of Companies Act applicable in India. The registered office of the Company is located at JSW Centre, Bandra Kurla Complex, Bandra East, Mumbai - 400 051.

The Parent and its subsidiaries (together referred to as a 'Group') are engaged in developing and operating mechanized modern ports at suitable locations over the country to support JSW Group in addition to catering to third party cargo handling requirement. Apart from this, the Group is also planning to undertake various logistic related activities like Shipping, Roads, Railways, Marine Infrastructures, etc.

The following entities are included in consolidation:

Name of the Company	Country of Incorporation	Shareholding either directly or through subsidiaries	Nature of Operations (commenced/ planned)
JSW Jaigarh Port Limited	India	100%	Port Services
South West Port Limited	India	74%	Port Services
JSW Shipyard Private Limited	India	100%	Ship building & repair
JSW Jaigarh Infrastructure Development Private Limited	India	100%	Infrastructure facility
Nalwa Fintrade Private Limited	India	100%	Consultancy Services
Vanity Fintrade Private Limited	India	100%	Consultancy Services
Dhamankhol Fintrade Private Limited	India	100%	Consultancy Services
JSW Nandgaon Port Private Limited	India	100%	Port Services
JSW Dharamtar Port Private Limited	India	100%	Port Services
JSW Terminal (Mormugao) Private Limited	India	100%	Port Services
Masad Marine Services Private Limited	India	100%	Port Services
Jaigarh Digni Rail Limited	India	63%	Railway Network
JSW Salav Port Private Limited	India	100%	Port Services
JSW Paradip Terminal Private Limited	India	93.24%	Port Services
Paradip East Quay Coal Terminal Pvt. Ltd.	India	93.24%	Coal Berth
JSW Terminal Middle East FZE	United Arab Emirates	100%	Port Services

1. Significant Accounting Policies and Key Accounting Estimates And Judgements

1.1 Statement of compliance

The consolidated financial Statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) prescribed under the section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirement of Division II of Schedule III of the Companies Act 2013, (Ind AS Compliant Schedule III), as applicable to financial statement.

Accordingly, the Company has prepared these Consolidated Financial Statements which comprise the Consolidated Balance Sheet as at 31 March 2019, the Consolidated Statement of Profit and Loss, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year ended 31 March 2019 and a summary of the significant accounting policies and other explanatory information (together hereinafter referred to as 'Consolidated Financial Statements' or 'financial statements').

1.2 Basis of preparation and presentation

These consolidated financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these consolidated financial statements.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

standard requires a change in the accounting policy hitherto in use.

1.3 Basis of Consolidation

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealized gains on transactions between Group companies are eliminated. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting Policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group. Non-controlling interests in the results and equity of subsidiaries are shown separately in the Consolidated Statement of Profit and Loss, Consolidated Statement of changes in equity and Balance Sheet respectively.

The financial statements of all entities used for the purpose of consolidation are drawn upto same reporting date as that of parent company. When end of the reporting period of the parent is different from that of subsidiary, the subsidiary prepares, for consolidation purpose, additional financial information as of the same date as the financial statements of the parent to enable the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

Changes in ownership interests

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity. When the Group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in profit or loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to the Statement of Profit and Loss. If the ownership interest in a joint venture or an associate is reduced but joint control or significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to the Statement of Profit and Loss where appropriate.

1.4 Significant Accounting Policies

1. Business Combination:

Business combinations are accounted for using the acquisition method. At the acquisition date, identifiable assets acquired and liabilities assumed are measured at fair value. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition date fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. The consideration transferred is measured at fair value at acquisition date and includes the fair value of any contingent consideration. However, deferred tax asset or liability and any liability or asset relating to employee benefit arrangements arising from a business combination are measured and recognized in accordance with the requirements of Ind AS 12, Income Taxes and Ind AS 19, Employee Benefits, respectively.

Where the consideration transferred exceeds the fair value of the net identifiable assets acquired and liabilities assumed, the excess is recorded as goodwill. Alternatively, in case of a bargain purchase wherein the consideration transferred is lower than the fair value of the net identifiable assets acquired and liabilities assumed, the difference is recorded as a gain in other comprehensive income and accumulated in

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

equity as capital reserve. The costs of acquisition excluding those relating to issue of equity or debt securities are charged to the Statement of Profit and Loss in the period in which they are incurred.

In case of business combinations involving entities under common control, the above policy does not apply. Business combinations involving entities under common control are accounted for using the pooling of interest method. The net assets of the transferor entity or business are accounted at their carrying amounts on the date of the acquisition subject to necessary adjustments required to harmonize accounting policies. Any excess or shortfall of the consideration paid over the share capital of transferor entity or business is recognised as capital reserve under equity.

2. Goodwill

Goodwill is an asset representing the future economic benefits arising from other assets acquired in a business combination that are not individually identified and separately recognized. Goodwill is initially measured at cost, being the excess of the consideration transferred over the net identifiable assets acquired and liabilities assumed.

Goodwill is not subject to amortization but tested for impairment at least annually. After initial recognition, goodwill is measured at cost less any accumulated impairment losses.

3. Property, Plant and Equipment

Property, plant and equipment are measured at acquisition cost less accumulated depreciation and accumulated impairment losses. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by Management. The Group depreciates property, plant and equipment over their estimated useful lives using the straight-line method as prescribed under Part C of schedule II of the Companies Act, 2013 except for the assets mentioned below for which useful life estimated by the management. The Identified components of fixed assets are depreciated over their useful lives and the remaining components are depreciated over the life of the principal assets.

The Group has estimated the following useful lives to provide depreciation on its certain fixed assets based on assessment made by experts and management estimates.

Assets	Estimated useful lives
Building	5-28 Years
Plant and Machinery	2-18 Years
Ships	28 years
Office equipment	3-20 Years
Computer equipment	3-6 Years
Furniture and fixtures	5-15 Years
Vehicles	8-10 Years

Depreciation methods, useful lives and residual values are reviewed periodically, including at each financial year end.

Freehold land is not depreciated and Leasehold land is amortized over the period of lease.

The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other non-refundable purchase taxes or levies, directly attributable cost of bringing the asset to its working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, if any. Any trade discounts and rebates are deducted in arriving at the purchase price.

Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as capital advances under other non-current assets and the cost of assets not put to use before such date are disclosed under 'Capital work-in-progress'. Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Group and the cost of the item can be measured reliably. Repairs and maintenance costs are recognized in net profit in the Statement of Profit and Loss when incurred. The cost and related accumulated depreciation are eliminated from the consolidated financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the Statement of Profit and Loss. Assets to be disposed-off are reported at the lower of the carrying value or the fair value less cost to sell.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the de-recognition of an item of property, plant and equipment is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognized in the consolidated Statement of Profit and Loss when the item is derecognized.

The group has policy to expense out the assets which is acquired during the year and value of such assets is below ₹ 5000.

4. Intangible Assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting year, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

The cost of intangible assets having finite lives, which are under development and before put to use, are disclosed as 'Intangible Assets under development.

Useful lives of intangible assets

Estimated useful lives of the intangible assets are as follows:

Assets	Estimated useful lives
Computer Software	3 – 5 Years

Port concession rights arising from Service Concession/Sub-Concession

The Group recognizes port concession rights as "Intangible Assets" arising from a service concession arrangement, in which the grantor controls or regulates the services provided and the prices charged, and also controls any significant residual interest in the infrastructure such as property, plant and equipment, even if the infrastructure is existing infrastructure of the grantor or the infrastructure is constructed or purchased by the Group as part of the service concession arrangement. The Company acts as the operator in such arrangement. Such an intangible asset is recognized by the Group at cost which is fair value of the consideration received or receivable for the construction services delivered) and is capitalized when the project is complete in all respects and the Group receives the completion certificate from the authorities as specified in the concession agreement.

Port concession rights also include certain property, plant and equipment which are reclassified as intangible assets in accordance with Appendix A of Ind AS 11 'Service Concession Arrangement'.

These assets are amortized based on the lower of their useful lives or concession period.

Gains or losses arising from de-recognition of port concession rights are measured as the difference between the net disposal proceeds and the carrying amount of the assets and are recognized in the consolidated statement of profit or loss when the assets is de-recognized.

The estimated period of port concession arrangement ranges within a period of 25-30 years.

5. Impairment of Property, plant and equipment and intangible assets other than goodwill

At the end of each reporting period, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Consolidated Statement of Profit and Loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease to the extent of revaluation reserve.

Any reversal of the previously recognised impairment loss is limited to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognised.

6. Cash and Cash Equivalents

Cash and short-term deposits in the Balance Sheet comprise cash at banks, cheque on hand, short-term deposits with a maturity of three months or less from the date of acquisition, which are subject to an insignificant risk of changes in value.

7. Statement of Cash Flow

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Group are segregated.

For the purpose of the Statement of cash flows, cash and cash equivalent consists 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.

8. Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

Group as a lessor

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

Rental income from operating leases is recognised on straight-line basis over the term of the relevant lease. Initial direct cost incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on straight-line basis over the lease term.

Group as a lessee

Assets held under finance leases are initially recognised as assets of the Company at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the balance sheet as a finance lease obligation.

Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognised immediately in Statement of Profit and Loss, unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the Company's general policy on borrowing costs.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

Contingent rentals are recognised as expenses in the years in which they are incurred.

Lease payments under an operating lease shall be recognised as an expense on a straight-line basis over the term of the relevant lease. Where the rentals are structured solely to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases, such increases are recognised in the year in which such benefits accrue. Contingent rentals arising under operating leases are recognised as an expense in the year in which they are incurred.

Arrangements in the nature of lease

The group enters into agreements, comprising a transaction or series of related transactions that does not take the legal form of a lease but conveys the right to use the asset in return for a payment or series of payments. In case of such arrangements, the Company applies the requirements of Ind AS 17 – Leases to the lease element of the arrangement. For the purpose of applying the requirements under Ind AS 17 – Leases, payments and other consideration required by the arrangement are separated at the inception of the arrangement into those for lease and those for other elements.

9. Fair Value Measurement

The Group measures financial instruments at fair value in accordance with accounting policies at each reporting date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

The principal or the most advantageous market must be accessible by the group.

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

A fair value measurement of a non-financing asset takes into account a market participant's ability to generate economic benefit 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, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

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

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

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

10. Financial instruments

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

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

a) **Investments and other financial assets:**

Classification

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

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

ii) those measured at amortized cost.

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

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

Initial recognition and measurement

Financial assets are recognised when the Group becomes a party to the contractual provisions of the instrument. 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. Transaction costs of financial assets carried at fair value through profit or loss are expensed in the Statement of Profit and Loss.

Sub-sequent measurement

After initial recognition, financial assets are measured at:

i) fair value (either through other comprehensive income or through profit or loss) or,

ii) amortized cost

Debt instruments

Subsequent measurement of debt instruments depends on the business model of the Group for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its debt instruments:

Measured at amortised cost: Financial assets that are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows that are solely payments of principal and interest, are subsequently measured at amortised cost using the effective interest rate ('EIR') method less impairment, if any, the amortization of EIR and loss arising from impairment, if any is recognised in the Statement of Profit and Loss.

Measured at fair value through other comprehensive income (FVTOCI): Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognised in the other comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognised in the Statement of Profit and Loss.

Gains or Losses on De-recognition

In case of investment in equity instruments classified as the FVTOCI, the gains or losses on de-recognition are re-classified to retained earnings.

In case of Investments in debt instruments classified as the FVTOCI, the gains or losses on de–recognition are reclassified to statement of Profit and Loss.

Measured at fair value through profit or loss (FVTPL): A financial asset not classified as either amortised cost or FVTOCI, is classified as FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised as 'other income' in the Statement of Profit and Loss.

Gains or Losses on De-recognition

In case of investment in equity instruments classified as the FVTOCI, the gains or losses

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

on de-recognition are re-classified to retained earnings.

In case of Investments in debt instruments classified as the FVTOCI, the gains or losses on de–recognition are reclassified to statement of Profit and Loss.

De-recognition

A financial asset is de-recognised only when

i) The Group has transferred the rights to receive cash flows from the financial asset or

ii) Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is de-recognised.

Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not de-recognised.

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

Impairment

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss 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 Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument. The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

If the Company measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous period, but determines at the end of a reporting period that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous period, the Company again measures the loss allowance based on 12-month expected credit losses.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost

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or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

The impairment requirements for the recognition and measurement of a loss allowance are equally applied to debt instruments at FVTOCI except that the loss allowance is recognised in other comprehensive income and is not reduced from the carrying amount in the balance sheet.

Income recognition

Effective Interest Method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant year. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter year, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the 'Other income' line item.

b) Financial liabilities & Equity Instruments

Equity Instruments

The Group subsequently measures all investments in equity instruments at fair value. The Management of the Group has elected to present fair value gains and losses on its investment equity instruments in other comprehensive income, and there is no subsequent reclassification of these fair value gains and losses to the Statement of Profit and Loss. Dividends from such investments continue to be recognised in the Statement of Profit and Loss as other income when the Group's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in the Statement of Profit and Loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

Financial liabilities

Classification as debt or equity Financial liabilities and equity instruments issued by the Group are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Initial recognition and measurement Financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at fair value.

Subsequent measurement Financial liabilities are subsequently measured at amortised cost using the effective interest rate method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

De-recognition

A financial liability is derecognized when the obligation specified in the contract is discharged, cancelled or expires.

Offsetting financial instruments

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

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 year following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Original classification	Revised classification	Accounting treatment
Amortised cost	FVTPL	Fair value is measured at reclassification date. Difference between previous amortised cost and fair value is recognised in Statement of Profit and Loss.
FVTPL	Amortised Cost	Fair value at reclassification date becomes its new gross carrying amount. EIR is calculated based on the new gross carrying amount.
Amortised cost	FVTOCI	Fair value is measured at reclassification date. Difference between previous amortised cost and fair value is recognised in OCI. No change in EIR due to reclassification.
FVTOCI	Amortised cost	Fair value at reclassification date becomes its new amortised cost carrying amount. However, cumulative gain or loss in OCI is adjusted against fair value. Consequently, the asset is measured as if it had always been measured at amortised cost.
FVTPL	FVTOCI	Fair value at reclassification date becomes its new carrying amount. No other adjustment is required.
FVTOCI	FVTPL	Assets continue to be measured at fair value. Cumulative gain or loss previously recognised in OCI is reclassified to Statement of Profit and Loss at the reclassification date.

11. Provisions, Contingent liabilities, Contingent assets and Commitments

A provision is recognised when the Group has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made.

When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized 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.

Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

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

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for the year ended 31st March, 2019

specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent liability is disclosed in the case of:

- a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- a present obligation arising from past events, when no reliable estimate is possible
- a possible obligation arising from past events, when the probability of outflow of resources is remote.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each Balance Sheet date.

12. Earnings per Equity Share

Basic earnings per equity share are computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

13. Taxes

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

Current tax is the amount of expected tax payable based on the taxable profit for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill. The carrying amount of deferred tax assets is reviewed at the end of each reporting year and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as a deferred tax asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.

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

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

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.

The Company is eligible and claiming tax deduction available under section 80IA of Income Tax Act, 1961 for a period of 10 years w.e.f. F.Y. 2007-2008. The Company is eligible for tax deduction available under section 80IA of the Income Tax Act, 1961 for a period of 10 years out of eligible period of 15 years. In view of the Company availing tax deduction under section 80IA of the Income Tax Act, 1961, deferred tax has been recognized in respect of temporary difference, which reverses after the tax holiday period in the year in which the temporary difference originates and no deferred tax (assets or liabilities) is recognized in respect of temporary difference which reverse during tax holiday period, to the extent such gross total income is subject to the deduction during the tax holiday period. For recognition of deferred tax, the temporary difference which originates first are considered to reverse first.

Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they are relating to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the relevant entity intends to settle its current tax assets and liabilities on a net basis

14. Foreign Currency Translation

The consolidated financial statements are presented in Indian rupee (INR), which is Group's functional and presentation currency. Transactions in foreign currencies are recognized at the prevailing exchange rates on the transaction dates. Realised gains and losses on settlement of foreign currency transactions are recognized in the Statement of Profit and Loss.

Monetary foreign currency assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognized in the Statement of Profit and Loss.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. Foreign currency borrowing is a long-term foreign currency monetary item which is remeasured at each period end date at the exchange rate.

Group Companies

The results and financial position of foreign operations (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

a) assets and liabilities are translated at the closing rate at the date of that Balance Sheet

b) income and expenses are translated at average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions), and

c) all resulting exchange differences are recognised in other comprehensive income.

When a foreign operation is sold, the associated exchange differences are reclassified to the Statement of Profit and Loss, as part of the gain or loss on sale. Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

15. Current and Non-Current Classification

The Company presents assets and liabilities in the balance sheet based on current / non-current classification.

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for the year ended 31st March, 2019

An asset is classified as current when it satisfies any of the following criteria:

- it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle. it is held primarily for the purpose of being traded;
- it is expected to be realized within 12 months after the reporting date; or
- it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

All other assets are classified as non-current.

A liability is classified as current when it satisfies any of the following criteria:

- it is expected to be settled in the Company's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is due to be settled within 12 months after the reporting date; or the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other liabilities are classified as non-current.

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

All assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act.

16. Employee Benefits

Retirement benefit costs and termination benefits:

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting year. Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding interest), is reflected immediately in the statement of financial position with a charge or credit recognised in other comprehensive income in the year in which they occur. Re-measurement recognised in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to profit or loss. Past service cost is recognised in profit or loss in the year of a plan amendment or when the company recognizes corresponding restructuring cost whichever is earlier. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- net interest expense or income; and
- re-measurement

The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expenses'. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognised in the statement of financial position represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

A liability for a termination benefit is recognised at the earlier of when the entity can no longer

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withdraw the offer of the termination benefit and when the entity recognises any related restructuring costs.

Short-term and other long-term employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the year the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

17. Stock based payment arrangements

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date. Details regarding the determination of the fair value of equity-settled share-based transactions are set out in note 38.

The fair value determined at the grant date of the equity- settled share-based payments is expensed on a straight- line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting year, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserve.

The Company has created an Employee Benefit Trust for providing share-based payment to its employees. The Company uses the Trust as a vehicle for distributing shares to employees under the employee remuneration schemes. The Trust buys shares of the Company from the market, for giving shares to employees. The Company treats Trust as its extension and shared held by the Trust are treated as treasury shares.

Own equity instruments that are reacquired (treasury shares) are recognized at cost and deducted from Equity. No gain or loss is recognized in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognized in capital reserve. Share options exercised during the reporting year are satisfied with treasury shares.

18. Revenue Recognition

Revenue is recognized 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 the 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.

Revenue from port operations services/ multi-model service including cargo handling and storage are recognized on proportionate completion method basis based on services completed till reporting date. Revenue on take-or-pay charges are recognised for the quantity that is difference between annual agreed tonnage and actual quantity of cargo handled.

Income from fixed price contract – Revenue from infrastructure development project/ services under fixed price contract. Where there is no uncertainty as to measurement or collectability of consideration is recognized based on milestones reached under the contract.

19. Other Income

Other income is comprised primarily of interest income, mutual fund income, exchange gain/ loss. All debts instrument measured either at amortized cost or at fair value through other comprehensive income, interest income is

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recorded using the effective interest rate (EIR). EIR is the rate exactly discounts the estimated cash payments or receipt 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 amortized cost of financial liability. When calculating the EIR, the group estimates the expected cash flow by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. Mutual fund is recognized at fair value through Profit and Loss.

20. Inventory

Consumables, construction materials and stores and spares are valued at lower of cost and net realizable value. Obsolete, defective, unserviceable and slow/ non-moving stocks are duly provided for. Cost is determined by the weighted average cost method.

21. Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in the Statement of Profit and Loss in the year in which they are incurred.

The Company determines the amount of borrowing costs eligible for capitalisation as the actual borrowing costs incurred on that borrowing during the year less any interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets, to the extent that an entity borrows funds specifically for the purpose of obtaining a qualifying asset. In case if the Company borrows generally and uses the funds for obtaining a qualifying asset, borrowing costs eligible for capitalisation are determined by applying a capitalisation rate to the expenditures on that asset.

Borrowing Cost includes exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the finance cost.

22. Government Grant

Government grants are not recognised until there is reasonable assurance that the Group will comply with the conditions attached to them and that the grants will be received.

Government grants are recognised in the Consolidated Statement of Profit and Loss on a systematic basis over the periods in which the Group recognises as expenses the related costs for which the grants are intended to compensate or when performance obligations are met.

Government grants relating to tangible fixed assets are treated as deferred income and released to the Consolidated Statement of profit and loss over the expected useful lives of the assets concerned.

The benefit of a government loan at a below-market rate of interest and effect of this favorable interest is treated as a government grant. The Loan or assistance is initially recognised at fair value and the government grant is measured as the difference between proceeds received and the fair value of the loan based on prevailing market interest rates and recognised to the income statement immediately on fulfilment of the performance obligations. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

23. Segment Reporting

The Company is primarily engaged in one business segment, namely developing, operating and maintaining the Ports services, Ports related Infrastructure development activities and development of infrastructure as determined by chief operational decision maker, in accordance with Ind-AS 108 "Operating Segment".

Considering the inter relationship of various activities of the business, the chief operational decision maker monitors the operating results of its business segment on overall basis. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

24. Applicability of new Ind AS 115

The company applied Ind AS 115 'Revenue from Contracts with Customers' for the first time. Ind AS 115 supersedes Ind AS 18 'Revenue' and it applies, with limited exceptions, to all revenue arising from contracts with customers. Ind AS 115 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

Ind AS 115 requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers. The standard also specifies the accounting for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract. In addition, the standard requires extensive disclosures.

The Company adopted Ind AS 115 using the cumulative effect method on transition, applied to contracts that were not completed contracts as at April 1, 2018. Therefore, the comparative information was not restated and continues to be reported under Ind AS 11 and Ind AS 18. There was no impact on transition on the opening balance sheet as at April 1, 2018. The new standard has no material impact on the revenue recognised during the year.

25. Rounding of Amounts

All amounts disclosed in the consolidated financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

1.5 Recent Accounting Pronouncements

Standards issued but not yet effective

In March 2019, the Ministry of Corporate Affairs (MCA) issued the Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, 2019, notifying Ind AS 116 'Leases' and amendments to certain IND AS. The Standard / amendments are applicable to the Company with effect from 1st April 2019

IND AS 116: Leases

The standard changes the recognition, measurement, presentation and disclosure of leases. It requires:

- Lessees to record all leases on the balance sheet with exemptions available for low value and short-term leases.
- At the commencement of a lease, a lessee will recognise lease liability and an asset representing the right to use the asset during the lease term (right-of-use asset).
- Lessees will subsequently reduce the lease liability when paid and recognise depreciation on the right of-use asset.
- A lease liability is re-measured upon the occurrence of certain events such as a change in the lease term or a change in an index or rate used to determine lease payments. The re-measurement normally also adjusts the right-of-use asset.
- The standard has no impact on the actual cash flows of a Company. However, operating lease payments currently expensed as operating cash outflows will instead be capitalised and presented as financing cash outflows in the statement of cash flows. The Company has reviewed all relevant contracts to identify leases and preparations for this standard are substantially complete. This review included:
- an assessment about whether the contract depends on a specific asset,
- whether the company obtains substantially all the economic benefits from the use of that asset; and
- Whether the Company has the right to direct the use of that asset. From 1st April 2019 the Company will focus on ensuring that the revised process for identifying and accounting for leases is followed.

The Company is in the process of evaluating the effect of these amendments on the financial statements.

Other Amendments

The MCA has notified below amendments which are effective 1st April 2019:

Notes to Consolidated Financial Statements

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Amendments to Ind AS 12, Income taxes

- The first amendment requires an entity to create a corresponding liability for Dividend Distribution Tax (DDT) when it recognises a liability to pay a dividend. The liability for DDT shall be recorded in statement of profit & loss, other comprehensive income or equity, as the case may be.

- The second amendment relates to tax consequence of an item whose tax treatment is uncertain. Tax treatment of an item is considered as uncertain when there is uncertainty whether the relevant taxation authority will accept the tax treatment of that item or not.

- If there is uncertainty over tax treatment of an item an entity should predict the resolution of the uncertainty. If it is probable that the taxation authority will accept the tax treatment, there will be no impact on the amount of taxable profits/losses, tax bases, unused tax losses/credits and tax rates. In vice-versa case, the entity shall show the effect of the uncertainty for each uncertain tax treatment on amount of related items by using either the most likely outcome or the expected outcome of the uncertainty.

Amendments to Ind AS 109, Financial Instruments:

- The amendments notified to Ind AS 109 pertain to classification of a financial instruments with prepayment feature with negative compensation. Negative compensation arises where the terms of the contract of the financial instrument permit the holder to make repayment or permit the lender or issuer to put the instrument to the borrower for repayment before the maturity at an amount less than the unpaid amounts of principal and interest. Earlier, there was no guidance on classification of such instruments.

- According to the amendments, these types of instruments can be classified as measured at amortised cost, or measured at fair value through profit or loss, or measured at fair value through other comprehensive income by the lender or issuer if the respective conditions specified under Ind AS 109 are satisfied.

Amendments to Ind AS 19, Employee Benefits

- The amendments to Ind AS 19, Employee Benefits relate to effects of plan amendment, curtailment and settlement. When an entity determines the past service cost at the time of plan amendment or curtailment, it shall re-measure the amount of net defined benefit liability/asset using the current value of plan assets and current actuarial assumptions which should reflect the benefits offered under the plan and plan assets before and after the plan amendment, curtailment and settlement.

Amendments to Ind AS 23, Borrowing Costs

- The amendments clarify that if any specific borrowing remains outstanding after the related asset is ready for its intended use or sale, that borrowing becomes part of the funds that an entity borrows generally when calculating the capitalisation rate on general borrowings. The Group does not expect any impact from this amendment.

The Company is in the process of evaluating the effect of these amendments on the financial statements.

1.6 Key accounting estimates and Judgments

The preparation of the Group's consolidated financial statements requires the 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.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the year in which the estimate is revised if the revision affects only that year, or in the year of the revision and future year, if the revision affects current and future year.

Critical accounting 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:

Property, plant and equipment

The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful lives and the expected residual value at the end of its lives. The useful lives and residual values of

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Group's assets are determined by Management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

Taxes

The group has two tax jurisdiction i.e. at India and UAE, though the Company also files tax return in other overseas jurisdiction. Significant judgements are involved in determining the provision for income taxes.

Deferred tax assets are recognized for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. 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.

MAT is assessed on book profits adjusted for certain items as compared to the adjustments followed for assessing regular income tax under normal provisions. MAT paid in excess of regular income tax during a year can be set off against regular income taxes within a specified period in which MAT credit arises, subject to the limits prescribed.

Defined benefit plans

The cost of the defined benefit plan and other post-employment benefits and the present value of such 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, mortality rates and attrition rate. 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.

Fair value measurement of financial instruments

When the fair values of financials assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques which involve various judgements and assumptions.

Contingencies

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that are possible but not probable of crystalising or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognized. The cases which have been determined as remote by the Company are not disclosed.

Contingent assets are neither recognized nor disclosed in the financial statements unless when an inflow of economic benefits is probable.

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Note 2:- Property, Plant and Equipment

₹ in Lakhs

Particulars	Freehold Land	Leasehold land	Buildings	Plant and machinery (Owned)	Ships	Furniture and fittings	Office equipments	Computers	Vehicles	Total
Cost:										
As at 01-04-2017	**20,144.80**	**13,419.22**	**118,885.97**	**77,286.83**	**-**	**380.45**	**233.07**	**70.12**	**279.16**	**230,699.63**
Additions/adjustments	420.36	-	15,477.22	39,511.02	8,703.57	160.89	123.82	19.25	204.16	64,620.30
Disposals/transfers	-	-	4.73	0.98	-	9.89	3.84	5.10	40.05	64.59
As at 31-03-2018	**20,565.16**	**13,419.22**	**134,358.46**	**116,796.87**	**8,703.57**	**531.45**	**353.05**	**84.27**	**443.27**	**295,255.34**
Additions/adjustments			29,963.88	1,317.37	27.84	77.85	162.47	23.20	73.16	31,645.77
Disposals/transfers			-	-	-	-	44.13	0.48	14.35	58.97
As at 31-03-2019	**20,565.16**	**13,419.22**	**164,322.34**	**118,114.23**	**8,731.41**	**609.31**	**471.39**	**106.99**	**502.07**	**326,842.14**
Accumulated Depreciation:										
As at 01-04-2017	**-**	**-**	**6,157.84**	**3,416.46**	**-**	**102.48**	**64.37**	**39.34**	**49.93**	**9,830.42**
Depreciation charge for the year	-	15.44	5,410.12	6,009.41	131.39	84.20	55.00	16.76	60.28	11,782.61
Disposals/transfers	-	-	3.21	0.32	-	6.58	2.58	4.75	22.87	40.30
As at 31-03-2018	**-**	**15.44**	**11,564.75**	**9,425.55**	**131.39**	**180.10**	**116.79**	**51.35**	**87.34**	**21,572.73**
Depreciation charge for the year		28.57	6,279.06	6,582.86	332.94	82.22	85.40	17.44	67.90	13,476.39
Disposals/transfers		-	-	-	-	-	3.80	0.15	6.31	10.26
As at 31-03-2019	**-**	**44.01**	**17,843.81**	**16,008.41**	**464.33**	**262.32**	**198.38**	**68.63**	**148.93**	**35,038.86**
Net book value										
At at 31-03-2018	20,565.16	13,403.78	122,793.71	107,371.32	8,572.18	351.35	236.26	32.92	355.93	273,682.61
At at 31-03-2019	**20,565.16**	**13,375.20**	**146,478.53**	**102,105.82**	**8,267.09**	**346.98**	**273.01**	**38.36**	**353.14**	**291,803.28**

Notes:

1) Refer note no. 21 for the details in respect of certain tangible assets hypothecated / mortgged as security for borrowings.
2) Foreign exchange loss capitalised during the year was ₹ 515.63 Lakhs (PY ₹ 205.47).
3) Borrowing cost capitalised during the year was ₹ 1,944.85 Lakhs (PY ₹ 2181.30 Lakhs).
4) Port infrastructure assets of Jaigarh are constructed on leasehold assets.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

Note 3:- Capital Work-in-Progress

Particulars	₹ in Lakhs
Balance as at 01st April 2017	**37,368.05**
Additions	26,701.71
Disposals/transfers	1,841.75
Balance as at 31st March 2018	**62,228.01**
Additions	58,310.00
Disposals/transfers	34,596.34
Balance as at 31st March 2019	**85,941.67**

Notes:

1) Foreign exchange loss capitalised during the year was ₹ 353.25 Lakhs (PY 353.25).
2) Borrowing cost capitalised during the year was ₹ 5,088.25 Lakhs (PY ₹ 793.75 Lakhs).

Note 4:- Goodwill

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Cost:		
Balance at the beginning of the year	37,585.60	37,585.60
Additions	-	-
Balance at the end of the year (a)	**37,585.60**	**37,585.60**
Accumulated amortisation and impairment		
Balance at the beginning of the year	29,394.93	22,166.28
Impairment	8,190.67	7,228.65
Balance at the end of the year (b)	**37,585.60**	**29,394.93**
Net book value (a-b)	**-**	**8,190.67**

Note 5:- Other Intangible Assets

₹ in Lakhs

Particulars	Port infra structure rights (Refer note 1.4.4)			Computer Software	Total
	Buildings	Plant and machinery	Furniture and fittings		
Cost:					
As at 01-04-2017	**13,851.44**	**28,198.65**	**32.90**	**341.06**	**42,424.03**
Additions	-	3,859.96	2.67	36.09	3,898.72
Disposals /transfers	-	-	-	-	-
As at 31-03-2018	**13,851.44**	**32,058.61**	**35.57**	**377.15**	**46,322.75**
Additions	179.27	479.30	0.95	66.56	726.08
Disposals /transfers	3.15	128.05	-	-	131.20
As at 31-03-2019	**14,027.56**	**32,409.85**	**36.52**	**443.71**	**46,917.63**
Accumulated amortisation:					
As at 01-04-2017	**1,955.20**	**3,519.19**	**8.52**	**193.11**	**5,676.01**
Amortisation charge for the year	986.06	2,861.79	4.02	79.55	3,931.42
Disposals /transfers	-	-	-	-	-
As at 31-03-2018	**2,941.26**	**6,380.99**	**12.54**	**272.66**	**9,607.42**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

₹ in Lakhs

Particulars	Port infra structure rights (Refer note 1.4.4)			Computer Software	Total
	Buildings	Plant and machinery	Furniture and fittings		
Amortisation charge for the year	981.68	2,558.84	3.73	40.30	3,584.55
Disposals /transfers	2.55	117.42	-	-	119.97
As at 31-03-2019	**3,920.39**	**8,822.40**	**16.26**	**312.96**	**13,072.00**
Net book value:					
As at 31-03-2017	**11,896.24**	**24,679.46**	**24.38**	**147.95**	**36,748.03**
As at 31-03-2018	**10,910.18**	**25,677.62**	**23.03**	**104.49**	**36,715.32**
As at 31-03-2019	**10,107.17**	**23,587.45**	**20.26**	**130.75**	**33,845.63**

Refer note no. 21 for the details in respect of certain intangible assets hypothecated / mortgged as security for borrowings.

Note 6:- Intangible Assets Under Development

Particulars	₹ in Lakhs
Balance as at 01st April 2017	**632.64**
Additions	4,264.89
Disposals/transfers	3,863.26
Balance as at 31st March 2018	**1,034.27**
Additions	367.24
Disposals/transfers	1,144.09
Balance as at 31st March 2019	**257.42**

Note 7:- Non-Current Financial Assets - Loans

₹ in Lakhs

Particulars	**As at 31st March, 2019**	As at 31st March, 2018
Unsecured, considered good		
Loan to related party* (refer note 39)	152.00	190.00
Total	**152.00**	**190.00**
Note:		
Loans receivable considered good: Secured	-	-
Loans receivable considered good: Unsecured	152.00	190.00
Loans receivable which have significant increase in Credit Risk	-	-
Loans receivable - credit impaired	-	-
Loans and advances to other body corporate	-	-
Loans and advances to related parties	-	-
Total	**152.00**	**190.00**

*For business purpose

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

Note 8:- Non-Current Financial Assets-Others

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Unsecured, Considered good		
Security deposits	715.81	3,362.82
Margin Money*	894.55	1,580.50
	1,610.36	**4,943.32**

*Margin money deposits are subject to charge for securing the company's bank guarantee facility

Note 9:- Taxation

Income tax related to items charged or credited directly to profit or loss during the year:

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Current income tax	7,325.10	10,040.60
Tax (credit) under Minimum Alternative Tax	(1,939.01)	(3,780.34)
Current Tax (a)	5,386.08	6,262.02
Deferred Tax (b)	(4,198.35)	3,404.28
Total Expenses reported in the statement of profit and Loss (a+b)	**1,187.73**	**9,666.30**

A reconciliation of income tax expense applicable to accounting profit / (loss) before tax at the statutory income tax rate to recognised income tax expense for the year indicated are as follows:

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Profit before tax	28,384.22	37,747.67
Enacted tax rate in India	34.944%	34.608%
Expected income tax expense at statutory tax rate	9,918.58	13,063.71
Expenses not deductible in determining taxable profits	13,531.51	11,476.77
Tax allowances and concession	(12,070.20)	(12,816.54)
Additional allowances for capital gain	41.54	10.43
80IA benefit	(6,038.88)	(5,554.54)
Other temporary differences	3.52	82.17
Tax expense for the year	5,386.08	6,262.02
Effective income tax rate	**18.98%**	**16.59%**

The Group offsets deferred tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and relates to income taxes levied by the same tax authority.

The Group expects to utilise the MAT credit within a period of 15 years.

There are certain income-tax related legal proceedings which are pending against the Group. Potential liabilities, if any have been adequately provided for, and the Group does not currently estimate any probable material incremental tax liabilities in respect of these matters (refer note 37).

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

The following table provides the details of income tax assets and income tax liabilities as of March 31, 2019 and March 31, 2018:

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Income tax assets	7,210.49	8,917.46
Income tax liabilities	5,353.99	6,738.88
	1,856.50	**2,178.58**

Deferred tax relates to the following:

₹ in Lakhs

Particulars	Balance Sheet		Recognised in statement of profit or loss		Recognised in / reclassified from other comprehensive income	
	As at 31st March, 2019	As at 31st March, 2018	For the year ended 31st March, 2019	For the year ended 31st March, 2018	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Expenses allowable on payment basis	25.83	36.29	(10.46)	(3.09)	-	-
Unused tax losses / depreciation	(608.38)	(383.64)	(224.74)	(384.82)	-	-
Other items giving rise to temporary differences	(11,223.31)	(10,803.23)	(420.08)	(4,780.93)	-	-
Accelerated depreciation for tax purposes	(996.34)	(3,654.22)	2,657.88	(3,152.19)	-	-
Fair valuation of property, plant and equipment (PP&E)	(3,198.27)	(5,281.30)	2,083.02	4,916.73	-	-
Income tax relating to items that will not be reclassified to profit or loss from OCI	21.63	11.15	-	-	10.47	(0.42)
Deferred tax asset / (liability)	**(15,978.84)**	**(20,074.95)**	**4,085.62**	**(3,404.30)**	**10.47**	**(0.42)**
Net (income)/expense			**4,085.62**	**(3,404.30)**	**10.47**	**(0.42)**

Reconciliation of deferred tax assets / (liabilities) net:

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Balance at the beginning of the year	(20,074.96)	(16,670.26)
Tax income / (expense) during the period recognised in profit or loss	4,085.64	(3,404.28)
Income tax relating to items that will not be reclassified to profit or loss from OCI	10.47	(0.42)
Balance at the end of the year	**(15,978.84)**	**(20,074.96)**

Movement in Mat credit entitlement

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Balance at the beginning of the year	21,173.44	19,054.57
Add: MAT credit entitlement availed during the year	1,939.01	3,780.35
Less: MAT credit utilised during the year	(1,154.51)	(1,661.48)
Balance at the end of the year	**21,957.94**	**21,173.44**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

Note 10:- Non-Current Assets-Others

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Unsecured, Considered good		
Capital advances	19,814.36	16,984.57
Others		
Security Deposits with government authorities	110.24	92.54
Prepayments	-	508.76
	19,924.60	**17,585.87**

Note 11:- Inventories

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Inventories (At cost)		
Stores and spares	7,585.28	4,993.94
	7,585.28	**4,993.94**

Notes:

1) Cost of inventory recognised as an expense for the year ended 31st March 2018 ₹ 3,621.59 Lakhs (PY ₹ 2,599.26 Lakhs).

2) Refer note no. 21 for the details in respect of certain Inventories hypothecated / mortgged as security for borrowings.

Note 12:- Current Financial Assets-Investments

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Investments measured at fair value through profit and loss		
In mutual funds (Quoted)	22,976.24	2,837.62
	22,976.24	**2,837.62**
Aggregate amount of Quoted Investments		
Book value	22,976.24	2,817.78
Market value	22,976.24	2,837.62

Note 13:- Trade Receivables

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Trade Receivables considered good - Secured		
Trade Receivables considered good - Unsecured	30,846.76	29,512.60
Trade Receivables which have significant increase in credit risk		
Less: Allowance for doubtful debts	(85.47)	(85.47)
Trade Receivable - credit impaired	-	-
Less: Allowance for doubtful debts	-	-
	30,761.29	**29,427.13**

Refer note no. 21 for the details in respect of certain trade receivables hypothecated / mortgged as security for borrowings

Trade receivables disclosed above include amounts (see below for aged analysis) that are past due at the end of the reporting period for which the Group has not recognised an allowance for doubtful debts because there has not been a significant change in credit quality and the amounts are still considered recoverable.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

Aging of receivables

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Within the credit period	17,741.61	19,010.20
31-60 days	5,160.65	9,309.64
61-90 days	2,032.98	386.83
91-180 days	3,358.17	474.26
> 181 days	2,553.35	331.67
	30,846.76	**29,512.60**

The credit period on rendering of services ranges from 1 to 30 days.

Note 14:- Cash and Cash Equivalents

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Balances with banks:		
In current accounts	2,637.25	1,250.04
In term deposits with maturity less than 3 months at inception	2,385.06	6,470.94
Cash on hand	7.34	6.37
	5,029.65	**7,727.35**

Note 15:- Bank Balances Other than Cash and Cash Equivalents

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
In term deposits with maturity more than 3 months but less than 12 months at inception	5,146.71	25,117.61
	5,146.71	**25,117.61**

Refer note no. 21 for the details in respect of certain Bank Balances hypothecated / mortgged as security for borrowings

Note 16:- Current Financial Asstes - Loans

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Unsecured, Considered good		
Loans to related parties (Refer note 39)*	28,894.81	12,450.37
Loans to Others	2,500.00	2,500.00
Total	**31,394.81**	**14,950.37**
Note:		
Loans receivable considered good: Secured	-	-
Loans receivable considered good: Unsecured	**31,394.81**	**14,950.37**
Loans receivable which have significant increase in Credit Risk	-	-
Loans receivable - credit impaired	-	-
Loans and advances to other body corporate	-	-
Loans and advances to related parties	-	-
Total	**31,394.81**	**14,950.37**

*For business purpose

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

Note 17:- Current Financial Assets - Others

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Unsecured, Considered good		
Security deposits	33.05	32.06
Interest receivables	2,794.18	1,187.28
Incentive Income receivable from Government	849.78	2,110.62
	3,677.01	**3,329.96**

Note 18:- Other Current Assets

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Unsecured, Considered good		
Advance to suppliers	2,317.93	4,789.84
Other Advances	790.46	8,440.03
Prepayments	797.48	499.54
Balance with Government Authorities	17,613.36	8,265.71
Indirects Tax Balances/ Receivables/Credits	393.60	167.82
	21,912.83	**22,162.94**

Note 19:- Share Capital

₹ in Lakhs

Particulars	As at 31st March, 2019		As at 31st March, 2018	
	Number of shares	₹ in Lakhs	Number of shares	₹ in Lakhs
Authorised:				
71,000,000 Equity Shares of ₹ 10 each	71,000,000	7,100.00	71,000,000	7,100.00
80,000,000 Preference Shares of ₹ 10 each	80,000,000	8,000.00	80,000,000	8,000.00
	151,000,000	**15,100.00**	**151,000,000**	**15,100.00**
Issued, Subscribed and paid-up:				
6,07,09,992 Equity Shares of ₹ 10 each	60,709,992	6,071.00	60,709,992	6,071.00
Less: Treasury shares held under ESOP Trust (Refer note (a) below)	530,214	53.02	530,214	53.02
	60,179,778	**6,017.98**	**60,179,778**	**6,017.98**

Notes:

(a) Shares held under ESOP Trust

ESOP is the primary arrangement under which shared plan service incentive are provided to certain specified employees of the Company and it's subsidiaries in India. The Company treats ESOP trust as its extension and shares held by ESOP trust are treated as treasury shares.

For the details of shares reserved for issue under the Employee Stock Ownership Plan (ESOP) of the Company (refer note 49).

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

Movement in treasury shares

Particulars	As at 31st March, 2019		As at 31st March, 2018	
	No. Of Shares	₹ in Lakhs	No. Of Shares	₹ in Lakhs
Shares of ₹ 10/- each fully paid-up held under ESOP Trust				
Balance at the beginning of the year	530,214	53.02	530,214	53.02
Movement during the year	-	-	-	-
Balance at the end of the year	**530,214**	**53.02**	**530,214**	**53.02**

(b) Reconciliation of the number of the shares outstanding at the beginning and at the end of the year:

Issued, Subscribed and paid up share capital	As at 31st March, 2019		As at 31st March, 2018	
	No. Of Shares	₹ in Lakhs	No. Of Shares	₹ in Lakhs
Balance at the beginning of the year	60,179,778	6,017.98	56,317,418	5,631.74
Movement during the year	-	-	3,862,360	386.24
Balance at the end of the year	**60,179,778**	**6,017.98**	**60,179,778**	**6,017.98**

(c) Terms / rights attached to equity shares:

The Company has one class of share capital, i.e., equity shares having face value of ₹ 10 per share. Each holder of equity share is entitled to one vote per share. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(d) Details shareholders holding more than 5 % shares in the Company:

Particulars	As at 31st March, 2019		As at 31st March, 2018	
	No. Of Shares	₹ in Lakhs	No. Of Shares	₹ in Lakhs
JSW Infrastructure Fintrade Private Limited, the Holding Company along with its nominee shareholders	59,866,360	560.04	59,866,360	598.66
Nisarga Spaces Private Limited	31,145	0.31	31,145	0.31
Avani Spaces Private Limited	31,145	0.31	31,145	0.31

(e) There are no shares reserved for issue under options and contracts / commitments for the sale of shares / disinvestment.

(f) There are not bonus shares issued during the period of five years immediately preceding the reporting date.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

Note 20:- Other Equity

₹ in Lakhs

Particulars	Retained Earnings	Securities Premium Reserve	Debenture Redemption Reserve	Share Options Outstanding	Capital Reserve	FCMITDA	Other comprehensive income/(loss)	Total equity attributable to equity holders of the Company	Non-controlling interests	Total
Balance as at 01st April, 2018	163,593.05	83,735.47	-	1,952.58	5,998.67	(3.32)	12.73	255,289.19	19,182.53	274,471.71
Profit for the year	26,672.45	-	-	-	-	-	-	26,672.45	524.05	27,196.50
Current year transfer	-	-	-	-	-	-	-	-	-	-
Additions / Transfer during the year	-	-	-	818.29	-	-	-	818.29	-	818.29
Other comprehensive income for the year, net of income tax	-	-	-	-	-	(3.08)	(28.33)	(31.41)	(1.24)	(32.66)
Balance as at 31st March, 2019	**190,265.50**	**83,735.47**	**-**	**2,770.87**	**5,998.67**	**(6.40)**	**(15.60)**	**282,748.52**	**19,705.34**	**302,453.84**

₹ in Lakhs

Particulars	Retained Earnings	Securities Premium Reserve	Debenture Redemption Reserve	Share Options Outstanding	Capital Reserve	FCMITDA	Other comprehensive income/(loss)	Total equity attributable to equity holders of the Company	Non-controlling interests	Total
Balance as at 01st April, 2017	126,170.12	34,876.62	10,000.00	2,732.84	5,998.67	-	12.36	179,790.61	15,651.00	195,441.61
Profit for the year	26,768.36	-	-	-	-	-	-	26,768.36	1,313.01	28,081.37
Current year transfer	-	-	-	-	-	-	-	-	-	-
Additions / Transfer during the year	10,654.57	48,858.85	(10,000.00)	(780.26)	-	-	-	48,733.16	2,218.01	50,951.18
Other comprehensive income for the year, net of income tax	-	-	-	-	-	(3.32)	0.37	(2.95)	0.51	(2.44)
Balance as at 31st March, 2018	**163,593.05**	**83,735.47**	**-**	**1,952.58**	**5,998.67**	**(3.32)**	**12.73**	**255,289.18**	**19,182.53**	**274,471.72**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

Nature and purpose of reserves:

(1) Retained earnings:

Retained earnings are the profits that Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings are free reserves available to the Company.

(2) Security premium account:

Security premium account is created when shares are issued at premium. A company may issue fully paid-up bonus shares to its members out of the security premium reserve account, and company can use this reserve for buy-back of shares.

(3) Debenture redemption reserve:

Debenture Redemption reserve was created for redemption of debentures which has been transferred to retained earnings after redemption of debentures during the year.

(4) Share option outstanding:

For details of shares reserved under employee stock option (ESOP) of the Company refer note 49.

(5) Capital Reserve:

Forfeiture of equity share warrant on account of option not exercised by the warrant holders.

(6) Foreign currency monetary item translation difference account:

Exchange differences relating to the translation of the results and net assets of the Group's foreign operations from their functional currencies to the Group's presentation currency (i.e. Currency Units) are recognised directly in other comprehensive income and accumulated in the foreign currency translation reserve. Exchange differences previously accumulated in the foreign currency translation reserve are reclassified to profit or loss on the disposal of the foreign operation.

(7) Items of Other Comprehensive Income:

Remeasurement of Net Defined Benefit Plans: Differences between the interest income on plan assets and the return actually achieved, and any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans are recognised in 'Other Comprehensive Income' and subsequently not reclassified to the statement of Profit and Loss.

Note 21:- Non-Current Financial Liabilities-Borrowings

₹ in Lakhs

Particulars	As at 31st March, 2019		As at 31st March, 2018	
	Non Current	Current	Non Current	Current
Term loan				
Secured	202,369.57	4,493.33	137,440.78	3,981.03
Unsecured	-	625.00	625.00	1,250.00
Less: Unamortised upfront fees on borrowing	(2,357.51)	(46.40)	(1,678.17)	(51.01)
	200,012.06	5,071.93	136,387.61	5,180.02
Less : Current Maturity of long term debt clubbed under other financial liabilities (Refer Note No. 27)	-	(5,071.93)	-	(5,180.02)
	200,012.06	**-**	**136,387.61**	**-**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

NOTE 21.1:- Nature of security and terms of repayment

₹ in Lakhs

Lender	As at 31st March, 2019		As at 31st March, 2018		Rate of interest		Nature of security	Repayment terms
	Non Current	Current	Non Current	Current	As at 31st March, 2019	As at 31st March, 2018		
Rupee Term Loans From Banks (Secured)								
Consortium Loan (Leading Bank is Axis Bank)	25,390.30	505.00	40,911.54	1,243.14	One Year MCLR of Axis Bank 8.55%	One Year MCLR of Axis Bank 8.55%	First pari pasu charge on JSW JPL's all present and future assets	Repayable in quarterly installments from June 2018 to June 2030
FCTL Loan (Leading Bank is Axis Bank)	25,234.10	544.83	24,128.26	768.48	Libor 6 Month rate + 3.4 BPS	Libor 6 Month rate + 3.4 BPS		
South Indian Bank	9,501.73	193.91	7,359.32	228.00	One Month MCLR of Axis Bank 8.55% + 0.05 BPS	One Year MCLR of Axis Bank 8.55%		
Bank of India	28,518.00	582.00	-	-	One Year MCLR of Axis Bank 8.55%	-		
Exim Bank FCTL - 1	30,506.56	933.81	28,745.22	878.10	Libor 6 Month rate + 3.00 BPS	Libor 6 Month rate + 2.85 BPS		
Exim Bank FCTL - 2	18,259.21	622.54	18,574.36	585.40	Libor 6 Month rate + 3.00 BPS	6 Month Libor+ 285 BPS		
Consortium Loan (Leading Bank is Yes Bank)	6,516.85	273.15	5,831.56	168.44	Floating 10.35%	Floating 9.95%	First pari-passu charge on entire moveable and immoveable fixed assets, current assets, receivables and proceeds both present and future including those of Project of DPPL.	Repayable in quarterly installments, from September 2018 to June 2030
Ratnakar Bank	3,743.11	156.89	3,790.52	109.48	Floating 9.70%	Floating 9.70%	Charge over all assets of JSW Dharamtar Port subject to a minimum of 1.2X.	This loan is repayable door to door i.e bullet repayment at the end of 10 years from the date of loan Oct15 or one quarter from payment of senior lender whichever is earlier.
Consortium Loan (Lead Bank is Yes Bank)	25,059.52	-	8,100.00	-	Floating 10.35%	Floating 9.50%	First pari pasu charge on PTPL's all present and future assets	Quarterly repayment starts in December 2021 and ends in September 2031.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

₹ in Lakhs

Lender	As at 31st March, 2019		As at 31st March, 2018		Rate of interest		Nature of security	Repayment terms
	Non Current	Current	Non Current	Current	As at 31st March, 2019	As at 31st March, 2018		
EXIM Bank	19,451.82	-	-	-	LTMR + 45 Basis Point	-	First pari pasu charge on PTPLEQ's all present and future assets	Quarterly repayment starts in June 2023 and ends in March 2035.
Buyers Credit	10,188.38	681.20	-	-	$15.71 MN(3 months LIBOR plus 300 bps per annum)	-	Hypothecation of Movable fixed and current assets of the DPPL	Repayable in quarterly installments, from March 2019 to February 2021
Rupee Term Loans From Banks (Unsecured)								
Yes Bank	-	625.00	625.00	1,250.00	1 Year MCRL of Yes Bank.	Floating 10.25%	Un-secured, Priority sector lending	Repayable in quarterly installments, started from Mar-2016 to Sept-2019
Short Term Borrowings (secured)								
Axis Bank	-	-	-	5,380.74	3 Months LIBOR plus 220 bps	3 Months LIBOR plus 220 bps	First pari pasu charge on fixed assets, current assets and receivables of IL.	Repayable in monthly installments from April 2017 to March 2019
Buyers Credit	-	-	-	13,156.89	N.A.	Libor + 0.60 BPS	First pari pasu charge on JPL's all present and future assets	180 Days to 360 days from discounting date
Buyers Credit	-	-	-	1,131.77	12M Libor + 22 BPS	12M Libor + 22 BPS	Hypothecation of Movable fixed and current assets of the SWPL	Repayable on demand
Buyers Credit	-	-	-	11,942.10	-	$16.2MN(LIBOR+Spread 75BP) $2.16MN(LIBOR+Spread 26BP)	Hypothecation of Movable fixed and current assets of the DPPL	Repaid during the year
	202,369.58	**5,118.33**	**138,065.78**	**36,842.54**				

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

Note 22:- Non-Current Other Financial Liabilities

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Security deposits	2,077.07	2,193.78
Retention money for capital projects	5,256.39	3,478.67
Deferred Interest income	27.51	35.97
	7,360.97	**5,708.42**

Note 23:- Non-Current Provisons

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Provision for Employee Beenfits		
Gratuity (refer note 46)	52.54	59.93
Compensated absences (refer note 46)	318.63	279.88
	371.17	**339.81**

Note 24:- Non-Current Liabilities - Others

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Export obligation deferred income*	10,137.85	10,948.18
	10,137.85	**10,948.18**

*Export obligation deferred income represents government assistance in the form of the duty benefit availed under Export Promotion Capital Goods (EPCG) Scheme on purchase of property, plant and equipments accounted for as government grant and being amortised over the useful life of such assets. On fulfillment of export obligation it is accounted for as Revenue.

Note 25:- Current Financial Liabilities - Borrowings

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Secured:		
From banks	-	5,380.74
Buyers credit	-	26,230.76
	-	**31,611.50**

Note - Refer note 21.1

Note 26:- Current Financial Liabilities - Trade Payables

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Due to micro and small enterprises	54.03	25.57
Due to creditors other than micro and small enterprises		
Other than Acceptance	597.24	15,550.36
	651.27	**15,575.93**

Payables are normally settled within 1 to 180 days

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

Note 27:- Current-Other Financial Liabilities

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Current maturities of long term borrowings	5,071.93	5,180.02
Interest accrued but not due on borrowing	472.84	745.85
Payables for capital projects		
Acceptance **	11,012.54	6,382.28
Other than acceptance	5,672.50	9,981.43
Retention money	1,832.17	3,081.37
Security deposit	2,568.10	2,566.73
Employee dues	875.69	659.10
Other payables*	11,534.81	7,056.60
	39,040.58	**35,653.38**

*Other payable includes various payables for Admin, maintenance & legal

**Acceptances include credit availed by the Group from Banks for payment to suppliers for capital items. The arrangements are interest-bearing and are payable within one year.

Note 28:- Other Current Liabilities

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Advances from customers	2,177.33	43.19
Statutory liabilities	764.53	768.94
Export obligation deferred income	810.33	810.33
	3,752.19	**1,622.46**

*Export obligation deferred income represents government assistance in the form of the duty benefit availed under Export Promotion Capital Goods (EPCG) Scheme on purchase of property, plant and equipments accounted for as government grant and being amortised over the useful life of such assets. On fulfillment of export obligation it is accounted for as Revenue.

Note 29:- Short-Term Provisions

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Provision for Employee Benefits		
Gratuity (refer note 46)	25.66	30.09
compensated Absences (refer note 46)	30.81	26.98
	56.47	**57.07**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

Note 30:- Revenue from Operations

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Income from contracts with customers		
Port Dues	2,072.89	1,827.29
Pilotage & Tug hire	3,060.54	2,672.76
Berth Hire Charges	13,236.91	13,260.22
Cargo Handling income	70,051.64	58,671.09
Wharfage Income	4,270.07	3,099.14
Dust Suppression	219.67	221.00
Storage income	4,556.08	2,929.44
Cap dredging income	5,559.07	6,743.62
Grabs Transportation Charges	40.81	34.63
Other port service income	121.56	309.51
LNG Terminal Income	-	7,500.00
Other operating income	4,836.78	2,540.66
	108,026.02	**99,809.36**

Revenue recognized from Contract liability (Advances from Customers)

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Trade Receivable (Gross) (Refer Note. No. 13)	30,846.76	29,512.60
Contract Liabilities		
Closing Balance of Contract Liability (Refer Note No. 28)	2,177.33	43.19

The contract liability outstanding at the beginning of the year has been recognized as revenue during the year ended 31st March 2019.

Note 31:- Other Income

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Interest Income earned on financial assets that are not designated as FVTPL	6,352.89	3,856.58
Gain on sale of current investments designated as FVTPL	1,072.78	718.90
Exchange gain (net)	100.70	-
Sale of scrap	115.51	152.66
SEIS Income	836.11	2,116.71
Export obligation deferred income amortization	810.33	810.33
Miscellaneous income	844.99	12.37
	10,133.31	**7,667.55**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

NOTE 32:- Operating Expenses

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Cargo handling expenses	15,680.07	7,055.93
Tug and pilotage charges	514.80	379.02
Stores & spares consumed	879.18	903.75
Power & fuel	3,806.09	3,340.52
Maintenance Dredging charges	1,240.32	883.59
Repair & Maintenance		
Plant & Machinery	124.69	493.67
Buildings	2,990.23	1,415.01
Others	-	35.03
Fees to Regulatory Authorities	5,994.79	6,372.12
Other operating expenses	221.54	494.36
Barge Mooring - Unmooring	136.63	116.05
Labour charges	65.59	56.87
Payloader hiring	941.61	453.47
Stevedoring & Waterfront charges	0.68	104.42
	33,795.52	**22,103.81**

Note 33:- Employee Benefits Expense

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Salaries, Wages and bonus	4,606.92	4,453.47
Contributions to provident and other fund (refer note 37 (c))	242.51	239.10
Gratuity & Leave encashment expense (Refer note 46)	45.07	74.44
ESOP expenses (refer note 20(4) & 49)	736.42	529.74
Staff welfare expenses	331.31	399.04
	5,962.23	**5,695.79**

Note 34:- Finance Costs

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Interest on loans	5,171.68	8,365.37
Interest on debentures	-	2,368.01
Exchange differences regarded as an adjustment to borrowing costs	6,392.64	851.96
Other finance costs	6,149.33	1,404.08
	17,713.65	**12,989.42**

Note 35:- Depreciation and Amortisation Expense

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Depreciation on Tangible Assets	13,444.96	11,882.43
Amortisation on Intangible Assets	3,613.88	3,831.59
	17,058.84	**15,714.02**

Notes to Consolidated Financial Statements
for the year ended 31st March, 2019

Note 36:- Other Expenses

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Rent	224.25	140.03
Rates & taxes	350.30	573.45
Insurance	695.61	594.89
Legal, professional & consultancy charges	767.23	800.97
House keeping and horticulture expenses	61.91	50.51
Vehicle hiring & maintenance	287.43	270.07
Security charges	302.23	217.96
CSR expenses (Refer note 45)	710.43	572.14
Directors sitting fees	43.23	46.44
Remuneration to auditors (Refer note 38)	46.88	37.89
Loss on sale of property, plant, equipment and other intangible assets (net)	12.42	5.57
Travelling expenses	243.59	346.29
Advertisement	96.76	215.40
General office expenses and overheads	1,166.03	1,217.94
Business support services	1,175.79	495.84
Allowances for doubtful debts (net)	-	14.60
Foreign exchange loss (net)	65.87	221.11
Others	804.24	181.52
	7,054.20	**6,002.62**

Note 37:- Contingent Liabilities and Commitments

A. Contingent Liabilities: (to the extent not provided for)

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Bank Guarantee given to:		
Mormugao Port Trust	125.92	125.92
Customs	2,236.14	1,843.72
Customs for bonded storage facility	400.00	400.00
Goa State Pollution Control Board	105.00	5.00
Paradip Port Trust	10,696.00	10,696.00
Electricity Dept	121.75	992.50
Konkan Railway Corporation Limited	2,325.90	2,325.90
Port of Fujairah	1,309.70	1,309.70
Maharashtra Maritime Board	1,039.12	1,039.12
Guarantees for bidding	-	1,000.00
Maharashtra Pollution Control Board	80.00	30.00
Disputed income tax liability in respect of:		
AY 2008-09	60.54	60.54
AY 2010-11	253.85	253.85
AY 2011-12	105.83	92.42
AY 2012-13	54.62	54.62
AY 2013-14	431.10	431.10
AY 2014-15	1.95	1.95
AY 2015-16	8.23	8.23
AY 2017-18	12.16	-
Letter of Credit	3,815.36	4,379.41
Excise duty/Customs duty/ Service tax liability that may arise in respect of matters in appeal	6,678.57	6,686.35

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

Notes:

(a) The Group does not expect any reimbursement in respect of the above contingent liabilities.

(b) The disputed demand outstanding up to the said Assessment Year is ₹ 923.09 Lakhs (31st March 2018 ₹ 902.70 Lakhs). Based on the decisions of the Appellate authorities and the interpretations of other relevant provisions, the group has been legally advised that the demand is likely to be either deleted or substantially reduced and accordingly, no provision has been made.

(c) Supreme Court (SC) passed a judgement dated 28 February 2019, relating to components of salary structure that need to be taken into account while computing the contribution to provident fund under the EPF Act. There are numerous interpretative issues relating to the Supreme Court (SC) judgement including the effective date of application. The Group continues to assess any further developments in this matter for the implications on financial statements, if any.

B. Commitments: (net of advances)

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Capital commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for	127,566.95	128,650.39
Other commitments		
The Group has imported capital goods under the export promotion capital goods scheme to utilise the benefit of zero or concessional custom duty rate. These benefits are subject to future exports. Such export obligations at year end aggregate to	19,573.83	24,790.29

Group has fulfilled export obligation of ₹ 16,251.81 Lakhs till 31st March, 2019

Note 38:- Payment to Statutory Auditors (Exclusive of GST)

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Statutory Audit fees	41.79	34.33
Tax Audit fees	1.55	0.55
Out of Pocket expenses	1.23	0.71
Others	2.31	2.30
	46.88	**37.89**

Note 39:- Disclosures as Required by Indian Accounting Standard (Ind As) 24 Related Party Disclosures

In terms of Indian Standard (Ind AS) 24 Related Party Disclosures, Indian Accounting Standard (Ind AS) 110 Consolidated Financial Statements and (Ind AS) 28 Investments in Associates and Joint Ventures in Consolidated Financial Statements specified by the Companies (Accounting Standards) Rules, 2015 (as amended), the Consolidated Financial Statements present the Consolidated Financial Statements of JSW Infrastructure Limited (the Parent Company) with its subsidiaries and associates as under:

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

(a) List of Related Parties

Name	Nature of Relation
Sarvoday Advisory Services Private Limited	Ultimate Holding Company
JSW Infrastructure Fintrade Private Limited	Holding company
Nisagra Spaces Private Limited	Fellow Subsidiary
Avani Spaces Private Limited	Fellow Subsidiary
West Waves Maritime and Allied Services Private Limited	Fellow Subsidiary
JSW Steel Limited	Others
JSW Energy Limited	Others
JSW Cement Limited	Others
Raj West Power Limited	Others
JSW Infrastructure Employees Welfare Trust	Others
South West Port Employees Welfare Trust	Others
JSW Infrastructure Group Gratuity Trust	Others
JSW Jaigarh Port Employee Welfare Trust	Others
JSW Foundation	Others
Jindal Vidya Mandir Trust	Others
JSW Global Business Solutions Limited	Others
Amba River Coke Limited	Others
JSW Steel (Salav) Ltd	Others
Dolvi Coke Project Limited	Others
JSW Steel coated Limited	Others
JSW Severfield Structures Ltd	Others
JSW IP Holdings Private Limited	Others
Jsoft Solutions Limited	Others

Key Managerial Personnel

Name	Nature of Relation
Capt BVJK Sharma*	JMD & CEO
Lalit Singhvi	Director & CFO
Gazal Qureshi	Company Secretary

Capt BVJK Sharma resigned on 17th April 2019 and Mr. Arun Sitaram Maheshwari appointed as JMD & CEO w.e.f. 18th April 2019.

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

₹ in Lakhs

Nature of transaction/relationship	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Purchase of goods and services		
JSW Steel Limited	917.05	1,760.36
JSW Ispat Steel Limited	-	859.34
JSW Steel Coated Product Limited	410.03	247.63
JSW Severfield Structures Ltd	5,057.66	-
JSW Foundation	3.45	-
JSW IP Holding Limited	119.76	100.93
Total	**6,507.95**	**2,968.26**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

₹ in Lakhs

Nature of transaction/relationship	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Purchase of Capital goods		
JSW Steel Limited	85.76	295.07
JSW Cement Limited	1.06	114.11
Total	**86.82**	**409.18**
Sales of goods and services		
JSW Ispat Steel Limited	-	5,478.11
JSW Cement Limited	602.08	567.50
JSW Coated Products Limited	-	6.11
JSW Energy Limited	15,090.22	16,272.75
JSW Steel (Salav) Ltd	256.43	-
Dolvi Coke Project Limited	422.02	-
Amba River coke Limited	13,617.58	13,575.13
JSW Steel Limited	45,739.26	28,543.19
Total	**75,727.59**	**64,442.79**
Interest Income		
JSW Global Business Solutions	88.07	-
JSW Sports	2,374.61	-
Realcom Realty Private Limited	152.26	49.45
Total	**2,614.94**	**49.45**
Payment of salaries, commission and perquisites		
Key Management Personnel		
Capt BVJK Sharma	373.99	355.87
Mr. Lalit Singhvi	142.65	124.40
Ms Gazal Qureshi	20.21	34.33
Total	**536.85**	**514.60**
Reimbursement of expenses incurred by our behalf		
JSW Steel Limited	61.06	-
JSW Energy Limited	-	220.37
Total	**61.06**	**220.37**
Recovery of expenses incurred by us on their behalf		
Nisarga Spaces Pvt Limited	0.31	0.20
Avani Space Pvt Limited	19.12	0.20
JSW Infrastructure Employees Welfare Trust	1.37	-
South West Port Employees Welfare Trust	1.94	-
JSW Jaigarh Port Employee Welfare Trust	0.55	-
West Waves Maritime And Allied Services Private Limited	0.22	0.18
Total	**23.51**	**0.58**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

(c) Amount due to / from related parties

₹ in Lakhs

Nature of transaction/relationship	As at 31st March, 2019	As at 31st March, 2018
Accounts receivable		
JSW Ispat Limited	-	4,292.12
JSW Cement Limited	598.20	470.67
JSW Steel Limited	15,889.83	7,964.38
JSW Steel Coated Product Limited	44.84	44.90
JSW Energy Limited	5,785.47	5,086.91
Dolvi Coke Project Limited	2.59	-
Amba River coke Limited	1,324.45	4,674.87
JSW Steel (Salav) Ltd	37.57	-
JSW Infrastructure Employees Welfare Trust	23.64	23.64
South West Employees Welfare Trust	2.01	2.01
JSW Jaigarh Port Employee Welfare Trusts	0.22	0.22
Total	**23,708.82**	**22,559.72**
Accounts Payable		
JSW Ispat Limited	-	-
JSW Cement Limited	9.69	3.26
JSW Severfield Structures Ltd	103.06	-
JSW Steel Limited	1,019.23	2,637.11
JSW Steel Coated Product Limited	(27.02)	-
Total	**1,104.96**	**2,640.37**
Amount due to / from related parties (Contd.)		
Loans and advances receivables Other Related Party		
JSW Steel Coated Products Ltd.	0.20	-
JSW STEEL (SALAV) LTD.	0.22	-
JSW Severfield Structures Ltd	1,550.49	-
JSW Infrastructure Employees Welfare Trust	425.90	425.90
South West Employees Welfare Trust	375.58	375.58
JSW Jaigarh Port Employee Welfare Trusts	12.62	12.62
Nisarga Spaces Pvt Limited	0.94	0.63
Avani Space Pvt Limited	5.17	3.52
West Waves Maritime and Allied Services Private Limited	0.77	0.18
Total	**2,371.89**	**818.43**
Security Deposit Given		
JSW Steel Limited	-	5,302.00
Total	**-**	**5,302.00**
Security Deposit Received for Assets, Material and services		
JSW Energy Limited	5,350.00	5,350.00
Total	**5,350.00**	**5,350.00**
Capital Advances Given		
Nisarga Spaces Pvt Limited	318.20	318.20
Total	**318.20**	**318.20**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

(d) Compensation of key managerial personnel of the Group

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Short-term employee benefits*	536.85	514.60
Total compensation paid to key managerial personnel	**536.85**	**514.60**

*As the future liability of the gratuity is provided on actuarial basis for the group as a whole, the amount pertaining to individual is not ascertainable and therefore not included above

The remuneration include perquisite value of ESOPs in the year it is exercised ₹ NIL (P.Y. ₹ NIL). The company has recognised an expense of ₹ 95.12 Lakhs (P.Y ₹ 174.95 Lakhs) towards employee stock options granted to Key Managerial Personnel. The same has not been considered as managerial remuneration of the current year as defined under section 2(78) of the Companies Act, 2013 as the options have not been exercised.

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates. Outstanding balances at the year-end are unsecured and settlement occurs in cash.

Terms and Conditions

Sales:

The sales to related parties are made on terms equivalent to those that prevail in arm's length transactions and in the ordinary course of business. Sales transactions are based on prevailing price lists and memorandum of understanding signed with related parties. For the year ended 31st March 2019, the Company has not recorded any impairment of receivables relating to amounts owed by related parties.

Purchases:

The purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions and in the ordinary course of business. Purchase transactions are based on made on normal commercial terms and conditions and market rates.

Loans to related parties:

The Company had given loans to related parties for business requirement. The loan balances as at 31st March, 2019 was 31,394.81 Lakhs (As on 31st March, 2018: 14,950.37 Lakhs). These loans are unsecured in nature.

(a) Loan to Group Companies : The tenure of the loan is one year from the date of disbursement and interest is based on one year SBI MCLR.

(b) Other Loan : these loans are given as interest free.

Lease rent receipts:

The Company has received lease rental on equipment given on operating lease.

Lease Rent Paid:

The Company has paid lease rental on building taken on operating lease.

Interest income:

Interest is accrued on loan given to related party as per terms of agreement.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

Note 40:- Pre-Operative Expneses During the Year

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Insurance charges	395.60	122.07
Employee benefits expenses	2,169.45	1,441.30
Legal and professional charges	953.27	723.90
Interest on long-term borrowings	7,033.10	2,975.05
Survey & feasibility study	21.34	222.23
Design & consultancy	111.48	123.87
Bank guarantee	17.17	16.97
Travelling expenses	33.82	31.51
Concessional Licence fees	782.60	413.00
Others	409.12	169.90
	11,926.95	**6,239.80**

Note 41:-Imported and Indigenous Raw Materials, Components and Spare Parts Consumed

₹ in Lakhs

Particulars	For the year ended 31st March, 2019		For the year ended 31st March, 2018	
	% of total consumptions	Value	% of total consumptions	Value
Spare parts				
Imported	3.82	425.58	0.75	26.62
Indigenous	96.18	10,729.83	99.25	3,543.06
	100.00	**11,155.41**	**100.00**	**3,569.68**

Note 42:-Value of Imports Calculated on CIF Basis

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Components and spare parts	214.59	26.62
Capital goods	10,492.21	10,790.91
	10,706.80	**10,817.53**

Note 43: Expenditure in Foreign Currency (Accrual Basis)

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Revenue spares	214.59	26.62
Professional & Technical services	-	29.51
Capital goods	10,492.21	10,790.91
Travelling Expenses	48.23	24.44
Interest on Buyers Credit	959.03	493.84
	11,714.06	**11,365.32**

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for the year ended 31st March, 2019

Note 44: Earnings in Foreign Currency

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Berth hire income (Gross)	13,179.96	13,910.58
Pilotage (Gross)	3,060.54	2,667.57
Port Dues (Gross)	2,072.89	1,824.26
	18,313.39	**18,402.41**

Note 45:- Corporate Social Responsibility (CSR)

Details of amount required to be spent and amount spent during the year by the Group:

₹ in Lakhs

Particulars	For the year ended 31st March, 2019		For the year ended 31st March, 2018	
	In-Cash	Yet to be paid in Cash	In-Cash	Yet to be paid in Cash
(a) Gross amount required to be spend by the Company during the year	710.43	-	556.00	-
(b) Amount spend on:				
(i) Construction / acquisition of assets	-	-		-
(ii) On purposes other than (i) above (for CSR projects)	710.43	-	556.00	-

Note 46:- Disclosures as Required by Indian Accounting Standard (Ind As) 19 Employee Benefits

(a) Defined contribution plans: Amount of ₹ 199.94 Lakhs (Previous year ₹ 212.92 Lakhs) is recognised as an expense and included in Employee benefits expense as under:

₹ in Lakhs

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
JSW Infrastructure Limited	73.19	81.29
JSW Jaigarh Port Limited	50.02	44.16
South West Port Limited	37.96	42.56
Dharamtar Port Private Limited	24.62	19.69
Jaigarh Digni Rail Limited	(0.73)	16.20
JSW Paradip Terminal Private Limited	14.88	9.02
	199.94	212.92

(b) Defined benefit plans:

Gratuity (Funded):

The Group provides for gratuity, a defined benefit retirement plan covering eligible employees. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount equivalent to 15 days' salary for each completed year of service . Vesting occurs upon completion of five continuous years of service in accordance with Indian law.

The Group makes annual contributions to the Life Insurance Corporation , which is funded defined benefit plan for qualifying employees.

The plans in India typically expose the Group to actuarial risks such as: investment risk, interest rate risk, longevity risk and salary risk.

Investment Risk:

The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to government bond yields; if the return on plan asset is below this rate, it will create a plan deficit. Currently the plan has a relatively balanced investment in equity securities and debt instruments.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

Interest Risk:

A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments

Longevity risk:

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk:

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

The following tables summarise the components of net benefit expenses recognised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet for the respective plans:

₹ in Lakhs

Particulars	Gratuity	
	For the year ended 31st March, 2019	For the year ended 31st March, 2018
	(Funded)	(Funded)
Change in present value of defined benefit obligation during the year		
Present Value of defined benefit obligation at the beginning of the year	351.68	327.72
Interest cost	26.65	24.25
Current service cost	59.70	58.40
Benefits paid	(23.17)	(32.34)
Actuarial changes arising from changes in financial assumptions	0.52	(13.07)
Actuarial changes arising from changes in experience adjustments	46.95	(13.28)
Present Value of defined benefit obligation at the end of the year	462.32	351.68
Change in fair value of plan assets during the year		
Fair value of plan assets at the beginning of the year	303.69	205.18
Interest Income	23.63	14.90
Contributions paid by the employer	144.87	115.53
Benefits paid from the fund	(15.48)	(32.34)
Return on plan assets excluding interest income	(0.99)	0.41
Fair value of plan assets at the end of the year	455.72	303.69
Net asset / (liability) recognised in the balance sheet		
Present Value of defined benefit obligation at the end of the year	(462.32)	(351.68)
Fair value of plan assets at the end of the year	455.72	303.69
Amount recognised in the balance sheet	(6.60)	(47.99)
Net (liability) / asset- current	(34.29)	(40.02)
Net (liability) / asset- non-current	61.87	(5.94)
Expenses recognised in the statement of profit and loss for the year		
Current service cost	59.70	58.40
Interest cost on benefit obligation (net)	4.31	9.34
Total expenses included in employee benefits expense	64.01	67.74
Recognised in other comprehensive income for the year		
Actuarial changes arising from changes in demographic assumptions	-	-
Actuarial changes arising from changes in financial assumptions	0.52	(13.07)
Actuarial changes arising from changes in experience adjustments	46.95	(13.28)

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for the year ended 31st March, 2019

₹ in Lakhs

Particulars	Gratuity	
	For the year ended 31st March, 2019	For the year ended 31st March, 2018
	(Funded)	(Funded)
Return on plan assets excluding interest income	0.99	(0.41)
Recognised in other comprehensive income	48.46	(26.77)
Maturity profile of defined benefit obligation		
Within the next 12 months (next annual reporting period)	13.11	10.12
Between 2 and 5 years	182.73	131.17
Between 6 and 10 years	182.51	129.63
11 years and above	261.27	159.66

Sensitivity Analysis Method:

Sensitivity analysis is an analysis which will give the movement in liability if the assumptions were not proved to be true on different count. This only signifies the change in the liability if the difference between assumed and the actual is not following the parameters of the sensitivity analysis.

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Quantitative sensitivity analysis for significant assumption is as below:		
Increase / (decrease) on present value of defined benefits obligation at the end of the year:		
Projected Benefit Obligation on Current Assumptions	462.32	351.68
One percentage point increase in discount rate	(36.72)	(29.12)
One percentage point decrease in discount rate	42.37	33.81
One percentage point increase in rate of salary Increase	42.71	34.08
One percentage point decrease in rate of salary Increase	(37.62)	(29.83)
One percentage point increase in employee turnover rate	4.15	3.38
One percentage point decrease in employee turnover rate	(4.83)	(3.97)
Actuarial assumptions		
Discount rate	7.20% to 7.34%	7.20%-8.04%
Salary escalation	6.00%	6.00%
Mortality rate during employment	2006-08	2006-08
Mortality post retirement rate	N.A.	N.A.
Rate of Employee Turnover	2.00%	2.00%
Other details		
No of Active Members	393	294

Experience adjustments:

₹ in Lakhs

Particulars	**2018-19**	2017-18	2016-17	2015-16	2014-15
Defined Benefit Obligation	462.32	351.68	327.72	227.22	19.31
Plan Assets	455.72	303.69	205.18	180.91	2.05
Surplus / (Deficit)	(6.60)	(47.99)	(122.54)	(46.31)	(17.26)
Experience Adjustments on Plan Liabilities - Loss / (Gain)	(46.95)	13.28	17.06	6.42	4.39
Experience Adjustments on Plan Assets - Loss / (Gain)	0.99	(0.41)	6.99	(23.44)	(0.19)

(i) The Group expects to contribute ₹ 32.17 lakhs (previous year ₹ 33.07 lakhs) to its gratuity plan for the next year

(ii) In assessing the Group's post retirement liabilities, the Group monitors mortality assumptions and uses up-to-date mortality tables, the base being the Indian assured lives mortality (2006-08) ultimate

Notes to Consolidated Financial Statements

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(iii) Expected return on plan assets is based on expectation of the average long term rate of return expected on investments of the fund during the estimated term of the obligations after considering several applicable factors such as the composition of plan assets, investment strategy, market scenario, etc.

(iv) The estimates of future salary increase, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Compensated Absences

Assumption used in accounting for compensated absences:

Particulars	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Present Value of unfunded obligation (₹ in Lakhs)	349.39	278.08
Expense recognised in Statement of profit and loss (₹ in Lakhs)	87.47	87.69
Discount Rate (p.a)	7.79%	7.83%
Salary escalation rate (p.a)	6.00%	6.00%

Note 47:- Financial Instruments - Accounting Classifications and Fair Value Measurements

Capital risk management

The Group being in a capital intensive industry, its objective is to maintain a strong credit rating, healthy capital ratios and establish a capital structure that would maximise the return to stakeholders through optimum mix of debt and equity.

The Group's capital requirement is mainly to fund its capacity expansion, repayment of principal and interest on its borrowings and strategic acquisitions. The principal source of funding of the Group has been, and is expected to continue to be, cash generated from its operations supplemented by funding from bank borrowings and the capital markets. The Group is not subject to any externally imposed capital requirements.

The Group regularly considers other financing and refinancing opportunities to diversify its debt profile, reduce interest cost and elongate the maturity of its debt portfolio, and closely monitors its judicious allocation amongst competing capital expansion projects and strategic acquisitions, to capture market opportunities at minimum risk.

The Group monitors its capital using gearing ratio, which is net debt, divided to total equity. Net debt includes, interest bearing loans and borrowings less cash and cash equivalents, bank balances other than cash and cash equivalents and current investments.

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Long term borrowings	200,012.06	136,387.61
Current maturity of long term borrowings	5,071.93	5,180.02
Short term borrowings	-	31,611.50
Less: Cash and cash equivalent	5,029.65	7,727.35
Less: Bank balances other than cash and cash equivalents	5,146.71	25,117.61
Less: Current investments	22,976.24	2,837.62
Net debt	**171,931.39**	**137,496.55**
Total equity	**308,471.84**	**280,489.70**
Gearing ratio	**0.56**	**0.49**

Notes to Consolidated Financial Statements

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(i) Equity includes all capital and reserves of the Company that are managed as capital.

(ii) Debt is defined as long and Short-term borrowings (excluding financial guarantee contracts), as described in notes 17.

Categories of financial instruments

The accounting classification of each category of financial instruments, and their carrying amounts, are set out below:

₹ in Lakhs

Particulars	Carrying amount		Fair Value	
	As at 31st March, 2019	As at 31st March, 2018	**As at 31st March, 2019**	As at 31st March, 2018
Financial assets at amortised cost:				
Loans (Non-Current)	152.00	190.00	152.00	190.00
Loans (Current)	31,394.81	14,950.37	31,394.81	14,950.37
Trade receivables	30,761.29	29,427.13	30,761.29	29,427.13
Other financial assets (Non-current)	1,610.36	4,943.32	1,610.36	4,943.32
Other financial assets (current)	3,677.01	3,329.96	3,677.01	3,329.96
Cash and cash equivalents	5,029.65	7,727.35	5,029.65	7,727.35
Bank balances other than cash and cash equivalents	5,146.71	25,117.61	5,146.71	25,117.61
Total	**77,771.83**	**85,685.74**	**77,771.83**	**85,685.74**
Financial assets at fair value through profit or loss:				
Investments (Level 1)	22,976.24	2,837.62	22,976.24	2,837.62
Total	**22,976.24**	**2,837.62**	**22,976.24**	**2,837.62**
Financial liabilities at amortised cost:				
Borrowings (Non-current) (Level 2)	205,083.99	141,567.63	207,487.91	143,296.81
Borrowings (current) (Level 2)	-	31,611.50	-	31,611.50
Trade payables	651.27	15,575.93	651.27	15,575.93
Other financial liabilities (Non-current)	7,360.97	5,708.42	7,360.97	5,708.42
Other financial liabilities (current)	33,968.65	30,473.36	33,968.65	30,473.36
Total	**247,064.88**	**224,936.85**	**249,468.80**	**226,666.02**

Fair value hierarchy

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the assets or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

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

Note 48:- Financial Risk Management Objectives and Policies

The Group's activities expose it to a variety of financial risks, market risk, credit risk, liquidity risk and foreign exchange risk. The Group's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance.

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 the market prices. The Group is exposed in the ordinary course of its business to risks related to changes in foreign currency exchange rates and interest rates.

Foreign currency risk management:

The Group's functional currency is Indian Rupees (INR). The Group undertakes transactions denominated in foreign currencies; consequently, exposure to exchange rate fluctuations arise. Volatility in exchange rates affects the Group's revenue . The Group is exposed to exchange rate risk under its trade and debt portfolio.

Notes to Consolidated Financial Statements

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The carrying amounts of the group's monetary assets and monetary liabilities at the end of the reporting year are as follows:

₹ in Lakhs

Foreign currency exposure	Foreign Currency		INR	
	As at 31st March, 2019	As at 31st March, 2018	**As at 31st March, 2019**	As at 31st March, 2018
Foreign Currency Loan (USD)	1,274.29	1,456.53	88,002.98	94,738.82
Foreign Currency Loan (JPY)	-	19,155.00	-	11,787.99
Others (USD)	-	9.70	-	630.89
	1,274.29	**20,621.23**	**88,002.98**	**107,157.70**

The above foreign currecy items are unhedged.

Foreign currency sensitivity

1 % increase or decrease in foreign exchange rates will have the following impact on profit before tax.

₹ in Lakhs

Particulars	For the year ended 31st March, 2019		For the year ended 31st March, 2018	
	1 % Increase	**1 % decrease**	1 % Increase	1 % decrease
Foreign Currency Loan (USD)	(880.03)	880.03	(846.08)	846.08
Foreign Currency Loan (JPY)	-	-	(117.88)	117.88
Increase/ (decrease) in profit or loss	**(880.03)**	**880.03**	**(963.96)**	**963.96**

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. In order to optimize the Group's position with regard to interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio.

The following table provides a break-up of the Group's fixed and floating rate borrowings:

₹ in Lakhs

Particulars	**As at 31st March, 2019**	As at 31st March, 2018
Floating rate borrowings	205,083.99	173,179.14
Fixed rate borrowings	-	-
Total borrowing	205,083.99	173,179.14
Add: Upfront fees	2,403.92	1,729.18
Total gross borrowings	**207,487.91**	**174,908.31**

A change of 25 basis points in interest rates would have following impact on profit before tax.

Particulars	**For the year ended 31st March, 2019**	For the year ended 31st March, 2018
25 bp increase - Decrease in profit	379.22	397.53
25 bp decrease - Increase in profit	379.22	397.53

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables amounting to ₹ 30,504 Lakhs and ₹

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29,427 Lakhs as of March 31, 2019 and March 31, 2018, respectively. The Group has its major revenue from group companies, revenue from third party majourly consist of Revenue from Fujairah government, Paradip government and some cargo at Jaigarh & Dharamtar ports for which credit risk is not perceived as credit is not allowed to third party customers.

The following table gives details in respect of percentage of revenues generated from Group companies and third party:

Particulars	For the year ended 31st March, 2019	Percentage of Revenue	For the year ended 31st March, 2018	Percentage of Revenue
Revenue from group companies	89,639.02	82.98%	78,631.08	78.78%
Revenue from third parties	18,387.00	17.02%	21,178.28	21.22%
Total	**108,026.02**	**100.00%**	**99,809.36**	**100.00%**

Credit Risk Exposure

The allowance for lifetime expected credit loss on customer balances for the year ended March 31, 2019 and March 31, 2018 was ₹ 85.47 Lakhs and ₹ 85.47 Lakhs respectively.

Credit risk on cash and cash equivalents is limited as we generally invest in deposits with banks and financial institutions with high credit ratings assigned by international and domestic credit rating agencies. Investments primarily include investment in liquid mutual fund units with high credit rating mutual funds.

Liquidity risk management:

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they become due. The Group manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities. Long-term borrowings generally mature between one and 10 years. Liquidity is reviewed on a daily basis based on weekly cash flow forecast.

As of March 31, 2019, the Group had a working capital of ₹ 61,088 Lakhs As of March 31, 2018, the Group had a working capital of ₹ 42,109 Lakhs. The Group is confident of managing its financial obligation through short term borrowing and liquiduty management.

Maturity profile of financial liabilities:

The table below provides details regarding the contractual maturities of significant financial liabilities as of March 31, 2017:

As at 31st March, 2019	Less than one year	1 to 5 years	> 5 years	Total
Borrowings (Non-current) (Level 2)	-	76,049.57	123,962.49	200,012.06
Borrowings (current)	0.00	-	-	-
Trade payables	651.27	-	-	651.27
Other financial liabilities (non-current)	-	5,057.66	2,303.29	7,360.97
Other financial liabilities (current)	38,980.59	59.97	-	39,040.58
	39,631.86	**81,167.20**	**126,265.78**	**247,064.88**

As at 31st March, 2018	Less than one year	1 to 5 years	> 5 years	Total
Borrowings (non current)	-	32,308.28	104,079.32	136,387.60
Borrowings (current)	31,611.50	-	-	31,611.50
Trade payables	15,575.93	-	-	15,575.93

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Other financial liabilities (non-current)	270.00	5,438.43	-	5,708.43
Other financial liabilities (current)	35,590.90	62.49	-	35,653.39
	83,048.33	**37,809.20**	**104,079.32**	**224,936.85**

Collateral

The Group has pledged part of its trade receivables, Short-term investments and cash and cash equivalents in order to fulfil certain collateral requirements for the banking facilities extended to the Group. There is obligation to return the securities to the Group once these banking facilities are surrendered. (Refer note 21).

Note 49:- Employee Stock Option Plan (ESOP)

The board of directors approved the Employee Stock Option Plan 2016 on March 23, 2016 for issue of stock options to the employee of the Company and its subsidiaries. According to ESOP plans, the employee selected by the ESOP committee from time to time will be entitled to option based upon the CTC/fixed pay, subject to satisfaction of the prescribed vesting conditions. The other relevant terms of the grant are as follows:

Particulars	ESOP Plan 2016		
	First Grant	Second Grant	Third Grant
	13th June, 2016	17th May, 2017	3rd July, 2018
Vesting period	1 year	3.5 years	3.5 years
Exercise period	1 year	1 year	1 year
Expected life	5.5 years	5.63 years	5 years
Weighted average Exercise price on the date of grant	₹ 897	₹ 996	₹ 869
Weighted average fair value as on grant date	₹ 516.82	₹ 685.00	₹ 585.02

Particulars	ESOP Plan 2016		
	First Grant	Second Grant	Third Grant
	13th June, 2016	17th May, 2017	3rd July, 2018
Options Granted	168,495	157,667	230,515
Option Vested	123,179	143,382	212,444
Options Exercised	-	-	-
Options lapsed	45,316	14,286	18,071
Options bought-out during the year	-	-	-
Total number of options outstanding	**123,179**	**143,382**	**212,444**

Each option entitles the holder to exercise the right to apply and seek allotment of one equity share of ₹ 10 each.

The following table exhibits the net compensation expenses arising from share based payment transaction:

Particulars	**For the year ended 31st March, 2019**	For the year ended 31st March, 2018
Expense arising from equity settled share based payment transactions	855.40	529.74
Less: Expense capitalised out of above	118.99	-
Net expense recognised in statement of Profit and Loss	736.42	529.74

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For options granted under ESOP 2016 Scheme, the weighted average fair values have been determined using the Black Scholes Option Pricing Model considering the following parameters:

Particulars	ESOP Plan 2016		
	First Grant	Second Grant	Third Grant
Grant Date	13th June, 2016	17th May, 2017	3rd July, 2018
Weighted average share price on the date of grant	₹ 997	₹ 1,245	₹ 1,086
Weighted average Exercise price on the date of grant	₹ 897	₹ 996	₹ 869
Expected volatility (%)	38.33%	37.71%	37.09%
Expected life of the option (years)	5.5 years	5.63 years	5 years
Expected dividends (%)	0%	0%	0%
Risk-free interest rate (%)	7.43%	6.98%	7.97%
Weighted average fair value as on grant date	₹ 516.82	₹ 685.00	₹ 585.02

The activity is the ESOP Plan for equity-settled share based payment transaction during the year ended March 31, 2019 set out below :

Particulars	ESOP Plan 2016		
	First Grant	Second Grant	Third Grant
Grant Date	13th June, 2016	17th May, 2017	3rd July, 2018
Outstanding as at 1st April 2017	144,128	-	-
Granted during the year	-	157,667	-
Forfeited during the year	16,318	-	-
Exercised during the year	-	-	-
Bought-out during the year	-	-	-
Outstanding as at 31st March 2018	**127,810**	**157,667**	**-**
Granted during the year	-	-	230,515
Forfeited during the year	4,631	14,286	18,071
Exercised during the year	-	-	-
Bought-out during the year	-	-	-
Outstanding as at 31st March 2019	**123,179**	**143,382**	**212,444**

Note 50:- Pursuant to Ind As-17 - Leases, the Following Information is Disclosed:

Assets taken on operating lease

(i) The Group has taken assets of Port Premises on operating lease. The lease rentals are payable by the Group on annually basis.

(ii) Future minimum rentals payable under non-cancellable operating leases are as follows:

₹ in Lakhs

Particulars	**As at 31st March, 2019**	As at 31st March, 2018
Not Later than 1 year	672.97	643.59
Later than 1 year and not later than 5 years	2,791.51	2,714.73
Later than 5 years	5,354.74	6,104.49
	8,819.22	**9,462.81**

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Note 51:- Disclosures as Required by Indian Accounting Standard (Ind As) 33 Earnings Per Share

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Earnings per share has been computed as under		
Profit for the year (₹ In Lakhs)	26,672.45	26,768.36
Face value of equity share (₹/share)	10.00	10.00
Weighted average number of equity shares outstanding	**60,179,778**	**57,333,272**
Effect of Dilution:		
Weighted average number of treasury shares held under ESOP Trust	530,214.00	530,214.00
Effect of Dilutive common equivalent shares - share option outstanding	83,480.92	23,895.04
Weighted average number of equity shares outstanding	**60,793,473**	**57,887,381**
Earnings per equity share		
Basic (₹/share)	**44.32**	**46.69**
Diluted (₹/share)	**43.87**	**46.24**

For details regarding treasury shares held through the ESOP trust (refer note no.19).

Note 52: Segment Reporting

The Group is primarily engaged in one business segment, namely developing, operating and maintaining the Ports services, Ports related Infrastructure development activities and development of infrastructure as determined by chief operational decision maker, in accordance with Ind-AS 108 "Operating Segment"

Considering the inter relationship of various activities of the business, the chief operational decision maker monitors the operating results of its business segment on overall basis. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements.

Note 53 : South West Private Limited, subsidiary of the Group was charged a levy (CHLD Charges) by The Mormugao Port Trust, since November, 2007 for not using the labour of Cargo Handling Labour Department (CHLD) for loading and unloading at the time of use of Ship's Gear at the Berth/s 5A and 6A. The Company had contested this levy with a sole Arbitrator. The sole Arbitrator vide his order dated 8th November, 2014 has given the award in favour of the Company and asked the Mormugao Port Trust to refund the entire CHLD collected till date of the order along with interest of 9% per annum. However, the Mormugao Port Trust has preferred an appeal against the order of the Arbitrator with the District Court, Goa under section 34 of the Arbitration and Conciliation Act 1996. The Mormugao Port Trust had deposited ₹ 6,08,18,067/- being the amount contested with the Hon'ble District Court. The Company vide its application dated 24.09.2015 to the Hon' ble District Court for withdrawal of 50 % of the amount deposited by the Port Trust. The Hon'ble District Court had issued an Order dated 31.10.2015 accepting the request of the company, based on an undertaking and Bank Guarantee given by company to return the same along with Interest @ 9%, in case, final decision goes in favor of the Mormugao Port Trust. The Company has received an amount of ₹ 3 crores from the Hon'ble District Court based on the conditions specified, during the year.

Note 54 : In the opinion of the management the current assets, loans and advances (including capital advances) have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated.

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

Note 55:- Non-Controlling Interest

a) Financial information of South West Port Limited

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Non-current assets	40,574.21	39,762.18
Current assets	28,907.91	34,640.86
Non-current liabilities	2,441.05	6,209.73
Current liabilities	5,357.89	8,381.67
Equity attirbutable to owners of the company	45,782.20	44,380.80
Non-controlling interest	15,900.99	15,430.85

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Revenue	17,090.54	27,892.93
Expenses	16,840.87	23,884.58
Profit / (loss) for the year	1,796.88	4,903.99
Profit / (loss) attributable to owners of the Company	1,329.69	3,628.95
Profit / (loss) attributable to the non-controlling interest	467.19	1,275.04
Profit / (loss) for the year	1,796.88	4,903.99
Other comprehensive income attributable to owners of the Company	8.40	4.12
Other comprehensive income attributable to the non-controlling interest	2.95	1.45
Other comprehensive income for the year	11.35	5.57
Total comprehensive income attributable to owners of the Company	1,338.09	3,633.08
Total comprehensive income attributable to the non-controlling interest	470.14	1,276.49
Total comprehensive income for the year	1,808.23	4,909.56

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Net cash inflow / (outflow) from operating activities	5,629.92	6,485.46
Net cash inflow / (outflow) from investing activities	(3,587.47)	1,084.67
Net cash inflow / (outflow) from financing activities	(2,798.33)	(7,596.08)
Net cash inflow / (outflow)	(755.89)	(25.95)

b) Financial information of Jaigarh Digni Rail Limited

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Non-current assets	8,965.06	6,169.56
Current assets	2,657.24	4,359.94
Non-current liabilities	232.30	93.15
Current liabilities	1,225.09	321.55
Equity attirbutable to owners of the company	6,403.88	6,372.31
Non-controlling interest	3,761.02	3,742.48

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Revenue	-	-
Expenses	81.35	198.36
Profit / (loss) for the year	62.34	59.78
Profit / (loss) attributable to owners of the Company	39.28	37.66
Profit / (loss) attributable to the non-controlling interest	23.07	22.12
Profit / (loss) for the year	62.34	59.78
Other comprehensive income attributable to owners of the Company	(7.70)	-1.60
Other comprehensive income attributable to the non-controlling interest	(4.52)	-0.94
Other comprehensive income for the year	(12.23)	-2.53
Total comprehensive income attributable to owners of the Company	31.57	36.07
Total comprehensive income attributable to the non-controlling interest	18.54	21.18
Total comprehensive income for the year	50.12	57.25

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Net cash inflow / (outflow) from operating activities	70.06	(1,328.09)
Net cash inflow / (outflow) from investing activities	(803.36)	(4,655.29)
Net cash inflow / (outflow) from financing activities	1,000.00	5,995.00
Net cash inflow / (outflow)	266.70	11.61

c) Financial information of JSW Paradip Terminal Private Limited

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Non-current assets	48,932.04	25,394.26
Current assets	8,684.87	2,235.38
Non-current liabilities	26,665.35	20,252.32
Current liabilities	25,075.21	5,001.51
Equity attirbutable to owners of the company	5,904.93	2,396.38
Non-controlling interest	(28.58)	(20.57)

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Revenue	780.21	-
Expenses	942.40	248.22
Profit / (loss) for the year	(123.30)	(207.11)
Profit / (loss) attributable to owners of the Company	(114.96)	(193.11)
Profit / (loss) attributable to the non-controlling interest	(8.33)	(14.00)
Profit / (loss) for the year	(123.30)	(207.11)
Other comprehensive income attributable to owners of the Company	4.51	-
Other comprehensive income attributable to the non-controlling interest	0.33	-
Other comprehensive income for the year	4.84	-
Total comprehensive income attributable to owners of the Company	(110.45)	(193.11)
Total comprehensive income attributable to the non-controlling interest	(8.01)	(14.00)
Total comprehensive income for the year	(118.46)	(207.11)

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Net cash inflow / (outflow) from operating activities	(3,191.48)	2,875.78
Net cash inflow / (outflow) from investing activities	(23,107.72)	(21,509.19)
Net cash inflow / (outflow) from financing activities	26,852.44	18,950.58
Net cash inflow / (outflow)	553.23	317.17

d) Financial information of Paradip East Quay Terminal Private Limited

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Non-current assets	32,488.99	10,313.55
Current assets	5,825.55	2,500.57
Non-current liabilities	20,333.99	3,775.27
Current liabilities	10,124.16	3,597.30
Equity attirbutable to owners of the company	7,784.48	5,411.77
Non-controlling interest	71.91	29.78

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Revenue	840.24	807.25
Expenses	104.80	185.87
Profit / (loss) for the year	623.23	441.65
Profit / (loss) attributable to owners of the Company	581.10	411.79
Profit / (loss) attributable to the non-controlling interest	42.13	29.86
Profit / (loss) for the year	623.23	441.65
Other comprehensive income attributable to owners of the Company	-	-
Other comprehensive income attributable to the non-controlling interest	-	-
Other comprehensive income for the year	-	-
Total comprehensive income attributable to owners of the Company	581.10	411.79
Total comprehensive income attributable to the non-controlling interest	42.13	29.86
Total comprehensive income for the year	623.23	441.65

₹ in Lakhs

Particulars	As at 31st March, 2019	As at 31st March, 2018
Net cash inflow / (outflow) from operating activities	(2,192.11)	(590.60)
Net cash inflow / (outflow) from investing activities	(19,987.16)	(6,233.81)
Net cash inflow / (outflow) from financing activities	22,120.88	6,978.50
Net cash inflow / (outflow)	(58.39)	154.09

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

NOTE 56:- Disclosure of additional information pertaining to the Parent Company, Subsidiaries and Joint ventures as per Schedule III of Companies Act, 2013

Name of entity in the group	Net Assets, i.e. total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount (₹ Lakhs)	As % of consolidated profit or loss	Amount (₹ Lakhs)	As % of consolidated other comprehensive income	Amount (₹ Lakhs)	As % of total comprehensive income	Amount (₹ Lakhs)
Parent Company								
JSW Infrastructure Limited	37.15%	141,488.54	39.32%	11,090.93	48.74%	(15.92)	39.31%	11,075.02
Subsidiaries								
Indian								
JSW Jaigarh Port Limited	33.35%	127,018.60	27.36%	7,716.23	0.00%	-	27.39%	7,716.23
South West Port Limited	12.02%	45,782.20	4.71%	1,329.69	-25.73%	8.40	4.75%	1,338.09
JSW Dharamtar Port Private Limited	4.80%	18,286.49	17.96%	5,065.52	53.99%	(17.63)	17.92%	5,047.89
Dhamankhol Fintrade Private Limited	0.10%	395.96	-0.07%	(19.68)	0.00%	-	-0.07%	(19.68)
JSW Jaigarh Infrastructure Development Private Limited	0.37%	1,406.83	-0.10%	(27.33)	0.00%	-	-0.10%	(27.33)
Masad Marine Services Private Limited	0.00%	(0.78)	0.00%	(0.32)	0.00%	-	0.00%	(0.32)
JSW Terminal (Mormugao) Private Limited	0.00%	(13.70)	0.00%	(0.33)	0.00%	-	0.00%	(0.33)
Nalwa Fintrade Private Limited	0.06%	216.56	-0.04%	(10.52)	0.00%	-	-0.04%	(10.52)
JSW Nandgaon Port Private Limited	0.91%	3,472.86	-0.01%	(2.02)	0.00%	-	-0.01%	(2.02)
JSW Salav Port Private Limited	0.00%	(1.30)	0.00%	(0.35)	0.00%	-	0.00%	(0.35)
JSW Shipyard Private Limited	0.01%	44.80	0.00%	(1.34)	0.00%	-	0.00%	(1.34)
Paradip East Quay Terminal Pvt Ltd.	2.04%	7,784.48	2.06%	581.10	0.00%	-	2.06%	581.10
JSW Paradip Terminal Private Limited	1.55%	5,904.93	-0.41%	(114.96)	-13.82%	4.51	-0.39%	(110.45)
Jaigarh Digni Rail Limited	1.68%	6,403.88	0.14%	39.28	23.59%	(7.70)	0.11%	31.57
Vanity Fintrade Private Limited	0.13%	480.90	-0.09%	(25.66)	0.00%	-	-0.09%	(25.66)
Foreign								
JSW Terminal Middleast FZE	0.65%	2,483.13	7.31%	2,060.74	9.43%	(3.08)	7.30%	2,057.66
Non-controlling interest in all subsidiaries	5.17%	19,705.34	1.86%	524.05	3.81%	(1.24)	1.86%	522.81
Total	**100.00%**	**380,859.69**	**100.00%**	**28,205.03**	**100.00%**	**(32.66)**	**100.00%**	**28,172.38**

Notes to Consolidated Financial Statements

for the year ended 31st March, 2019

Note 57 : The Group is yet to receive balance confirmation in respect of certain sundry creditors, advances and debtors. The management does not expect any material difference affecting the current years financial statements due to the same.

Note 58 : Previous year's figures have been reclassified and regrouped wherever necessary to confirm with the current year classification.

Note 59 : The consolidated financial statements are approved for issue by the Board of Directors in the meeting held on 21st May, 2019.

Note 60: The following entities will be merged with JSW Infrastructure Limited as a going concern w.e.f 1 April 2019. Considering the business needs, it is thought fit to reduce the number of subsidiaries, so as to enable JSW Infrastructure Limited to incorporate/ acquire new subsidiaries in future. Application was filed in NCLT Mumbai Bench on 20 December 2018. The Scheme set out herein in its present form or with any modification(s) approved or directed by the NCLT or any amendment(s) made under Clause 17 of this Scheme shall be effective from the Appointed Date but shall become operative from the Effective Date.

a) Avani Spaces Private Limited

b) Dhamankhol Fintrade Private Limited

c) JSW Jaigarh Infrastructure Development Private Limited

d) Nalwa Fintrade Private Limited

e) Nisagra Spaces Private Limited

f) Vanity Fintrade Private Limited

g) Sarvoday Advisory Services Private Limited

h) JSW Infrastructure Fintrade Private Limited

As per our attached report of even date

For HPVS & Associates
Chartered Accountants
Firm's Registration No: 137533W

Vaibhav L Dattani
Partner
Membership No. 144084

Date: 21st May 2019
Mumbai

For and on behalf of the Board of Directors

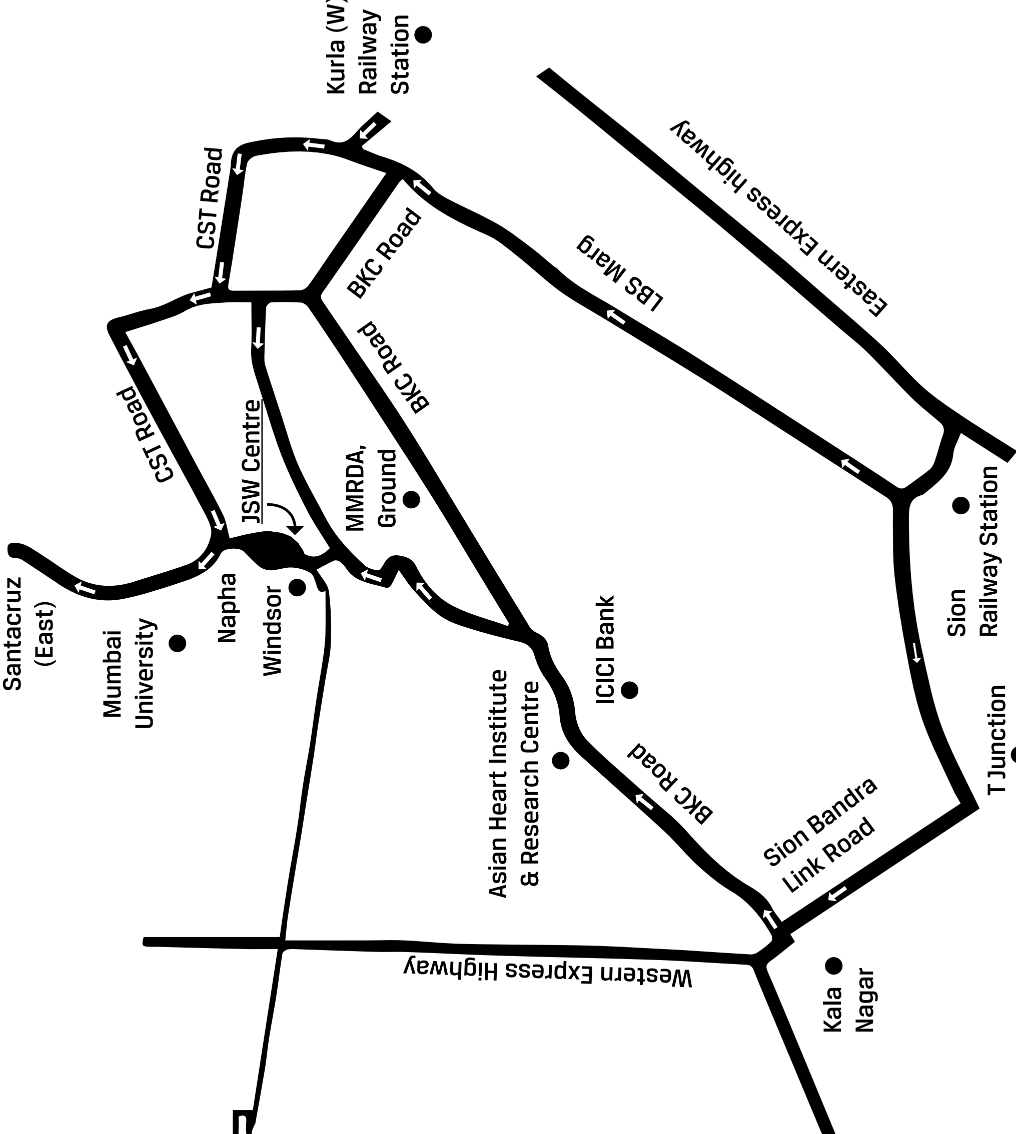
N K Jain
Chairman
DIN : 00019442

Arun Maheshwari
JMD & CEO
DIN : 01380000

Lalit Singhvi
Director & CFO
DIN : 05335938

Gazal Qureshi
Company Secretary
M No. A16843

MAP



JSW CENTRE, BANDRA KURLA COMPLEX, BANDRA EAST, MUMBAI-400 051.

Notes

Notes

Financial Highlights - Standalone

in millions

Particulars	2014-15	2015-16	2016-17	2017-18	**2018-19**
	As per I GAAP	As per Ind As	As per Ind As	As per Ind As	**As per Ind As**
Operating Income	2,176.98	2,924.55	2,259.16	2,295.32	2,708.33
Other Income	41.24	157.66	210.48	338.77	654.17
Total Income	2,218.22	3,082.21	2,469.64	2,634.09	3,362.51
EBIDTA	1,632.77	2,532.66	1,871.63	2,015.94	2,100.63
Depreciation and Goodwill Impairment	766.26	788.40	721.41	740.74	835.31
Interest	798.67	616.94	466.86	294.09	61.05
PBT	67.84	1,127.32	683.36	981.11	1,204.27
Tax	-	160.28	118.34	272.18	94.96
PAT	67.84	967.04	565.02	708.93	1,109.31
Other Comprehensive Income	-	0.46	-0.15	-1.06	-1.59
TotalComprehensive Income	-	967.50	564.87	707.86	1,107.71
EPS (in Rupees)	1.19	17.01	9.91	12.36	18.43
Shares in issue (nos)	56,847,632	56,847,632	56,317,418*	60,179,778*	60,179,778*
CAPITAL ACCOUNTS					
Gross Block	4,418.32	3,229.46	2,526.66	1,806.44	989.98
Net Block	3,522.67	3,201.19	2,481.75	1,747.23	915.16
Capital Work in Progress	-	-	-	-	-
Total Debt	**5,574.50**	**4,448.32**	**3,191.84**	**538.07**	**-**
Authroised Share capital	1,510.00	1,510.00	1,510.00	1,510.00	1,510.00
Equity Capital	568.48	568.48	563.17	601.80	601.80
Reserves & Surplus	5,278.87	6,079.79	6,835.33	12,357.51	13,547.05
Sharesholders' Funds	**5,847.35**	**6,648.27**	**7,398.50**	**12,959.31**	**14,148.85**

Financial Highlights - Consolidated

in millions

Particulars	2014-15	2015-16	2016-17	2017-18	**2018-19**
	As per I GAAP	As per Ind As	As per Ind As	As per Ind As	**As per Ind As**
Throughput (MMT) - (Total Cargo)	25.06	29.55	38.26	54.30	65.20
Operating Income	5,535.07	7,201.20	8,877.84	9,980.94	10,802.60
Other Income	192.26	315.17	583.54	766.75	1,013.33
Total Income	5,727.33	7,516.37	9,461.38	10,747.69	11,815.93
EBIDTA	3,573.56	5,113.60	6,384.24	7,367.98	7,134.74
Depreciation and Goodwill Impairment	1,178.50	1,502.91	1,526.47	2,294.27	2,524.95
Interest	856.60	865.78	902.14	1,298.94	1,771.36
PBT	1,538.45	2,744.91	3,955.63	3,774.76	2,838.42
Tax	61.29	405.81	851.72	966.63	118.77
PAT	1,477.16	2,339.10	3,103.91	2,808.13	2,719.65
Other Comprehensive Income		1.88	-0.70	-0.24	-3.27
TotalComprehensive Income	1,477.16	2,340.98	3,103.21	2,807.89	2,716.38
EPS (in Rupees)	22.09	38.99	51.21	46.69	44.32
Shares in issue (nos)	56,847,632	56,847,632	56,317,418*	60,179,778*	60,179,778*
CAPITAL ACCOUNTS					
Gross Block	16,361.08	19,290.20	27,312.37	34,157.81	37,380.55
Net Block	12,488.60	18,558.26	25,761.72	31,039.79	32,564.89
Capital Work in Progress	4,298.94	3,744.14	3,800.07	6,326.23	8,618.41
Total Debt	**8,416.30**	**11,093.48**	**15,991.13**	**17,317.91**	**20,508.40**
Equity Capital	568.48	568.48	563.17	601.80	601.80
Reserves & Surplus	11,117.94	16,250.27	19,544.16	27,447.17	30,245.39
Sharesholders' Funds	**11,686.42**	**16,818.75**	**20,107.33**	**28,048.97**	**30,847.18**

*From FY2017 onwards number of shares issued reported above are after reducing 530,214 treasury shares.

JSW Infrastructure Limited

CIN: U45200MH2006PLC161268

Registered Office
JSW Centre
Bandra Kurla Complex, Bandra East,
Mumbai 400051 Tel: 022 4286 1000
Fax: 022 4286 3000

/Concept, content and design at AICL (hello@aicl.in)