



# 22nd

## ANNUAL REPORT 2018-2019



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Hotel Building and Convention Centre for M/s TAMARA at Trivandrum, Kerala



PDIC Centre Building for M/s Bharat Electronics Limited at Bengaluru, Karnataka

## BOARD OF DIRECTORS

**R Sarabeswar**

*Chairman & Chief Executive Officer*

**S Sivaramakrishnan**

*Managing Director*

**V G Janarthanam**

*Director(Operations)*

**Sujit Mundul**

*Independent Director*

**Jayaram Rangan**

*Independent Director*

**Ms. Kameswari Subramanian**

*Independent Director*

**Mohan Srinivasan**

*Independent Director*

**Raja Kumar KEC**

*(Nominee Director of UTI Venture Funds  
Management Company Private Limited)*

### CHIEF FINANCIAL OFFICER and COMPANY SECRETARY

**R. Siddharth**

### SECRETARIAL AUDITOR

**N. Balachandran**

### AUDITORS

**Sundar Sridhar**

Chartered Accountants, Chennai

### BANKERS

State Bank of India,  
Bank of Baroda,  
ICICI Bank, IDBI Bank

### REGISTERED OFFICE

No.5, II Link Street, C.I.T.Colony,  
Mylapore, Chennai 600 004.  
Phone: 2345 4500 Fax: 2499 0225

### REGISTRARS:

**Karvy Fintech Pvt. Ltd.**

Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District,  
Nanakramguda, Hyderabad – 500 032 Ph : 91-40-6716 1563

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## NOTICE OF TWENTY SECOND ANNUAL GENERAL MEETING OF CONSOLIDATED CONSTRUCTION CONSORTIUM LIMITED

Notice is hereby given that Twenty Second Annual General Meeting of M/s. Consolidated Construction Consortium Limited will be held on Monday, the September 30, 2019 at 2.45 PM at **Shri Umadri Mini Hall, 99 Rajiv Gandhi Salai (OMR), Sholinganallur, Chennai 600 119** to transact the following businesses:

### ORDINARY BUSINESS:

#### 1. Adoption of Standalone Financial Statements

To consider and, if thought fit, to pass, the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** the audited financial statements of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors and Auditors thereon be and are hereby received, considered and adopted.”

#### 2. Adoption of Consolidated Financial Statements

To consider and, if thought fit, to pass, the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** the audited consolidated financial statements of the Company for the financial year ended March 31, 2019 and the report of the Auditors thereon be and are hereby received, considered and adopted.”

#### 3. Re-Appointment of Director

To consider and if deemed fit, to pass, the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Shri. V.G. Janarthanam (holding DIN 00426422) who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation.

### SPECIAL BUSINESS:

#### 4. Appointment of Independent Director - Mr. Sujit Mundul (DIN: 03519755)

To consider and if deemed fit, to pass, the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** Mr. Sujit Mundul who was appointed by the Board of Directors, as an Additional Director with effect from December 03, 2018 and who holds office up to the date of this Annual General Meeting in terms of Section 161(1) of the Companies Act, 2013 (“Act”) and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company.”

**“RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act, as amended from time to time, the appointment of Mr. Sujit Mundul (DIN: 03519755), who meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who has submitted a declaration to that effect,

and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing 03rd December 2018 to 02nd December 2023, be and is hereby approved.”

#### 5. Appointment of Independent Director – Ms. Kameswari Subramanian (DIN: 08290521)

To consider and if deemed fit, to pass, the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** Ms. Kameswari Subramanian who was appointed by the Board of Directors, as an Additional Director with effect from December 03, 2018 and who holds office up to the date of this Annual General Meeting in terms of Section 161(1) of the Companies Act, 2013 (“Act”) and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company.”

**“RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act, as amended from time to time, the appointment of Ms. Kameswari Subramanian (DIN: 08290521), who meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing 03rd December 2018 to 02nd December 2023, be and is hereby approved.”

#### 6. Appointment of Independent Director – Mr. Jayaram Rangan, (DIN:00573850)

To consider and if deemed fit, to pass, the following resolution as a special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulations 17 & 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Jayaram Rangan (DIN:00573850) who was appointed as an Independent Director of the Company by the Members with effect from 01st September, 2014 and whose term of office expires on 31st August, 2019, be and is hereby reappointed as an Independent Director of the Company not liable to retire by rotation for another term of five consecutive years from 01st September 2019 to 31st August 2024.”

#### 7. Remuneration of Cost Auditors

To consider and if deemed fit, to pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration of Rs 75,000/- (Rupees Seventy Five Thousand Only) plus applicable taxes and out of pocket expenses payable to M/s. SS Associates, Cost Accountants, Chennai (Firm Registration No.: 000513) for audit of the cost records of the Company for the financial year ending March 31, 2020 as approved by the Board of Directors of the Company, be and is hereby ratified.”

#### 8. Issue of Non-Convertible Debentures

To consider and if deemed fit, to pass, the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force) and subject to the provisions of the Articles of Association of the

Company and such other rules/regulations, as may be applicable, consent be and is hereby accorded to the Board of Directors of the Company to offer, invite and issue secured / unsecured redeemable non-convertible debentures, aggregating up to Rs 2000 Crores (Rupees Two Thousand crores only), on private placement basis to Nationalised Banks/Indian Private Banks/Foreign Banks/Other Banks/Financial Institutions/Foreign portfolio investors/Foreign Institutional investors and Other eligible investors in one or more tranches during a period of one year from the date of passing of this resolution within the overall borrowings limits of the Company as approved by the members from time to time and on such terms and conditions as the Board of Directors of the Company may determine and consider proper and most beneficial to the Company including, without limitation, as to when the said Debentures are to be issued, coupon rate, redemption period, utilization of the issue proceeds and all matters connected therewith or incidental thereto.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any Committee thereof), be and is hereby authorised to do all such acts, deeds and things and give such directions as may be deemed necessary or expedient, to give effect to this resolution.”

By Order of the Board

Place: Chennai  
Date : August 28, 2019

R.Siddharth  
CFO cum Company Secretary

## NOTES

1. A member entitled to attend and vote, is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. Proxy forms, in order to be valid should be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting.
2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. Members/Proxies should bring the Attendance slip duly filed in for attending the meeting along with their copy of the Annual Report.
4. Corporate Members intending to send their authorized representative(s) to attend the meeting are requested to send a certified copy of Board Resolution authorizing such representative(s) to attend and vote on their behalf at the Meeting.
5. Details under Regulation of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 in respect of the Directors seeking appointment/reappointment at the Annual General Meeting are enclosed and form an integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment
6. A Statement pursuant to Section 102 (1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
7. Members are advised to quote the Registered Folio Numbers/ DPID & client ID Number in all correspondence with the company.
8. All documents referred to in the above notice and statement is open for inspection at the Registered Office of the company between 10.30 a.m. to 1.00 P.M on all working days.
9. The Register of Members and Share Transfer books of the company shall remain closed from 24th September 2019 to 30th September, 2019 (both days inclusive).
10. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
11. Members are requested to contact the Registrar and Transfer Agent (RTA) for all matters relating to Company's shares at:  
**M/s. Karvy Fintech Private Limited,**  
Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032
12. Members holding shares in physical form are requested to notify/send the following to the Company's Registrar and Share Transfer Agents to facilitate better services:
  - (i) Any change in their address, mandates, and Bank details.
  - (ii) Share certificates held in multiple accounts names or joint names in the same order of names for consolidation of such shareholding into one account.
13. Non-Resident Indian Members are requested to inform the Registrar and Share Transfer Agent of the Company, immediately on the change in their residential status on return to India for Permanent settlement together with the particulars of their Bank Account maintained in India with complete Name, Branch, Account type, account number and address of the Bank with PIN code number if not furnished earlier.
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / RTA.
15. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to RTA, for consolidation into a single folio.
16. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
17. We propose to send all documents including Annual Reports in electronic form to the Members on the email address provided by them to the Company/ RTA / Depositories. The Members holding shares in physical form are requested to intimate/update the email address to the Company/RTA, while those holding in demat form can intimate/update their email address to their respective Depository Participants.
18. Members are entitled to be furnished, free of cost, the physical copy of the documents sent by e-mail upon receipt of a requisition from them.
19. Full version of the Annual Report and the Notice of the AGM are available in the Company's website viz., [www.ccclindia.com](http://www.ccclindia.com).
20. Pursuant to the stipulations in Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 read with Section 108 of the Companies Act 2013 and the relevant Rules, the Company is pleased to offer e-voting facility, for all

the Shareholders of the Company. For this purpose, the Company has entered into an agreement with M/s Karvy Fintech Private Limited for facilitating e-voting to enable the Shareholders to cast their votes electronically.

21. The Company has appointed Mr. N. Balachandran, Company Secretary in Practice [M.No .5113], as Scrutinizer for conducting the e-voting process in a transparent manner.
22. In terms of the Listing Regulations, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Friday, September 20, 2019 i.e. the cut-off date taken by the Company for the purpose of e-voting.
23. A person who has participated in e-voting is not debarred from participating in the meeting physically though he shall not be able to vote in the meeting again and his earlier vote cast electronically shall be treated as final. In terms of the provisions of Section 107 read with Section 109, there will be no voting by show of hands at the meeting and hence the provisions relating to demand for poll by the Members is irrelevant. The Chairman of the meeting will regulate the meeting and voting on the resolutions in accordance with the provisions of the Act and the applicable Rules.
24. **Members may note that due to the current financial strained situation of the Company, the practice of distribution of packed items is being discontinued.**
25. **The information relating to E-voting along with event number, user ID and password is enclosed as a separate form to the Notice.**

By Order of the Board

Place: Chennai  
Date : August 28, 2019

R.Siddharth  
CFO cum Company Secretary

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## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following statements sets out all material facts relating to the special business mentioned in the accompanying notice:

### ITEM NO.4:

**Mr. Sujit Mundul (DIN: 03519755)** was appointed as Independent Director by the Board of Directors on December 03, 2018 Pursuant to Section 161 of the Companies Act, 2013, he holds office up to the date of this annual general meeting. Notice has been received from member proposing Mr. Sujit Mundul as candidate for the office of Director of the Company.

Mr. Sujit Mundul has given declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act. In the opinion of the Board, they fulfill the conditions specified in the Act and the Rules framed thereunder for appointment as Independent Director and is independent of the management.

The Board recommends the appointment of Mr. Sujit Mundul as Independent Director of the Company not liable to retire by rotation for a term of five consecutive years from the date of their appointment.

The terms and conditions of the appointment of Mr. Sujit Mundul as Independent Director would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day excluding Saturday and Sunday and public holidays. Notice has been received from members proposing Mr. Sujit Mundul as candidate for the office of Director of the Company. The disclosure under Regulation 36 of the SEBI (LODR) Regulations and SS-2 is annexed to this Notice. The Board recommends the Ordinary Resolutions at Item No. 5 for approval by the Members.

Except Mr. Sujit Mundul, being the appointee, none of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item Nos. 4 of the Notice.

A brief profile of Mr. Sujit Mundul (DIN: 03519755) to be appointed as Independent Director of the Company is given below:

Mr Sujit Mundul started his career in Banking with Standard Chartered Group in Kolkata and went on to serve within the Bank in various senior positions before retiring as CEO Standard Chartered Bank, Nepal .On special request he took the responsibility as Non-Executive Director of Standard Chartered Nepal Board. A Post Graduate of the Prestigious Presidency College, Calcutta and professionally qualified CAIIB and AIB Mr. Sujit Mundul is an experienced Banker who has also been trained at University of Oxford and Manchester Business School ,UK in Leadership Development and Risk Management.

A career spanning over three (3 ) decades within Financial Services sector provided him opportunities to work across geographies , international locations and roles, be it in Corporate Banking , Risk or frontline sales and service or in strategic projects. Challenging assignments like managing several flagship branches, leading corporate banking business for a region and country, have helped him grow and gain a thorough understanding of an industry that is highly dynamic. Having joined the bank at a junior position, has helped him constantly to experience an enabling cultural and professional environment that even now throws challenges and opportunities and keeps him energized.

He spent eight years of highly successful career as the CEO and Executive Director of Standard Chartered Bank Nepal Limited (SCBNL) till April 2011. During his eight-year tenure as the CEO, SCBNL has witnessed many considerable milestones, notable among which being the conversion of SCBNL from a joint venture holding to a subsidiary of SCB Group, winning of “Bank of the Year” twice awarded by Financial Times UK, best brand of the country, consistently good financial performance over the years, high employee engagement despite the insurgency in the country and many more.

Following his deep belief of “education for a better society”, he is committed in imparting and sharing his experiences to upcoming students and bankers of various institutes and universities across India and Nepal. Mr Mundul is an active contributor to various business journals and newspapers apart from speaking at various forums and seminars on Financial Literacy and Reforms.

**Work Experience Summary:** [ *Standard Chartered Group* ]

- Head Corporate Banking, India (East & South),
- Regional Head Sales- C & IB (East),
- Regional Credit Controller,
- Head of Corporate Audit – gained profound familiarity with the respective financial markets of India, Bangladesh, Sri Lanka and Middle East.
- Lead on SCB acquisition of Grindlays Bank while serving as Regional Head, C & IB (East).
- Credit Analyst, SCB London
- CEO and Executive Director of Standard Chartered Bank Nepal Limited (SCBNL) till April 2011.

**Board and Honorary Positions:**

- Executive Committee member in Madras Management Association for three years (1997-1999)
- Executive Committee members for three years in Madras Chamber of Commerce and Industry (1998-2000).
- Represented the Bengal Chamber of Commerce and Industry as Executive Committee member (2001-2002)
- President of Finance Sub Committee in Bengal Chamber of Commerce and Industry (2001).
- Treasurer for three years in Nepal India Chamber of Commerce and Industry and also as a member of Executive Committee of Nepal Banker’s Association for four years.
- Executive Committee member of Nepal Britain Chamber of Commerce and Industry for more than 4 years.
- Chairman Audit committee SCB Nepal and also served the Risk committee as a member.
- Non-Executive Director, Standard Chartered Bank Nepal Board from April 2011- May 2017
- Advisor to the Regional Chief Executive Officer of India and South Asia, Standard Chartered Bank till 31st May, 2017.
- Currently associated with UNDP, Nepal as a core assessor of their CDF project for funding the financial institutions for ensuring inclusive growth of the economy.
- Currently he is serving as a director on the board of Unicorp Advisors Pvt. Ltd – a financial consultant company based in Chennai.

**Faculty Positions:**

- Visiting faculty in National Banking Institute of Nepal (NBTI) where he conducts advanced credit training programs and also leadership programs for senior professionals from the financial/corporate sectors of Nepal. NBTI is a joint venture of major Nepali Banks, Central Bank of Nepal and Asian Development Bank.
- Engaged with Kathmandu University School of Management as a Faculty and an active member of the Academic Council and visiting faculty at Birla Institute of Technology (BIT).

**Awards / Recognition:**

He was the first Non Nepali to be awarded the Prestigious ‘Manager of the Year’ award in 2005 by Management Association of Nepal for his sterling contribution in changing the very dynamics of the Banking Industry in Nepal.

Name	Mr. Sujit Mundul
Father's Name	Shri Anil Kumar Mundul
Age	66Years
Qualification	B.Sc Mathematics and CAIIB
Expertise in Specific functional area	Banking, Accounts and Finance
Terms and Conditions of Appointment or Re-appointment	As per the resolution at Item No. 5 of the Notice convening 22nd Annual General Meeting read with explanatory statement thereto, Mr. Sujit Mundul is proposed to be appointed as an Independent Director of the Company not liable to retire by rotation for a term of five consecutive years from 03rd December 2018 to 02nd December 2023
Other Company Directorship	Unicorp advisors Pvt Ltd.
Membership of Board & Committees	Member of Audit Committee Member of Nomination and Remuneration Committee Member of Stake Holders Relationship Committee Member of Share Transfer Committee Member of Risk Management Committee Member of Corporate Social Responsibility Committee
No of Shares	Nil
Relationship with other Directors	No

#### ITEM NO.5:

**Ms. Kameswari Subramanian (DIN: 08290521)** was appointed as Independent Director by the Board of Directors on December 03, 2018 Pursuant to Section 161 of the Companies Act, 2013, he holds office up to the date of this annual general meeting. Notice has been received from member proposing Ms. Kameswari Subramanian as candidate for the office of Director of the Company.

Ms. Kameswari Subramanian has given declaration to the Board that she meets the criteria of independence as provided under Section 149(6) of the Act. In the opinion of the Board, they fulfill the conditions specified in the Act and the Rules framed thereunder for appointment as Independent Director and is independent of the management.

The Board recommends the appointment of Ms. Kameswari Subramanian as Independent Director of the Company not liable to retire by rotation for a term of five consecutive years from the date of her appointment.

The terms and conditions of the appointment of Ms. Kameswari Subramanian as Independent Director would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day excluding Saturday and Sunday and public holidays. Notice has been received from members proposing Ms. Kameswari Subramanian as candidate for the office of Director of the Company. The disclosure under Regulation 36 of the SEBI (LODR) Regulations and SS-2 is annexed to this Notice. The Board recommends the Ordinary Resolutions at Item No. 6 for approval by the Members.

Except Ms. Kameswari Subramanian, being the appointee, none of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item Nos. 5 of the Notice.

A brief profile of Ms. Kameswari Subramanian (DIN: 08290521) to be appointed as Independent Director of the Company is given below:

Ms. Kameswari Subramanian is a gold medallist in Masters in Psychology, Ms. Kameswari Subramanian was immediately awarded the UGC Junior Fellowship for pursuing PhD in Manasagangothri, Mysore University, in 1976. Subsequently she was selected as a Junior Professor in the Post Graduate Department for Psychology in the same university where she continued to pursue her doctorate programme. In 1980 she was selected in the Indian Civil Service Examination and joined the Indian Customs & Excise Service where she served for 35 years. She retired after holding the post of Chief Commissioner Excise & Service Tax of Kolkata and Karnataka. While in service she also worked for nearly 10 years in an international organization for Customs Matters in Belgium. She is an accredited international expert in Customs and Trade Facilitation and has worked since 1994 with Customs administrations around the world in drafting legislation and implementing procedures to enhance trade facilitation. Presently she is engaged as an international consultant and works with the administrations in several countries as an expert in her areas of specialization. On the personal front she is interested in home decoration, cooking and in classical music and is an avid bookworm and loves to travel. She is also looking for avenues to contribute to social causes with local organizations in the area of women and child welfare and assistance and empowerment of women in the weaker sections of society.

Name	Ms. Kameswari Subramanian
Father's Name	Shri N. Subramanian
Age	64years
Qualification	Masters in Psychology
Expertise in Specific functional area	Taxation, Accounts and Finance
Terms and Conditions of Appointment or Re-appointment	As per the resolution at Item No. 6 of the Notice convening 22nd Annual General Meeting read with explanatory statement thereto, Ms.Kameswari Subramanian is proposed to be appointed as an Independent Director of the Company not liable to retire by rotation for a term of five consecutive years from 03rd December 2018 to 02nd December 2023
Other Company Directorship	Nil
Membership of Board & Committees	Member of Audit Committee Member of Nomination and Remuneration Committee Member of Stake Holders Relationship Committee Member of Internal Complaints Committee
No of Shares	Nil
Relationship between Directors	No

#### ITEM NO.6:

As per provision of Section 149 of the Companies Act 2019("Act") which has come into force with effect from 01st April 2014, the Independent Directors shall hold office for a term upto five consecutive years on the Board of a Company and not liable to retire by rotation.

**Mr. Jayaram Rangan (DIN:00573850)** has given declaration to the Board that he meets the criteria of independence as provided under section 149(6) of the Act.

Mr.Jayaram Rangan as an Independent Director for five years from 30th September 2019 to 29th September 2024.

In the Opinion of the Board, Mr. Jayaram Rangan fulfills the condition specified in the Act and the Rules made there under for appointment as Independent Directors and they are independent of the management.

In compliance with the provision of Section 149 read with Schedule IV of the Act, the appointment of Mr. Jayaram Rangan as Independent Director is now being placed before the Members in General Meeting for their approval as below.

Your Directors recommend the resolution set out in Item No 6 of the accompanying notice.

Except Mr. Jayaram Rangan, being the appointee, none of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item Nos.6 of the Notice.

A brief profile of Mr. Jayaram Rangan (DIN:00573850) to be appointed as Independent Director of the Company is given below:

Mr. Jayaram Rangan (DIN:00573850) is a B.E. in Mechanical Engineering, from Birla Institute of Technology & Science, Pilani. He worked with BHEL for about 14 years in the manufacturing of boilers and nuclear steam generators division. He has considerable experience in servicing sugar plants and he was involved with GE Energy Systems for some time before moving to India Meters Ltd. as Managing Director. After a stint of ten years (1993-2003), he became a Director in Fichtner Consulting Engineers(India) Pvt. Limited, and subsequently he was elevated as Managing Director.

Name	Mr.Jayaram Rangan
Father's Name	Shri. Kasthuri Rangan
Age	71 Years
Qualification	BE in Mechanical Engineering
Expertise in Specific functional area	Engineering
Terms and Conditions of Appointment or Re-appointment	As per the resolution at Item No. 7 of the Notice convening 22nd Annual General Meeting read with explanatory statement thereto, Mr. Jayaram Rangan is proposed to be appointed as an Independent Director of the Company not liable to retire by rotation for a term of five consecutive years from 30th September 2019 to 29th September 2024
Other Company Directorship	1. Fichtner Consulting Engineers (India) Pvt Ltd. 2. Fichtner Management Consultancy (India) Pvt Ltd.
Membership of Board & Committees	Member of Audit Committee, Member of Allotment Committee
No of Shares	Nil
Relationship between Directors	No

#### ITEM NO.7:

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s. SS & Associates, Cost Accountants, Chennai., as the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2020.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No.8 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2020.

The Board recommends the Ordinary Resolution at Item No.8 for approval by the Members.

None of the Directors / Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.7 of the Notice

#### ITEM NO.8:

Section 42 of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 deals with private placement of securities by a company. Sub-rule (2) of the said Rule 14 states that in case of an offer or invitation to subscribe for non-convertible debentures on private placement, the company shall obtain previous approval of its shareholders by means of a special resolution only once in a year for all the offers or invitations for such debentures during the year. Rule 18 of the Companies (Share Capital and Debentures) Rules, 2014 deals with issue of secured debentures. The Board of Directors will decide whether to issue debentures as secured or unsecured.

The issue of NCD's is for reduction /closure of debt of the Company which will substantially reduce the interest burden of the Company with cash flows available for the projects of the Company.

The Board recommends the Special Resolution set out at Item No.9 of the Notice for approval by the members.

None of the Directors / Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 of the Notice.

#### RETIREMENT BY ROTATION

##### DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT AT 22<sup>nd</sup> AGM.

Name	Shri. V.G. Janarthanam
Father's Name	Shri. Vakati Govinda
Age	60 Years
Qualification	
Expertise in Specific functional area	Expertise in Specific functional area Construction and Civil industry
Background Details	Mr. V.G. Janarthanam is the Director (Operations). He has bachelor's degree in civil engineering from University of Madras. He served as manager with Larsen and Toubro Limited and has over 30 years of experience in the construction sector with special emphasis on tendering and contract management. He has been associated with our Company since inception and is currently responsible for heading our operations.
Other Company Directorship	CCCL Infrastructure Limited Noble consolidated and Glazing's Ltd CCCL Power Infrastructure Ltd CCCL Pearl City Food Port SEZ Ltd Delhi South Extension Car Park Limited Yuga Homes Limited
Membership of Board & Committees	Member of Internal Complaints Committee Member of Executive Committee Member of Risk Management Committee Member of Corporate Social Responsibility Committee Member of Allotment Committee
No of Shares	4856990
Relationship between Directors	Nil

By Order of the Board

Place: Chennai  
Date : August 28, 2019

R.Siddharth  
CFO cum Company Secretary

## ROUTE MAP TO THE VENUE OF THE AGM

### Shri Umadri Mini Hall

99 Rajiv Gandhi Salai (OMR), Sholinganallur, Chennai 600 119. Tamil Nadu, INDIA



# DIRECTOR'S REPORT & MANAGEMENT DISCUSSION AND ANALYSIS REPORT

To  
The Members

The Directors of the Company present to you the 22<sup>nd</sup> Annual Report of the Company, together with the Audited Balance Sheet as at 31st March, 2019 and the Statement of Profit and Loss for the year ended on 31st March, 2019.

## 1. FINANCIAL RESULTS

(in ₹ crores)

The Financial Results of the Company for the year under review is summarized below for your perusal and consideration.

Particulars	2018-19	2017-18
NET REVENUE	456.05	469.49
PROFIT BEFORE TAX AND DEPRECIATION	(69.68)	(71.03)
<b>PROFIT/(LOSS) BEFORE TAX (PBT)</b>	<b>(75.99)</b>	<b>(78.53)</b>
PROVISION FOR CURRENT TAX		-
TAX EXPENSE	(0.39)	(0.21)
<b>PROFIT AFTER TAXES/(LOSS) (PAT)</b>	<b>(75.60)</b>	<b>(78.31)</b>

### 1.1 Financial Performance

The Company has achieved Net sales of Rs.456.05/- Crores for the year ended 31st March, 2019 as compared to Rs.469.49/- Crores in the previous year.

The Company has incurred a Net loss of Rs. 75.99/- Crores as against a loss after taxes of Rs. 75.60/- Crores in the previous year. The losses are attributable to some extent due to high input costs, irregular supply of raw materials, unfavourable market conditions and to a large extent due to high finance cost.

## 2. DIVIDEND

Your Directors have not recommended any dividend for the financial year 2018-19 in view of the losses incurred and the need to conserve resources of the Company.

## 3. MANAGEMENT DISCUSSION AND ANALYSIS

### CONSTRUCTION INDUSTRY OUTLOOK:

#### "Construction in India: Key Trends & Opportunities to 2023"

India's construction industry regained growth momentum in 2018, with output expanding by 8.8% in real terms - up from 1.9% in 2017. This was driven by positive developments in economic conditions, improvement in investor confidence and investments in transport infrastructure, energy and housing projects. In the 2018-2019 budget, the government increased its expenditure towards infrastructure development by 20.9%, going from INR4.9 trillion (US\$75.9 billion) in the Financial Year (FY) 2017-2018 to INR6 trillion (US\$89.2 billion) in FY2018-2019.

Consequently, the country's construction industry's output value, measured at constant 2017 US dollar exchange rates, rose from US\$464.9 billion in 2017 to US\$505.7 billion in 2018. The total construction project pipeline in including all mega projects with a value above US\$25 million - stands at INR82.5 trillion (US\$1.2 trillion). The pipeline, which includes all projects from pre-planning to execution, is skewed towards early-stage projects, with 60.7% of the pipeline value being in projects in the pre-planning and planning stages as of March 2019.

#### Indian Construction Industry Outlook

The industry's output value in real terms is expected to rise at a CAGR of 6.44% over the forecast period, compared to 4.31% during the review period (2014-2018). The industry is consequently expected to rise from a value of US\$505.7 billion in 2018 to US\$690.9 billion in 2023, measured at constant 2017 US dollar exchange rates.

Accounting for 30.6% of the industry's total value in 2018, residential construction was the largest market in the Indian construction industry during the review period. The market is expected to remain the largest market over the forecast period, accounting for 30.1% of the industry's total value in 2023. Energy and utilities construction accounted for 27.1% of the industry's total output in 2018, followed by infrastructure construction with 23.3%, industrial construction with 7.8%, commercial construction with 7.6% and institutional construction with 3.6%. Over the forecast period, the market will be supported by the government's vision to provide houses under the Housing for All by 2022. Under the Pradhan Mantri Awas Yojana (PMAY), the government built 15.3 billion houses during the period of 2014-2018.

### Infrastructure construction to pick up

Our Hon'ble Prime Minister has allocated huge sum towards development of infrastructure in the Country through his address to the nation on the day of 73rd Independence day of our Country.

To bring India on par with the Global Benchmark, our modern infrastructure will have to go towards it and anyone can say anything, but the common man's dream is of good arrangements. Good things make him feel good, he is interested in him. And so we have decided that in these times 100 lakh crore rupees modern Infrastructure will be set up, which will also provide employment, new arrangements will also be developed in life which will also fulfill the needs. Whether it is the Sagarmala project, whether the Bharatmala project, whether it is to build modern railway stations or bus stations, or to build airports, whether to build modern hospitals, whether to build world-class educational institutions, all of them in terms of infrastructure We want to move things forward. Now seaport is also needed in the country .

### Construction Industry Trends 2019

#### Construction Industry Trends You Must Know For 2019

- Efficiency-Improving Technology. ...
- Mobile Technology. ...
- Building Information Modeling (BIM) ...
- Construction Management Software. ...
- Modular & Prefabricated Construction. ...
- Green Construction. ...
- Better Safety Equipment. ...
- Investment in Infrastructure.

### Investments & Government Initiatives: International payment

#### International investment

India has a requirement of investment worth Rs 50 trillion (US\$ 777.73 billion) in infrastructure by 2022 to have sustainable development in the country. India is witnessing significant interest from international investors in the infrastructure space. Some key investments in the sector are listed below.

- In 2018, infrastructure sector in India witnessed private equity and venture capital investments worth US\$ 1.97 billion.
- In June 2018, the Asian Infrastructure Investment Bank (AIIB) has announced US\$ 200 million investment into the National Investment & Infrastructure Fund (NIIF).

### Construction Development:

#### Building a sustainable future

The Construction industry in India consists of the Real estate as well as the Urban development segment. The Real estate segment covers residential, office, retail, hotels and leisure parks, among others. While Urban development segment broadly consists of sub-segments such as Water supply, Sanitation, Urban transport, Schools, and Healthcare.

- By 2025, Construction market in India is expected to emerge as the third largest globally
- By 2025, Construction output is expected to grow on average by 7.1% each year
- By 2020, Construction equipment industry's revenue is estimated to reach \$ 5 bn

100% FDI under automatic route is permitted in completed projects for operations and management of townships, malls/shopping complexes, and business constructions.

100% FDI is allowed under the automatic route for urban infrastructures such as urban transport, water supply and sewerage and sewage treatment.

### Government Initiatives

The Government of India is expected to invest highly in the infrastructure sector, mainly highways, renewable energy and urban transport.

The Government of India is taking every possible initiative to boost the infrastructure sector. Announcements in Union Budget 2019-20:

- The Government of India has given a massive push to the infrastructure sector by allocating Rs 4.56 lakh crore (US\$ 63.20 billion) for the sector.
- Communication sector allocated Rs 38,637.46 crore (US\$ 5.36 billion) to development of post and telecommunications departments.
- The Indian Railways received allocation under Union Budget 2019-20 at Rs 66.77 billion (US\$ 9.25 billion). Out of this allocation, Rs 64.587 billion (US\$ 8.95 billion) is capital expenditure.
- Rs 83,015.97 crore (US\$11.51 billion) allocated towards road transport and highway.
- Rs 3,899.9 crore (US\$ 540.53 billion) to increase capacity of Green Energy Corridor Project along with wind and solar power projects.
- Allocation of Rs 8,350.00 crore (US\$ 1.16 billion) to boost telecom infrastructure.
- Water supply to be provided to all households in 500 cities.
- Allocation of Rs 888.00 crore (US\$ 110.88 million) for the upgradation of state government medical colleges (PG seats) at the district hospitals and Rs 1,361.00 crore (US\$ 188.63 million) for government medical colleges (UG seats) and government health institutions.

### Challenges:

#### 1. Skilled Labour Shortage

The construction industry is on a steady rise and remains heavily dependent on manual labour, even with the uptake of construction technology. Many young Indians today do not find construction jobs lucrative and are opting for other careers. Hence there is need to improve training programs and increase construction apprenticeship opportunities.

#### 2. Rising Cost of Raw Materials

Contractors bear the risk of cost changes due to fixed price contracts. The cost of land and raw materials can change rapidly. With rapid change in prices, small construction companies have less leverage, and are greatly affected by cost variations between the time the project commences and when it ends.

#### 3. Slow Invoicing and Payments

Construction businesses often have a problem regulating cash flow. A progress payment schedule can help outline what is expected at different phases of the project and determine when each phase of the project is considered complete. Without regular progress payments there are too many resources tied up in one job, which can significantly affect cash flow.

### Future Outlook of the Industry

#### LOOKING BACK

#### 2018 Construction Starts & Spending Forecast

While 2017 is shaping up to be a great year for construction, we aren't going to be seeing they type of year-over-year growth in starts and spending we've had over the past couple of years.

In 2016, total construction spending increased 6.5% from the previous year according to data from the U.S. Census Bureau. In 2014 construction spending was up nearly 11% and in 2015 it increased 10.7%.

The AIA's Consensus Construction Forecast Panel has construction spending on nonresidential buildings increasing 3.8%. Commercial construction spending is expected to see an 8.8% increase for the year while Industrial construction spending is going to see a year-over-year decrease of 6.6%.

Construction spending through the first nine months of 2017 totaled \$917.0 billion, a 4.3% increase over the same period in 2016.

Construct Connect's construction starts increased 13.2% from 2015 to 2016. Construction starts saw a 13.6% increase in 2015. ConstructConnect's forecast for construction starts in 2017 is a 7.9% growth over 2016 to \$737.8 billion.

#### LOOKING FORWARD

The construction industry is next in line after agriculture in India which makes for about 11% of India as GDP. Thereby making a significant contribution to India's economy and provides employment. This is because of the linkages that the sector has with other sectors of the economy. About 250 ancillary economical areas such as cement, steel, brick, timber and building material

are dependent on the construction industry. A unit increase in expenditure in the construction sector has a multiplier effect with a capacity to generate income as high as five times.

India is on the move towards a phase of sustained growth in the infrastructure build up. Construction industry regained growth movement in 2018 as well as 2019, with output hovering around 8% which was at 1.9% in 2017. The industry is expected to continue to expand over the period (2019-2023), driven by the government's efforts and large spends on housing, road, ports, water supply, and airport development. The government increased its expenditure towards infrastructure development by 20.9% to INR6.0 trillion (US\$89.2 billion) in FY2018-2019 with continued investment in transport infrastructure, energy and residential projects under flagship programs such as Bharatmala scheme, Housing for All 2022, the UDAN (Ude Desh ka Aam Nagrik) scheme and the Aayushman Bharat program. The population growth and urbanization will also drive the need for better infrastructure facilities and road infrastructure developments in the country.

Global Data expects the residential construction market to retain its leading position and account for 30.1% of the industry's total value in 2023. Market expansion over the forecast period is expected to be supported by public and private sector investments in the construction of new residential buildings.

Growth in the institutional construction market will be supported by public and private sector investment in education and healthcare building construction projects.

The total construction project in India – as tracked by GlobalData, and including all mega projects with a value above US\$25 million – stands at INR82.5 trillion (US\$1.2 trillion).

## 2019 ENGINEERING AND CONSTRUCTION INDUSTRY OUTLOOK

As we move into the final year of a decade that has seen its share of peaks and valleys, there is no doubt that our industry is an active participant in building the future of the modern world.

Overall growth in 2018 for the Indian engineering and construction industry is projected to be around 5 percent and is likely to accelerate further going into 2019.

- 1 Mergers and acquisitions are positioned for a strong 2019, following an active year, which to date has seen 344 deals with a total value of more than \$20 billion.
- 2 Driving this activity are the proliferation of mega projects infused with advanced technologies, a focus on smart cities, and the promises of a data-driven world. The engineering and construction industry is facing considerable hurdles—finding and retaining talent, responding to material price volatility due to tariffs and other trade-related headwinds, and absorbing the rapid pace of technology development pervading our personal and business lives. However, there is reason to be optimistic. Digital is transforming the industry itself and helping us imagine, create, and build the spaces, structures, and cities of tomorrow. Engineering, design, and construction firms have a unique opportunity to leave a mark on the smart cities of the future, using advanced technologies to design and build them today. These same technologies hold the promise to help firms achieve operational efficiencies, thereby reducing costs while improving margins. Those firms that embrace the projects of tomorrow and invest in digital transformation are expected to be the winners here.

## CCCL

### COMPANY SCENARIO

#### Performance Highlights

In an adverse environment the company has bagged new orders to the tune of Rs. 27991.34/- Lakhs and has successfully executed the projects.

Company began the current financial year with an order book which stood at Rs .80424/- Lakhs. The size and structure of the organisation was geared for catering to take up larger projects but with economic slowdown and lower order booking coupled with slower project execution the asset base and the fixed cost structure which was built up affected the company's profitability.

The lower turnover and operating margins in an environment of high interest costs severely affected the Company's profitability. In addition, non payments of claims adversely affected the Company's liquidity.

Company's revenue growth and profitability was muted in the last few quarters due to order execution-related issues. CCCL's revenue declined in FY 2018-2019 due to slowdown in order execution. Delay due to exogenous factors such as delay in procuring environmental approvals, land acquisition and government decision making have adversely affected performance. Delayed project execution has in turn affected payment from clients and the Company's cash flows.

The year under review has seen enhanced working capital requirements. This has been due to clients delaying payments. Amounts due from clients are up to Rs. 899.26/-crores ( including retention of Rs.94.99/- Crores.) as the recovery has been slow. In certain cases we have initiated legal action for recovering these dues. Dues from clients for completed major projects to the tune of Rs.109.12/- crores has added to liquidity crunch.

The Infrastructure sector is facing strong headwinds, including slowdown in order booking caused by shortfall in investments in the infrastructure sector, increased commodity prices, high interest rate scenario and also due to the introduction of GST. As a consequence of certain unexpected developments which were beyond the control of management, mainly delays in decision making by the Company's major clients and delays in settlement of claims, the expected cash flows have not materialized for the Company. These factors coupled with slowdown in Infrastructure industry has resulted in lower turnover, lower operating margins and high interest costs for the Company which has consequently led the Company to incur net losses.

**STEPS TAKEN OR PROPOSED TO BE TAKEN FOR IMPROVEMENT:** Company has taken view of all these factors seriously and to overcome the above challenges, has proactively undertaken the following steps directed at improving its operational efficiencies:

**Claims Realisation:** Persistent efforts are being made by Company to collect dues and claims. The Company has set up a strategic senior management team to recover dues and claims outstanding from Clients. Total outstanding as of 31st March 2019 is Rs.89926.68 lakhs (including retention of Rs.9499.65/- lakhs). Over due outstanding more than 180 days is Rs.22709.23/- Lakhs.

**Cost optimization:** Over the past 12 months, Company has implemented cost optimization measures such as cutting overheads and rationalization of human resources.

**Reduction in Working Capital:** Insistence on higher advances from customers and better credit terms with suppliers is being negotiated.

No commingling of funds across projects and strict discipline on this will be implemented using a project passbook scheme.

**Monetization of assets:** Company is proactively exploring monetization of assets either at the parent level or in its subsidiaries / step down subsidiaries.

**Bidding for Jobs:** The Company has been careful in bidding for new jobs and is taking jobs only on a selective basis.

#### CAUTIONARY STATEMENT

It is explicitly states that some of the statements in the Management Discussion and Analysis report are likely to be forward looking and it may so happen that the actual events or results may differ from what the Board of Directors/ Management perceive in terms of the future performance and outlook due to factors having a bearing on them and which are beyond precise perception. Company's operations may be affected with supply and demand situations, input prices and their availability, changes in government regulations and policies, tax laws and other factors such as Industrial relations, fund constraints and macro economic development.

#### UNLOCKING INVESTMENTS IN SUBSIDIARIES

Particulars of Loans and Advances in the nature of loans as required under Listing Regulations.

(Rs. In Lacs)

Sl.No.	Name of the Company	Balance as on		Maximum outstanding	
		31.03.2019	31.03.2018	2018-19	2017-18
<b>A.</b>	<b>Subsidiaries</b>				
	Consolidated Interiors Limited	961.71	758.26	961.71	1114.12
	Noble Consolidated Glazings Limited	2757.20	2386.82	2789.65	2744.37
	CCCL Infrastructure Limited	1189.46	1259.29	1294.97	1259.29
	CCCL Power Infrastructure Limited	600.71	600.12	600.71	600.12
	CCCL Pearl City Food Port SEZ Limited	181.31	130.20	181.89	130.20
	Delhi South Extension Car Park Limited	(213.52)	(214.07)	(214.07)	(215.38)

CCCL has made total investments of Rs.22.91Crores in its subsidiaries viz. CCCL Infra (Rs. 22.91 Crores). These investments are yet to yield returns. While the investment decision is sound, the execution of these businesses have faced various bottlenecks in the form of non- availability of working capital, un-favourable market conditions, other macroeconomic issues.

These have stressed the cash flows of the parent company, CCCL presently, we are in advanced discussions with various investors. Going forward, it is proposed to unlock their value by divesting majority equity stake in these companies.

## 5. SUBSIDIARIES

In accordance with the General Circular issued by the Ministry of Corporate Affairs, Government of India, the Balance Sheet, Statement of Profit and Loss and other documents of the subsidiary companies are not being attached with the Balance Sheet of the Company. However, the financial information of the subsidiary companies is disclosed in the Annual Report in compliance with the said circular.

### (a) Consolidated Interiors Ltd:

The focus has been to complete the jobs on hand and wait for the right opportunities till the market stabilizes. Due to sluggishness in the environment there is not much headway with the progress.

### (b) Noble Consolidated Glazings Ltd. (NCGL)

The glazing market being a sub set of the construction industry, the various factors discussed above drastically affected the operations of NCGL. Completion of projects on hand and collection of receivables and optimization of costs had been the priority in 2015-16. With the much awaited economic stability expected in 2019-20 and the resultant market improvement better days are foreseen. The Company has streamlined its operations and expected to perform better in the near future

### (c) CCCL Infrastructure Ltd.

The Company shall disinvest CCCL Infrastructure Ltd

#### (c)(i) CCCL Pearl city Food port SEZ Ltd.

As this is a subsidiary of CCCL Infrastructure Ltd, this Company also shall be disinvested.

### (d) Delhi South Extension Car Park Ltd.

The Concession fee paid to Delhi Municipal Corporation has been refunded in view of project cancellation. The company has certain claims against Delhi Municipal Corporation for the cancellation. The same is under consideration by Delhi Municipal Corporation.

### (e) CCCL Power Infrastructure Limited

Though the Power sector has seen a fall in the recent years, the Company has strived to perform to its full potential, but due to various factors the Company struggled to perform to the mark. However, electricity demand in the country has increased rapidly and is expected to rise further in the years to come. In order to meet the increasing demand for electricity in the country, massive addition to the installed generating capacity is required. The Government of India's focus on attaining 'POWER FOR ALL' has accelerated capacity addition in the country. At the same time, the competitive intensity is increasing at both the market and supply sides.

The Company is eyeing a positive trend in future and is optimistic of a revival to this sector.

The Company has streamlined its operations and expected to perform better in the near future.

A Statement Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014 containing salient features of the financial statement of subsidiaries/associate companies/joint ventures in Form **AOC-1** is annexed to this report as "**Annexure A**".

## 5. OPPORTUNITIES

### Measures:

The Government of India is expected to invest highly in the infrastructure sector, mainly highways, renewable energy and urban transport, prior to the general elections in 2019.

The Government of India is taking every possible initiative to boost the infrastructure sector. Some of the steps taken in the recent past are being discussed hereafter.

#### • Announcements in Union Budget 2018-19:

- o Massive push to the infrastructure sector by allocating Rs 5.97 lakh crore (US\$ 92.22 billion) for the sector.
- o Railways received the highest ever budgetary allocation of Rs 1.48 trillion (US\$ 22.86 billion).
- o Rs 16,000 crore (US\$2.47 billion) towards Sahaj Bijli Har Ghar Yojana (Saubhagya) scheme. The scheme aims to achieve universal household electrification in the country.
- o Rs 4,200 crore (US\$ 648.75 billion) to increase capacity of Green Energy Corridor Project along with other wind and solar power projects.
- o Allocation of Rs 10,000 crore (US\$ 1.55 billion) to boost telecom infrastructure.
- A new committee to lay down standards for metro rail systems was approved in June 2018.
- Rs 2.05 lakh crore (US\$ 31.81 billion) will be invested in the smart cities mission. All 100 cities have been selected as of June 2018.

- Contracts awarded under the Smart Cities Mission would show results by June 2018 as the work is already in full swing, according to Mr Hardeep Singh Puri, Minister of State (Independent Charge) for Housing and Urban Affairs, Government of India.
- The Government of India is working to ensure a good living habitat for the poor in the country and has launched new flagship urban missions like the Pradhan Mantri Awas Yojana (Urban), Atal Mission for Rejuvenation and Urban Transformation (AMRUT), and Swachh Bharat Mission (Urban) under the urban habitat model, according to Mr Hardeep Singh Puri, Minister of State (Independent Charge) for Housing

### Road Ahead

India's national highway network is expected to cover 50,000 kilometres by 2019, with around 20,000 km of works scheduled for completion in the next couple of years, according to the Ministry of Road Transport and Highways.

The Government of India is devising a plan to provide wifi facility to 550,000 villages by March 2019 for an estimated cost of Rs 3,700 crore (US\$ 577.88 million), as per the Department of Telecommunications, Government of India.

India and Japan have joined hands for infrastructure development in India's north-eastern states and are also setting up an India-Japan Coordination Forum for Development of North East to undertake strategic infrastructure projects in the northeast.

### Impact:

Better days ahead for road construction firms by way of fresh tenders and road projects.

Incentives for affordable housing can step up supply and rational prices and lower finance cost can improve project viability.

Cement and steel sector should do well if infrastructure does well.

The Government's initiative for concrete roads have gained momentum and therefore the Company has got wide business prospects in the concrete roads sector.

Construction opportunities have almost doubled for this period from the infrastructure projects lined up across various sub-segments of Power, Concrete Roads, Railways, Irrigation & water supply, Ports and Airports. There is a long-term demand for quality infrastructure construction, mainly emanating from housing, transportation and urban development segments that far exceed the supply, even though there has been a substantial increase in the number of contractors and builders, especially in housing and road construction segment.

## 6. THREAT PERCEPTION

### Challenges:

- Despite the prospects, the sector continues to face challenges from land acquisition issues, adverse political and structural changes, shortage of talent, design and constructability issues, and rising material and labor costs. However, the land acquisition and environment related issues are being addressed on war footing basis to ease the constraints.
- Policy bottlenecks, slow clearance of projects and rising inflation have dampened private sector sentiments and have stifled investments in Capital expenditure. A high level committee has been constituted for speedy clearance of stalled projects and monitoring the implementation.
- Working capital cycle has been elongated mainly due to stretched receivables, which has affected the cash flow position of the companies in the sector. Many of the companies have been forced to draw their full limits with the Banking system or restructure the facilities.
- Lengthy dispute resolution mechanism in the sector is yet another major factor affecting the cash flows of the construction companies
- This coupled with rising interest rates have led to a drop in the PAT margin and deterioration of debt coverage ratios of construction companies.
- Shortage of labour also has become a threat as the industry depends majorly on labour for its sustainability.

## 7. RISK PERCEPTION

The Directors are constantly assessing the business risks pertaining to the performance of the Company. The following are the important risks perceptions:

- Quality Maintenance of the work.
- Adequate availability of Raw Materials
- Removal of Transport Bottlenecks
- Sudden Increase in Prices of Inputs
- Customers Default
- Inadequacy of Finance Arrangement
- Statutory Policies

- Events Due to Unforeseen Circumstances
- Volatility in domestic construction environment.

Your Directors are fully conscious of the various business risks and have taken adequate care to tackle any situation. Strict controls are enforced on all matters for smooth operation of the projects.

#### **8. INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY**

The Company has a sound internal control system. All transactions are subject to proper scrutiny. The Management takes immediate corrective action wherever it is being pointed out to help streamline the internal control process. The management shall ensure the effectiveness of the working of such policy.

#### **9. CONSOLIDATED FINANCIAL STATEMENTS**

The consolidated financial statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India. Further, the consolidated financial statements have been prepared on historical cost basis except for certain financial assets and financial liabilities and share based payments which are measured at fair values as explained in relevant accounting policies. Fair valuations related to financial assets and financial liabilities are categorized into level 1, level 2 and level 3 based on the degree to which the inputs to the fair value measurements are observable.

The Consolidated Balance sheet, Consolidated Statement of Profit and Loss, Consolidated Statement of Changes in Equity and disclosure requirements with respect to items in the Consolidated Balance Sheet and Consolidated Statement of Profit and Loss are prepared in the format prescribed in Division II–Schedule III to the Companies Act, 2013 and are adequately presented by way of notes forming part of accounts along with the other notes required to be disclosed under the notified Accounting Standards and the Listing Agreement. The Consolidated Cash Flow Statement has been prepared and presented as per the requirements of Indian Accounting Standard (Ind AS) 7 “Statement of Cash Flows”.

#### **10. HUMAN RESOURCES**

The Management envisions trained and motivated employees as the backbone of the Company. Special attention is given to recruit trained and experienced personnel in business development, finance and accounts. The Management strives to retain and improve employee morale. The Company has total staff strength of about 726 employees.

The Company has streamlined its manpower strength at the Chennai offices including the corporate head office. As a result of manpower rationalization exercise, the monthly payroll has been optimized. The decision for rationalization of labour has enabled the company to curtail fixed manpower costs. However, the core technical expert team is retained to guide the Company to achieve higher and efficient level of performance.

#### **CORPORATE GOVERNANCE**

The Directors pay special attention to ensure that the guidelines given for the corporate governance are strictly adhered to. All possible steps are taken to adhere to the requirements set out by SEBI Guidelines on Corporate Governance. The Company is also aligning itself to implement global corporate governance practices. This is ensured by taking ethical business decisions and conducting business with a firm commitment to values, while meeting stakeholder’s expectations. At CCCL, it is imperative that the company affairs are managed in a fair and transparent manner. This is vital to gain and retain the trust of our stakeholders.

A separate report on the Corporate Governance also forms part of the Annual Report. With regard to the Business Responsibility Report, the Company is not covered in the top 500 listed entities, based on the market capitalization at BSE & NSE as on March 31, 2019. Hence there is no requirement for the Company to comply with Regulation 34 of SEBI (LODR) Regulations, 2015.

#### **11. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

The Board of Directors has constituted a Corporate Social Responsibility Committee (CSR Committee) in compliance with the provisions under the Companies Act, 2013. The committee comprises of Shri..Mohan Srinivasan as Chairman, Shri.S.Sivaramakrishnan, Shri. .VG Janarathanam, Shri.Sujit Mundul and Mr.KaushikRam as its other members.

The said Committee has been entrusted with the responsibility of formulating and recommending to the Board, a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company, monitoring the implementation of the framework of the CSR Policy and recommending the amount to be spent on CSR activities.

Since the company is making losses for the past six years, CSR spend does not apply to the company for the financial year 2018-19. Hence submission of a report on CSR activities does not apply.

#### **12. SEXUAL HARASSMENT POLICY**

The Company had adopted the prevention of sexual harassment policy and subsequently also formed a committee for the same.

Complaints Received - Nil      Complaints Disposed off - Nil

#### **13. DEPOSITORY SYSTEM / E-VOTING MECHANISM:**

The Company has entered into a Tripartite Agreement with both the Depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (I) Ltd (CSDL) along with Registrars M/s Karvy Fintech Pvt. Ltd, for providing electronic connectivity for dematerialization on the Company’s shares facilitating the investors to hold the shares in electronic form and trade in those shares. The shares of your Company are being traded now on the Bombay Stock Exchange and National Stock

Exchange under compulsory demat form. Further, in accordance with provisions stipulated under Companies Act, 2013, the facility of e-voting is also made available to all shareholders of the Company. The instructions regarding e-voting is enclosed along with this report. All shareholders are also requested to update their email ids with the Company or our RTA M/s. Karvy Fintech Pvt. Ltd.

## 15. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to the provisions of Sections 124 and 125 of the Companies Act, 2013, relevant amounts which remained unpaid or unclaimed for a period of seven years have been transferred by the Company, from time to time on due dates, to the Investor Education and Protection Fund. The details of the same are covered under the Corporate Governance Report.

## 16. AUDITORS

### STATUTORY AUDITORS

M/s. Sundar, Srini & Sridhar, Chartered Accountants, Chennai, (FR No. 004201S) Chennai were appointed as Statutory Auditors of the Company by the shareholders at the 20th Annual General Meeting held on September 26, 2017 to hold office up to the conclusion of the 25th Annual General Meeting.

### AUDITORS REPORT AND MANAGEMENT'S RESPONSE TO AUDITORS OBSERVATIONS

#### Auditors Observation:

Trade receivables include a sum of Rs. 48,333.56 lakhs which are under arbitration, which according to the Management will be awarded fully in Company's favour on the basis of the contractual tenability, progress of arbitration and legal advice and hence no provision for impairment loss has been considered necessary by the management as disclosed in Note 8(b). However, considering the significant time involved in the arbitration process and delays in the realisation of amounts in the recent years for the claims awarded in favour of the Company we are unable to comment on the carrying value of the above referred claims and the shortfall, if any, on the amount that would be ultimately realized by the Company.

#### Management response to Auditor's observation:

The statutory given a qualified opinion on the Trade receivables under arbitration for Rs.483 crs quoting the time frame involved in the Arbitration proceedings.

The company went into arbitration for those receivables, long back. The total amount claimed under arbitration is around INR1000 crs for all the projects.

This will definitely take time to get the arbitration award as the documents pertaining to the arbitration claims are huge. Moreover the company recognised only INR483Crores as Trade Receivables in the books of Accounts, which is < 50 % of the total Arbitration claims.

The management is sincerely approaching the arbitration proceedings in all respects and confident of getting the award not lesser than the book value.

### INTERNAL AUDITOR

The Board has appointed M/s. Gopalaiyer and Subramanian, Chartered Accountants as the Internal Auditor of the Company pursuant to Section 138 of Companies Act, 2013 and Rule No. 13 of The Companies (Accounts of Companies) Rules, 2014 for the financial year 2019-20.

Mr. M. Francis is a qualified Company Secretary having expertise in finance and Accounts. The Internal Audit would ensure that strong internal control mechanism is put in place in the Company as per the recommendations and guidance of Audit Committee.

### COST AUDITOR

The Board of Directors had appointed M/s SS & Associates (Firm Registration No 000513) as the Cost Auditors of the Company to audit the cost accounting records of the Company for the financial year 2019-20.

### SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Mr. N. Balachandran, Practising Company Secretary, Chennai to undertake the Secretarial Audit of the Company. The report of the Secretarial Audit Report is annexed herewith as "Annexure B"

### MANAGEMENT'S RESPONSE TO SECRETARIAL AUDITOR'S OBSERVATIONS

a. **The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations 2016 except there are few instances require compliance.**

- *The trading with the stock exchanges are suspended due to the non payment of penalty to the exchanges for the lapse in Board composition for two quarters. However now the Company has complied with the Regulation and also paid the penalty amount. Both the Exchange is in process of granting the approval for revocation of trading.*

b. **The Secretarial Standards issued by The Institute of Company Secretaries of India, However, there are few instances which require compliance.**

- *The Company has strived to comply with the secretarial standards issued by ICSI however efforts are taken to streamline the same.*
- c) Company web site related compliances in general are yet to be regularised and updated in a periodical manner.**
  - *As the website revamping is in process, the website compliances are now regularized*
- d) I further report that the following points requires attention and are beyond my scope**
  - 1) Erosion of Net worth**
  - 2) Uncertainty on Recovery of Trade Receivables**
  - 3) Winding up petition preferred by various corporate bodies against the Company.**
  - 4) Loans extended requires compliance under section 186(7) of Companies Act, 2013.**
    - 1) *The net worth erosion has happened because of the continuous loss made by the Company. However the Company is hopeful of bringing the net worth positive in the coming years with the enhanced business opportunities.*
    - 2) *The Company on day to day basis is closely following it up with the clients for the trade receivables. The Company is hopeful in recovering major dues in due course of time.*
    - 3) *At present there is only one winding up petitions filed against the Company to the tune of Rupees. Thirty Five Lakhs The Company has filed counter statement that the petition filed by the petitioner is time barred as per the Limitation Act, 1963*
    - 4) *The Company has not charged any interest for the loans extended to its subsidiary company as the subsidiary company is striving to revive and it becomes responsibility of the holding company to support the subsidiary companies to the maximum extent possible in its faster revival. Hence given the precarious situation any further interest burden to the Company will lead to greater deterioration of the Company.*
- e) I Further Report that the company is not regular in depositing the statutory dues / of filing periodical return as relating to and applicable, with the appropriate authorities during the year under audit.**
  - *Due to the delay in collection from clients, the Company could not deposit its statutory dues on time. In spite of the crippled situation the Company strives to comply with the statutory obligations on time. Efforts are being made to comply on time.*
- f) The Listing Agreements entered into by the Company with National Stock Exchange of India Limited and BSE Ltd . During the period under review, the Company has complied in general with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. except compliances required for few instances.**
  - *The trading with the stock exchanges are suspended due to the non payment of penalty to the exchanges for the lapse in Board composition for two quarters. However now the Company has complied with the Regulation and also paid the penalty amount. Both the Exchange is in process of granting the approval for revocation of trading.*
- g) There has been a non-compliance in repayment of amount outstanding on Optionally Convertible Debentures and interest thereupon**
  - *The Company is negotiating with Banks for postponement of the said repayment*
- h) There are overdue payments payable to MSME Enterprises under MICRO Small and Medium Enterprises Development Act 2006**
  - *These are operational overdues and steps have been taken to settle the pending dues periodically.*

## 17. DIRECTORS:

The following changes have occurred in the Board of Directors during the financial year 2018-2019:

### 17.1 INDUCTIONS/ CHANGE IN DESIGNATION

The Board has appointed Mr. Sujit Mundul (DIN: 03519755) and Ms.Kameswari Subramanian (DIN: 08290521) on December 03, 2018 as an Independent Directors.

### 17.2 DECLARATION BY INDEPENDENT DIRECTORS

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and as per the SEBI (LODR) Regulations, 2015.

### 17.3 RESIGNATIONS

The Board accepted and approved the resignation of the following Directors

1. Mr.Ranjit Goswami DIN:(07368429) on January 30, 2019

2. Mr. P. Venkatesh DIN:(00378947) on May 28, 2019

and Mr.PK Aravindan relieved from the Board due to death on 21.02.2019.

The Company and its Board of Directors place their most sincere condolences to loved ones and family of Mr.P.K. Aravindan. The Board places its deep appreciation for the contribution Mr.P.K. Aravindan has made to the Board of Consolidated Construction Consortium Limited throughout his directorship and also for the significant contribution he has made to the management affairs of the Company and for the valuable advice he has made to the Board from time to time.

We are truly grateful for all the valuable time that he has spent for the betterment of the Company.

#### 17.4 RE-APPOINTMENTS

In accordance with the provisions of the Companies Act, 2013 and in terms of the Memorandum & Articles of Association of the Company, At the ensuing 22<sup>nd</sup> Annual General Meeting, Shri. VG.Janarathanam, whole - time Director of the Company is liable to retire by rotation and being eligible offer himself for re-appointment. The Board recommends his re-appointment.

The Companies Act, 2013, provides for the appointment of Independent Directors. Sub section (10) of Section 149 of the Companies Act, 2013 provides that independent directors shall hold office for a term of up to five consecutive years on the board of a company; and shall be eligible for re-appointment on passing a special resolution by the shareholders of the Company.

Accordingly all Independent Directors were appointed by the shareholders at the General Meeting as required under Section 149(10) of the Companies Act 2013. Further, according to sub section (11) of Section 149 of the Companies Act 2013, no Independent Director shall be eligible for appointment for more than two consecutive terms of five years. Sub section (13) states that the provisions of retirement by rotation as defined in Sub section (6) and (7) of Section 152 of the Act shall not apply to such independent directors.

Mr.Jayaram Rangan (DIN:00573850) who was appointed as an Independent Director of the Company by the Members with effect from 01<sup>st</sup> September, 2014 and whose term of office expires on 31<sup>st</sup> August, 2019, is reappointed as an Independent Director of the Company not liable to retire by rotation for another term of five consecutive years from 01<sup>st</sup> September 2019 to 31<sup>st</sup> August 2024, subject to passing of resolution in this AGM.

#### 17.5 BOARD EVALUATION

Pursuant to the Regulation 17(6) (10) of SEBI (LODR) Regulations, 2015, the Board shall monitor and review the Board evaluation framework. The Companies Act, 2013 states that a formal annual evaluation needs to be made by the Board of its own performance and that of its committees and individual directors. Schedule IV of the Companies Act, 2013 states that the performance evaluation of Independent Directors shall be done by the entire Board of Directors, excluding the director being evaluated. The Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Compliance Committees.

#### 17.6 TRAINING OF INDEPENDENT DIRECTORS

Every new Independent Director of the Board attends an orientation program. To familiarize the new inductees with the strategy, operations and functions of our Company, the executive directors/senior managerial personnel make presentations to the inductees about the Company's strategy, operations, product and service offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management.

#### 17.7 REMUNERATION POLICY

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The Remuneration Policy is stated in the Corporate Governance Report. The Executive Directors have deferred their salaries till revival of the Company and all other remunerations paid to the Directors, Key Managerial Personnel and senior management personnel are as per the remuneration policy of the Company.

#### 17.8 DIRECTORS' RESPONSIBILITY STATEMENT:

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors, make the following statement in terms of Section 134 (3) (c) of the Companies Act, 2013:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) 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 and loss of the company for that period;
- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts on a going concern basis; and
- (e) 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) 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.

## 18 CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

A statement containing the particulars relating to conservation of energy, research and development and technology absorption as required under Section 134 (3) (m) of the Companies Act, 2013 and Rule 8 (3) (A), (3) (B) and 3 (A) (C) of The Companies (Accounts) Rules, 2014 is annexed to this report as “Annexure C”

## 19 PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF COMPANIES ACT, 2013

Details of Loan, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to financial statements.

## 20 PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 of the Companies Act 2013 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 in respect of the employees of the company, is annexed to this report as “Annexure F”

## 21 DEPOSITS

Your Company has not accepted any deposits from the public during the year under review.

## 22 MEETINGS

During the year Five Board Meetings and four Audit Committee Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

## 23 COMMITTEES

Currently, the Board of Directors of the Company pursuant to the mandatory provisions of Companies Act, 2013 has the following committees namely:

- a) Audit Committee
- b) Nomination & Remuneration Committee
- c) Stakeholders Relationship Committee
- d) Corporate Social Responsibility Committee
- e) Share Transfer Committee
- f) Risk Management committee
- g) Internal Complaints Committee
- h) Executive Committee
- i) Enquiry Committee

A detailed note on the Board and its committees along with the composition of the committees and compliances is provided under the Corporate Governance Report section in this Annual Report.

## 24 AUDIT COMMITTEE

Currently, the Company has an independent and qualified Audit Committee as per the provisions of Section 177 (8) of the Companies Act, 2013 and Rule 7 of The Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 18 of SEBI (LODR) Regulation, 2015, the following is the current composition of Audit Committee:

Name of the Director	Status	Category
Mr.Mohan Srinivasan	Chairman	Non-Executive Independent Director
Mr. Jayaramrangan	Member	Non-Executive Independent Director
Mr. Sujit Mundul	Member	Non-Executive Independent Director
Ms. Kameswari Subramanian	Member	Non-Executive – Independent Director

The Board has accepted all the recommendations provided by the Audit Committee.

## 25 VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company has a vigil mechanism/whistle blower Policy to deal with instance of fraud and mismanagement, if any. The details of the vigil mechanism Policy is explained in the Corporate Governance Report and also posted on the website of the Company.

## 26 PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SECTION 188(1) OF THE COMPANIES ACT, 2013:

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with

Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. The Company is in the process of developing a Related Party Transactions Manual, Standard Operating Procedures for purpose of identification and monitoring of such transactions. None of the Directors has any pecuniary relationships or transactions vis-à-vis the Company. Particulars of Contracts or arrangement with related parties referred to in Section 188(1) of the Companies Act, 2013, in the prescribed Form AOC-2, is appended as Annexure “D” to the Board’s Report.

## 27 ENHANCING SHAREHOLDER VALUE

Your Company believes that its Members are among its most important stakeholders. Accordingly your company’s operations are committed to the pursuit of achieving high levels of operating performance and cost competitiveness, consolidating and building for growth, enhancing the productive asset and resource base and nurturing overall corporate reputation. Your company is also committed to creating value for its other stakeholders by ensuring its corporate actions positively impact the socio-economic and environmental dimensions and contribute to sustainable growth and development.

## 28 EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT 9 is annexed herewith as “Annexure E”.

## 29 COMPLIANCE OF SECRETARIAL STANDARD

The Company has complied with the Secretarial Standards issued by The Institute of Company Secretaries of India and approved by the Central Government as required under Section 118(10) of the Companies Act, 2013.

## 30 GREEN INITIATIVES

During fiscal 2014-15, we started a sustainability initiative with the aim of going green and minimizing our impact on the environment. This year, we are publishing only the statutory disclosures in the print version of the Annual Report. Additional information is available on our website, [www.ccclindia.com](http://www.ccclindia.com).

Electronic copies of the Annual Report 2018-19 and Notice of the 22nd Annual General Meeting are sent to all the members whose email addresses are registered with the Company/Depository Participant(s). For members who have not registered their email addresses, physical copies of the Annual Report 2019 and the Notice of 22nd Annual General Meeting are sent in the permitted mode. Members requiring physical copies can send a request to the Company.

## 31 ACKNOWLEDGEMENT

The Board of Directors of the Company wishes to express their deep sense of appreciation and offer their sincere thanks to all the Shareholders of the Company for their unstinted support to the Company.

The Board also wishes to express their sincere thanks to all the esteemed Customers for their support to the Company’s business.

The Board would also like to place on record their deep sense of gratitude to the various Central and State Government Departments, Organizations and Agencies for the continued help and co-operation extended by them.

The Board would also like to place their sincere thanks to Mr. Ranjit Goswami (Nominee Director), Mr. P. Venkatesh and Dr.PK. Aravindan the erstwhile Independent Director of the Company for the contribution to the Board during their tenure as Independent Director of the Board.

The Directors also gratefully acknowledge and thank all financial institutions and banks for their timely support in restructuring the Company’s debt under the Sustainable Structuring of Stressed Assets (S4A) recently approved by the lenders and failing which the Company would have succumbed to the recession faced by the Construction Industry.

In the end, the Board would like to place on record their deep sense of appreciation to all the executives, officers, employees, staff members, and workers at the various sites.

For and on behalf of the Board of Directors

Place: Chennai  
Date: August 28, 2019

R.Sarabeswar  
Wholetime Director  
(DIN: 00435318)

S.Sivaramakrishnan  
Managing Director  
(DIN: 00431791)

## ANNEXURE “A” TO DIRECTORS REPORT

### Form AOC-1 - Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

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

#### Part “A”: Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs. )

Sl. No	Particulars	Name of the Subsidiaries					
		Consolidated Interiors Limited (CIL)	Noble Consolidated Glazings Ltd.	CCCL Infrastructure Ltd.	CCCL Pearl City Food Port SEZ Ltd.	Delhi South Extension Car Park Ltd.	CCCL Power Infrastructure Ltd.
1.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31st March 2019	31st March 2019	31st March 2019	31st March 2019	31st March 2019	31st March 2019
2	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	INR	INR	INR	INR	INR	INR
3	Share capital	67,784,500	16,500,060	229,100,060	500,000	45,000,000	500,000
4	Reserves & surplus	-141,812,693	-679,473,720	232,421,076	239,371,165	-38,707,921	-60,624,660
5	Total assets	23,967,815	40,489,454	1,447,680,696	779,378,661	21,374,125	62,641
6	Total Liabilities	97,996,008	703,463,114	986,159,560	539,507,496	15,082,046	60,187,301
7	Investments / Asset Held for sale	-	-	239,871,165	-	-	-
8	Turnover	0	5,983,342	86,576,535	4,924,215	0	-
9	Profit (Loss) before taxation	-1,872,683	-42,563,918	-7,824,849	-23,106,638	-80,962	-70,800
10	Provision for taxation/Tax Expense	0	-685,227	-740,669	-1,470,170	0	0
11	Profit (Loss) after taxation	-1,872,683	-41,878,691	-7,084,180	-21,636,468	-80,962	-70,800
12	Proposed Dividend	0	0	0	0	0	0
13	% of shareholding	99.00%	99.00%	99%	Nil	99%	99.00%

#### Part “B”: Associates and Joint Ventures

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

Name of associates/Joint Ventures	Yuga Builders - Integrated Joint Venture, Unincorporated, Resident in India
Latest audited Balance Sheet Date	31.03.2019
Shares of Associate/Joint Ventures held by the company on the year end	40%
No.	0
Amount of Investment in Associates/Joint Venture	Rs.5,00,000/-
Extend of Holding%	40%
Description of how there is significant influence	Partnership
Reason why the associate/joint venture is not consolidated	NA
Net worth attributable to shareholding as per latest audited Balance Sheet	RS. 51212956 /-
Profit/Loss for the year	Rs.(3774554/-)
Considered in Consolidation	-
Not Considered in Consolidation	YES

- Names of associates or joint ventures which are yet to commence operations.
- Names of associates or joint ventures which have been liquidated or sold during the year.

For and on behalf of the Board of Directors

R.Sarabeswar  
Chairman  
(DIN: 00435318)      S.Sivaramkrishnan  
Managing Director  
(DIN: 00431791)

Place: Chennai  
Date: August 28, 2019

**N.BALACHANDRAN** B.COM., A.C.S.,  
COMPANY SECRETARY IN PRACTICE

C/2 YAMUNA FLATS  
16TH STREET, NANGANALLUR  
CHENNAI -600061  
PH.NO.22670412  
CELL: 9444376560

## ANNEXURE “B” TO DIRECTORS REPORT

### Form No. MR-3

#### SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31.03.2019

[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,  
**CONSOLIDATED CONSTRUCTION CONSORTIUM LIMITED**,  
Old No.3, New No.5, Second Link Street,  
C.I.T Colony, Mylapore, Chennai-600004.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **CONSOLIDATED CONSTRUCTION CONSORTIUM LIMITED** (hereinafter called “the Company”) bearing CIN: L45201TN1997PLC038610.

The responsibility of the Secretarial Auditor is to express opinion on the compliance with the applicable laws and maintenance of records based on audit. The audit was conducted in accordance with applicable Standards, and the Standards require that the Secretarial Auditor comply with statutory and regulatory requirements and plan and perform the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

The Secretarial Audit of the Company was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the year under audit covering the financial year ended 31.03.2019, 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 filed and other records maintained by the Company for the financial year ended on 31.03.2019 according to the provisions of:

- (I) The Companies Act, 2013 (“the Act”) and the Rules made there under; - There are instances that certain forms, returns, documents and resolutions required to be filed with the Registrar of Companies is either filed with delay or in some cases it is yet to be filed.
- (II) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the Rules made there under;
- (III) The Depositories Act, 1996 and the Regulations and Bye-Laws framed there under;
- (IV) Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Overseas Direct Investment and External Commercial Borrowings;
- (V) The Following Regulations prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015;
  - c) 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;
  - d) **The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations 2016 except there are few instances require compliance.**
- (VI) I have also examined compliance with the applicable clauses of the following:
  - (i) **The Secretarial Standards issued by The Institute of Company Secretaries of India, However, there are few instances which require compliance.**
  - (ii) **The Listing Agreements entered into by the Company with National Stock Exchange of India Limited and BSE Ltd. During the period under review the Company has complied in general with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. except compliance required for few instances.**
  - (iii) **Company web site related compliances in general are yet to be regularised and updated in a periodical manner.**

- (VII) There has been a non-compliance in repayment of amount outstanding on Optionally Convertible Debentures and interest thereupon.
- (VIII) I further report that the Company is not regular in depositing the statutory dues including TDS deductions, PF remittances, professional taxes and GST and filing periodical return as relating to and applicable, with the appropriate authorities during the year under audit.
- (IX) I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, except instance of delay in compliance of appointment of Independent Directors and woman Director to the Board. This being a non-compliance under the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, has resulted in Shareholding of the Promoters and Promoters Group of the Company being freezed and Trading in Securities of the Company being suspended by the Stock Exchanges.
- (X) I further report that adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarification on the agenda items before the Meeting and for meaningful participation at the meeting, however with requirements of compliance in some aspects.
- (XI) **I further report that**, based on the verification of the records and minutes, the decisions were carried out with the consent of the majority of the Board of Directors / Committee Members and there were no dissenting members views recorded in the minutes. Further, in the minutes of the General meeting, the members who voted against resolutions have been properly recorded.
- (XII) **I further report that** there are adequate systems and processes in the company commensurate with size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- (XIII) **I further report that** during the year under audit, there were no instances of:
- Public/Rights/Preferential issue of shares / Debentures/ sweat equity except issue of optionally convertible Debentures to lenders (Bank) under S4A scheme of RBI
  - Redemption / Buy Back of securities.
  - Merger/ Amalgamations/ reconstruction.
  - Foreign Technical collaborations.
- (XIV) **I further report that** the company's application for payment of remuneration to its managerial personnel for seeking Central Government's approval is still pending.
- (XV) **I further report that** the following points requires attention and are beyond my comments
- Erosion of Networth**
  - Uncertainty on Recovery of Trade Receivables**
  - Winding up petition preferred by various corporate bodies against the Company.**
  - Loans extended requires compliance under section 186(7) of Companies Act, 2013.**
- (XVI) There are overdue payments payable to MSME Enterprises under MICRO Small and Medium Enterprises Development Act

Place:Chennai  
Date: 28.08.2019

Signature :  
Name of Company Secretary in Practice : N Balachandran  
ACS No. : 5113  
C P No: 3200

**Note:** This Report is to be read with the letter of even date which is annexed as 'Annexure' and forms an integral part of this report.

## Annexure to SECRETARIAL AUDIT REPORT

To

The Members,  
**CONSOLIDATED CONSTRUCTION CONSORTIUM LIMITED,**  
Old No.3, New No.5, Second Link Street,  
C.I.T Colony, Mylapore, Chennai- 600004.

### **Our report of even date is to be read 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. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Where ever required, we have obtained Management representation about the compliance laws, rules and regulations and happening of events etc.
5. The compliance of the provision of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Place:Chennai  
Date: 28.08.2019

Signature :  
Name of Company Secretary in Practice : N Balachandran  
ACS No. : 5113  
C P No: 3200

## ANNEXURE “C” TO DIRECTORS REPORT

Information pursuant to Sec 134(3)(m) of the Companies Act, 1956 read with the Companies (Accounts) Rules, 2014 for the year ended at 31st March 2019.

- A. CONSERVATION OF ENERGY: Not Applicable  
 B. RESEARCH AND DEVELOPMENT Not Applicable  
 C. TECHNOLOGY ABSORPTION Not Applicable  
 D. FOREIGN EXCHANGE EARNINGS AND EXPENDITURE (Rs. in Lacs)

PARTICULARS	2018-19	2017-18
<b>Earnings</b>		
Export of Goods	NIL	NIL
<b>Expenditure</b>		
Import of Material	NIL	NIL

For and on behalf of the Board of Directors

Place: Chennai  
Date: August 28, 2019

R.Sarabeswar  
Chairman  
(DIN: 00435318)

S.Sivaramakrishnan  
Managing Director  
(DIN: 00431791)

## ANNEXURE “D” TO DIRECTORS REPORT

### Particulars of Contracts/arrangements made with related parties

[Pursuant to Clause (h) of Sub-section (3) of Section 134 of the Companies Act, 2013, and Rule 8(2) of the Companies (Accounts) Rules, 2014 – AOC-2]

This Form pertains to the 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.

Details of contracts or arrangement or transactions not at arm's length basis

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

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

The details of material contracts or arrangement or transactions at arm's length basis for the year ended March 31, 2019 are as follows:

Name of the Related Party	Nature of Relationship	Duration of the Contract	Salient terms	Amount (Rs in Lakhs)
<b>Nature of Contract</b> Investment in equity instrument				
CCCL INFRASTRUCTURE LTD	Subsidiary	Not Applicable	Not Applicable	(69.83)
CCCL PEARL CITY FOOD PORT SEZ LTD	Subsidiary	Not Applicable	Not Applicable	51.11
CCCL POWER INFRASTRUCTURE LTD	Subsidiary	Not Applicable	Not Applicable	0.59
CONSOLIDATED INTERIORS LTD	Subsidiary	Not Applicable	Not Applicable	Nil
NOBLE CONSOLIDATED GLAZINGS LTD	Subsidiary	Not Applicable	Not Applicable	397.37
YUGA BUILDERS	Associate	Not Applicable	Not Applicable	12.41
<b>Remuneration to Relative of KMP</b>				
Mr. Kaushik Ram	Relative of Mr. R.Sarabeswar(WTD)			60.00

For and on behalf of the Board of Directors

Place: Chennai  
Date: August 28, 2019

R.Sarabeswar  
Chairman  
(DIN: 00435318)

S.Sivaramakrishnan  
Managing Director  
(DIN: 00431791)

## ANNEXURE – “E” TO DIRECTORS REPORT EXTRACT OF ANNUAL RETURN

as on the 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 DETAILS

CIN	L45201TN1997PLC038610
Registration Date	11th July 1997
Name of the Company	CONSOLIDATED CONSTRUCTION CONSORTIUM LIMITED
Category/Sub Category of the Company	Company having Share Capital
Address of the Registered Office and Contact Details	No.5, II Link Street, C.I.T.Colony, Mylapore, Chennai 600 004. Email: secl@ccclindia.com Phone: 2345 4500 Fax: 2499 0225
Whether Listed Company	Yes
Name, address and contact details of Registrar and Transfer Agent, if any	M/s. Karvy Fintech Pvt Ltd Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032 Phone : +91 40 67161559

### II. PRINCIPAL BUSINESS ACTIVITIES

All the business Activities contributing 10% or more of the total turnover of the Company shall be stated:

Name and Description of main Services	NIC Code of the Product/Service	% to Total Turnover
Construction services	NA	100

### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/Subsidiary/ Associate	% of Share held	Applicable Section
1.	CCCL Infrastructure Ltd No.5, II Link Street, C.I.T.Colony, Mylapore, Chennai 600 004.	U45300TN2007PLC063417	Subsidiary	99.99	2(87)(a)
2	CCCL Pearl City Food Port SEZ Limited No.5, II Link Street, C.I.T.Colony, Mylapore, Chennai 600 004.	U45209TN2009PLC073089	Sub - Subsidiary	Nil	2(87)(a)
3	Delhi South Extn Car Park Ltd No.5, II Link Street, C.I.T.Colony, Mylapore, Chennai 600 004.	U45400TN2010PLC077400	Subsidiary	99.99	2(87)(a)
4	Consolidated Interiors Ltd No.5, II Link Street, C.I.T.Colony, Mylapore, Chennai 600 004.	U74999TN2006PLC059568	Subsidiary	99.99	2(87)(a)
5	Noble consolidated Glazing's Ltd No.5, II Link Street, C.I.T.Colony, Mylapore, Chennai 600 004.	U45402TN2007PLC063732	Subsidiary	99.99	2(87)(a)
6	CCCL Power Infrastructure Ltd No.5, II Link Street, C.I.T.Colony, Mylapore, Chennai 600 004.	U45206TN2010PLC076001	Subsidiary	99.99	2(87)(a)

**I. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**

**i) Category-wise Share Holding:**

Category Code	Category of Shareholders	No. of Shares held at the beginning of the year 31.03.2018				No. of Shares held at the end of the year 31.03.2019				% of Change during the Year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
I	II	III	IV	V	VI	VII	VIII	IX	X	XI
<b>(A)</b>	<b>Promoter And Promoter Group</b>									
<b>(1)</b>	<b>Indian</b>									
(a)	Individual /HUF	47113476	0	47113476	11.82	47113476	0	47113476	11.82	0.00
(b)	Central Govt/State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Financial Institutions / Banks	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Others	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Sub-Total A(1) :</b>	<b>47113476</b>	<b>0</b>	<b>47113476</b>	<b>11.82</b>	<b>47113476</b>	<b>0</b>	<b>47113476</b>	<b>11.82</b>	<b>0.00</b>
<b>(2)</b>	<b>Foreign</b>									
(a)	Individuals (NRIs/Foreign Individuals)	0	0	0	0.00	0	0	0	0.00	0.00
(b)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Institutions	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Others	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Sub-Total A(2) :</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>Total A=A(1)+A(2)</b>	<b>47113476</b>	<b>0</b>	<b>47113476</b>	<b>11.82</b>	<b>47113476</b>	<b>0</b>	<b>47113476</b>	<b>11.82</b>	<b>0.00</b>
<b>(B)</b>	<b>Public Shareholding</b>									
<b>(1)</b>	<b>Institutions</b>									
(a)	Mutual Funds /UTI	2334565	0	2334565	0.59	2334565	0	2334565	0.59	0.00
(b)	Financial Institutions /Banks	233911055	0	233911055	58.70	231193188	0	231193188	58.01	-0.68
(c)	Central Govt / State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
(f)	Foreign Institutional Investors	9663535	0	9663535	2.42	8780539	0	8780539	2.20	-0.22
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0	0	0	0.00	0.00
(h)	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
(i)	Others	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Sub-Total B(1) :</b>	<b>245909155</b>	<b>0</b>	<b>245909155</b>	<b>61.71</b>	<b>242308292</b>	<b>0</b>	<b>242308292</b>	<b>60.80</b>	<b>-0.90</b>
<b>(2)</b>	<b>Non- Institutions</b>									
(a)	Bodies Corporate	27077124	37500	27114624	6.80	27292438	37500	27329938	6.86	0.05
(b)	Individuals									
	i. Individual shareholders holding nominal share capital up to Rs. 1 lakh	22239361	93406	22332767	5.60	24080956	91906	24172862	6.07	0.46
	ii. Individuals holding nominal share capital in excess of Rs.1 lakh	43202149	1970250	45172399	11.34	46373389	220250	46593639	11.69	0.36

Category Code	Category of Shareholders	No. of Shares held at the beginning of the year 31.03.2018				No. of Shares held at the end of the year 31.03.2019				% of Change during the Year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
I	II	III	IV	V	VI	VII	VIII	IX	X	XI
(c)	Others									
	CLEARING MEMBERS	1010348	0	1010348	0.25	628419	0	628419	0.16	-0.10
	FOREIGN BODIES	7126722	0	7126722	1.79	7126722	0	7126722	1.79	0.00
	I E P F	6710	0	6710	0.00	37494	0	37494	0.01	0.01
	NBFC	500	0	500	0.00	1010	0	1010	0.00	0.00
	NON RESIDENT INDIANS	1224242	0	1224242	0.31	1422722	0	1422722	0.36	0.05
	NRI NON-REPATRIATION	638955	0	638955	0.16	915324	0	915324	0.23	0.07
	TRUSTS	861290	0	861290	0.22	861290	0	861290	0.22	0.00
(d)	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Sub-Total B(2) :</b>	<b>103387401</b>	<b>2101156</b>	<b>105488557</b>	<b>26.47</b>	<b>108739764</b>	<b>349656</b>	<b>109089420</b>	<b>27.37</b>	<b>0.90</b>
	<b>Total B=B(1)+B(2) :</b>	<b>349296556</b>	<b>2101156</b>	<b>351397712</b>	<b>88.18</b>	<b>351048056</b>	<b>349656</b>	<b>351397712</b>	<b>88.18</b>	<b>0.00</b>
	<b>Total (A+B) :</b>	<b>396410032</b>	<b>2101156</b>	<b>398511188</b>	<b>100.00</b>	<b>398161532</b>	<b>349656</b>	<b>398511188</b>	<b>100.00</b>	<b>0.00</b>
(C)	Shares held by custodians, against which Depository Receipts have been issued									
(1)	Promoter and Promoter Group									
(2)	Public	0	0	0	0.00	0	0	0	0.00	0.00
	<b>GRAND TOTAL (A+B+C) :</b>	<b>396410032</b>	<b>2101156</b>	<b>398511188</b>	<b>100.00</b>	<b>398161532</b>	<b>349656</b>	<b>398511188</b>	<b>100.00</b>	

(ii) Shareholding of Promoters:

Sl. No.	Share Holders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% of Change during 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	
1	R SARABESWAR	26297347	6.60	100.00	26297347	6.60	100.00	NIL
2	S SIVARAMAKRISHNAN	20816129	5.22	100.00	20816129	5.22	100.00	NIL
	<b>Total</b>	<b>47113476</b>	<b>11.82</b>		<b>47113476</b>	<b>11.82</b>		

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

Sl. No.	Particulars	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	At the beginning of the year	47113476	11.82	47113476	11.82
2	Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease	Nil	Nil	Nil	Nil
3	<b>At the End of the year</b>	<b>47113476</b>	<b>11.82</b>	<b>47113476</b>	<b>11.82</b>

**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

SHAREHOLDING PATTERN OF TOP 10 SHAREHOLDERS BETWEEN 31/03/2018 AND 30/03/2019											
Sl. No	Folio/DPID-Client ID	Category	Type	Name of the Share Holder	No of Shares	% of total shares of the company	Date	Increase/Decrease in share holding	Reason	No of Shares	% of total shares of the company
1	AAACS8577K	BNK	Opening Balance	STATE BANK OF INDIA	117619292	29.51	31/03/2018	-	-	117619292	29.51
			Sale				06/04/2018	-154962	Transfer	117464330	29.48
			Sale				13/04/2018	-139638	Transfer	117324692	29.44
			Sale				20/04/2018	-215369	Transfer	117109323	29.39
			Sale				27/04/2018	-20273	Transfer	117089050	29.38
			Sale				04/05/2018	-39588	Transfer	117049462	29.37
			Sale				01/06/2018	-100000	Transfer	116949462	29.35
			Closing Balance				30/03/2019			116949462	29.35
2	AAACB1534F	BNK	Opening Balance	BANK OF BARODA	54539765	13.69	31/03/2018			54539765	13.69
			Closing Balance				30/03/2019			54539765	13.69
3	AAACI1195H	BNK	Opening Balance	ICICI BANK LTD	44201346	11.09	31/03/2018			44201346	11.09
			Sale				03/08/2018	-142134	Transfer	44059212	11.06
			Sale				24/08/2018	-185000	Transfer	43874212	11.01
			Sale				31/08/2018	-280000	Transfer	43594212	10.94
			Sale				07/09/2018	-110650	Transfer	43483562	10.91
			Sale				14/09/2018	-186377	Transfer	43297185	10.86
			Sale				28/09/2018	-155000	Transfer	43142185	10.83
			Sale				19/10/2018	-50000	Transfer	43092185	10.81
			Sale				26/10/2018	-312140	Transfer	42780045	10.73
			Closing Balance				30/03/2019	-500000	Transfer	42280045	10.61
4	AABCI8842G	BNK	Opening Balance	IDBI BANK LTD.	17460837	4.38	31/03/2018			17460837	4.38
			Sale				23/11/2018	-126736	Transfer	17334101	4.35
			Closing Balance				30/03/2019			17334101	4.35
5	AABTA4725B	LTD	Opening Balance	UTI INVESTMENT ADVISORY SERVICES LTD	13022866	3.27	31/03/2018			13022866	3.27
			Closing Balance				30/03/2019			13022866	3.27
6	AAACI7351P	LTD	Opening Balance	ICICI PRUDENTIAL LIFE INSURANCE COMPANY LIMITED	8709992	2.19	31/03/2018			8709992	2.19
			Sale				15/02/2019	-173303	Transfer	8536689	2.14
			Sale				15/03/2019	-25910	Transfer	8510779	2.14
7	AABCE7051R	FB	Opening Balance	EIF- COINVEST III	7126722	1.79	31/03/2018			7126722	1.79
			Closing Balance				30/03/2019			7126722	1.79
8	AAECP0236A	FPI	Opening Balance	EAST SPRING INVESTMENTS INDIA INFRASTRUCTURE EQUITY	4040915	1.01	31/03/2018			4040915	1.01
			Sale				30/11/2018	-18500	Transfer	4022415	1.01
			Sale				07/12/2018	-834496	Transfer	3187919	0.80
			Closing Balance				30/03/2019			3187919	0.80
9	AMKPA9916B	PUB	Opening Balance	ANJANA S R KRISHNAN	3000000	0.75	31/03/2018			3000000	0.75
			Closing Balance				30/03/2019			3000000	0.75
10	AGJPA4038M	PUB	Opening Balance	ARCHANA S R KRISHNAN	3000000	0.75	31/03/2018			3000000	0.75
			Closing Balance				30/03/2019			3000000	0.75

**(v) Shareholding of Directors and Key Managerial Personnel:**

**Director Name: Mr. R SARABESWAR**

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	At the beginning of the year	26297347	6.60	26297347	6.60
2	Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease Inter-Se Transfer	Nil	Nil	Nil	Nil
3	<b>At the End of the year</b>	<b>26297347</b>	<b>6.60</b>	<b>26297347</b>	<b>6.60</b>

**Director Name: Mr. S SIVARAMAKRISHNAN**

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	At the beginning of the year	20816129	5.22	20816129	5.22
2	Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease Inter-Se Transfer	Nil	Nil	Nil	Nil
3	<b>At the End of the year</b>	<b>20816129</b>	<b>5.22</b>	<b>20816129</b>	<b>5.22</b>

**Director Name: Mr. V. G JANARTHANAM**

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	At the beginning of the year	4856990	1.22	4856990	1.22
2	Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease : Inter-Se Transfer	Nil	Nil	Nil	Nil
3	<b>At the End of the year</b>	<b>4856990</b>	<b>1.22</b>	<b>4856990</b>	<b>1.22</b>

**KMP Name: Mr. R.SIDDHARTH**

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	At the beginning of the year	Nil	Nil	Nil	Nil
2	Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease : Inter-Se Transfer	Nil	Nil	Nil	Nil
3	<b>At the End of the year</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

## II. INDEBTEDNESS:

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

S.No.	Particulars	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
		(A)	(B)	(C)	(D)=(A+B+C)
(A)	<b>Indebtedness at the beginning of the Financial Year</b>				
	(i) Principal Amount	1,17,661.88	3,489.41	-	1,21,151.29
	(ii) Interest due but not paid	599.51	-	-	599.51
	(iii) Interest accrued but not due	-	-	-	-
	<b>Total ( i+ii+iii )</b>	<b>1,18,261.39</b>	<b>3,489.41</b>	<b>-</b>	<b>1,21,750.8</b>
(B)	<b>Change in Indebtedness during the Financial Year</b>				
	Addition	2169.03	-		2169.03
	Reduction	-	-	-	-
	<b>Net Change</b>	<b>2169.03</b>	<b>-</b>	<b>-</b>	<b>2169.03</b>
(C)	<b>Indebtedness at the end of the Financial Year</b>				
	(i) Principal Amount	1,15,202.08	3,489.41	-	1,18,691.49
	(ii) Interest due but not paid	5,228.34	-	-	5,228.34
	(iii) Interest accrued but not due	-	-	-	-
	<b>Total ( i+ii+iii )</b>	<b>1,20,430.42</b>	<b>3,489.41</b>	<b>-</b>	<b>1,23,919.83</b>

## III. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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

Rs in Lakhs

S.No.	Particulars of Remuneration	Name of MD/WTD/Manager			Total Amount
		S Sivaramakrishnan MD	R Sarabeswar WTD	V G Janarthanam WTD	
<b>1</b>	<b>Gross salary</b>				
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil	Nil	Nil
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil	Nil
(c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
4	Commission - as % of profit - others, specify...	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil
	<b>Total (A)</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
	<b>Ceiling as per the Act</b>				<b>84.00</b>

**B. Remuneration to other Directors:**

S. No.	Remuneration	Name of Directors						Total Amount
		Mr. Jayaram rangan	Mr.P.Venkatesh	Dr.P.K. Aravindan	Mr. Mohan Srinivasan	^Mr.Sujit Mundul	^Ms.Kameswari Subramanian	
a. Independent Directors	Rs.40,000/-	Rs.40,000/-	Nil	Rs.1,60,000/-	Rs.40,000/-	Nil	Rs. 2,80,000/-	
• Fee for attending board / committee meetings								
• Commission								
• Others, please specify								
<b>Total(1)</b>	<b>Rs.40,000/-</b>	<b>Rs.40,000/-</b>	<b>Nil</b>	<b>Rs.1,60,000/-</b>	<b>Rs.40,000/-</b>	<b>Nil</b>	<b>Rs. 2,80,000/-</b>	
	<b># Mr. Ranjit Goswami</b>	<b>Mr.K.E.C. Rajakumar</b>						
b. Other Non-Executive Nominee Directors	Rs.1,20,000/	Nil	Nil	Nil	Nil	Nil	Rs. 1,20,000/-	
• Fee for attending board / committee meetings								
• Commission								
• Others, please specify								
<b>Total (2)</b>	<b>Rs.1,20,000/</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Rs. 1,20,000/-</b>	
<b>Total (B) = (1)+(2)</b>	<b>Rs. 1,60,000/-</b>	<b>Rs.40,000/-</b>	<b>NIL</b>	<b>Rs.1,60,000/-</b>	<b>Rs.40,000/-</b>	<b>Nil</b>	<b>Rs.4,00,000/-</b>	
<b>Total Managerial Remuneration</b>	<b>Rs. 1,60,000/-</b>	<b>Rs.40,000/-</b>	<b>NIL</b>	<b>Rs.1,60,000/-</b>	<b>Rs.40,000/-</b>	<b>Nil</b>	<b>Rs.4,00,000/-</b>	
<b>Overall Ceiling as per the Act</b>							<b>1% of Net Profit</b>	

# Mr. Ranjit Goswami resigned from the Board on 30th January 2019

^Mr. Sujit Mundul was appointed as Independent Director on 03rd December 2018

^Ms.Kameswari Subramanian was appointed as Independent Director on 03rd December 2018

**C. Remuneration to other Directors, Key Managerial Personnel other than MD/MANAGER/WTD:**

Rs in Lakhs

S.No.	Particulars of Remuneration	Key Managerial Personnel		
		CEO	CFO cum CS	Total
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	12.48	12.48
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil
(c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil
4	Commission - as % of profit - others, specify...	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil
	<b>Total (A)</b>	<b>Nil</b>	<b>12.48</b>	<b>12.48</b>

**IV.PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
Penalty Nil	Nil	Nil	Nil	Nil	
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
<b>C OTHER OFFICERS IN DEFAULT</b>					
Penalty Nil	Nil	Nil	Nil	Nil	
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

## ANNEXURE – “F” TO DIRECTORS REPORT PARTICULARS OF EMPLOYEES

### A) Information as per Section 197(12) read with Rule 5(1) of The Companies (Appointment & Remuneration of Managerial Personnel) Rules 2014:

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

NAME	DESIGNATION	RATIO
Mr. Sarabeswar R	WHOLE – TIME DIRECTOR	Nil
Mr. Janarthanam V G	WHOLE – TIME DIRECTOR	Nil
Mr. Sivaramakrishnan. S	MANAGING DIRECTOR	Nil
Mr. Jayaram Rangan	INDEPENDENT DIRECTOR	0.11
Dr.P.K.Aravindan	INDEPENDENT DIRECTOR	Nil
Mr. Ranjith Goswami,	NOMINEE DIRECTOR	0.35
Mr.K.E.C.Rajakumar	NOMINEE DIRECTOR	Nil
Mr.P.Venkatesh	INDEPENDENT DIRECTOR	0.11
Mr.Mohan Srinivasan	INDEPENDENT DIRECTOR	0.47
Mr. Sujit Mundul*	INDEPENDENT DIRECTOR	0.11
Ms.Kameswari Subramanian*	INDEPENDENT DIRECTOR	Nil

\*for part of the year

The median remuneration of employees of the Company during the Financial year 2018-19 was Rs. 28,307/- pm

(2) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary in the financial year:

NAME	DESIGNATION	RATIO
Mr. Sarabeswar R	WHOLE – TIME DIRECTOR	Nil
Mr. Janarthanam V G	WHOLE – TIME DIRECTOR	Nil
Mr. Sivaramakrishnan. S	MANAGING DIRECTOR	Nil
Mr. Jayaram Rangan	INDEPENDENT DIRECTOR	Nil
Dr.P.K.Aravindan	INDEPENDENT DIRECTOR	Nil
Mr. Ranjith Goswami, Independent	NOMINEE DIRECTOR	Nil
Mr.K.E.C.Rajakumar	NOMINEE DIRECTOR	Nil
Mr.P.Venkatesh	INDEPENDENT DIRECTOR	Nil
Mr.Mohan Srinivasan *	INDEPENDENT DIRECTOR	Nil
Mr. Sujit Mundul	INDEPENDENT DIRECTOR	Nil
Ms.Kameswari Subramanian	INDEPENDENT DIRECTOR	Nil
Mr. R. Siddharth	CFO/COMPANY SECRETARY	Nil

\*Mr. Sujit Mundul and Ms. Kameswari Subramanian were appointed as Director of the Company from 03rd December, 2018.

- a) The remuneration to the Non-Executive Directors comprises Provision for commission made in the financial year 2018-19 and sitting fees paid for attending the Board/Committee meetings. There was no increase in Sitting fee during the year. The actual payment of sitting fee is based on the number of meetings attended by the Director.
- b) No commission was paid in the year 2018-19 due to inadequate profits and hence the remuneration for the year is not comparable with the year 2017-18.
- (3) TThe percentage increase in the median remuneration of employees in the financial year: 0 %
- (4) The number of permanent employees on the rolls of company: 726
- (5) The increase in the average salary of the employees is. NIL as compared to increase in the managerial remuneration which is NIL
- (6) The Company affirms that remuneration is as per the Remuneration Policy of the Company.

For and on behalf of the Board of Directors

Place: Chennai  
Date: August 28, 2019

R.Sarabeswar  
Chairman  
(DIN: 00435318)

S.Sivaramakrishnan  
Managing Director  
(DIN: 00431791)

## REPORT ON CORPORATE GOVERNANCE

### 1. COMPANY'S PHILOSOPHY

Consolidated Construction Consortium Limited believes in the implementation of best practices of corporate governance so that the Company achieves its corporate goals and further enhances stakeholders' value. A great deal of importance is attached to ensuring fairness, transparency, accountability and responsibility towards stakeholders, besides consistently implementing best possible practices by providing optimum level of information and benefits to the stakeholders.

This report covers the corporate governance aspects in your Company relating to the year ended 31st March 2019.

### 2. BOARD OF DIRECTORS

#### 2.1 APPOINTMENT AND TENURE

The Directors of the Company are appointed by Shareholders at General Meetings. All the Directors except the Independent Director(s) are subject to retirement by rotation and at every Annual General Meeting one third of such Directors as are liable to retire by rotation, if eligible, generally offer themselves for re-election, in accordance with the provisions of the Companies Act and that of the Articles of Association of the Company.

#### 2.2 COMPOSITION OF THE BOARD

The Board of Directors of the company consists of three Executive, One Non-Executive Nominee and Four Non-Executive are Independent Directors as per the criteria of independence stated in Regulation 17(1) of the SEBI (LODR) Regulations, 2015. The day to day management of the company is conducted by the Chief Executive Officer and the Managing Director subject to the supervision and overall control of the Board.

#### 2.3 BOARD AND COMMITTEE MEETINGS AND PROCEDURES

The Board of Directors oversees the entire functioning and operations of the Company. They evaluate performance of the Company and provide direction and guidance to the Company for undertaking the business of the Company in accordance with its corporate goals and statutory requirements. They also give valuable advice, monitor the Management Policies and their effectiveness and ensure that the long term interests of the shareholders are served. The Managing Director is being assisted by Key Management Personnel, Senior Management Staff and Officers to ensure proper functioning of the Company in terms of set guidelines.

The Board has constituted other Committees viz, Audit Committee, Stakeholders Relationship Committee, Nomination & Remuneration Committee, Corporate Social Responsibility, share transfer committee, Internal Complaints Committee, Executive Committee, Enquiry Committee and Risk Management Committee. The Board constitutes additional functional committees from time to time depending upon the necessity. A minimum of four Board Meetings are held every year. At times more meetings are convened depending upon the

requirements. Dates for the Board Meetings are decided well in advance. The Board/Committee meetings are conducted as per well defined procedures and systems. The information placed before the Board includes:

- Compliance with Statutory/Regulatory requirements and review of major legal issues.
- Quarterly / Half Yearly/Annual Financial Results of the Company.
- Noting of the proceedings of the Meeting of Audit Committee and other Committees of the Board and such other items as mentioned in the Listing Regulation.
- Annual and Accounting Policies
- Monitoring of Performance
- Annual operating Plans
- Capital Budgets and updates on the same
- Delegation of Authority and renewal thereof, etc.

#### 2.4 DISTRIBUTION OF BOARD AGENDA PAPERS

Board Notes are circulated well advance in the devised agenda format. All material information is incorporated in the agenda notes so that there can be meaningful discussions in the Board Meetings.

#### 2.5 MINUTES OF THE BOARD MEETINGS

The Board Meeting Minutes are recorded immediately after the Board Meetings are over and these are sent to the Directors in draft form for their approval. Any changes suggested by them in the draft are incorporated and then final minutes are prepared and signature of the Chairman is obtained.

#### 2.6 FOLLOW UP OF DECISIONS TAKEN AT THE BOARD MEETINGS

The Company has an effective system of follow up of the decisions taken at the Board Meeting.

An Action Taken Report is prepared and circulated to the Board in the next Meeting. The Company Secretary ensures the flow of necessary information and feedback from the Board to the respective departments. Observations made by the Board are sent to respective functional heads for follow up and implementation.

#### 2.7 COMPLIANCE WITH STATUTORY REQUIREMENTS

At the time of preparation of agenda notes it is ensured that all the statutory requirements are complied with under Companies Act, SEBI Regulations and guidelines from other statutory bodies. The Company complies with Secretarial Standards prescribed by the Institute of Company Secretaries of India.

### 3. BOARD MEETINGS

Five Board Meetings were held during the financial year 2018-19 The maximum gap between any two meetings was less than 4 months as stipulated under the Listing Regulation. The dates on which the said meetings held are as follows:

**29th May 2018, 10th August 2018, 28th August 2018, 14th November 2018, 08th February 2019.**

Attendance of each Director at Board Meetings & Annual General Meeting of the Company held during the year and the number of Directorship(s) and Committee Chairmanships / Memberships held by them in other companies are given below:

Name of the Director	Category	Attendance		No. Of Directorships in public limited companies including this company *	Committee Memberships (including this Company) *	
		Board	AGM		Chairman	Member
1. Mr. R. Sarabeswar	Executive-Chairman	5	Yes	7	-	1
2. Mr.S. Sivaramakrishnan	Executive - Managing Director	5	Yes	7	-	-
3. Mr. V.G. Janarthanam	Executive-Whole Time Director	5	Yes	7	-	-
4. Mr. Mohan Srinivasan*	Non Executive Independent	1	Yes	2	-	2
5. Mr.K.E.C. Rajakumar	Non Executive - Nominee Director	1	No	2	-	1
6. Mr.P. Venkatesh	Non Executive - Independent	2	No	4	2	-
7. Dr.P.K.Aravindan@	Non Executive - Independent	2	No	1	-	1
8. Mr. Jayaram Rangan	Non Executive - Independent	2	No	1	-	1
9. Mr. Ranjit Goswami	Non Executive Nominee Director	3	No	2	-	-
10. Mr. Sujit Mundul*	Non Executive Independent	1	NA	1	-	-
11. Ms.Kameswari Subramanian^	Non Executive Independent	-	NA	1	-	-

# Mr. Ranjit Goswami resigned from the Board on 30TH January, 2019.

@ Mr.PK Aravindan relieved from the Board due to death WEF 21.02.2019

\*Mr. Sujit Mundul was appointed as Independent Director on 03rd December, 2018

^Ms. Kameswari Subramanian was appointed as Independent Director on 03rd December, 2018.

\* Represents directorship(s)/membership(s) of Audit and Stakeholders' Relationship Committee(s) in public limited companies governed by the Companies Act, 2013.

The Board has been provided with all material and substantial information that facilitates them for imparting significant decisions while discharging its duties as trustees of shareholders.

The Board has identified the following skills / expertise /competence fundamental for the effective functioning of the Company which are currently available with the Board.

- Corporate Strategy, Business Strategy
- Marketing, Sales, Supply Chain Management and Branding
- Operations and civil engineering
- Finance / Financial Management
- Leadership experience and understanding of significant organisations, their process, strategies, planning etc.
- Auditing, Taxation, Risk Advisory
- Governance Practices, Compliance

All independent directors fulfill the conditions specified in these regulations and are independent of the management. The Board has been provided with all material and substantial information that facilitates them for imparting significant decisions while discharging its duties as trustees of shareholders.

There were no instances of independent director who resigned before the expiry of his/her tenure during the year apart from the death of Independent Director Mr.P.K. Aravindan.

None of the Directors hold any shares in the Company other than,

Mr R. Sarabeswar – 26297347

Mr. S. Sivaramakrishnan – 20816129

Mr. V G Janarthanam – 4856990

None of the Directors have any inter-se relationship.

The details of familiarization programmes imparted to the Independent Directors are disclosed in the website of the Company at (<http://www.ccclindia.com>).

#### 4. CODE OF CONDUCT

In compliance with Regulation 26(3) of Listing Regulations and Companies Act, 2013, the company has framed and adopted a Code of Conduct and Ethics ('the Code'). The code is applicable to the members of the Board, the executive officers and all the employees of the company and its subsidiaries. The code is available on our website, [www.ccclindia.com](http://www.ccclindia.com). All the members of the Board, executive officers and senior financial officers have affirmed compliance of the code as on 31st March 2019. A declaration to this effect signed by Managing Director, forms part of this report.

#### 5. PREVENTION OF INSIDER TRADING

Pursuant to the requirements of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended, our Company has adopted a Code of Conduct for prevention of Insider Trading. This Code is applicable to all Board members/officers/designated employees. The objective of this code is to prevent purchase and/or sale of shares of the Company by an insider on the basis of unpublished price sensitive information.

#### 6. SECRETARIAL STANDARDS RELATING TO BOARD MEETINGS

The Secretarial and the operating practices generally followed by our Company are in line with the Standards on Secretarial practice relating to meetings of the Board and Committees stipulated by The Institute of Company Secretaries of India even if such laid down standards are recommendatory in nature.

#### 7. AUDIT COMMITTEE

##### 7.1 COMPOSITION, NAMES OF MEMBERS AND CHAIRMAN

The Audit Committee comprises of Shri . Jayaram Rangan , Shri. Mohan Srinivasan, Shri.Sujit Mundul and Ms.Kameswari Subramanian out of which Four are Non-Executive Independent Directors of the Company with Shri. Mohan Srinivasan Independent Director as its Chairman. The Company Secretary acts as Secretary of the Committee. The Committee was reconstituted on 27th July 2019.

##### 7.2 MEETINGS AND THE ATTENDANCE DURING THE YEAR

Four meetings of the Audit Committee were held during the year 29th May, 2018, 10th August, 2018, 14th November 2018, 08th February 2019.

Name of the Director	Status	No. of Meetings attended
Mr.P.Venkatesh	Chairman	1
Mr. Jayaramrangan	Member	2
Dr. P.K.Aravindan	Member	1
Mr. K.E.C.Raja Kumar	Member	1
Mr. Mohan Srinivasan	Member	4

# Audit Committee composition before the reconstitution on 08th February 2019 and 27th July, 2019.

##### 7.3 TERMS OF REFERENCE

The terms of reference of the Audit Committee covering the matters specified in respect of such Committee have been aligned with the requirements of Section 177 of the Companies Act, 2013 and the Securities Exchange Board

of India (Listing Obligations & Disclosure Requirements) Regulations, 2015.

#### 8. NOMINATION AND REMUNERATION COMMITTEE

In compliance with the provisions of Section 178 of the Companies Act, 2013 and the Listing Agreement, the Board has renamed the existing "Remuneration Committee" as "Nomination and Remuneration Committee" in the Board Meeting held on 30th March 2015.

The Nomination and Remuneration Committee of our Company has been constituted to recommend to the Board the appointment/re-appointment of the Executive and Non-Executive Directors, the induction of Board members into various committees and suggest revision in total remuneration package of the Executive Director(s) keeping in view the prevailing statutory guidelines. The Committee has also been empowered to review/recommend the periodic increments, if any, in salary and annual incentive of the Executive Director(s).

##### Brief description of Terms of Reference

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- Formulation of criteria for evaluation of performance of independent directors and the board of directors
- Devising a policy on diversity of board of directors
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal
- Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- Recommend to the board, all remuneration, in whatever form, payable to senior management.

This Committee comprises of Three Members who are Non-Executive Independent Directors of the Company with Mr.Mohan Srinivasan Independent Director as its Chairman, which was re-constituted on February 08, 2019 comprising of Mr. Mohan Srinivasan, Chairman, Mr.Sujit Mundul and Ms.Kameswari Subramanian, as Members of the Committee. The Company Secretary acts as Secretary of the Committee. The Committee met one time during the financial year 2018-19 on 20th November, 2018.

Name of the Director	Category	No. of Meetings attended
Shri. Mr.P.Venkatesh	Chairman	1
Shri .Dr. P.K.Aravindan	Member	1
Shri. Mr.Mohan Srinivasan	Member	1

# Meeting details held on 20th November 2018.

#### 9. REMUNERATION TO DIRECTORS

Due to the heavy losses incurred by the Company, the Promoter Directors viz. Shri. R.Sarabeswar, Executive Chairman & Shri.S.Sivaramakrishnan Managing Director and Shri.V.G.Janarthanam Whole time Director have deferred their entitlement of remuneration for the financial year 2017-18, with recourse to claim in future.

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

Rs in Lakhs

S.No.	Particulars of Remuneration	Name of MD/WTD/Manager			Total Amount
		S Sivaramakrishnan MD	R Sarabeswar WTD	V G Janarthanam WTD	
<b>1</b>	<b>Gross salary</b>				
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil	Nil	Nil
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil	Nil
(c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
4	Commission - as % of profit - others, specify...	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil
	<b>Total (A)</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

**B. Remuneration to other Directors:**

S. No.	Remuneration	Name of Directors						Total Amount
		Mr. Jayaram rangan	Mr.P.Venkatesh	Dr.P.K. Aravindan	Mr. Mohan Srinivasan	^Mr.Sujit Mundul	^Ms.Kameswari Subramanian	
	a. Independent Directors	Rs.40,000/-	Rs.40,000/-	Nil	Rs.1,60,000/-	Rs.40,000/-	Nil	Rs. 2,80,000/-
	• Fee for attending board / committee meetings							
	• Commission							
	• Others, please specify							
	<b>Total(1)</b>	<b>Rs.40,000/-</b>	<b>Rs.40,000/-</b>	<b>Nil</b>	<b>Rs.1,60,000/-</b>	<b>Rs.40,000/-</b>	<b>Nil</b>	<b>Rs. 2,80,000/-</b>
		<b># Mr. Ranjit Goswami</b>	<b>Mr.K.E.C. Rajakumar</b>					
	b. Other Non-Executive Nominee Directors	Rs.1,20,000/	Nil	Nil	Nil	Nil	Nil	Rs. 1,20,000/-
	• Fee for attending board / committee meetings							
	• Commission							
	• Others, please specify							
	<b>Total (2)</b>	<b>Rs.1,20,000/</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Rs. 1,20,000/-</b>
	<b>Total (B) = (1)+(2)</b>	<b>Rs. 1,60,000/-</b>	<b>Rs.40,000/-</b>	<b>NIL</b>	<b>Rs.1,60,000/-</b>	<b>Rs.40,000/-</b>	<b>Nil</b>	<b>Rs.4,00,000/-</b>
	<b>Total Managerial Remuneration</b>	<b>Rs. 1,60,000/-</b>	<b>Rs.40,000/-</b>	<b>NIL</b>	<b>Rs.1,60,000/-</b>	<b>Rs.40,000/-</b>	<b>Nil</b>	<b>Rs.4,00,000/-</b>
	<b>Overall Ceiling as per the Act</b>							<b>1% of Net Profit</b>

# Mr. Ranjit Goswami resigned from the Board on 30th January 2019

^Mr. Sujit Mundul was appointed as Independent Director on 03rd December 2018

^Ms.Kameswari Subramanian was appointed as Independent Director on 03rd December 2018

**Note:**

- In addition to the above, contribution to Provident and other Funds are made by the Company as per the applicable rules. In view of the losses no performance linked pay was paid / payable.
- The above Directors are under contract of employment with the Company which stipulates a notice period of 3 months from either side for early separation. No severance fee is payable and no Employee Stock Option has been offered by the Company.
- No Employee Stock Option has been offered by the Company to any of the Directors.

**10. NON-EXECUTIVE DIRECTOR'S COMPENSATION**

The Sitting Fees paid to Non-Executive Directors for the year ended 31st March 2019 is as follows:

Name of the Director	Sitting fee * (Rs.in Lakhs)
Dr. P.K.Aravindan	Nil
Mr. Jayaramrangan	0.40
Mr.P.Venkatesh	0.40
Mr. K.E.C.Raja Kumar	Nil
Mr.Sujit Mundul ^	0.40
Mr. Ranjit Goswami#	1.20
Mr.Mohan Srinivasan^	1.60
Ms.Kameswari Subramanian@	Nil

\* Includes sitting fee paid for attending Committee Meetings. No commission was paid to any of the Independent Director nor Nominee Director for the year ended 31st March 2019

# *Mr. Ranjit Goswami resigned from the Board on 30th January 2019*

^ *Mr. Sujit Mundul was appointed as Independent Director on 03rd December 2018*

@ *Ms. Kameswari Subramanian was appointed as Independent Director on 03rd December, 2018.*

The sitting fee payable to Independent Directors for attending the Board and Committee Meetings has been fixed at Rs. 20,000/- for each meeting. In view of the current financial situation of the company certain Independent and Nominee Directors have voluntarily waived the sitting fees payable for the year 2018-19.

The sitting fees payable for other meetings and committee meetings were voluntarily waived by some Directors for the year 2018-19.

**11. STAKEHOLDERS' RELATIONSHIP COMMITTEE**

The Stakeholders' Relationship Committee is functioning to look into Redressal of Investor/Shareholders complaints expeditiously. The Stakeholders' Relationship Committee is primarily responsible to review all matters connected with the Company's transfer of securities and Redressal of shareholders/investors/security holders' complaints. The Committee also monitors the implementation and compliance with the Company's Code of Conduct for prohibition of Insider Trading.

The Stakeholders' Relationship Committee's composition and the terms of reference meet with the requirements of Regulation 20 of the SEBI (LODR) Regulations, 2015 and provisions of the Companies Act, 2013.

There were no pending complaints as at the end of the year.

**Brief description of Terms of Reference**

- Formulation of shareholders servicing plans and policies in line with the Company's Corporate Governance plans and policies and develop the standards thereof.
- Monitoring and reviewing the mechanism of share transfers, dematerialisation process, sub- divisions, consolidations, issue of duplicate certificates etc. and to determine and set standards for processing of the same.
- Monitoring and reviewing the mechanism of share transfers, dematerialisation process, sub- divisions, consolidations, issue of duplicate certificates etc. and to determine and set standards for processing of the same.
- Determining the standards for resolution of shareholders grievance.
- Resolving the grievances of the security holders of the listed entity.
- Review of measures taken for effective exercise of voting rights by shareholders

The Stakeholder's Relationship Committee Comprises of Mr.Mohan Srinivasan as Chairman, and Mr.R.Sarabeswar, Mr.Sujit Mundul and Ms.Kameswari Subramanian as members. The Company Secretary acts as the Secretary of the Committee. The Committee was reconstituted on 08th February 2019. The Committee met four times during the financial year 2018-19 on 29th May 2018, 10th August 2018, 14th November 2018, 08th February 2019.

During the year, the Company addressed all the complaints immediately..

There were no pending complaints as at the end of the year

**12. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

In compliance with the provisions of Section 135 of the Companies Act, 2013 the board has constituted a Corporate Social Responsibility (CSR) Committee to review the existing CSR policy. The Board also empowered the Committee to look into matters related to sustainability and overall governance.

The Committee's prime responsibility is to assist the Board in discharging its social responsibilities by way of formulating and monitoring implementation of the framework of 'corporate social responsibility policy', observe best practices of Corporate Governance at all levels, and to suggest remedial measures wherever necessary. The Corporate Social Responsibility Committee Comprises of Shri..Mohan Srinivasan as Chairman, Shri.S.Sivaramakrishnan, Shri. .VG Janarathanam, Shri.Sujit Mundul and Mr.KaushikRam as members. The Company Secretary acts as the Secretary of the Committee. The Committee was reconstituted on 08th February 2019.

### 13. RISK MANAGEMENT COMMITTEE

In compliance with the Regulation 21 of the SEBI (LODR) Regulations, 2015, the Board has voluntarily constituted Risk Management Committee.

Business Risk Evaluation and Management is an ongoing process within the Organization. The Company has a robust risk management framework to identify, monitor and minimize risks as also identify business opportunities.

The Risk Management Committee Comprises of Mr.Sujit Mundul Chairman, Mr. Mohan Srinivasan, Mr. VG. Janarthanam, Mr.Kaushik Ram as members and Mr. R. Siddharth as Secretary of the Committee.

### 14. SHARE TRANSFER AND TRANSMISSION COMMITTEE

The Share Transfer and Transmission Committee oversees and reviews all matters connected with transfers, transmissions, transpositions, splitting, consolidation of shares, demat and remat requests.

The Share Transfer and Transmission Committee comprises of Mr.Mohan Srinivasan as Chairman, Mr.S.Sivaramakrishnan and Mr.Sujit Mundul as Member. The Committee was reconstituted on 08th February 2019.

### 15. INDEPENDENT DIRECTORS' MEETING

During the year, the Independent Directors met on 28th August, 2018 inter alia, to discuss:

- Evaluation of the performance of Non Independent Directors and the Board of Directors as a whole;
- Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non Executive Directors.
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

### 16. BOARD FAMILIARISATION AND INDUCTION PROGRAMME

The Familiarization Programme ("the Programme") for Independent Directors of the Company familiarizes their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programmes. The Company circulates news and articles related to the industry on a regular basis and may provide specific regulatory updates and provide an opportunity to the Independent Directors to interact with the senior leadership team of the Company and help them to understand the Company's strategy, business model, operations, service, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time. The Company further follows a system of 'Orientation Programme' for any new Director who joins the Company's Board. The concerned Director is taken through an orientation process, which includes detailed presentation of the process and business of the Company, meeting with unit level and Senior Management team. The information / details about the Company from its date of incorporation, its growth, corporate actions, corporate acquisitions etc to understand better the operational activities are presented to the newly inducted Board members.

### 17. POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS AND THEIR REMUNERATION

The Nomination and Remuneration (N&R) Committee has

adopted a Charter which, inter alia, deals with the manner of selection of Board of Directors and CEO & Managing Director & CFO and their remuneration. This Policy is accordingly derived from the said Charter.

### CRITERIA OF SELECTION OF NON EXECUTIVE DIRECTORS

- The Non Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the fields of manufacturing, marketing, finance, taxation, law, governance and general management.
- In case of appointment of Independent Directors, the N&R Committee shall satisfy itself with regard to the independent nature of the Directors vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively.
- The N&R Committee shall ensure that the candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013.
- The N&R Committee shall consider the following attributes / criteria, whilst recommending to the Board the candidature for appointment as Director.
  - Qualification, expertise and experience of the Directors in their respective fields;
  - Personal, Professional or business standing;
  - Diversity of the Board.
- In case of re-appointment of Non Executive Directors, the Board shall take into consideration the performance evaluation of the Director and his engagement level.

### 18. REMUNERATION

The Non Executive Directors shall be entitled to receive remuneration by way of sitting fees, reimbursement of expenses for participation in the Board / Committee meetings as detailed hereunder:

- A Non Executive Director shall be entitled to receive sitting fees for each meeting of the Board or Committee of the Board attended by him, of such sum as may be approved by the Board of Directors within the overall limits as prescribed under the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014;
- A Non Executive Director will also be entitled to receive commission if any on an annual basis, of such sum as may be approved by the Board on the recommendation of the N&R Committee;
- The N&R Committee may recommend to the Board, the payment of commission on uniform basis, to reinforce the principles of collective responsibility of the Board.
- The N&R Committee may recommend a higher commission for the Chairman of the Board of Directors, taking into consideration his overall responsibility;
- In determining the quantum of commission payable to the Directors, the N&R Committee shall make its recommendation after taking into consideration the overall performance of the Company and the onerous responsibilities required to be shouldered by the Director.
- The Independent Directors of the Company shall not be entitled to participate in the Stock Option Scheme of the Company, if any, introduced by the Company.

## 19. REMUNERATION POLICY FOR THE SENIOR MANAGEMENT EMPLOYEES

- I. In determining the remuneration of the Senior Management Employees (i.e. KMPs and Executive Committee Members) the N&R Committee shall ensure / consider the following:
- the relationship of remuneration and performance benchmark is clear;
  - the balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals;
  - the remuneration is divided into two components viz. fixed component comprising salaries, perquisites and retirement benefits and a variable component comprising performance bonus;
  - the remuneration including annual increment and performance bonus is decided based on the criticality of the roles and responsibilities, the Company's performance vis-à-vis the annual budget achievement, individuals performance vis-à-vis KRAs/ KPIs, industry benchmark and current compensation trends in the market.
- II. The Managing Director will carry out the individual performance review based on the standard appraisal matrix and shall take into account the appraisal score card and other factors mentioned herein-above, whilst recommending the annual increment and performance incentive to the N & R Committee for its review and approval.

### 19.1 PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and schedule II, Part – D of the SEBI (LODR) Regulations, 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration Committees.

Performance evaluation is done after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance specific duties, obligations and governance. Directors including the Chairman of the Board are evaluated on parameters such as level of engagement and contribution, independence of judgment safeguarding the interest of the Company and its minority shareholders etc. The Directors expressed their satisfaction with the evaluation process.

## 20. MEETINGS

### 20.1 TENTATIVE CALENDAR FOR FY 2019-20

Quarter	Quarter Ending	Date of Board Meeting
Q1	June 30, 2019	July 27, 2019
Q2	September 30, 2019	October 28, 2019
Q3	December 31, 2019	January 28, 2020
Q4	March 31, 2020	April 28, 2020

### 20.2 DETAILS OF THE LOCATION, DATE AND TIME OF THE LAST 3 ANNUAL GENERAL MEETINGS (AGM) AND THE DETAILS ARE GIVEN BELOW:

Year	Meeting	Location	Day/Date	Time
2017-18	21st AGM	Hotel Gokulam Park Sabari, No.33, Rajiv Gandhi Salai (OMR), Navalur, Chennai-603 103	28th Sep. 2018	02.45 pm
2016-17	20th AGM	Hotel Gokulam Park Sabari, No.33, Rajiv Gandhi Salai (OMR), Navalur, Chennai-603 103	26th Sep. 2017	02.45 pm
2015-16	19th AGM	Hotel Gokulam Park Sabari, No.33, Rajiv Gandhi Salai (OMR), Navalur, Chennai-603 103	16th Sep. 2016	11.30 am

### 20.3 SPECIAL RESOLUTION PASSED IN THE PREVIOUS THREE ANNUAL GENERAL MEETINGS

- At the 19th AGM held on 16th Sep 2016 the following Special Resolution was passed:
  - Issue of Securities of the Company
  - Approval Of Enhancement In Prescribed Limit Of Remuneration Payable To Related Party's appointment.
- At the 20th AGM held on 26th Sep 2017 the following special resolution was passed:  
No Special resolution was passed.
- At the 21st AGM held on 28th Sep 2018 the following special resolution was passed:
  - Appointment of Independent Director
  - Issue of Non-Convertible Debentures
  - Borrowing the Money

### 20.4 DETAILS OF PREVIOUS EXTRAORDINARY GENERAL MEETINGS (LAST 3 YEARS)

During the last 3 years, No Extraordinary General Meeting of the Company was held.

No Postal Ballot was held during the year

### 20.6 PROCEDURE FOR POSTAL BALLOT

In compliance with Clause 35B of the Listing Agreement and Sections 108, 110 and other applicable provisions of the Companies Act, 2013, read with the related rules, the company provides electronic voting facility to all its members, to enable them to cast their votes electronically. The company engages the services of M/s Karvy Fintech Pvt Ltd for the purpose of providing e-voting facility to all its members. The members have the option to vote either physical ballot or e-voting.

The Company dispatches the postal ballot notices and forms along with postage prepaid business reply envelopes to its members whose names appear in the register of members/list of beneficiaries as on a cut-off date. The postal ballot notice is sent to members in

electronic form to the email addresses registered with their depository participants (in case of electronic shareholding)/ the Company's registrar and share transfer agents (in case of physical shareholding). The Company also publishes a notice in the newspaper declaring the details of completion of dispatch and other requirements as mandated under the Act and applicable Rules.

Voting rights are reckoned on the paid-up value of the shares registered in the names of the members as on the cut-off date. Member desiring to exercise their votes by physical postal ballot forms are requested to return the forms duly completed and signed, to the scrutinizer on or before the close of the voting period. Members desiring to exercise their votes by electronic mode are requested to vote before close of business hours on the last date of e-voting.

The scrutinizer submits his report to the Chairman, after the completion of scrutiny, and the consolidated results of the voting by postal ballot are then announced by the Chairman/authorised officer, The results are also displayed on the website of the company, [www.ccclindia.com](http://www.ccclindia.com), besides being communicated to the stock exchanges, depository and registrar and share transfer agent. The date of declaration of the results by the Company is deemed to be the date of passing of the resolutions.

## 21. DISCLOSURES

- I There were no materially significant related party transactions that had potential conflict with the interests of the Company at large. Transactions in the ordinary course of business with the related parties are disclosed in the Notes to Financial Statements.
- II. There are instances of non-compliance by the Company on matters related to the capital markets and stock exchanges (BSE&NSE) have imposed fines for non-compliance under Regulation 17(1) of SEBI (LODR) Regulation 2015 which has been paid by the Company. The Exchanges have further suspended the trading in the shares of the Company with effect from April 09, 2019. Now on submission of application for revocation of suspension of trading, both the Exchanges are in the process of revoking the suspension of trading.
- III. As stipulated under the Act and the Listing Regulations the company has adopted the whistle blower mechanism for directors and employees a Whistle Blower Policy has been framed and the text of the same is uploaded in the website of the Company. The Policy, inter alia, provides for access to the Chairman of the Audit Committee in exceptional cases and no person has been denied access to the Chairman of the Audit Committee.
- IV. As stipulated under the provisions of Listing Regulations a Policy for determining material subsidiaries has been framed and the policy is available on our website (<http://www.ccclindia.com>)
- V. As stipulated under the provisions of Listing Regulations a Policy on dealing with related party transactions has been framed and the policy is available on our website (<http://www.ccclindia.com>). Pursuant to Para A of Schedule V of SEBI (LODR) Regulations 2015, disclosures pertaining to related party transactions are reported under the notes to financial statements which form part of this Annual Report.

- VI. The company has laid down procedures to inform the Board Members about the risk assessment and its mitigation, which is periodically reviewed to ensure that risk control, is exercised by the Management effectively. Employee level and Board level committees have been formed to analyze the issues relating to risk management and the action points arising out of the deliberations of the Committees are reviewed by the Board.
- VII. As required under Regulation 17 of SEBI (LODR) Regulations, 2015, CEO/CFO Certification by Mr R.Sarabeswar, CEO & Chairman and Whole time Director and Mr R.Siddharth, Chief Financial Officer was placed before the Board at its meeting held on 29th May 2019 which also forms part of this Annual Report.
- VIII. As required by Schedule V of Listing Regulations, the certificate from Practicing Company Secretary on corporate governance is annexed to the Corporate Governance report.
- IX. In compliance with Regulation 26(3) of Listing Regulations and Companies Act, 2013, the company has framed and adopted a Code of Conduct and Ethics ('the Code'). The code is applicable to the members of the Board, the executive officers and all the employees of the company and its subsidiaries. The code is available on our website, [www.ccclindia.com](http://www.ccclindia.com). All the members of the Board, executive officers and senior financial officers have affirmed compliance of the code as on 31st March 2019. A declaration to this effect signed by Managing Director is annexed to the Corporate Governance report.
- X. A Management Discussion and Analysis Report has been presented as part of the Directors' Report.
- XI. The Company has complied with all the mandatory requirements stipulated under the Listing Regulations.
- XII. There were instances with respect to non compliances with the requirements of Board Composition which has been complied with on December 03, 2018. Stock Exchanges (NSE and BSE) have imposed penalty which has also been paid by the Company and other than this there has been no instance of any non-compliance with any legal requirements, or on matters relating to the capital market over the last three years.
- XIII. All the requirements of Corporate Governance report specified in Sub-paras (2) to (10) of Para C of Schedule V to the Regulations have been complied with.
- XIV. The Company has complied with the Corporate Governance requirements specified in Regulations 17 to 27 and Regulation 46 (2) (b) to (i) of the Regulations.
- XV. A certificate has been received from M. Francis & Associates, Practising Company Secretary, that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority.
- XVI. Total Fees for all services paid by the listed entity and its subsidiaries on a consolidated basis to the Statutory Auditor and all entities in the network firm/network.

Sl No	Name of the Company	Fees (Excluding taxes and out of pocket expenses) Amount in Rs.
1	Consolidated Construction Consortium Limited	27,25,000
2	Consolidated Interiors Limited	1,75,000
3	CCCL Power Infrastructure Ltd	55,000
4	Noble Consolidated Glazing's Limited	1,75,000
5	CCCL Infrastructure Limited	80,000
6	CCCL Pearl City Food Port SEZ Limited	55,000
7	Delhi South Extension Car Park Limited	50,000
	<b>Total</b>	<b>33,15,000</b>

### 21.1 DISCLOSURE OF COMMODITY PRICE RISKS AND COMMODITY HEDGING ACTIVITIES

The Company mainly sources its materials domestically and the exports are not substantial, there has been no major commodity price risks faced. Accordingly, there has been no commodity hedging activities undertaken by the Company. As regards the Foreign Exchange risks, the Company takes forward contracts based on the exposure and extant market conditions and details of hedging are available in the financial statements.

### 21.2 DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/UNCLAIMED SUSPENSE ACCOUNT.

There are no such details pertaining to demat suspense account/unclaimed suspense account.

### 21.3 COMPLIANCE WITH DISCRETIONARY REQUIREMENTS

As stipulated under Regulation 27 read with Part E of Schedule II of Listing Regulations, the following discretionary requirements have been adopted / complied with by the Company.

- The posts of Chairman and Managing Director are held by two separate individuals.
- There are observations by the Auditors on the Stand Alone and Consolidated Financial Statements for the year 2018-19. Management response to auditor's observation forms part of Director's report.

The Company has appointed Mr. M. Francis, a Practicing Company Secretary as the Internal Auditor who carried out the audit and the report is presented to the Audit Committee for review and further directions.

### 22. DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING (IN PURSUANCE OF REGULATION 36 OF SEBI (LODR) REGULATIONS, 2015)

The details are provided in the Explanatory Statement to the Notice of 21st AGM of the Company.

### 23. CEO/CFO CERTIFICATION

As required under Regulation 17 of SEBI (LODR) Regulations, 2015, CEO/CFO Certification by Mr R.Sarabeswar, CEO & Chairman and Whole time Director and Mr R.Siddharth, Chief Financial Officer was placed

before the Board at its meeting held on 29th May 2019 which also forms part of this Annual Report.

### 24. MEANS OF COMMUNICATION

As stipulated under Para A of Schedule V of Listing Regulations, the means of communications adopted by the company includes the following:

- The Quarterly Results are intimated to the Stock Exchanges and published in one English National Newspaper (Trinity Mirror) and one Tamil News Paper (Makkal Kural).
- The results are also posted in the website of the Company viz. [www.ccclindia.com](http://www.ccclindia.com)
- In addition, official press / news release and several other details / information of interest to various stakeholders' are submitted to the Stock Exchanges and made available in the website.

### 25. MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT

Management Discussion and Analysis report is annexed.

### 25.1 SHAREHOLDERS RIGHTS

The quarterly/annual results, after the Board of Directors takes them on record, are forthwith sent to the Stock Exchanges with whom the company has listed. The results, in the prescribed format, are published in One English daily and One Tamil daily newspaper.

### 25.2 AUDIT QUALIFICATION

The Auditors qualifications and the management's response to such qualifications and observations are covered in the Director Report.

### 25.3 WHISTLE BLOWER POLICY

The company has a Whistle Blower/Vigil Mechanism and framed a policy for the same to deal with the instance of fraud and mismanagement. The Audit Committee has not received any complaints from its employees during the fiscal year 2018-2019.

### 26. GENERAL SHAREHOLDERS INFORMATION

- REGISTERED OFFICE OF THE COMPANY**  
No.5, II Link Street, C.I.T.Colony,  
Mylapore, Chennai 600 004.  
Phone: 2345 4500 Fax: 2499 0225

#### FORTHCOMING ANNUAL GENERAL MEETING

30th September 2019  
Shri Umadri Mini Hall  
99 Rajiv Gandhi Salai (OMR),  
Sholinganallur, Chennai 600 119

- FINANCIAL YEAR**  
1st April 2018 to 31st March 2019
- BOOK CLOSURE DATES**  
From 24th September 2019 to 30th September 2019  
(both days inclusive)
- DIVIDEND**

Due to the continuing losses incurred by the Company, the Board of Directors have not recommended any dividend for the financial year 2018-19.

## • UNCLAIMED DIVIDEND

Under the Transfer of Unclaimed Dividend Rules, it would not be possible to claim the dividend amount once deposited in Investors' Education and Protection Fund (IEPF). Shareholders are, therefore, again requested to claim their unpaid dividend, if not already claimed.

Unclaimed and unpaid dividends are transferred to the Investor Education & Protection Fund of the Central Government. The Unpaid and unclaimed dividend balances for the year 2010-11 were duly transferred to the IEPF within the due dates. The details of Unpaid and unclaimed dividend balances are provided hereunder:

### DETAILS OF UNPAID/UNCLAIMED DIVIDEND

Financial Year	Date of Declaration	Date for Transfer to Unpaid Dividend Account	Last Date for Claiming Unpaid Dividend	Due Date for transfer to IEPF	Amount of Unclaimed Dividend (Rs.)
# 2007-08	25th June 2008	30th July 2008	30th July 2015	30th July 2015 (Transferred)	15,050/-
## 2008-09	25th June 2009	1st August 2009	1st August 2016	1st August 2016 (Transferred)	20,914/-
### 2009-10	24th June 2010	30th July 2010.	30th July 2017.	30th July 2017. (Transferred)	18,202/-
#### 2010-11	27th June 2011	30th July 2011	30th July 2018	30th July 2018 (Transferred)	49,686/-

# As of AGM date for the Year 2007-2008 Rs.15,050/- Amount of Unclaimed Dividend is transferred to IEPF

## As of AGM date for the Year 2008 – 2009 Rs.20,914/- Amount of Unclaimed Dividend is transferred to IEPF.

### As of AGM date for the Year 2009 – 2010 Rs.18,202/- Amount of Unclaimed Dividend is transferred to IEPF.

#### As of AGM date for the Year 2010 – 2011 Rs.49,686/- Amount of Unclaimed Dividend is transferred to IEPF.

## INSTRUCTION TO SHAREHOLDERS

### • SHAREHOLDERS HOLDING SHARES IN PHYSICAL FORM

Please notify the change in your address if any, to the Company's registrar M/s. Karvy Fintech Pvt Ltd, immediately.

### • SHAREHOLDERS HOLDING SHARES IN DEMAT FORM

If there is any change in your address kindly advise your DPs immediately about the change.

### • LISTING ON STOCK EXCHANGES AND STOCK CODE

#### Stock Exchange

**National Stock Exchange of India Ltd,**  
Exchange Plaza, Bandra-Kurla Complex,  
Bandra (E), Mumbai 400 051

#### BSE Limited

Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai 400 001

#### Stock Code

Symbol: CCCL  
Series: EQ

Scrip Code: 532902  
Security ID: CCCL

### • LISTING FEES

Annual Listing Fees for the year 2018-19 have been duly paid to all the stock exchanges where the company's shares are listed. The listing fees for the financial year 2019-20 have also been paid with all the stock exchanges within the due date.

### • DEPOSITORIES CONNECTIVITY

Annual Custodial Fee for the financial year 2018-19 have been duly paid by the Company with both the depositories viz., NSDL and CDSL within the due date.

National Securities Depository Ltd. (NSDL)  
Central Depository Services (India) Ltd. (CDSL)  
ISIN: INE429I01024

### • SHARE TRANSFER PROCESS

1. Karvy Fintech Pvt Ltd processes the physical transfers and other requests from the Shareholders.
2. The Board delegated the power to approve the transfers to the Share Transfer & Transmission Committee and the transfers are approved as and when necessary.
3. A Practicing Company Secretary carries out the Reconciliation of Share Capital Audit, pertaining to the share transfers every three months and necessary certificate to that effect are issued and the same are filed with the Stock Exchanges on a quarterly basis.
4. As per SEBI's instructions, the Company's Shares can be sold through stock exchange only in dematerialized form.

The Contact details of Registrar and Share Transfer Agent:

#### M/s. Karvy Fintech Pvt Ltd

Karvy Selenium Tower B, Plot 31-32, Gachibowli,  
Financial District, Nanakramguda, Hyderabad – 500 032  
Phone : +91 40 67161559

### • DEMATERIALIZATION OF SHARES AS ON 31ST MARCH 2018

1. The Company entered into agreements with National Securities Depository Limited (NSDL), Mumbai and Central Depository Services (India) Limited (CDSL), Mumbai facilitating the Electronic Transfer through dematerialization of Company's Shares and holding shares in dematerialized form.

2. A qualified practicing Company Secretary carried out a Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The audit confirms that the total issued/paid up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.
3. As on 31st March 2019, 398161532 equity shares constituting 99.91% of the total paid up capital of the company have been dematerialized. All the equity shares except the locked in shares if any are freely tradable.

• **MARKET PRICE DATA & PERFORMANCE IN COMPARISON WITH BSE AND NSE INDICES**

**MARKET PRICE DATA**

Month	B.S.E		N.S.E	
	High	Low	High	Low
April 2018	4.29	3.90	4.20	3.90
May 2018	3.98	3.28	3.95	3.30
June 2018	3.93	3.30	3.95	3.30
July 2018	3.35	2.95	3.40	2.90
August 2018	3.05	2.43	3.05	2.35
September 2018	2.74	2.01	2.70	2.00
October 2018	2.19	1.60	2.05	1.65
November 2018	3.58	1.75	3.65	1.75
December 2018	2.60	1.95	2.55	1.90
January 2019	2.44	2.00	2.40	2.00
February 2019	2.07	1.75	2.00	1.80
March 2019	1.98	1.75	1.95	1.80

**SHAREHOLDING PATTERN/ DISTRIBUTION**

• **SHAREHOLDING PATTERN AS ON 31.03.2019**

S.No.	Description	Cases	Shares	% Equity
1	MUTUAL FUNDS	1	2334565	0.59
2	FOREIGN PORTFOLIO - CORP	6	8780539	2.20
3	TRUSTS	2	861290	0.22
4	RESIDENT INDIVIDUALS	15842	68615716	17.22
5	PROMOTERS	2	47113476	11.82
6	NON RESIDENT INDIANS	128	1422722	0.36
7	CLEARING MEMBERS	8	628419	0.16
8	INDIAN FINANCIAL INSTITUTIONS	1	88815	0.02
9	BANKS	5	231104373	57.99
10	NON RESIDENT INDIAN NON REPATRIABLE	68	915324	0.23
11	BODIES CORPORATES	199	27329938	6.86
12	NBFC	2	1010	0.00
13	IEPF	1	37494	0.01
14	HUF	855	2150785	0.54
15	FOREIGN CORPORATE BODIES	1	7126722	1.79
	<b>Total:</b>	<b>17121</b>	<b>398511188</b>	<b>100.00</b>

• **DISTRIBUTION OF SHAREHOLDING AS ON 31.03.2019**

S.No	Category	Cases	% of Cases	Amount	% Amount
1	1-5000	14848	86.72	9634324.00	1.21
2	5001- 10000	912	5.33	7262742.00	0.91
3	10001- 20000	532	3.11	8414946.00	1.06
4	20001- 30000	194	1.13	4932152.00	0.62
5	30001- 40000	131	0.77	4762040.00	0.60
6	40001- 50000	84	0.49	3940776.00	0.49
7	50001- 100000	173	1.01	12778938.00	1.60
8	100001 & Above	247	1.44	745296458.00	93.51
<b>Total:</b>		<b>17121</b>	<b>100.00</b>	<b>797022376.00</b>	<b>100.00</b>

**SUMMARY OF SHAREHOLDING**

S.No	Description	No of Holders	Shares	% To Equity
1	PHYSICAL	19	349656	0.09
2	NSDL	10736	317931779	79.78
3	CDSL	6949	80229753	20.13
<b>Total:</b>		<b>17704</b>	<b>398511188</b>	<b>100.00</b>

• **OUTSTANDING GDRS/ADRS etc.**

The Company has not issued any GDR, ADR .The Company has issued Optionally Convertible Debentures pending conversion

• **COMPLIANCE OFFICER**

Mr. R Siddharth,

CFO cum Company Secretary and Compliance Officer,

No.5,II Link Street, C.I.T.Colony, Mylapore, Chennai 600 004. Phone: 2345 4500 Fax: 2499 0225

E-mail: secl@ccclindia.com Website: www.ccclindia.com

• **REGISTRARS AND SHARE TRANSFER AGENTS**

**M/s. Karvy Fintech Pvt Ltd**

Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032

Phone : +91 40 67161559

For and on behalf of the Board of Directors

S.Sivaramakrishnan  
Managing Director  
(DIN: 00431791)

Place: Chennai  
Date: August 28, 2019

## CONFIRMATION ON CODE OF CONDUCT

To  
The Members of Consolidated Construction Consortium Limited  
This is to inform that the Board has laid down a code of conduct for all Board members and senior management of the Company.

It is further confirmed that all Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Company as at 31st March 2019, as envisaged in the Regulation 26(3) of SEBI (LODR) Regulations, 2015.

For and on behalf of the Board of Directors

S.Sivaramakrishnan  
Managing Director  
(DIN: 00431791)

Place: Chennai  
Date: 29.05.2019

## COMPLIANCE CERTIFICATE BY CEO / CFO

To  
The Board of Directors  
Consolidated Construction Consortium Ltd.

We, R.Sarabeswar Chairman & CEO and R.Siddharth, Chief Financial Officer of Consolidated Construction Consortium Limited to the best of our knowledge and belief, certify that

- (i) we have reviewed the Balance Sheet as at March 31, 2019 and statement of Profit and Loss for the year ending on same date, Cash Flow statement as on the same, notes there to (together known as financial statements).
- (ii) these financial statements do not contain any materially untrue statement or omit any material fact or they contain statements that might be misleading.
- (iii) these financial statements and other financial information included in this report present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

- (iv) there are no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- (v) we accept responsibility for establishing and maintaining internal controls for financial reporting.
- (vi) we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting.
- (vii) there are no deficiencies in the design or operation of internal controls which are to be disclosed to the auditors and/or to the Audit Committee.
- (viii) we have indicated to the auditors of the Company and the Audit Committee that there were
  - a) no significant changes in internal control over financial reporting during the year covered by this report;
  - b) no significant changes in accounting policy has been made during the year covered by this report;
  - c) no significant instances of fraud detected during the year ending March 31, 2019

Place: Chennai  
Date : 29.05.2019

**R.Sarabeswar**  
Chairman & CEO  
(DIN: 00435318)

**R.Siddharth**  
Chief Financial Officer

## Compliance Certificate on Corporate Governance

### Practicing Company Secretary's Certificate

(Under Schedule V of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015)

1. I have examined the compliance of conditions of corporate governance by the Company, for the year ended on 31 March 2019 as stipulated in Regulation 27 read with Part E of Schedule V of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, as amended from time to time, of the Company with the stock exchanges.
2. I have been requested by the Management of the Company to provide a certificate on compliance of corporate governance under the Listing Regulations, as amended from time to time.
3. The Management is responsible for the compliance of conditions of corporate governance. Our examination was limited to a review of procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of corporate governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.
4. In my opinion and to the best of our information and according to the explanations given to us by the directors and the management, we certify that the Company has complied with the conditions of corporate governance as stipulated in Schedule V of Listing Regulations, as amended from time to time.
5. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Chennai  
Date : 29.05.2019

**M Francis**  
Practicing Company Secretary  
ACS No:39610  
Cp NO:14967

## Independent Auditor's Report

To The Members of **Consolidated Construction Consortium Ltd.**

### Report on the Audit of the Standalone Financial Statements

#### Qualified Opinion

We have audited the accompanying standalone financial statements of Consolidated Construction Consortium Limited ("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 the Statement of Cash Flows for the year then ended on that date, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matter described in the Basis for Qualified Opinion section of our report, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, the loss and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### Basis for Qualified Opinion

Trade receivables include a sum of ₹ 48,333.56 lakhs which are under arbitration, which according to the Management will be awarded fully in Company's favor on the basis of the contractual tenability, progress of arbitration and legal advice and hence no provision for impairment loss has been considered necessary by the management as disclosed in Note 8(b) to the standalone financial statements. However, considering the significant time involved in the arbitration process and delays in the realization of amounts in the recent years for the claims awarded in favor of the Company we are unable to comment on the carrying value of the above referred claims and the shortfall, if any, on the amount that would be ultimately realized by the Company.

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone 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 qualified opinion on the standalone financial statements.

#### Material Uncertainty Related to Going Concern

We draw your attention to Note 46 to the standalone financial statements, which indicate that the company has negative net worth as at March 31, 2019. Further, it has incurred net cash losses for the year then ended and in the immediately preceding financial year and the net working capital of the Company continues to be negative. Further, the Company has continuously defaulted in repayment of borrowings including interest from Banks and financial institutions. The Company has obligations pertaining to operations including unpaid creditors and statutory dues, these matters require the Company to generate additional cash flows to fund the operations as

well as other statutory obligations. These indicate the existence of a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. However, the Company is looking out for potential investors to raise cash by selling the non-core assets held by its subsidiaries or by issuing debt instruments and has proposed debt settlement plan with the bankers and further the Company expects improvement in the overall level of Operations. In view thereof and expecting favorable market conditions in future, the Audited Standalone Financial Statements have been prepared on a "going concern basis".

Our Report is not modified in respect of this matter.

#### Emphasis of Matters

- a. Note 18.4 of the standalone financial statements regarding approval of restructuring package under "Scheme for Sustainable Structuring of Stressed Assets" (S4A) by the secured lenders. The Company has not been able to generate sufficient cash flows to service the loan repayments/interest payments which resulted into Company's borrowings from Secured lenders becoming "Non-Performing Assets" (NPAs). Such defaults entitle the lenders to revoke the S4A package. Upon exit, lenders are entitled to exercise rights and remedies available under the original loan agreements. In the absence of any communication from these lenders and on the basis of an ongoing discussion with lenders, the Company has not provided for additional interest from S4A cut-off date till 31 March, 2019 which arises on account of differences between interest rate as approved under S4A package and interest rate approved as per the original sanction letter and penal interest on overdue amount of interest and instalment. The additional interest and penal interest if any could not be quantified as on date.
- b. Note 18.5 of the standalone financial statements regarding default committed by the Company in respect of repayment of Optionally Convertible Debentures and restructured term loans and working capital loans including interest as per the terms of approved S4A scheme.
- c. Note 47 of the standalone financial statements regarding outstanding balances of Trade Receivables including retention, Trade Payables, Other Deposits, Advances and Other Current Assets/Liabilities which are subject to external confirmation and reconciliation, if any. However, in the opinion of the management, adjustment, if any, will not be material. In the opinion of the Board, the value on realisation of Trade Receivables, Loans and Advances, and Other Current Assets, in the ordinary course of the business would not be less than the amount at which they are stated in the Balance Sheet and the provision for all known and determined liabilities is adequate and not in excess of the amount reasonably required.

Our Report is not modified in respect of the above matters.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the 'Basis for Qualified Opinion' paragraph and 'Material Uncertainty Related to Going Concern' paragraph, we have determined the matter described below to be the key audit matters to be communicated in our report.

S No	Key Audit Matter	How our audit addressed the key audit matter
1	<p>Revenue recognition using the percentage-of-completion method and Appropriateness of disclosures of revenue and other related balances in view of the Adoption of Ind AS 115</p> <p>During the year, the Company recognized revenue from its construction contracts ("construction projects") based on the percentage-of-completion ("POC") method amounting to ₹ 45,604.66 lakhs.</p> <p>The POC on construction projects was measured by reference to the surveys of work performed (output method)</p> <p>We focused on this area because of the significant management judgment required in:</p> <ul style="list-style-type: none"> <li>• the estimation of the physical proportion of the contract work completed for the contracts; and</li> <li>• the estimation of revenue for the work done on the contracts with customers that could arise from variations to original contract terms, and claims. Variable consideration is recognized when the recovery of such consideration is highly probable.</li> </ul> <p>Further, Ind AS 115 mandates robust disclosures to be made in the financial statements which involves collation of information in respect of disaggregation of revenue and periods over which the remaining performance obligations will be satisfied subsequent to the balance sheet date.</p>	<p>Our procedures included:</p> <ul style="list-style-type: none"> <li>• Testing of the design and implementation of controls involved for the determination of the estimates used as well as their operating effectiveness</li> <li>• Verification of Company's year-end internal construction progress reports to validate the percentage of construction work completed and compared with the latest certificates issued by the Project owners/project management consultants, as the case may be.</li> <li>• Testing a sample of contracts for appropriate identification of performance obligations</li> <li>• For the sample selected, reviewing for change orders and the management assessment on the estimation of the revenue arising from the variations to the original contract.</li> <li>• Evaluated the design of internal controls relating to collation of data required for making disclosures as per Ind AS 115</li> <li>• Evaluated the appropriateness of the disclosures provided under the new revenue standard and assessed the completeness and mathematical accuracy of the relevant disclosures.</li> </ul>
2	<p>Recoverability assessment of trade receivables and contract assets</p> <p>The Company has net trade receivables of ₹ 10,667.18 lakhs (excluding receivables under arbitration, after providing for expected credit loss of ₹ 11,189.51) overdue for more than one year and contract assets in the nature of claims made to clients amounting to ₹ 4,276.41 lakhs, (after providing for expected credit loss of ₹ 21.49 lakhs) as at March 31, 2019, as disclosed in Note 8(a) and 8(c) to the standalone financial statements.</p> <p>Trade receivables of the Company comprise mainly receivables in relation to the construction contracts executed by the company.</p> <p>The claims were based on the terms and conditions implicit in the construction contracts in respect of closed/suspended/under construction projects. These claims are mainly in respect of cost over run arising due to suspension of work, client caused delays, changes in the scope of work, deviation in design and other factors for which company is at various stages of negotiation/discussion with the clients.</p> <p>The increasing challenges in the economy and operating environment in the real estate industry during the year have increased the risks of default on receivables from the Company's customers and hence the Company is exposed to potential risk of financial loss when the customers fail to meet their contractual obligations in accordance with the requirements of the agreements.</p> <p>The company recognizes impairment loss on trade receivables using expected credit loss (ECL) model, which involves use of a provision matrix constructed on the basis of historical credit loss experience as permitted under Ind AS 109. For the purpose of impairment assessment, significant judgments are made and estimates are used by the management to identify the rates to be adopted for each category of overdue amounts.</p>	<p>Our procedures included:</p> <ul style="list-style-type: none"> <li>• Evaluating the ageing report and breakdown of trade receivables and contract assets, reviewing their history of repayment and the managements' assessment on the financial capability of the debtors;</li> <li>• Assessed the recoverability of the unsettled receivables on a sample basis through our evaluation of management's assessment with reference to the historical payment pattern of customers, publicly available information and latest correspondence with customers and to consider if any additional provision should be made;</li> <li>• Evaluating the management assessment on the measurement of ECL (default rate) based on the historical provision rates which are then adjusted to reflect the relevant information about the current conditions and forecasts of future economic conditions.</li> </ul>
3	<p>Evaluation of uncertain tax positions</p> <p>The Company has material uncertain tax positions including matters under dispute (refer Note 44.5 (d) to the Standalone Financial Statements) which involves significant judgment to determine the possible outcome of these disputes.</p>	<p>Our procedures include:</p> <ul style="list-style-type: none"> <li>• Obtained understanding of key uncertain tax positions; and</li> <li>• Reviewed the external legal opinions for key uncertain tax positions;</li> <li>• Discussed with appropriate senior management and evaluated management's underlying key assumptions in estimating the tax provisions; and</li> <li>• Assessed management's estimate of the possible outcome of the disputed cases.</li> </ul>

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

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual 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 the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation and presentation 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 Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors are also responsible for overseeing the company's standalone 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 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 Paragraph 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, we report that:
  - (a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

- (b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- (c) the Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Change in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account;
- (d) in our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act;
- (e) on the basis of the written representations received from the directors as on 31 March 2019 taken on record by the Board of Directors and taking into account the opinion given by the legal advisors after considering the on-going discussions with the lenders for a compromise settlement, are of the opinion that there has been no default committed in spirit (in respect of redemption of debentures) by the Company and further no order has been received by the Company under Section 71(10) of the Companies Act, 2013, we report that none of the directors are disqualified as on 31 March 2019 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
- (g) with respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
- According to the information and explanations given to us and based on the examination of the records of the Company, no managerial remuneration is paid / provided by the Company.
- (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 financial statements – Refer Note 44.3 to the standalone financial statements;
  - ii. The Company did not have any material foreseeable losses on any long-term contracts including derivative contracts; and
  - iii. There was no delay in transferring the amounts that were due to be transferred, to the Investor Education and Protection Fund by the Company during the year ended March 31, 2019.

For **Sundar Sridhar & Sridhar**  
Chartered Accountants  
Firm Registration Number : 004201S

**S Sridhar**  
Partner  
Membership Number : 025504

Place : Chennai  
Date: May 29, 2019

## Annexure - A to the Independent Auditor's Report

### The Annexure referred to in Independent Auditor's Report to the members of the Company on the Ind AS financial statements for the year ended 31 March 2019, we report that:

- (i) (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The fixed assets of the Company have been physically verified by the management at periodic intervals, which in our opinion is reasonable. According to the information and explanations given to us, no material discrepancies have been 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 inventory has been physically verified by the management at reasonable intervals during the year. In our opinion, the frequency of such verification is reasonable. As per the information and explanations given to us, no material discrepancies were noticed on physical verification of inventory.
- (iii) According to the information and explanations given to us and on the basis of our examination of records, the Company has granted unsecured interest free loans, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. In our opinion, the terms and conditions under which the loans were granted to wholly owned subsidiary and fellow subsidiary were not prejudicial to the interest of the Company. In the absence of specific schedule for repayment, we could not comment on the regularity of repayment of loan.
- (iv) The Company has not granted any loans or provided any guarantees or security to the parties covered under section 185 of the Act. The Company, being engaged in the business of providing infrastructural facilities, Section 186 of the Act is not applicable in respect of investments made, loans given / guarantees provided to other body corporate to by virtue of exemption provided under sub-section (11) of the said section of the Act.
- (v) According to the information and explanation given to us, the Company has not accepted any deposit during the year and there are no unclaimed deposits as at March 31, 2019 to which the provisions of sections 73 to 76 of the Act or any other relevant provisions of the Companies Act 2013 are applicable. Hence paragraph 3(v) of the order is not applicable to the Company.
- (vi) The maintenance of cost records has been specified by the Central Government under Section 148(1) of the Companies Act, 2013 for the product produced by the Company. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended and prescribed by the Central Government under Sub-section (1) of Section 148 of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the Company is not regular in depositing the undisputed statutory dues in respect of Provident funds, Income Tax, goods and service tax, cess and other material statutory dues, as applicable with the appropriate authorities. There have been significant delays in a large number of cases in depositing these dues with the appropriate authorities. Further, there were no undisputed amounts payable in respect of the statutory dues outstanding as on March 31, 2019 for a period of more than six months from the date they became payable except for the following:

Name of the Statute	Nature of the due	Period to which relates to	₹ in Lakhs
The Jammu and Kashmir Value Added Tax, 2005	Tax on Sales u/s 13	Jun-17	22.17
Income Tax Act, 1961	Tax Deducted at Source	Apr-18 to Sep-18	255.62
Employees' Provident Funds & Miscellaneous Provisions Act, 1952	Provident Fund Contribution payable	Apr-18 to Sep-18	79.62

- (b) According to the information and explanations given to us, there are no dues of sales tax (erstwhile), service tax (erstwhile), duty of customs (erstwhile), duty of excise (erstwhile), value added tax (erstwhile) which have not been deposited with the appropriate authorities on account of any dispute except for the dues attached in **Appendix 1** to this report.
- (viii) According to the information and explanations given to us, the company has defaulted in repayment of loans taken from banks and financial institutions as at the year-end, as per details attached in **Appendix 2** to this report
- (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, paragraph 3 (ix) of the Order is not applicable.
- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanations given to us and based on the examination of the records of the Company, no managerial remuneration is paid / provided by the Company. Accordingly, paragraph 3 (xi) of the Order is not applicable to the Company.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Thus, paragraph 3(xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the Ind AS standalone financial statements as required by the applicable accounting standards.

- (xiv) According to the information and explanations given to us and based on our examination of the records, the Company has not made preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and thus paragraph 3(xiv) of the Order is not applicable.
- (xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into

any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the Paragraph 3(xvi) of the Order is not applicable.

For **Sundar Sridhar & Sridhar**  
Chartered Accountants  
Firm Registration Number : 004201S

**S Sridhar**  
Partner  
Membership Number : 025504

Place : Chennai  
Date: May 29, 2019

**Appendix 1**

**As referred to in para vii(b) of the Annexure-A to the Independent Auditors Report  
Disputed statutory liabilities**

Name of the Statute	Nature of the Dispute	Forum where the dispute is pending	Periods to which relates	(₹ in lakhs)
Income Tax Act, 1961	Disallowance of Difference in Work in Progress	Income Tax Appellate Tribunal, Chennai.	2009-10	4,334.83
	Higher rate of tax applied by the department		2009-10	232.83
	Non-deduction of Tax Deducted at Source	Commissioner of Income Tax (Appeals), Chennai	2010-11	3.55
	Higher rate of Tax applied by the department	Income Tax Appellate Tribunal, Chennai.	2010-11	656.38
			2011-12	308.30
Kerala Value Added Tax, 2003	Sales made to SEZ claimed as exempt (Extension of benefit in KGST Sought)	Appellate Assistant Commissioner, Cochin	2005-06	55.10
Karnataka Value Added Tax, 2003	Disallowance of Margin on Sub-contract portion, Security Service and repair service	Deputy Commissioner of Commercial Taxes, Audit 3.5, Bangalore	2009-10	34.22
Tamil Nadu Value Added Tax, 2006	Inclusion of turnover of SEZ under Section 6 TNVAT and Stock Transfers	Commercial Tax Officer, Chennai	Jan 2007 to Mar 2008	407.85
	Reversal of Input Tax Credit for SEZ projects, Stock Transfers, Unregistered Purchases and scheduled rate variation in RMC	Commercial Tax Officer, Chennai	Apr 2008 to Mar 2010	552.56
Rajasthan Value Added Tax, 2006	Tax is already discharged on receipt basis subsequent year but tax is levied based on WCT TDS	The Appellate Authority, Commercial Taxes (Appeal)-1 - Jaipur	2008-09	9.51
			2009-10	8.38
West Bengal Value Added Tax, 2006	The Sub Contractor expenditure is disallowed	The Joint Commissioner, Commercial Taxes, Alipore Charge, Kolkata -700034. Appeal filed with Revision Board. Case was not yet listed for hearing.	2011-12	160.60
	The expenditure is added back to turnover	Demand Assessment Order received from DCTO-Salt Lake charge. We moved to Tribunal. Tribunal has issued interim injunction against demand notice. Case pending with Tribunal.	2012-13	167.62
Central Excise Act, 1944	Levy of Excise Duty on manufacture of Ready Mix Concrete vide Notification 1/2011 dated 01.03.2011 for removal from a Batching Plant located outside the Project location and used exclusively for the project	Customs, Excise and Service Tax Appellate Tribunal (CESTAT), Chennai	April 2011 to Jan 2012	14.78
			Feb 2012 to Mar 2012	1.02
			Mar-11	1.62
			July 2011 to Mar 2012	3.96
			April 2012 to March 2013	25.05
		Customs, Excise and Service Tax Appellate Tribunal (CESTAT), Bangalore	Aug 2011 to Dec 2013	10.07
		Customs, Excise and Service Tax Appellate Tribunal (CESTAT), Chennai	April 2013 to March 2014	16.36

Name of the Statute	Nature of the Dispute	Forum where the dispute is pending	Periods to which relates	(₹ in lakhs)
Finance Act, 1944 (Service Tax)	Service Tax demanded on Retention monies held by client as the same is yet to receive from Client by us, Capital Goods used in SEZ Zone and Wrong availment of CVD in respect of 'Schwing Boom Placer' and CENVAT Credit on Capital Goods utilized in discharging Service Tax where Notification No. 1/2006 is availed	Customs, Excise and Service Tax Appellate Tribunal (CESTAT), Chennai	2008-09	446.21
			2009-10	394.74
	Service Tax demanded on Retention monies held by client as the same is yet to receive from Client by us, Capital Goods and Scaffolding Materials which are exclusively used in Airport	Customs, Excise and Service Tax Appellate Tribunal (CESTAT), Chennai	2010-11	80.17
			April 2011 to June 2011	13.76
	Service Tax on Works Contract Service provided to M/s. Bangalore Metropolitan Transport Corporation, Bangalore	Commissioner of Service Tax, Chennai	Sep 2011 to Sep 2012	93.07
			Joint Commissioner, Service Tax II Commissionerate, Chennai.	6.05
	Short Payment of Service Tax on Rebate Allowed by the Sub-Contractors	Customs, Excise and Service Tax Appellate Tribunal (CESTAT), Chennai	April 2011 to Sep 2012	41.07
			Oct 2012 to Mar 2014	20.20
		Assistant Commissioner of Service Tax, Chennai.	April 2014 to Sep 2015	10.22
		Assistant Commissioner of Central Tax, Mylapore Division, North Commissionerate, Chennai	October 2015 to June 2017	12.91
CENVAT Credit on Capital Goods utilized in discharging Service Tax where Notification No. 1/2006 ST. dated 01/03/2006 is Availed	Assistant Commissioner of Central Tax, Mylapore Division, North Commissionerate, Chennai	April 2015 to June 2017	3.24	
Customs Duty, 1962	Short payment of Customs Duty for import of Equipment on High Sea Sale	Assistant Commissioner of Customs (Group-V), Mumbai	2008-09	2.93

## Appendix 2

As referred to in para viii of the Annexure-A to the Independent Auditor's Report

### Details of Default in Repayment of Borrowings

Principal & Interest Delay days: 0.01% Optionally Convertible Debentures

Particulars	Amount & Period of Default			
	Principal Amt Due (₹ in Lakhs)	Principal Delayed Days	Interest Amt Due (₹ in Lakhs)	Interest Delayed Days
State Bank of India	7,278.28	> 360	5.28	0-360
Bank of Baroda	3,106.01	> 360	0.27	0-360
IDBI Bank Limited	2,241.80	> 360	1.63	0-360
ICICI Bank Limited	373.11	> 360	2.25	0-360
TATA Capital Financial Services Limited	275.75	> 360	0.20	0-360

**Principal & Interest Delay days : 12.65% Non Convertible debentures**

Particulars	Amount & Period of Default			
	Principal Amt Due (₹ in Lakhs)	Principal Delayed Days	Interest Amt Due (₹ in Lakhs)	Interest Delayed Days
TATA Capital Financial Services Limited	84.88	> 360	26.85	> 360
TATA Capital Financial Services Limited	42.44	0-360	125.65	0-360

**Principal & Interest Delay days : Working Capital Term Loan - I (WCTL-I)**

Particulars	Amount & Period of Default			
	Principal Amt Due (₹ in Lakhs)	Principal Delayed Days	Interest Amt Due (₹ in Lakhs)	Interest Delayed Days
State Bank of India	28.80	0-360	65.88	0-360
IDBI Bank Limited	3.60	0-360	9.59	0-360

**Principal & Interest Delay days : Working Capital Term Loan II (WCTL-II)**

Particulars	Amount & Period of Default			
	Principal Amt Due (₹ in Lakhs)	Principal Delayed Days	Interest Amt Due (₹ in Lakhs)	Interest Delayed Days
State Bank of India	60.40	0-360	138.07	0-360
IDBI Bank Limited	74.88	0-360	201.47	0-360
ICICI Bank Limited	15.24	0-360	32.29	0-360

**Principal & Interest Delay days : Funded Interest Term Loan I (FITL-I)**

Particulars	Amount & Period of Default			
	Principal Amt Due (₹ in Lakhs)	Principal Delayed Days	Interest Amt Due (₹ in Lakhs)	Interest Delayed Days
State Bank of India	26.84	0-360	61.33	0-360
IDBI Bank Limited	2.96	0-360	7.88	0-360
ICICI Bank Limited	1.48	0-360	0.97	0-360
TATA Capital Financial Services Limited	8.92	> 360	-	-
TATA Capital Financial Services Limited	8.12	0-360	24.04	0-360

**Principal & Interest Delay days : Funded Interest Term Loan II (FITL-II)**

Particulars	Amount & Period of Default			
	Principal Amt Due (₹ in Lakhs)	Principal Delayed Days	Interest Amt Due (₹ in Lakhs)	Interest Delayed Days
IDBI Bank Limited	10.20	0-360	27.15	0-360
ICICI Bank Limited	2.08	0-360	4.39	0-360
State Bank of India	7.28	0-360	16.60	0-360

**Principal & Interest Delay days : Corporate Term Loans**

Particulars	Amount & Period of Default			
	Principal Amt Due (₹ in Lakhs)	Principal Delayed Days	Interest Amt Due (₹ in Lakhs)	Interest Delayed Days
State Bank of India - Corporate Loan I	8.08	0-360	18.44	0-360
State Bank of India - Corporate Loan II	14.76	0-360	33.80	0-360

**Principal & Interest Delay days : Priority Corporate Loans**

Particulars	Amount & Period of Default			
	Principal Amt Due (₹ in Lakhs)	Principal Delayed Days	Interest Amt Due (₹ in Lakhs)	Interest Delayed Days
State Bank of India	309.60	0-360	219.19	0-360
Bank of Baroda	20.16	0-30	-	-
IDBI Bank Limited	128.52	0-360	107.33	0-360

**Principal & Interest Delay days : Funded Interest Term Loan IV (FITL-IV)**

Particulars	Amount & Period of Default			
	Principal Amt Due (₹ in Lakhs)	Principal Delayed Days	Interest Amt Due (₹ in Lakhs)	Interest Delayed Days
ICICI Bank Limited	2.47	0-720	-	-

**Principal & Interest Delay days: Equipment Loan**

Particulars	Amount & Period of Default			
	Principal Amt Due (₹ in Lakhs)	Principal Delayed Days	Interest Amt Due (₹ in Lakhs)	Interest Delayed Days
ICICI Bank Limited	-	-	2.18	0-360

**Principal & Interest Delay days: Term Loan**

Particulars	Amount & Period of Default			
	Principal Amt Due (₹ in Lakhs)	Principal Delayed Days	Interest Amt Due (₹ in Lakhs)	Interest Delayed Days
ICICI Bank Limited	6.28	0-360	13.45	0-360

**Principal & Interest Delay days : Cash Credit (CC) (Short Term Borrowings)**

Particulars	Amount Overdrawn & Period of Default	
	₹ in lakhs	Delayed days
Various Banks	3,850.14	0-360

## Annexure - B to the Independent Auditor's Report

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

We have audited the internal financial controls over financial reporting of Consolidated Construction Consortium Limited ("the Company") as of 31 March 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 is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by ICAI and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

**Meaning of Internal Financial Controls over Financial Reporting**

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

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

### **Basis for Qualified Opinion**

In our opinion, according to the information and explanations given to us and based on our audit, the following material weaknesses have been identified as at March 31, 2019:

The Company did not have appropriate internal financial controls over:

- (a) Assessment of expected credit loss/loss allowance of trade receivables which are under arbitration;
- (b) Controls over projects costs estimation and review of balance costs to complete in respect of work projects;
- (c) Customer acceptance, credit evaluation and establishing customer credit limits for sales and customers in respect of variations in contract work which may probably result in the Company recognizing revenue without establishing reasonable certainty of ultimate collection, on criteria based on or 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.

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of the company's annual or interim financial statements will not be prevented or detected on a timely basis.

### **Qualified opinion**

In our opinion, except for the possible effects of material weaknesses described in "basis of qualified opinion" paragraph above, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

We have considered the material weaknesses identified and reported above in determining the nature, timing and extent of audit tests applied in our audit of the standalone financial statements of the Company for the year ended March 31, 2019 and for the material weakness identified in para (a) above, we have issued a modified opinion on the standalone financial statements of the Company. However, the material weaknesses identified in para (b) and para (c) mentioned above have not affected our opinion on the standalone financial statements of the Company.

For **Sundar Sridhar & Sridhar**  
Chartered Accountants  
Firm Registration Number : 004201S

**S Sridhar**  
Partner  
Membership Number : 025504

Place : Chennai  
Date : May 29, 2019

**Balance Sheet as at**

(Rupees in Lakhs)

	Notes	March 31, 2019	March 31, 2018
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, Plant and Equipment	4	25,706.64	26,308.20
Capital work-in-progress	5	2,258.12	2,258.12
Investment Property	6	69.81	73.79
Financial Assets			
(i) Investments	7	19.72	4,908.05
(ii) Trade Receivables & Contract Assets	8	52,296.51	39,546.89
(iii) Loans & Advances	9	1,370.77	1,393.44
(iv) Others	10	251.79	509.03
Other Non-Current Assets	11	182.40	139.62
Non-Current Tax Assets	12	7,929.12	6,962.90
Deferred Tax Assets	22	2.27	11.27
		<b>90,087.15</b>	<b>82,111.31</b>
<b>Current Assets</b>			
Inventories	13	12,668.53	14,074.09
Financial Assets			
(i) Trade Receivables & Contract Assets	8	26,366.70	42,023.89
(ii) Cash & Cash Equivalents	14	505.49	872.13
(iii) Bank Balances other than (ii) above	15	336.30	1,811.75
(iv) Loans and advances	9	1.89	4.63
(v) Others	10	1,221.74	1,123.20
Other Current Assets	11	4,022.16	5,407.08
		<b>45,122.81</b>	<b>65,316.77</b>
<b>Assets held for sale</b>	7.2	<b>4,615.20</b>	<b>-</b>
<b>Total Assets</b>		<b>139,825.16</b>	<b>147,428.08</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity Share Capital	16	7,970.22	7,970.22
Other Equity	17	(20,153.23)	(12,216.97)
<b>Total Equity</b>		<b>(12,183.01)</b>	<b>(4,246.75)</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Financial Liabilities			
(i) Borrowings	18	46,611.58	46,512.96
(ii) Trade Payables (Includes total dues of Micro and Small Enterprises ₹ Nil/- (March 31, 2018: ₹ Nil/-))	19	819.39	808.46
(iii) Other Financial Liabilities	20	233.53	249.72
Provisions	21	-	-
Deferred tax liabilities	22	2,948.63	2,991.09
Other Non-Current liabilities	23	9,224.28	11,738.35
		<b>59,837.41</b>	<b>62,300.58</b>
<b>Current liabilities</b>			
Financial Liabilities			
(i) Borrowings	18	48,307.00	46,566.52
(ii) Trade Payables (Includes total dues of Micro and Small Enterprises ₹ 95.88 lakhs (March 31, 2018: ₹ Nil/-))	19	17,548.33	18,791.69
(iii) Other Financial Liabilities	20	19,740.69	16,984.26
Other Current liabilities	23	6,329.72	6,994.70
Provisions	21	245.02	37.08
		<b>92,170.76</b>	<b>89,374.25</b>
<b>Total Equity and Liabilities</b>		<b>139,825.16</b>	<b>147,428.08</b>
See accompanying notes forming part of the standalone financial statements	1-49		

In terms of our report attached  
For **Sundar Sridhar & Sridhar**  
Chartered Accountants  
Firm Registration Number : 004201S

For and on behalf of Board of Directors of  
**Consolidated Construction Consortium Limited**  
L45201TN1997PLC038610

**S Sridhar**  
Partner  
Membership Number : 025504

**R.Sarabeswar**  
Whole-time Director  
DIN: 00435318

**S.Sivaramakrishnan**  
Managing Director  
DIN: 00431791

**R.Siddharth**  
Chief Financial Officer  
Company Secretary  
Membership No.A38070

Place : Chennai  
Date: May 29, 2019

**Statement of Profit and Loss for the year ended**

(Rupees in Lakhs)

	Note	March 31, 2019 ₹	March 31, 2018 ₹
<b>INCOME</b>			
Revenue From Operations	24	45,604.66	46,948.56
Other Income	25	4,127.52	4,974.05
<b>Total Income</b>		<b>49,732.18</b>	<b>51,922.61</b>
<b>Expenses</b>			
Cost of Material Consumed	26	19,046.48	20,857.66
Subcontracts and Special Agencies	27	15,894.69	15,836.29
Other Operating Expenses	28	4,184.56	4,922.94
Employee Benefit Expenses	29	4,158.78	3,894.92
Finance Cost	30	10,247.19	11,997.49
Depreciation & Amortization Expense	31	630.95	749.70
Other Expenses	32	2,563.10	1,936.11
<b>Total expenses</b>		<b>56,725.75</b>	<b>60,195.11</b>
<b>Profit/(Loss) before exceptional items and tax</b>		<b>(6,993.57)</b>	<b>(8,272.50)</b>
Exceptional Items	33	(605.37)	419.27
<b>Profit/(Loss) Before Tax</b>		<b>(7,598.94)</b>	<b>(7,853.23)</b>
Tax expense:			
Current tax	22	-	-
Deferred tax	22	(38.97)	(21.68)
<b>I. Profit/(Loss) for the year</b>		<b>(7,559.97)</b>	<b>(7,831.55)</b>
<b>II. Other Comprehensive Income</b>			
i. Items that will not be reclassified to profit or loss			
- Remeasurements of the defined benefit plans		(135.38)	125.36
Less: Income Tax on Above		(9.93)	(38.73)
- Change in Fair value of Equity Instruments measured at FVTOCI		(235.37)	(1,802.91)
Less: Income Tax on Above		4.39	385.07
ii) Items that will be reclassified to profit or loss		-	-
<b>Other Comprehensive Income</b>		<b>(376.29)</b>	<b>(1,331.21)</b>
<b>Total Comprehensive Income for the year (I+II)</b>		<b>(7,936.26)</b>	<b>(9,162.76)</b>
Earnings per equity shares of ₹ 2/- each			
(1) Basic (in ₹)		(1.90)	(1.97)
(2) Diluted (in ₹)		(1.90)	(1.97)
Weighted average equity shares used in computing earnings per equity share			
(1) Basic (in Nos.)		398,511,188	398,511,188
(2) Diluted (in Nos.)		398,511,188	398,511,188
See accompanying notes forming part of the standalone financial statements	1-49		

In terms of our report attached  
For **Sundar Sridhar & Sridhar**  
Chartered Accountants  
Firm Registration Number : 004201S

For and on behalf of Board of Directors of  
**Consolidated Construction Consortium Limited**  
L45201TN1997PLC038610

**S Sridhar**  
Partner  
Membership Number : 025504

**R.Sarabeswar**  
Whole-time Director  
DIN: 00435318

**S.Sivaramakrishnan**  
Managing Director  
DIN: 00431791

**R.Siddharth**  
Chief Financial Officer  
Company Secretary  
Membership No.A38070

Place : Chennai  
Date: May 29, 2019

**Statement of Changes In Equity** (Rupees in Lakhs)

Particulars	Equity Share Capital	Reserves & Surplus			Total Equity attributable to equity holders of the Company
		Securities Premium	General Reserve	Retained Earnings	
<b>Restated Balance as at 1st April 2017 (Refer Note 40)</b>	<b>7,970.22</b>	<b>29,595.02</b>	<b>9,792.69</b>	<b>(42,441.92)</b>	<b>4,916.01</b>
Profit/(Loss) for the year	-	-	-	(7,831.55)	(7,831.55)
Other Comprehensive Income	-	-	-	(1,331.21)	(1,331.21)
<b>Balance as at 31st March 2018</b>	<b>7,970.22</b>	<b>29,595.02</b>	<b>9,792.69</b>	<b>(51,604.68)</b>	<b>(4,246.75)</b>
Profit/(Loss) for the year	-	-	-	(7,559.97)	(7,559.97)
Other Comprehensive Income	-	-	-	(376.29)	(376.29)
<b>Balance as at 31st March 2019</b>	<b>7,970.22</b>	<b>29,595.02</b>	<b>9,792.69</b>	<b>(59,540.94)</b>	<b>(12,183.01)</b>

See accompanying notes forming part of the standalone financial statements 1 - 49

In terms of our report attached  
For **Sundar Sridhar & Sridhar**  
Chartered Accountants  
Firm Registration Number : 004201S

**S Sridhar**  
Partner  
Membership Number : 025504

Place : Chennai  
Date: May 29, 2019

For and on behalf of Board of Directors of  
**Consolidated Construction Consortium Limited**  
CIN: L45201TN1997PLC038610

**R. Sarabeswar**  
Whole-time Director  
DIN: 00435318

**S. Sivaramakrishnan**  
Managing Director  
DIN: 00431791

**R. Siddharth**  
Chief Financial Officer  
Company Secretary  
Membership No.A38070

**Cash Flow Statement for the year ended**

(Rupees in Lakhs)

	March 31, 2019	March 31, 2018
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>	<b>A</b>	
<b>Profit/(Loss) Before Tax</b>	<b>(7,598.94)</b>	<b>(7,853.23)</b>
<b>Adjustment for:-</b>		
Exceptional Item - Interest Reversal due to S4A	-	(1,333.95)
Exceptional Item - Impairment of Loans Advanced to Subsidiaries	605.37	914.68
Depreciation & Amortization Expenses (including Depreciation on Investment Property)	630.95	749.70
Finance Cost (including Fair Value Change in Financial Instruments)	7,445.88	7,059.81
Share of Loss from Partnership Firm	37.75	135.37
Bad Debts Written Off/Provided For	40.08	93.97
Allowance for Expected Credit Loss	354.20	-
Finance Income (Including Fair Value Change in Financial Instruments)	(3,255.87)	(4,758.41)
<b>Operating Profit/(Loss) before Working Capital Changes</b>	<b>(1,740.58)</b>	<b>(4,992.06)</b>
<b>Adjustment for:-</b>		
(Increase)/Decrease in Trade Receivables	3,021.39	3,645.54
(Increase)/Decrease in Inventories	1,405.56	1,827.38
(Increase)/Decrease in Other Financial Assets	158.70	222.33
(Increase)/Decrease in Loans and Advances	2.74	(0.70)
(Increase)/Decrease in Other Assets	834.04	2,976.06
Increase/(Decrease) in Trade Payables	(1,178.87)	(1,179.23)
Increase/(Decrease) in Other Financial Liabilities	872.23	280.61
Increase/(Decrease) in Provisions	72.56	39.75
Increase/(Decrease) in Other Non-Financial Liabilities	(787.30)	2,056.99
<b>Movement due to Working Capital Changes</b>	<b>4,401.05</b>	<b>9,868.73</b>
<b>Cash (used in)/generated from Operations</b>	<b>2,660.47</b>	<b>4,876.67</b>
Income tax Refunds Received/(paid including TDS Credits)	(895.35)	3,350.47
<b>Net Cash From Operating Activities</b>	<b>1,765.12</b>	<b>8,227.14</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>	<b>B</b>	
Expenditure on Property, Plant and Equipment	(25.41)	(4.53)
Proceeds from Disposal of Property, Plant and Equipment	-	0.04
Interest received	90.13	138.94
Movement in Loans to Subsidiaries	(582.70)	(996.26)
Movement in Fixed Deposits with Banks	1,475.45	321.63
<b>Net Cash From/(used in) Investing Activities</b>	<b>957.47</b>	<b>(540.18)</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>	<b>C</b>	
Movement in long term borrowings	(1,087.37)	(1,496.97)
Interest & Finance Charges (Net of Interest Reversal)	(3,742.34)	(6,081.50)
Movement in Short-Term borrowings	1,740.48	424.23
<b>Net Cash From/(used in) Financing Activities</b>	<b>(3,089.23)</b>	<b>(7,154.24)</b>
<b>Net (Decrease)/Increase in Cash and Cash Equivalents (A+B+C)</b>	<b>(366.64)</b>	<b>532.72</b>
<b>(Add) Cash &amp; Cash Equivalents as at the beginning of the year - As per Note 14</b>	<b>872.13</b>	<b>339.41</b>
<b>Cash &amp; Cash Equivalents as at the end of the year - As per Note 14</b>	<b>505.49</b>	<b>872.13</b>
See accompanying notes forming part of the financial statements	1-49	

In terms of our report attached  
For **Sundar Srini & Sridhar**  
Chartered Accountants  
Firm Registration Number : 004201S

**S Sridhar**  
Partner  
Membership Number : 025504

Place : Chennai  
Date: May 29, 2019

For and on behalf of Board of Directors of  
**Consolidated Construction Consortium Limited**  
L45201TN1997PLC038610

**R.Sarabeswar**  
Whole-time Director  
DIN: 00435318

**S.Sivaramakrishnan**  
Managing Director  
DIN: 00431791

**R.Siddharth**  
Chief Financial Officer  
Company Secretary  
Membership No.A38070

## Notes to standalone financial statements for the year ended 31st March 2019

### 1. Company Overview

Consolidated Construction Consortium Ltd. (The Company) is a public limited company incorporated under the provisions of the Companies Act., and its shares are listed in two Stock Exchanges in India (BSE and NSE). The company is an integrated turnkey construction service provider having pan India presence with expertise in construction design, engineering, procurement, construction and project management. The Company also provides construction allied services such as Mechanical & Electrical, Plumbing, Fire Fighting, Heating, ventilation and air conditioning, interior fit out services and glazing solutions. The Company also caters to the requirements of ready-mix concrete, Solid blocks and pre - cast items for clients.

The Company is domiciled in India and its registered office is situated at No.5, II Link Street, C.I.T Colony, Mylapore, Chennai – 600 004. The company has promoted wholly owned subsidiaries to carry on the business of glazing, interiors, power, infrastructure and sector specific SEZ services.

### 2. General information and statement of compliance with Ind AS

The financial statements have been prepared in accordance with the provisions of the Companies Act, 2013 ('the Act') (to the extent notified) and the Indian Accounting Standards as notified under section 133 of the Companies Act 2013 read with the Companies (Indian Accounting Standards) Rules 2015, as amended (by Ministry of Corporate Affairs ('MCA')). The Company has uniformly applied the accounting policies during the periods presented.

The financial statements for the year ended 31 March 2019 were authorized and approved for issue by the Board of Directors on 29 May 2019.

### 3. Significant Accounting Policies:

#### 3.1 Basis of Preparation of Financial Statements

The financial statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India. Further, the financial statements have been prepared on historical cost basis except for certain financial assets and financial liabilities and share based payments which are measured at fair values as explained in relevant accounting policies. Fair valuations related to financial assets and financial liabilities are categorized into level 1, level 2 and level 3 based on the degree to which the inputs to the fair value measurements are observable.

The Balance sheet, Statement of Profit and Loss, Statement of Changes in Equity and disclosure requirements with respect to items in the Balance Sheet and Statement of Profit and Loss are prepared in the format prescribed in Division II–Schedule III ("Schedule III") to the Companies Act, 2013 and are adequately presented by way of notes forming part of accounts along with the other notes required to be disclosed under the notified Accounting Standards and the Listing Agreement. The Cash Flow Statement has been prepared under indirect method and presented as per the requirements of Indian Accounting Standard (Ind AS) 7 "Statement of Cash Flows".

#### 3.2 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 if:

- it is expected to be realized or sold or consumed in the Company's normal operating cycle;
- it is held primarily for the purpose of trading;
- it is expected to be realized within twelve months after the reporting period; or
- it is cash or a cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current if:

- it is expected to be settled in normal operating cycle;
- it is held primarily for the purpose of trading;
- it is expected to be settled within twelve months after the reporting period;
- it has no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

The operating cycle is the time between acquisition of assets for processing and their realization in cash and cash equivalents. The Company's normal operating cycle is twelve months.

#### 3.3 Use of Estimates and judgment

The preparation of the accompanying financial statements require management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent amounts and liabilities as on the date of financial statement and reported amounts of revenue and expenses during the reporting period. Accordingly, reasonable estimate is made where ever found applicable.

Key assumption concerning the future, and other key sources of estimating uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year is as given below.

#### Significant Management Judgements

**Recoverability of advances/receivables** – At each Balance Sheet date, based on historical default rates observed over expected life, the management assesses the expected credit losses on outstanding receivables and advances.

**Defined benefit obligation (DBO)** – Management's estimate of the DBO is based on a number of underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

## Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)

**Evaluation of indicators for impairment of assets** – The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

**Recognition of deferred tax assets** – The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the Company's future taxable income against which the deferred tax assets can be utilized.

**Satisfaction of performance obligation over a period of time** - Revenue recognition is done by measuring the progress towards complete satisfaction of performance obligation. The use of the percentage-of-completion method requires Management to determine the stage of completion by reference to the survey of performance to date. Significant judgements are involved in obtaining directly observable information about the output of performance.

**Estimation of expected loss** – Determining the expected losses, which are recognized in the period in which such losses become probable based on the expected contract cost as at the reporting date.

### Significant Estimates

**Useful lives of depreciable/amortizable assets** – Management reviews its estimate of the useful lives of depreciable/amortizable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utilization of assets.

**Fair Value Measurements** - Some of the Company's assets and liabilities are measured at fair value for financial reporting purposes. In estimating the fair value of an asset or a liability, the Company uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Company engages third party qualified valuer to perform the valuation. The valuation committee works closely with the qualified external valuer to establish the appropriate valuation techniques and inputs to the model.

### 3.4 Measurement of fair values

The Company's accounting policies and disclosures require the measurement of fair values for financial instruments.

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 that the company can access at measurement date

**Level 2:** Inputs other than quoted prices included in level 1 that are observable for the asset or liability, either directly or indirectly; and

**Level 3:** Inputs for asset or liability that are not based on observable market data.

The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

### 3.5 Functional and Presentation Currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company Operated (Function Currency) Indian rupee (Rs. or ₹) is the functional currency of the Company.

The financial statements are presented in Indian rupees, which the Company's presentation currency. All amounts included in the financial statements are reported in Indian rupees (Rupees in Lakhs) except equity shares, which are expressed in numbers.

### 3.6 Revenue Recognition

The Company has adopted Ind AS 115 "Revenue from Contracts with Customers" effective April 1, 2018. Ind AS 115 supersedes Ind AS 11 "Construction Contracts" and Ind AS 18 "Revenue". The Company has applied Ind AS 115 using the modified retrospective method and the Company has estimated that there were no material cumulative impacts of transition to Ind AS 115 that requires adjustment against the Retained earnings as at April 1, 2018. Accordingly, the figures of the previous year are not restated under Ind AS 115.

The Company recognizes revenue from contracts with customers when it satisfies a performance obligation by transferring promised good or service to a customer. The revenue is recognized to the extent of transaction price allocated to the performance obligation satisfied. Performance obligation is satisfied over time when the transfer of control of asset (good or service) to a customer is done over time and in other cases, performance obligation is satisfied at a point in time. For performance obligation satisfied over time, the revenue recognition is done by measuring the progress towards complete satisfaction of performance obligation. The progress is measured in terms of a proportion of survey of performance to date.

Transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring good or service to a customer excluding amounts collected on behalf of a third party.

Costs to obtain a contract which are incurred regardless of whether the contract was obtained are charged-off in Profit & Loss immediately in the period in which such costs are incurred.

Impairment loss (termed as provision for foreseeable losses in the financial statements) is recognized in profit or loss to the extent the carrying amount of the contract asset exceeds the remaining amount of consideration that the company expects to receive towards remaining performance obligations (after deducting the costs that relate directly to fulfill such remaining performance obligations). In addition, the Company recognizes impairment loss (termed as Allowance for expected credit loss on contract assets in the financial statements) on account of credit risk in respect of a contract asset using expected credit loss model on similar basis as applicable to trade receivables.

#### a) Recognition of Revenue from Contractual Projects

The company recognizes construction contract revenue over time, as performance obligations are satisfied, due to the continuous transfer of control to the customer. Construction contracts are generally accounted for as a single unit of account (a single performance obligation). The company adopts the output method in recognizing the revenue over time by reference to the progress towards complete satisfaction of the relevant performance obligation. The progress towards complete satisfaction of a relevant performance obligation is measured by reference to the surveys of work performed primarily includes certificates issued by the internal or external surveyors on the performance completed to date. The percentage-of-completion method (output method) is the most faithful depiction of the company's performance because it directly measures the value of the services transferred to the

## Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)

customer. Where the entity is unable to reasonably measure the percentage of completion, the revenue is recognized only up to the amount of cost incurred provided the entity expects to at least recover its cost.

*Variable consideration:* The nature of the company's contracts gives rise to several types of variable consideration, including claims and unpriced change orders; award and incentive fees; and liquidated damages and penalties. The company recognizes revenue for variable consideration when it is probable that a significant reversal in the amount of cumulative revenue recognized will not occur. The company estimates the amount of revenue to be recognized on variable consideration using the expected value (i.e., the sum of a probability-weighted amount) or the most likely amount method, whichever is expected to better predict the amount. Factors considered in determining whether revenue associated with claims (including change orders in dispute and unapproved change orders in regard to both scope and price) should be recognized include the following: (a) the contract or other evidence provides a legal basis for the claim, (b) additional costs were caused by circumstances that were unforeseen at the contract date and not the result of deficiencies in the company's performance, (c) claim-related costs are identifiable and considered reasonable in view of the work performed, and (d) evidence supporting the claim is objective and verifiable. If the requirements for recognizing revenue for claims or unapproved change orders are met, revenue is recorded only when the costs associated with the claims or unapproved change orders have been incurred.

*Contract assets and liabilities:* Contract assets represent revenue recognized in excess of amounts billed and include unbilled receivables. Contract liabilities represent amounts billed to clients in excess of revenue recognized to date and advances that are yet to be adjusted against the contract assets.

Unbilled receivables, which represent an unconditional right to payment subject only to the passage of time, are reclassified to accounts receivable when they are billed under the terms of the contract. The amount of retention money held by the Customers pending completion of performance obligations under the project is disclosed as part of contract asset and is reclassified as trade receivables when it becomes due for payment. Payments in respect of retention money that are deferred more than 12 months are adjusted for the time value of money.

### b) Other Income

The Company recognizes income under the below mentioned heads, provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

#### a. Leasing of Equipment

Other Revenue such as leasing of equipment on short term basis represents income earned from the activities incidental to the business and are recognized when the right to receive the income is established upon satisfaction of the stated performance obligation as per the contracts entered with the Customers.

#### b. Interest Income from Financial Instruments

Interest income is accrued on a time proportionate basis taking into account the principal outstanding and the effective interest rate applicable.

Interest Income on disputed revenue is recognized on realization basis.

#### c. Share of Profit of partnership firm investments

The Company's share in profits from a firm where the Company is a partner, is recognized on the basis of such firm's audited accounts, as per terms of the partnership deed.

#### d. Dividend Income

Dividend income from investments is recognized when the Company's right to receive payment has been established.

#### e. Others

Other items of income are accounted as and when the right to receive such income arises and it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

### 3.7 Inventories

- a. Inventory of Construction raw material & stores and spares and other consumables are stated at lower of cost and net realizable value. The cost is determined using first in first out method of valuation.
- b. Inventories of Scaffolding materials are stated at lower of carrying value and net realizable value. Cost of Scaffolding materials are charged off to consumption over its estimated useful life.
- c. Net realizable value represents the estimated selling price for inventories in the ordinary course of business less all estimated costs of completion and cost necessary to make the sale.

### 3.8 Property, Plant and Equipment

#### (i) Recognition and measurement

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. The cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price.

#### (ii) Subsequent expenditure

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company. All other repair and maintenance costs are recognized in statement of profit and loss as incurred.

#### (iii) Depreciation

Depreciation on property, plant and equipment is provided on the Written Down Value (WDV) Method computed on the basis of useful lives (as set out below):

## Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)

Category of the Assets	Useful Life
Office Building	60 years
Plant & Machinery	9-20 years
Office Equipments including computers	3-5 years
Furniture & Fixtures	10 years
Motor Car	10 years

The residual values, useful lives and method of depreciation of are reviewed at the end of each financial year.

### (iv) Capital Work in Progress

Expenditure directly relating to construction activity is capitalized. Indirect expenditure incurred during construction period is capitalized to the extent to which the expenditure is indirectly related to construction or is incidental thereto. Other indirect expenditure (including borrowing costs) incurred during the construction period which is not related to the construction activity nor is incidental thereto is charged to the statement of profit and loss.

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.

### (v) De-recognition

An item of property, plant and equipment initially recognized is de-recognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognized in statement of profit and loss when the asset is derecognized.

## 3.9 Intangible Assets

### (i) Recognition and measurement

Intangible Assets are measured at cost less accumulated amortization and impairment losses, if any. The cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of preparing the asset for its intended use. Any trade discount and rebates are deducted in arriving at the purchase price.

### (ii) Subsequent expenditure

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company.

### (iii) Amortisation

Intangible assets are amortised over their estimated useful life on Written Down Value method. Intangible assets (Computer Software) are amortised over a period of three years.

## 3.10 Investment Properties

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any. The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognition criteria are met. Investment properties are depreciated over the estimated useful period of 60 years under Written Down Value method.

## 3.11 Impairment of Non-Financial Assets

At each reporting date, the Company assesses whether there is any indication that an asset may be impaired, based on internal or external factors. If any such indication exists, the recoverable amount of the asset or the cash generating unit is estimated. If such recoverable amount of the asset or cash generating unit to which the asset belongs is less than the carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss. If, at there porting date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount. Impairment losses previously recognized are accordingly reversed in the statement of profit and loss.

## 3.12 Foreign Currency Transactions and Balances

Foreign currency transactions are recorded in the functional currency, by applying to the exchange rate between the functional currency and the foreign currency at the date of the transaction.

Foreign currency monetary items are converted to functional currency using the closing rate. Non-monetary items denominated in a foreign currency which are carried at historical cost are reported using the exchange rate as at the date of the transaction.

Exchange differences arising on monetary items on settlement, or restatement as at reporting date, at rates different from those at which they were initially recorded, are recognized in the statement of profit and loss in the year in which they arise.

## 3.13 Financial Instruments

### I. Financial Assets

#### i) Classification

The Company classifies financial assets as subsequently measured at

- amortised cost or
- fair value through other comprehensive income or
- fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

#### ii) Initial Recognition and Measurement

Financial assets are recognized when the company becomes party to a contract embodying the related financial instruments. All

## Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)

financial assets are initially measured at transaction values and where such values are different from the fair value, at fair value. Transaction costs that are attributable to the acquisition financial assets (other than financial assets at fair value through profit or loss) are added to the fair value of such assets on initial recognition. Transaction costs directly attributable to the acquisition of financial assets measured at fair value through profit or loss are recognized immediately in profit or loss.

### iii) Subsequent Measurement

For the purpose of subsequent measurement, the financial assets are classified into four categories:

- Debt Instruments at amortised cost
- Debt instruments at fair value through other comprehensive income
- Debt instruments at fair value through profit or loss
- Equity Instruments

### iv) Debt Instruments at amortised cost

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

- The asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- The contractual terms of instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortisation is included in the finance income in the Statement of Profit and Loss. The Losses arising from impairment are recognized in the Statement of Profit and Loss.

### v) Debt Instruments at fair value through other comprehensive income

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (FVTOCI) (unless the same are designated as fair value through profit or loss)

- The asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- The contractual terms of instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

For debt instruments that are measured at FVTOCI, income by way of interest, dividend and exchange difference (on debt instrument) is recognized in profit or loss and changes in fair value (other than on account of such income) are recognized in Other Comprehensive Income and accumulated in other equity. On disposal of debt instruments measured at FVTOCI, the cumulative gain or loss previously accumulated in other equity is reclassified to profit or loss.

### vi) Debt Instruments at fair value profit or loss

Debt instruments included within the fair value through profit and loss (FVTPL) category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

### vii) Equity Instruments

All equity instruments including investment in subsidiaries are measured at fair value. Equity instruments which are held for trading are classified as at Fair Value through Profit and Loss (FVTPL). For all other equity instruments, the Company has decided to classify the same at FVTOCI. The classification is made on the initial recognition and is irrevocable.

### viii) Derecognition

A financial asset (or, where applicable, a part of a financial asset) is primarily de-recognized when:

- the rights to receive cash flows from the asset have expired, or
- the Company has transferred substantially all the risks and rewards of the asset, or
- the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred the control of the asset.

### ix) Impairment of Financial Assets

In accordance with IndAS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss for financial assets.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive. When estimating the cash flows, the Company is required to consider –

- All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms. Trade receivables

#### Trade receivables

The company recognizes impairment loss on trade receivables using expected credit loss model, which involves use of a provision matrix constructed on the basis of historical credit loss experience as permitted under Ind AS 109.

#### Other financial assets

The company recognises impairment loss on trade receivables using expected credit loss model, which involves use of a provision matrix constructed on the basis of historical credit loss experience as permitted under Ind AS 109. Other financial assets

For recognition of impairment loss on other financial assets, the Company determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, impairment loss is provided.

## Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)

### II. Financial Liabilities

#### i) Classification

The Company classifies all financial liabilities as subsequently measured at amortised cost.

#### ii) Initial Recognition and measurement

Financial liabilities are recognized when the company becomes party to a contract embodying the related financial instruments. All financial liabilities are initially measured at transaction values and where such values are different from the fair value, at fair value. Transaction costs that are attributable to the issue of financial liabilities are deducted from the fair value of such assets on initial recognition.

#### iii) Loans and Borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using Effective Interest Rate (EIR) method. Gains and losses are recognized in the Statement of Profit and Loss when the liabilities are derecognized.

Amortised cost is calculated by taking into account any discount or premium on acquisition and transaction costs. The EIR amortisation is included as finance costs in the Statement of Profit and Loss.

This category generally applies to loans and borrowings

#### iv) Financial Guarantee Contracts

Financial Guarantee contracts are initially recognized as a liability at fair value. The liability is subsequently measured at carrying amount less amortization or amount of loss allowance determined as per Impairment requirements of Ind AS 109 which-ever is higher. Amortization is recognized as finance income in Profit and Loss for the year.

#### v) De-recognition

A financial liability is de-recognized when the related obligation expires or is discharged or cancelled. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in Profit and Loss for the year.

#### vi) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

### 3.14 Interest in Joint Arrangements

As per Ind AS 111- Joint Arrangements, investment in joint arrangement is classified as either Joint Operation or Joint Venture. The classification depends on the contractual rights and obligations of each investor rather than legal structure of the Joint Arrangement.

#### In case of Joint Operation

The Company recognizes its direct right to assets, liabilities, revenue and expenses of Joint Operations and its share of any jointly held or incurred assets, liabilities, revenue and expenses. These have been incorporated in the financial statements under the appropriate headings.

#### In case of Joint Ventures

The Company recognizes its interest in a joint venture in accordance with Paragraph 10 of Ind AS 27 i.e. at cost less impairment. Where the Company does not have a joint control of a joint arrangement, the Company recognizes its interest in a joint venture in accordance with Ind AS 109 unless the Company has significant influence over the Joint Venture, in which case the Company applies Paragraph 10 of Ind AS 27.

### 3.15 Income Taxes

Income tax expense represents the sum of the tax currently payable and deferred tax. Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized 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.

#### Current tax:

Current tax is determined on taxable profits for the year chargeable to tax in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 including other applicable tax laws that have been enacted or substantively enacted.

Minimum alternate tax ("MAT") credit entitlement is recognized as an asset only when and to the extent there is convincing evidence that normal income tax will be paid during the specified period. In the year in which MAT credit becomes eligible to be recognized as an asset, the said asset is created by way of a credit to the statement of profit and loss and shown as MAT credit entitlement. This is reviewed at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent it is not reasonably certain that normal income tax will be paid during the specified period.

#### Deferred tax:

Deferred tax is recognized 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 generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized 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 recognized 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.

Deferred tax asset is recognized for the carryforward of unused tax losses and unused tax credits to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period 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.

## Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)

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

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

### 3.16 Employee Benefits

#### Defined contribution plan

Payments to defined contribution plans i.e., Company's contribution to provident fund and employee state insurance are determined under the relevant statute and charged to the Statement of Profit and Loss in the period of incurrence when the services are rendered by the employees.

#### Defined benefit plan

For defined benefit plans i.e. Company's liability towards gratuity (funded), other retirement/ terminations benefit and compensated absences, 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 period.

Defined benefit costs are comprised of service cost (including current service cost, past service cost, as well as gains and losses on settlements), net interest expense or income and re-measurement. The Company presents the first two components of defined benefit costs in Profit or Loss for the year in the line item 'Employee benefits expense'.

Re-measurement of net defined benefit liability/ asset pertaining to gratuity comprise of actuarial gains/ losses (i.e. changes in the present value resulting from experience adjustments and effects of changes in actuarial assumptions) and is reflected immediately in the balance sheet with a charge or credit recognized in other comprehensive income in the period in which they occur. Re-measurement recognized in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss.

#### Short-term and other long-term employee benefits:

A liability is recognized for benefits accruing to employees in respect of salaries, wages, performance incentives, medical benefits and other short-term benefits in the period the related service is rendered, at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognized 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.

### 3.17 Operating Leases

#### Company is lessee

Assets acquired on leases where a significant portion of risk and rewards of ownership are retained by the lessor are classified as operating leases. Lease rental are charged to statement of profit and loss on straight-line basis except where scheduled increase in rent compensate the lessor for expected inflationary costs.

#### Company is lessor

Assets leased out under operating leases are continued to be shown under the respective class of assets. Rental income is recognized on a straight-line basis over the term of the relevant lease.

### 3.18 Cash and Cash Equivalents

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

### 3.19 Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity share holders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

### 3.20 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to chief operating decision maker.

### 3.21 Provisions, contingent liabilities and contingent assets

Provisions are recognized only when there is a present obligation, as a result of past events, and when a reliable estimate of the amount of obligation can be made at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. Provisions are discounted to their present values, where the time value of money is material.

Contingent liability is disclosed for:

- Possible obligations which will be confirmed only by future events not wholly within the control of the Company or
- Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are neither recognized nor disclosed. However, when realization of income is virtually certain, related asset is recognized.

### 3.22 Borrowing Costs

Borrowing costs net of any investment income from the temporary investment of related borrowings, that are attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of cost of such asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. All other borrowing costs are recognized in profit or loss in the period in which they are incurred.

## Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)

### 3.23 Non-current assets held for sale

Non-current assets and disposal groups are classified as held for sale if their carrying amount is intended to be recovered principally through a sale (rather than through continuing use) when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sale of such asset (or disposal group) and the sale is highly probable and is expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets and disposal groups classified as held for sale are measured at lower of their carrying amount and fair value less costs to sell.

### 3.24 Exceptional items

An item of income or expense which by its size, type or incidence requires disclosure in order to improve an understanding of the performance of the company is treated as an exceptional item and the same is disclosed in the notes to accounts.

### 3.25 Prior Period Adjustments

Errors of material amount relating to prior period(s) are disclosed by a note with nature of prior period errors, amount of correction of each such prior period presented retrospectively, to the extent practicable along with change in basic and diluted earnings per share. However, where retrospective restatement is not practicable for a particular period then the circumstances that lead to the existence of that condition and the description of how and from where the error is corrected are disclosed in Notes on Accounts.

## 4. Property Plant and Equipment

(₹ in Lakhs)

Particulars	Gross Amount as at April 1, 2018	Additions	Disposal /adjustments	Gross Amount as at March 31, 2019	Accumulated depreciation as at April 1, 2018	Additions	Disposal /adjustments	Accumulated depreciation as at March 31, 2019	Carrying Value as at March 31, 2019
Freehold Land	20,577.85	-	-	20,577.85	-	-	-	-	20,577.85
Buildings (Free Hold)	3,781.58	-	-	3,781.58	935.82	138.36	-	1,074.18	2,707.40
Plant & Machinery	13,857.22	21.35	-	13,878.57	11,028.57	477.91	-	11,506.48	2,372.09
Office Equipments	879.71	4.06	-	883.77	849.31	4.58	-	853.89	29.88
Furniture & Fixtures	265.03	-	-	265.03	241.49	6.12	-	247.61	17.42
Vehicles	42.93	-	-	42.93	40.93	-	-	40.93	2.00
<b>Total - FY 2018-19</b>	<b>39,404.32</b>	<b>25.41</b>	<b>-</b>	<b>39,429.73</b>	<b>13,096.12</b>	<b>626.97</b>	<b>-</b>	<b>13,723.09</b>	<b>25,706.64</b>

Particulars	Gross Amount as at April 1, 2017	Additions	Disposal /adjustments	Gross Amount as at March 31, 2018	Accumulated depreciation as at April 1, 2017	Additions	Disposal /adjustments	Accumulated depreciation as at March 31, 2018	Carrying Value as at March 31, 2018
Freehold Land	20,577.85	-	-	20,577.85	-	-	-	-	20,577.85
Buildings (Free Hold)	3,781.58	-	-	3,781.58	790.39	145.44	-	935.82	2,845.76
Plant & Machinery	13,857.22	-	-	13,857.22	10,444.99	583.58	-	11,028.57	2,828.65
Office Equipments	875.18	4.53	-	879.71	842.25	7.06	-	849.31	30.40
Furniture & Fixtures	265.03	-	-	265.03	232.08	9.41	-	241.49	23.54
Vehicles	43.38	-	(0.45)	42.93	41.34	-	(0.41)	40.93	2.00
<b>Total - FY 2017-18</b>	<b>39,400.24</b>	<b>4.53</b>	<b>(0.45)</b>	<b>39,404.32</b>	<b>12,351.05</b>	<b>745.49</b>	<b>(0.41)</b>	<b>13,096.12</b>	<b>26,308.20</b>

## 5. Capital Work in Progress

(₹ in Lakhs)

Particulars	Balance as at April 1, 2018	Additions during the year	Capitalized during the year	Balance as at Mar 31, 2019
Buildings	2,258.12	-	-	2,258.12
<b>Total - FY 2018 19</b>	<b>2,258.12</b>	<b>-</b>	<b>-</b>	<b>2,258.12</b>

Particulars	Balance as at April 1, 2017	Additions during the year	Capitalized during the year	Balance as at Mar 31, 2018
Buildings	2,258.12	-	-	2,258.12
<b>Total - FY 2017 18</b>	<b>2,258.12</b>	<b>-</b>	<b>-</b>	<b>2,258.12</b>

**Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)**

**6. Investment Property**

(₹ in Lakhs)

Particulars	Gross carrying value as at April 1, 2018	Additions/ (Adjustments)	Gross carrying value as at Mar 31, 2019	Accumulated depreciation as at April 1, 2018	Additions/ (Adjustments)	Accumulated depreciation as at Mar 31, 2019	Carrying Value as at Mar 31, 2019
Buildings (Free Hold)	82.45	-	82.45	8.66	3.98	12.64	69.81
<b>Total - FY 2018 19</b>	<b>82.45</b>	<b>-</b>	<b>82.45</b>	<b>8.66</b>	<b>3.98</b>	<b>12.64</b>	<b>69.81</b>

Particulars	Gross carrying value as at April 1, 2017	Additions/ (Adjustments)	Gross carrying value as at Mar 31, 2018	Accumulated depreciation as at April 1, 2017	Additions/ (Adjustments)	Accumulated depreciation as at Mar 31, 2018	Carrying Value as at Mar 31, 2018
Buildings (Free Hold)	82.45	-	82.45	4.45	4.21	8.66	73.79
<b>Total - FY 2017 18</b>	<b>82.45</b>	<b>-</b>	<b>82.45</b>	<b>4.45</b>	<b>4.21</b>	<b>8.66</b>	<b>73.79</b>

**6.1. Disclosure pursuant to Ind AS 40 "Investment Property"**

(₹ in Lakhs)

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Rental Income from Investment Property</b>	4.00	3.51
Direct operating expenses (including repairs and maintenance) generating rental income	-	0.34
Profit arising from investment properties before depreciation and indirect expenses	4.00	3.17
Less:- Depreciation & Indirect expenses	3.98	4.21
<b>Profit / (Loss) arising from investment properties</b>	<b>0.02</b>	<b>(1.04)</b>

The Fair Value of the properties as on 31-03-2019 is ₹ 119.05 Lakhs (PY: ₹ 112.20 Lakhs). These valuations are based on valuations performed by an Independent Engineer and Approved Valuator. The fair valuation has been carried out by the management for all investment properties.

**7. Financial Assets : Investments**

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
<b>Non-Current</b>		
<b>Investments in equity instruments (Quoted, carried at fair value through other comprehensive income) :</b>		
3768 (P.Y. 384) Equity Shares of Infosys Limited, Rs.5/- per share fully paid up	5.72	4.35
<b>Investments in equity instruments of subsidiaries (Unquoted, carried at fair value through other comprehensive income)</b>		
6,778,450 (P.Y. 6,778,450) Equity Shares of Consolidated Interiors Limited - Rs.10 each fully paidup.	677.85	677.85
Less: Provision for diminution in the value of shares.	(677.85)	(677.85)
22,910,000 (P.Y. 22,910,000) Equity Shares of CCCL Infrastructure Ltd - Rs.10 each fully paidup	4,615.20	4,851.95
1,650,000 (P.Y. 1,650,000) Equity Shares of Noble Consolidated Glazings Ltd - Rs.10 each fully paid-up	165.00	165.00
Less: Provision for diminution in the value of shares.	(165.00)	(165.00)
50,000 (P.Y. 50,000) Equity Shares of CCCL Power Infrastructure Ltd - Rs.10 each fully paidup	5.00	5.00
Less: Provision for diminution in the value of shares.	(5.00)	(5.00)
4,500,000 (P.Y. 4,500,000) Equity Shares of Delhi South Extension Car Park Ltd - Rs.10 each fully paid-up	450.00	450.00
Less: Provision for diminution in the value of shares.	(450.00)	(450.00)
<b>Other Investments</b>		
Partnership Firms (Balances in Capital and Current Account)	14.00	51.75
Deemed Investments (Finance Guarantee Contracts)	98.27	98.27
<b>Less : Impairment</b>	<b>(98.27)</b>	<b>(98.27)</b>
<b>Sub Total</b>	<b>4,634.92</b>	<b>4,908.05</b>
(Less) Investments classified as 'Assets held for sale' (Refer sub-note 2)	(4,615.20)	-
<b>Total</b>	<b>19.72</b>	<b>4,908.05</b>

## Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)

### 7.1 Disclosure pursuant to Interests in Related Parties

Interest in Partnership Firms	As at 31st March 2019		As at 31st March 2018	
	Profit Sharing Ratio	Fixed Capital ₹ Lakhs	Profit Sharing Ratio	Fixed Capital ₹ Lakhs
<b>Partners in Yuga Builders</b>				
Consolidated Construction Consortium Limited	40%	5.00	40%	5.00
Yuga Homes Limited	60%	5.00	60%	5.00
Interests in Subsidiaries	% of ownership interest			
	As at 31st March 2019		As at 31st March 2018	
<b>Wholly Owned Subsidiaries</b>				
Consolidated Interiors Limited	100%	100%	100%	100%
Noble Consolidated Glazings Limited	100%	100%	100%	100%
CCCL Infrastructure Limited	100%	100%	100%	100%
CCCL Power Infrastructure Limited	100%	100%	100%	100%
Delhi South Extension Car Park Limited	100%	100%	100%	100%
<b>Step Down Subsidiary</b>				
CCCL Pearl City Food Port SEZ Limited (100% held by CCCL Infrastructure Limited)	100%	100%	100%	100%

### 7.2 Assets held for sale

₹ in Lakhs

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
2,29,10,000 (PY 2,29,10,000) Equity Shares of CCCL Infrastructure Ltd - Rs. 10 each fully paid-up	4,615.20	-
<b>Total</b>	<b>4,615.20</b>	<b>-</b>

Disclosure as required by Ind AS 105 "Non-current assets held for sale and discontinued operations"

Pursuant to the Master Restructuring Agreement entered on 9th May 2017 with the lenders of Consolidated Construction Consortium Limited, the Company has agreed to sell the identified non-core assets held by the subsidiaries of Company which includes the Property Plant and Equipments held by this Company and use the part of the proceeds to repay the amounts borrowed by the Company.

The Management intends to either dispose the identified non-core assets or to completely dilute the equity investments held in those subsidiaries. Consequently, an active program to locate the buyer and to complete the sale has already been initiated for selling the assets. Accordingly, the investments made in equity instruments of the subsidiary, CCCL Infrastructure Limited have been consequently classified and presented as assets held for sale as on 31 March 2019, in accordance with Ind AS 105.

As per the accounting policy adopted by the Company, the fair value change in the carrying amount of the equity instruments had been recognized in other comprehensive income for the year ended 31st March 2019. As the fair value of the asset is equal to the carrying value as on 31 March 2019, no further impairment loss has been recognized.

### 8. Financial Assets: Trade Receivables & Contract Assets

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
<b>Non – Current</b>		
<b>I) Trade Receivables – Unsecured</b>		
Receivables considered Good		
From completed projects		
- Under Arbitration (Assigned)	36,642.92	36,642.92
- Under Arbitration (Unassigned)	11,690.64	-
Receivables with significant increase in credit risk	11,237.59	9,348.09
<b>(Less) Allowance for expected credit loss</b>	<b>(9,897.80)</b>	<b>(9,333.57)</b>
	<b>49,673.35</b>	<b>36,657.44</b>
<b>II) Contract Assets – unsecured</b>		
Contract assets (including retention money) - considered Good	2,638.78	2,903.97
<b>(Less) Allowance for expected credit loss</b>	<b>(15.62)</b>	<b>(14.52)</b>
	<b>2,623.16</b>	<b>2,889.45</b>
<b>Total</b>	<b>52,296.51</b>	<b>39,546.89</b>

**Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)**

<b>Current</b>		
<b>I) Trade Receivables – Unsecured</b>		
<b>Receivables considered Good</b>		
- From completed projects	11,322.88	13,687.71
- From on-going projects	11,035.41	14,998.81
<b>(Less) Allowance for expected credit loss</b>	<b>(1,562.02)</b>	<b>(1,725.45)</b>
	<b>20,796.27</b>	<b>26,961.07</b>
<b>II) Contract Assets – unsecured</b>		
Contract assets - considered Good	5,598.42	15,138.51
<b>(Less) Allowance for expected credit loss</b>	<b>(27.99)</b>	<b>(75.69)</b>
	<b>5,570.43</b>	<b>15,062.82</b>
<b>Total</b>	<b>26,366.70</b>	<b>42,023.89</b>

- a. Trade receivables include ₹21,856.69 lakhs which is outstanding for more than one year. The company carries a provision of ₹11,189.51 lakhs against those long outstanding receivables. These receivables are periodically reviewed by the company and considering the commercial /contractual terms and on-going discussions with the clients, the management is confident of recovering the entire dues and that no further provision against these dues needs to be considered;
- b. Trade receivables include ₹48,333.56 Lakhs for which the Company has sought legal recourse and proceedings are pending in various legal forums which according to the Management will be awarded fully in Company's favor on the basis of the contractual tenability, progress of arbitration and legal advice.
- c. Contract assets include ₹4,297.90 Lakhs which represents claims made to client based on the on the terms and conditions implicit in the Construction Contracts in respect of closed/suspended/under construction projects. These claims are mainly in respect of cost over run arising due to suspension of work, client caused delays, changes in the scope of work, deviation in design and other factors for which company is at various stages of negotiation/ discussion with the clients. On the basis of the contractual tenability, progress of negotiations/discussions, the management considers these receivables are recoverable. The company carries a provision of ₹21.49 lakhs against these claims. The provisions made are periodically reviewed by the company and the management feels that no additional provision is warranted.

**9. Financial Assets: Loans and Advances**

(₹ in Lakhs)

<b>Particulars</b>	<b>As at Mar 31, 2019</b>	<b>As at Mar 31, 2018</b>
<b>Non – Current</b>		
<b>Unsecured, considered good</b>		
Loans and advances to wholly owned subsidiaries	1,370.77	1,393.44
<b>Unsecured, considered doubtful</b>		
Loans and advances to wholly owned subsidiaries	4,346.62	3,741.25
(Less) Provision for impairment	(4,346.62)	(3,741.25)
<b>Total</b>	<b>1,370.77</b>	<b>1,393.44</b>
<b>Current</b>		
<b>Considered good – Unsecured</b>		
Advances to Employees	1.89	4.63
<b>Total</b>	<b>1.89</b>	<b>4.63</b>

**10. Financial Assets: Other Assets**

(₹ in Lakhs)

<b>Particulars</b>	<b>As at Mar 31, 2019</b>	<b>As at Mar 31, 2018</b>
<b>Non - Current</b>		
Security deposit	251.79	509.03
<b>Total</b>	<b>251.79</b>	<b>509.03</b>
<b>Current</b>		
<b>Interest accrued on:</b>		
-Short Term Deposits	0.22	21.92
Security deposit	277.36	157.12
Other Advances	944.16	944.16
<b>Total</b>	<b>1,221.74</b>	<b>1,123.20</b>

**Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)**

**11. Other Assets**

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
<b>Non - Current</b>		
Prepayment	182.40	139.62
<b>Total</b>	<b>182.40</b>	<b>139.62</b>
<b>Current</b>		
Advance to Contractor	1,202.71	2,669.16
Prepaid Expenses	-	4.03
Duties and Taxes Receivable	2,268.20	2,237.67
Other Advances	18.96	22.57
Prepayment	532.29	473.65
<b>Total</b>	<b>4,022.16</b>	<b>5,407.08</b>

**12. Non-Current Tax Assets**

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
Direct tax Receivables (net)	7,929.12	6,962.90
<b>Total</b>	<b>7,929.12</b>	<b>6,962.90</b>

**13. Inventories**

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
Stores and spare parts	9,501.70	10,394.94
Construction Materials	3,166.83	3,679.15
<b>Total</b>	<b>12,668.53</b>	<b>14,074.09</b>

**14. Cash and Cash Equivalents**

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
Cash on hand	8.26	6.80
Balances with Banks	497.23	865.33
<b>Total</b>	<b>505.49</b>	<b>872.13</b>

**15. Other Bank Balances**

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
Other balances with banks (Amount held as margin money or security against the borrowings, guarantees, other commitments)	336.30	1,811.75
<b>Total</b>	<b>336.30</b>	<b>1,811.75</b>

**16. Equity Share Capital**

**16.1 Details of Authorised, Issued, Subscribed and paid up capital**

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
<b>Authorized</b>		
Equity shares of Rs. 2/- each 58,50,00,000 Equity Shares (FY18- 58,50,00,000 Equity Shares)	11,700.00	11,700.00
<b>Issued, subscribed and fully paid</b>		
Equity shares of Rs. 2/- each 339,85,11,188 Equity Shares (FY18- 39,85,11,188 Equity Shares)	7,970.22	7,970.22
<b>Total</b>	<b>7,970.22</b>	<b>7,970.22</b>

## Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)

### 16.2 Reconciliation of number of shares outstanding and the amount of share capital

Particulars	As at 31st March 2019		As at 31st March 2018	
	No of Shares	in ₹ Lakhs	No of Shares	in ₹ Lakhs
At the beginning of the year	39,85,11,188	7,970.22	39,85,11,188	7,970.22
Issued during the year	-	-	-	-
Outstanding as at the end of the year	39,85,11,188	7,970.22	39,85,11,188	7,970.22

### 16.3 Details of shareholder holding more than 5% shares

Particulars	As at 31st March 2019		As at 31st March 2018	
	No of Shares	% of Holding	No of Shares	% of Holding
State Bank of India	11,69,49,462	29.35	11,76,19,292	29.51
Bank of Baroda	5,45,39,765	13.69	5,45,39,765	13.69
ICICI Bank Limited	4,22,80,045	10.61	4,42,01,346	11.09
RSarabeswar	2,62,97,347	6.60	2,62,97,347	6.60
SSivaramakrishnan	2,08,16,129	5.22	2,08,16,129	5.22

### 16.4 Terms/Rights attached to equity shares

The company has only one class of equity shares having a par value of Rs.2 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

During the year, the Board has not recommended any dividend (PY ` Nil)

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders

## 17. Other Equity

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
Securities Premium	29,595.02	29,595.02
General Reserve	9,792.69	9,792.69
Retained Earnings	(59,540.94)	(51,604.68)
<b>Total</b>	<b>(20,153.23)</b>	<b>(12,216.97)</b>

- **Securities Premium**

Securities Premium represents the difference between the face value of the equity shares and the consideration received in respect of shares issued. The issue expenses of securities which qualify as equity instruments are written off against securities premium.

- **General Reserve**

The Company created a General reserve in earlier years pursuant to the provisions of the Companies Act, 1956 where in certain percentage of profits was required to be transferred to General reserve before declaring dividends. As per Companies Act 2013, the requirements to transfer profits to General reserve is not mandatory. General reserve is a free reserve available to the Company.

- **Retained Earnings**

Retained earnings represent the amount of accumulated earnings of the company and adjustment arising on account of transition to Ind AS, net of taxes.

## 18. Borrowings

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
<b>Non- Current</b>		
<b>Secured</b>		
12.65% Non- Convertible Debentures	806.36	1,016.53
0.01% Optionally Convertible Debentures	32,764.57	30,332.76
Restructured Term Loan from Banks	9,551.24	11,674.26
<b>Unsecured</b>		
Unsecured Loan from Promoters	3,489.41	3,489.41
<b>Total</b>	<b>46,611.58</b>	<b>46,512.96</b>
<b>Current</b>		
<b>Secured</b>		
Working Capital Loan (Repayable on demand)	48,307.00	46,566.52
<b>Total</b>	<b>48,307.00</b>	<b>46,566.52</b>

**Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)**

**18.1 Facility Wise Dues Outstanding**

(₹ in Lakhs)

<b>Particulars</b>	<b>As at 31st March 2019</b>	<b>As at 31st March 2018</b>
<b>12.65% Non Convertible Debentures</b>		
Tata Capital Financial Services Limited	1,061.00	1,061.00
	<b>1,061.00</b>	<b>1,061.00</b>
<i>Current</i>	254.64	44.47
<i>Non Current</i>	806.36	1,016.53
<b>Total</b>	<b>1,061.00</b>	<b>1,061.00</b>
Effective Interest Rate (Interest Yield)	12.65%	12.65%
<b>0.01% Optionally Convertible Debentures</b>		
<b>From Banks and Financial Institutions</b>	46,039.57	43,660.41
	<b>46,039.57</b>	<b>43,660.41</b>
<i>Current</i>	13,275.00	13,327.65
<i>Non Current</i>	2,764.57	30,332.76
<b>Total</b>	<b>46,039.57</b>	<b>43,660.41</b>
Effective Interest Rate (Interest Yield)	8.00%	8.00%
<b>Restructured Term Loan from Banks/Financial institutions</b>		
<b>- Rupee Term Loans</b>		
State Bank of India	182.33	185.84
ICICI Bank Limited	145.25	143.94
<b>- Working Capital Term Loan</b>		
State Bank of India - WCTL I	649.36	661.65
State Bank of India - WCTL II	1,360.82	1,386.57
IDBI Bank Limited - WCTL I	87.63	85.67
IDBI Bank Limited - WCTL II	1,822.68	1,789.22
Bank of Baroda - WCTL I	181.92	202.77
Bank of Baroda - WCTL II	1,133.75	1,258.83
ICICI Bank Limited - WCTL I	1.61	13.29
ICICI Bank Limited - WCTL II	353.54	350.35
<b>- Funded Interest Term Loan</b>		
State Bank of India - FITL I	604.43	615.87
State Bank of India - FITL II	163.57	166.66
Bank of Baroda - FITL I	149.58	167.09
Bank of Baroda - FITL II	152.59	170.85
ICICI Bank Limited - FITL I	10.62	10.52
ICICI Bank Limited - FITL II	47.93	47.50
ICICI Bank Limited - FITL IV	20.95	20.95
IDBI Bank Limited - FITL I	72.05	70.73
IDBI Bank Limited - FITL II	248.28	243.72
Tata Capital Financial Services Limited	203.00	203.00
<b>- Corporate Loan</b>		
State Bank of India	333.12	339.43
<b>- Priority Loan</b>		
State Bank of India	2,122.78	2,164.14
IDBI Bank Limited	954.26	947.26
Bank of Baroda	1,168.02	1,354.98

Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)

(₹ in Lakhs)

Particulars	As at 31st March 2019	As at 31st March 2018
<b>- Construction Equipment Loan</b>		
ICICI Bank Limited	23.90	23.68
	<b>12,193.97</b>	<b>12,624.51</b>
Current	2,642.73	936.30
Interest accrued and Due	-	13.95
Non-Current	9,551.24	11,674.26
<b>Total</b>	<b>12,193.97</b>	<b>12,624.51</b>
Range of Effective Interest Rate (Interest Yield) (linked to SBI 1 Year MCLR)	11.00%-12.65%	11.00%-12.65%
<b>Loan from Promoters</b>	3,489.41	3,489.41
	<b>3,489.41</b>	<b>3,489.41</b>
<i>Non-Current</i>	3,489.41	3,489.41
<b>Total</b>	<b>3,489.41</b>	<b>3,489.41</b>
<b>Working Capital Loans</b>		
State Bank of India	29,411.49	27,419.37
Bank of Baroda	10,182.17	10,914.90
ICICI Bank Limited	1,180.50	1,076.30
IDBI Bank Limited	7,532.84	7,155.95
	<b>48,307.00</b>	<b>46,566.52</b>
<i>Current</i>	48,307.00	46,566.52
<b>Total</b>	<b>48,307.00</b>	<b>46,566.52</b>
<b>Effective Interest Rate (Interest Yield)</b>	<b>11.00%</b>	<b>11.00%</b>

**18.2 Terms of Repayment**

1. 12.65% Non-Convertible Debentures (Tata Capital Financial Services Limited)  
Repayable in structured quarterly installments commencing from 30th Dec 2016 up to 30th Sep 2023
2. 0.01% Optionally Convertible Debentures (State Bank of India, Bank of Baroda, ICICI Bank Limited, IDBI Bank Limited, Tata Capital Financial Services Limited)
  - a. Bullet repayment of Rs. 13,500 Lakhs at the end of FY18 and three annual equal installments of the remaining debt in FY22, FY23 and FY24.
  - b. Effective tenor of Debt - 7 Years
  - c. Below are the options available for the Prepayment/Repayment of the entire dues.
    - (i) Sale of non-core assets
    - (ii) Proceeds from claims under arbitration as set out in Annexure to MRA dt. 09-05-2017
    - (iii) Redemption through other sources
    - (iv) Claw back from cash flows (to the extent of 40% of EBITDA less tax after servicing working capital loans, restructured term loans, NCDs and Non-fundbased charges)
  - d. Convertibility:  
As per SEBI-ICDR guidelines, the conversion option is available only for 18 months whereas the tenure of the OCD is for 7 years, it was proposed that the following treatment would be given to OCDs after expiry of 18 months.
    - (i) The conversion option will be extended, if RBI and SEBI would allow special dispensation in this regard
    - (ii) The conversion option will be rolled-over after 18 months
    - (iii) The OCD will be converted into NCD with clauses, entitling lenders to convert defaulted amounts into equity
    - (iv) Conversion Price will be determined as per SEBI-ICDR regulations

## Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)

- (v) Right of First Refusal - Promoter to have a right of first refusal to buy OCDs/shares (including equity shares held currently and equity shares acquired pursuant to conversion of OCDs) in case the lenders decide to sell the OCDs/equity shares. The same shall be as per extent guidelines.
- (vi) The lenders have the right to convert OCDs into equity shares on event of default in payment of any dues payable to them (including Restructured Term Loans, NCDs, Working Capital Loans and OCDs)
- (vii) IDBI Trusteeship Services Limited have been appointed as Debenture Trustees in respect of OCDs vide Debenture Trust Deed executed on 28th July 2017.

### 3. Restructured Term Loan from Banks

Repayable in structured quarterly installments commencing from 30th Dec 2016 up to 30th Sep 2023.

### 4. Loan from Promoters

Repayable only after entire repayment of S4A loans and debentures

### 5. Working Capital Loans

Repayable on demand

### 18.3 Nature of Security

12.65% Non-Convertible Debentures, Restructured Term Loans, 0.01% Optionally Convertible Debentures, Working Capital Loans

- a. First pari passu charge on the entire fixed assets of the company (excluding the exclusive charges) and the additional collateral to be brought in by the Promoters.
- b. First pari passu on the fixed assets of the subsidiaries of CCCL viz. SEZ/Non-SEZ land
- c. First pari passu on the fixed assets of the Subsidiaries of CCCL viz. Solar Power Plant with other lenders of CCCL and with the lenders of CCCL Infrastructure Limited
- d. Second pari passu charge (hypothecation) over entire current assets including raw materials, work-in-progress and receivables (including deferred receivables), present and future, with Banks under consortium
- e. Pledge (pari passu with all lenders) on 4,71,13,476 equity shares of the Company held by the Promoters viz., Mr. R Sarabeswar and Mr. S Sivaramakrishnan (Face Value: Rs. 2/share)
- f. Lien of cash collateral of Rs. 1.43 Crores (pari passu with all lenders) in lieu of shortfall in the extent of collateral properties situated in Madurantakam and Tuticorin)
- g. Personal guarantee provided by the Promoters viz. Mr. R Sarabeswar and Mr. S Sivaramakrishnan

### 18.4 Restructuring of borrowings under Corporate Debt Restructuring Scheme (CDR Scheme) and Scheme for Sustainable Structuring of Stressed Assets (S4A Scheme):

The Company has entered into Master Restructuring Agreement on 29 March 2014 with the lenders approving the CDR Scheme with "Cut-off Date being 3 October 2013. The CDR related documents had been executed and creation of security was completed. During the current year, the Company has implemented the S4A Scheme. The Joint Lender's Forum (JLF) adopted the S4A Scheme with reference date as 11 November 2016. The S4A Scheme was duly approved by the Reserve Bank of India's mandated Overseeing Committee (OC) on 2 May 2017.

Under the S4A Scheme, the Company's total debts amounting to Rs.1,19,568 lakhs as at 11 November 2016 have been bifurcated into sustainable debt, to be serviced as per existing terms and conditions of those debts, and remainder debts (to the extent of 48.95% of the fund based exposure of the Company) have been converted into fully paid up equity shares by transfer of promoter shareholders in favor of the lenders by following principle of proportionate loss and balance in OCDs collectively in favor of the lenders.

Master Restructuring Agreement (MRA) as well as the provisions of the Master Circular on Corporate Debt Restructuring issued by the Reserve Bank of India, provides a right to the CDR lenders to get a recompense of their waiver and sacrifices made as part of the CDR proposal. The recompense payable by the Company depends on various factors including improved performance of the Company and other conditions. In view of subsequent implementation of S4A scheme, wherein total debts of the Company as of 11 November 2016 have been bifurcated into sustainable debt, to be serviced as per existing terms and conditions of those debts, and remainder converted into fully paid up equity shares and OCDs, the aggregate present value of the recompense amount payable to erstwhile CDR lenders as per the MRA is likely to undergo major changes and would be ascertained post completion of discussions with the Monitoring Institution.

### 18.5 Defaults in repayment of borrowings as on the Balance Sheet date

#### Principal & Interest Delay days: 0.01% Optionally Convertible Debentures

Particulars	Amount & Period of Default			
	Principal Amt Due (₹ in Lakhs)	Principal Delayed Days	Interest Amt Due (₹ in Lakhs)	Interest Delayed Days
State Bank of India	7,278.28	> 360	5.28	0-360
Bank of Baroda	3,106.01	> 360	0.27	0-360
IDBI Bank Limited	2,241.80	> 360	1.63	0-360
ICICI Bank Limited	373.11	> 360	2.25	0-360
TATA Capital Financial Services Limited	275.75	> 360	0.20	0-360

**Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)**

**Principal & Interest Delay days: 12.65% Non-Convertible Debentures**

Particulars	Amount & Period of Default			
	Principal Amt Due (₹ in Lakhs)	Principal Delayed Days	Interest Amt Due (₹ in Lakhs)	Interest Delayed Days
TATA Capital Financial Services Limited	84.88	> 360	26.85	> 360
TATA Capital Financial Services Limited	42.44	0-360	125.65	0-360

**Principal & Interest Delay days : Working Capital Term Loan - I (WCTL-I)**

Particulars	Amount & Period of Default			
	Principal Amt Due (₹ in Lakhs)	Principal Delayed Days	Interest Amt Due (₹ in Lakhs)	Interest Delayed Days
State Bank of India	28.80	0-360	65.88	0-360
IDBI Bank Limited	3.60	0-360	9.59	0-360

**Principal & Interest Delay days : Working Capital Term Loan II (WCTL-II)**

Particulars	Amount & Period of Default			
	Principal Amt Due (₹ in Lakhs)	Principal Delayed Days	Interest Amt Due (₹ in Lakhs)	Interest Delayed Days
State Bank of India	60.40	0-360	138.07	0-360
IDBI Bank Limited	74.88	0-360	201.47	0-360
ICICI Bank Limited	15.24	0-360	32.29	0-360

**Principal & Interest Delay days : Funded Interest Term Loan I (FITL-I)**

Particulars	Amount & Period of Default			
	Principal Amt Due (₹ in Lakhs)	Principal Delayed Days	Interest Amt Due (₹ in Lakhs)	Interest Delayed Days
State Bank of India	26.84	0-360	61.33	0-360
IDBI Bank Limited	2.96	0-360	7.88	0-360
ICICI Bank Limited	1.48	0-360	0.97	0-360
TATA Capital Financial Services Limited	8.92	> 360	-	-
Services Limited	8.12	0-360	24.04	0-360

**Principal & Interest Delay days : Funded Interest Term Loan II (FITL-II)**

Particulars	Amount & Period of Default			
	Principal Amt Due (₹ in Lakhs)	Principal Delayed Days	Interest Amt Due (₹ in Lakhs)	Interest Delayed Days
IDBI Bank Limited	10.20	0-360	27.15	0-360
ICICI Bank Limited	2.08	0-360	4.39	0-360
State Bank of India	7.28	0-360	16.60	0-360

**Principal & Interest Delay days : Corporate Term Loans**

Particulars	Amount & Period of Default			
	Principal Amt Due (₹ in Lakhs)	Principal Delayed Days	Interest Amt Due (₹ in Lakhs)	Interest Delayed Days
State Bank of India - Corporate Loan I	8.08	0-360	18.44	0-360
State Bank of India - Corporate Loan II	14.76	0-360	33.80	0-360

**Principal & Interest Delay days : Priority Corporate Loans**

Particulars	Amount & Period of Default			
	Principal Amt Due (₹ in Lakhs)	Principal Delayed Days	Interest Amt Due (₹ in Lakhs)	Interest Delayed Days
State Bank of India	309.60	0-360	219.19	0-360
Bank of Baroda	20.16	0-30	-	-
IDBI Bank Limited	128.52	0-360	107.33	0-360

**Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)**

**Principal & Interest Delay days : Funded Interest Term Loan IV (FITL-IV)**

Particulars	Amount & Period of Default			
	Principal Amt Due (₹ in Lakhs)	Principal Delayed Days	Interest Amt Due (₹ in Lakhs)	Interest Delayed Days
ICICI Bank Limited	2.47	0-720	-	-

**Principal & Interest Delay days: Equipment Loan**

Particulars	Amount & Period of Default			
	Principal Amt Due (₹ in Lakhs)	Principal Delayed Days	Interest Amt Due (₹ in Lakhs)	Interest Delayed Days
ICICI Bank Limited	-	-	2.18	0-360

In respect of **short-term borrowings (primarily working capital loans from Banks)**, as on the date of balance sheet, the Company has committed a default (including interest) to an extent of ₹ **3850.14 lakhs**

**Note:** The above information of default is disclosed only to the extent of information available with the Company.

**19. Financial Liabilities: Trade Payable**

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
<b>Non-Current</b>		
Total outstanding dues to micro, small and medium enterprises	-	-
Others	819.39	808.46
<b>Total</b>	<b>819.39</b>	<b>808.46</b>
<b>Current</b>		
Total outstanding dues to micro, small and medium enterprises	95.88	-
Others	17,552.45	18,791.69
<b>Total</b>	<b>17,548.33</b>	<b>18,791.69</b>

**19.1 Disclosure as required under Micro Small and Medium Enterprises Development Act, 2006**

On the basis of the information available with the Company, the overdues to Micro, Small and Medium Enterprises, as at March 31, 2019 was Rs. 67.55 lakhs and Rs. Nil as at March 31, 2018. The Company has not received any claim for interest from any supplier under the said act. In the view of the management, the impact of interest, if any, that may be payable with the provisions of the aforesaid Act is expected to be material.

**20. Financial Liabilities: Other Financial Liabilities**

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
<b>Non-Current</b>		
Dues to Subsidiary	213.53	214.06
Financial Guarantee Liability	20.00	35.66
<b>Total</b>	<b>233.53</b>	<b>249.72</b>
<b>Current</b>		
Security Deposits	2.76	2.41
Current maturities of long-term debt	2,897.37	980.77
Current Maturities of 0.01% Optionally Convertible Debentures	13,275.00	13,327.65
Interest accrued and due on borrowings	929.75	71.99
Unclaimed Dividend	-	0.50
Salary & Bonus due to Employees' (Refer Note 40 – Prior Period Adjustments)	831.99	704.03
Provision for expenses	138.24	200.38
Settlement due to Employees'	1,649.93	1,677.43
Financial Guarantee Liability	15.65	19.10
<b>Total</b>	<b>19,740.69</b>	<b>16,984.26</b>

**21. Provisions**

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
<b>Current</b>		
<b>For Employee benefits</b>		
Gratuity	245.02	37.08
<b>Total</b>	<b>245.02</b>	<b>37.08</b>

## Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)

### 22. Deferred Tax Assets/Liabilities

#### Recognized deferred tax assets and liabilities

Deferred tax assets and liabilities are attributable to the following:

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
<b>Deferred Tax Liability</b>		
Change in Fair Value of Equity Instruments#	-	4.39
Change in Fair Value of Property Plant and Equipment*	2,948.63	2,986.70
<b>Total</b>	<b>2,948.63</b>	<b>2,991.09</b>
<b>Deferred tax Assets</b>		
Depreciation on Investment Property*	2.75	1.81
Defined Benefit Obligations#	(0.48)	9.46
<b>Total</b>	<b>2.27</b>	<b>11.27</b>

\*-movement recognized in profit or loss

#-movement recognized in Other comprehensive income

### 22.1. Reconciliation of tax expense and the accounting loss multiplied by India's domestic tax rate:

(₹ in lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
<b>a. Income tax recognised in the Statement of Profit and Loss</b>		
<b>Current tax</b>		
In respect of the current year	Nil	Nil
<b>Deferred tax</b>		
In respect of the current year	(38.97)	(21.68)
<b>Total income tax recognised in Statement of Profit and Loss</b>	<b>(38.97)</b>	<b>(21.68)</b>
<b>b. Income tax recognized/(reversed) in Other Comprehensive Income</b>		
<b>Deferred tax</b>		
(i) Remeasurement of defined benefit obligation	9.93	38.73
(ii) Remeasurement of fair value of investments	(4.39)	(385.07)
<b>Total income tax recognised in Other Comprehensive Income</b>	<b>5.54</b>	<b>(346.34)</b>
<b>c. Reconciliation of tax expense and accounting profit</b>		
<b>Loss before tax</b>	(7,598.94)	(7,853.23)
Applicable tax rate	34.94%	34.61%
<b>Income tax expense calculated at applicable tax rate A</b>	<b>(2,655.07)</b>	<b>(2,718.00)</b>
Adjustment on account of:		
(i) Tax on non-deductible expense	262.98	391.07
(ii) Tax impact on exempt non-operating income	(8.61)	(7.89)
(iii) Non-recognition of tax impact on the carried forward losses	2,400.70	2,334.82
(iv) Others	(38.97)	(21.68)
<b>Total B</b>	<b>2,616.10</b>	<b>2,696.32</b>
<b>Total income tax recognised in Statement of Profit and Loss (A + B)</b>	<b>(38.97)</b>	<b>(21.68)</b>

**Note** - No tax credits are recognized on the carry forward losses and unabsorbed depreciation, in the absence of virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realized. In view of the above, the effect on account of change in tax rates may not have a significant impact on the Profit or Loss for the year.

### 23. Other Liabilities

(₹ in lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
<b>Non Current</b>		
Deferred Fair Valuation Gain	9,224.28	11,738.35
<b>Total</b>	<b>9,224.28</b>	<b>11,738.35</b>
<b>Current</b>		
Advance Received from Customers	2,896.53	4,174.87
Statutory Liabilities	758.35	267.31
Deferred Fair Valuation Gain	2,674.84	2,552.52
<b>Total</b>	<b>6,329.72</b>	<b>6,994.70</b>

**Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)**

**24. Revenue from Operations**

(₹ in lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
Revenue from construction activity	45,604.66	46,948.56
<b>Total</b>	<b>45,604.66</b>	<b>46,948.56</b>

**Disclosures pursuant to Ind AS 115 “Revenue from Contracts with Customers”**

**Disaggregate Revenue Information**

The table below presents disaggregated revenues from contracts with customers for the year ended March 31, 2019 by type of products and nature of customers:

(₹ in lakhs)

Types of Products	Nature of Customers		Total
	Government controlled entities	Others	
Commercial	2,323.97	17,183.37	19,507.34
Educational	-	14,733.54	14,733.54
Hospitals -	-	2,499.88	2,499.88
Infrastructure	3,041.23	-	3,041.23
Residential	2,366.31	2,786.92	5,153.23
Others	351.42	318.02	669.44
<b>Total</b>	<b>8,082.93</b>	<b>37,521.73</b>	<b>45,604.66</b>

**Reconciliation of contracted price with revenue**

(₹ in lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
Opening Contracted Price of orders as at April 1st 2018		2,60,794.07
Add:		
Fresh orders received	27,991.34	
Change in Contracted Price for existing orders	5,078.69	
Less:		
Orders completed during the year	(94,265.74)	(61,195.71)
Closing Contracted Price of orders as at March 31st 2019*		1,99,598.36
Total Revenue for the year 2018-19	45,604.66	
(Less) Revenue from orders completed during the year	4,074.42	
Revenue out of orders pending execution at the end of the year		41,530.24
Revenue recognized in the previous years (from orders pending execution at the end of the year)		97,802.64
Balance revenue to be recognized in future		60,265.48
Closing Contracted Price of orders as at March 31st 2019*		1,99,598.36

\* including full value of partially executed contracts

**Remaining performance obligations:** The aggregate amount of transaction price allocated to remaining performance obligations and expected conversion of the same into revenue is as follows:

(₹ in lakhs)

Particulars	Total	Expected Revenue		
		Next 12 months	1-2 years	Beyond 2 years
Transaction price allocated to the remaining performance obligation	60,265.48	42,185.84	18,079.65	

**Movement in Contract balances**

(₹ in lakhs)

Particulars	Contract Assets	Contract Liabilities
Opening balance as on 1st April 2018	18,042.48	4,174.87
Add: Unbilled revenue / Advances received	2,158.63	1,302.13
Less: Billed / Adjusted	(11,963.91)	(2,580.47)
<b>Closing balance as on 31st March 2019</b>	<b>8,237.20</b>	<b>2,896.53</b>

**Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)**

**25. Other Income**

(₹ in lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
<b>Interest on :</b>		
a) Bank deposits	90.13	138.94
b) Others - IT Refund / Client	70.87	807.77
Financial Guarantee Income	19.10	21.36
Unwinding of discount on Financial Liabilities	2,567.67	3,092.55
Re-measurement of Retention Monies Receivable	508.10	697.79
Share of Loss from Joint Ventures	(37.75)	(135.37)
Hire Charges – Machinery	223.70	156.15
Other Receipts	685.70	194.86
<b>Total</b>	<b>4,127.52</b>	<b>4,974.05</b>

**26. Cost of Material Consumed**

(₹ in lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
Inventory at the beginning of the year	3679.15	4,081.12
Add: Purchases	18,534.16	20,455.69
Less: inventory at the end of the year	(3,166.83)	(3,679.15)
<b>Total</b>	<b>19,046.48</b>	<b>20,857.66</b>

**27. Subcontracts and Special Agencies**

(₹ in lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
Labor and Subcontract Charges	15,894.69	15,836.29
<b>Total</b>	<b>15,894.69</b>	<b>15,836.29</b>

**28. Other operating expenses**

(₹ in lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
Consumables, Stores, Spares & Tools	1,627.55	2,860.41
Packing & Forwarding	625.28	525.64
Power and Fuel	992.80	708.67
Temporary Structures	0.54	1.30
Hire Charges	862.04	701.63
Repairs to Plant & Machinery	44.95	87.03
Testing Charges	31.40	38.26
<b>Total</b>	<b>4,184.56</b>	<b>4,922.94</b>

**29. Employee benefit expenses**

(₹ in lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
Salaries and Allowances	3,701.95	3,412.84
Contributions to Provident Fund	245.71	219.54
Defined Gratuity Benefit Cost	72.56	114.58
Welfare and Other Expenses	138.56	147.96
<b>Total</b>	<b>4,158.78</b>	<b>3,894.92</b>

**Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)**

**30. Finance Cost**

(₹ in lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
Interest on:		
a) Working Capital Loan	5,250.58	5,119.90
b) Restructured Working Capital Term Loan	1,541.70	961.59
Unwinding of discount on Retention Monies Receivable	508.10	697.79
Re-measurement of Financial Liabilities	2,572.12	3,097.73
Bank Charges	332.48	402.99
Other Interest	42.21	383.54
	<b>10,247.19</b>	<b>10,663.54</b>
(Add) Interest Reversal due to S4A - Refer Note 33	-	1,333.95
<b>Total</b>	<b>10,247.19</b>	<b>11,997.49</b>

**31. Depreciation and Amortization expenses**

(₹ in lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
Depreciation / Amortization for the year		
a) Property, Plant and Equipment	626.97	745.49
b) Investment Property	3.98	4.21
<b>Total</b>	<b>630.95</b>	<b>749.70</b>

**32. Other expenses**

(₹ in lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
Rent	246.62	249.01
Rates and Taxes	278.07	61.78
Travelling & Conveyance	363.41	326.38
Advertisement & Sales Promotion	46.87	33.43
Insurance	117.43	129.76
Communication Expenses	37.79	53.61
Printing & Stationery	57.68	54.20
Repairs – Others	74.10	75.17
Directors' Sitting Fees	4.80	4.40
Payment to Statutory Auditors		
- Audit Fee including limited review fees	28.40	28.40
- Other services	0.15	-
- Reimbursement of Expenses	0.62	3.90
Professional Fees	673.64	685.27
Books & Periodicals	0.17	0.24
Bad Debts written off	40.08	93.97
Allowance for Expected Credit Loss	354.20	-
Sundries / Miscellaneous Expenses		
- Computer Maintenance	4.96	5.23
- Staff Recruitment / Training / Safety Expenses	129.13	43.49
- Pooja Expenses	16.09	15.48
- Subscription to Clubs/ Trade Associations	0.17	0.22
- Donations	10.81	5.50
- Tender Document Cost	3.21	7.30
- Other Expenses	74.70	59.37
<b>Total</b>	<b>2,563.10</b>	<b>1,936.11</b>

**33. Exceptional items**

Exceptional item for the year ended March 31, 2019 represents the recognition of impairment loss to an extent of Rs. 605.37 lakhs on the loans and advances given to subsidiaries during the year ended March 31, 2019.

Exceptional item for the year ended March 31, 2018 represents the reversal of interest to an extent of Rs. 1,333.95 lakhs by the lenders during the quarter ended June 30, 2017 on the converted portion of debts into OCDs and shares transferred under S4A Scheme charged for the period between reference date and the previous year ended March 31, 2017 and recognition of impairment loss to an extent of Rs. 914.68 lakhs on the loans and advances given to subsidiaries during the quarter ended March 31, 2018 resulting net income of Rs. 419.27 Lakhs

## Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)

### 34. Earnings per share

Earnings per Share ('EPS') is determined based on the net profit attributable to the shareholders' of the Company. Basic earnings per share is computed using the weighted average number of shares outstanding during the year. Diluted earnings per share is computed using the weighted average number of common and dilutive common equivalent shares outstanding during the year, except where the result would be anti-dilutive.

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
Loss for the year attributable to owners of the company and used in calculation of EPS (₹ in lakhs)	(7,559.97)	(7,831.55)
<b>Weighted average number of equity shares</b>		
Basic (in Numbers)	39,85,11,188	39,85,11,188
Diluted (in Numbers)	39,85,11,188	39,85,11,188
Nominal value of shares (in Rupees)	2.00	2.00
<b>Earnings / (loss) per share (in Rupees)</b>		
Basic	(1.90)	(1.97)
Diluted	(1.90)	(1.97)

### 35. Disclosures pursuant to Ind AS 107 "Financial Instruments – Disclosures": Financial Instruments - Fair Values and Risk Management

#### a) Accounting Classification and Fair Values

The following table shows the financial assets and financial liabilities by category and Management considers that carrying amounts of financial assets and financial liabilities recognized in the financial statements at amortized cost represent the best estimate of fair value:

31-Mar-19	Carrying Amount in ₹ Lakhs			
	FVTPL	FVTOCI	Amortized Cost	Cost
<b>Financial Assets</b>				
<b>Non-Current</b>				
(i) Investments		5.72		14.00
(ii) Trade Receivables & Contract Assets			52,296.51	
(iii) Loans and Advances			1,370.77	
(iv) Other financial assets			251.79	
<b>Current</b>				
(i) Trade Receivables & Contract Assets			26,366.70	
(ii) Cash and cash equivalents			505.49	
(iii) Bank balance other than (ii) above			336.30	
(iv) Loans and advances			1.89	
(v) Other financial assets			1,221.74	
<b>Financial Liabilities</b>				
<b>Non-Current</b>				
(i) Borrowings			46,611.58	
(ii) Trade Payables			819.39	
(iii) Other Financial Liabilities			233.53	
<b>Current</b>				
(i) Borrowings			48,307.00	
(ii) Trade payables			17,548.33	
(iii) Other financial liabilities			19,740.69	

**Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)**

31-Mar-18	Carrying Amount in ₹ Lakhs			
	FVTPL	FVTOCI	Amortized Cost	Cost
<b>Financial Assets</b>				
<b>Non-Current</b>				
(i) Investments		4,856.30		51.75
(ii) Trade Receivables			39,546.89	
(iii) Loans and Advances			1,393.44	
(iv) Other financial assets			509.03	
<b>Current</b>				
(i) Trade receivables			42,023.89	
(ii) Cash and cash equivalents			872.13	
(iii) Bank balance other than (ii) above			1,811.75	
(iv) Loans and advances			4.63	
(v) Other financial assets			1,123.20	
<b>Financial Liabilities</b>				
<b>Non-Current</b>				
(i) Borrowings			46,512.96	
(ii) Trade Payables			808.46	
(iii) Other Financial Liabilities			249.72	
<b>Current</b>				
(i) Borrowings			46,566.52	
(ii) Trade payables			18,791.69	
(iii) Other financial liabilities			16,984.26	

**b) Fair value hierarchy**

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities

	As at March 31, 2019 Amount in ₹ Lakhs			
	Carrying Amount	Level 1	Level 2	Level 3
<b>Financial Assets</b>				
Investments carried at fair value through OCI	5.72	5.72	-	-

	As at March 31, 2018 Amount in ₹ Lakhs			
	Carrying Amount	Level 1	Level 2	Level 3
<b>Financial Assets</b>				
Investments carried at fair value through OCI	4,856.30	4.35		4,851.95

**Notes:**

**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.

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

There have been no transfers between the levels during the period.

Financial instruments carried at amortised cost such as trade receivables, loans and advances, other financial assets, borrowings, trade payables and other financial liabilities are considered to be same as their fair values, due to short term nature.

For financial assets & liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

**36. Disclosures pursuant to Ind AS 107 "Financial Instruments – Disclosures": Financial Risk Management Objectives and Policies**

The Company's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance and support Company's operations. The Company's principal financial assets include investments, inventory, trade and other receivables, cash and cash equivalents.

## Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The senior management ensures that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives, which are summarised below:

### A. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: interest rate risk and other price risk, such as equity price risk and commodity risk. The Company has no exposure to commodity prices as it does not deal in derivative instruments whose underlying is a commodity. Financial instruments affected by market risk include loans and borrowings.

#### a. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term and short-term debt obligations with floating interest rates. The Company has the policy of managing its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings. As all the borrowings from the banks and financial institutions were restructured (CDR scheme was implemented in FY 2015 and Scheme for sustainable structuring of stressed assets – S4A implemented in FY 2018), the interest rates were fixed for all kinds of borrowings and hence changes in market interest rates do not significantly affect the Statement of Profit and Loss for the years ended 31 March 2019 and 31 March 2018.

### B. Credit risk

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. It principally arises from the Company's Trade Receivables and WIP, Retention Receivables, Cash & Cash Equivalents, Advances made and Other Investments.

#### a. Trade Receivables and WIP:

- (i) Trade receivables are typically unsecured and are derived from revenue earned from customers. Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The company is not exposed to concentration of credit risk to any one single customer. Default on account of Trade Receivables happens when the counterparty fails to make contractual payment within the due date.
- (ii) WIP consist of Work done and Billed/ Certified (RA Bills), Work done unbilled and expected certification. Generally, recoveries towards RA Bills are received as per the terms. Further for amounts overdue are constantly monitored by the management and provision towards expected credit loss are made in the books.
- (iii) Trade receivables are impaired in the year when recoverability is considered doubtful based on the recovery analysis performed by the company for individual trade receivables or based on the interpreting on certain clauses in the Concession Agreement.
- (iv) Management estimates of expected credit loss for the Trade Receivables/ WIP are provided below:

Particulars	Overdue Period (in Days)			
	0-90	90-180	180-360	>360
Trade Receivables	1%	2%	18%	
Work-in-Progress (WIP)	1%	2%	4%	
Work Done Unbilled & Retention in WIP	0.5%			

#### b. Retention Receivables

Retention receivables refer money withheld by the customers as per the terms of the arrangement which is a common business practice in this industry. Company closely monitors the retentions due as per the terms of the arrangement and do not foresee any major risk with respect to its recovery. However, the management makes an assessment of recovery over the period and provide for the credit loss as stated under Trade receivable and WIP.

#### c. Cash and cash equivalents

The credit risk on cash and cash equivalents (excluding cash on hand) is limited because the counterparties are banks with good credit ratings.

#### d. Bank Balances other than Cash and cash equivalents

The credit risk on Bank Balances other than Cash and cash equivalents is limited because the counterparties are banks with good credit ratings.

#### e. Investments and Loan & advances

Investments and Loans are with group company in relation to the project execution hence the credit risk is very limited. Where Management estimates any major risk with respect to its recovery, financial loss on such loans provided are estimated and impaired.

### C. Liquidity Risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company also constantly monitors funding options available in the debt and capital markets with a view to maintain financial flexibility.

The table below summarizes the maturity profile remaining contractual maturity period at the balance sheet date for its financial liabilities based on the undiscounted cash flows.

**Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)**

Particulars	Less than 12 months	1 year - 5 years	More than 5 years	As on 31-03-2019
0.01% Optionally Convertible Debentures	13,279.45	44,468.34	-	57,747.79
12.65% Non-convertible debentures	254.64	806.36	-	1,061.00
Restructured Term Loan from Banks	3,572.48	9,551.24	-	13,123.72
Working Capital Loan	48,307.00	-	-	48,307.00
Loan from Promoters	-	-	3,489.41	3,489.41
Dues payable to Subsidiary	-	-	213.53	213.53
Trade Payables & Retention Payables	17,606.88	959.9	-	18,566.78
Financial Guarantee Liability	15.65	20	-	35.65
Settlement due to Employees & Salary & Bonus due to Employees	2,481.92	-	-	2,481.92
Other Financial Liabilities	141.00	-	-	141.00
<b>Total</b>	<b>85,659.02</b>	<b>55,805.84</b>	<b>3,702.94</b>	<b>1,45,167.80</b>

Particulars	Less than 12 months	1 year - 5 years	More than 5 years	As on 31-03-2018
0.01% Optionally Convertible Debentures	13,327.25	44,472.80	-	57,800.05
12.65% Non-convertible debentures	44.47	846.77	169.76	1,061.00
Restructured Term Loan from Banks	936.30	10,277.93	1,396.33	12,610.56
Working Capital Loan	46,566.52	-	-	46,566.52
Loan from Promoters	-	-	3,489.41	3,489.41
Dues payable to Subsidiary	-	-	214.06	214.06
Trade Payables & Retention Payables	18,829.38	939.42	-	19,768.80
Financial Guarantee Liability	19.10	35.66	-	54.76
Settlement due to Employees & Salary & Bonus due to Employees	2,381.47	-	-	2,381.47
Other Financial Liabilities	275.27	-	-	275.27
<b>Total</b>	<b>82,379.76</b>	<b>56,572.58</b>	<b>5,269.56</b>	<b>1,44,211.90</b>

**37. Disclosures pursuant to IndAS 107 "Financial Instruments – Disclosures" : Capital Management**

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders. The objective of the company's capital management is to safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits other stakeholders and maintain an optimal capital structure to reduce the cost of capital. The company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The company monitors capital structure using gearing ratio, which is net debt divided by total equity plus net debt. The company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents.

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings.

(in ₹Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
Debt	1,33,260.52	1,29,913.61
Less: Cash and Bank Balances	841.79	2,683.88
<b>Net Debt (A)</b>	<b>1,32,418.73</b>	<b>1,27,229.73</b>
Total Equity	(12,183.01)	(4,246.75)
<b>Total Equity + Net Debt- (B)</b>	<b>1,20,235.72</b>	<b>1,22,982.98</b>
<b>GGearing Ratio (A) / (B)</b>	<b>110%</b>	<b>103%</b>

## Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)

### 38. Disclosure pursuant to Ind AS 19 "Employee Benefits"

#### a) Defined Contribution plans:

Contribution to Defined contribution plans, recognized as expense for the year is as under

(in ₹Lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
Employers' Contribution to Employees Provident Fund	210.64	162.50
Employers' Contribution to Family Pension Fund	35.07	57.04
<b>Total</b>	<b>245.71</b>	<b>219.54</b>

#### b) Defined Benefit plans:

The Company has one Defined Benefit Plan – Gratuity (funded through Insurance Company)

The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement age.

#### Change in Projected benefit obligation

(in ₹Lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
<b>Present value of defined benefit obligation at the beginning of the year</b>	321.58	400.33
Interest cost	26.79	30.4
Current service cost	51.86	104.49
Past Service Cost	-	0.62
Benefits paid	(54.78)	(88.90)
Actuarial (gain)/loss on obligation (changes in the present value resulting from experience adjustments and effects of changes in actuarial assumptions)	135.38	(125.36)
<b>Present value of defined benefit obligation at the end of the year</b>	<b>480.83</b>	<b>321.58</b>

#### Amount recognized in the Balance Sheet

(in ₹Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
Present value of defined benefit obligation at the end of the year	480.83	321.58
Fair Value of plan assets as at the end of the year	(235.81)	(284.50)
<b>Net obligation as at the end of the year</b>	<b>245.02</b>	<b>37.08</b>

#### Net Gratuity cost for the year ended

(in ₹Lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
<b>Recognized in Statement of Profit and Loss</b>		
Services Cost (including Past Service Cost)	51.86	105.11
Interest Cost (Net of Interest Income)	20.70	9.47
<b>Total</b>	<b>72.56</b>	<b>114.58</b>
<b>Recognized in Other Comprehensive Income (OCI)</b>		
Re-measurement due to changes in the present value resulting from experience adjustments	135.38	(125.36)
<b>Gratuity Cost in Total Comprehensive Income</b>	<b>135.38</b>	<b>(125.36)</b>

For determination of the liability of the Company, the following actuarial assumptions were used:

(in ₹Lakhs)

Particulars	Gratuity	
	As at Mar 31, 2019	As at Mar 31, 2018
Discount rate	7.61%	7.73%
Expected Rate of return	7.61%	7.73%
Salary escalation rate	5.00%	5.00%
Attrition rate	10.00%	10.00%
Retirement age	58 Years	58 Years
Withdrawal rate	10.00%	10.00%
Mortality table	Indian Assured Lives Mortality (2006-08) Ultimate	
Disability rate	5% of Mortality Rate Rates	

## Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)

These assumptions were developed by management with the assistance of independent actuarial appraisers. Discount factors are determined close to each year-end by reference to government bonds of relevant economic markets and that have terms to maturity approximating to the terms of the related obligation. Other assumptions are based on management's historical experience.

### Sensitivity Analysis

The sensitivity analysis given below have been determined based on a method that extrapolates the impact on projected benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

Assumption	31-Mar-19		31-Mar-18	
	Change in Assumption	Impact (₹) lakhs	Change in Assumption	Impact (₹) lakhs
Discount Rate	1.00%	(27.61)	1.00%	(17.81)
	-1.00%	31.17	-1.00%	19.87
Salary growth Rate	1.00%	28.40	1.00%	18.51
	-1.00%	(26.32)	-1.00%	(16.93)
Attrition Rate	1.00%	3.94	1.00%	2.49
	-1.00%	(4.32)	-1.00%	(2.74)
Mortality Rate	10% Up	0.18	10% Up	0.16

The following payments are expected contributions to the projected benefit plan in future years:

₹ in lakhs

Particulars	As at 31-Mar-19	As at 31-Mar-18
Within the next 12 months	52.20	46.72
Between 2 and 5 years	153.41	146.03
More than 5 Years	664.02	370.87

c) These plans typically expose the Company to actuarial risks such as: investment 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 the market yields on government bonds denominated in Indian Rupees. If the actual return on plan asset is below this rate, it will create a plan deficit.

#### 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.

#### Regulatory Risk

Legislative risk is the risk of increase in the plan liabilities or reduction in the plan assets due to change in the legislation / regulation. The government may amend the Payment of Gratuity Act thus requiring the companies to pay higher benefits to the employees. This will directly affect the present value of the Defined Benefit Obligation.

### 39. Un-hedged Foreign Currency Exposures

There are no foreign currency exposures as at March 31, 2019 (March 31, 2018 - Nil) that have not been hedged by a derivative instrument or otherwise.

### 40. Prior Period Adjustment

Restatement of opening balance of Other Equity and the corresponding liability on account of prior period errors pertaining to Fiscal 2017

Particulars	Retained Earnings ₹ in lakhs
Balance as at April 1, 2017 (as previously reported)	(42,243.33)
Prior period adjustment - Recognition of liabilities reversed in excess towards employee benefits	(198.59)
Restated balance as at April 1, 2017	(42,441.92)

### 41. Segment Information

The Chief Operating Decision Maker reviews the operations of the Company as a provider of construction and infrastructural service, which is considered to be the only reportable segment by the Management. Further, the Company's operations are in India only.

**Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)**

**42. Additional information pursuant to Schedule III of the Companies Act, 2013**

S.No	Particulars	For the year ended 31st March 2019	For the year ended 31st March 2018
<b>A</b>	<b>Expenditure in Foreign currency on:</b>		
	Import of Materials/ Equipment (CIF Value)	-	-
<b>B</b>	<b>Earnings in Foreign Exchange</b>	-	-

**43. Related Parties**

Relationship	Name of the related parties	
Wholly Owned Subsidiaries (WOS)	Consolidated Interiors Limited Noble Consolidated Glazings Limited CCCL Infrastructure Limited CCCL Power Infrastructure Limited Delhi South Extension Car Park Limited	
Step-Down Subsidiary	CCCL Pearl City Food Port SEZ Limited (100% WOS of CCCL Infrastructure Limited)	
Enterprises owned or significantly influenced by Key Management Personnel or their relatives	Samruddhi Holdings (Partnership Firm)	
Joint Ventures	Yuga Builders (Partnership Firm)	
Key Managerial Personnel	<b>Name</b>	<b>Designation</b>
	R Sarabeswar	Whole-time Director
	S Sivaramakrishnan	Managing Director
	V G Janarthanam	Director (Operations)
	R Siddharth	Chief Financial Officer and Company Secretary
Relative of Key Managerial Personnel	Kaushik Ram S	

**43.1. Balances Outstanding**

(₹ in lakhs)

Particulars	As at 31st March 2019	As at 31st March 2018
<b>Loans to WOS</b>		
Consolidated Interiors Limited	961.71	758.26
Noble Consolidated Glazings Limited	2,784.20	2,386.82
CCCL Infrastructure Limited	1,189.46	1,259.29
CCCL Power Infrastructure Limited	600.71	600.12
<b>Loans to SDS</b>		
CCCL Pearl City Food Port SEZ Limited	181.31	130.20
<b>Loan from WOS</b>		
Delhi South Extension Car Park Limited	213.53	214.07
<b>Advance from Customers</b>		
Yuga Builders	207.20	207.20
<b>Trade Receivables</b>		
CCCL Infrastructure Limited	1,752.71	1,752.71
Yuga Builders	154.13	169.04
<b>Trade Payables</b>		
Samruddhi Holdings	341.32	341.32
Consolidated Interiors Limited	160.87	162.70
Noble Consolidated Glazings Limited	369.60	452.87

**Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)**

**43.2. Transactions during the year**

Particulars	For the year ended 31st March 2019	For the year ended 31st March 2018
<b>Share of Profit/(Loss) from JV</b>		
Yuga Builders	(37.75)	(135.37)
<b>Labor and Subcontract Charges</b>		
Noble Consolidated Glazings Limited	59.83	-
<b>Remuneration paid to KMP*</b>		
R Siddharth	13.48	12.48
<b>Remuneration paid to relative of KMP*</b>		
Kaushik Ram S	60.00	60.00
<b>Income from Construction Activities</b>		
Yuga Builders	12.41	700.21
<b>Net Movement in Loans to WOS</b>		
Consolidated Interiors Limited	203.45	(86.73)
Noble Consolidated Glazings Limited	397.37	645.45
CCCL Infrastructure Limited	(69.83)	79.84
CCCL Power Infrastructure Limited	0.59	0.56
<b>Net Movement in Loans to SDS</b>		
CCCL Pearl City Food Port SEZ Limited	51.11	1.17
<b>Movement in Loans from WOS</b>		
Delhi South Extension Car Park Limited	(0.54)	(1.31)

\*As the liability for gratuity is provided on actuarial basis for the Company as a whole, the amounts pertaining to the related parties are not included above.

**43.3 Particulars of Loans and Advances in the nature of loans as required by Clause 32 of the Listing Agreement** ₹in lakhs

Particulars	As at 31st March 2019		As at 31st March 2018	
	Balance Outstanding	Maximum Balance during the FY	Balance Outstanding	Maximum Balance during the FY
<b>Wholly Owned Subsidiaries</b>				
Consolidated Interiors Limited	961.71	961.71	758.26	1,114.12
Noble Consolidated Glazings Limited	2,784.20	2,789.65	2,386.82	2,744.37
CCCL Infrastructure Limited	1,189.46	1,294.97	1,259.29	1,259.29
CCCL Power Infrastructure Limited	600.71	600.71	600.12	600.12
Delhi South Extension Car Park Limited	(213.52)	(214.07)	(214.07)	(215.38)
Step Down Subsidiary				
CCCL Pearl City Food Port SEZ Limited	181.31	181.89	130.20	130.20

## Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)

### 44. Commitments and Contingent Liabilities

₹ in lakhs

S No	Particulars	As at March 31, 2019	As at March 31, 2018
1	Commitments		
	(a) Capital	Nil	Nil
	(b) Other	Nil	Nil
	(c) The Company enters into construction contracts with its vendors. The final amounts payable under such contracts will be based on actual measurements and negotiated rates, which are determinable as and when the work under the said contracts are completed.		
	(d) The Company has made commitment to subscribe to further capital in certain subsidiaries and joint ventures based on their operational requirements.		
2	Bank Guarantees	14,167.57	24,844.56
3	Claims against the Company not acknowledged as debts	1,853.00	1,895.05
4	Corporate Guarantees Provided on behalf of Subsidiaries		
	(a) Consolidated Interiors Limited	1,550.00	1,550.00
	(b) Noble Consolidated Glazings Limited	3,627.00	3,627.00
	<b>Sub-Total</b>	<b>5,177.00</b>	<b>5,177.00</b>
5	Demands raised on the Company by the respective authorities are as under		
	(a) Service Tax (Finance Act, 1994)	1,121.63	1,121.63
	(b) Central Excise Act, 1944	76.23	82.23
	(c) Various VAT Acts/Sales Tax Acts	1,395.84	1,395.84
	(d) Income Tax, 1961	5,535.89	9,377.28
	(e) Customs Act, 1962	2.93	2.93
	<b>Sub-Total</b>	<b>8,129.16</b>	<b>11,979.91</b>
	Based on the expert opinions obtained, the Company had been advised not making any provision in the Accounts. The above amounts do not include penalties, if any, that may be levied by the authorities when the disputes are settled.		
6	In the absence of profits during the year, the requirement of payment of Trade License Fee to the partnership firm, Samruddhi Holdings, owning the trade name/Logo (Triple C) will not arise for the year under reference.		
7	In the absence of any communication from the lenders and on the basis of an ongoing discussion with lenders, the Company has not provided for additional interest from S4A cut-off date till 31 March, 2019 which arises on account of differences between interest rate as approved under S4A package and interest rate approved as per the original sanction letter and penal interest on overdue amount of interest and instalment. The additional interest and penal interest if any could not be quantified as on date.		

### 45. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, has notified the following new amendments to Ind AS which the Company has not applied as they are effective from April 1, 2019:

#### Ind AS 116 – Leases

Ind AS 116 will replace the existing leases standard, Ind AS 17 Leases. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single, on-balance sheet lessee accounting model for lessees. A lessee recognizes right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. The standard also contains enhanced disclosure requirements for lessees. Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17. The Company will adopt Ind AS 116 effective annual reporting period beginning April 1, 2019. The Company will apply the standard to its leases, retrospectively, with the cumulative effect of initially applying the standard, recognized on the date of initial application (April 1, 2019). Accordingly, the Company will not restate comparative information, instead, the cumulative effect of initially applying this Standard will be recognized as an adjustment to the opening balance of retained earnings as on April 1, 2019. On that date, the Company will recognize a lease liability measured at the present value of the remaining lease payments. The right-of-use asset is recognized at the carrying amount, as if the Standard had been applied since the commencement date, but discounted using the lessee's incremental borrowing rate as at April 1, 2019. In accordance with the standard, the Company will elect not to apply the requirements of Ind AS 116 to short-term leases and leases for which the underlying asset is of low value. On transition, the Company will be using the practical expedient provided by the standard and therefore, will not reassess whether a contract, is or contains a lease, at the date of initial application. The Company is in the process of finalizing changes to systems and processes to meet the accounting and the reporting requirements of the standard in conjunction with review of lease agreements. The Company will recognize with effect from April 1, 2019 new assets and liabilities for its operating leases of premises and other assets. The nature of expenses related to those leases will change from lease rent in previous periods to (a) amortisation charge for the right-to-use asset, and (b) interest accrued on lease liability. Previously, the Company recognized operating lease expense on a straight-line basis over the term of the lease, and recognized assets and liabilities only to the extent that there was a timing difference between actual lease payments and the expense recognized. The Company is currently in the process of evaluating the effect of this amendment on its financial statements.

## Notes to standalone financial statements for the year ended 31st March 2019 (Contd.)

### Ind AS 12 – Income taxes (amendments relating to income tax consequences of dividend and uncertainty over income tax treatments)

The amendment relating to income tax consequences of dividend clarify that an entity shall recognize the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognized those past transactions or events. The Company does not expect any impact from this pronouncement. It is relevant to note that the amendment does not amend situations where the entity pays a tax on dividend which is effectively a portion of dividends paid to taxation authorities on behalf of shareholders. Such amount paid or payable to taxation authorities continues to be charged to equity as part of dividend, in accordance with Ind AS 12. The amendment to Appendix C of Ind AS 12 specifies that the amendment is to be applied to the determination of taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. It outlines the following:

- (1) the entity has to use judgement, to determine whether each tax treatment should be considered separately or whether some can be considered together. The decision should be based on the approach which provides better predictions of the resolution of the uncertainty.
- (2) the entity is to assume that the taxation authority will have full knowledge of all relevant information while examining any amount
- (3) entity has to consider the probability of the relevant taxation authority accepting the tax treatment and the determination of taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates would depend upon the probability.

The Company does not expect any significant impact of the amendment on its financial statements.

### 46. Going Concern Status

The Standalone financial statements for the year ended March 31, 2019 indicate that the Company has negative net worth as at 31.03.2019. Further, the Company has incurred net cash losses in the current financial year and in the immediately preceding financial year. These conditions may cast doubt about the Company ability to continue as a going concern. However, the Management is looking out for potential investors to raise cash either by selling non-core assets or otherwise to meet its various financial obligations and with approved S4A scheme in place, the Company expects improvement in the overall level of Operations and further the restructuring proposal is under active consideration by the lenders of the subsidiary companies and expects liquidity position to improve. In view thereof, and expecting favorable market conditions in future, the Standalone Financial Statements have been prepared on a "going concern basis" and no adjustment has been made to the carrying value of assets and liabilities.

### 47. Others

Balances of Debtors, Creditors, Advances, and Deposits etc are subject to confirmation and reconciliation if any.

### 48. Subsequent Events

There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date

### 49. Comparatives

Previous year figures have been re-grouped/ re-classified wherever necessary to conform to current year's presentation.

In terms of our report attached  
For **Sundar Sridhar & Sridhar**  
Chartered Accountants  
Firm Registration Number : 004201S

**S Sridhar**  
Partner  
Membership Number : 025504

Place : Chennai  
Date: May 29, 2019

For and on behalf of Board of Directors of  
**Consolidated Construction Consortium Limited**  
**L45201TN1997PLC038610**

**R.Sarabeswar**  
Whole-time Director  
DIN: 00435318

**S.Sivaramkrishnan**  
Managing Director  
DIN: 00431791

**R.Siddharth**  
Chief Financial Officer  
Company Secretary  
Membership No.A38070

## Independent Auditor's Report

To The Members of **Consolidated Construction Consortium Ltd.**

### Report on the Audit of the Consolidated Financial Statements

#### Qualified Opinion

We have audited the accompanying consolidated financial statements of Consolidated Construction Consortium Limited (hereinafter referred to as 'the Company'/'the Holding Company'), its subsidiaries & joint venture (the holding company, its subsidiaries and joint venture together referred to as "The Group"), which comprise the Consolidated Balance Sheet as at March 31, 2019, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated statement of changes in equity and the Consolidated Statement of Cash Flows for the year then ended on that date, and notes to the consolidated financial statements, including a summary of significant accounting policies (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, except for the effects of the matter described in the Basis for Qualified Opinion section of our report, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2019, the consolidated loss and consolidated total comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

#### Basis for Qualified Opinion

Trade receivables include a sum of ` 48,333.56 lakhs which are under arbitration, which according to the Management will be awarded fully in Company's favor on the basis of the contractual tenability, progress of arbitration and legal advice and hence no provision for impairment loss has been considered necessary by the management as disclosed in Note 8(b) to the consolidated financial statements. However, considering the significant time involved in the arbitration process and delays in the realization of amounts in the recent years for the claims awarded in favor of the Company we are unable to comment on the carrying value of the above referred claims and the shortfall, if any, on the amount that would be ultimately realized by the Company.

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated 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 qualified opinion on the consolidated financial statements.

#### Material Uncertainty Related to Going Concern

We draw your attention to Note 46 to the consolidated financial statements, which indicate that the Group has negative net worth as at March 31, 2019. Further, it has incurred net cash losses for the year then ended and in the immediately preceding financial year and the net working capital of the Group continues to be negative. Further, the Company and a few of its subsidiaries have continuously defaulted in repayment of borrowings including interest from Banks and financial

institutions. The Group has obligations pertaining to operations including unpaid creditors and statutory dues, these matters require the Group to generate additional cash flows to fund the operations as well as other statutory obligations. These indicate the existence of a material uncertainty that may cast significant doubt on the Group's ability to continue as a going concern. However, the Company is looking out for potential investors to raise cash by selling the non-core assets held by its subsidiaries or by issuing debt instruments and has proposed debt settlement plan with the bankers and further the Company expects improvement in the overall level of Operations. In view thereof and expecting favorable market conditions in future, the Consolidated Financial Statements have been prepared on a "going concern basis" and no adjustment has been made to the carrying value of assets and liabilities except for the adjustments made by the three subsidiaries as described in paragraph (a) under '*Emphasis of Matter*'.

Our Report is not modified in respect of this matter.

#### Emphasis of Matters

- a. We draw your attention to Note 46 (b) to the consolidated financial statements where the Board of Directors of the three subsidiaries namely CCCL Power Infrastructure Limited, Delhi South Extension Car Park Limited and Consolidated Interiors Limited have resolved that going concern assumption of the respective companies were vitiated and accordingly the assets and liabilities have been stated at realizable value.
- b. Note 18.4.1 of the consolidated financial statements regarding approval of restructuring package under "Scheme for Sustainable Structuring of Stressed Assets" (S4A) by the secured lenders. The Company has not been able to generate sufficient cash flows to service the loan repayments/interest payments which resulted into Company's borrowings from Secured lenders becoming "Non-Performing Assets" (NPAs). Such defaults entitle the lenders to revoke the S4A package. Upon exit, lenders are entitled to exercise rights and remedies available under the original loan agreements. In the absence of any communication from these lenders and on the basis of an ongoing discussion with lenders, the Company has not provided for additional interest from S4A cut-off date till 31 March, 2019 which arises on account of differences between interest rate as approved under S4A package and interest rate approved as per the original sanction letter and penal interest on overdue amount of interest and instalment. The additional interest and penal interest if any could not be quantified as on date.
- c. Note 18.5 of the consolidated financial statements regarding default committed by the Company in respect of repayment of Optionally Convertible Debentures and restructured term loans and working capital loans including interest as per the terms of approved S4A scheme.
- d. Note 49 of the consolidated financial statements regarding outstanding balances of Trade Receivables including retention, Trade Payables, Other Deposits, Advances and Other Current Assets/Liabilities which are subject to external confirmation and reconciliation, if any. However, in the opinion of the management, adjustment, if any, will not be material. In the opinion of the Board, the value on realization of Trade Receivables, Loans and Advances, and Other Current Assets, in the ordinary course of the business would not be less than the amount at which they are stated in the Consolidated Balance Sheet and the provision for all known and determined liabilities is adequate and not in excess of the amount reasonably required.

Our Report is not modified in respect of the above matters.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Except for the matter described in the 'Basis for Qualified (Adverse) Opinion' paragraph and 'Material Uncertainty Related to Going Concern' paragraph, we have determined the matters described below to be the key audit matters to be communicated in our report.

S No	Key Audit Matter	How our audit addressed the key audit matter
<p>1. <b>Revenue recognition using the percentage-of-completion method and Appropriateness of disclosures of revenue and other related balances in view of the Adoption of Ind AS 115</b></p> <p>During the year, the Group recognized revenue from its construction contracts ("construction projects") based on the percentage-of-completion ("POC") method amounting to ` 45,604.66 lakhs.</p> <p>The POC on construction projects was measured by reference to the surveys of work performed (output method)</p> <p>We focused on this area because of the significant management judgment required in:</p> <ul style="list-style-type: none"> <li>• the estimation of the physical proportion of the contract work completed for the contracts; and</li> <li>• the estimation of revenue for the work done on the contracts with customers that could arise from variations to original contract terms, and claims. Variable consideration is recognized when the recovery of such consideration is highly probable.</li> </ul> <p>Further, Ind AS 115 mandates robust disclosures to be made in the financial statements which involves collation of information in respect of disaggregation of revenue and periods over which the remaining performance obligations will be satisfied subsequent to the balance sheet date.</p>	<p>Our procedures included:</p> <ul style="list-style-type: none"> <li>• Testing of the design and implementation of controls involved for the determination of the estimates used as well as their operating effectiveness</li> <li>• Verification of Group's year-end internal construction progress reports to validate the percentage of construction work completed and compared with the latest certificates issued by the Project owners/project management consultants, as the case may be.</li> <li>• Testing a sample of contracts for appropriate identification of performance obligations</li> <li>• For the sample selected, reviewing for change orders and the management assessment on the estimation of the revenue arising from the variations to the original contract.</li> <li>• Evaluated the design of internal controls relating to collation of data required for making disclosures as per Ind AS 115</li> <li>• Evaluated the appropriateness of the disclosures provided under the new revenue standard and assessed the completeness and mathematical accuracy of the relevant disclosures.</li> </ul>	
<p>2. <b>Recoverability assessment of trade receivables and contract assets</b></p> <p>The Group has net trade receivables of `9,346.53 lakhs (excluding receivables under arbitration, after providing for expected credit loss of ` 11,854.37 lakhs) overdue for more than one year and contract assets in the nature of claims made to clients amounting to ` 4,276.41 lakhs (after providing for expected credit loss of ` 21.49 lakhs) as at March 31, 2019, as disclosed in Note 8(a) and 8(c) to the consolidated financial statements.</p> <p>Trade receivables of the Group comprise mainly receivables in relation to the construction contracts executed by the Group.</p> <p>The claims were based on the terms and conditions implicit in the construction contracts in respect of closed/suspended/under construction projects. These claims are mainly in respect of cost over run arising due to suspension of work, client caused delays, changes in the scope of work, deviation in design and other factors for which Group is at various stages of negotiation/discussion with the clients.</p> <p>The increasing challenges in the economy and operating environment in the real estate industry during the year have increased the risks of default on receivables from the Group's customers and hence the Group is exposed to potential risk of financial loss when the customers fail to meet their contractual obligations in accordance with the requirements of the agreements.</p> <p>The group recognizes impairment loss on trade receivables using expected credit loss (ECL) model, which involves use of a provision matrix constructed on the basis of historical credit loss experience as permitted under Ind AS 109. For the purpose of impairment assessment, significant judgments are made and estimates are used by the management to identify the rates to be adopted for each category of overdue amounts.</p>	<p>Our procedures included:</p> <ul style="list-style-type: none"> <li>• Evaluating the ageing report and breakdown of trade receivables and contract assets, reviewing their history of repayment and the managements' assessment on the financial capability of the debtors;</li> <li>• Assessed the recoverability of the unsettled receivables on a sample basis through our evaluation of management's assessment with reference to the historical payment pattern of customers, publicly available information and latest correspondence with customers and to consider if any additional provision should be made;</li> <li>• Evaluating the management assessment on the measurement of ECL (default rate) based on the historical provision rates which are then adjusted to reflect the relevant information about the current conditions and forecasts of future economic conditions.</li> </ul>	
<p>3. <b>Evaluation of uncertain tax positions</b></p> <p>The Group has material uncertain tax positions including matters under dispute (refer Note 44.4 (d) to the Consolidated Financial Statements) which involves significant judgment to determine the possible outcome of these disputes.</p>	<p>Our procedures include:</p> <ul style="list-style-type: none"> <li>• Obtained understanding of key uncertain tax positions; and</li> <li>• Reviewed the external legal opinions for key uncertain tax positions;</li> <li>• Discussed with appropriate senior management and evaluated management's underlying key assumptions in estimating the tax provisions; and</li> <li>• Assessed management's estimate of the possible outcome of the disputed cases</li> </ul>	

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

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's 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. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

#### Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated total comprehensive income 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, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the Group are responsible for 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 consolidated financial statement 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's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company and its subsidiary companies which are companies incorporated in India, has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group 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 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.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be

expected to outweigh the public interest benefits of such communication.

#### Other Matters

The consolidated financial statements also include the Group's share of Loss of ₹ 37.75 lakhs for the year ended March 31, 2019, in respect of one joint venture, whose financial statements have been audited by other auditor and whose report has been furnished 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 joint venture and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid joint venture, is based solely on the report of such other auditor.

Our Opinion is not modified in respect of this matter.

#### Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, we report that:
  - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
  - b) in our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books;
  - c) the Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated statement of changes in equity and the Consolidated Cash Flows Statements dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
  - d) in our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act;
  - e) on the basis of the written representations received from the directors of the Holding Company and its subsidiaries as on 31 March 2019 taken on record by the respective Board of Directors

and taking into account the opinion given by the legal advisors after considering the on-going discussions with the lenders for a compromise settlement, are of the opinion that there has been no default committed in spirit (in respect of redemption of debentures) by the Company and further no order has been received by the Company under Section 71(10) of the Companies Act, 2013, we report that none of the directors are disqualified as on 31 March 2019 from being appointed as a director in terms of Section 164 (2) of the Act;

- f) with respect to the adequacy and the operating effectiveness of the internal financial controls over financial reporting refer to our separate report in "Annexure A" to this report, which is based on the auditors' reports of the Holding Company and subsidiaries which are companies incorporated in India; Our report expresses a qualified opinion on the adequacy and operating effectiveness of the Holding Company's internal financial controls over financial reporting; and
- g) with respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
 

According to the information and explanations given to us and based on the examination of the records of the Company, no managerial remuneration is paid / provided by the Company.
- 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 Group has disclosed the impact of pending litigations on its financial position in its Ind AS financial statements – Refer note 44.4 to the consolidated financial statements.
  - ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
  - iii. There was no delay in transferring the amounts that were due to be transferred, to the Investor Education and Protection Fund by the Company during the year ended March 31, 2019.

For **Sundar Sridhar & Sridhar**  
Chartered Accountants  
Firm Registration Number : 004201S

**S Sridhar**  
Partner  
Membership Number : 025504

Place : Chennai  
Date: May 29, 2019

## Annexure - A to the Independent Auditor's Report

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

In conjunction with our audit of the consolidated financial statements of Consolidated Construction Consortium Limited as at and for the year ended March 31, 2019, we have audited the internal financial controls over financial reporting of Consolidated Construction Consortium Limited (hereinafter referred to as the "Holding Company") and its subsidiaries which are companies incorporated in India, as of that date.

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

The respective Board of Directors of the Holding Company and its subsidiaries 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 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 (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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.

#### Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company and its subsidiary companies, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with

ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion on the internal financial controls over financial reporting of the Holding Company and its subsidiary companies, which are companies incorporated in India.

#### Meaning of Internal Financial Controls over Financial Reporting

A Company's Internal Financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that

transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that

receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### Inherent Limitations of Internal Financial Controls over Financial Reporting

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

#### Basis for Qualified Opinion

In our opinion, according to the information and explanations given to us and based on our audit, the following material weaknesses have been identified as at March 31, 2019:

The Holding Company did not have appropriate internal financial controls over:

- Assessment of expected credit loss/loss allowance of trade receivables which are under arbitration;
- Controls over projects costs estimation and review of balance costs to complete in respect of work projects;
- Customer acceptance, credit evaluation and establishing customer credit limits for sales and customers in respect of variations in contract work which may probably result in the Company recognizing revenue without establishing reasonable certainty of ultimate collection, on criteria based on or 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.

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of the Group's annual or interim financial statements will not be prevented or detected on a timely basis.

#### Qualified opinion

In our opinion, except for the possible effects of material weaknesses described in "basis of qualified opinion" paragraph above, the Holding Company and its subsidiaries incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

We have considered the material weaknesses identified and reported above in determining the nature, timing and extent of audit tests applied in our audit of the consolidated financial statements of the Company for the year ended March 31, 2019 and for the material weakness identified in para (a) above, we have issued a modified opinion on the consolidated financial statements of the Company. However, the material weaknesses identified in para (b) and para (c) mentioned above have not affected our opinion on the consolidated financial statements of the Company.

For **Sundar Sridhar & Sridhar**  
Chartered Accountants  
Firm Registration Number : 004201S

**S Sridhar**  
Partner  
Membership Number : 025504

**Consolidated Balance Sheet as at**

(Rupees in Lakhs)

	Notes	March 31, 2019	March 31, 2018
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, Plant and Equipment	4	25,726.90	26,338.66
Capital work-in-progress	5	2,258.12	2,258.12
Investment Property	6	69.81	73.79
Financial Assets			
(i) Investments	7	19.72	56.10
(ii) Trade Receivables & Contract Assets	8	52,296.51	37,992.96
(iii) Others	10	251.79	509.26
Other non-current Assets	11	182.40	333.04
Non-Current Tax Assets	12	8,028.35	7,056.47
Deferred Tax Assets	22	2.27	11.26
		<b>88,835.87</b>	<b>74,629.66</b>
<b>Current Assets</b>			
Inventories	13	12,693.41	14,123.23
Financial Assets			
(i) Trade Receivables & Contract Assets	8	25,067.84	42,095.01
(ii) Cash & Cash Equivalents	14	508.64	890.64
(iii) Bank Balances other than (ii) above	15	337.31	1,816.58
(iv) Loans and advances	9	1.89	5.34
(v) Others	10	1,221.74	1,406.16
Other Current Assets	11	3,542.11	4,931.93
		<b>43,372.94</b>	<b>65,268.89</b>
<b>Assets held for sale</b>		<b>16,728.02</b>	<b>16,409.01</b>
<b>Total Assets</b>		<b>148,936.83</b>	<b>156,307.56</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity Share Capital	16	7,970.22	7,970.22
Other Equity	17	(21,353.63)	(13,986.59)
<b>Total Equity attributable to equity holders of the Company</b>		<b>(13,383.41)</b>	<b>(6,016.37)</b>
<b>Non-Controlling Interest</b>		-	-
<b>Total Equity</b>		<b>(13,383.41)</b>	<b>(6,016.37)</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Financial Liabilities			
(i) Borrowings	18	49,203.54	48,266.94
(ii) Trade Payables (Includes total dues of Micro and Small Enterprises ₹ Nil/- (March 31, 2018: ₹ Nil/-))	19	819.39	808.47
Deferred tax liabilities	22	2,957.90	3,007.21
Other non-current liabilities	23	9,224.28	11,738.35
		<b>62,205.11</b>	<b>63,820.97</b>
<b>Current liabilities</b>			
Financial Liabilities			
(i) Borrowings	18	48,307.00	46,766.52
(ii) Trade Payables (Includes total dues of Micro and Small Enterprises ₹ 95.88 Lakhs/- (March 31, 2018: ₹ Nil/-))	19	17,276.69	18,603.22
(iii) Other Financial Liabilities	20	20,652.89	18,843.63
Other current liabilities	23	6,333.01	6,998.53
Provisions	21	245.02	37.08
		<b>92,814.61</b>	<b>91,248.98</b>
<b>Liabilities held for Sale</b>		<b>7,300.52</b>	<b>7,253.98</b>
<b>Total Equity and Liabilities</b>		<b>148,936.83</b>	<b>156,307.56</b>
See accompanying notes forming part of the standalone financial statements	1-51		

In terms of our report attached  
For **Sundar Sridhar & Sridhar**  
Chartered Accountants  
Firm Registration Number : 004201S

For and on behalf of Board of Directors of  
**Consolidated Construction Consortium Limited**  
L45201TN1997PLC038610

**S Sridhar**  
Partner  
Membership Number : 025504

**R.Sarabeswar**  
Whole-time Director  
DIN: 00435318

**S.Sivaramakrishnan**  
Managing Director  
DIN: 00431791

**R.Siddharth**  
Chief Financial Officer  
Company Secretary  
Membership No.A38070

Place : Chennai  
Date: May 29, 2019

**Consolidated Statement of Profit and Loss for the year ended**

(Rupees in Lakhs)

	Note	March 31, 2019	March 31, 2018
<b>INCOME</b>			
Revenue From Operations	24	45,604.66	47,112.47
Other Income	25	4,183.59	5,106.30
<b>Total Income</b>		<b>49,788.25</b>	<b>52,218.77</b>
<b>Expenses</b>			
Cost of Material Consumed	26	19,095.44	21,018.69
Subcontracts and Special Agencies	27	15,916.42	15,869.63
Other Operating Expenses	28	4,186.74	4,927.72
Employee Benefit Expenses	29	4,174.65	3,923.08
Finance Cost	30	10,626.77	12,402.15
Depreciation & Amortization Expenses	31	636.08	759.04
Other Expenses	32	2,605.25	2,209.41
<b>Total expenses</b>		<b>57,241.35</b>	<b>61,109.72</b>
<b>Profit/(Loss) before share of loss, exceptional items and tax</b>		<b>(7,453.10)</b>	<b>(8,890.95)</b>
Share of loss from Joint Venture		(37.75)	(135.37)
<b>Profit/(Loss) before exceptional items and tax</b>		<b>(7,490.85)</b>	<b>(9,026.32)</b>
Exceptional Items	33	-	1,483.55
<b>Profit/(Loss) Before Tax</b>		<b>(7,490.85)</b>	<b>(7,542.77)</b>
Tax expense			
Current tax		-	-
Deferred tax		(45.82)	(28.28)
<b>Profit/(Loss) for the year from continuing operations</b>		<b>(7,445.03)</b>	<b>(7,514.49)</b>
Profit/(loss) from discontinued operations		199.82	(975.45)
Tax expense of discontinued operations		22.11	(187.82)
<b>Profit/(Loss) from discontinued operations after tax</b>		<b>221.93</b>	<b>(1,163.27)</b>
<b>I. Profit/(Loss) for the year</b>		<b>(7,223.10)</b>	<b>(8,677.76)</b>
<b>Attributable to:</b>			
Equity holders of the parent		(7,223.10)	(8,677.76)
Non-controlling interests		-	-
<b>II Other Comprehensive Income</b>			
i) Items that will not be reclassified to profit or loss			
Remeasurements of the defined benefit plans		(135.38)	125.36
Less: Income Tax on Above		(9.93)	(38.74)
Change in Fair value of Equity Instruments measured at FVTOCI		1.37	0.43
Less: Income Tax on Above		-	-
ii. Items that will be reclassified to profit or loss		-	-
<b>Other Comprehensive Income</b>		<b>(143.94)</b>	<b>87.05</b>
<b>Total Comprehensive Income for the year (I + II)</b>		<b>(7,367.04)</b>	<b>(8,590.71)</b>
<b>Attributable to:</b>			
Equity holders of the parent		(7,367.04)	(8,590.71)
Non-controlling interests		-	-
<b>Earnings per equity share of Rs. 10/- each</b>	34		
(a) Basic			
(i) Continuing Operations		(1.87)	(1.89)
(ii) Discounted Operations		0.06	(0.29)
<b>Total operations</b>		<b>(1.81)</b>	<b>(2.18)</b>
(b) Diluted			
(i) Continuing Operations		(1.87)	(1.89)
(ii) Discounted Operations		0.06	(0.29)
<b>Total operations</b>		<b>(1.81)</b>	<b>(2.18)</b>
<b>Weighted average equity shares used in computing earnings per equity share</b>			
(1) Basic (in Nos.)		398,511,188	398,511,188
(2) Diluted (in Nos.)		398,511,188	398,511,188
See accompanying notes forming part of the financial statements	1-52		

In terms of our report attached  
For **Sundar Srini & Sridhar**  
Chartered Accountants  
Firm Registration Number : 004201S

For and on behalf of Board of Directors of  
**Consolidated Construction Consortium Limited**  
L45201TN1997PLC038610

**S Sridhar**  
Partner  
Membership Number : 025504

**R.Sarabeswar**  
Whole-time Director  
DIN: 00435318

**S.Sivaramakrishnan**  
Managing Director  
DIN: 00431791

**R.Siddharth**  
Chief Financial Officer  
Company Secretary  
Membership No.A38070

Place : Chennai  
Date: May 29, 2019

**Consolidated Statement of Changes In Equity** (Rupees in Lakhs)

Particulars	Equity Share Capital	Reserves & Surplus				Total Equity attributable to equity holders of the Company
		Securities Premium	Capital Reserve	General Reserve	Retained Earnings	
<b>Restated Balance as at 1st April 2017</b> (Refer Note 40)	7,970.22	29,595.02	-	9,967.69	(45,630.10)	1,902.83
Profit/(Loss) for the year	-	-	-	-	(8,677.76)	(8,677.76)
Other Comprehensive Income	-	-	-	-	87.05	87.05
Write back of borrowings on account of Full and Final Settlement	-	-	671.51	-	-	671.51
<b>Balance as at 31st March 2018</b>	<b>7,970.22</b>	<b>29,595.02</b>	<b>671.51</b>	<b>9,967.69</b>	<b>(54,220.81)</b>	<b>(6,016.37)</b>
Profit/(Loss) for the year	-	-	-	-	(7,223.10)	(7,223.10)
Other Comprehensive Income	-	-	-	-	(143.94)	(143.94)
<b>Balance as at 31st March 2019</b>	<b>7,970.22</b>	<b>29,595.02</b>	<b>671.51</b>	<b>9,967.69</b>	<b>(61,587.85)</b>	<b>(13,383.41)</b>

See accompanying notes forming part of the consolidated financial statements 1-51

In terms of our report attached  
For **Sundar Srimani & Sridhar**  
Chartered Accountants  
Firm Registration Number : 004201S

**S Sridhar**  
Partner  
Membership Number : 025504

Place : Chennai  
Date: May 29, 2019

For and on behalf of Board of Directors of  
**Consolidated Construction Consortium Limited**  
L45201TN1997PLC038610

**R.Sarabeswar**  
Chairman & CEO  
DIN: 00435318

**S.Sivaramakrishnan**  
Managing Director  
DIN: 00431791

**R.Siddharth**  
Chief Financial Officer  
Company Secretary

**Consolidated Cash Flow Statement For The Year Ended**

(Rupees in Lakhs)

	March 31, 2019	March 31, 2018
<b>A. CASH FLOW FROM OPERATING ACTIVITIES A</b>		
<b>Profit/(Loss) Before Tax</b>	<b>(7,291.03)</b>	<b>(8,518.22)</b>
<b>Adjustment for:-</b>		
Exceptional Item - Interest Reversal due to S4A	-	(1,333.95)
Depreciation & Amortization Expenses (including Depreciation on Investment Property)	636.08	759.04
Finance Cost (including Fair Value Change in Financial Instruments)	7,824.55	7,459.74
Share of Loss from Partnership Firm	37.75	135.37
Bad Debts Written Off/Provided For	40.08	153.52
Allowance for Expected Credit Loss	354.20	169.19
Impairment of financial assets	-	740.52
Impairment of non-financial assets	5.06	7.61
Finance Income (Including Fair Value Change in Financial Instruments)	(3,236.94)	(3,931.29)
<b>Operating Profit/(Loss) before Working Capital Changes</b>	<b>(1,630.25)</b>	<b>(4,358.47)</b>
<b>Adjustment for:-</b>		
(Increase)/Decrease in Trade Receivables	2,837.44	3,591.61
(Increase)/Decrease in Inventories	1,429.82	1,881.70
(Increase)/Decrease in Other Financial Assets	441.89	228.60
(Increase)/Decrease in Loans and Advances	3.45	(0.69)
(Increase)/Decrease in Other Assets	1,032.36	3,795.94
Increase/(Decrease) in Trade Payables	(1,285.19)	(4,315.16)
Increase/(Decrease) in Other Financial Liabilities	824.84	59.00
Increase/(Decrease) in Provisions	72.56	39.75
Increase/(Decrease) in Other Non-Financial Liabilities	(787.84)	1,358.79
(Increase)/Decrease in Assets held for sale	(296.90)	-
Increase/(Decrease) in Liabilities held for Sale	46.54	-
<b>Movement due to Working Capital Changes</b>	<b>4,318.97</b>	<b>6,639.54</b>
<b>Cash (used in)/generated from Operations</b>	<b>2,688.72</b>	<b>2,281.07</b>
Income tax Refunds Received/(paid including TDS Credits)	(901.01)	2,608.01
<b>Net Cash From Operating Activities</b>	<b>1,787.71</b>	<b>4,889.08</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES B</b>		
Fixed Asset - Additions during the Year	(25.41)	(5.87)
Fixed Asset - Sales during the Year	-	0.02
Interest Income on Bank Deposits	90.30	140.95
Movement in Fixed Deposits with Banks	1,479.27	316.80
<b>Net Cash From Investing Activities</b>	<b>1,544.16</b>	<b>451.90</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES C</b>		
Movement in Long Term Borrowings	(1,471.37)	810.51
Interest & Finance Charges (Net of Interest Reversal)	(3,782.98)	(6,481.43)
Movement in Short-Term borrowings	1,540.48	836.06
<b>Net Cash used in Financing Activities</b>	<b>(3,713.87)</b>	<b>(4,834.86)</b>
<b>Net (Decrease)/Increase in Cash and Cash Equivalents (A+B+C)</b>	<b>(382.00)</b>	<b>506.12</b>
(Add) Cash & Cash Equivalents as at the beginning of the year - As per Note 14	890.64	384.52
<b>Cash &amp; Cash Equivalents as at the end of the year - As per Note 14</b>	<b>508.64</b>	<b>890.64 x</b>

In terms of our report attached  
For **Sundar Srini & Sridhar**  
Chartered Accountants  
Firm Registration Number : 004201S

For and on behalf of Board of Directors of  
**Consolidated Construction Consortium Limited**  
L45201TN1997PLC038610

**S Sridhar**  
Partner  
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**R.Sarabeswar**  
Chairman & CEO  
DIN: 00435318

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Managing Director  
DIN: 00431791

**R.Siddharth**  
Chief Financial Officer  
Company Secretary

Place : Chennai  
Date: May 29, 2019

## Notes to the consolidated financial statements for the year ended 31st March 2018

### 1. Group Overview

Consolidated Construction Consortium Ltd. ("the holding Company" or "CCCL") together with its subsidiaries and joint ventures (herein after collectively referred to as 'the Group') is an integrated turnkey construction service provider having pan India presence with expertise in design, engineering, procurement, construction and project management. The Group also provides construction allied services such as Mechanical & Electrical, Plumbing, Fire Fighting, Heating, ventilation and air conditioning, interior fit out services and glazing solutions. The Group is also engaged in the business of providing infrastructural facilities and generation of electricity using solar energy.

The holding company is a public limited company incorporated under the provisions of the Indian Companies Act, and its shares are listed on Bombay Stock Exchange (BSE) and National Stock Exchange (NSE). The holding company is domiciled in India and its registered office is situated at No.5, II Link Street, C.I.T Colony, Mylapore, Chennai – 600 004.

### 2. General information and statement of compliance with Ind AS

The financial statements have been prepared in accordance with the provisions of the Companies Act, 2013 ('the Act') (to the extent notified) and the Indian Accounting Standards as notified under section 133 of the Companies Act 2013 read with the Companies (Indian Accounting Standards) Rules 2015, as amended (by Ministry of Corporate Affairs ('MCA')). The Company has uniformly applied the accounting policies during the periods presented.

The consolidated financial statements for the year ended 31 March 2019 were authorized and approved for issue by the Board of Directors on 29 May 2019.

### 3. Significant Accounting Policies:

#### 3.1 Basis of Preparation of Financial Statements

The consolidated financial statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India. Further, the consolidated financial statements have been prepared on historical cost basis except for certain financial assets and financial liabilities and share based payments which are measured at fair values as explained in relevant accounting policies. Fair valuations related to financial assets and financial liabilities are categorized into level 1, level 2 and level 3 based on the degree to which the inputs to the fair value measurements are observable.

The Consolidated Balance sheet, Consolidated Statement of Profit and Loss, Consolidated Statement of Changes in Equity and disclosure requirements with respect to items in the Consolidated Balance Sheet and Consolidated Statement of Profit and Loss are prepared in the format prescribed in Division II–Schedule III to the Companies Act, 2013 and are adequately presented by way of notes forming part of accounts along with the other notes required to be disclosed under the notified Accounting Standards and the Listing Agreement. The Consolidated Cash Flow Statement has been prepared and presented as per the requirements of Indian Accounting Standard (Ind AS) 7 "Statement of Cash Flows".

#### 3.2 Group Information

The consolidated financial statements of the Group include subsidiaries listed in the table below:

Name of the Investee	Principal nature of Activity	Percentage of ownership/voting rights	
		31-Mar-2018	31-Mar-2017
<b>Companies</b>			
Delhi South Extension Car Park Limited	Infrastructure development	100%	100%
CCCL Power Infrastructure Limited	Infrastructure development	100%	100%
Consolidated Interiors Limited	Infrastructure development - Interior	100%	100%
Noble Consolidated Glazings Limited	Infrastructure development - Glazing works	100%	100%
CCCL Infrastructure Limited	Power Generation	100%	100%
CCCL Pearl City Food Port SEZ Limited (Step-down subsidiary)	Infrastructure	100%	100%
<b>Partnership Firms</b>			
Yuga Builders	Residential Developer	40%	40%

#### 3.3 Current and Non-Current Classification

The Group presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is classified as current if:

- it is expected to be realized or sold or consumed in the Group's normal operating cycle;
- it is held primarily for the purpose of trading;
- it is expected to be realized within twelve months after the reporting period; or
- it is cash or a cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

## Notes to the consolidated financial statements for the year ended 31st March 2018

A liability is classified as current if:

- (a) it is expected to be settled in normal operating cycle;
- (b) it is held primarily for the purpose of trading;
- (c) it is expected to be settled within twelve months after the reporting period;
- (d) it has no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

The operating cycle is the time between acquisition of assets for processing and their realization in cash and cash equivalents. The Group's normal operating cycle is twelve months.

### 3.4 Basis of consolidation

#### 3.4.1 Subsidiaries

The consolidated financial statements comprise the financial statements of the Company, its subsidiaries and joint venture as at March 31, 2019. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- fi Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee);
- fi Exposure, or rights, to variable returns from its involvement with the investee, and
- fi The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- fi The contractual arrangement with the other vote holders of the investee;
- fi Rights arising from other contractual arrangements; and
- fi The Group's voting rights and potential voting rights.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e., year ended on 31 March.

The financial statements of the subsidiaries are consolidated on a line-by-line basis and intra-group balances and transactions including unrealized gain / loss from such transactions are eliminated upon consolidation. Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies.

Goodwill on consolidation as on the date of transition represents the excess of cost of acquisition at each point of time of making the investment in the subsidiary over the Group's share in the net worth of a subsidiary. For this purpose, the Group's share of net worth is determined on the basis of the latest financial statements, prior to the acquisition, after making necessary adjustments for material events between the date of such financial statements and the date of respective acquisition. Capital reserve on consolidation represents excess of the Group's share in the net worth of a subsidiary over the cost of acquisition at each point of time of making the investment in the subsidiary. Goodwill arising on consolidation is not amortised, however, it is tested for impairment annually. In the event of cessation of operations of a subsidiary, the unimpaired goodwill is written off fully.

Goodwill on consolidation arising on acquisitions on or after the date of transition represents the excess of the cost of acquisition at each point of time of making the investment in the subsidiary, over the Group's share in the fair value of the net assets of a subsidiary.

Goodwill on consolidation is allocated to cash generating units or group of cash generating units that are expected to benefit from the synergies of the acquisition.

Non-controlling interests in the net assets (excluding goodwill) of consolidated subsidiaries are identified separately from the equity attributable to shareholders of the Company. The interest of non-controlling shareholders may be initially measured either at fair value or at the non-controlling interests' proportionate share of the fair value of the acquired entity's identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity. Total comprehensive income is attributed to non-controlling interests even if it results in the non-controlling interest having a deficit balance.

Changes in the Group's interests in subsidiaries that do not result in a loss of control are accounted for transactions between equity holders. The carrying amount of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognized directly in equity and attributed to owners of the Company.

When the Company loses control of a subsidiary, the profit or loss on disposal is calculated as the difference between (i) the aggregate of the fair value of consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests. Amounts previously recognized in other

comprehensive income in relation to the subsidiary are accounted for (i.e., reclassified to profit or loss) in the same manner as would be required if the relevant assets or liabilities were disposed off. The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under Ind AS 109 Financial Instruments or, when applicable, the cost on initial recognition of an investment in an associate or jointly controlled entity, depending on the level of influence retained.

### 3.4.2 Investments in joint venture

When the Group has with other parties' joint control of the arrangement and rights to the net assets of the joint arrangement, it recognizes its interest as joint venture. Joint control exists when the decisions about the relevant activities require unanimous consent of the parties sharing the control. When the Group has significant influence over the other entity, it recognizes such interests as associates. Significant influence is the power to participate in the financial and operating policy decisions of the entity but is not control or joint control over the entity.

The results, assets and liabilities of joint venture are incorporated in the consolidated financial statements using equity method of accounting after making necessary adjustments to achieve uniformity in application of accounting policies, wherever applicable. An investment in joint venture is initially recognized at cost and adjusted thereafter to recognize the Group's share of profit or loss and other comprehensive income of the joint venture. Gain or loss in respect of changes in other equity of joint ventures resulting in dilution of stake in the joint ventures is recognized in the Statement of Profit and Loss. On acquisition of investment in a joint venture, any excess of cost of investment over the fair value of the assets and liabilities of the joint venture, is recognized as goodwill and is included in the carrying value of the investment in the joint venture. The excess of fair value of assets and liabilities over the investment is recognized directly in equity as capital reserve. The un-realised profits/losses on transactions with joint ventures are eliminated by reducing the carrying amount of investment.

The carrying amount of investment in joint ventures is reduced to recognize impairment, if any, when there is objective evidence of impairment.

When the Group's share of losses of a joint venture exceeds the Group's interest in that joint venture (which includes any long-term interests that, in substance, form part of the Group's net investment in joint venture), the Group discontinues recognizing its share of further losses. Additional losses are recognized only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the joint venture.

### 3.5 Use of Estimates and judgment

The preparation of the accompanying consolidated financial statements require management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent amounts and liabilities as on the date of consolidated financial statement and reported amounts of revenue and expenses during the reporting period. Accordingly, reasonable estimate is made where ever found applicable.

Key assumption concerning the future, and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year is as given below.

#### **Significant Management Judgments**

**Recoverability of advances/receivables** – At each Balance Sheet date, based on historical default rates observed over expected life, the management assesses the expected credit losses on outstanding receivables and advances.

**Defined benefit obligation (DBO)** – Management's estimate of the DBO is based on a number of underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

**Evaluation of indicators for impairment of assets** – The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

**Recognition of deferred tax assets** – The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the Group's future taxable income against which the deferred tax assets can be utilized.

**Satisfaction of performance obligation over a period of time** - Revenue recognition is done by measuring the progress towards complete satisfaction of performance obligation. The use of the percentage-of-completion method requires Management to determine the stage of completion by reference to the survey of performance to date. Significant judgements are involved in obtaining directly observable information about the output of performance.

**Estimation of expected loss** – Determining the expected losses, which are recognized in the period in which such losses become probable based on the expected contract cost as at the reporting date.

**Provisions** – At each balance sheet date basis the management judgment, changes in facts and legal aspects, the Group assesses the requirement of provisions against the outstanding contingent liabilities. However, the actual future outcome may be different from this judgment.

#### **Significant Estimates**

**Useful lives of depreciable/amortizable assets** – Management reviews its estimate of the useful lives of depreciable/amortizable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utilization of assets.

**Fair Value Measurements** - Some of the Group's assets and liabilities are measured at fair value for financial reporting purposes. In estimating the fair value of an asset or a liability, the Group uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Group engages third party qualified valuer to perform the valuation. The valuation committee works closely with the qualified external valuer to establish the appropriate valuation techniques and inputs to the model.

### 3.6 Measurement of fair values

The Group's accounting policies and disclosures require the measurement of fair values for financial instruments.

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 that the group can access at measurement date

**Level 2:** Inputs other than quoted prices included in level 1 that are observable for the asset or liability, either directly or indirectly; and

**Level 3:** Inputs for asset or liability that is not based on observable market data.

The Group recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

### 3.7 Functional and Presentation Currency

Items included in the consolidated financial statements of the Group are measured using the currency of the primary economic environment in which the Group Operated (Function Currency) Indian rupee is the functional currency of the Group.

The consolidated financial statements are presented in Indian rupees, which the Group's presentation currency. All amounts included in the consolidated financial statements are reported in Indian rupees (Rupees in Lakhs) except equity shares, which are expressed in numbers.

### 3.8 Revenue Recognition

The Group has adopted Ind AS 115 "Revenue from Contracts with Customers" effective April 1, 2018. Ind AS 115 supersedes Ind AS 11 "Construction Contracts" and Ind AS 18 "Revenue". The Group has applied Ind AS 115 using the modified retrospective method and the Group has estimated that there were no material cumulative impacts of transition to Ind AS 115 that requires adjustment against the Retained earnings as at April 1, 2018. Accordingly, the figures of the previous year are not restated under Ind AS 115.

The Group recognizes revenue from contracts with customers when it satisfies a performance obligation by transferring promised good or service to a customer. The revenue is recognized to the extent of transaction price allocated to the performance obligation satisfied. Performance obligation is satisfied over time when the transfer of control of asset (good or service) to a customer is done over time and in other cases, performance obligation is satisfied at a point in time. For performance obligation satisfied over time, the revenue recognition is done by measuring the progress towards complete satisfaction of performance obligation. The progress is measured in terms of a proportion of survey of performance to date.

Transaction price is the amount of consideration to which the Group expects to be entitled in exchange for transferring good or service to a customer excluding amounts collected on behalf of a third party.

Costs to obtain a contract which are incurred regardless of whether the contract was obtained are charged-off in Profit & Loss immediately in the period in which such costs are incurred.

Impairment loss (termed as provision for foreseeable losses in the financial statements) is recognized in profit or loss to the extent the carrying amount of the contract asset exceeds the remaining amount of consideration that the Group expects to receive towards remaining performance obligations (after deducting the costs that relate directly to fulfill such remaining performance obligations).

In addition, the Group recognizes impairment loss (termed as Allowance for expected credit loss on contract assets in the financial statements) on account of credit risk in respect of a contract asset using expected credit loss model on similar basis as applicable to trade receivables.

#### a) Recognition of Revenue from Contractual Projects

The Group recognizes construction contract revenue over time, as performance obligations are satisfied, due to the continuous transfer of control to the customer. Construction contracts are generally accounted for as a single unit of account (a single performance obligation). The Group adopts the output method in recognizing the revenue over time by reference to the progress towards complete satisfaction of the relevant performance obligation. The progress towards complete satisfaction of a relevant performance obligation is measured by reference to the surveys of work performed primarily includes certificates issued by the internal or external surveyors on the performance completed to date. The percentage-of-completion method (output method) is the most faithful depiction of the Group's performance because it directly measures the value of the services transferred to the customer. Where the entity is unable to reasonably measure the percentage of completion, the revenue is recognized only up to the amount of cost incurred provided the entity expects to at least recover its cost.

*Variable consideration.* The nature of the Group's contracts gives rise to several types of variable consideration, including claims and unpriced change orders; award and incentive fees; and liquidated damages and penalties. The Group recognizes revenue for variable consideration when it is probable that a significant reversal in the amount of cumulative revenue recognized will not occur. The Group estimates the amount of revenue to be recognized on variable consideration using the expected value (i.e., the sum of a probability-weighted amount) or the most likely amount method, whichever is expected to better predict the amount. Factors considered in determining whether revenue associated with claims (including change orders in dispute and unapproved change orders in regard to both scope and price) should be recognized include the following: (a) the contract or other evidence provides a legal basis for the claim, (b) additional costs were caused by circumstances that were unforeseen at the contract date and not the result of deficiencies in the Group's performance, (c) claim-related costs are identifiable and considered reasonable in view of the work performed, and (d) evidence supporting the claim is objective and verifiable. If the requirements for recognizing revenue for claims or unapproved change orders are met, revenue is recorded only when the costs associated with the claims or unapproved change orders have been incurred.

*Contract assets and liabilities.* Contract assets represent revenue recognized in excess of amounts billed and include unbilled receivables. Contract liabilities represent amounts billed to clients in excess of revenue recognized to date and advances that are yet to be adjusted against the contract assets.

*Unbilled receivables,* which represent an unconditional right to payment subject only to the passage of time, are reclassified to accounts receivable when they are billed under the terms of the contract. The amount of retention money held by the Customers pending completion of performance obligations under the project is disclosed as part of contract asset and is reclassified as trade receivables when it becomes due for payment. Payments in respect of retention money that are deferred more than 12 months are adjusted for the time value of money.

#### b) Recognition of revenue from Sales or Rendering of Services

Contracts entered with customers under power purchase agreement are considered as a single series of performance obligation that will be satisfied over time. The Company recognizes Revenue from sale of produced electricity is recognized when supplied to the purchases network as per the terms and conditions of the Contracts. The revenue is measured as the transaction price for the power generating asset agreed under the contract. The transaction price includes only a fixed consideration which is agreed under the contract.

**c) Recognition of Revenue from Letting out of Property**

Since lease contracts are not within the scope of Ind AS 115 "Revenue from Contracts with Customers", the Group has not adopted the same with respect to the same and will continue to recognize income as per Ind AS 17 "Leases"

Leases in which the Company does not transfer substantially all the risk and rewards of the ownership of an asset are classified as operating leases. Rental Income from operating lease shall not be straight-lined, if escalation in rentals is in line with expected inflationary costs. Contingent rents are recognized as revenue in the period in which it is earned.

**d) Other Income**

The Group recognizes income under the below mentioned heads, provided that it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably.

**i. Leasing of Equipment**

Other Revenue such as leasing of equipment on short term basis represents income earned from the activities incidental to the business and are recognized when the right to receive the income is established upon satisfaction of the stated performance obligation as per the contracts entered with the Customers.

**ii. Interest Income from Financial Instruments**

Interest income is accrued on a time proportionate basis taking into account the principal outstanding and the effective interest rate applicable.

Interest Income on disputed revenue is recognized on realization basis.

**iii. Dividend Income**

Dividend income from investments is recognized when the Group's right to receive payment has been established.

**iv. Others**

Other items of income are accounted as and when the right to receive such income arises and it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably.

**3.9 Inventories**

- Inventory of Construction raw material & stores and spares and other consumables are stated at lower of cost and net realizable value. The cost is determined using first in first out method of valuation.
- Inventories of Scaffolding materials are stated at lower of carrying value and net realizable value. Cost of Scaffolding materials are charged off to consumption over its estimated useful life.
- Net realizable value represents the estimated selling price for inventories in the ordinary course of business less all estimated costs of completion and cost necessary to make the sale.

**3.10 Property, Plant and Equipment**

**(i) Recognition and measurement**

Properties plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. The cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price.

**(ii) Subsequent expenditure**

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group. All other repair and maintenance costs are recognized in statement of profit and loss as incurred.

**(iii) Depreciation**

Depreciation on property, plant and equipment is provided on the Written Down Value (WDV) Method computed on the basis of useful lives (as set out below):

Category of the Assets	Useful Life
Office Building	60 years
Plant & Machinery	9-20 years
Office Equipments including computers	3-5 years
Furniture & Fixtures	10 years
Motor Car	10 years

The residual values, useful lives and method of depreciation of are reviewed at the end of each financial year.

**(iv) Capital Work in Progress**

Expenditure directly relating to construction activity is capitalized. Indirect expenditure incurred during construction period is capitalized to the extent to which the expenditure is indirectly related to construction or is incidental thereto. Other indirect expenditure (including borrowing costs) incurred during the construction period which is not related to the construction activity nor is incidental thereto is charged to the statement of profit and loss.

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.

**(v) De-recognition**

An item of property, plant and equipment initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognized in the Statement of Profit and Loss when the asset is de-recognized.

### 3.11 Intangible Assets

#### (i) Recognition and measurement

Intangible Assets are measured at cost less accumulated amortization and impairment losses, if any. The cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of preparing the asset for its intended use. Any trade discount and rebates are deducted in arriving at the purchase price.

#### (ii) Subsequent expenditure

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group.

#### (iii) Amortisation

Intangible assets are amortised over their estimated useful life on Written Down Value method. Intangible assets (Computer Software) are amortised over a period of three years.

### 3.12 Investment Properties

Since there is no change in the functional currency, the Group has elected to continue with the carrying value for all of its investment property as recognized in its Previous GAAP consolidated financial statements as deemed cost at the transition date, viz., April 1, 2016. Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any. The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognition criteria are met. Investment properties are depreciated over the estimated useful period of 60 years under Written Down Value method.

### 3.13 Impairment of Non-Financial Assets

At each reporting date, the Group assesses whether there is any indication that an asset may be impaired, based on internal or external factors. If any such indication exists, the recoverable amount of the asset or the cash generating unit is estimated. If such recoverable amount of the asset or cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss. If, at the reporting date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount. Impairment losses previously recognized are accordingly reversed in the statement of profit and loss.

### 3.14 Foreign Currency Transactions and Balances

Foreign currency transactions are recorded in the functional currency, by applying to the exchange rate between the functional currency and the foreign currency at the date of the transaction.

Foreign currency monetary items are converted to functional currency using the closing rate. Non-monetary items denominated in a foreign currency which are carried at historical cost are reported using the exchange rate at the date of the transaction.

Exchange differences arising on monetary items on settlement, or restatement as at reporting date, at rates different from those at which they were initially recorded, are recognized in the statement of profit and loss in the year in which they arise.

### 3.15 Financial Instruments

#### I. Financial Assets

##### i) Classification

The Company classifies financial assets as subsequently measured at

- amortised cost or
- fair value through other comprehensive income or
- fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

##### ii) Initial Recognition and Measurement

Financial assets are recognized when the Group becomes party to a contract embodying the related financial instruments. All financial assets are initially measured at transaction values and where such values are different from the fair value, at fair value. Transaction costs that are attributable to the acquisition financial assets (other than financial assets at fair value through profit or loss) are added to the fair value of such assets on initial recognition. Transaction costs directly attributable to the acquisition of financial assets measured at fair value through profit or loss are recognized immediately in profit or loss.

##### iii) Subsequent Measurement

For the purpose of subsequent measurement, the financial assets are classified into four categories:

- Debt Instruments at amortised cost
- Debt instruments at fair value through other comprehensive income
- Debt instruments at fair value through profit or loss
- Equity Instruments

##### iv) Debt Instruments at amortised cost

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

- The asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- The contractual terms of instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortisation is included in the finance income in the Statement of Profit and Loss. The Losses arising from impairment are recognized in the Statement of Profit and Loss.

**v) Debt Instruments at fair value through other comprehensive income**

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (FVTOCI) (unless the same are designated as fair value through profit or loss)

- The asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- The contractual terms of instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

For debt instruments that are measured at FVTOCI, income by way of interest, dividend and exchange difference (on debt instrument) is recognized in profit or loss and changes in fair value (other than on account of such income) are recognized in Other Comprehensive Income and accumulated in other equity. On disposal of debt instruments measured at FVTOCI, the cumulative gain or loss previously accumulated in other equity is reclassified to profit or loss.

**vi) Debt Instruments at fair value profit or loss**

Debt instruments included within the fair value through profit and loss (FVTPL) category are measured at fair value with all changes recognised in the Statement of Profit and Loss.

**vii) Equity Instruments**

Equity instruments which are held for trading are classified as at Fair Value through Profit and Loss (FVTPL). For all other equity instruments, the Group has decided to classify the same at FVTOCI. The classification is made on the initial recognition and is irrevocable.

**viii) Derecognition**

A financial asset (or, where applicable, a part of a financial asset) is primarily de-recognised when:

- the rights to receive cash flows from the asset have expired, or
- the Group has transferred substantially all the risks and rewards of the asset, or
- the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred the control of the asset.

**ix) Impairment of Financial Assets**

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss for financial assets.

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive. When estimating the cash flows, the Group is required to consider –

- All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

**Trade Receivables**

The Group recognises impairment loss on trade receivables using expected credit loss model, which involves use of a provision matrix constructed on the basis of historical credit loss experience as permitted under Ind AS 109.

**Other financial assets**

For recognition of impairment loss on other financial assets, the Group determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, impairment loss is provided.

**II. Financial Liabilities**

**i) Classification**

The Group classifies all financial liabilities as subsequently measured at amortised cost.

**ii) Initial Recognition and measurement**

Financial liabilities are recognized when the Group becomes party to a contract embodying the related financial instruments. All financial liabilities are initially measured at transaction values and where such values are different from the fair value, at fair value. Transaction costs that are attributable to the issue of financial liabilities are deducted from the fair value of such assets on initial recognition.

**iii) Loans and Borrowings**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using Effective Interest Rate (EIR) method. Gains and losses are recognised in the Statement of Profit and Loss when the liabilities are derecognised.

Amortised cost is calculated by taking into account any discount or premium on acquisition and transaction costs. The EIR amortisation is included as finance costs in the Statement of Profit and Loss.

This category generally applies to loans and borrowings

**iv) Financial Guarantee Contracts**

Financial Guarantee contracts are initially recognised as a liability at fair value. The liability is subsequently measured at carrying amount less amortization or amount of loss allowance determined as per impairment requirements of Ind AS 109 which-ever is higher. Amortization is recognised as finance income in the Statement of Profit and Loss.

**v) De-recognition**

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

**vi) Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

**3.16 Interest in Joint Arrangements**

As per Ind AS 111- Joint Arrangements, investment in joint arrangement is classified as either Joint Operation or Joint Venture. The classification depends on the contractual rights and obligations of each investor rather than legal structure of the Joint Arrangement.

**In case of Joint Operation**

The Group recognises its direct right to assets, liabilities, revenue and expenses of Joint Operations and its share of any jointly held or incurred assets, liabilities, revenue and expenses. These have been incorporated in the consolidated financial statements under the appropriate headings.

**3.17 Income Taxes**

Income tax expense represents the sum of the tax currently payable and deferred tax. Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

**Current tax:**

Current tax is determined on taxable profits for the year chargeable to tax in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 including other applicable tax laws that have been enacted or substantively enacted. Minimum alternate tax ('MAT') credit entitlement is recognised as an asset only when and to the extent here is convincing evidence that normal income tax will be paid during the specified period. In the year in which MAT credit becomes eligible to be recognised as an asset, the said asset is created by way of a credit to the statement of profit and loss and shown as MAT credit entitlement. This is reviewed at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent it is not reasonably certain that normal income tax will be paid during the specified period.

**Deferred tax:**

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized 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 recognized 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.

Deferred tax asset is recognized for the carryforward of unused tax losses and unused tax credits to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period 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.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period 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 period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities..

**3.18 Employee Benefits**

**Defined contribution plan**

Payments to defined contribution plans i.e., Group's contribution to provident fund and employee state insurance are determined under the relevant statute and charged to the Statement of Profit and Loss in the period of incurrence when the services are rendered by the employees.

**Defined benefit plan**

For defined benefit plans i.e. Group's liability towards gratuity (funded), other retirement/ terminations benefit and compensated absences, 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 period.

Defined benefit costs are comprised of service cost (including current service cost, past service cost, as well as gains and losses on settlements), net interest expense or income and re-measurement. The Group presents the first two components of defined benefit costs in the Statement of Profit and Loss in the line item 'Employee benefits expense'.

Re-measurement of net defined benefit liability/ asset pertaining to gratuity comprise of actuarial gains/ losses (i.e. changes in the present value resulting from experience adjustments and effects of changes in actuarial assumptions) and is reflected immediately in the balance sheet with a charge or credit recognized in other comprehensive income in the period in which they occur. Re-measurement recognized in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss.

**Short-term and other long-term employee benefits:**

A liability is recognized for benefits accruing to employees in respect of salaries, wages, performance incentives, medical benefits and other short-term benefits in the period the related service is rendered, at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognized 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 Group in respect of services provided by employees up to the reporting date.

**3.19 Operating Leases**

**Group is lessee**

Assets acquired on leases where a significant portion of risk and rewards of ownership are retained by the lessor are classified as operating leases. Lease rental are charged to statement of profit and loss on straight-line basis except where scheduled increase in rent compensate the lessor for expected inflationary costs.

**Group is lessor**

Assets leased out under operating leases are continued to be shown under the respective class of assets. Rental income is recognized on a straight-line basis over the term of the relevant lease.

**3.20 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 an insignificant risk of changes in value.

**3.21 Earnings per share**

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

**3.22 Segment Reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to chief operating decision maker.

**3.23 Provisions, contingent liabilities and contingent assets**

Provisions are recognized only when there is a present obligation, as a result of past events, and when a reliable estimate of the amount of obligation can be made at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. Provisions are discounted to their present values, where the time value of money is material.

**Contingent liability is disclosed for:**

- Possible obligations which will be confirmed only by future events not wholly within the control of the Group or
- Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are neither recognized nor disclosed. However, when realization of income is virtually certain, related asset is recognized.

**3.24 Borrowing Costs**

Borrowing costs net of any investment income from the temporary investment of related borrowings, that are attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of cost of such asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. All other borrowing costs are recognized in profit or loss in the period in which they are incurred.

**3.25 Non-current assets held for sale**

Non-current assets and disposal groups are classified as held for sale if their carrying amount is intended to be recovered principally through a sale (rather than through continuing use) when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sale of such asset (or disposal group) and the sale is highly probable and is expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets and disposal groups classified as held for sale are measured at lower of their carrying amount and fair value less costs to sell.

**3.26 Exceptional items**

An item of income or expense which by its size, type or incidence requires disclosure in order to improve an understanding of the performance of the Group is treated as an exceptional item and the same is disclosed in the notes to accounts.

**3.27 Prior Period Adjustments**

Errors of material amount relating to prior period(s) are disclosed by a note with nature of prior period errors, amount of correction of each such prior period presented retrospectively, to the extent practicable along with change in basic and diluted earnings per share. However, where retrospective restatement is not practicable for a particular period then the circumstances that lead to the existence of that condition and the description of how and from where the error is corrected are disclosed in Notes on Accounts.

**4. Property Plant and Equipment**

(₹ in Lakhs)

Particulars	Gross Carrying Value as at April 1, 2018	Additions	Disposal /adjustments	Gross Carrying Value as at March 31, 2019	Accumulated depreciation as at April 1, 2018	Depreciation for the year	Impairment loss	Disposal /adjustments	Accumulated depreciation as at Mar. 31, 2019	Carrying values at Mar. 31, 2019
Freehold Land	20,577.85	-	-	20,577.85	-	-	-	-	-	20,577.85
Buildings (Free Hold)	3,928.31	-	-	3,928.31	1,082.56	138.36	-	-	1,220.92	2,707.39
Plant & Machinery	14,058.66	21.35	-	14,080.01	11,182.44	483.04	5.06	(0.01)	11,670.55	2,409.46
Office Equipments	881.43	4.06	-	885.49	868.13	4.58	-	-	872.71	12.78
Furniture & Fixtures	284.49	-	-	284.49	260.97	6.12	-	-	267.09	17.40
Vehicles	42.93	-	-	42.93	40.91	-	-	-	40.91	2.02
<b>Total</b>	<b>39,773.67</b>	<b>25.41</b>	<b>-</b>	<b>39,799.08</b>	<b>13,435.01</b>	<b>632.10</b>	<b>5.06</b>	<b>(0.01)</b>	<b>14,072.18</b>	<b>25,726.90</b>

(₹ in Lakhs)

Particulars	Gross Carrying Value as at April 1, 2017	Additions	Disposal /adjustments	Asset held for sale	Gross Carrying Value as at March 31, 2018	Accumulated depreciation as at April 1, 2017	Depreciation for the year	Impairment loss	Asset held for sale	Disposal /adjustments	Accumulated depreciation as at March 31, 2018	Carrying value as at March 31, 2018
Freehold Land	31,564.09	-	-	(10,986.24)	20,577.85	-	-	-	-	-	-	20,577.85
Buildings (Free Hold)	6,363.56	-	-	(2,435.25)	3,928.31	1,408.08	145.44	-	(470.96)	-	1,082.56	2,845.75
Temporary Structures	-	-	-	-	-	-	-	-	-	-	-	-
Plant & Machinery	20,641.27	-	-	(6,582.61)	14,058.66	13,725.08	583.58	-	(3,126.22)	-	11,182.44	2,876.22
Office Equipments	884.51	4.45	-	(7.53)	881.43	851.34	16.40	7.61	(7.22)	-	868.13	13.30
Furniture & Fixtures	285.06	1.42	-	(1.99)	284.49	251.93	9.41	-	(0.37)	-	260.97	23.52
Electrical Installations	0.36	-	-	(0.36)	-	0.20	-	-	(0.20)	-	-	-
Vehicles	43.38	-	(0.45)	-	42.93	41.34	-	-	-	(0.43)	40.91	2.02
<b>Total</b>	<b>59,782.23</b>	<b>5.87</b>	<b>(0.45)</b>	<b>(20,013.98)</b>	<b>39,773.67</b>	<b>16,277.97</b>	<b>754.83</b>	<b>7.61</b>	<b>(3,604.97)</b>	<b>(0.43)</b>	<b>13,435.01</b>	<b>26,338.66</b>

5. Capital Work in Progress

(₹ in Lakhs)

Particulars	Balance as at April 1, 2018	Additions/ (Adjustments) during the year	Capitalized during the year	Balance as at Mar 31, 2019	Balance as at April 1, 2018	Additions/ (Adjustments) during the year	Capitalized during the year	Balance as at Mar 31, 2019
Buildings	2,258.12			2,258.12	2,258.12			2,258.12
	2,258.12	-	-	2,258.12	2,258.12	-	-	2,258.12

Particulars	Balance as at April 1, 2017	Additions/ (Adjustments) during the year	Capitalized during the year	Balance as at Mar 31, 2018	Balance as at April 1, 2017	Additions/ (Adjustments) during the year	Capitalized during the year	Balance as at Mar 31, 2018
Buildings	2,258.12			2,258.12	2,258.12			2,258.12
	2,258.12	-	-	2,258.12	2,258.12	-	-	2,258.12

6. Investment Property

(₹ in Lakhs)

Particulars	Gross carrying value as at April 1, 2018	Additions	Disposal/ Adjustments	Gross carrying value as at Mar 31, 2019	Accumulated depreciation as at April 1, 2018	Additions	Disposal/ adjustments	Accumulated depreciation as at Mar 31, 2019	Carrying Value as at Mar 31, 2019
Buildings (Free Hold)	82.45	-	-	82.45	8.66	3.98		12.64	69.81
	82.45	-	-	82.45	8.66	3.98		12.64	69.81

Particulars	Gross carrying value as at April 1, 2017	Additions	Disposal/ Adjustments	Gross carrying value as at Mar 31, 2018	Accumulated depreciation as at April 1, 2017	Additions	Additions/ Adjustments	Accumulated depreciation as at Mar 31, 2018	Carrying Value as at Mar 31, 2018
Buildings (Free Hold)	82.45	-	-	82.45	4.45	4.21	-	8.66	73.79
	82.45	-	-	82.45	4.45	4.21	-	8.66	73.79

6.1. Disclosure pursuant to Ind AS 40 "Investment Property"

(₹ in Lakhs)

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>Rental Income from Investment Property</b>	<b>4.00</b>	<b>3.51</b>
Direct operating expenses (including repairs and maintenance) generating rental income	-	0.34
Profit arising from investment properties before depreciation and indirect expenses	4.00	3.17
Less:- Depreciation & Indirect expenses	3.98	4.21
<b>Profit / (Loss) arising from investment properties</b>	<b>0.02</b>	<b>(1.04)</b>

The Fair Value of the properties as on 31-03-2019 is ₹119.05 Lakhs (PY: ₹112.20 Lakhs). These valuations are based on valuations performed by an Independent Engineer and Approved Valuator. The fair valuation has been carried out by the management for all investment properties.

7. Financial Assets : Investments

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
<b>Non-Current</b>		
<b>Investments in equity instruments</b> (Quoted, carried at fair value through other comprehensive income):		
768 (PY 384) Equity Shares of Infosys Limited, Rs.5/- per share fully paid up	5.72	4.35
<b>Investments in Associates/Joint Ventures- Carrying Amount determined using equity method of accounting</b>	-	-
Partnership Firms (Balances in Capital and Current Account)	14.00	51.75
	<b>19.72</b>	<b>56.10</b>

### 7.1 Disclosure pursuant to Interests in Related Parties

Interest in Partnership Firms	As at 31st March 2019		As at 31st March 2018	
	Profit Sharing Ratio	Fixed Capital ₹ Lakhs	Profit Sharing Ratio	Fixed Capital ₹ Lakhs
<b>Partners in Yuga Builders</b>				
Consolidated Construction Consortium Limited	40%	5.00	40%	5.00
Yuga Homes Limited	60%	5.00	60%	5.00

### 8. Financial Assets: Trade Receivables

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
<b>Non – Current</b>		
<b>a) Trade Receivables - Unsecured</b>		
- Under Arbitration (Assigned)	36,642.92	36,642.92
- Under Arbitration (Unassigned)	11,690.64	-
Receivables with significant increase in credit risk	11,237.59	7,595.39
<b>(Less) Allowance for expected credit loss</b>	<b>(9,897.80)</b>	<b>(9,134.80)</b>
	<b>49,673.35</b>	<b>35,103.51</b>
<b>b) Contract Assets - unsecured</b>		
Contract assets (including retention money) - considered Good	2,638.78	2,903.97
(Less) Allowance for expected credit loss	(15.62)	(14.52)
	<b>2,623.16</b>	<b>2,889.45</b>
	<b>52,296.51</b>	<b>37,992.96</b>
<b>Current</b>		
<b>a) Trade Receivables - Unsecured</b>		
Receivables considered Good		
- From completed projects	10,840.81	14,911.23
- From on-going projects	11,035.41	15,024.66
Receivables with significant increase in credit risk	-	12.45
(Less) Allowance for expected credit loss	(2,378.81)	(2,916.15)
	<b>19,497.41</b>	<b>27,032.19</b>
<b>b) Contract Assets - unsecured</b>		
Contract assets - considered Good	5,598.42	15,138.51
(Less) Allowance for expected credit loss	(27.99)	(75.69)
	<b>5,570.43</b>	<b>15,062.82</b>
<b>Total</b>	<b>25,067.84</b>	<b>42,095.01</b>

- a. Trade receivables include ₹21,200.90 lakhs which is outstanding for more than one year. The company carries a provision of ₹11,854.37 lakhs against those long outstanding receivables. These receivables are periodically reviewed by the company and considering the commercial /contractual terms and on-going discussions with the clients, the management is confident of recovering the entire dues and that no further provision against these dues needs to be considered;
- b. Trade receivables include ₹48,333.56 Lakhs for which the Group has sought legal recourse and proceedings are pending in various legal forums which according to the Management will be awarded fully in Group's favor on the basis of the contractual tenability, progress of arbitration and legal advice.
- c. Contract Assets include ₹4,297.90 Lakhs which represents claims made to client based on the on the terms and conditions implicit in the Construction Contracts in respect of closed/suspended/under construction projects. These claims are mainly in respect of cost over run arising due to suspension of work, client caused delays, changes in the scope of work, deviation in design and other factors for which Group is at various stages of negotiation/ discussion with the clients. On the basis of the contractual tenability, progress of negotiations/discussions, the management considers these receivables are recoverable. The Group carries a provision of ₹21.49 lakhs against these claims. The provisions made are periodically reviewed by the company and the management feels that no additional provision is warranted.

9. Financial Assets: Loans and Advances

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2019
<b>Current</b>		
<b>Unsecured (considered good)</b>		
Advances to Employees	1.89	5.34
<b>Total</b>	<b>1.89</b>	<b>5.34</b>

10. Financial Assets: Other Assets

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
<b>Non - Current</b>		
Security deposit	251.79	509.26
<b>Total</b>	<b>251.79</b>	<b>509.26</b>
<b>Current</b>		
Interest accrued on Short Term Deposits	0.22	23.05
Security deposit (Net of provision)	277.36	355.43
Other Advances	944.15	944.15
Other Receivables	-	83.52
<b>Total</b>	<b>1,221.74</b>	<b>1,406.16</b>

11. Other Assets

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
<b>Non-Current</b>		
Advance for Capital Expenditure	-	193.42
Prepayment	182.40	139.62
	<b>182.40</b>	<b>333.04</b>
<b>Current</b>		
Advance to Contractor/Supplier	635.59	2,104.70
Prepaid Expenses	-	6.91
Duties and Taxes Receivable	2,351.20	2,324.09
Other Advances	23.03	22.58
Prepayment	532.29	473.65
<b>Total</b>	<b>3,542.11</b>	<b>4,931.93</b>

12. Non-Current Tax Assets

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
<b>Non-Current</b>		
Direct taxes Receivables	8,028.35	7,056.47
<b>Total</b>	<b>8,028.35</b>	<b>7,056.47</b>

13. Inventories

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
Stores and spare parts	9,526.58	10,394.94
Construction Materials	3,166.83	3,728.29
<b>Total</b>	<b>12,693.41</b>	<b>14,123.23</b>

14. Cash & Cash Equivalents

(₹ in Lakhs)

Particulars	As at Mar 31, 2018	As at Mar 31, 2017
Cash on hand	8.45	7.43
Balances with Banks		
- Current account with Scheduled Banks	500.19	883.21
<b>Total</b>	<b>508.64</b>	<b>890.64</b>

**15. Other Bank Balances**

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
Term Deposit* (Its held as margin money or security against the borrowings, guarantees, other commitments)	337.31	1,816.58
<b>Total</b>	<b>337.31</b>	<b>1,816.58</b>

**16. Equity Share Capital**

**16.1 Details of Authorised, Issued, Subscribed and paid up capital**

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
<b>Authorized</b>		
<b>Equity shares of Rs. 2/- each</b>		
58,50,00,000 Equity Shares (FY18- 58,50,00,000 Equity Shares;)	11,700.00	11,700.00
<b>Issued, subscribed and fully paid</b>		
Equity shares of Rs. 2/- each		
39,85,11,188 Equity Shares (FY18- 39,85,11,188 Equity Shares;)	7,970.22	7,970.22
<b>Total</b>	<b>7,970.22</b>	<b>7,970.22</b>

**16.2 Reconciliation of number of shares outstanding and the amount of share capital**

Particulars	As at 31st March 2019		As at 31st March 2018	
	No of Shares	in ₹ Lakhs	No of Shares	in ₹ Lakhs
At the beginning of the year	39,85,11,188	7,970.22	39,85,11,188	7,970.22
Issued during the year	-	-	-	-
Outstanding as at the end of the year	39,85,11,188	7,970.22	39,85,11,188	7,970.22

**16.3 Details of shareholder holding more than 5% shares**

Name of the Shareholders	As at 31st March 2019		As at 31st March 2018	
	No of Shares	% of Holding	No of Shares	% of Holding
State Bank of India	11,69,49,462	29.35	11,76,19,292	29.51
Bank of Baroda	5,45,39,765	13.69	5,45,39,765	13.69
ICICI Bank Limited	4,22,80,045	10.61	4,42,01,346	11.09
R Sarabeswar	2,62,97,347	6.60	2,62,97,347	6.60
S Sivaramakrishnan	2,08,16,129	5.22	2,08,16,129	5.22

**16.4 Terms/Rights attached to equity shares**

The company has only one class of equity shares having a par value of Rs.2 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

During the year, the Board has not recommended any dividend (PY ₹ Nil)

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

17. Other Equity		(₹ in Lakhs)	
Particulars		As at Mar 31, 2019	As at Mar 31, 2018
Securities Premium		29,595.02	29,595.02
Capital Reserve		671.51	671.51
General Reserve		9,967.69	9,967.69
Retained Earnings		(61,587.85)	(54,220.81)
		<b>(21,353.63)</b>	<b>(13,986.59)</b>

- **Securities Premium**

Securities Premium represents the difference between the face value of the equity shares and the consideration received in respect of shares issued. The issue expenses of securities which qualify as equity instruments are written off against securities premium.

- **General Reserve**

The Company created a General reserve in earlier years pursuant to the provisions of the Companies Act, 1956 where in certain percentage of profits was required to be transferred to General reserve before declaring dividends. As per Companies Act 2013, the requirements to transfer profits to General reserve is not mandatory. General reserve is a free reserve available to the Company.

- **Retained Earnings**

Retained earnings represent the amount of accumulated earnings of the company and adjustment arising on account of transition to Ind AS, net of taxes.

18. Borrowings		(₹ in Lakhs)	
Particulars		As at Mar 31, 2019	As at Mar 31, 2018
<b>Non-Current</b>			
<b>Secured</b>			
12.65% Non Convertible Debentures		806.36	1,016.53
0.01% Optionally Convertible Debentures		32,764.57	30,332.76
Restructured Term Loan from Banks		10,330.80	12,326.43
Restructured Term Loan from Financial institutions		1,782.40	1,071.81
<b>Unsecured</b>			
Unsecured Loan From Promoters		3,519.41	3,519.41
<b>Total</b>		<b>49,203.54</b>	<b>48,266.94</b>
<b>Current</b>			
<b>Secured</b>			
Working Capital Loan (Repayable on demand)		48,307.00	46,766.52
<b>Total</b>		<b>48,307.00</b>	<b>46,766.52</b>

**18.1 Facility Wise Dues Outstanding**

(₹ in Lakhs)

Particulars	As at 31st March 2019	As at 31st March 2018
<b>12.65% Non Convertible Debentures</b>		
<i>Tata Capital Financial Services Limited</i>	1,061.00	1,061.00
	<b>1,061.00</b>	<b>1,061.00</b>
<i>Current</i>	254.64	44.47
<i>Non Current</i>	806.36	1,016.53
<b>Total</b>	<b>1,061.00</b>	<b>1,061.00</b>
<i>Effective Interest Rate (Interest Yield)</i>	12.65%	12.65%
<b>0.01% Optionally Convertible Debentures</b>		
From Banks and Financial Institutions	46,039.57	43,660.41
	<b>46,039.57</b>	<b>43,660.41</b>
<i>Current</i>	13,275.00	13,327.65
<i>Non-Current</i>	32,764.57	30,332.76
<b>Total</b>	<b>46,039.57</b>	<b>43,660.41</b>
<i>Effective Interest Rate (Interest Yield)</i>	8.00%	8.00%

	As at 31st March 2019	As at 31st March 2018
<b>Restructured Term Loan from Banks/Financial institutions</b>		
<b>Consolidated Construction Consortium Limited</b>		
<b>- Rupee Term Loans</b>		
<i>State Bank of India</i>	182.33	185.84
<i>ICICI Bank Limited</i>	145.25	143.94
<b>- Working Capital Term Loan</b>		
<i>State Bank of India - WCTL I</i>	649.36	661.65
<i>State Bank of India - WCTL II</i>	1,360.82	1,386.57
<i>IDBI Bank Limited - WCTL I</i>	87.63	85.67
<i>IDBI Bank Limited - WCTL II</i>	1,822.68	1,789.22
<i>Bank of Baroda - WCTL I</i>	181.92	202.77
<i>Bank of Baroda - WCTL II</i>	1,133.75	1,258.83
<i>ICICI Bank Limited - WCTL I</i>	1.61	13.29
<i>ICICI Bank Limited - WCTL II</i>	353.54	350.35
<b>- Funded Interest Term Loan</b>		
<i>State Bank of India - FITL I</i>	604.43	615.87
<i>State Bank of India - FITL II</i>	163.57	166.66
<i>Bank of Baroda - FITL I</i>	149.58	167.09
<i>Bank of Baroda - FITL II</i>	152.59	170.85
<i>ICICI Bank Limited - FITL I</i>	10.62	10.52
<i>ICICI Bank Limited - FITL II</i>	47.93	47.5
<i>ICICI Bank Limited - FITL IV</i>	20.95	20.95
<i>IDBI Bank Limited - FITL I</i>	72.05	70.73
<i>IDBI Bank Limited - FITL II</i>	248.28	243.72
<i>Tata Capital Financial Services Limited</i>	203.00	203.00
<b>- Corporate Loan</b>		
<i>State Bank of India</i>	333.12	339.43
<b>- Priority Loan</b>		
<i>State Bank of India</i>	2,122.78	2,164.14
<i>IDBI Bank Limited</i>	954.26	947.26
<i>Bank of Baroda</i>	1,168.02	1,354.98
<b>- Construction Equipment Loan</b>		
<i>ICICI Bank Limited</i>	23.9	23.68
Range of Effective Interest Rate (Interest Yield) (linked to SBI 1 Year MCLR)	11.00%-12.65%	11.00%-12.65%
<b>Noble Consolidated Glazings Limited</b>		
<i>IDBI Bank Limited</i>		
Restructured Term Loans	1,421.15	828.49
Effective Interest Rate (Interest Yield)	14.74%-16.15%	14.74%-16.15%
<b>Edelweiss Asset Restructuring Company Limited</b>		
(Restructured Term Loans	2,298.40	2,682.40
Effective Interest Rate (Interest Yield)	11% + additional interest of 2% for period of default	11% + additional interest of 2% for period of default
	<b>15,913.52</b>	<b>16,135.40</b>
<i>Current</i>	3,545.68	2,737.15
<i>Non-Current</i>	12,113.20	13,398.25
<b>Total</b>	<b>15,658.88</b>	<b>16,135.40</b>

Particulars	As at 31st March 2019	As at 31st March 2018
<b>Loan from Promoters</b>	3,519.41	3,519.41
	<b>3,519.41</b>	<b>3,519.41</b>
<i>Non Current</i>	3,519.41	3,519.41
<b>Total</b>	<b>3,519.41</b>	<b>3,519.41</b>
<i>Effective Interest Rate (Interest Yield)</i>	0.00%	0.00%
<b>Working Capital Loans</b>		
<i>State Bank of India</i>	29,411.49	27,419.37
<i>Bank of Baroda</i>	10,182.17	10,914.90
<i>ICICI Bank Limited</i>	1,180.50	1,076.30
<i>IDBI Bank Limited</i>	7,532.84	7,155.95
<i>Indian Bank (Consolidated Interiors Limited)</i>	-	200.00
	<b>48,307.00</b>	<b>46,766.52</b>
<i>Current</i>	48,307.00	46,766.52
<b>Total</b>	<b>48,307.00</b>	<b>46,766.52</b>
<i>Effective Interest Rate (Interest Yield)</i>		
<i>- Consolidated Construction Consortium Limited</i>	11.00%	11.00%

## 18.2 Terms of Repayment

### 1. 12.65% Non-Convertible Debentures (Tata Capital Financial Services Limited)

Repayable in structured quarterly installments commencing from 30th Dec 2016 up to 30th Sep 2023

### 2. 0.01% Optionally Convertible Debentures (State Bank of India, Bank of Baroda, ICICI Bank Limited, IDBI Bank Limited, Tata Capital Financial Services Limited)

a. Bullet repayment of Rs. 13,500 Lakhs at the end of FY18 and three annual equal installments of the remaining debt in FY22, FY23 and FY24.

b. Effective tenor of Debt - 7 Years

c. Below are the options available for the Prepayment/Repayment of the entire dues.

(i) Sale of non-core assets

(ii) Proceeds from claims under arbitration as set out in Annexure to MRA dt. 09-05-2017

(iii) Redemption through other sources

(iv) Claw back from cash flows (to the extent of 40% of EBITDA less tax after servicing working capital loans, restructured term loans, NCDs and Non-fundbased charges).

d. Convertibility:

As per SEBI-ICDR guidelines, the conversion option is available only for 18 months whereas the tenure of the OCD is for 7 years, it was proposed that the following treatment would be given to OCDs after expiry of 18 months

(i) The conversion option will be extended, if RBI and SEBI would allow special dispensation in this regard

(ii) The conversion option will be rolled-over after 18 months

(iii) The OCD will be converted into NCD with clauses, entitling lenders to convert defaulted amounts into equity

(iv) Conversion Price will be determined as per SEBI-ICDR regulations

(v) Right of First Refusal - Promoter to have a right of first refusal to buy OCDs/shares (including equity shares held currently and equity shares acquired pursuant to conversion of OCDs) in case the lenders decide to sell the OCDs/equity shares. The same shall be as per extent guidelines

(vi) The lenders have the right to convert OCDs into equity shares on event of default in payment of any dues payable to them (including Restructured Term Loans, NCDs, Working Capital Loans and OCDs)

(vii) IDBI Trusteeship Services Limited have been appointed as Debenture Trustees in respect of OCDs vide Debenture Trust Deed executed on 28th July 2017

### 3. Restructured Term Loan from Banks

Repayable in structured quarterly installments commencing from 30th Dec 2016 up to 30th Sep 2023.

### 4. Loan from Promoters/Directors

Repayable only after entire repayment of loans and debentures from banks and financial institutions

### 5. Working Capital Loans

Repayable on demand

**6. Restructured Term Loan from IDBI Bank**

Repayable in 26 structured quarterly installments starting from June 30, 2016

**7. Restructured Term Loans from Edelweiss Asset Restructuring Company Limited**

Refer Note 18.4.2 below

**18.3 Nature of Security**

12.65% Non-Convertible Debentures, Restructured Term Loans (CCCL), 0.01% Optionally Convertible Debentures, Working Capital Loans

- a. First pari passu charge on the entire fixed assets of the company (excluding the exclusive charges) and the additional collateral to be brought in by the Promoters.
- b. First pari passu on the fixed assets of the subsidiaries of CCCL viz. SEZ/Non-SEZ land
- c. First pari passu on the fixed assets of the Subsidiaries of CCCL viz. Solar Power Plant with other lenders of CCCL and with the lenders of CCCL Infrastructure Limited
- d. Second pari passu charge (hypothecation) over entire current assets including raw materials, work-in-progress and receivables (including deferred receivables), present and future, with Banks under consortium
- e. Pledge (pari passu with all lenders) on 4,71,13,476 equity shares of the Company held by the Promoters viz., Mr. R Sarabeswar and Mr. S Sivaramakrishnan (Face Value: Rs. 2/share)
- f. Lien of cash collateral of Rs. 1.43 Crores (pari passu with all lenders) in lieu of shortfall in the extent of collateral properties situated in Madurantakam and Tuticorin)
- g. Personal guarantee provided by the Promoters viz. Mr. R Sarabeswar and Mr. S Sivaramakrishnan

**Restructured Term Loans (NCGL)**

**1. IDBI Bank Limited**

- a) First pari passu charge on Current Assets of the Company
- b) Promoters have pledged the entire pledge able promoter equity shares of the Company in favor of the Bank, as prescribed by the RBI Guidelines
- c) Corporate Guarantee of the Promoter, viz. Consolidated Construction Consortium Limited

**2. Edelweiss Asset Restructuring Company Limited**

- a) First pari passu charge on stock and book debts
- b) Corporate guarantee of holding company, M/s Consolidated Construction Consortium Limited
- c) EARC has the Right to general lien on all secured assets and the security which has been created by the borrowers / Promoter / Guarantors

**18.2 Restructuring of borrowings under Corporate Debt Restructuring Scheme (CDR Scheme) and Scheme for Sustainable Structuring of Stressed Assets (S4A Scheme):**

1. The Holding company has entered into Master Restructuring Agreement on 29 March 2014 with the lenders approving the CDR Scheme with "Cut-off Date being 3 October 2013. The CDR related documents had been executed and creation of security was completed. During the current year, the Holding company has implemented the S4A Scheme. The Joint Lender's Forum (JLF) adopted the S4A Scheme with reference date as 11 November 2016. The S4A Scheme was duly approved by the Reserve Bank of India's mandated Overseeing Committee (OC) on 2 May 2017.

Under the S4A Scheme, the Holding company's total debts amounting to Rs.1,19,568 lakhs as at 11 November 2016 have been bifurcated into sustainable debt, to be serviced as per existing terms and conditions of those debts, and remainder debts (to the extent of 48.95% of the fund based exposure of the Holding company) have been converted into fully paid up equity shares by transfer of promoter shareholders in favor of the lenders by following principle of proportionate loss and balance in OCDs collectively in favor of the lenders.

Master Restructuring Agreement (MRA) as well as the provisions of the Master Circular on Corporate Debt Restructuring issued by the Reserve Bank of India, provides a right to the CDR lenders to get a recompense of their waiver and sacrifices made as part of the CDR proposal. The recompense payable by the Holding company depends on various factors including improved performance of the Holding company and other conditions. In view of subsequent implementation of S4A scheme, wherein total debts of the holding Company as of 11 November 2016 have been bifurcated into sustainable debt, to be serviced as per existing terms and conditions of those debts, and remainder converted into fully paid up equity shares and OCDs, the aggregate present value of the recompense amount payable to erstwhile CDR lenders as per the MRA is likely to undergo major changes and would be ascertained post completion of discussions with the Monitoring Institution.

2. The Company has received and accepted debt settlement approval (OTS) dated May 08, 2018 with Edelweiss Asset Reconstruction Company Limited (the 'ARC') for payment of ₹ 1,001.44 lakhs (the 'crystallized dues') towards full & final payment of the amount due & payable to ARC subject to Company complying with payments schedule and other terms and conditions referred to in debt settlement proposal approval. As per schedule of payment the crystallized dues are ought to be paid before 29th February, 2020 in a phased manner. The Company has paid all the installments due up to 31st March, 2019 and is confident of meeting all payment schedules specified in the approval. Nonetheless, in case of failure to comply with any terms and conditions specified in the OTS, the ARC has a unilateral right to revoke this OTS. Hence, in the opinion of the management, pending settlement of crystallized dues in full and the unilateral right to revoke with the ARC, applying the principles of prudence, no adjustments are made to give effect to the OTS in the financial statements for the year ended March 31, 2019. Accordingly, the Company has disclosed the Current maturities and the non-current borrowings as on the balance sheet date.

**18.5 Defaults in repayment of borrowings as on the Balance Sheet date**

**Principal & Interest Delay days : 0.01% Optionally Convertible Debentures**

Particulars	Amount & Period of Default			
	Principal Amt Due (in ₹ Lakhs)	Principal Delayed Days	Interest Amt Due (in ₹ Lakhs)	Interest Delayed Days
State Bank of India	7,278.28	> 360	5.28	0-360
Bank of Baroda	3,106.01	> 360	0.27	0-360
IDBI Bank Limited	2,241.80	> 360	1.63	0-360
ICICI Bank Limited	373.11	> 360	2.25	0-360
TATA Capital Financial Services Limited	275.75	> 360	0.20	0-360

**Principal & Interest Delay days : 12.65% Non Convertible debentures**

Particulars	Amount & Period of Default			
	Principal Amt Due (in ₹ Lakhs)	Principal Delayed Days	Interest Amt Due (in ₹ Lakhs)	Interest Delayed Days
TATA Capital Financial Services Limited	84.88	> 360	26.85	> 360
	84.88	> 360	26.85	> 360

**Principal & Interest Delay days: Working Capital Term Loan - I (WCTL-I)**

Particulars	Amount & Period of Default			
	Principal Amt Due (in ₹ Lakhs)	Principal Delayed Days	Interest Amt Due (in ₹ Lakhs)	Interest Delayed Days
State Bank of India	28.80	0-360	65.88	0-360
IDBI Bank Limited	3.60	0-360	9.59	0-360

**Principal & Interest Delay days: Working Capital Term Loan II (WCTL-II)**

Particulars	Amount & Period of Default			
	Principal Amt Due (in ₹ Lakhs)	Principal Delayed Days	Interest Amt Due (in ₹ Lakhs)	Interest Delayed Days
State Bank of India	60.40	0-360	138.07	0-360
IDBI Bank Limited	74.88	0-360	201.47	0-360
ICICI Bank Limited	15.24	0-360	32.29	0-360

**Principal & Interest Delay days : Funded Interest Term Loan I (FITL-I)**

Particulars	Amount & Period of Default			
	Principal Amt Due (in ₹ Lakhs)	Principal Delayed Days	Interest Amt Due (in ₹ Lakhs)	Interest Delayed Days
State Bank of India	26.84	0-360	61.33	0-360
IDBI Bank Limited	2.96	0-360	7.88	0-360
ICICI Bank Limited	1.48	0-360	0.97	0-360
TATA Capital Financial Services Limited	8.92	> 360	-	-
	8.12	0-360	24.04	0-360

**Principal & Interest Delay days: Funded Interest Term Loan II (FITL-II)**

Particulars	Amount & Period of Default			
	Principal Amt Due (in ₹ Lakhs)	Principal Delayed Days	Interest Amt Due (in ₹ Lakhs)	Interest Delayed Days
IDBI Bank Limited	10.20	0-360	27.15	0-360
ICICI Bank Limited	2.08	0-360	4.39	0-360
State Bank of India	7.28	0-360	16.60	0-360

**Principal & Interest Delay days: Corporate Term Loans**

Particulars	Amount & Period of Default			
	Principal Amt Due (in ₹ Lakhs)	Principal Delayed Days	Interest Amt Due (in ₹ Lakhs)	Interest Delayed Days
State Bank of India - Corporate Loan I	8.08	0-360	18.44	0-360
State Bank of India - Corporate Loan II	14.76	0-360	33.80	0-360

**Principal & Interest Delay days : Priority Corporate Loans**

Particulars	Amount & Period of Default			
	Principal Amt Due (in ₹ Lakhs)	Principal Delayed Days	Interest Amt Due (in ₹ Lakhs)	Interest Delayed Days
State Bank of India	309.60	0-360	219.19	0-360
Bank of Baroda	20.16	0-30	-	-
IDBI Bank Limited	128.52	0-360	107.33	0-360

**Principal & Interest Delay days: Funded Interest Term Loan IV (FITL-IV)**

Particulars	Amount & Period of Default			
	Principal Amt Due (in ₹ Lakhs)	Principal Delayed Days	Interest Amt Due (in ₹ Lakhs)	Interest Delayed Days
ICICI Bank Limited	2.47	0-720	-	-

**Principal & Interest Delay days: Equipment Loan**

Particulars	Amount & Period of Default			
	Principal Amt Due (in ₹ Lakhs)	Principal Delayed Days	Interest Amt Due (in ₹ Lakhs)	Interest Delayed Days
ICICI Bank Limited	-	-	2.18	0-360

**Principal & Interest Delay days: Restructured Term Loan (NCGL)**

Particulars	Amount & Period of Default			
	Principal Amt Due (in ₹ Lakhs)	Principal Delayed Days	Interest Amt Due (in ₹ Lakhs)	Interest Delayed Days
IDBI Bank Limited	34.31	>360	5.67	>360
	176.32	0-360	320.58	0-360

In respect of short-term borrowings (primarily working capital loans from Banks), as on the date of balance sheet, the Company has committed a default (including interest) to an extent of ₹ 3850.14 lakhs

Note: The above information of default is disclosed only to the extent of information available with the Group.

**19. Financial Liabilities: Trade Payable**

(₹ in Lakhs)

Particulars	As at Mar 31, 2018	As at Mar 31, 2017
<b>Non-Current</b>		
Dues to Micro, Small and Medium Enterprises	-	-
Dues to enterprises other than Micro, Small and Medium Enterprises	819.39	808.47
<b>Total</b>	<b>819.39</b>	<b>808.47</b>
<b>Current</b>		
Dues to Micro, Small and Medium Enterprises	95.88	-
Dues to enterprises other than Micro, Small and Medium Enterprises	17,180.81	18,603.22
<b>Total</b>	<b>17,276.69</b>	<b>18,603.22</b>

**19.1 Disclosure as required under Micro Small and Medium Enterprises Development Act, 2016**

On the basis of the information available with the Group, the overdues to Micro, Small and Medium Enterprises, as at March 31, 2019 was Rs. 67.55 lakhs and Rs. Nil as at March 31, 2018. The Group has not received any claim for interest from any supplier under the said act. In the view of the management, the impact of interest, if any, that may be payable with the provisions of the aforesaid Act is not expected to be material.

**20. Financial Liabilities: Other Financial Liabilities**

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
<b>Current</b>		
Security Deposits	2.76	16.97
Current maturities of long-term debt	3,800.32	2,767.67
Current Maturities of 0.01% Optionally Convertible Debentures	13,275.00	13,327.65
Interest accrued and due on borrowings	929.75	71.99
Unclaimed Dividend	-	0.50
Salary & Bonus due to Employee's	850.57	724.27
Other payables	144.56	257.15
Settlement due to Employee's	1,649.93	1,677.43
	<b>20,652.89</b>	<b>18,843.63</b>

21. Provisions

(₹ in Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
<b>Non - Current</b>		
<b>For Employee benefits</b>		
Gratuity	-	-
<b>Total</b>	-	-
<b>Current</b>		
<b>For Employee benefits</b>		
Gratuity	245.02	37.08
<b>Total</b>	<b>245.02</b>	<b>37.08</b>

22. Deferred Tax Assets/Liabilities

Deferred Tax Liability		
Change in Fair Value of Property Plant and Equipment*	2,948.63	4,773.30
Financial Liability measured at amortised cost*	9.27	16.12
Change in fair value of equity instruments#	-	4.39
	<b>2,957.90</b>	<b>4,793.81</b>
(Less) Deferred tax liabilities classified as 'Liabilities held for sale'	-	(1,786.60)
	<b>2,957.90</b>	<b>3,007.21</b>
<b>Deferred tax Assets</b>		
Depreciation on Investment Property*	2.75	1.81
Defined Benefit Obligations#	(0.48)	9.45
	<b>2.27</b>	<b>11.26</b>

\*-movement recognized in profit or loss

#-movement recognized in Other comprehensive income and in discontinued operations.

**Reconciliation of tax expense and the accounting loss multiplied by India's domestic tax rate:**

Current tax for the year is ` Nil (PY: ` Nil), since there were no taxable profits for the year in the Holding Company and in all of its subsidiaries. No tax credits are recognized on the carry forward losses and unabsorbed depreciation, in the absence of reasonable certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realized. In view of the above, the effect on account of change in tax rates may not have a significant impact on the Profit or Loss for the year. The tax credit recognized on the statement of Profit and Loss pertains to reversal of deferred tax liability recognized earlier on PPE and on financial liability measured at amortized cost and also on recognition of deferred tax asset on Investment Property valued at fair value.

23. Other Liabilities

(₹ in lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
<b>Non Current</b>		
Deferred Fair Valuation Gain	9,224.28	11,738.35
<b>Total</b>	<b>9,224.28</b>	<b>11,738.35</b>
<b>Current</b>		
Advance Received from Customers	2,896.53	4,174.87
Statutory Liabilities	761.64	271.14
Deferred Fair Valuation Gain	2,674.84	2,552.52
<b>Total</b>	<b>6,333.01</b>	<b>6,998.53</b>

**24. Revenue from Operations**

(₹ in lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
Revenue from construction activity	45,604.66	47,112.47
<b>Total</b>	<b>45,604.66</b>	<b>47,112.47</b>

**Disclosures pursuant to Ind AS 115 “Revenue from Contracts with Customers”**

**Disaggregate Revenue Information**

The table below presents disaggregated revenues from contracts with customers for the year ended March 31, 2019 by type of products and nature of customers:

(₹ in lakhs)

Types of Products	Nature of Customers		Total
	Government controlled entities	Others	
Commercial	2,323.97	17,183.37	19,507.34
Educational	-	14,733.54	14,733.54
Hospitals	-	2,499.88	2,499.88
Infrastructure	3,041.23	-	3,041.23
Residential	2,366.31	2,786.92	5,153.23
Others	351.42	318.02	669.44
<b>Total</b>	<b>8,082.93</b>	<b>37,521.73</b>	<b>45,604.66</b>

**Reconciliation of contracted price with revenue**

Particulars	(₹ in lakhs)	
Opening Contracted Price of orders as at April 1st 2018		2,60,794.07
Add:		
Fresh orders received	27,991.34	
Change in Contracted Price for existing orders	5,078.69	
Less:		
Orders completed during the year	(94,265.74)	
		(61,195.71)
Closing Contracted Price of orders as at March 31st 2019*		1,99,598.36
Total Revenue for the year 2018-19	45,604.66	
(Less) Revenue from orders completed during the year	4,074.42	
Revenue out of orders pending execution at the end of the year		41,530.24
Revenue recognized in the previous years (from orders pending execution at the end of the year)		97,802.64
Balance revenue to be recognized in future		60,265.48
Closing Contracted Price of orders as at March 31st 2019*		1,99,598.36

\*including full value of partially executed contracts

**Remaining performance obligations:** The aggregate amount of transaction price allocated to remaining performance obligations and expected conversion of the same into revenue is as follows:

(₹ in lakhs)

Particulars	Total	Expected Revenue		
		Next 12 months	1-2 years	Beyond 2 years
Transaction price allocated to the remaining performance obligation	60,265.48	42,185.84	18,079.65	

**Movement in Contract balances**

(₹ in lakhs)

Particulars	Contract Assets	Contract Liabilities
Opening balance	18,042.48	4,174.87
Add: Unbilled revenue / Advances received	2,158.63	1,302.13
Less: Billed/ Adjusted	(11,963.91)	(2,580.47)
<b>Closing balance</b>	<b>8,237.20</b>	<b>2,896.53</b>

**25. Other Income**

(₹ in lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
<b>Interest on :</b>		
a) Bank deposits	90.30	140.95
b) Others - IT refund/Client	70.87	810.66
Unwinding of discount on Financial Liabilities	2,567.67	3,092.55
Remeasurement of Retention Monies Receivable	508.10	697.79
Hire Charges - Machinery	223.69	156.15
Write back of liabilities	1.61	-
Bad Debts Recovered	16.55	-
Other Receipts	704.80	208.20
<b>Total</b>	<b>4,183.59</b>	<b>5,106.30</b>

**26. Cost of Material Consumed**

(₹ in lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
Inventory at the beginning of the year	3,728.29	4,184.59
Add: Purchases	18,558.85	20,562.39
Less: inventory at the end of the year	(3,191.70)	(3,728.29)
<b>Total</b>	<b>19,095.44</b>	<b>21,018.69</b>

**27. Subcontracts and Special Agencies**

(₹ in lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
Labor and Subcontract Charges	15,916.42	15,869.63
<b>Total</b>	<b>15,916.42</b>	<b>15,869.63</b>

**28. Other operating expenses**

(₹ in lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
Consumables, Stores, Spares & Tools	1,627.55	2,860.41
Packing & Forwarding	627.05	528.86
Power and Fuel	993.20	710.23
Temporary Structures	0.54	1.30
Hire Charges	862.04	701.63
Repairs to Plant & Machinery	44.95	87.03
Testing Charges	31.41	38.26
<b>Total</b>	<b>4,186.74</b>	<b>4,927.72</b>

**29. Employee benefit expenses**

(₹ in lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
Salaries and Allowances	3,716.73	3,439.30
Contributions to Provident Fund	246.28	220.59
Defined Gratuity Benefit Cost	72.56	114.58
Welfare and Other Expenses	139.08	148.61
<b>Total</b>	<b>4,174.65</b>	<b>3,923.08</b>

**30. Finance Cost**

(₹ in lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
Interest on:		
Working Capital Loan	5,629.25	5,519.84
Restructured Working Capital Term Loan (Funded)	1,541.70	961.59
Unwinding of discount on Retention Monies Receivable	508.10	697.79
Remeasurement of Financial Liabilities	2,572.12	3,097.74
Bank Charges	332.89	404.29
Other Interest	42.71	386.95
	<b>10,626.77</b>	<b>11,068.20</b>
(Add) Interest Reversal due to S4A - Refer Note 33	-	1,333.95
<b>Total</b>	<b>10,626.77</b>	<b>12,402.15</b>

**31. Depreciation and Amortization expenses**

(₹ in lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
Depreciation / Amortization for the year		
a) Property, Plant and Equipment	632.10	754.83
b) Investment Property	3.98	4.21
<b>Total</b>	<b>636.08</b>	<b>759.04</b>

**32. Other expenses**

(₹ in lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
Rent	247.40	250.36
Rates and Taxes	292.16	64.71
Travelling & Conveyance	365.92	329.58
Sales Promotion	46.87	33.43
Insurance	117.62	130.15
Communication Expenses	38.50	54.18
Printing & Stationery	58.38	55.08
Repairs - Others	74.10	75.19
Directors Sitting Fees	4.80	4.40
Payment to Statutory Auditors		
-Audit Fee & Limited Review Fee	32.95	32.95
-Other services	0.15	-
-Reimbursement of Expenses	0.62	3.90
Professional Fees - Others	687.01	697.96
Books & Periodicals	0.17	0.24
Bad Debts written off	40.08	153.52
Allowance for expected credit loss	354.20	169.19
Sundries / Miscellaneous Expenses		
- Computer Maintenance	4.96	5.23
- Staff Recruitment / Training / Safety Expenses	129.13	43.49
- Pooja Expenses	16.20	15.55
- Subscription to Clubs/Trade Associations	0.17	0.22
- Donations	10.81	5.50
- Tender Document Cost	3.21	15.34
- Other Expenses	74.78	59.95
Impairment of Plant & Machinery	5.06	7.61
Security Charges	-	1.68
<b>Total</b>	<b>2,605.25</b>	<b>2,209.41</b>

### 33. Exceptional items

Exceptional item for the year ended March 31, 2018 includes reversal of interest to an extent of Rs. 1,333.95 lakhs by the lenders of the Holding Company during the quarter ended June 30, 2017 on the converted portion of debts into OCDs and shares transferred under S4A Scheme charged for the period between reference date and the previous year ended March 31, 2017.

### 34. Earnings per share

Earnings per Share ('EPS') is determined based on the net profit attributable to the shareholders' of the Company. Basic earnings per share is computed using the weighted average number of shares outstanding during the year. Diluted earnings per share is computed using the weighted average number of common and dilutive common equivalent shares outstanding during the year, except where the result would be anti-dilutive.

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
	(₹ in Lakhs except per share data)	
Profit/(Loss) for the year from continuing operations (₹ in Lakhs)	(7,445.03)	(7,514.49)
Weighted average number of shares - Basic (in Nos.)	39,85,11,188	39,85,11,188
Weighted average number of shares - Diluted (in Nos.)	39,85,11,188	39,85,11,188
Nominal value of shares (in Rupees)	2.00	2.00
Earnings per Share - Basic (in ₹)	(1.87)	(1.89)
Earnings per Share - Diluted (in ₹)	(1.87)	(1.89)
Profit/(Loss) from discontinued operations after tax (₹ in Lakhs)	221.93	(1,163.27)
Weighted average number of shares - Basic (in Nos.)	39,85,11,188	39,85,11,188
Weighted average number of shares - Diluted (in Nos.)	39,85,11,188	39,85,11,188
Nominal value of shares (in Rupees)	2.00	2.00
Earnings per Share - Basic (in ₹)	0.06	(0.29)
Earnings per Share - Diluted (in ₹)	0.06	(0.29)

### 35. Disclosures pursuant to Ind AS 107 "Financial Instruments – Disclosures": Financial Instruments - Fair Values and Risk Management

#### a) Accounting Classification and Fair Values

The following table shows the financial assets and financial liabilities by category and Management considers that carrying amounts of financial assets and financial liabilities recognized in the financial statements at amortized cost represent the best estimate of fair value:

31-Mar-19	Carrying Amount in ₹ Lakhs			
	FVTPL	FVTOCI	Amortized Cost	Cost
<b>Financial Assets</b>				
<b>Non-Current</b>				
(i) Investments	14.00	5.72	-	-
(ii) Trade Receivables & Contract Assets	-	-	52,296.51	-
(iii) Other financial assets	-	-	251.79	-
<b>Current</b>				
(i) Trade receivables & Contract Assets	-	-	25,067.84	-
(ii) Cash and cash equivalents	-	-	508.64	-
(iii) Bank balance other than (ii) above	-	-	337.31	-
(iv) Loans and advances	-	-	1.89	-
(v) Other financial assets	-	-	1,221.74	-
<b>Financial Liabilities</b>				
<b>Non-Current</b>				
(i) Borrowings	-	-	49,203.54	-
(ii) Trade Payables	-	-	819.39	-
<b>Current</b>				
(i) Borrowings	-	-	48,307.00	-
(ii) Trade payables	-	-	17,276.69	-
(iii) Other financial liabilities	-	-	20,652.89	--

31-Mar-18	Carrying Amount in ₹ Lakhs			
	FVTPL	FVTOCI	Amortized Cost	Cost
<b>Financial Assets</b>				
<b>Non-Current</b>				
(i) Investments	51.75	4.35	-	-
(ii) Trade Receivables & Contract Assets	-	-	37,992.96	-
(iii) Other financial assets	-	-	509.26	-
<b>Current</b>				
(i) Trade receivables & Contract Assets	-	-	42,095.01	-
(ii) Cash and cash equivalents	-	-	890.64	-
(iii) Bank balance other than (ii) above	-	-	1,816.58	-
(iv) Loans and advances	-	-	5.34	-
(v) Other financial assets	-	-	1,406.16	-
<b>Financial Liabilities</b>				
<b>Non-Current</b>				
(i) Borrowings	-	-	48,266.94	-
(ii) Trade Payables	-	-	808.47	-
<b>Current</b>				
(i) Borrowings	-	-	46,766.52	-
(ii) Trade payables	-	-	18,603.22	-
(iii) Other financial liabilities	-	-	18,843.63	-

**b) Fair value hierarchy**

The following table provides the fair value measurement hierarchy of the Group's assets and liabilities

31-Mar-19	As at March 31, 2019 Amount in ₹ Lakhs			
	Carrying Amount	Level 1	Level 2	Level 3
<b>Financial Assets</b>				
Investments carried at fair value through OCI	5.72	5.72	-	-
Investments carried at fair value through P&L	14.00	-	14.00	-
31-Mar-18	As at March 31, 2018 Amount in ₹ Lakhs			
	Carrying Amount	Level 1	Level 2	Level 3
<b>Financial Assets</b>				
Investments carried at fair value through OCI	4.35	4.35	-	-
Investments carried at fair value through P&L	51.75	-	51.75	-

**Notes:**

**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.

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

There have been no transfers between the levels during the period.

Financial instruments carried at amortised cost such as trade receivables, loans and advances, other financial assets, borrowings, trade payables and other financial liabilities are considered to be same as their fair values, due to short term nature.

For financial assets & liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

**36. Disclosures pursuant to Ind AS 107 "Financial Instruments – Disclosures" : Financial Risk Management Objectives and Policies**

The Group's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance and support Group's operations. The Group's principal financial assets include investments, inventory, trade and other receivables, cash and cash equivalents.

The Group is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks. The senior management ensures that the Group's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Group's policies and risk objectives, which are summarised below:

#### A. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: interest rate risk and other price risk, such as equity price risk and commodity risk. The Group has no exposure to commodity prices as it does not deal in derivative instruments whose underlying is a commodity. Financial instruments affected by market risk include loans and borrowings.

##### a. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term and short-term debt obligations with floating interest rates. The Group has the policy of managing its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings. As most of the borrowings from the banks and financial institutions were restructured (CDR scheme was implemented in FY 2015 and Scheme for sustainable structuring of stressed assets – S4A implemented in FY 2018), the interest rates were fixed for all kinds of borrowings and hence changes in market interest rates do not affect the Statement of Profit and Loss for the years ended 31 March 2018 and 31 March 2017.

#### B. Credit risk

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. It principally arises from the Group's Trade Receivables and WIP, Retention Receivables, Cash & Cash Equivalents, Advances made and Other Investments.

##### a. Trade Receivables and WIP:

- (i) Trade receivables are typically unsecured and are derived from revenue earned from customers. Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The Group is not exposed to concentration of credit risk to any one single customer. Default on account of Trade Receivables happens when the counterparty fails to make contractual payment within the due date.
- (ii) WIP consist of Work done and Billed/ Certified (RA Bills), Work done unbilled and expected certification. Generally, recoveries towards RA Bills are received as per the terms. Further for amounts overdue are constantly monitored by the management and provision towards expected credit loss are made in the books.
- (iii) Trade receivables are impaired in the year when recoverability is considered doubtful based on the recovery analysis performed by the Group for individual trade receivables or based on the interpreting on certain clauses in the Concession Agreement.
- (iv) Management estimates of expected credit loss for the Trade Receivables/ WIP are provided below:

Particulars	Overdue Period (in Days)			
	0-90	90-180	180-360	>360
Trade Receivables	1%	2%	3%	18.00%
Work-in-Progress (WIP)	1%	2%	3%	4%
Work Done Unbilled & Retention in WIP	0.5%			

##### b. Retention Receivables

Retention receivables refer money withheld by the customers as per the terms of the arrangement which is a common business practice in this industry. Group closely monitors the retentions due as per the terms of the arrangement and do not foresee any major risk with respect to its recovery. However, the management makes an assessment of recovery over the period and provide for the credit loss as stated under Trade receivable and WIP.

##### c. Cash and cash equivalents

The credit risk on cash and cash equivalents (excluding cash on hand) is limited because the counterparties are banks with good credit ratings.

##### d. Bank Balances other than Cash and cash equivalents

The credit risk on Bank Balances other than Cash and cash equivalents is limited because the counterparties are banks with good credit ratings.

#### C. Liquidity Risk

Liquidity risk refers to the risk that the Group cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Group also constantly monitors funding options available in the debt and capital markets with a view to maintain financial flexibility.

The table below summarizes the maturity profile remaining contractual maturity period at the balance sheet date for its financial liabilities based on the undiscounted cash flows.

Particulars	Less than 12 months	1 year - 5 years	More than 5 years	As on 31-03-2019
0.01% Optionally Convertible Debentures	13,279.45	44,468.34	-	57,747.79
12.65% Non- convertible debentures	254.64	806.36	-	1,061.00
Restructured Term Loan from Banks	4,475.43	12,113.20	-	16,588.63
Working Capital Loan	48,307.00	-	-	48,307.00
Loan from Promoters	-	-	3,519.41	3,519.41
Trade Payables & Retention Payables	17,735.24	959.9	-	18,695.14
Settlement due to Employees & Salary & Bonus due to Employees	2,500.50	-	-	2,500.50
Other Financial Liabilities	147.32	-	-	147.32
<b>Total</b>	<b>86,699.58</b>	<b>58,347.80</b>	<b>3,519.41</b>	<b>1,48,566.79</b>

Particulars	Less than 12 months	1 year - 5 years	More than 5 years	As on 31-03-2018
0.01% Optionally Convertible Debentures	13,327.25	44,472.80	-	57,800.05
12.65% Non- convertible debentures	44.47	846.77	169.76	1,061.00
Restructured Term Loan from Banks	2,795.19	12,001.92	1,396.33	16,193.44
Working Capital Loan	46,766.52	-	-	46,766.52
Loan from Promoters	-	-	3,519.41	3,519.41
Trade Payables & Retention Payables	18,640.91	939.42	-	19,580.33
Settlement due to Employees & Salary & Bonus due to Employees	2,401.70	-	-	2,401.70
Other Financial Liabilities	274.62	-	-	274.62
<b>Total</b>	<b>84,250.66</b>	<b>58,260.91</b>	<b>5,085.50</b>	<b>1,47,597.07</b>

**37. Disclosures pursuant to Ind AS 107 “Financial Instruments – Disclosures”: Capital Management**

For the purpose of the Group’s capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders. The objective of the Group’s capital management is to safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits other stakeholders and maintain an optimal capital structure to reduce the cost of capital. The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The Group monitors capital structure using gearing ratio, which is net debt divided by total equity plus net debt. The Group includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and bank balances.

In order to achieve this overall objective, the Group’s capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. For the financial years ended 31 March 2019 & 2018, banks had not called immediately any loans and borrowings.

(in ₹ Lakhs)

Particulars	As at Mar 31, 2018	As at Mar 31, 2017
Debt	1,36,259.51	1,33,288.78
Less: Cash and Bank Balances	845.95	2,707.22
<b>Net Debt (A)</b>	<b>1,35,413.56</b>	<b>1,30,581.56</b>
<b>Total Equity</b>	<b>(13,383.41)</b>	<b>(6,016.37)</b>
<b>Total Equity + Net Debt- (B)</b>	<b>1,22,030.15</b>	<b>1,24,565.19</b>
<b>Gearing Ratio (A) / (B)</b>	<b>111%</b>	<b>105%</b>

**38. Disclosure pursuant to Ind AS 19 “Employee Benefits”**

**a) Defined Contribution plans:**

Contribution to Defined contribution plans, recognized as expense for the year is as under

(in ₹ Lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
Employers’ Contribution to Employees Provident Fund	211.22	162.50
Employers’ Contribution to Family Pension Fund	35.06	57.04
<b>Total</b>	<b>246.28</b>	<b>219.54</b>

**b) Defined Benefit plans:**

The Group has one Defined Benefit Plan – Gratuity (funded through Insurance Company)

The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement age.

**Change in projected benefit obligation**

(in ₹ Lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
<b>Present value of defined benefit obligation at the beginning of the year</b>	321.58	400.33
Interest cost	26.79	30.4
Current service cost	51.86	104.49
Past Service Cost	-	0.62
Benefits paid	(54.78)	(88.90)
Actuarial (gain)/loss on obligation (changes in the present value resulting from experience adjustments and effects of changes in actuarial assumptions)	135.38	(125.36)
<b>Present value of defined benefit obligation at the end of the year</b>	<b>480.83</b>	<b>321.58</b>

**Amount recognized in the Balance Sheet**

(in ₹ Lakhs)

Particulars	As at Mar 31, 2019	As at Mar 31, 2018
Present value of defined benefit obligation at the end of the year	480.83	321.58
Fair Value of plan assets as at the end of the year	(235.81)	(284.50)
<b>Net obligation as at the end of the year</b>	<b>245.02</b>	<b>37.08</b>

**Net Gratuity cost for the year ended**

(in ₹ Lakhs)

Particulars	For the Year ended Mar 31, 2019	For the Year ended Mar 31, 2018
<b>Recognized in Statement of Profit and Loss</b>		
Services Cost (including Past Service Cost)	51.86	105.11
Interest Cost (Net of Interest Income)	20.70	9.47
<b>Total</b>	<b>72.56</b>	<b>114.58</b>
<b>Recognized in Other Comprehensive Income (OCI)</b>		
Re-measurement due to changes in the present value resulting from experience adjustments	135.38	(125.36)
<b>Gratuity Cost in Total Comprehensive Income</b>	<b>135.38</b>	<b>(125.36)</b>

**For determination of the liability of the Company, the following actuarial assumptions were used:**

(in ₹ Lakhs)

Particulars	Gratuity	
	For the year ended Mar 31, 2019	For the year ended Mar 31, 2018
Discount rate	7.61%	7.73%
Expected Rate of return	7.61%	7.73%
Salary escalation rate	5.00%	5.00%
Attrition rate	10.00%	10.00%
Retirement age	58 Years	58 Years
Withdrawal rate	10.00%	10.00%
Mortality table	Indian Assured Lives Mortality (2006-08) Ultimate	
Disability rate	5% of Mortality Rate Rates	

These assumptions were developed by management with the assistance of independent actuarial appraisers. Discount factors are determined close to each year-end by reference to government bonds of relevant economic markets and that have terms to maturity approximating to the terms of the related obligation. Other assumptions are based on management's historical experience.

**Sensitivity Analysis**

The sensitivity analysis given below have been determined based on a method that extrapolates the impact on projected benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

Assumption	31-Mar-19		31-Mar-18	
	Change in Assumption	Impact (₹) lakhs	Change in Assumption	Impact (₹) lakhs
Discount Rate	1.00%	(27.61)	1.00%	(17.81)
	-1.00%	31.17	-1.00%	19.87
Salary growth Rate	1.00%	28.40	1.00%	18.51
	-1.00%	(26.32)	-1.00%	(16.93)
Attrition Rate	1.00%	3.94	1.00%	2.49
	-1.00%	(4.32)	-1.00%	(2.74)
Mortality Rate	10% Up	0.18	10% Up	0.16

The following payments are expected contributions to the projected benefit plan in future years: ₹ in lakhs

Particulars	As at 31-Mar-19	As at 31-Mar-18
Within the next 12 months	52.20	46.72
Between 2 and 5 years	153.41	146.03
More than 5 Years	664.02	370.87

c) These plans typically expose the Group to actuarial risks such as: investment 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 the market yields on government bonds denominated in Indian Rupees. If the actual return on plan asset is below this rate, it will create a plan deficit.

**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.

**Regulatory Risk**

Legislative risk is the risk of increase in the plan liabilities or reduction in the plan assets due to change in the legislation / regulation. The government may amend the Payment of Gratuity Act thus requiring the companies to pay higher benefits to the employees. This will directly affect the present value of the Defined Benefit Obligation.

**39. Un-hedged Foreign Currency Exposures**

There are no foreign currency exposures as at March 31, 2019 (March 31, 2018 - Nil.) that have not been hedged by a derivative instrument or otherwise.

**40. Prior Period Adjustment**

Restatement of opening balance of Other Equity and the corresponding liability on account of prior period errors pertaining to Fiscal 2017

Particulars	Retained Earnings ₹ in lakhs
Balance as at April 1, 2017 (as previously reported)	(45,431.51)
Prior period adjustment - Recognition of liabilities reversed in excess towards employee benefits	(198.59)
Restated balance as at April 1, 2017	(45,630.10)

**41. Segment Information**

The Chief Operating Decision Maker reviews the operations of the Group as a provider of construction and infrastructural service, which is considered to be the only reportable segment by the Management. Further, the Group's operations are in India only.

**42. Additional information pursuant to Schedule III of the Companies Act, 2013**

₹ in lakhs

S.No	Particulars	For the year ended 31st March 2019	For the year ended 31st March 2018
A	Expenditure in Foreign currency on: Import of Materials/ Equipment (CIF Value)	-	-
B	Earnings in Foreign Exchange	-	-

#### 43. Related Parties

Relationship	Name of the related parties	
Wholly Owned Subsidiaries (WOS)	Consolidated Interiors Limited Noble Consolidated Glazings Limited CCCL Infrastructure Limited CCCL Power Infrastructure Limited Delhi South Extension Car Park Limited	
Step-Down Subsidiary	CCCL Pearl City Food Port SEZ Limited (100% WOS of CCCL Infrastructure Limited)	
Joint Venture Partner	Yuga Homes Limited (in Yuga Builders)	
Enterprises owned or significantly influenced by Key Management Personnel or their relatives	Yuga Homes Limited Samruddhi Holdings (Partnership Firm)	
Joint Ventures	Yuga Builders (Partnership Firm)	
Key Managerial Personnel	<b>Name</b>	<b>Designation</b>
	R Sarabeswar	Whole-time Director
	S Sivaramakrishnan	Managing Director
	V G Janarthanam	Director (Operations)
	R Siddharth	Chief Financial Officer and Company Secretary
Relative of Key Managerial Personnel	Kaushik Ram S	

##### 43.1. Balances Outstanding

(₹ in lakhs)

Particulars	As at 31st March 2019	As at 31st March 2018
<b>Advance from Customers</b>		
Yuga Builders	207.20	207.20
<b>Trade Receivables</b>		
Yuga Builders	154.13	169.04
<b>Trade Payables</b>		
Samruddhi Holdings	341.32	341.32

##### 43.2. Transactions during the year

Particulars	For the year ended 31st March 2019	For the year ended 31st March 2018
<b>Remuneration paid to KMP*</b>		
R Siddharth	13.48	12.48
<b>Remuneration paid to relative of KMP*</b>		
Kaushik Ram S	60.00	60.00
<b>Income from Construction Activities</b>		
Yuga Builders	12.41	700.21

\*As the liability for gratuity is provided on actuarial basis for the Group as a whole, the amounts pertaining to the related parties are not included above.

#### 44. Commitments and Contingent Liabilities

₹ in lakhs

S No	Particulars	As at March 31, 2019	As at March 31, 2018
1	Commitments		
	(a) Capital	Nil	Nil
	(b) Other	Nil	Nil
	(c) The Group enters into construction contracts with its vendors. The final amounts payable under such contracts will be based on actual measurements and negotiated rates, which are determinable as and when the work under the said contracts are completed.		
2	Bank Guarantees	14,170.20	24,847.19
3	Claims against the Group not acknowledged as debts	1,853.00	1,895.05
4	Demands raised on the Group by the respective authorities are as under		
	(a) Service Tax (Finance Act, 1994)	1,132.89	1,132.89
	(b) Central Excise Act. 1944	76.23	82.23
	(c) Various VAT Acts/Sales Tax Acts	2,046.23	1,674.15
	(d) Income Tax, 1961	5,535.89	9,391.56
	(e) Customs Act, 1962	2.93	2.93
	<b>Sub-Total</b>	<b>8,794.17</b>	<b>12,283.76</b>
	Based on the expert opinions obtained, the Group had been advised not making any provision in the Accounts. The above amounts do not include penalties, if any, that may be levied by the authorities when the disputes are settled.		
5	In the absence of profits during the year, the requirement of payment of Trade License Fee to the partnership firm, Samruddhi Holdings, owning the trade name/Logo (Triple C) will not arise for the year under reference.		
6	In the absence of any communication from the lenders and on the basis of an ongoing discussion with lenders, the Company has not provided for additional interest from S4A cut-off date till 31 March, 2019 which arises on account of differences between interest rate as approved under S4A package and interest rate approved as per the original sanction letter and penal interest on overdue amount of interest and instalment. The additional interest and penal interest if any could not be quantified as on date.		

#### 45. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, has notified the following new amendments to Ind AS which the Company has not applied as they are effective from April 1, 2019:

##### Ind AS 116 – Leases

Ind AS 116 will replace the existing leases standard, Ind AS 17 Leases. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single, on-balance sheet lessee accounting model for lessees. A lessee recognizes right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. The standard also contains enhanced disclosure requirements for lessees. Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17. The Group will adopt Ind AS 116 effective annual reporting period beginning April 1, 2019. The Group will apply the standard to its leases, retrospectively, with the cumulative effect of initially applying the standard, recognized on the date of initial application (April 1, 2019). Accordingly, the Group will not restate comparative information, instead, the cumulative effect of initially applying this Standard will be recognized as an adjustment to the opening balance of retained earnings as on April 1, 2019. On that date, the Group will recognize a lease liability measured at the present value of the remaining lease payments. The right-of-use asset is recognized at the carrying amount, as if the Standard had been applied since the commencement date, but discounted using the lessee's incremental borrowing rate as at April 1, 2019. In accordance with the standard, the Group will elect not to apply the requirements of Ind AS 116 to short-term leases and leases for which the underlying asset is of low value. On transition, the Group will be using the practical expedient provided by the standard and therefore, will not reassess whether a contract, is or contains a lease, at the date of initial application. The Group is in the process of finalizing changes to systems and processes to meet the accounting and the reporting requirements of the standard in conjunction with review of lease agreements. The Group will recognize with effect from April 1, 2019 new assets and liabilities for its operating leases of premises and other assets. The nature of expenses related to those leases will change from lease rent in previous periods to (a) amortisation charge for the right-to-use asset, and (b) interest accrued on lease liability. Previously, the Group recognized operating lease expense on a straight-line basis over the term of the lease, and recognized assets and liabilities only to the extent that there was a timing difference between actual lease payments and the expense recognized. The Group is currently in the process of evaluating the effect of this amendment on its financial statements/.

##### Ind AS 12 – Income taxes (amendments relating to income tax consequences of dividend and uncertainty over income tax treatments)

The amendment relating to income tax consequences of dividend clarify that an entity shall recognize the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognized those past transactions or events. The Group does not expect any impact from this pronouncement. It is relevant to note that the amendment does not amend situations where the entity pays a tax on dividend which is effectively a portion of dividends paid to taxation authorities on behalf of shareholders. Such amount paid or payable to taxation authorities continues to be charged to equity as part of dividend, in accordance with Ind AS 12. The amendment to Appendix C of Ind AS 12 specifies that the amendment is to be applied to the determination of taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. It outlines the following:

- (1) the entity has to use judgement, to determine whether each tax treatment should be considered separately or whether some can be considered together. The decision should be based on the approach which provides better predictions of the resolution of the uncertainty.
- (2) the entity is to assume that the taxation authority will have full knowledge of all relevant information while examining any amount

- (3) entity has to consider the probability of the relevant taxation authority accepting the tax treatment and the determination of taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates would depend upon the probability.

The Group does not expect any significant impact of the amendment on its financial statements.

#### 46. Going Concern Status

- (a) The Consolidated financial statements for the year ended March 31, 2019 indicate that the Group has negative net worth as at 31.03.2019. Further, the Group has incurred net cash losses in the current financial year and in the immediately preceding financial year. These conditions may cast doubt about the Group's ability to continue as a going concern. However, the Management is looking out for potential investors to raise cash either by selling non-core assets or otherwise to meet its various financial obligations and with approved S4A scheme in place, the Holding Company expects improvement in the overall level of Operations and further the restructuring proposal is under active consideration by the lenders of the subsidiary companies and expects liquidity position to improve. In view thereof, and expecting favorable market conditions in future, the Consolidated Financial Statements have been prepared on a "going concern basis" and no adjustment has been made to the carrying value of assets and liabilities except for the adjustments made by the three subsidiaries namely CCCL Power Infrastructure Limited, Delhi South Extension Car Park Limited and Consolidated Interiors Limited wherein the Board of Directors of the respective subsidiaries have resolved that going concern assumption of the respective companies were vitiated and accordingly the assets and liabilities have been stated at realizable value which have been considered in the preparation of consolidated financial results for the financial years ended March 31, 2019 and March 31, 2018.
- (b) As discussed above, the Board of Directors of the three subsidiaries namely CCCL Power Infrastructure Limited, Delhi South Extension Car Park Limited and Consolidated Interiors Limited have resolved that going concern assumption of the respective companies were vitiated and accordingly the assets and liabilities have been stated at realizable value.

#### 47. Disclosure as required by Ind AS 105 Non-current assets held for sale and discontinued operations

Pursuant to the Master Restructuring Agreement entered on 9th May 2017 with the lenders of Consolidated Construction Consortium Limited, the Parent Company (PC), PC has agreed to sell the identified non-core assets held by the subsidiaries of PC which includes the Property Plant and Equipments held by this Company and use the part of the proceeds to repay the amounts borrowed by PC.

The Management intends to either dispose off the identified non-core assets or to completely dilute the equity investments held in those subsidiaries. Consequently, an active program to locate the buyer and to complete the sale has already been initiated for both the alternatives. Accordingly, these assets and its associated liabilities of subsidiaries have been consequently classified and presented as assets held for sale as on 31 March 2019, in accordance with Ind AS 105.

Further the fair value of these assets is higher than its carrying value as on 31 March 2019 and hence no impairment loss has been recognized.

#### Financial performance and cash flow information

- i) The amount of revenue and expenses in respect of the ordinary activities attributable to the non-current assets held for sale

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
	₹ in Lakhs	₹ in Lakhs
<b>I Revenue</b>		
Revenue from Operations	915.01	953.69
Other Income	401.41	4.19
<b>Total Revenue</b>	<b>1,316.42</b>	<b>957.88</b>
<b>II Expenses</b>		
Other Operating Expenses	44.73	86.15
Employees' Benefit Expenses	29.83	24.76
Finance Cost	923.81	811.11
Depreciation & Amortization Expenses#	-	-
Other Expenses	118.16	121.19
<b>Total Expenses</b>	<b>1,116.53</b>	<b>1043.21</b>
<b>Profit / (Loss) before exceptional items and tax</b>	<b>199.89</b>	<b>(85.33)</b>
Exceptional Items	0.07	890.12
<b>Profit / (Loss) before tax</b>	<b>199.82</b>	<b>(975.45)</b>
Tax expense	(22.11)	187.82
<b>Profit/ (Loss) for the year</b>	<b>221.93</b>	<b>(1,163.27)</b>

# In line with the requirements of Ind AS 105, no depreciation has been recognized on the identified PPE classified as held for sale.

Particulars	As at March 31, 2019	As at March 31, 2018
	₹ in Lakhs	₹ in Lakhs
Property, Plant and Equipment (WDV)	16,411.21	16,409.01
Other Assets	316.81	-
<b>Total Assets of disposal group held for sale</b>	<b>16,728.02</b>	<b>16,409.01</b>
Deferred tax liabilities	1,769.78	1,786.60
Other Liabilities	5,530.74	5,467.38
<b>Total Liabilities of disposal group held for sale</b>	<b>7,300.52</b>	<b>7,253.98</b>

The amount of net cash inflows from/(used in) the discontinued operations during the year is Rs. (11.10) lakhs (PY: Rs.6.38 lakhs).

**48. Additional information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as parent, subsidiaries and joint ventures for the year ended 31st March 2019**

Name of Entity	Net Assets		Share in Profit or Loss		Share in Other comprehensive income		Share in total comprehensive income	
	As a % of Consolidated Net Assets	In ₹ Lakhs	As % of Consolidated Profit/(Loss)	In ₹ Lakhs	As % of Consolidated Profit/(Loss)	In ₹ Lakhs	As % of Consolidated Profit/(Loss)	In ₹ Lakhs
<b>Parent Company</b>								
Consolidated Construction Consortium Limited	(93.2%)	(12,183.01)	(90.8%)	(7,559.97)	(69.4%)	(376.29)	(89.5%)	(7,936.26)
<b>Subsidiaries</b>								
Consolidated Interiors Limited	(5.7%)	(740.28)	(0.2%)	(18.73)	0.0%	-	(0.2%)	(18.73)
Noble Consolidated Glazings Limited	(50.7%)	(6,629.74)	(5.0%)	(418.79)	0.0%	-	(4.7%)	(418.79)
CCCL Infrastructure Limited	35.3%	4,615.21	(0.9%)	(70.84)	(30.6%)	(165.90)	(2.7%)	(236.74)
CCCL Power Infrastructure Limited	(4.6%)	(601.25)	(0.0%)	(0.71)	0.0%	-	(0.0%)	(0.71)
Delhi South Extension Car Park Limited	0.5%	62.92	(0.0%)	(0.81)	0.0%	-	(0.0%)	(0.81)
<b>Step down Subsidiary</b>								
CCCL Pearl City Food Port SEZ Limited	18.3%	2,398.71	(2.6%)	(216.36)	0.0%	-	(2.4%)	(216.36)
<b>Joint Venture (Investment as per the equity method)</b>								
Yuga Builders (Partnership Firm)	0.0%	-	(0.5%)	(37.75)	0.0%	-	(0.4%)	(37.75)
<b>a) Total</b>	<b>(100.0%)</b>	<b>(13,077.44)</b>	<b>(100.0%)</b>	<b>(8,323.96)</b>	<b>(100.0%)</b>	<b>(542.19)</b>	<b>(100.0%)</b>	<b>(8,866.15)</b>
<b>b) Adjustments arising out of consolidation</b>		305.97		(1,100.86)		(398.25)		(1,499.11)
<b>c) Minority Interest</b>		-		-		-		-
<b>d) Consolidated Net Assets / Profit after tax (d=a-b-c)</b>		<b>(13,383.41)</b>		<b>(7,223.10)</b>		<b>(143.94)</b>		<b>(7,367.04)</b>

**49. Others**

Balances of Trade Receivables including retention, Trade Payables, Other Deposits, Advances and Other Current Assets/Liabilities etc are subject to confirmation and reconciliation if any.

**50. Subsequent Events**

There are no significant subsequent events that would require adjustments or disclosures in the consolidated financial statements as on the balance sheet date.

**51. Comparatives**

Previous year figures have been re-grouped/re-classified where necessary to conform to current year's presentation.

In terms of our report attached  
For **Sundar Srini & Sridhar**  
Chartered Accountants  
Firm Registration Number : 004201S

**S Sridhar**  
Partner  
Membership Number : 025504

Place : Chennai  
Date : May 29, 2019

For and on behalf of Board of Directors of  
**Consolidated Construction Consortium Limited**  
L45201TN1997PLC038610

**R.Sarabeswar**  
Wholetime Director  
DIN: 00435318

**S.Sivaramakrishnan**  
Managing Director  
DIN: 00431791

**R.Siddharth**  
Chief Financial Officer  
Company Secretary  
Membership No.A38070

## Notes



**CONSOLIDATED CONSTRUCTION CONSORTIUM LIMITED**

#5, II LINK STREET, C.I.T.CONONY, MYLAPORE CHENNAI 600 004  
EMAIL: @secl@ccclindia.com: Website:www.ccclindia.com  
CIN:L45201TN1997PLC038610

**Proxy Form**

(To be filled in and signed by the shareholder)

**Form No. MGT-11**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

**22nd Annual General Meeting to be held on Monday, the 30th September, 2019 at 02.45 PM. at Shri Umadri Mini Hall, 99 Rajiv Gandhi Salai (OMR), Sholinganallur, Chennai 600 119.**

Name of the member (s):

Registered address :

E-mail Id :

Folio No/ Client Id :

DP ID :

I/We, being the member (s) of ..... shares of the above named company, hereby appoint

- 1. Name:..... Address:..... Email ..... Signature:....., or failing him
- 2. Name:..... Address:..... Email ..... Signature:....., or failing him
- 3. Name:..... Address:..... Email ..... Signature:....., or failing him

as my/our proxy, to attend on my/our behalf at the **22nd Annual General Meeting** of the Company to be held on **September 30, 2019 at Shri Umadri Mini Hall, 99 Rajiv Gandhi Salai (OMR), Sholinganallur, Chennai 600 119** and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Nos.	SPECIAL BUSINESS
<b>ORDINARY BUSINESS:</b> 1 Adoption of Standalone Financial Statements 2 Adoption of Consolidated Financial Statements 3 Re-Appointment of Director- VG Janarthanam	4. Appointment of Independent Director – Mr. Sujit Mundul 5. Appointment of Independent Director - Ms. Kameswari Subramanian 6. Appointment of Independent Director - Mr. Jayaram Rangan 7. Remuneration of Cost Auditors 8. Issue of Non-Convertible Debentures

Signed this..... day of..... 2019.

Folio No/ \*Client Id:\*DP Id: (Member):

Registered address:

E-mail Id:

Member Phone No. :

Signed (Member):

Signed (Proxy holder):

Please affix  
Re.1/- Reveune  
Stamp

**Notes:**

- (1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- (2) A Proxy need not be a member of the Company.
- (3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- (4) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- (5) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated

\*Applicable for investors holding shares in electronic form.





**CONSOLIDATED CONSTRUCTION CONSORTIUM LIMITED**

#5, II LINK STREET, C.I.T.CONONY, MYLAPORE CHENNAI 600 004  
EMAIL: @secl@ccclindia.com: Website:www.ccclindia.com  
CIN:L45201TN1997PLC038610

**ATTENDANCE SLIP**

I hereby record my presence at the **22nd Annual General Meeting** of the Company to be held on **September 30, 2019 at 02.45PM. at the Shri Umadri Mini Hall, 99 Rajiv Gandhi Salai (OMR), Sholinganallur, Chennai 600 119**

Folio No/ \*Client Id:\*DP Id: (Member) :

E-mail Id :

Name of the Member :

Registered Address :

No. of Shares Held :

Signed (Member):

Note: Please complete this Attendance Slip and deposit at the registration counter on the day of the meeting

\* Applicable for investors holding shares in electronic form.





Water Supply Scheme to 528 Rural Habitations, Vellokoil and Kangeyam Municipalities for M/s TWAD at Tamil Nadu



Office Building for M/s Oil Natural Gas Corporation (ONGC) at Tel Bhawan, Dehradun

## Book Post

*If undelivered please return to*



**Registered Office** : # 5, 2nd Link Street, C.I.T. Colony, Mylapore, Chennai - 600 004, India.  
Ph : 044-2345 4500 (100 Lines) Fax : 044-2499 0225 E-mail : [cccl@ccclindia.in](mailto:cccl@ccclindia.in) URL : [www.ccclindia.com](http://www.ccclindia.com)

**Regional Offices** : Bangalore | Chennai | Hyderabad | New Delhi

**Divisions** : B&F • Infracons • M&E • Design & Build • RMC • Yugasoft

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### Subsidiary Companies

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CONSOLIDATED INTERIORS LIMITED



NOBLE CONSOLIDATED GLAZINGS LTD



CCCL INFRASTRUCTURE LTD.

