INDEPENDENT AUDITOR'S REPORT

To the Members of Goa Sea Port Private Limited

Report on the Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of Goa Sea Port Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the period then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act., read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Ind AS financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2017, its loss including other comprehensive income, its cash flows and the changes in equity for the period ended on that date.

Report on Other Legal and Regulatory Requirements

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

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

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

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

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

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

(e) On the basis of written representations received from the directors as on March 31, 2017, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017, from being appointed as a director in terms of section 164 (2) of the Act;

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

   i. The Company does not have any pending litigations which would impact its financial position;

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

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

iv. As per books of accounts of the Company and as represented by the management of the Company, the Company did not have cash balance as on November 8, 2016 and December 30, 2016 and has no cash dealings during this period

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

per Vikram Mehta
Partner
Membership Number: 105938
Place of Signature: Mumbai
Date: July 7, 2017

Annexure 1 referred to in paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date

i. The Company does not have any fixed assets and accordingly, the requirements under paragraph 3 (i) (a), (b) and (c) of the order are not applicable to the Company.

ii. The Company's business does not involve inventories and, accordingly, the requirements under paragraph 3(ii) of the Order are not applicable to the Company.

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

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

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

vi. To the best of our knowledge and as explained, the Company is not in the business of sale of any goods. Therefore, in our opinion, the provisions of clause 3(vi) of the Order are not applicable to the Company.

vii. (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, cess and other statutory dues applicable to it.

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, , service tax, sales-tax, duty of custom, duty of excise, value added tax, cess and other statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

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

viii. The Company did not have any outstanding loans or borrowing dues in respect of a financial institution or bank or to government or dues to debenture holders during the year.

ix. According to the information and explanations given by the management, the Company has not raised any money way of initial public offer / further public offer / debt instruments and term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon.

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

xi. According to the information and explanations given by the management, the provisions of section 197 read with Schedule V of the Act are not applicable to the company and hence reporting under clause 3(xi) are not applicable and hence not commented upon.

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

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

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

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

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

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

per Vikram Mehta
Partner
Membership Number: 105938
Place of Signature: Mumbai
Date: July 7, 2017

GOA SEA PORT PRIVATE LIMITED
BALANCE SHEET AS AT MARCH 31, 2017

	Notes	Amount in INR As at March 31, 2017
ASSETS		
Non-current assets		
Other Non-Current Assets	5	32,02,752
		32,02,752
Current assets		
Financial assets		
Cash and cash equivalents	4	5,00,000
Other current assets	5	13,65,369
		18,65,369
Total Assets		**50,68,121**
EQUITY AND LIABILITIES		
EQUITY		
Equity Share capital	6	5,00,000
Other equity		
Retained Earnings		(1,16,74,232)
Total Equity		**(1,11,74,232)**
LIABILITIES		
Current liabilities		
Financial liabilities		
Trade payables	7	5,00,000
Other financial liabilities	8	1,48,32,106
Other current liabilities	9	9,10,247
		1,62,42,353
Total Liabilities		**1,62,42,353**
Total Equity and Liabilities		**50,68,121**

Summary of Significant Accounting Policies 3
The accompanying notes are an integral part of the financial statements

As per our report of even date

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

per **Vikram Mehta**
Partner
Membership No. 105938
Mumbai, July 7, 2017

For and on behalf of Board of Directors of Goa Sea Port Private Limited

GR Arun Kumar
Director
DIN: 01874769
Gurugram, July 7, 2017

Rajagopal Kishore Kumar
Director
DIN: 07148888

GOA SEA PORT PRIVATE LIMITED
Statement of Profit and Loss from the date of incorporation till March 31, 2017

	Notes	Amount in INR For the period July 5, 2016 to March 31, 2017
Income		
Revenue from operations		-
Total income		**-**
Expenses		
Employee benefits expense	10	9,30,960
Other expenses	11	1,07,43,272
Total expenses		**1,16,74,232**
Loss before tax for the year		**(1,16,74,232)**
Tax expense		-
Loss for the year		**(1,16,74,232)**
Other comprehensive income for the period		-
Total comprehensive income for the period		**(1,16,74,232)**
Loss per equity share of Rs. 10 each		
Basic & Diluted	12	(354)

Summary of Significant Accounting Policies 3
The accompanying notes are an integral part of the financial statements

As per our report of even date

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

per **Vikram Mehta**
Partner
Membership No. 105938
Mumbai, July 7, 2017

For and on behalf of Board of Directors of Goa Sea Port Private Limited

GR Arun Kumar
Director
DIN: 01874769
Gurugram, July 7, 2017

Rajagopal Kishore Kumar
Director
DIN: 07148888

GOA SEA PORT PRIVATE LIMITED
Statement Of Changes in Equity from the date of incorporation till March 31, 2017

Equity Share Capital

	Number of shares	Amount in INR
As at April 1, 2016	-	-
Issued during the period	50,000	5,00,000
As at March 31, 2017	50,000	5,00,000

Other Equity

	Amount in INR Retained Earnings	Amount in INR Total Equity
Balance as at April 1, 2016	-	-
Add: Profit / (loss) during the year	(1,16,74,232)	(1,16,74,232)
Balance as at March 31, 2017	**(1,16,74,232)**	**(1,16,74,232)**

Summary of Significant Accounting Policies 3
The accompanying notes are an integral part of the financial statements

As per our report of even date

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

per **Vikram Mehta**
Partner
Membership No. 105938
Mumbai, July 7, 2017

For and on behalf of Board of Directors of Goa Sea Port Private Limited

GR Arun Kumar
Director
DIN: 01874769
Gurugram, July 7, 2017

Rajagopal Kishore Kumar
Director
DIN: 07148888

GOA SEA PORT PRIVATE LIMITED
Cash Flow Statement from the date of incorporation till March 31, 2017

	Particulars	Notes	Amount in INR For the period July 5, 2016 to March 31, 2017
A.	**Cash flows from operating activities**		
	Net profit/ (loss) before tax		(1,16,74,232)
			(1,16,74,232)
	Working Capital Adjustments		
	Increase in Other current and non-current assets		(13,65,369)
	Increase in Other financial liabilities		1,48,32,106
	Increase in Trade Payables		5,00,000
	Increase in Other current liabilities		9,10,247
			32,02,752
	Taxes Paid		-
	Net cash flows from operating activities		**32,02,752**
B.	**Cash flows from investing activities**		
	Capital advance		(32,02,752)
	Net cash flows used in investing activities		**(32,02,752)**
C.	**Cash flows from financing activities**		
	Proceeds from issue of equity shares		5,00,000
	Net cash flows from financing activities		**5,00,000**
	Net increase in cash and cash equivalent		5,00,000
	Cash and cash equivalents at beginning of the year		-
	Cash and cash equivalents at the end of the year	**4**	**5,00,000**

Notes:
1 The figures in bracket indicate outflows.
2 The above cash flow has been prepared under the "indirect method" as set out in Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows.

Summary of Significant Accounting Policies 3
The accompanying notes are an integral part of the financial statements

As per our report of even date

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

per **Vikram Mehta**
Partner
Membership No. 105938
Mumbai, July 7, 2017

For and on behalf of Board of Directors of Goa Sea Port Private Limited

GR Arun Kumar
Director
DIN: 01874769
Gurugram, July 7, 2017

Rajagopal Kishore Kumar
Director
DIN: 07148888

1. Company Overview

Goa Sea Port Private Limited (the “Company”) has been incorporated on July 5, 2016 to set up, develop, establish, construct, operate and maintain a project related to redevelopment of certain berths at the Port of Mormugao, Goa (the “Project”) under Design, Build, Finance, Operate and Transfer (“DBFOT”) basis. A 'Concession Agreement' entered into between the Company and Board of Trustees for Mormugao Port Trust (the “Concessioning Authority”) granted the Company an exclusive licence for designing, engineering, financing, constructing, equipping, operating, maintaining and replacing the Project/Project Facilities and Services.

The Concession is granted for a period of 30 years commencing from Date of Award of Concession. The Company is entitled to recover tariff notified from time to time by the Tariff Authority for Major Ports, from the users of Project Facilities and Services. On the expiry of the Concession period the Company shall transfer the Project Assets to the Concessioning Authority in accordance with the Concession Agreement.

2. Basis of preparation of financial statements

a) Basis of preparation

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind-AS) as notified by Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 and subsequent amendments thereof. These are company’s first financial statements prepared from the date of incorporation.

b) Basis of measurement

The financial statements have been prepared on a going concern basis using historical cost convention and on an accrual method of accounting.

3. Significant accounting policies

a) Financial instruments

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

Financial Assets - Recognition

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

For purposes of subsequent measurement, financial assets are classified in below categories:

· Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:
a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

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

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

Financial Assets - Derecognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred.

Financial liabilities – Recognition and Subsequent measurement

Financial liabilities are classified, at initial recognition, as financial liabilities fair value through profit or loss, or as loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans, borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables.

The subsequent measurement of financial liabilities depends on their classification, as described below:

- Financial liabilities at amortised cost (Loans and Borrowings)

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in profit or loss.

Financial liabilities - Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in profit or loss.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of any entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs, if any.

b) <u>Taxation</u>

Tax expense represents the sum of current tax and deferred tax.

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the reporting date and includes any adjustment to tax payable in respect of previous years.

Deferred tax is provided, using the balance sheet method, on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying a mounts for financial reporting purposes. Deferred tax assets are recognized only to the extent that it is more likely than not that they will be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Tax relating to items recognized outside profit or loss is recognized outside profit or loss either in Other Comprehensive Income or Equity.

The carrying amount of deferred tax assets is reviewed at each reporting date and is adjusted to the extent that it is no longer probable that sufficient taxable profit will be available to allow al l or part of the asset to be recovered.

c) <u>Provisions, contingent liabilities and contingent assets</u>

Provisions are recognized when the Company has a present obligation (legal or constructive), as a result of past events, and it is probable that an outflow of resources, that can be reliably estimated, will be required to settle such an obligation, though the amount or timing is uncertain.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows to net present value using an appropriate pre-tax discount rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Unwinding of the discount is recognized in the statements of profit or loss as a finance cost. Provisions are reviewed at each reporting date and are adjusted to reflect the current best estimate.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

Contingent assets are not recognised but disclosed in the financial statements when an inflow of economic benefits is probable.

d) <u>Revenue Recognition</u>

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company. Revenue is recognized only when it can be reliably measured and it is reasonable to expect ultimate collection. Revenue on transactions of rendering services is recognized to the extent the services are actually rendered. Revenue from cargo handling and storage is recognized in the period to which it relates based on the service performed. Revenue is measured at fair value of the consideration received or receivable, net of discount, volume rebates, outgoing sales tax and other indirect taxes.

Interest income is accounted on accrual basis using Effective Interest method. Dividend income is accounted for when the right to receive it is established.

e) <u>Earnings per share</u>

The Company presents basic and diluted earnings per share ("EPS") data for its equity shares. Basic EPS is calculated by dividing the profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to equity shareholders and the weighted average number of equity shares outstanding for the effects of all dilutive potential equity shares.

f) <u>Current and Non-Current classification</u>

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

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

· It is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle.

· It is held primarily for the purpose of being traded;
· It is expected to be realized within 12 months after the reporting date; or
· It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

All other assets are classified as non-current.

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

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

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

g) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand and short-term money market deposits with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

h) Use of Estimates and Judgments

The preparation of the financial statements in conformity with Ind AS which requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses and disclosures of contingent assets and liabilities at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates under different assumptions and conditions.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

GOA SEA PORT PRIVATE LIMITED
Notes to Financial Statements from the date of incorporation till March 31, 2017

Amount in INR

4 Cash and cash equivalents

	March 31, 2017
Balances with banks in Current Account	5,00,000
	5,00,000

5 Other Assets (Unsecured, considered good)

	March 31, 2017	
	Non-Current	Current
Capital Advances	32,02,752	-
Balance with central excise and government authorities		13,65,369
	32,02,752	**13,65,369**

6 Share Capital

Authorised Equity Share Capital

	Number of shares	Amount
At April 1, 2016	-	-
Issued during the year	50,000	5,00,000
At March 31, 2017	**50,000**	**5,00,000**

Terms/ rights attached to equity shares
The company has only one class of equity shares having par value of INR 10 per share. Each holder of equity shares is entitled to one vote per share.
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.

Issued Equity Share Capital

	Number of shares	Amount
At April 1, 2016	-	-
Issued during the year	50,000	5,00,000
At March 31, 2017	**50,000**	**5,00,000**

Shares held by holding/ ultimate holding company and/ or their subsidiaries/ associates
Out of equity shares issued by the company, shares held by its holding company, ultimate holding company and their subsidiaries/ associates are as below:

	March 31, 2017	
	Number of shares	Amount
Sterlite Ports Limited, Holding Company	49,999	4,99,990

Details of shareholders holding more than 5% shares in the Company

	March 31, 2017	
	No. of Shares Held	% of Holding
Sterlite Ports Limited, Holding Company	49,999	99.99%

GOA SEA PORT PRIVATE LIMITED
Notes to Financial Statements from the date of incorporation till March 31, 2017

7 Trade payables

	March 31, 2017
Trade payables - other than acceptances	5,00,000
	5,00,000

Notes
1. There are no amounts due to micro and small enterprises.
2. The trade payables are Non interest bearing and are normally settled in 30 days terms.

8 Other current financial liabilities

	March 31, 2017
Due to related parties (refer note - 13)	1,48,32,106
	1,48,32,106

9 Other current liabilities

	March 31, 2017
Statutory Liabilities	9,10,247
	9,10,247

10 Employee Benefits expense

	March 31, 2017
Salaries & Wages	9,30,960
	9,30,960

11 Other Expenses

	March 31, 2017
Advertisement Expenses	11,40,812
Conveyance & Travelling Expenses	2,50,933
Postage And Courier Expense	54,304
Consultancy,Professional Fees	85,94,917
Payment to Auditors	
- For Statutory Audit	5,00,000
Bank charges	2,02,306
	1,07,43,272

12 Earnings Per Share

The following reflects the income and share data used in the basic and diluted EPS computations:

	March 31, 2017
Loss attributable to equity share holders	(1,16,74,232)
Weighted average number of equity shares for EPS	33,014
EPS - Basic & Diluted (Rs. per share)	(354)
Nominal Value of Shares (Rs. per share)	10

13 Related party disclosure

(a) List of related parties and relationships:

Entity Controlling the Company (Holding Company)
- Sterlite Ports Limited

Ultimate Holding Company and its intermediaries

Ultimate Holding Company
- Volcan Investments Limited ('Volcan')

Intermediaries
- Vedanta Limited (formerly known as Sesa Sterlite Limited)

(b) Details of related party transactions (Excluding taxes, appliable if any) and balances outstanding as at year end are as stated below.

Particulars	Amount in INR From The Date Of Incorporation Till March 31, 2017
Transactions during the year	
Reimbursement of Expenses	
- Sterlite Ports Limited	91,02,459
- Vedanta Limited (Formerly Sesa Sterlite Limited)	41,33,712

* Details of related party transactions are reported by excluding taxes, if any

Outstanding balance at year end

Particulars	Amount in INR As at March 31, 2017
Other Payables	
- Sterlite Ports Limited	95,57,582
- Vedanta Limited (Formerly Sesa Sterlite Limited)	41,33,712

Terms and conditions of transactions with related parties

All transactions with related parties are made in ordinary course of business. There have been no guarantees provided or received for any related party receivables or payables. For the year ended March 31, 2017, the company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

14 Financial Instruments

(a) Risk management framework

The company’s businesses are subject to several risks and uncertainties including financial risks. The Company’s documented risk management polices act as an effective tool in mitigating the various financial risks to which the business is exposed to in the course of their daily operations. The risk management policies cover areas such as liquidity risk. Risks are identified through a formal risk management programme with active involvement of senior management personnel and business managers.Each significant risk has a designated ‘owner’ within the company at an appropriate senior level. The potential financial impact of the risk and its likelihood of a negative outcome are regularly updated.

The risk management process is coordinated by the Management Assurance function. The overall internal control environment and risk management programme including financial risk management is reviewed by the management.

The risk management framework aims to:
- improve financial risk awareness and risk transparency
- identify, control and monitor key risks
- identify risk accumulations
- provide management with reliable information on the Company’s risk situation
- improve financial returns

Treasury management

The company’s treasury function provides services to the business, co-ordinates access to domestic and international financial markets, monitors and manages the financial risks relating to the operations of the company through internal risk reports which analyses exposures by degree and magnitude of risks. These risks include market risk (including currency risk), credit risk and liquidity risk.
Treasury management focuses on capital protection, liquidity maintenance and yield maximization. The treasury policies are approved by the Board and adherence to these policies is strictly monitored at the Finance Standing Committee. A monthly reporting system exists to inform senior management of investments, debt and currency. The company has a strong system of internal control which enables effective monitoring of adherence to company’s policies. The internal control measures are effectively supplemented by regular internal audits.

(b) Financial risk

The Company’s Board approved financial risk policies comprise liquidity, foreign currency, interest rate and counterparty credit risk. The Company does not engage in speculative treasury activity but seeks to manage risk and optimize interest through proven financial instruments.

(i) Liquidity risk

The company requires funds both for short-term operational needs as well as for long-term investment projects. The Company generates sufficient cash flows from the current operations which together with the available cash and cash equivalents and short term investments provide liquidity both in the short-term as well as in the long term.

The company remains committed to maintaining a healthy liquidity, gearing ratio, deleveraging and strengthening our balance sheet. The maturity profile of the Company’s financial liabilities based on the remaining period from the date of balance sheet to the contractual maturity date is given in the table below. The figures reflect the contractual undiscounted cash obligation of the company.

	As at March 31, 2017				
	<1 year	**1-3 Years**	**3-5 Years**	**> 5 Years**	**Total**
Current					
- Trade payables	5,00,000	-	-	-	5,00,000
- Other current financial liabilities	1,48,32,106	-	-	-	1,48,32,106
Total	**1,53,32,106**	**-**	**-**	**-**	**1,53,32,106**

15 Commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for: Rs. 71,47,248

16 Specified Bank Notes

The company does not have cash transactions during the year and hence does not have any cash in the form of 'Specified Bank Notes' (SBNs) which are defined in the notification of the Government of India, in the Ministry of Finance, Department of Economic Affairs number S.O. 3407(E), dated November 8, 2016.

	SBNs	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	-	-	-
Add: Permitted receipts	-	-	-
Less: Permitted payments	-	-	-
Less: Amount deposited in Banks	-	-	-
Closing cash in hand as on 31.03.2017	-	-	-

17 Service Concession arrangement

The Company undertakes to implement a project for Redevelopment of certain berths at Port of Mormugao. The project is to be carried out on a design, build, finance, operate, transfer basis and the concession agreement between Mormugao Port Trust ('MPT') and the Company was signed in September 2016. The Company will be awarded with the concession after fulfilling conditions stipulated as a precedent to the concession agreement. Mormugao Port Trust has provided, in lieu of license fee and royalty an exclusive license to the Company for designing, engineering, financing, constructing, equipping, operating, maintaining, and replacing the project/project facilities and services. The concession period is 30 years from the date of the award of concession. The upgraded capacity is 19.22 mmtpa and the Mormugao Port Trust would be entitled to receive 20.5% share of the Gross Revenue as royalty. The Company is entitled to recover a tariff from the user(s) of the project facilities and services as per its Tariff Authority for Major Ports(TAMP) notification. The tariff rates are linked to the Wholesale Price Index (WPI) and would accordingly be adjusted as specified in the concession agreement every year. The ownership of all infrastructure assets, buildings, structures, equipment and other immovable and movable assets constructed, installed, located, created or provided by the Company at the project site and/or in the port’s assets pursuant to concession agreement would be with the Company until expiry of this concession agreement. The cost of any repair, replacement or restoration of the project facilities and services shall be borne by the Company during the concession period. The Company has to transfer all its rights, titles and interest in the assets comprised in the project facilities and services free of cost to MPT at the end of the concession period.

18 Standards Issued but not effective

Amendments to Ind AS 7 and Ind AS 102 have been issued but are effective from April 1, 2017. The Company assesses that there is no material impact for the same.

19 Events after the reporting period

There are no significant events which have occurred after the reporting period.

As per our report of even date

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

per **Vikram Mehta**
Partner
Membership No. 105938
Mumbai, July 7, 2017

For and on behalf of Board of Directors of Goa Sea Port Private Limited

GR Arun Kumar
Director
DIN: 01874769
Gurugram, July 7, 2017

Rajagopal Kishore Kumar
Director
DIN: 07148888