

**INDEPENDENT AUDITORS' REPORT**

**TO THE MEMBERS OF ARSS BUS TERMINAL PRIVATE LIMITED**

**Report on the Standalone Indian Accounting Standards (Ind As) Financial Statements**

1. We have audited the accompanying Standalone Financial Statements of **ARSS BUS TERMINAL PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2018, and the Statement of Profit and Loss (including 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 (together referred to as "Standalone Indian Accounting Standards (Ind As) Financial Statements"), which we have signed under reference to this report.

**Management's Responsibility for Standalone Indian Accounting Standards (Ind As) Financial Statements**

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

3. Our responsibility is to express an opinion on these Standalone Indian Accounting Standards (Ind As) Financial Statements based on our audit.
4. We have taken into account the provisions of the Act and the Rules made there under including 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 there under.
5. We conducted our audit of the standalone Indian Accounting Standards (Ind AS) Financial Statements, in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone Indian Accounting Standards (Ind AS) Financial Statements are free from material misstatement.



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

#### **Opinion**

8. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Indian Accounting Standards (Ind As) Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2018, and 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**

9. As required by the Companies (Auditor's Report) Order, 2016, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act ("the Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order.
10. As required by section 143(3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
  - c. The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account
  - d. In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act



- e. on the basis of written representations received from the directors as on March 31, 2018, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018, from being appointed as a director in terms of section 164 (2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure A.
- g. with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit & Auditors) Rules 2014, in our opinion and to the best of our information and accordingly to the explanations give to us :
  - i. the Company does not have any pending litigations as at March 31, 2018 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.

**For SUREKA ASSOCIATES**  
**Chartered Accountants**  
**Firm Registration No. 110640W**



**Suresh Sureka**  
**Partner**  
**Membership No. 34132**

Place: Mumbai  
Date: 9<sup>th</sup> May 2018



## ANNEXURE A TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 10(f) of the Independent Auditors' Report of even date to the members of **ARSS Bus Terminal Private Limited** on the financial statements as of and for the year ended March 31, 2018

### Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls over financial reporting of ARSS Bus Terminal Private Limited ("the Company") as of March 31, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

### Management's Responsibility for Internal Financial Controls

2. 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 Act.

### Auditors' Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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.
4. 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.
5. 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

6. 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.

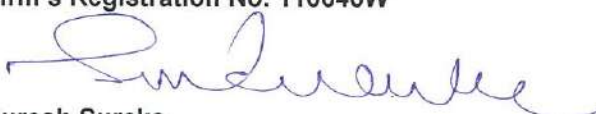
### Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

### Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For and on behalf of  
SUREKA ASSOCIATES  
Chartered Accountants  
Firm's Registration No. 110640W

  
Suresh Sureka  
Partner  
Membership No. 34132

Place : Mumbai  
Date : 9<sup>th</sup> May 2018



SUREKA ASSOCIATES  
CHARTERED ACCOUNTANTS

45 C, MANDHANA MANOR, MOGAL LANE,  
MATUNGA ROAD (W), MUMBAI 400 016.  
TEL.: 2430 6150, 2432 7608  
EMAIL: suresh@surekas.com

**ANNEXURE B TO INDEPENDENT AUDITORS' REPORT**

Referred to in paragraph 9 of the Independent Auditors' Report of even date to the members of **ARSS Bus Terminal Private Limited** on the financial statements as of and for the year ended March 31, 2018

- i. The Company does not have any fixed assets. Hence the question of records and physical verification thereof does not arise.
- ii. The Company does not have any inventory. Hence, the question of verification thereof does not arise.
- iii. The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Therefore, the provisions of Clause 3(iii), (iii)(a), (iii)(b) and (iii)(c) of the said Order are not applicable to the Company.
- iv. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of 180 of the Companies Act, 2013 in respect of the investments made.
- v. The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.
- vi. Pursuant to the rules made by the Central Government of India, the Company is not required to maintain cost records as specified under Section 148(1) of the Act in respect of its business.
- vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of income tax and service tax, and is regular in depositing undisputed statutory dues, and other material statutory dues, as applicable, with the appropriate authorities.  
(b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of income-tax, sales-tax, service-tax, duty of customs, duty of excise or value added tax which have not been deposited on account of any dispute.
- viii. According to the records of the Company examined by us and the information and explanation given to us, the Company does not have any borrowings from banks or financial institutions or has not issued any debentures. Hence the question of any default does not arise.
- ix. In our opinion, and according to the information and explanations given to us, the Company has not raised any moneys by way of term loans nor by way of initial public offer.
- x. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.
- xi. The Company has not paid nor provided for any managerial remuneration during the year.



**SUREKA ASSOCIATES**  
CHARTERED ACCOUNTANTS

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- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Ind Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.
- xv. The Company has not entered into any non cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order 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 provisions of Clause 3(xvi) of the Order are not applicable to the Company.

**For and on behalf of**  
**SUREKA ASSOCIATES**  
**Chartered Accountants**  
**Firm's Registration No. 110640W**



**Suresh Sureka**  
**Partner**  
**Membership No. 34132**

Place : Mumbai  
Date : 9<sup>th</sup> May 2018



ARSS Bus Terminal Private Limited

Balance Sheet as at 31 March 2018

(Rupees in lakhs)

	Notes	As at 31 March 2018	As at 31 March 2017
<b>ASSETS</b>			
<b>1. Non-current assets</b>			
(a) Capital work-in-progress	4	659.97	659.97
(b) Financial assets			
(i) Investments	5	210.52	1,150.00
<b>Total non-current assets</b>		<b>870.49</b>	<b>1,809.97</b>
<b>2. Current assets</b>			
(a) Financial assets			
(i) Cash and cash equivalents	6	0.66	1.54
(ii) Bank balances other than (i) above	7	42.01	42.02
(b) Other current assets	8	0.05	-
<b>Total current assets</b>		<b>42.72</b>	<b>43.56</b>
		<b>42.72</b>	<b>43.56</b>
<b>Total assets</b>		<b>913.21</b>	<b>1,853.54</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	9A	1,862.75	1,862.75
(b) Other equity	9B	(962.63)	(18.18)
<b>Total equity</b>		<b>900.11</b>	<b>1,844.57</b>
<b>LIABILITIES</b>			
<b>1. Non-current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings		-	-
(ii) Other financial liabilities		-	-
<b>Total non-current liabilities</b>		<b>-</b>	<b>-</b>
<b>2. Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	10	11.68	6.29
(ii) Other financial liabilities	11	1.28	2.18
(b) Other current liabilities	12	0.14	0.50
<b>Total current liabilities</b>		<b>13.09</b>	<b>8.97</b>
<b>Total equity and liabilities</b>		<b>913.21</b>	<b>1,853.54</b>

Notes forming part of the financial statements (Refer note 1 to 27)

As per our report of even date attached.

FOR SUREKA ASSOCIATES  
Chartered Accountants  
FRN: 110640W

Suresh Sureka  
Partner  
Membership No: 34132

Place: Mumbai  
Date: 9th May 2018



For and on behalf of the Board of Directors

Sandeep Garg  
Director

DIN : 00036419

Vinoo Sanjay  
Director

DIN : 07470339



## ARSS Bus Terminal Private Limited

## Statement of Profit and Loss for the year ended 31 March 2018

(Rupees in lakhs)

	Note	Year ended 31 March 2018	Year ended 31 March 2017
<b>I. Income</b>			
Revenue from operations		-	-
Other income	13	0.17	-
<b>Total Income</b>		<b>0.17</b>	<b>-</b>
<b>II. Expenses</b>			
Employee benefit expenses	14	3.13	2.10
Finance costs	15	0.06	0.01
Other expenses	16	1.95	3.09
<b>Total expenses</b>		<b>5.14</b>	<b>5.20</b>
<b>III. Profit before exceptional items and tax (I-II)</b>		<b>(4.97)</b>	<b>(5.20)</b>
<b>IV. Exceptional items (net)</b>	24	<b>(939.48)</b>	
<b>V. Profit before tax (III + IV)</b>		<b>(944.45)</b>	<b>(5.20)</b>
<b>VI. Tax expense</b>			
- Current tax		-	-
- Deferred tax charge / (credit)		-	-
<b>Total tax expense / (credit)</b>		<b>-</b>	<b>-</b>
<b>VII. Profit for the year (V -VI)</b>		<b>(944.45)</b>	<b>(5.20)</b>
<b>VIII. Other comprehensive income</b>			
Items that will not be reclassified to profit or loss			
- Remeasurement gain/(losses) on defined benefit plan		-	-
- Income tax effect on the above		-	-
<b>Other comprehensive income for the year (net of tax)</b>		<b>-</b>	<b>-</b>
<b>IX. Total comprehensive income for the year (VII+VIII)</b>		<b>(944.45)</b>	<b>(5.20)</b>
Earnings per equity share of Rs. 10 each fully paid-up			
Basic EPS (Rs)	21	(5.07)	(0.03)
Diluted EPS (Rs)		(5.07)	(0.03)

Notes forming part of the financial statements (Refer note 1 to 27)

As per our report of even date attached.

FOR SUREKA ASSOCIATES  
Chartered Accountants  
FRN : 110640W

Suresh Sureka  
Partner  
Membership No: 34132

Place: Mumbai  
Date: 9th May 2018



For and on behalf of the Board of Directors

(Sandeep Garg)  
Director

DIN : 00036419

(Vinoos Sanjay)  
Director

DIN : 07470339

ARSS Bus Terminal Private Limited

Statement of changes in equity for the year ended 31 March 2018

Equity share capital

(Rupees in lakhs)

	Amount
Balances as at 31 March 2016	1,862.75
Changes in equity share capital	-
Balances as at 31 March 2017	1,862.75
Changes in equity share capital	-
Balances as at 31 March 2018	1,862.75

Other equity

(Rupees in lakhs)

	Retained earnings	Total other equity
Balances as at 31 March 2016 (A)	(12.97)	(12.97)
Profit for the year	(5.20)	(5.20)
Other comprehensive income for the year	-	-
Total comprehensive income for the year (B)	(5.20)	(5.20)
Balances as at 31 March 2017 (C = (A + B))	(18.18)	(18.18)
Profit for the year	(944.45)	(944.45)
Other comprehensive income for the year	-	-
Total comprehensive income for the year (D)	(944.45)	(944.45)
Balances as at 31 March 2018 (E = (C + D))	(962.63)	(962.63)

Notes forming part of the financial statements (Refer note 1 to 27)

As per our report of even date attached.

FOR SUREKA ASSOCIATES  
Chartered Accountants  
FRN : 110640W

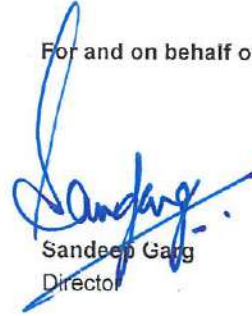


Suresh Sureka  
Partner  
Membership No: 34132

Place: Mumbai  
Date: 9th May 2018

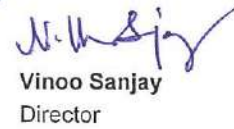


For and on behalf of the Board of Directors



Sandeep Gang  
Director

DIN : 00036419



Vinoo Sanjay  
Director

DIN : 07470339

ARSS Bus Terminal Private Limited

Statement of Cash Flow for the year ended 31 March 2018

(Rupees in lakhs)

	31 March 2018	31 March 2017
<b>Cash flows from operating activities</b>		
Net Profit before tax and exceptional items	(944.45)	(5.20)
Non cash item	-	-
Decrease/ (Increase) in Short term loans	(0.05)	0.22
(Decrease)/ Increase in Current Liability	(1.26)	4.82
Cash Generated/ (used) from/ in Operation	(945.76)	(0.16)
Tax Paid (net)	-	-
<b>Net cash flow from/ (used in) operating activities (A)</b>	<b>(945.76)</b>	<b>(0.16)</b>
<b>Cash flows from financing activities</b>		
Short term borrowing	5.38	-
<b>Net cash flow from/ (used in) in financing activities (C)</b>	<b>5.38</b>	<b>-</b>
<b>Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>(0.89)</b>	<b>(0.16)</b>
Cash and cash equivalents at the beginning of the year	43.56	43.73
<b>Cash and cash equivalents at the end of the year</b>	<b>42.67</b>	<b>43.56</b>
<b>Components of cash and cash equivalents</b>		
With banks- on current account *	42.67	43.56
<b>Total cash and cash equivalents</b>	<b>42.67</b>	<b>43.56</b>

\* As on date, Bank Account (State Bank of India amounting to Rs 42.01 Lacs) of the Company is frozen and hence the aforesaid bank balance classified as restricted bank balance.

Notes forming part of the financial statements (Refer note 1 to 27)

As per our report of even date attached.

FOR SUREKA ASSOCIATES

Chartered Accountants

FRN : 110640W

Suresh Sureka

Partner

Membership No: 34132

Place: Mumbai

Date: 9th May 2018



For and on behalf of the Board of Directors

Sandeep Garg

Director

DIN : 00036419

Vinoo Sanjay

Director

DIN : 07470339

## ARSS Bus Terminal Private Limited

### Notes forming part of the financial statements

#### 1 Corporate information

ARSS Bus Terminal Private Limited ('ABTPL' or 'the Company') is a wholly owned subsidiary company of Welspun Enterprises Limited. The Company is engaged into infrastructure development.

The separate financial statements (hereinafter referred to as "Financial Statements") of the Company for the financial year 2017-18 were authorised for issue in accordance with a resolution of board of directors on 9th May 2018

#### 2 Basis of preparation of financial statements

The financial statements are prepared on going concern basis in accordance with Indian Accounting Standards (Ind-AS) notified under the Companies (Indian Accounting Standards) Rules, 2015.

The financial statements have been prepared under the historical cost convention and on accrual basis, except for certain financial assets and liabilities which have been measured at fair value (Refer accounting policy regarding financial instruments)

The financial statements are presented in INR, except when otherwise indicated.

#### 3 Significant accounting policies

##### i) Current versus non-current classification

The Company presents assets and liabilities in the Balance Sheet based on current/ non-current classification. An asset is classified as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is classified as current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

The company has identified 12 months as its operating cycle.

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

##### ii) Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable. All revenues are accounted on accrual basis except to the extent stated otherwise.

##### a) Sale of goods

Revenue from sale of goods is recognized when all the significant risks and rewards of ownership of the goods have been passed to the buyer, usually on delivery of the goods. The Company collects Goods and Service Tax (GST) on behalf of the government and, therefore, these are not economic benefits flowing to the Company. Hence, they are excluded from revenue.



**b) Interest income**

For all debt instruments measured at amortized cost and interest bearing financial assets classified as fair value through other comprehensive income, interest income is recognized using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. Interest income is included in 'Other Income' in the statement of profit and loss.

**c) Dividend income**

Dividend income is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

**iii) Exceptional items**

On certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities of the company, is such that its disclosure improves an understanding of the performance of the Company. Such income or expense is classified as an exceptional item and accordingly disclosed in the notes

**iv) Property, Plant and Equipment**

Since there is no change in the functional currency, the Company has elected to continue with the carrying value for all of its property, plant and equipment as recognised in its previous GAAP financial statements as deemed cost at the transition date, viz., 1 April 2015.

Capital work-in-progress includes cost of property, plant and equipment under Installation / under development as at the balance sheet date.

**v) Impairment of non-financial assets**

The carrying amounts of non-financial assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An asset is treated as impaired when the carrying amount exceeds its recoverable value. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to the present value using a pre-tax discount rate that reflects current market assessment of the time value of money and risks specific to the assets. An impairment loss is charged to the statement of profit and loss in the year in which an asset is identified as impaired. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life. The impairment loss recognized in prior accounting periods is reversed by crediting the statement of profit and loss if there has been a change in the estimate of recoverable amount.

**vi) Taxes on income****a) Current tax**

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the reporting date. Current taxes are recognized in profit or loss except to the extent that the tax relates to items recognized in other comprehensive income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.



## b) Deferred tax

Deferred income tax is recognized on all temporary differences which are the differences between the carrying amount of an asset or liability in the statement of financial position and its tax base except when the deferred income tax arises from the initial recognition of an asset or liability that effects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred tax liabilities are recognized for all taxable temporary differences; and deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and unused tax losses, to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences, and the carry-forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient future taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date and based on the tax consequence which will follow from the manner in which the Company expects, at financial year end, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current income tax assets against current income tax liability and the deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum Alternate Tax (MAT) paid in accordance with tax laws, which give rise to future economic benefits in the form of adjustment of future tax liability, is recognized as an asset only when, based on convincing evidence, it is probable that the future economic benefits associated with it will flow to the Company and the assets can be measured reliably.

## vii) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand and other short term highly liquid investments with an original maturity of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

## viii) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. 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 except when the results would be anti-dilutive.



## ix) Provisions, contingent liabilities and contingent assets

### a) Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) where, as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made to the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risk specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources embodying economic benefits will be required to settle the obligation, the provision is reversed.

### b) Contingent liabilities and contingent assets

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 which 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. Information on contingent liabilities is disclosed in the notes to the financial statements, unless the possibility of an outflow of resources embodying economic benefits is remote.

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits to the entity. Contingent assets are not recognised in financial statements since this may result in the recognition of income that may never be realised. Contingent assets are disclosed if the inflow of economic benefits is probable.

## x) 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.

### A. Financial assets

#### a) Initial recognition and measurement

Financial assets are recognized when the Company becomes a party to the contractual provisions of the instrument. The Company determines the classification of its financial assets at initial recognition. All financial assets are recognized initially at fair value plus transaction costs that are directly attributable to the acquisition of the financial asset except for financial assets classified as fair value through profit or loss.

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 recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

#### b) Subsequent measurement

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

- i) Debt instruments measured at amortised cost
- ii) Debt instruments measured at fair value through other comprehensive income (FVTOCI)
- iii) Debt instruments measured at fair value through profit or loss (FVTPL)
- iv) Equity instruments measured at FVTOCI or FVTPL



### **Debt instruments**

The subsequent measurement of debt instruments depends on their classification. The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

#### **i) Debt instruments measured at amortised cost**

Debt instruments that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in the statement of profit and loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

#### **ii) Debt instruments measured at FVTOCI**

Debt instruments that are held for collection of contractual cash flows and for selling the financial assets, where the assets cash flows represent solely payment of principal and interest, are measured at FVTOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses and interest income which are recognised in statement of profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in the OCI is reclassified from equity to statement of profit and loss. Interest income from these financial assets is included in finance income using the effective interest rate method.

#### **iii) Debt instruments measured at FVTPL**

Debt instruments that do not meet the criteria for amortised cost or FVTOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised and presented net in the statement of profit and loss in the period in which it arises. Interest income from these financial assets is included in other income.

#### **iv) Equity instruments**

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as FVTPL. The Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to profit or loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

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

### **B. Derecognition of financial assets**

A financial asset is derecognised only when

- i) The Company has transferred the rights to receive cash flows from the financial asset or
- ii) retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

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





### **C. Impairment of financial assets**

The Company assesses impairment based on expected credit losses (ECL) model to the following:

- i) Financial assets measured at amortised cost
- ii) Financial assets measured at fair value through other comprehensive income (FVTOCI)

Expected credit losses are measured through a loss allowance at an amount equal to

- i) the twelve months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within twelve after the reporting date) or
- ii) full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, twelve months ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the Company reverts to recognising impairment loss allowance based on twelve months ECL.

### **D. Financial liabilities**

#### **a) Initial recognition and measurement**

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. The Company determines the classification of its financial liability at initial recognition. All financial liabilities are recognised initially at fair value plus transaction costs that are directly attributable to the acquisition of the financial liability except for financial liabilities classified as fair value through profit or loss.

#### **b) Subsequent measurement**

For the purposes of subsequent measurement, financial liabilities are classified in two categories:

- i) Financial liabilities measured at amortised cost
- ii) Financial liabilities measured at FVTPL (fair value through profit or loss)

#### **i) Financial liabilities measured at amortised cost**

After initial recognition, financial liability are subsequently measured at amortized cost using the EIR method. Gains and losses are recognised in the statement of profit and loss when the liabilities are derecognised as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in the statement of profit and loss.

#### **ii) Financial liabilities measured at fair value through profit or loss (FVTPL)**

Financial liabilities at FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Financial liabilities at FVTPL are carried in the statement of profit and loss at fair value with changes in fair value recognized in the statement of profit and loss.

#### **c) 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 the statement of profit and loss.



#### x) Fair value measurement

The Company measures financial instruments, such as, investment in debt and equity instruments at fair value at each reporting date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

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

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

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

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

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

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



ARSS Bus Terminal Private Limited

Notes forming part of the financial statements

4 Capital work-in-progress

(Amount in Lakhs)

	Capital work-in-progress
<i>Gross carrying amount (cost)</i>	
As at	
31 March 2016	659.97
Additions	-
Disposals	-
Transfer to assets held for sale	-
As at 31 March 2017	659.97
Additions	-
Disposals	-
Transfer to assets held for sale	-
As at 31 March 2018	659.97



ARSS Bus Terminal Private Limited

Notes forming part of the financial statements

Financial assets

**5 Non-current investments** (Amount in Lakhs)

	As at 31 March 2018	As at 31 March 2017
<b>Unquoted - Trade</b>		
<b>Investment in Fellow Subsidiaries- Carrying Value</b>		
MSK Projects (Kim Mandvi Corridor) Private Limited 1,150,000 (31 March 2017 : 1,150,000) 0% unsecured compulsorily convertible debentures of Rs 100 each fully paid.	1,150.00	1,150.00
Less : Provision for expected credit loss (Refer note 24) (Each debenture shall be compulsorily convertible into 10 equity Shares of Rs. 10 each of the Company at the end of the 5 years from the date of allotment )	(939.48)	-
<b>Total</b>	<b>210.52</b>	<b>1,150.00</b>
<b>Aggregate value of unquoted investments</b>	<b>210.52</b>	<b>1,150.00</b>

**6 Cash and cash equivalents** (Amount in Lakhs)

	As at 31 March 2018	As at 31 March 2017
Balances with banks		
- In current accounts	0.66	1.54
- Deposit Accounts having original maturity of less than three months		
<b>Total</b>	<b>0.66</b>	<b>1.54</b>

For the purpose of the statement of cash flows, cash and cash equivalents comprise the following:

	As at 31 March 2018	As at 31 March 2017
Balances with banks		
- In current accounts	0.66	1.54
- In current accounts - Restricted bank account	42.01	42.02
<b>Total</b>	<b>42.67</b>	<b>43.56</b>



**7 Other bank balances**

(Amount in Lakhs)

	As at 31 March 2018	As at 31 March 2017
Balances with banks		
-Restricted bank balance *	42.01	42.02
<b>Total</b>	<b>42.01</b>	<b>42.02</b>

\* As on date, Bank account (State Bank of India) amounting to Rs 42.01 Lacs (31 March 2017 Rs 42.02 Lacs) of the Company is frozen and hence the aforesaid bank balance classified as Restricted Bank Balance.

**8 Other current assets**

	As at 31 March 2018	As at 31 March 2017
Balance with Government authorities		
- Indirect tax	0.05	-
<b>Total</b>	<b>0.05</b>	<b>-</b>



ARSS Bus Terminal Private Limited

Notes forming part of the financial statements

Share capital and other equity

9A - Equity share capital

Particulars	(Amount in Lakhs)	
	As at 31 March 2018	As at 31 March 2017
<b>Authorised share capital</b>		
20,000,000 (20,000,000 31 March 2017) Equity Shares of Rs.10 each fully paid up	2,000.00	2,000.00
<b>Issued, subscribed and paid up</b>		
18,627,451 (18,627,451 31 March 2017) Equity Shares of Rs.10 each fully paid up	1,862.75	1,862.75
	<b>1,862.75</b>	<b>1,862.75</b>

**Terms/ rights attached to equity shares**

The company has only one class of equity shares having par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholder in the ensuing Annual General Meeting.

In the event of liquidation of the company, the holder of the 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.

(i) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the last five years immediately preceding the reporting date

Particulars	As at 31 March 2018	As at 31 March 2017
Equity shares allotted as fully paid up for consideration other than cash	Nil	Nil
Equity shares allotted as fully paid up bonus shares	Nil	Nil
Equity shares bought back	Nil	Nil

(ii) Shares held by holding/ ultimate holding companies and / or their subsidiaries/ associates

Particulars	As at 31 March 2018		As at 31 March 2017	
	Number of shares	% Holding	Number of shares	% Holding
Welspun Enterprises Limited	18,627,451	100.00%	18,627,451	100.00%

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

Particulars	As at 31 March 2018		As at 31 March 2017	
	Number of shares	% Holding	Number of shares	% Holding
Welspun Enterprises Limited	18,627,451	100.00%	18,627,451	100.00%



(iv) Reconciliation of the number of shares outstanding and the amount of the share capital

Particulars	As at 31 March 2018		As at 31 March 2017	
	Number of shares	Amount	Number of shares	Amount
Number of shares at the beginning of the period	18,627,451	1,862.75	18,627,451	1,862.75
Add : Shares issued during the year	-	-	-	-
Number of shares at the end of the period	18,627,451	1,862.75	18,627,451	1,862.75

9B - Other equity

(Amount in Lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017
	Retained earnings	(962.63)
<b>Total</b>	<b>(962.63)</b>	<b>(18.18)</b>

(i) Retained earnings

(Amount in Lakhs)

Particulars	As at 31 March 2018	As at 31 March 2017
	Opening balance	(18.18)
Total Comprehensive income for the year	(944.45)	(5.20)
Transferred	-	-
Closing balance	(962.63)	(18.18)



ARSS Bus Terminal Private Limited

Notes forming part of the financial statements

10 Current financial liabilities - borrowings (Amount in Lakhs)

	As at 31 March 2018	As at 31 March 2017
<b>Unsecured</b>		
Loans repayable on demand - From related parties	11.68	6.29
<b>Total</b>	<b>11.68</b>	<b>6.29</b>

11 Current financial liabilities - others

	As at 31 March 2018	As at 31 March 2017
Payable to employees	0.01	-
Creditors for expenses	1.27	2.18
<b>Total</b>	<b>1.28</b>	<b>2.18</b>

12 Other current liabilities

	As at 31 March 2018	As at 31 March 2017
Statutory dues payable	0.14	0.50
<b>Total</b>	<b>0.14</b>	<b>0.50</b>





ARSS Bus Terminal Private Limited

Notes forming part of the financial statements

13 Other income	(Amount in Lakhs)	
	Year ended 31 March 2018	Year ended 31 March 2017
Miscellaneous income	0.17	-
<b>Total</b>	<b>0.17</b>	<b>-</b>

14 Employee benefit expenses	(Amount in Lakhs)	
	Year ended 31 March 2018	Year ended 31 March 2017
Salaries, wages and bonus	3.13	2.10
<b>Total</b>	<b>3.13</b>	<b>2.10</b>

15 Finance costs	(Amount in Lakhs)	
	Year ended 31 March 2018	Year ended 31 March 2017
Bank charges and other finance costs	0.01	0.01
Other interest costs	0.05	-
<b>Total</b>	<b>0.06</b>	<b>0.01</b>

16 Other expenses	(Amount in Lakhs)	
	Year ended 31 March 2018	Year ended 31 March 2017
Rates and taxes	0.10	0.54
Legal and professional fees	0.19	0.32
Directors sitting fees	0.80	1.40
Payment to Auditor :-		
- As Auditor	0.60	0.67
Miscellaneous expenses	0.26	0.17
<b>Total</b>	<b>1.95</b>	<b>3.09</b>



Notes forming part of the financial statements

**17 Significant accounting judgements, estimates and assumptions**

The preparation of financial statements requires management to exercise judgment in applying the Company's accounting policies. It also requires the use of estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses and the accompanying disclosures including disclosure of contingent liabilities. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis, with revisions recognised in the period in which the estimates are revised and in any future periods affected.

**Judgements**

The management has exercised judgements in determining whether the Company exercises control/ significant influence over the entity.

**Estimates and assumptions**

**a) Contingencies and commitments**

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that have a low probability of crystallising or are very difficult to quantify reliably, are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not provided for in the financial statements. There can be no assurance regarding the final outcome of these legal proceedings.

**b) Useful lives and residual values**

The Company uses Schedule II of Companies Act 2013 for estimating the useful lives and residual values of property, plant and equipment, investment property and intangible assets at each financial year end.

**c) Impairment testing**

i. Judgment is also required in evaluating the likelihood of collection of customer debt after revenue has been recognised. This evaluation requires estimates to be made, including the level of provision to be made for amounts with uncertain recovery profiles. Provisions are based on historical trends in the percentage of debts which are not recovered, or on more detailed reviews of individually significant balances.

ii. Determining whether the carrying amount of these assets has any indication of impairment also requires judgment. If an indication of impairment is identified, further judgment is required to assess whether the carrying amount can be supported by the net present value of future cash flows forecast to be derived from the asset. This forecast involves cash flow projections and selecting the appropriate discount rate.

**d) Tax**

a) The Company's tax charge is the sum of the total current and deferred tax charges. The calculation of the Company's total tax charge necessarily involves a degree of estimation and judgment in respect of certain items whose tax treatment cannot be finally determined until resolution has been reached with the relevant tax authority or, as appropriate, through a formal legal process.

b) Accruals for tax contingencies require management to make judgments and estimates in relation to tax audit issues and exposures.

c) The recognition of deferred tax assets is based upon whether it is more likely than not that sufficient and suitable taxable profits will be available in the future against which the reversal of temporary differences can be deducted. Where the temporary differences are related to losses, the availability of the losses to offset against forecast taxable profits is also considered. Recognition therefore involves judgment regarding the future financial performance of the particular legal entity or tax Company in which the deferred tax asset has been recognized.

**e) Fair Value Measurement**

A number of Company's accounting policies and disclosures require the measurement of fair values, for both financial and non- financial assets and liabilities.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

-Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

-Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. prices) or indirectly (i.e. derived from prices).

-Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of a fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.



**f) Standards issued but not yet effective**

The amendments to standards that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these standards, if applicable, when they become effective.

The Ministry of Corporate Affairs (MCA) has issued the Companies (Indian Accounting Standards) Amendment Rules, 2017 and Companies (Indian Accounting Standards) Amendment Rules, 2018 amending the following standard.

**Ind AS 115 Revenue from Contracts with Customers**

Ind AS 115 was issued on 28 March 2018 and establishes a five-step model to account for revenue arising from contracts with customers. Under Ind AS 115, revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The company is evaluating the requirements of the amendment and the effect on the financial statements is being evaluated.

**18 Financial risk management objectives and policies**

The Company is exposed to market risk, credit risk and liquidity risk. The Company's management oversees the management of these risks.

**Market risk**

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The sensitivity analysis excludes the impact of movements in market variables on the carrying value of post-employment benefit obligations provisions and on the non-financial assets and liabilities. The sensitivity of the relevant profit and loss item is the effect of the assumed changes in respective market risks.

**a) Interest rate risk**

Interest rate risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. In order to optimize Company's position with regard to interest income and interest expenses and manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instrument in its total portfolio.

**(i) Interest rate risk exposure**

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact of change in interest rate of borrowings, as follows:

(Amount in Lakhs)

Effect on Profit before tax	Year ended 31 March 2018	Year ended 31 March 2017
Interest rates : (Increase) by 50 basis points	Nil	Nil
Interest rates : Decrease by 50 basis points	Nil	Nil

**Foreign Currency risk**

Currency risk is the risk that the fair value or future cash flows fluctuate because of changes in market prices of various currencies against the functional currency. However the Company is currently not exposed to foreign currency risk.

**Credit risk**

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. Individual risk limits are set accordingly.

**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 the funds are available for use as per the requirements.



The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments as at 31 March 2018

	Total	Less than 1 year	1 to 5 years
<b>Financial Liabilities</b>			
Borrowings	11.68	11.68	-
Other current financial liabilities	1.28	1.28	-
<b>Total</b>	<b>12.95</b>	<b>12.95</b>	<b>-</b>

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments as at 31 March 2017

	Total	Less than 1 year	1 to 5 years
<b>Financial Liabilities</b>			
Borrowings	6.29	6.29	-
Other current financial liabilities	2.18	2.18	-
<b>Total</b>	<b>8.47</b>	<b>8.47</b>	<b>-</b>

### 19 Capital Management

For the purpose of Company's capital management, capital includes issued capital and other equity reserves attributable to the shareholders. The primary objective of the Company's Capital Management is to maximize shareholder value. The company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants, if any.

The Company monitors capital using gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing borrowings, trade and other payables, less cash and cash equivalents.

	(Amount in Lakhs)	
	As at 31 March 2018	As at 31 March 2017
Borrowing from related parties	11.68	6.29
Other current financial liabilities	1.28	2.18
Less : cash and cash equivalents	(42.67)	(43.56)
<b>Net Debt</b>	<b>(29.72)</b>	<b>(35.09)</b>
Equity share capital	1862.75	1862.75
Other equity	(962.63)	(18.18)
<b>Total Capital</b>	<b>900.11</b>	<b>1844.57</b>
<b>Capital and net debt</b>	<b>870.40</b>	<b>1809.48</b>
<b>Capital Gearing Ratio</b>	<b>-3%</b>	<b>-2%</b>

No changes were made in the objectives, policies and processes for managing capital during the year ended 31 March 2018 and 31 March 2017.



ARSS Bus Terminal Private Limited

Notes forming part of the financial statements

20 Fair value measurements

On comparison by class of the carrying amounts and fair value of the Company's financial instruments, the carrying amounts of the financial instruments reasonably approximates fair.

Financial instruments by category

(Amount in Lakhs)

	As at 31 March 2018		As at 31 March 2017	
	FVTPL	Amortised Cost	FVTPL	Amortised Cost
<b>Financial assets (other than investment in subsidiaries, joint venture and associates)</b>				
<b>Current assets</b>				
Cash and cash equivalents	-	0.66	-	1.54
Bank balances	-	42.01	-	42.02
<b>Total financial assets</b>	-	<b>42.67</b>	-	<b>43.56</b>
<b>Financial liabilities</b>				
<b>Current liabilities</b>				
Borrowings	-	11.68	-	6.20
Other financial liabilities	-	1.28	-	2.18
<b>Total financial liabilities</b>	-	<b>12.95</b>	-	<b>8.47</b>

Fair value hierarchy

The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The following methods and assumptions were used to estimate the fair values:

Fair value of the cash and short term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial instruments approximate their carrying amounts largely due to short term maturities of these instruments.



## 21 Earnings per share (EPS)

(Amount in Lakhs)

	Year ended 31 March 2018	Year ended 31 March 2017
Net profit after tax available for equity shareholders	(944.45)	(5.20)
Weighted average number of equity shares of Rs. 10 each outstanding during the year used for calculating basic EPS (Number of shares)	18,627,451	18,627,451
Weighted average number of equity shares of Rs. 10 each outstanding during the year used for calculating diluted EPS (Number of shares)	18,627,451	18,627,451
Basic earnings per share	(5.07)	(0.03)
Diluted earnings per share	(5.07)	(0.03)

## 22 Segment Information

The Company is engaged in only one business segment ie infrastructure development. The Company is operating in a single geographical segment ie India.

## 23 Disclosure as required by Ind AS 24 - Related Party disclosures

### a) Particulars of Holding Companies

Name of the entitieo	Extent of holding	
	As at 31 March 2018	As at 31 March 2017
Welspun Enterprises Limited	100%	100%

### b) Name of Fellow subsidiaries

MSK Projects (Kim Mandvi Corridor) Private Limited

### c) Directors / Key managerial Personnel (KMP)

Name of the Related Parties	
Mr. Sandeep Garg	Director
Mr Apurva Kumar Dasgupta *	Director
Mr Deepak Chauhan	Director
Ms. Mala Todarwal	Director
Mr. Vinoo Sanjay	Director and CFO

\* Ceased to be director 23rd November 2017

### d) The following transactions were carried out with related parties in the ordinary course of business:

Nature of transactions	Year ended 31 March 2018	Year ended 31 March 2017
Expenses incurred on behalf of the Company		
Welspun Enterprises Limited	5.38	5.22
Amount received		
Welspun Enterprises Limited	-	1.00
Amount repaid/ adjusted		
Welspun Enterprises Limited	-	1.00
Impairment loss during the year		
MSK Projects (Kim Mandvi Corridor) P Ltd	939.48	-



**Closing balances as at**

Nature of transactions	As at 31 March 2018	As at 31 March 2017
<b>Investment in Compulsorily Convertible Debentures</b> MSK Projects (Kim Mandvi Corridor) P Ltd	1,150.00	1,150.00
<b>Provision for impairment of investment</b> MSK Projects (Kim Mandvi Corridor) P Ltd	939.48	-
<b>Creditor for expenses</b> Welspun Enterprises Limited	11.68	6.29

- 24 The Company had made an assessment of the recoverable value of investment made in MSK Projects (Kim Mandvi) Corridor Private Limited ('Kim Mandvi'), taking into account the prevailing business conditions and revised expectations of the future performance given the understanding built up since acquisition.

Based on above factors and as a matter of prudence, the Company had recognised an impairment loss in the value of investment made in Kim Mandvi to the tune of 939.48 lakhs. The same is disclosed under "Exceptional items" in the Statement of Profit and Loss. The recoverable amount of the investment was determined at Rs 210.52 lakhs, which was based on its value in use.

- 25 Under the Micro, Small and Medium Enterprise Development Act, 2006 ("MSMED Act") which came into force effective from October 2, 2006, certain disclosures relating to amounts due to micro, small and medium enterprises are required to be made. As the relevant information is not yet readily available and /or not given or confirmed by such enterprises, it is not possible to give required information in the accounts. However, in view of the management, the impact of interest, if any, which may subsequently become payable to such enterprises in accordance with the provisions of the Act, would not be material and the same, if any, would be disclosed in the year of payment of interest

- 26 Details of loans given, investments made and guarantee given covered U/s 186 of the Companies Act, 2013

The Company is engaged in the business of providing infrastructural facilities as specified under Schedule VI of the Companies Act 2013 (the 'Act') and hence the provisions of Section 186 of the Act related to loans/ guarantees given or securities provided are not applicable to the Company.



27 Figures for the previous year are re-classified/ re-arranged/ re-grouped, wherever necessary to be in conformity with the figures of the current year's classification/ disclosure.

As per our report of even date attached.

**FOR SUREKA ASSOCIATES**

Chartered Accountants

FRN : 110640W



Suresh Sureka

Partner

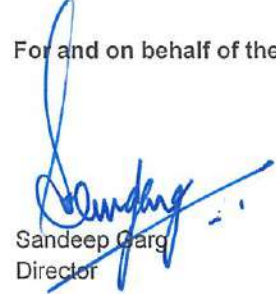
Membership No: 34132

Place: Mumbai

Date: 9th May 2018



For and on behalf of the Board of Directors



Sandeep Garg  
Director

DIN : 00036419



Vinoo Sanjay  
Director

DIN : 07470339