

# STARLOG ENTERPRISES LIMITED

Annual Report 2018



## CORPORATE INFORMATION

### BOARD OF DIRECTORS

Kumkum Agarwal  
Saket Agarwal  
Ravishankar Gopalan  
Ashutosh Chaturvedi

### COMPANY SECRETARY

Aditi Shah

### AUDITORS

M/s B. M. Chaturvedi & Co.  
Chartered Accountants  
32, Jolly Maker Chambers II,  
Nariman Point,  
Mumbai – 400021

### REGISTERED OFFICE

141, Jolly Maker Chambers II,  
14th Floor, Nariman Point,  
Mumbai – 400021  
Tel: +91 22 236 65 333  
Fax: +91 22 2364 9236  
Email: [hq@starlog.in](mailto:hq@starlog.in) / [cs@starlog.in](mailto:cs@starlog.in)  
Website: <https://www.starlog.in>  
CIN: L63010MH1983PLC031578

### BANKERS

Axis Bank Limited  
Bank of India  
Bank of Baroda  
HDFC Bank Limited  
ICICI Bank Limited  
IDBI Bank  
The Jammu & Kashmir Bank Limited  
UCO Bank  
YES Bank Limited

### REGISTRAR AND SHARE TRANSFER AGENT

Bigshare Services Private Limited  
Bharat Tin Works Building, 1st Floor,  
Opp Vasant Oasis, Makwana Road,  
Next to Keys Hotel, Marol,  
Andheri (East), Mumbai 400 059  
Tel: +91 022 – 62638200|Fax: 62638299  
Website : [www.bigshareonline.com](http://www.bigshareonline.com)  
Email : [investor@bigshareonline.com](mailto:investor@bigshareonline.com)

### INDEX

Notice	5
Board's Report & Annexures	11
Management Discussion & Analysis	28
Report on Corporate Governance	31
Auditors' Report on Standalone Financial Statements	44
Standalone Financial Statements	53
Auditors' Report on Consolidated Financial Statements	84
Consolidated Financial Statements	91
Attendance Slip and Proxy Form	139

### ANNUAL GENERAL MEETING

Date : Monday, 31<sup>st</sup> December, 2018

Time : 4.00 p.m.

Venue : Sangam Hall, Agarwal Bhawan,  
100/C Marine Drive,  
Next to Indian Oil Petrol Pump,  
Mumbai 400 002.

**Date of Book Closure:** 24<sup>th</sup> December, 2018  
to  
31<sup>st</sup> December, 2018





#### STANDALONE FINANCIAL RESULTS FOR LAST 5 YEARS

(₹ In Crores)

Particulars	*2017-18	*2016-17	2015-16	2014-15	2013-14
Gross Receipts	28.66	63.55	90.29	77.43	76.34
Gross Profit/(Loss) before Interest and depreciation	(1.14)	25.44	52.44	32.63	37.68
Less: Interest	(21.15)	(29.26)	(29.53)	(31.50)	(30.18)
Less: Depreciation	(16.66)	(20.58)	(24.11)	(22.59)	(35.00)
Add: Any Extra-Ordinary/ Income	26.95	-	-	1.55	-
Profit/(Loss) Before Tax	(12.00)	24.40	(1.20)	(19.90)	(27.50)
Less: Provision for Taxation	-	-	-	-	-
Add/(Less): Reversal /(Provision) of Deferred Tax	-	(0.92)	(0.46)	6.21	9.20
Add/(less):Reversal/(Provision) for Tax for earlier year	-	-	-	-	-
Profit/(Loss) After Tax	(12.00)	(23.48)	(0.74)	(13.69)	(18.30)
Add: Profit/(Loss) brought forward from earlier Year	(9.05)	14.43	15.17	28.86	47.16
Net Profit/(Loss) available for appropriation	(21.05)	(9.05)	14.43	15.17	28.86
Interim Dividend on Equity Share (including Corporate Dividend Tax)	-	-	-	-	-
Proposed Dividend (including Corporate Dividend Tax)	-	-	-	-	-
Transfer to General Reserve	-	-	-	-	-
Balance Carried to Balance Sheet	(21.00)	(9.00)	14.43	15.17	28.86
Gross Block	464.55	554.86	554.87	606.10	629.20
Net Worth	139.68	152.87	175.68	198.47	212.47
Debt: Equity	1.64:1	1.05:1	0.98:1	1.08:1	1.12:1
Cash Profit/(Loss)	4.66	(2.90)	23.37	8.90	16.70

\* Figures are as per IND-AS



## NOTICE

Notice is hereby given that Thirty Fourth Annual General Meeting (AGM) of the members of **Starlog Enterprises Limited** (Company) will be held on Monday, December 31, 2018 at 4.00 p.m. at Sangam Hall, Agarwal Bhawan, 100/C Marine Drive, Next to Indian Oil Petrol Pump, Mumbai 400 002, to transact the following business: ORDINARY BUSINESS

### ORDINARY BUSINESS

1. To consider and adopt:
  - a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2018 together with the Reports of the Board of Directors and Auditors thereon; and
  - b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2018 together with the Report of Auditors thereon.
2. To appoint a Director in place of Mrs. Kumkum Agarwal (DIN: 00944021), who retires by rotation and being eligible, offers herself for re-appointment.

**By order of the Board of Directors  
For Starlog Enterprises Limited**

**Aditi Shah  
Company Secretary**

**Place:** Mumbai  
**Date:** December 8, 2018

**Registered Office:**  
141, Jolly Maker Chambers II,  
14th Floor, Nariman Point,  
Mumbai – 400021  
Tel: +91 22 2366 5333  
Fax: +91 22 2364 9236  
Email: [hq@starlog.in](mailto:hq@starlog.in)  
[cs@starlog.in](mailto:cs@starlog.in)  
CIN: L63010MH1983PLC031578

### NOTES:

1. Pursuant to SS-2 issued by the Institute of Company Secretaries of India, the route map for reaching the meeting venue showing the prominent landmarks is given elsewhere in this notice.
2. PURSUANT TO SECTION 105 OF THE COMPANIES ACT, 2013, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
3. The instrument appointing proxy should however, be deposited at the Registered Office of the Company not less than forty eight (48) hours before the commencement of the Meeting. A person can act as a proxy on behalf of the members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A Proxy form is enclosed herewith. Proxies submitted on behalf of limited companies, societies etc., must be supported by an appropriate resolution/ authority as applicable.
4. Every member entitled to vote at a meeting of the Company, or on any resolution to be moved thereat, shall be entitled, during the period beginning twenty-four hours before the time fixed for the commencement of the 34th Annual General Meeting and ending with the conclusion of the said Annual General Meeting, to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than three days of notice in writing of the intention so to inspect is given to the Company.
5. In terms of the Articles of Association of the Company read with Section 152 of the Companies Act, 2013, Mrs. Kumkum Agarwal, retires by rotation at the ensuing AGM and being eligible, offers herself for re-appointment. The Board of Directors of your Company recommends her re-appointment.

6. The Brief details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Directors proposed to be appointed/re-appointed at the AGM is annexed hereto.
7. Corporate members are requested to send a duly certified copy of the Board resolution authorizing their representatives to attend and vote on their behalf at the AGM.
8. Members/proxies should fill in the attendance slip for attending the Meeting and bring their attendance slip along with their copy of Annual Report to the Meeting.
9. In case of joint holders attending the Meeting, only one such joint holder who is the first in the order of names will be entitled to vote.
10. Members who hold share(s) in electronic form are requested to write their DP Id and Client Id number and those who hold share(s) in physical form are requested to write their folio numbers in the attendance slip for attending the Meeting to facilitate their identification at the Meeting.
11. Members holding shares in the physical form are requested to advise any change of address immediately to the Company/ Registrar and Transfer Agents (RTA) viz., Bigshare Services Private Limited (hereinafter referred to as "RTA").
12. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, 24<sup>th</sup> December, 2018 to Monday, 31<sup>st</sup> December, 2018 (both days inclusive) for the purpose of Annual General Meeting.
13. Non-resident Indian members are requested to inform RTA immediately on:
  - a. the change in the residential status on return to India for permanent settlement and
  - b. the particulars of the bank accounts maintained in India with complete name of bank, branch, account type, account number and address of the bank, if not furnished earlier.
14. For the proper conduct of the meeting and participation of the members, the members are requested to handover the enclosed attendance slip duly signed as per their specimen signature(s) registered with the Company for admission to the meeting hall.
15. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days between 11.00 a.m. and 1.00 p.m. up to the date of the Meeting, except Saturdays.
16. On 28<sup>th</sup> February, 2017, the Ministry of Corporate Affairs notified Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Amendment Rules, 2017. Further, as per provisions of Section 124(6) of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Amendment Rules, 2016, including the statutory modification(s) or re-enactments thereof, for the time being in force ("IEPF Rules, 2016"), equity shares of the Company in respect of which dividend amounts have not been claimed/ encashed for the last seven consecutive years or more are required to be transferred by the Company to the IEPF Account of the Investor Education and Protection Fund Authority.

An amount of ₹ 3,06,610, being unclaimed/unpaid dividend of the Company for the financial year ended March 31, 2011 was transferred on April 12, 2018 to IEPF. No claim lies against the Company in respect thereof.

Due date for transferring unclaimed/unpaid dividends declared by the Company for the financial year 2011-12 (interim) to IEPF was December 13<sup>th</sup>, 2018. Further, the Company transferred 37,567 shares of 282 shareholders to IEPF on November 5, 2018.

Financial Year ended	Date of declaration of dividend	Last date for claiming unpaid / unclaimed dividend from the Company
<b>March 31, 2012 (Interim)</b>	November 14, 2011	December 13, 2018

The members/claimants whose shares, unclaimed dividend, sale proceeds of fractional shares etc. have been transferred to IEPF may claim their shares or apply for refund by making an application to the IEPF Authority in



e-Form IEPF-5. Members are requested to claim all the unpaid/unclaimed dividend to avoid transfer of dividend or shares as the case may be to the IEPF Account and are requested to contact Bigshare Services Private Limited, the RTA of the Company for claiming the dividend. Members desirous of getting any information relating to accounts and operation of the Company are requested to send their queries at least 7 days in advance of the Meeting so that the information required may be made available at the Meeting.

17. The Securities and Exchange Board of India (SEBI) vide circular dated April 20, 2018 and July 16, 2018 has mandated the submission of Permanent Account Number (PAN) and Bank Account details of security holders and every market participant. The shareholders whose PAN and Bank account details are not available with the Company / RTA have been sent a letter at their last known address and subsequently two reminders as well. Members holding shares in physical form can submit their PAN to the Company / RTA, Bigshare Services Private Limited.
18. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send their share certificates to Bigshare Services Private Limited (RTA), for consolidation into a single folio.
19. The members of the Company holding their shares in physical form or in dematerialized form, who have not registered their e-mail IDs and Mobile number with the Company or Depository Participant to receive documents like Notice, Annual Reports and alike correspondence through electronic mode, are requested to send their e-mail IDs and Mobile number either to the Company's id: cs@starlog.in or Registrars and Transfer Agent or their Restective Depository Participant.
20. As per SEBI notification dated June 8, 2018 regarding amendment to Regulation 40 of SEBI (LODR) Regulations, 2015, transfer of shares would be mandated in demat form only. Shareholders are advised to take note of the same.
21. Members are requested to:
  - a. consider dematerializing the equity shares held by them;
  - b. intimate the Company's Registrar and Share Transfer Agent/ their Depository Participant (DP) change, if any, in their registered address at an early date;
  - c. quote ledger folio numbers and/or DP Id and Client Id Number in all their correspondence;
  - d. inform the Registrar and Share Transfer Agent of the Company the particulars of Bank Account Number with the name of the Bank and its Branch;
  - e. direct all correspondence to the Registrar & Share Transfer Agent of the Company;
  - f. bring their copies of the Annual Report and the Attendance Slips with them at the Annual General Meeting; and
  - g. Exercise due diligence, to prevent fraudulent transactions and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long;
22. Electronic copy of the Notice of the Thirty Fourth Annual General Meeting of the Company inter-alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email ids are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the Thirty Fourth Annual General Meeting of the Company inter-alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.

**23. Voting through electronic means**

- I. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and in pursuance to regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide to its members the facility to exercise their right to vote at the Thirty Fourth Annual General Meeting by electronic means and the business may be transacted through e-voting services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

The remote e-voting period commences on December 28, 2018 (9:00 am) and ends on December 30, 2018 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of December 22<sup>nd</sup>, 2018, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

The instructions for e-voting are as under:

- A. In case a Member receives an email from NSDL (for members whose email ids are registered with the Company/Depository Participants):
- (i) Open email and open pdf file viz; "Starlog e-voting.pdf" with your Client Id or Folio No. as user id. The said pdf file contains your password/PIN for e-voting.
  - (ii) Launch internet browser by typing the following URL: <https://evoting.nsdl.com/>
  - (iii) Click on Shareholder-Login
  - (iv) Put user id and password as initial password/PIN noted in step (i) above. Click login.
  - (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note the new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - (vi) Home page of e-voting opens. Click on e-voting. Active Voting cycles.
  - (vii) Select "EVEN" of Starlog Enterprises Limited.
  - (viii) Now you are ready for e-voting as cast vote page opens.
  - (ix) Cast your vote by selecting appropriate action and click on "Submit" and also "Confirm" when prompted.
  - (x) Upon confirmation, the message "Vote cast successful" will be displayed.
  - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
  - (xii) Institutional shareholders (ie. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPEG format) of the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [csritulparmar@gmail.com](mailto:csritulparmar@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
- B. In case a Member receives physical copy of the Notice of AGM (for members whose email ids are not registered with the Company/Depository Participants or requesting physical copy):

## **II. EVEN (E VOTING EVENT NUMBER) USER ID PASSWORD/PIN**

- (i) Please follow all steps from SI. No (i) to SI. No (xii) above, to cast vote.
  - a) Initial password is provided as below/ at the bottom of the Attendance Slip for the AGM.
  - b) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for shareholders available at the downloads Section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
  - c) If you are already registered with NSDL for e-voting then you can use your existing user ID and password/PIN for casting your vote.
  - d) You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for securing future communication(s).
  - e) The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of December 22<sup>nd</sup>, 2018.



- f) Any person who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date ie. December 22, 2018, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or M/s Bigshare Services Private Limited, Tel: 022 262638200, email: [investor@bigshareonline.com](mailto:investor@bigshareonline.com)
- g) However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no. 1800-222-990.
- h) A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- i) A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or voting at the AGM through ballot paper.
- j) Mr. Ritul Parmar, Company Secretary in Whole Time Practice (Membership No. 31583) has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- k) The Chairman shall at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- l) The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of atleast two witnesses not in the employment of the Company and shall make, not later than three (3) days of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- m) The results declared along with the report of the Scrutinizer shall be placed on the on the Company's website [www.starlog.in](http://www.starlog.in) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately communicated to BSE Limited.

24. The Annual Report is available on the website of the Company i.e. on [www.starlog.in](http://www.starlog.in). for download purposes.

25. The Register of Director's Shareholding & Key Managerial Personnel maintained under Section 171 of the Companies Act, 2013, will be available for inspection by the Members at the Annual General Meeting.

**By order of the Board of Directors  
For Starlog Enterprises Limited**

**Aditi Shah  
Company Secretary**

**Place:** Mumbai  
**Date:** December 8, 2018

**Registered Office:**  
141, Jolly Maker Chambers II,  
14th Floor, Nariman Point,  
Mumbai – 400021  
Tel: +91 22 2366 5333  
Fax: +91 22 2364 9236  
Email: [hq@starlog.in](mailto:hq@starlog.in)  
[cs@starlog.in](mailto:cs@starlog.in)  
CIN: L63010MH1983PLC031578

**STATEMENT PURSUANT TO REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

**ANNEXURE I  
DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT IN THE THIRTY FOURTH ANNUAL GENERAL MEETING:**

<b>NAME OF DIRECTOR</b>	<b>MRS. KUMKUM AGARWAL</b>
Date of Birth	02/05/1946
Date of appointment/re-appointment	29/09/2017
Qualification	HSC
Experience and Expertise in Specific Functional area	Mrs. Kumkum Agarwal is having experience in successfully managing day to day affairs in several Companies.
Directorships held in other companies	1. Agbros Glass Works (India) Private Limited 2. Agbros Leasing & Finance Private Limited 3. Indami Investments Private Limited 4. Highgate Terminals Private Limited 5. Megalift Material Handling Private Limited 6. Starlog Enterprises Limited 7. Starport Logistics Limited 8. Kandla Container Terminal Private Limited 9. Oblique Trading Private Limited
Committee positions held in other companies	Nil
No. of shares held in Starlog Enterprises Limited	Nil
Nature of Relationship	Mrs. Kumkum Agarwal is mother of Mr. Saket Agarwal

## DIRECTORS' REPORT

### Dear Shareholders,

Your Directors have pleasure in presenting the Thirty Fourth Annual Report together with the audited statement of accounts for the financial year ended on 31<sup>st</sup> March, 2018.

### Financial Results

The performance of the Company for the financial year ended on 31<sup>st</sup> March, 2018 on standalone basis is summarized below:

(₹ in Lakhs)

Particulars	Standalone	
	2017-18	2016-17
Gross Receipts	2,865.65	6,354.64
Gross Profit/(Loss) before Interest and Depreciation	(96.67)	2,552.90
Less : Finance Cost	2,132.18	2,935.19
Less : Depreciation	1,665.87	2,058.07
Loss Before Tax	(3,894.72)	(2,440.36)
Add/(Less): Reversal /(Provision) of Deferred Tax	-	91.99
Exceptional Item	2,694.69	-
Loss After Tax	(1,200.03)	(2,348.37)
Add : Opening Balance in Profit & Loss Account	(14,030.12)	1,443.38
Closing Balance of Profit & Loss Account	(12,770.96)	(14,030.12)

# Figures have been regrouped/reclassified wherever necessary due to adoption of IND AS

### Operating Results and Business

During the year under review, your Company recorded Gross Receipts of ₹ 2,865.65 lakhs vis-à-vis ₹6,354.64 Lakhs in the previous year. Your Company has recorded net loss of ₹1,200.03 Lakhs vis-a-vis a net loss of ₹ 2,348.37 Lakhs in the previous financial year.

### Dividend

Your Directors have not recommended any dividend on Equity Shares for the year under review.

### Particulars of Loans, Guarantees or Investments

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

### Significant and Material Orders passed by the Regulators or Courts

During the year under review, Justice M.S. Rane (Retd.) (Former Judge High Court, Bombay) passed the final award dated December 20, 2017 in the Arbitration matter between Starlog Enterprises Limited v/s Jawaharlal Nehru Port Trust, wherein JNPT was directed to reimburse the claim amount of ₹ 74,16,707/- along with interest @ 15% p.a.

Further, Regen Infrastructure and Services Private Limited, against whom Company had initiated Corporate Insolvency Resolution process under the Insolvency and Bankruptcy Code, 2016 before the Hon'ble National Company Law Tribunal (NCLT) has been directed to submit a Memorandum of settlement to clear the total outstanding amount by November, 2018.

Also, the ROC, Mumbai, Maharashtra had granted an extension of 3 months to the Company under section 96(1) of the Companies Act, 2013 for holding the AGM for the financial year ended 31<sup>st</sup> March, 2018.

On 24<sup>th</sup> May, 2017, the Hon'ble National Company Law Appellate Tribunal ('NCLAT') set aside the order of the NCLT and restored management control to the Board of your Company whilst recording the damages caused to your Company by



the Insolvency Resolution Professional ('IRP'). Due to mismanagement of the affairs of your Company by the IRP that included loss of key contracts, personnel and goodwill of your Company, there was decline in the revenues during the current financial year. However, the Management has been making sincere efforts to revive the operations and undo the damages caused by the IRP.

### **Extract of Annual Return**

Pursuant to Section 134(3)(a) and Section 92(3) of Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, the extract of the Annual Return in form MGT-9 is annexed herewith as "Annexure A" to this Board's Report.

### **Details of Directors/Key Managerial Personnel appointed or resigned during the Year**

In terms of Articles of Association of the Company, Mrs. Kumkum Agarwal, Director of the Company retires by rotation at the ensuing AGM and being eligible, offers herself for re-appointment at the ensuing AGM.

The brief resume of Mrs. Kumkum Agarwal, Director who is to be re-appointed at the ensuing AGM, nature of her expertise in specific functional areas, names of Companies in which she holds directorship, etc., are furnished in the notes to the Notice forming part of the Annual Report. The Board recommends her reappointment. During the year under review, Ms. Aditi Shah was appointed as Company Secretary w.e.f 1<sup>st</sup> December, 2017.

### **Declaration given by Independent Directors under Section 149(6) of the Companies Act, 2013**

All Independent Directors of the Company have given their respective declaration as required under Section 149(7) of the Companies Act, 2013 to the effect that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013.

### **Board Evaluation**

Pursuant to the provisions of Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 the Board has carried out a formal review for evaluation of its own performance and the directors individually. The performance of the Board was evaluated on the basis of criteria such as the Board composition and structure, effectiveness on processes, participation in assessment of annual operating plan, risks etc. The individual directors are evaluated on factors like leadership quality, attitude, initiatives and responsibility undertaken, decision making, commitment and achievements during the financial year.

In a separate meeting of Independent Directors performance of Non-Independent Directors, performance of the Board as a whole and performance of Chairman was evaluated.

### **Nomination and Remuneration Policy**

The Board has on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The said Nomination & Remuneration Policy is provided under the Corporate Governance Report.

### **Meetings**

During the financial year under review, 8 meetings of the Board were held. The details of which are given in the Corporate Governance Report. The intervening gap between two Board meetings was not more than 120 days.

### **Directors' Responsibility Statements:**

Pursuant to the requirements under Section 134(3)(c) of Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- i) in the preparation of the Annual Accounts for the year ended March 31, 2018, the applicable accounting standards have been followed and there is no material departure from the same;

- ii) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2018 and of the loss of the Company for the year ended on that date;
- iii) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) the Directors have prepared the accounts for the year ended on March 31, 2018 on a going concern basis;
- v) the internal financial controls were in place and that the financial controls were adequate and were operating effectively; and
- vi) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **Auditors**

M/s. B.M. Chaturvedi & Co, Chartered Accountants, the Statutory Auditors of the Company (Firm Registration No 114317W), hold office until the conclusion of the Thirty-Eight Annual General Meeting of the Company to be held in the year 2022.

### **Secretarial Audit**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s Ritul Parmar, Company Secretaries in Practice to undertake the Secretarial Audit of the Company. The Report of the Secretarial Audit Report is annexed herewith as "Annexure B".

### **Related Party Transactions**

In terms of the SEBI (LODR) Regulations, 2015 the Board of Directors of your Company has approved Related Party Transactions Policy on dealing with Related Party Transactions. The policy may be accessed at the [web-link http://www.starlog.in/html/Corporate.html](http://www.starlog.in/html/Corporate.html)

All related party transactions are presented to the Audit Committee for approval. A statement of all related party transactions is presented before the Audit Committee on quarterly basis, specifying the nature, value and terms and conditions of transactions. Since all related party transactions entered into by the Company were in ordinary course of business and were on an arms length's basis, Form AOC-2 is not applicable to Company. Further, Related Party Transactions / disclosures are detailed in note no. 38 of the notes to financial statements.

### **Business Risk Management**

Pursuant to the requirement of Section 134(3)(n) of the Companies Act, 2013, a risk management policy has been framed by the Company indicating the identification of risk related to the business of the Company which may threaten its existence. This policy defines the risk management approach across the organization at various levels including documentation and reporting.

### **Vigil Mechanism/Whistle Blower Policy**

The Company has framed a Vigil Mechanism policy to deal with instance of fraud and mismanagement, if any. The details of the policy is explained in the Corporate Governance Report and also posted on the website of the Company. The Vigil Mechanism enables the Directors, employees and all stakeholders of the Company to report genuine concerns and provides for adequate safeguards against victimization of person who use Vigil Mechanism and also makes provision for direct access to the Chairman of the Audit Committee.

## Composition of Audit Committee

The composition of the Audit Committee as required to be disclosed under section 177(8) of the Companies Act, 2013 is given in Corporate Governance Section forming part of this Annual Report. During the year under review, there was no instance where the Board has not accepted the recommendation of the Audit Committee.

## Familiarisation Programme of Independent Directors

Your Company has framed a Familiarisation Programme for Independent Directors to familiarize them with the Company, their roles, rights, responsibilities in the Company, nature of industry in which the Company operates, business model of the Company, etc. Your Company aims to provide its Independent Directors, insight into the Company to enable them to contribute effectively. The details of familiarization programme may be accessed at the web-link <http://www.starlog.in/html/Corporate.html>

## Consolidated Financial Statements

The Annual Audited Consolidated Financial Statements are based on the Financial Statements received from subsidiaries as approved by their respective Board of Directors and have been prepared in accordance with Indian Accounting Standards (Ind AS) which have been notified by the Ministry of Corporate Affairs on February 16, 2015 and form part of this Annual Report.

## Corporate Governance

In accordance with Schedule V of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 and the provisions of the Companies Act, 2013, a separate Section on Corporate Governance Report together with a certificate from the Company's Auditors confirming compliance and Management Discussion Analysis Report are forming part of this Annual Report.

## Material Changes and Commitments

There have been no material changes and commitment affecting the financial position of the Company during the financial year 2017-18.

## Report on the Performance and Financial Position of each of the Subsidiaries, Associates and Joint Venture Companies in terms of Rule 8(1) of Companies (Accounts) Rules, 2014

In accordance with the provisions of Companies Act, 2013 ("the Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Accounting Standard (AS)-21 on Consolidated Financial Statement, the Audited Consolidated Financial Statement forms part of the Annual Report. The statement containing the salient features which is required to be given in Form AOC -1 are provided under note no 52 (page no134) to the Consolidated Financial Statement of the Company. Hence not repeated for the sake of brevity. As on 31<sup>st</sup> March, 2018 the Company had the following Subsidiaries / Joint ventures / Associate Company:

### Subsidiaries

The Company has the following subsidiaries:

1. ABG Projects & Services Limited (U.K.)
2. ABG Turnkey Private Limited (through Starport Logistics Limited)
3. Dakshin Bharat Gateway Terminal Private Limited (through of India Ports & Logistics Private Limited)
4. India Ports & Logistics Private Limited (through Starport Logistics Limited)
5. Kandla Container Terminal Private Limited
6. Starlift Services Private Limited
7. Starport Logistics Limited
8. West Quay Multiport Private Limited



The following are Associates of the Company:

1. ALBA Asia Private Limited
2. ALBA Marine Private Limited
3. Haldia Bulk Terminals Private Limited
4. Tuticorin Coal Terminal Private Limited
5. Vizag Agriport Private Limited

The description of operation of your Subsidiaries and Associates is briefly described below:

**Starlift Services Pvt. Ltd** has received crane hiring contracts from BHEL and ITD as well as mobile harbour crane business in Tuticorin and Mangalore Ports.

**Alba Asia Private Limited** has operations in New Managalore Port Trust, Tuticorin and Goa which were satisfactory. The operations at Tuticorin comprises of providing inter-carting, transportation and logistics services.

**ALBA Marine Private Limited** The members are hereby apprised that considering the agenda to re-align business operations, an in-principle approval was granted by the Board of AMPL at its meeting held on 5<sup>th</sup> December 2017 to the proposal of shifting/transferring the business activities of AMPL to ALBA and to strike off AMPL in terms of Section 248 of the Companies Act, 2013 read with the Companies (Removal of names of Companies from the Register of Companies) Rules, 2016. Further, AMPL is in the process of preparation and filing of application with the Registrar of Companies for striking off Company's name.

**Tuticorin Coal Terminal Private Limited ("TCTPL")** The members are hereby apprised that TCTPL received Provisional Certificate from Independent Engineer M/s CES (India) Pvt. Ltd. on 4<sup>th</sup> August, 2017. Further, TCTPL commenced its commercial operations w.e.f. 5<sup>th</sup> January, 2018. The aggregate volume of coal handled by TCTPL at NCB-II berth at V. O. Chidambaranar Port, Tuticorin for the period ended on 31<sup>st</sup> March, 2018 was 0.32 million metric tonnes.

**West Quay Multiport Private Limited ("WQMPL")** WQMPL has started the commercial operations at WQ-6 terminal in August 2015. Further, WQMPL is equipped to cater to vessels of 14 mtrs drafts and achieved capacity to handle upto 6 million of dry bulk cargo such as CP Coke, LAM coke, Pet coke, Granite and Steel. The aggregate volume of cargo handled by WQMPL at WQ-6 berth comprising of Steel, LAM coke, CP coke, Pet coke and Steel Granite during FY ended 2017-18 was 0.99 million metric tonnes.

**Vizag Agriport Private Limited ("VAPL")** VAPL and the Board of Trustees of Vishakhapatnam Port Trust executed the Deed of Mutual Cancellation on 21<sup>st</sup> February 2017 thereby arriving at amicable settlement between the parties. VAPL is in the process of obtaining necessary approval of the Board and its Shareholders to strike off the Company.

**Haldia Bulk Terminals Private Limited ("HBT")** HBT was incorporated for operating bulk cargo at Haldia Port. Due to the fundamental breaches of Kolkata Port Trust ("KoPT") and KoPT's renunciation of acting as required under the Agreement for handling the bulk cargo at berth no. 2 and 8 at the Haldia Dock Complex, the Company was constrained to terminate its Agreement on 31<sup>st</sup> October, 2012 with the KoPT. Resultantly KoPT repudiated its contractual obligations and the Company was therefore discharged from its obligations arising under the Contract. The Company has initiated arbitration proceedings against the KoPT.

The Board of Directors of the Company are exploring various alternate business opportunities and the Company is yet to formalize its business plan.

**Dakshin Bharat Gateway Terminal Private Ltd. (DBGT)** signed a 30 year Concession Agreement with the V.O. Chidambaranar Port Trust ("VOCPT") on BOT basis. Main assets like QCs and RTGS have been installed and started working with them on a trial run basis. Further, it has obtained COD, which means it's fully into operational phase w.e.f 13<sup>th</sup> April, 2018

#### **Fixed Deposit**

Your Company has not accepted any Fixed Deposits within the meaning of Sections 73 of the Companies Act, 2013 from the public during the financial year ended on 31<sup>st</sup> March, 2018.

## Particulars of Employees

Disclosures with respect to the remuneration of Directors, Key Managerial Personnel (KMPs) and employees as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given in 'Annexure C' to this Report.

During the year under review, there were no employees falling under the criteria specified under Section 197(12) and rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. However, other information as required under said rule may be obtained by the members in writing to the Company Secretary of your Company and is also made available on the Company's [website i.e. www.starlog.in](http://www.starlog.in)

### **Explanation and Comments on emphasis / qualification made by Auditors / Secretarial Auditor**

With regard to the qualifications / observations as mentioned in the Consolidated Independent Statutory Auditor's Report and the Secretarial Audit Report, the management concurs with the Auditor's view and agrees that the impact of the same cannot be quantified. Further, the observations made in the report are self-explanatory and therefore do not call for any further comments.

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

Considering the nature of business activities being carried out by the Company, the Directors have nothing to report regarding conservation of energy and technology absorption required to be furnished pursuant to Section 134(3)(m) of the Companies Act, 2013, read with Rule 8(3) of The Companies (Accounts) Rules, 2014. The information related to Foreign Exchange Earnings and Outgo is provided in the Notes to Accounts forming part of the Annual Report.

## Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013

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

## Acknowledgement

Your Directors would like to express their sincere appreciation for the support and co-operation extended by bankers, financial institutions, regulatory bodies, government authorities, shareholders and specifically the contribution made by the employees of the Company in the operations of the Company during the year under review. Your Directors look forward to their continued support.

**For and on behalf of Board of Directors**

**Saket Agarwal**  
**Managing Director**  
**DIN - 00162608**

**Place: Mumbai**  
**Date: December 8, 2018**

**FORM NO. MGT.9**  
**EXTRACT OF ANNUAL RETURN**  
as on the financial year ended on March 31<sup>st</sup>, 2018

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

**I. REGISTRATION AND OTHER DETAILS**

i) CIN	L63010MH1983PLC031578
ii) Registration Date	15/12/1983
iii) Name of the Company	Starlog Enterprises Limited
iv) Category / Sub-Category of the Company	Public Company/Limited by Shares
v) Address of the Registered office and contact details	141, Jolly Maker Chambers II, 14 <sup>th</sup> Floor, Nariman Point, Mumbai 400021. Tel: +91 022 23665333
vi) Whether listed company	Yes
vii) Name, Address and Contact details of Registrar and Transfer Agent, if any	Bigshare Services Pvt. Ltd Bharat Tin Works Building, 1 <sup>st</sup> Floor, Opp. Vasant Oasis, Next to Keys Hotel, Makwana Road, Andheri – East, Mumbai – 400059. Tel: +91 02262638200

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

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

Sr. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Crane Rental	439- Other specialised construction activities	100

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

Sr. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1	Starlift Services Private Limited 141, Jolly Maker Chambers II, 14 <sup>th</sup> Floor, Nariman Point, Mumbai 400021.	U63010MH2003PTC140433	Subsidiary	84.98%	2(87)(ii) of the Companies Act, 2013
2	Kandla Container Terminal Private Limited 141, Jolly Maker Chambers II, 14 <sup>th</sup> Floor, Nariman Point, Mumbai 400021.	U63012MH2006PLC162584	Subsidiary	100.00%	2(87)(ii) of the Companies Act, 2013
3	Starport Logistics Limited 141, Jolly Maker Chambers II, 14 <sup>th</sup> Floor, Nariman Point, Mumbai 400021.	U63090MH2008PLC181450	Subsidiary	100.00%	2(87)(ii) of the Companies Act, 2013
4	ABG Projects & Services Limited	NA	Subsidiary	100.00%	2(87)(ii) of the Companies Act, 2013
5	West Quay Multiport Private Limited #3, C Wing 2 <sup>nd</sup> Floor, Amerchand Mansion, 16, Madame Cama Road, Colaba, Mumbai – 400039.	U74900MH2010PTC204755	Subsidiary	51.00%	2(87)(ii) of the Companies Act, 2013
6	India Ports & Logistics Private Limited (through Starport Logistics Limited) 5 <sup>th</sup> Floor, Bhupati Chambers, 13 Mathew Road, Mumbai - 400004	U29253MH2009PTC196894	Subsidiary	51.00%	2(87)(ii) of the Companies Act, 2013



7	ABG Turnkey Private Limited (through Starport Logistics Limited) 5 <sup>th</sup> Floor, Bhupati Chambers, 13 Mathew Road, Mumbai - 400004	U29268MH2009PTC195525	Subsidiary	100.00%	2(87)(ii) of the Companies Act, 2013
8	Dakshin Bharat Gateway Terminal Private Limited (through India Ports & Logistics Private Limited) 5 <sup>th</sup> Floor, Bhupati Chambers, 13 Mathew Road, Mumbai - 400004	U61200MH2012PTC234977	Subsidiary	51.00%	2(87)(ii) of the Companies Act, 2013
9	ALBA Asia Private Limited #3, C Wing 2 <sup>nd</sup> Floor, Amerchand Mansion, 16, Madame Cama Road, Colaba, Mumbai – 400039.	U63012MH2008PTC188282	Associate	50.00%	2(6) of the Companies Act, 2013
10	Haldia Bulk Terminals Private Limited #3, C Wing 2 <sup>nd</sup> Floor, Amerchand Mansion, 16, Madame Cama Road, Colaba, Mumbai – 400039.	U29253MH2009PTC192574	Associate	26.00%	2(6) of the Companies Act, 2013
11	ALBA Marine Private Limited (Subsidiary of ALBA Asia Private Limited) #3, C Wing 2 <sup>nd</sup> Floor, Amerchand Mansion, 16, Madame Cama Road, Colaba, Mumbai – 400039.	U74990MH2010PTC199707	Associate	50.00%	2(6) of the Companies Act, 2013
12	Tuticorin Coal Terminal Private Limited (Subsidiary of ALBA Asia Private Limited) #3, C Wing 2 <sup>nd</sup> Floor, Amerchand Mansion, 16, Madame Cama Road, Colaba, Mumbai – 400039.	U61200MH2010PTC206696	Associate	50.00%	2(6) of the Companies Act, 2013
13	Vizag Agriport Private Limited (Subsidiary of ALBA Asia Private Limited) #3, C Wing 2 <sup>nd</sup> Floor, Amerchand Mansion, 16, Madame Cama Road, Colaba, Mumbai – 400039.	U74900MH2012PTC229472	Associate	50.00%	2(6) of the Companies Act, 2013

\* Representing aggregate % of the shares held by the Company and/ or its subsidiaries

#### IV. SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

##### i) Category-wise Share Holding

Sr. No.	Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A)	Shareholding of Promoter and Promoter Group									
[1]	Indian									
(a)	Individuals/ Hindu Undivided Family	77,11,000	0	77,11,000	64.44	77,11,000	0	77,11,000	64.44	0
(b)	Central Government / State Government (s)	0	0	0	0	0	0	0	0	0
(c)	Bodies Corp.	0	0	0	0	0	0	0	0	0
(d)	Banks/Financial Institutions	0	0	0	0	0	0	0	0	0
(e)	Any Other (Specify)	0	0	0	0	0	0	0	0	0
	<b>Sub-total (A) (1)</b>	<b>77,11,000</b>	<b>0</b>	<b>77,11,000</b>	<b>64.44</b>	<b>77,11,000</b>	<b>0</b>	<b>77,11,000</b>	<b>64.44</b>	<b>0</b>

Sr. No.	Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
[2]	Foreign	0	0	0	0	0	0	0	0	0
(a)	NRIs - Individuals	0	0	0	0	0	0	0	0	0
(b)	Other - Individuals	0	0	0	0	0	0	0	0	0
(c)	Bodies Corp.	0	0	0	0	0	0	0	0	0
(d)	Any Other	0	0	0	0	0	0	0	0	0
	<b>Sub-total (A) (2)</b>	0	0	0	0	0	0	0	0	0
	<b>Total shareholding of Promoter (A) = (A) (1)+(A)( 2)</b>	77,11,000	0	77,11,000	64.44	77,11,000	0	77,11,000	64.44	0
(B)	<b>Public Shareholding</b>									
[1]	Institutions									
(a)	Mutual Funds	6,00,880	3,700	6,04,580	5.05	6,00,880	3,700	6,04,580	5.05	0
(b)	Banks/FI	0	100	100	0	0	100	100	0	0
(c)	Central Government	0	0	0	0	0	0	0	0	0
(d)	State Government (s)	0	0	0	0	0	0	0	0	0
(e)	Venture Capital Funds	0	0	0	0	0	0	0	0	0
(f)	Insurance Companies	0	0	0	0	0	0	0	0	0
(g)	FIs	4,60,785	0	4,60,785	3.85	3,94,158	0	3,94,158	3.29	(0.56)
(h)	Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
(i)	Foreign Portfolio Investors	21,253	0	21,253	0.18	21,253	0	21,253	0.18	0
(j)	Others (specify)	0	0	0	0	0	0	0	0	0
	<b>Sub-total (B)(1)</b>	10,82,918	3,800	10,86,718	9.08	10,16,291	3,800	10,20,091	8.52	(0.56)
[2]	<b>Non-Institutions</b>									
(a)	Individuals									
	i) Individual shareholders holding Nominal capital upto ₹1 lakh	8,56,739	1,32,659	9,89,398	8.27	8,98,297	1,29,359	10,27,656	8.59	0.32
	ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	3,37,190	0	3,37,190	2.82	3,58,264	0	3,58,264	2.99	0.17
(b)	Others (specify)									
	Bodies Corporate	3,16,453	2,900	3,13,524	2.66	3,10,624	2,900	3,13,524	2.62	0.04
	Non-resident Indian	17,286	600	17,886	0.15	20,693	600	21,293	0.18	(0.03)
	Clearing Members	5,440	0	5,440	0.05	15,157	0	15,157	0.13	(0.08)
	Overseas Bodies Corporate	15,00,000	0	15,00,000	12.53	15,00,000	0	15,00,000	12.53	0
	<b>Sub-total (B)(2)</b>	30,33,108	1,36,159	31,69,267	26.48	31,03,053	1,32,859	32,35,894	27.04	0.56
	<b>Total Public Shareholding (B) = (B) (1) + (B)(2)</b>	41,16,026	1,41,674	42,55,985	35.56	41,19,326	1,36,659	42,55,985	35.56	0
	<b>Shares held by Custodian for GDRs &amp; ADRs</b>	0	0	0	0	0	0	0	0	0
	<b>Grand Total (A+B+C)</b>	1,18,27,026	1,39,959	1,19,66,985	100	1,18,30,326	1,36,659	1,19,66,985	100	0

(ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	Saket Agarwal	77,11,000	64.44	0	77,11,000	64.44	0	0
	<b>Total</b>	<b>77,11,000</b>	<b>64.64</b>	<b>0</b>	<b>77,11,000</b>	<b>64.44</b>	<b>0</b>	<b>0</b>

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

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

Sr. No.	Name of the Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	PSA India Pte Limited	15,00,000	12.53	15,00,000	12.53
2	ICICI Prudential Dynamic Plan	55,409	0.46	55,409	0.46
3	Eastspring Investments India Infrastructure Equity Open Limited	4,61,265	3.85	4,61,265	3.85
4	Raviraj Developers Limited	1,44,545	1.21	1,44,545	1.21
5	Bhupendra Suryanarayan Avasthi (HUF)	98,291	0.82	98,291	0.82
6	Jagdish N Master	92,500	0.77	66,000	0.55
7	JM Financial Services Pvt. Ltd.	69,989	0.58	91	0.00
8	Hiral Shah	51,773	0.43	51,773	0.43
9	Atrun Fiscal Pvt Ltd	44,071	0.37	44,211	0.37
10	Tejash Finstock Pvt Ltd	3,902	0.03	40,902	0.34

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

Sr. No.	Name of Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Saket Agarwal	77,11,000	64.44	77,11,000	64.44
	Date wise Increase /Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer/ bonus / sweat equity etc.	Nil	Nil	Nil	Nil
	(At the end of the year)	77,11,000	64.44	77,11,000	64.44

**Note:** None of the other directors and Key Managerial Personnel held any shares in the Company during the Financial Year 2017 -18.

**V. INDEBTEDNESS**

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

(Amount in ₹)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total
Indebtedness at the beginning of the financial year				
i) Principal Amount	1,83,95,12,598	-	-	1,83,95,12,598
ii) Interest due but not paid	22,97,35,747	-	-	22,97,35,747
iii) Interest accrued but not due	1,05,37,181	-	-	1,05,37,181
<b>Total (i+ii+iii)</b>	<b>2,07,82,85,526</b>	<b>-</b>	<b>-</b>	<b>2,07,82,85,526</b>
Change in Indebtedness during the financial year				
• Addition	1,94,20,107	-	-	1,94,20,107
• Reduction	58,40,05,188	-	-	58,40,05,188
Net Change	(56,45,85,081)	-	-	(56,45,85,081)
Indebtedness at the end of the financial year				
i) Principal Amount	1,27,52,27,518	-	-	2,13,47,32,220
ii) Interest due but not paid	34,40,60,126	-	-	11,00,05,875
iii) Interest accrued but not due	1,02,81,220	-	-	1,41,14,300
<b>Total (i+ii+iii)</b>	<b>1,62,95,68,864</b>	<b>-</b>	<b>-</b>	<b>2,25,88,52,395</b>



## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Amount in ₹)

Sr. No.	Particulars of Remuneration	Name of MD/WT/ Manager	Total Amount
		Saket Agarwal	
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	42,00,000	42,02,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	9,65,243	9,65,243
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission		
-	as % of profit		
-	others, specify	-	-
5.	Others, please specify		
	Total (A)	51,65,243	51,65,243
	Ceiling as per the Act	₹ 80,00,000 as per provisions of Schedule V of the Companies Act, 2013	

### B. Remuneration to other directors:

(Amount in ₹)

Sr. No.	Particulars of Remuneration	Name of Directors		Total Amount
		Mr. Ravishankar Gopalan	Mr. Ashutosh chaturvedi	
1	Independent Directors			
	• Fee for attending board committee meetings	25,000	15,000	40,000
	• Commission	Nil	Nil	Nil
	• Others, please specify	Nil	Nil	Nil
	Total (1)	25,000	15,000	40,000
2	Other Non-Executive Directors	Nil	Nil	Nil
	• Fee for attending board committee meetings	-	-	-
	• Commission	-	-	-
	• Others, please specify	-	-	-
	Total (2)	Nil	Nil	Nil
	Total (B) = (1 + 2)	25,000	15,000	40,000
	Total Managerial Remuneration			40,000
	Overall Ceiling as per the Act	Nil	Nil	Nil

Note: Independent Directors were paid sitting fees for attending the Meetings of the Board during the Financial Year 2017-18, which were within the limits prescribed under the Companies Act, 2013.

\*Mr. Ashutosh Chaturvedi was inducted on the Board of the Company w.e.f 31<sup>st</sup> August, 2017

### C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WT/

(Amount in ₹)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary				
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	N.A.	6,00,000	N.A.	6,00,000
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961		-		

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
(c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961		-		
2.	Stock Option	N.A.	Nil	N.A.	Nil
3.	Sweat Equity	N.A.	Nil	N.A.	Nil
4.	Commission	N.A.	Nil	N.A.	Nil
	- as % of profit				
	- others, specify				
5.	Others, please specify	N.A.	Nil	N.A.	Nil
	Total	N.A.	6,00,000	N.A.	6,00,000

#### VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

(Amount in ₹)

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty			None		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			None		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			None		
Punishment					
Compounding					

**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 31st March, 2018**

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

To  
The Board of Directors  
M/s. Starlog Enterprises Limited  
CIN: L63010MH1983PLC031578  
141, Jolly Maker Chambers II, 14<sup>th</sup> Floor,  
Nariman Point, Mumbai 400021

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Starlog Enterprises Limited (hereinafter called the "company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in my/our opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March 2018, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Company for the financial year ended on 31<sup>st</sup> March, 2018 according to the provisions of:

- i. The Companies Act 2013 and the Rules made thereunder;
- ii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
- iv. Foreign Exchange Management Act, 1999 and the applicable rules and regulations made thereunder;

The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act');

- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b. The SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015;
- c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; - Not Applicable
- e. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; Not Applicable
- f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not Applicable
- g. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client- Not Applicable;
- h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009- Not Applicable
- i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998- Not Applicable

**v. The laws as are applicable specifically to the Company are as under.**

- a. The Bombay Rent Act, 1947
- b. The Companies Act, 2013
- c. The Payment of Bonus Act, 1965
- d. The Payment of Gratuity Act, 1972
- e. The Payment of Wages Act, 1936
- f. The Employees Provident Funds and Miscellaneous Provisions Act, 1952
- g. The Shop & Establishment Act, 1948
- h. The Foreign Exchange Management Act, 1999

- i. The Negotiable Instrument Act, 1881
- j. The Information Technology Act, 2000
- k. The Contract Labour Act, 1970
- l. The Income Tax Act, 1961
- m. The Central Sales Tax 1956
- n. Central Excise Act, 1944
- o. The Financial Act, 1994
- p. Minimum Wages Act, 1948
- q. Maternity Benefit Act, 1961
- r. Industrial Disputes Act, 1947
- s. Employees Compensation Act, 1923

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

- i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii) The Listing Agreement entered into by the Company with BSE Limited.

Based on the information received and records maintained we further report that the company has complied with the provisions of Companies Act, 2013 and Rules, SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 made thereunder and the Memorandum and Articles of Association of the Company, with regard to:

- (a) maintenance of various statutory registers and documents and making necessary entries therein;
  - (b) closure of the Register of Members;
  - (c) forms, returns, documents and resolutions required to be filed with the Registrar of Companies and the Central Government;
  - (d) service of documents by the Company on its Members, Auditors and the Registrar of Companies;
  - (e) notice of Board meetings and Committee meetings of Directors;
  - (f) the meetings of Directors and Committees of Directors including passing of resolutions by circulation;
  - (g) the 33<sup>rd</sup> Annual General Meeting was held on September 29, 2017;
  - (h) minutes of proceedings of General Meetings and of the Board and its Committee meetings;
  - (i) approvals of the Members, the Board of Directors, the Committees of Directors and the government authorities, wherever required;
  - (j) appointment and remuneration of Auditors;
  - (k) transfers and transmissions of the Company's shares, and issue and dispatch of duplicate certificates of shares;
  - (l) borrowings and registration, modification and satisfaction of charges wherever applicable;
  - (m) investment of the Company's funds including inter-corporate loans and investments and loans to others;
  - (n) giving guarantees in connection with loans taken by subsidiaries;
  - (o) form of balance sheet as prescribed under Part I, form of statement of profit and loss as prescribed under Part II and General Instructions for preparation of the same as prescribed in Schedule VI to the Act;
  - (p) Directors' report;
  - (q) contracts, common seal, registered office and publication of name of the Company; and
  - (r) generally, all other applicable provisions of the Act and the Rules made under the Act except for the following:-
- (1) The Company has not complied with the composition of Board. The Board does not have adequate representation of Independent directors;
  - (2) The company has not complied with the provisions of Section 203 with respect to appointment of Whole Time Managerial Personnel (KMP) i.e. Chief Financial Officer;
  - (3) remuneration of the Managing Director was not in accordance with the provisions of Schedule XIII of the Companies Act, 1956 as well as Schedule V of the Companies Act, 2013 for the financial years 2014-15 and 2015-16. The company is advised to obtain the approval of the shareholders and Central Government for waiver of excess remuneration;

- (4) The Company has paid all its Statutory dues except to the extent disputed amounting to Rs. 279 Lacs pending with Income tax, Sale Tax, Service Tax, Duty of Custom, Duty of Excise, Value Added Tax, as applicable and satisfactory arrangements have been made for arrears of any such dues.

**I further report that:**

- (a) the Company has complied with the provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 including the provisions with regard to disclosures and maintenance of records required under the said Regulations;
- (b) the Company has complied with the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 including the provisions with regard to disclosures and maintenance of records required under the said Regulations;
- (c) The Company has complied with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 barring a few instances as follows;
1. As per Regulation 13(3) Investor Grievance Reports were filed by the company within 21 days from the end of each quarter except for the quarters ended on June 30, 2017, September 30, 2017 of the year;
  2. As per Regulation 31 Shareholding Pattern were filed by the Company within 21 from the end of each quarter except for the quarter ended on September 30, 2017 of the year;
- (d) The Company has complied with the provisions of Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996. In accordance with Regulation 55A, the company has filed a report issued by Practicing Company Secretary to the Stock Exchange for the purpose of reconciliation of the total issued capital, listed capital and capital held by depositories in dematerialized form, the details of changes in share capital during the quarter within 30 days from the end of the quarter.

I further report that during the year under review, the following events or actions had a major bearing on its affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc:

- a. National Company Law Appellate Tribunal vide its order dated May 24, 2017, reinstated the Board of Directors of the Company with its powers which were suspended by National Company Law Tribunal, Mumbai, vide its order dated February 17, 2017.

**For Ritul Parmar, Company Secretaries**

**November 14, 2018**  
**Navi Mumbai**

**Ritul Parmar**  
**(ACS No: 31583 CP No: 14845)**

This Report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.



To,  
The Members  
Starlog Enterprises Ltd

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For Ritul Parmar, Company Secretaries**

**November 14, 2018**  
**Navi Mumbai**

**Ritul Parmar**  
**(ACS No: 31583 CP No: 14845)**

### Details of Directors and Employee Remuneration

*Information as per Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:*

Sr. No.	Particulars	Details
1.	The ratio of the remuneration of each director to the median employee's remuneration for the financial year.	Ratio: 1:8
2.	The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year.	There was no increase in remuneration of Managerial Personnel.
3.	The percentage increase in the median remuneration of employees in the financial year.	There was a 5% (on average basis) increase in remuneration.
4.	The number of permanent employees on the rolls of Company.	As on 31 <sup>st</sup> March, 2018, 14 permanent employees
5.	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and any exceptional circumstances for increase in the managerial remuneration.	As the employee on the rolls of the Company is a Managerial Personnel, the average percentile increase already made in the salary of employee other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration cannot be calculated.
6.	Is the remuneration paid is as per the remuneration policy of the Company.	It is hereby affirmed that the remuneration paid is as per the remuneration policy of the Company.

## MANAGEMENT DISCUSSION & ANALYSIS

### FORWARD LOOKING STATEMENTS

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations are "forward-looking statements" within the meaning of applicable securities laws and regulations. Forward looking statements are based on certain assumptions and expectations of the future events. Actual results may differ materially from those expressed or implied.

The Company assumes no responsibility to publicly amend, modify or revise "forward-looking statements" on the basis of any subsequent developments, information or events. Actual results may materially differ from those expressed herein. Factors which might influence the operations of the Company includes – changes in Government policies and regulations, tax laws, economic development of the country and other global factors.

### ECONOMIC OUTLOOK

#### Indian economic environment

The Economic Survey report 2017-18 has estimated the economic growth rate in the fiscal year 2019 between 7% and 7.5%, while saying that the rising crude oil price has become a major concern and is expected to grow by average 12% in the FY19. The Budget 2018 comes against the backdrop of fiscal concerns from the 3.2% target of the budgetary allocation, along with rallying crude oil prices on the global front. The International Monetary Fund (IMF) has projected that India could grow at 7.4% in the current year 2018, as against China's 6.8%, making it the fastest growing country among emerging economies. Notably, the International Monetary Fund has projected a 7.8% growth rate for India in 2019. The GDP growth estimate for the fiscal year 2017-18 is at a four-year low of 6.5% in the current fiscal, mainly due to the poor performance of agriculture and manufacturing sector, as against 7.1% in the last fiscal. In the second quarter, India made a comeback at 6.3% from a three-year low 5.7% in the previous quarter. However, massive rationalisation on as many as 178 products in November led to the fall in government's revenue, which seems to be picking up in later months. The fiscal deficit at the end of November breached the target and touched 112% of the budget estimate for 2017-18 mainly due to lower GST collections and higher expenditure.

#### GDP GROWTH

The GDP or gross domestic product economy is expected to grow at 6.5 per cent this fiscal (2017-18), according to the first advance estimates of the Central Statistics Office. The economy had clocked a 7.1 per cent growth rate in 2016-17. "The growth in GDP during 2017-18 is estimated at 6.5 per cent as compared to the growth rate of 7.1 per cent in 2016-17," said the Central Statistics Office (CSO) while announcing the first advance estimates of National Income 2017-18. In 2017-18 the real Gross Value Added (GVA) growth is anticipated at 6.1 per cent, against 6.6 per cent in the previous year. Moreover, the forecast released by the CSO assumes that our economy is on a path of recovery. There has been 6% growth in economy in the six months ended 30 September, which indicates that it will accelerate to 7% in the second half ending 31 March, if the CSO forecast is to come true.

### COMPANY PERFORMANCE

The Company operates in the business of crane hire of crawler and tyre mounted cranes. During the year under review the performance of the Company improved. The Company has a sizeable inventory of cranes with lifting capacity up to 1250 MT. The Company also operates in port sector through its subsidiaries and associates.

### INDUSTRY

Crane Rental business is highly dependent upon investments in infrastructure and core sectors of the economy. Development of infrastructure continues to be the priority of Government of India. The five year plan envisages that the investments in infrastructure sector will increase from 6% of GDP to 10% of GDP during the plan period. It presents a great opportunity for industrial sector as well.

To boost infrastructure development, new government has taken a number of measures in their first budget viz., revival of special economic zones, development of 100 smart cities, development of new airports, setting up major ports, allowing banks to issue long terms bonds for infrastructure sector without being subjected to cash reserve ratio and statutory liquidity ratio, Make in India programme.

All these measures will help encourage investments in the infrastructure sector. The increased pace of investment in infrastructure sector in India will lead to higher demand in crane rental business as well as the port operations of the Company.

## **OPPORTUNITIES AND THREATS**

With the Central Government laying stress on development of infrastructure, particularly the energy sector, demand for cranes of all types is bound to increase. Demand for cranes exists in a variety of infrastructure projects like refinery and gas, windmills, cement, steel and power. The increase in rental and the demand for cranes on rent will essentially depend upon the demand and the supply situation.

Growth of crane rental business is constrained due to high capital cost of cranes, its sourcing through import and long lead time for supply of cranes by manufacturers create problem in availability of suitable cranes at short notice. Crane rental business is burdened by the tax implication in inter-state movement of cranes.

The Company is also engaged in port development business through subsidiaries and associates. The Indian ports sector is poised for significant growth driven by growth in exports and increasing domestic consumption. The Government of India accords high priority to development of ports through Public Private Participation.

## **RISKS AND CONCERNS**

### **Regulatory Risk**

Our Company is often required to obtain various licenses, approvals, permissions and registrations for operating, any changes in the regulations or norms by authorities might affect the operations of the Company. In light of various initiatives taken by Government of India to encourage logistics sector and make considerable Investment in this sector, we are likely to predict positive position in near future.

### **Economic Risk**

The Present Global Economic conditions are major factor on which business sustainability is dependent, which in wider aspects have an impact on the Indian Economy as a whole.

### **Market & Industry Risk**

In respect of crane rental business, issues of concern are inter-state movement of cranes and imposition of entry tax for transiting cranes. Delay in realization of payments from the Company's clients both in private and public sectors is a cause of great concern. Payment of service tax on the basis of billing, is a drain on the cashflow of the Company. The demand for crane will grow once the investments in Infrastructure Sector picks up but it will be a challenge for survival under high growth in demand at prevailing low rentals. In respect of ports business while port terminal capacity is going up, corresponding enhancements have not taken place in road and rail connectivity causing congestion due to slow evacuation. Government should ensure that the development of ports is matched with efficient system of evacuation through proper development of railways and highways.

### **Financial Risk**

Our Company operates in the business of cranes rental which is part of infrastructure sector, one of the core sector of Indian economy. Thus any changes in the capex shall have effect on our business operations and revenue generation.

### **Liquidity Risk**

The principal source of liquidity of our Company is cash and cash equivalent being generated from the operations of the Company which shall have direct variation with the Company's operating profits.

### **Interest Rate and Foreign Exchange Risk**

The Company has most of its borrowings in Indian Rupee at variable rates. It does not have significant foreign exchange risk.

## **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The organization is well structured. The Company has adequate system of internal controls commensurate with size and the nature of operation. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safeguarding assets from unauthorized use or losses, executing transactions, proper authorization and ensuring compliance of corporate policies. The Company has an Audit Committee and it meets the Statutory Auditors to ascertain, inter alia, their views on the adequacy of internal control system in the Company and keeps the Board of Directors informed of its major observations from time to time. It also evaluates the Company's strategic risk management system and suggests risk mitigation measures for all the key operations.

## **INDUSTRIAL RELATIONS**

The industrial relation was harmonious and cordial throughout the year.

## **HUMAN RESOURCE DEVELOPMENT**

The Company has made serious efforts in identifying and employing a team of professionally qualified personnel to look after the technical, commercial and regulatory operations of the Company. Moreover, your Company is taking vigilant steps in developing Employees welfare policies for present and future staffs on the ground level as well as HO level. During the year employee relations have been cordial.



## REPORT ON CORPORATE GOVERNANCE

*(As required under Regulation 34(3) & Schedule V of the SEBI (LODR) Regulations, 2015)*

### 1. Statement on Company's philosophy on Corporate Governance:

Good corporate governance is about maximizing shareholder value on a sustainable basis while ensuring fairness to all stakeholders: customers, vendor-partners, investors, employees, government and society.

Our corporate governance is a reflection of our value system encompassing our culture, policies, and relationships with our stakeholders. Integrity and transparency are key to our corporate governance practices and performance and ensure that we retain and gain the trust of our stakeholders at all times.

### 2. Board Composition:

The Board of Directors provides strategic direction to the Company and their effectiveness ensures long term interest of shareholders. The Board is responsible for the management of the business and meets frequently for discharging its roles and responsibilities. The functions, roles, accountability and responsibilities are clearly defined. The Board's actions and decisions are aligned with the Company's best interests. Some of the powers of the Board have also been delegated to Committee(s), which monitors the day-to-day affairs relating to operational matters.

As on March 31, 2018, the Board consists of 5 Directors comprising of two Independent Directors and includes one Managing Director and two Non-Executive Non-Independent Directors.

The composition of the Board and category of Directors are as follows:

Category	Name of Directors
Promoter Director	Saket Agarwal, Managing Director
Non-Executive Non- Independent Director	Kamlesh Kumar Agarwal, Chairman ** Kumkum Agarwal, Director
Independent Directors	Ravishankar Gopalan Ashutosh Chaturvedi*

\* Appointed on the Board of Directors of the Company on August 31, 2017.

\*\* Resigned w.e.f November 15, 2018.

No Director is, inter se, related to any other Director on the Board, except Mr. Kamlesh Kumar Agarwal, Mrs. Kumkum Agarwal and Mr. Saket Agarwal, who are related to each other.

Independent Directors are paid sitting fees for attending Board Meetings. Other than that non-executive directors do not have any pecuniary relationship with the Company.

None of the Directors on the Board are members of more than ten Committees or Chairman of more than five Committees across all the public companies in which they are Directors. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2018 have been made by the Directors.

The independent Directors of the Company had furnished a declaration at the time of their appointment and also annually that they qualify the conditions of their being independent. All such declarations are placed before the Board.

### Number of Board Meetings & Attendance

During the financial year ended March 31, 2018, Board of Directors met on eight (8) occasions on May 30, 2017, August 11, 2017, August 31, 2017, September 29, 2017, November 03, 2017, December 14, 2017, January 22, 2018 and February 14, 2018. The maximum interval between any two meetings was well within the maximum time gap allowed under the Companies Act, 2013 and SEBI Regulations. The Independent Directors meeting pursuant to Schedule IV of the Companies Act, 2013 was held on 14th February, 2018. The names of Directors, their category and their attendance at Board Meetings and last Annual General Meeting and number of directorships and committee memberships held by them in other companies are given below:

Name	Date of joining the Board	Attendance at Board Meeting		Attendance at AGM on 29.09.2017	No. of Directorships in other public companies 1		No. of Committee positions held in other public companies2	
		Held	Attended		Chairman	Director	Chairman	Member
Mr. Saket Agarwal	11.06.1984	8	8	Yes	-	1	-	-
Mr. Kamlesh Kumar Agarwal*	12.08.1994	8	8	No	-	1	2	2
Mr. Ravishankar Gopalan	11.08.2009	8	8	Yes	-	-	-	-
Mrs. Kumkum Agarwal	31.03.2015	8	8	No	-	1	-	-
Mrs. Ashutosh Chaturvedi	31.08.2017	8	6	Yes	-	-	-	-

\* Resigned wef 15.11.2018

1. The Directorships held by Directors as mentioned above excludes directorship in Private Limited Companies, Foreign Companies and Alternate Directorships and Companies registered under Section 8 of the Companies Act, 2013.
2. In accordance with SEBI (LODR) Regulations, 2015, Memberships/Chairmanships of only the Audit Committees and Stakeholder Relationship Committees in all public limited companies have been considered.
3. Other than Mr. Saket Agarwal no other director holds shares in the Company.

### Board Meeting Procedure and Decision Making

In case of the matters requiring utmost priority and which can't be further postponed till the next schedule meeting, additional Board Meetings are convened to address such important matters. Agenda with respect to the meetings are circulated in advance along with the presentation, if any, to be made at the Board Meeting. Agenda comprises of the routine and non-routine matters.

Any matter requiring the approval of the Board is included in agenda of the Board Meeting on the request made by the functional head to the Company Secretary. A detailed presentation is made at the Board meeting and after detailed analysis and deliberation on the presented agenda item the Board takes well informed decisions. The draft minutes are circulated to Board/ Board Committee members for their comments.

### 2. Board Committees:

Details of the Board Committees and other related information are provided hereunder:

#### Composition of Board Committees

##### Audit Committee

- Mr. Ravishankar Gopalan (Independent Director and Chairman of Committee)
- Mr. Ashutosh Chaturvedi (Independent Director)
- Mr. Kamlesh Kumar Agarwal (Non-Executive Non Independent Director) \*

##### Stakeholder Relationship Committee

- Mr. Ravishankar Gopalan (Independent Director and Chairman of Committee)
- Mr. Ashutosh Chaturvedi (Independent Director)

##### Nomination & Remuneration Committee

- Mr. Ravishankar Gopalan (Independent Director and Chairman of Committee)
- Mr. Ashutosh Chaturvedi (Independent Director)
- Mr. Kamlesh Kumar Agarwal ( Non Executive Non Independent Director)\*

\* Resigned w.e.f November 15<sup>th</sup>, 2018 and thereafter Mr. Saket Agarwal was inducted in the Audit and N&R Committee. The Company Secretary of the Company acts as the Secretary of all Board Committees.

## Procedure at Committee Meetings

The Company's guidelines relating to Board meetings are applicable to Committee meetings as far as practicable. Minutes of proceedings of Committee meetings are circulated to the Directors and placed before Board meetings for noting.

## Meetings of Board Committees held during the year and Director's attendance:

Board Committee	Audit Committee	Stakeholder Relationship Committee	Nomination & Remuneration Committee
Meetings held	5	3	5
Mr. Ravishankar Gopalan	5	3	5
Mr. Ashutosh Chaturvedi	2	2	2
Mr. Kamlesh Kumar Agarwal*	5	N.A.	5

N.A. - Not a member of the Committee

\* Resigned w.e.f 15<sup>th</sup> November, 2018

## Terms of Reference and other details of Board Committees

### Audit Committee-Mandatory Committee

#### Composition of the Committee

Name of the Director	Category
Mr. Ravishankar Gopalan (Chairman of the Committee)	Independent Director
Mr. Ashutosh Chaturvedi	Independent Director
Mr. Kamlesh Kumar Agarwal	Non Executive Non Independent Director

Board has constituted an Audit Committee comprising of Independent and Non-Executive Directors. The Committee's composition meets the requirements of Section 177 of the Companies Act, 2013 and SEBI Listing Regulations, 2017. Members of the Audit Committee possess financial/accounting expertise/exposure.

## Role of Audit Committee inter alia, includes the following:

- Overseeing of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommending the appointment, re-appointment and replacement/ removal of statutory auditor and fixation of audit fee;
- Approving payment for any other services by statutory auditor;
- Reviewing with the management, the annual financial statements before submission to the board, focusing primarily on:
  - Matters required to be included in the Director's Responsibility Statement to be included in the Directors' Report in terms of clause (2AA) of section 134 of the Companies Act, 2013;
  - Any changes in accounting policies and practices and reasons for the same;
  - Major accounting entries involving estimates based on the exercise of judgment by management;
  - Significant adjustments made in the financial statements arising out of the audit findings;
  - Compliances with the listing and other legal requirements relating to financial statements;
  - Disclosure of any related party transactions and
  - Qualifications in the draft audit report.
- Reviewing with the management, the quarterly financial statements before submission to the Board for approval;

- Reviewing with the management, performance of statutory auditors and their adequacy;
- Reviewing the Company's financial and risk management policies;
- Discussion with statutory auditors before the audit commences about nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- Reviewing the functioning of the Whistle Blower mechanism;
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the Company, wherever it is necessary;
- Monitoring the end use of funds raised through public offers and related matters;
- Approval or any subsequent modification of transactions of the Company with related parties;

During the year, Audit Committee met five (5) times on May 30, 2017, August 11, 2017, August 31, 2017, December 14, 2017 and February 14, 2018.

The Chairman of Audit Committee was present at the last Annual General Meeting of the Company.

#### **Stakeholder Relationship Committee – Mandatory Committee**

##### **Composition of the Committee**

<b>Name of the Director</b>	<b>Category</b>
Mr. Ravishankar Gopalan (Chairman of the Committee)	Independent Director
Mr. Ashutosh Chaturvedi	Independent Director

The Stakeholder Relationship Committee is primarily responsible to review all matters connected with the Company's transfer of securities and redressal of shareholders' / investors' / security holders' complaints.

The Stakeholder Relationship Committee's composition and the terms of reference meet with the requirements of Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of the Companies Act, 2013.

##### **Meeting Details**

During the year, Stakeholder Relationship Committee met three (3) times on August 11, 2017, December 14, 2017 and February 14, 2018.

Given below are the details of the investors' complaints status:

Details of Investors' Complaints received and redressed:

Opening Balance	:	Nil
Received	:	17
Redressed	:	17
Closing Balance	:	NIL

The Company Secretary acts as secretary to the Stakeholder Relationship Committee. The RTA, M/s Bigshare Services Pvt. Ltd. attend to all grievances of shareholders received directly or through SEBI, Stock Exchange or the Ministry of Corporate Affairs etc. The Company maintains continuous interaction with the RTA and takes proactive steps and actions for resolving shareholder Complaints / queries.

## Nomination & Remuneration Committee-Mandatory Committee

### Composition of the Committee

Name of the Director	Category
Mr. Ravishankar Gopalan (Chairman of the Committee)	Independent Director
Mr. Ashutosh Chaturvedi	Independent Director
Mr. Kamlesh Kumar Agarwal*	Non-Independent Director

\*Resigned w.e.f 15<sup>th</sup> November, 2018

Board has constituted a Nomination & Remuneration Committee comprising of Independent and Non-Executive Non Independent Directors. The Committee's composition meets the requirements of Section 177 of the Companies Act, 2013 and Regulation 19(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

### Role of Nomination & Remuneration Committee inter alia, includes the following:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- Formulation of criteria for evaluation of Independent Directors and the Board;
- Devising a policy on Board diversity;
- Identifying people who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend their appointment to the Board.

### Policy for Selection and appointment of Directors and their remuneration

The Nomination & Remuneration (N&R) Committee has adopted a policy which, inter alia, deals with the manner and selection of Board of Directors and Key Managerial Personnel and their remuneration.

#### A. Criteria of selection of Non-Executive Directors

- The Non-Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board.
- In case of appointment of Independent Directors, the N&R Committee shall satisfy itself with regard to the independent nature of the Directors vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively.
- The N&R Committee shall ensure that candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013.
- The N&R Committee shall consider the following attributes / criteria, whilst recommending to the Board the candidature for appointment as Director:
  - i. Qualification, expertise and experience of the Directors in their respective fields;
  - ii. Personal, Professional or business standing;

#### B. Criteria for remuneration of Non-Executive Directors

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

- A Non-Executive Director shall be entitled to receive sitting fees for each meeting of the Board or Committee of the Board attended by him, of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014;
- The N&R Committee may recommend to the Board, the payment of commission on uniform basis, to reinforce the principles of collective responsibility of the Board;



- In determining the quantum of commission payable to the Directors, the N&R Committee shall make its recommendation after taking into consideration the overall performance of the Company and the onerous responsibilities required to be shouldered by the Director;
- The total commission payable to the Directors shall not exceed 1% of the net profit of the Company;
- The commission shall be payable on prorata basis to those Directors who occupy office for part of the year;
- The Independent Directors of the Company shall not be entitled to participate in the Stock Option Scheme of the Company, if any, introduced by the Company.

### **Remuneration Policy for the Senior Management Employees**

In determining the remuneration of the Senior Management Employees the N&R Committee shall consider the following:

- i. the relationship of remuneration and performance benchmark is clear;
- ii. the balance between fixed and incentive pay reflecting short and long term performance objectives;
- iii. the remuneration is divided into single components viz. fixed component comprising salaries, perquisites and other benefits;

The Managing Director will carry out the individual performance review based on the standard appraisal matrix and shall take into account the appraisal score card and other factors mentioned herein-above, whilst recommending the annual increment and performance incentive to the N&R

### **Performance Evaluation**

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Committees.

A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgement, safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Secretarial Department. The Directors expressed their satisfaction with the evaluation process.

### **Board Diversity Policy**

The Board devised a Policy on Board Diversity. The objective of the Policy is to ensure that the Board comprises adequate number of members with diverse experience and skills, such that it best serves the governance and strategic needs of the Company.

### **Subsidiary Monitoring Framework**

All the Subsidiary Companies of the Company are managed by their respective Boards. The Boards have the right and obligations to manage such Companies in the best interest of their stakeholders. As a majority shareholder, the Company at times nominates its representatives on the Boards of Subsidiary Companies and monitors the performance of such Companies.

The Company has material non-listed Indian subsidiaries as stated on page no.14. A policy on material subsidiary has been formulated in accordance with Regulation 16(1)(c) of the SEBI (LODR) Regulations, 2015 and the same is disclosed on the website of the Company, the weblink for the same is <https://www.starlog.in/html/Corporate.html>

## Related Party Transactions

During the year, no material transactions with the Directors or the management, their relatives, etc. have taken place, which have potential conflict of interest of the Company. The details of all significant transactions with related parties are periodically placed before the Audit Committee. Details of related party transactions entered into the normal course of business are given in note No. 38 forming part of 'notes to accounts'.

The Company has formulated a policy on materiality of and dealing with Related Party Transactions and the same has been uploaded on the Website of the Company (<http://www.starlog.in/html/Corporate.html>)

## Compliances regarding insider trading

Pursuant to the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 (the 'PIT Regulations'), the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and the Code of conduct to regulate, monitor and report trading by its employees and other connected persons, is formulated based on the principles set out has been approved by the Board of Directors of the Company.

## 4. General Shareholder Information

### A) General Body Meetings

Meeting	Date & Time	Location	Special Resolutions
A.G.M.	September 29, 2017 at 4.30 p.m.	Sangam Hall, Agarwal Bhawan, 100/C, Marine Lines, Next to Indian Oil Petrol Pump, Mumbai 400 002	(a) Appointment of Ashutosh Chaturvedi as Independent Director  (ii) Re-appointment of Mr. Saket Agarwal as Managing Director & CEO of the Company
A.G.M.	September 29, 2016 at 4.30 p.m.	Sangam Hall, Agarwal Bhawan, 100/C, Marine Lines, Next to Indian Oil Petrol Pump, Mumbai 400 002	NIL
A.G.M.	September 30, 2015 at 4.30 p.m.	Sangam Hall, Agarwal Bhawan, 100/C, Marine Lines, Next to Indian Oil Petrol Pump, Mumbai 400 002	(i) Related Party Transactions with ALBA Asia Private Limited  (ii) Change of name of the Company from ABG Infralogistics Limited to Starlog Enterprises Limited

No any special resolution was passed through the postal ballot during the financial year 2017-18.

## 5. Compliances of Mandatory and Non Mandatory Requirements:

### Mandatory

The Company has complied with the mandatory requirements of the SEBI (LODR) Regulations, 2015 relating to Corporate Governance.

### Non-Mandatory

The Company has also adopted the non-mandatory requirement as specified in the Listing Regulations regarding unmodified financial statements.

The Company has complied with various rules and regulations prescribed by SEBI or any the statutory authorities relating to the capital market.

### a) Details of the non-compliance, if any, with regard to capital market

The Company has complied with the requirements of the Stock Exchange/ SEBI/ Statutory Authorities on all the matters relating to capital markets, since listed. During the year under review, there were no strictures passed on the Company by the Stock Exchange, SEBI or any other statutory authorities on any matter related to capital markets during last three years except there was a fine of ₹18,400/- by BSE, during the period when Board was suspended by an order of National Company Law Tribunal with effect from March 1, 2017 under the provisions of Insolvency

and Bankruptcy Code, 2016 (IBC), due to non-filing of Corporate Governance report for the quarter ended March 31, 2017. Further, a penalty was levied for non-submission of consolidated financial results for the financial year ended March 31, 2018.

**b) Vigil Mechanism/Whistle Blower Policy**

The Company has adopted a Vigil Mechanism/Whistle Blower Policy and has established the necessary mechanism in accordance with SEBI (LODR) Regulations, 2015 entered into with the Stock exchange for employees to report concerns about unethical behavior. No Person has been denied access to the Audit Committee.

**c) Compliance Certificate from Managing Director**

The requisite certificate from the Managing Director required to be given under Regulation 17(8), read with Part B of Schedule II to the SEBI (LODR) Regulations, 2015 has been placed before the Board of Directors of the Company.

**6. Means of Communication:**

Quarterly Results	On Company and BSE website
In which newspapers Quarterly Results of the Company are published?	<ul style="list-style-type: none"> <li>• Financial Express</li> <li>• Apla Mahanagar or Mumbai Lakshdeep</li> </ul>
Does Company have any website?	Yes, <a href="http://www.starlog.in">www.starlog.in</a>
Whether it also displays official news releases, and the Presentation made to investors or to analysts	No
Whether Management Discussion & Analysis is a part of Annual Report	Yes

**7. General Shareholder's Information:**

I	AGM – Date, Time and Venue	Monday, December 31, 2018 at 4.00 p.m. at Sangam Hall, Agarwal Bhawan, 100/C, Marine Drive, Next to Indian Oil Petrol Pump, Mumbai 400 002.
II	Financial Year	2017-18
III	Date of Book Closure	December 24, 2018 to December 31, 2018.
IV	Dividend Payment Date	N.A.
V	Registered Office and CIN	141, Jolly Maker Chambers II, 14th Floor, Nariman Point, Mumbai - 400 021. CIN: L63010MH1983PLC031578
VI	Phone, Fax, E-mail	Phone: 022 23665333 Fax : 022 2364 9236 E-mail : <a href="mailto:cs@starlog.in">cs@starlog.in</a> Website: <a href="http://www.starlog.in">www.starlog.in</a>
VII	Listing on Stock Exchange	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001. Tel: 022 2272 1233/ 2272 1234
VIII	Listing Fees	Annual Listing fees has been paid to BSE Limited for the year 2018-2019.
IX	Stock Code	520155
X	ISIN	INE580C01019
XI	Registrar & Transfer Agents (RTA)	Bigshare Services Pvt. Ltd. Bharat Tin Works Building, 1st Floor, Opp Vasant Oasis, Makwana Road, Next to Keys Hotel, Marol, Andheri (East), Mumbai 400 059 Tel: +91 022 – 62638200 Fax: 62638299 Website : <a href="http://www.bigshareonline.com">www.bigshareonline.com</a> Email : <a href="mailto:investor@bigshareonline.com">investor@bigshareonline.com</a>

XIII	Share Transfer System	Share Transfers in physical forms can be lodged with Bigshare Services Pvt. Ltd at the above mentioned address. The transfers are normally processed within two weeks if all documents are received and are in order.
XIV	Outstanding GDRs/ ADRs/ Warrants	Not Applicable

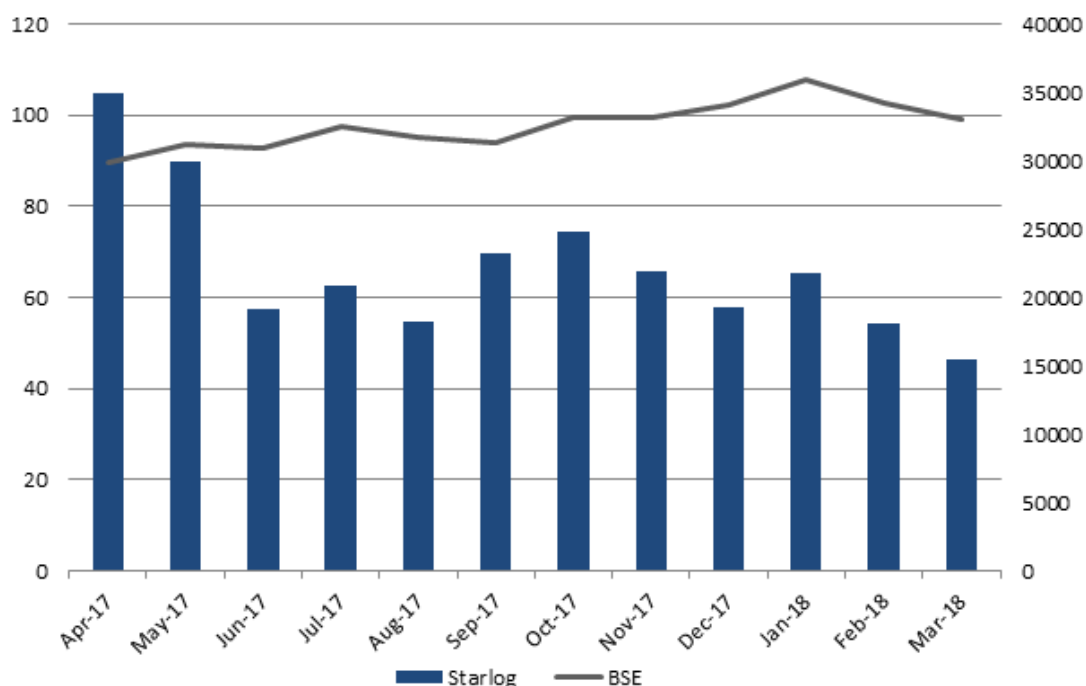
#### 8. Market Price data:

Month	High Price(₹)	Low Price(₹)	No. of Shares	BSE Sensex High	BSE Sensex Low
April 2017	115.00	98.00	16,551	30,184.22	29,241.48
May 2017	106.70	87.70	15,104	27,957.50	29,804.12
June 2017	98.00	55.50	1,36,934	31,522.87	30,680.66
July 2017	76.00	57.00	67,963	32,672.66	31,017.11
August 2017	65.95	48.25	47,094	32,686.48	31,128.02
September 2017	78.50	53.10	50,375	32,524.11	31,081.83
October 2017	79.90	65.05	18,009	33,340.17	31,440.48
November 2017	78.00	63.35	27,045	33,865.95	32,683.59
December 2017	68.00	53.35	1,01,567	34,137.97	32,565.16
January 2018	82.50	54.20	1,73,311	36,443.98	33,703.37
February 2018	69.00	50.80	38,463	36,256.83	33,482.81
March 2018	56.60	43.65	70,030	34,278.63	32,483.84

Source: www.bseindia.com

**Stock Performance at BSE v/s Sensex:** The performance of Starlog Enterprises Limited equity shares BSE against Sensex during the year 2017-18:

**Starlog Enterprises Share Price Movement**



## 9. Dematerialization of shares:

Under the Depository system, the International Securities Identification Number (ISIN) allotted to the Company's shares is INE580C01019. The equity shares of the Company representing 98.85% of the Company's paid up equity capital are dematerialized as on March 31, 2018. The status of dematerialized shares as on March 31, 2018 is as under:

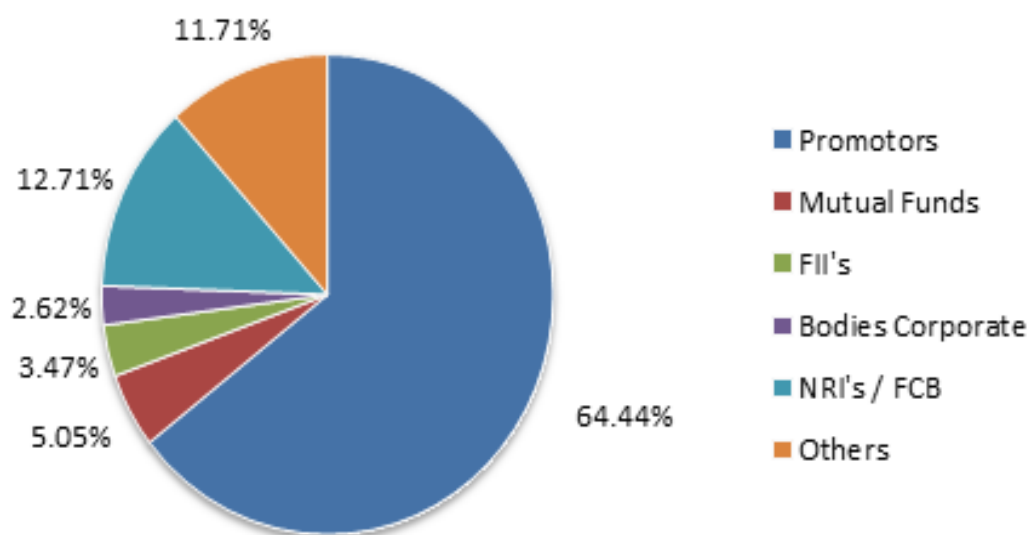
Particulars	No. of shares	% of capital issued
Held in Dematerialized form in NSDL	1,12,25,455	93.80
Held in Dematerialized form in CDSL	6,04,871	5.05
Physical	1,36,659	1.14
<b>Total</b>	<b>1,19,66,985</b>	<b>100.00</b>

## 10. Shareholding Pattern as on March 31, 2018

Category	No. of equity shares held	% of total paid-up share Capital
A. Promoter's Holding		
1. Promoter's holding		
a. Indian Promoters	77,11,000	64.44 %
b. Foreign Promoters	Nil	Nil
2. Persons acting in concert	Nil	Nil
<b>Sub Total</b>	<b>77,11,000</b>	<b>64.44 %</b>
B. Non Promoters Holding		
Institutional Investors		
a. Mutual Funds	6,04,580	5.05 %
b. Banks, Financial Institutions	100	0.00%
c. FIIs	4,15,411	3.47%
d. Insurance Companies, Central/ State Govt. Institutions, Non Government Institutions	Nil	Nil
<b>Sub Total</b>	<b>10,20,091</b>	<b>8.52%</b>
Others		
Private Corporate Bodies	3,13,524	2.62%
Indian Public	13,85,920	11.58%
Trusts	Nil	Nil
NRIs/ OCBs	21,293	0.18%
Any Other (Foreign Corporate Body)	15,00,000	12.53%
Clearing Member	15,157	0.13%
<b>Sub Total</b>	<b>32,35,894</b>	<b>27.04 %</b>
<b>GRAND TOTAL</b>	<b>1,19,66,985</b>	<b>100.00 %</b>



#### 11. Category of shareholders as on March 31, 2018



#### 12. The Distribution of Shareholding as on March 31, 2018

Shareholding of Nominal Value	Number of holders	% of total shareholders	Share Capital Amount (In ₹)	% of total capital
1 to 5000	4094	91.18	48,18,770	4.04
5001 to 10000	176	3.92	14,32,650	1.19
10001 to 20000	117	2.61	17,34,750	1.45
20001 to 30000	34	0.76	8,31,720	0.69
30001 to 40000	13	0.29	4,44,470	0.37
400001 to 50000	14	0.31	6,39,320	0.53
50001 to 100000	19	0.42	13,60,700	1.14
100001 and above	23	0.51	10,84,07,470	90.59
<b>Total</b>	<b>4,632</b>	<b>100.00</b>	<b>11,96,69,850</b>	<b>100.00</b>

## DECLARATION BY MANAGING DIRECTOR

*[Regulation 34(3) read with Schedule V (Part D) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2017]*

To  
The Members  
**Starlog Enterprises Limited**

I, Saket Agarwal, Managing Director of Starlog Enterprises Limited, declare that to the best of my knowledge and belief, all the Members of the Board and Senior Management Personnel of the Company have affirmed their respective compliances with the applicable code of conduct during the year ended March 31, 2018.

Saket Agarwal  
Managing Director

Place: Mumbai  
Date: December 8, 2018

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## COMPLIANCE CERTIFICATE BY PRACTICING COMPANY SECRETARY

*[As per Regulation 34(3) read with Schedule V(E) of The SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015]*

To the Member of  
**Starlog Enterprises Limited**

I, have examined the compliance of conditions of Corporate Governance by Starlog Enterprises Ltd., for the year ended 31 March 2018 as stipulated in Regulations 13, 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (collectively referred to as SEBI Listing Regulations, 2015).

The compliance of conditions of Corporate Governance is the responsibility of the Company's management. Our examination was carried out in accordance with the Guidance Note on Certification of Corporate Governance, issued by the Institute of Company Secretaries of India and was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, 2015 except in case of provisions contained in Regulation 13 regarding submission of Investor Grievances Report within 21 days of end of each quarter, Regulation 17 regarding composition of Board of Directors and Regulation 31 regarding submission of Shareholding Pattern within 21 days of end of each quarter.

We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Ritul Parmar, Company Secretaries**

Ritul Parmar  
ACS No: 31583 CP No: 14845

**Dated: November 14, 2018**

### DISCLOSURES RELATING TO UNCLAIMED SUSPENSE ACCOUNT

*[As per Regulation 34(3) read with Schedule V(F) of The SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2017]*

(a)	Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account at the beginning of the year.	Nil
(b)	Number of shareholders who approached the issuer for transfer of shares from the Unclaimed Suspense Account during the year	Nil
(c)	Number of shareholders to whom shares were transferred from the Unclaimed Suspense Account during the year	Nil
(d)	Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account at the end of the year	37,567
(e)	The voting rights on these shares	The voting rights on the shares in unclaimed suspense account shall remain frozen till the rightful owner of such shares claims the shares.

## INDEPENDENT AUDITOR'S REPORT

### TO THE MEMBERS STARLOG ENTERPRISES LIMITED

We have audited the accompanying **Standalone Ind AS** financial statements of **STARLOG ENTERPRISES LIMITED** ("the Company"), which comprise the Balance Sheet as at **31<sup>st</sup> March, 2018**, the Statement of Profit and Loss (including the Statement of Other Comprehensive Income), the Statement of Cash Flow and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Standalone Ind AS financial statements").

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

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and the statement of changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed 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 controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

#### Auditors' Responsibility

Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit of the standalone 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 standalone financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone 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 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 financial statements.

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

#### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the standalone financial statements give the information required by the Act in the manner so required and give a true and fair view on conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at **March 31, 2018**, its loss including Other Comprehensive Income, its Cash Flows and the Statement of Changes in Equity for the year ended on that date.

## Emphasis of Matters

We draw attention to **Note 44** to the standalone financial statements regarding company's current liabilities exceeding its current assets by ₹. 114.16 crores as at 31<sup>st</sup> March, 2018. For the reasons mentioned in the said note, the Company believes it has enough assets and will have adequate liquidity to meet its liabilities as and when they fall due. Our opinion is not modified in respect of the above matters.

## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the **annexure (A)**, a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that :
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flow and the Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
  - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.
  - e) The matters described in the Basis for Disclaimer of Opinion paragraph as per our separate report in '**Annexure B**', and in the Emphasis of Matters paragraph above, in our opinion, may have an adverse effect on the functioning of the Company.
  - f) On the basis of written representations received from the directors as on 31<sup>st</sup> March, 2018, and taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2018 from being appointed as a director in terms of Section 164(2) of the Act.
  - g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
  - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements vide **Note 36**.
    - ii. The Company did not have any long term contracts, including derivative contracts, for which there were any material foreseeable losses.
    - iii. The Company has transferred ₹. 3,17,144 to Investor Education and Protection Fund. Based on information and explanations provided to us, there are no delays in transfer of the said amount.

**For B. M. Chaturvedi & Co.,**  
ICAI F.R.N.: 114317W  
Chartered Accountants

**B.M.Chaturvedi**  
Partner  
ICAI M.N.: 017607  
Mumbai  
August 14, 2018

## **ANNEXURE-A to the Independent Auditor's Report**

The annexure required under CARO, 2016 referred to in our report to the members of STARLOG ENTERPRISES LIMITED ("the company") for the year ended 31<sup>st</sup> March 2018. We report that:

- (i) In respect of its Property, Plant and Equipment:
  - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
  - (b) The Property, Plant and Equipment were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all fixed assets at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
  - (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are generally held in the name of the Company.
- (ii) According to the information and explanations given to us, the Company's nature of operations does not require it to hold inventories and, accordingly, clause 3(ii) of the Order is not applicable.
- (iii) In respect of loans granted, secured or unsecured, to companies, firms or other parties covered in the register maintained u/s 189 of the Act, according to the information and explanation given to us, the Company has given advances of ₹ 24.16 lakhs in the nature of a loan to a subsidiary. In our opinion and according to the information and explanation given to us, as the above amount is interest free and current in nature, question of overdue amounts does not arise.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 in respect of investments, guarantees and securities, except for charging of interest to loans given to a subsidiary as mentioned in point no (iii) above.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposit from the public during the year in terms of the provisions of Section 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.
- (vi) According to the information and explanation given to us, the Company is not required to maintain cost records as it does not meet the turnover criteria of ₹ 35 crore provided in Rule 3 of Companies (Cost Records and Audit) Rules, 2014. Accordingly, the provisions of clause 3(vi) of the Order are not applicable to the Company.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
  - (a) Undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-Tax, Sales Tax, Services Tax, Duty of Customs, Duty of Excise, Value Added Tax and other material statutory dues applicable to it have generally not been regularly deposited with the appropriate authorities. There were no undisputed amounts payable in respect of aforesaid statutory dues in arrears as at 31<sup>st</sup> March, 2018 for a period of more than six months from the date they became payable except service tax of ₹ 5,93,61,349; GST of ₹ 5,53,42,875 and TDS of ₹ 1,75,74,395.
  - (b) Details of dues of Income-tax, Sales Tax, Services Tax, Duty of Customs, Duty of Excise or Value Added Tax which have not been deposited as on 31<sup>st</sup> March, 2018 on account of disputes are given below:



Nature of dues	Amount	Period to which the amount relates	Forum where dispute is pending
Sales Tax	17,99,088	1996-97	Chennai High Court
	51,33,109	1997-98	
	54,58,212	1998-99	
	153,71,120	1999-2000	
	171,17,882	2000-01	
	73,01,689	2001-02	
	93,02,847	2002-03	
MVAT	314,52,652	2005-06	Deputy Commissioner of Sales Tax (Appeal) Mumbai
	2475,33,119	2006-07	
	4586,19,011	2007-08	
	4914,33,812	2008-09	
	4542,62,844	2009-10	
	5822,69,130	2010-11	
	4445,68,970	2011-12	
Income Tax	133,02,972	2004-05	Commissioner of Income Tax (Appeal)-47
	93,74,728	2005-06	
<b>Total</b>	<b>279,43,01,185</b>		

(viii) According to the information and explanations given to us, the Company has not taken any loans from Government or raised borrowings in the form of debentures. The Company has defaulted in repayment of dues to financial institutions and banks during the year. Details of the dues to bank and financial institutions which have not been paid on due dates and which are outstanding as on 31.3.2018 are given below:

Sr. No.	Name of the Lender	Principal Amount in default as on 31.03.2018	Period of Default
1)	Axis Bank Ltd.	1,94,20,107	Since April, 2017
2)	Axis Bank Ltd.	351,56,341	Since March, 2017
3)	Axis Bank Ltd.	600,00,000	December, 2016 to March, 2018
4)	Axis Bank Ltd.	300,00,000	September, 2017 to March, 2018
5)	Axis Bank Ltd.	459,62,973	December, 2016 to March, 2017
6)	Bank of India	1,00,00,000	Since January, 2018 (Post Rescheduling)
7)	IDFC Bank Ltd.	255,27,749	December, 2016 to March, 2018
8)	IDFC Bank Ltd.	1383,82,908	December, 2016 to March, 2018
9)	J & K Bank Ltd.	56,42,250	Since January, 2018
10)	JM Financial Asset Reconstruction Co. Ltd.	39,60,052	January, 2017 to March, 2018
11)	JM Financial Asset Reconstruction Co. Ltd.	1783,50,000	October, 2016 to March, 2018

(ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. To the best of our knowledge and belief and according to the information and explanations given to us, in our opinion, term loans availed by the Company were, prima facie, applied by the company during the year for the purposes for which loans were obtained.

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

(xi) As mentioned in footnote 1 to Note 38, an excess remuneration of ₹. 3.65 lakhs as per Section 197 read with Schedule V of the Act has been paid to the Managing Director of the Company which is held in trust by him.

- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company as prescribed under section 406 of the Act. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the standalone Ind AS financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(xiv) of the Order is not applicable to the Company.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him.
- (xvi) According to information and explanations given to us, the Company is not required to be registered under Section 45 IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.

**For B. M. Chaturvedi & Co.,**  
ICAI F.R.N.: 114317W  
Chartered Accountants

**B.M.Chaturvedi**  
Partner  
ICAI M.N.: 017607  
Mumbai  
August 14, 2018

## **ANNEXURE-B to the Independent Auditor's Report**

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

We have audited the internal financial controls over financial reporting of Starlog Enterprises Limited ("the Company") as at 31<sup>st</sup> March, 2018, in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("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**

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 issued by ICAI and 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.

***Because of the matter described in Disclaimer of Opinion paragraph below, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on internal financial controls system over financial reporting of the Company.***

#### **Meaning of Internal Financial Controls Over Financial Reporting**

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that:

- (a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the company; and
- (c) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Basis for disclaimer of opinion**

***According to the information and explanation given to us, the Company has not established its internal financial control over financial reporting on criteria based on or considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI").***

***Disclaimer of Opinion***

***As described in the Basis for disclaimer of opinion paragraph above, we are unable to obtain sufficient appropriate audit evidence to provide a basis for our opinion whether the Company had adequate internal financial controls over financial reporting and whether such internal financial controls were operating effectively as at 31 March 2018.***

***We have considered the disclaimer reported above in determining the nature, timing, and extent of audit tests applied in our audit of the financial statements of the Company, and the disclaimer does not affect our opinion on the financial statements of the Company.***

**For B. M. Chaturvedi & Co.,**  
ICAI F.R.N.: 114317W  
Chartered Accountants

**B.M.Chaturvedi**  
Partner  
ICAI M.N.: 017607  
Mumbai  
August 14, 2018

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## BALANCE SHEET AS AT MARCH 31, 2018

(₹ in Lakhs)

	Notes	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
<b>ASSETS</b>				
<b>Non-current assets</b>				
Property, plant and equipment	3	12,691.22	17,717.08	19,769.93
Capital work in progress		-	-	709.38
Investment Property	4	1,226.26	1,226.26	1,226.26
Financial assets				
i. Investments	5	15,151.90	15,151.90	14,128.59
ii. Other financial assets	6	1,816.16	2,453.57	2,259.13
Other non-current assets	7	1,423.16	1,431.17	1,317.19
<b>Total Non-Current Assets</b>		<b>32,308.70</b>	<b>37,979.98</b>	<b>39,410.48</b>
<b>Current assets</b>				
Financial assets				
i. Trade receivables	8	2,800.30	2,657.41	1,958.50
ii. Cash and cash equivalents	9	31.61	213.14	106.63
iii. Other Bank Balance	10	6.64	9.81	12.81
iv. Loans	11	760.71	731.42	1,084.63
v. Other financial assets	12	23.10	290.75	690.65
Other current assets	13	912.06	970.21	908.94
<b>Total Current Assets</b>		<b>4,534.42</b>	<b>4,872.74</b>	<b>4,762.16</b>
<b>Total Assets</b>		<b>36,843.12</b>	<b>42,852.72</b>	<b>44,172.64</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
Equity share capital	14	1,196.69	1,196.69	1,196.69
Other equity	15	12,770.95	14,030.11	16,371.00
<b>Total equity</b>		<b>13,967.64</b>	<b>15,226.80</b>	<b>17,567.69</b>
<b>Liabilities</b>				
<b>Non-current liabilities</b>				
Financial liabilities				
i. Borrowings	16	4,108.09	7,446.40	11,329.34
ii. Other financial liabilities	17	0.23	329.48	329.48
Provisions	18	14.72	6.48	6.64
Deferred tax liabilities (net)	19	-	-	91.99
Other non-current liabilities	20	2,801.11	2,819.34	2,560.50
<b>Total non-current liabilities</b>		<b>6,924.15</b>	<b>10,601.70</b>	<b>14,317.95</b>
<b>Current liabilities</b>				
Financial Liabilities				
i. Trade and other payables	21	965.23	1,104.80	930.58
ii. Other financial liabilities	22	12,190.70	13,766.88	9,168.09
Provisions	23	7.98	1.59	2.21
Other current liabilities	24	2,787.42	2,150.95	2,186.12
<b>Total current liabilities</b>		<b>15,951.33</b>	<b>17,024.22</b>	<b>12,287.00</b>
<b>Total liabilities</b>		<b>22,875.48</b>	<b>27,625.92</b>	<b>26,604.95</b>
<b>Total equity and liabilities</b>		<b>36,843.12</b>	<b>42,852.72</b>	<b>44,172.64</b>

Notes form integral part of the financial statements

As per our report of even date

For and on behalf of the Board of Directors Starlog Enterprises Limited

**For B. M. Chaturvedi & Co.**

ICAI F.R.N.: 114317W

Chartered Accountants

**B.M.Chaturvedi**

Partner

ICAI M.N.: 017607

**Saket Agarwal**

Director

DIN: 00162608

**Kamlesh Agarwal**

Director

DIN: 00162612

**Aditi Shah**

Company Secretary

**Place:** Mumbai

**Dated:** August 14, 2018

## STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2018

(₹ in Lakhs)

	Notes	For year ended March 31, 2018	For year ended March 31, 2017
<b>Income</b>			
Revenue from operations	25	2,836.98	6,345.25
Other income	26	28.67	9.39
<b>Total income</b>		<b>2,865.65</b>	<b>6,354.64</b>
<b>Expenses</b>			
Employee benefit expense	28	677.29	856.08
Power and Fuel expense	29	70.07	109.45
Depreciation expense	30	1,665.87	2,058.07
Other expenses	31	2,214.96	2,836.21
Finance costs	32	2,132.18	2,935.19
<b>Total expenses</b>		<b>6,760.37</b>	<b>8,795.00</b>
Profit/ (loss) before tax		(3,894.72)	(2,440.36)
Exceptional Items	27	2,694.69	-
<b>Profit/ (loss) before tax</b>		<b>(1,200.03)</b>	<b>(2,440.36)</b>
Current tax	19	-	-
Deferred tax		-	(91.99)
<b>Profit/ (loss) for the year</b>		<b>(1,200.03)</b>	<b>(2,348.37)</b>
<b>Other comprehensive income</b>			
Items that will not be reclassified to profit or loss		(59.13)	9.19
<b>Total comprehensive income/ (loss) for the year</b>		<b>(1,259.16)</b>	<b>(2,339.18)</b>
<b>Earning/ (loss) per equity share</b>			
Basic and diluted (in ₹)	39	(10.03)	(19.62)

Notes form integral part of the financial statements

As per our report of even date

For and on behalf of the Board of Directors Starlog Enterprises Limited

**For B. M. Chaturvedi & Co.**

ICAI F.R.N.: 114317W

Chartered Accountants

**B.M.Chaturvedi**

Partner

ICAI M.N.: 017607

**Saket Agarwal**

Director

DIN: 00162608

**Kamlesh Agarwal**

Director

DIN: 00162612

**Aditi Shah**

Company Secretary

**Place:** Mumbai

**Dated:** August 14, 2018

# STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2018

(₹ in Lakhs)

	For year ended March 31, 2018	For year ended March 31, 2017
<b>Cash flow from operating activities</b>		
<b>Profit/ (loss) before tax</b>	<b>(1,200.03)</b>	<b>(2,440.36)</b>
<b>Adjustments for:</b>		
Depreciation Expense	1,665.87	2,058.07
Interest Expense	2,131.38	2,934.76
Interest on unwinding of Financial Liabilities	0.80	0.43
Miscellaneous balances written off	78.95	1.78
Exceptional Items / Liabilities No Longer Required	(2,694.69)	-
Loss/(Profit) on Sale of Assets	338.72	(1.50)
Interest Income	(11.71)	(7.89)
	<b>309.29</b>	<b>2,545.29</b>
<b>Changes in operating assets and liabilities</b>		
(Increase)/ decrease in trade receivables	(221.84)	(700.69)
(Increase)/ decrease in Other Financial Assets	267.65	399.03
Decrease in loans	(29.29)	353.21
Decrease/ (Increase) in other non-current assets	(60.06)	-
(Increase)/ decrease in other current assets	58.15	(61.27)
Increase in trade and other payables	(102.62)	174.22
Increase in provisions	14.63	(0.78)
Increase in other current liabilities	577.34	(25.98)
<b>Cash generated from operations</b>	<b>813.25</b>	<b>2,683.03</b>
Tax Expenses / Deferred Tax	68.07	(113.98)
<b>Net cash inflow from operating activities (A)</b>	<b>881.32</b>	<b>2,569.05</b>
<b>Cash flow used in investing activities</b>		
Proceeds from sale of property, plant and equipment	3,046.75	1.51
Addition in property, plant and equipment	(25.48)	(7.26)
Interest Income from fixed Deposits	11.71	8.76
Investment in subsidiary company	-	(1,022.99)
Advance against sale of Fixed Asset- Taken/(Given)	(18.23)	258.84
Bank deposits in excess of 3 months	(154.14)	(32.98)
Non-Current Financial Investments	623.72	550.92
<b>Net cash outflow used in investing activities (B)</b>	<b>3,484.33</b>	<b>(243.20)</b>
<b>Cash flow used in financing activities</b>		
Repayment of Borrowings	(4,500.87)	(2,946.63)
Proceeds from borrowings	194.20	1,967.27
Unclaimed Dividend Paid	(3.17)	(3.00)
Interest Expense	(237.34)	(1,236.97)
<b>Net cash outflow used in financing activities (C)</b>	<b>(4,547.18)</b>	<b>(2,219.33)</b>
<b>Net increase/ (decrease) in cash and cash equivalents (A+B+C)</b>	<b>(181.53)</b>	<b>106.51</b>
Cash and cash equivalents at the beginning of the year	213.14	106.63
<b>Cash and cash equivalents at the end of the year (Refer Note No. 9&amp;10)</b>	<b>31.61</b>	<b>213.14</b>

Effective April, 2017 the Company adopted the amendment to Ind AS-7 "Statement of Cash Flows" which require the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financial activities including both changes arising from cash flows and non cash charges, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement. The adoption of amendment did not have any material impact on the financial statements.

#### Notes form integral part of the financial statements

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As per our report of even date

For and on behalf of the Board of Directors Starlog Enterprises Limited

**For B. M. Chaturvedi & Co.**

ICAI F.R.N.: 114317W

Chartered Accountants

**B.M.Chaturvedi**

Partner

ICAI M.N.: 017607

**Saket Agarwal**

Director

DIN: 00162608

**Kamlesh Agarwal**

Director

DIN: 00162612

**Aditi Shah**

Company Secretary

**Place:** Mumbai

**Dated:** August 14, 2018

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

A. Equity Share Capital		(₹ in Lakhs)
Particulars	Amount	
As at April 1, 2016	1,196.70	
Changes in Equity Share Capital	-	
As at March 31, 2017	1,196.70	
Changes in Equity Share Capital	-	
As at March 31, 2018	1,196.70	

B. Other Equity		(₹ in Lakhs)					
Particulars		Reserves & Surplus					Total Other Equity
		Capital Reserve	Securities Premium Reserve	Capital Redemption Reserve	General Reserves	Retained Earnings	
Opening balance as at 1 Apr 2016		100.00	4,798.33	1,080.32	11,155.25	(763.56)	16,371.00
Adjustment related to fixed assets					(2.03)		(2.03)
Restatement of Investments through FVOCI							
Remeasurements of Employment Benefit Obligations						0.32	0.32
Transfer to retained earnings - Loss 2016-17						9.19	9.19
Closing balance as at 31 Mar 2017		100.00	4,798.33	1,080.32	11,153.22	(3,111.93)	(2,348.37)
Remeasurements of Employment Benefit Obligations						10.17	14,030.11
Transfer to retained earnings - Loss 2017-18						(59.13)	(59.13)
Closing balance as at 31 Mar 2018		100.00	4,798.33	1,080.32	11,153.22	(1,200.03)	(1,200.03)
						(48.95)	12,770.95

As per our report of even date

For and on behalf of the Board of Directors Starlog Enterprises Limited

**For B. M. Chaturvedi & Co.**  
ICAI F.R.N.: 114317W  
Chartered Accountants

**B.M.Chaturvedi**  
Partner

**Saket Agarwal**  
Director  
ICAI M.N.: 017607

**Kumkum Agarwal**  
Director  
DIN: 00162608

**Aditi Shah**  
Company Secretary  
DIN: 00944021

**Place:** Mumbai  
**Dated:** December 08, 2018

## Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018

### 1. Corporate Information

Starlog Enterprises Limited ("the Company") was incorporated on 15-12-1983. The Company is operating in Port & Infrastructure facilities, Charter Hire & Operation of Heavy Duty Cranes, Engineering & Erection activities.

### 2. Summary of significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. The policies have been consistently applied to all the years presented, unless otherwise stated.

#### a. Basis of preparation

##### i. Compliance with Ind AS

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under section 133 of Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] as amended from time to time and other relevant provision of the Act.

The financial statements up to year ended March 31, 2017 were prepared in accordance with the accounting standards notified under Companies Act, 2013 read together with para 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP) and other relevant provisions of the Act. These financial statements are the first financial statements of the Company under Ind AS. Refer note no- 46 below for an explanation on how the transition from IGAAP to Ind AS has affected the company balance sheet, financial performance and cash flow.

The Financial Statements are presented in INR and all values are rounded off to the nearest lakhs (INR 00,000), unless otherwise stated. The financial statements have been prepared on a historical cost basis, except certain financial instruments which have been measured at fair value.

##### ii. Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- ▶ Expected to be realised or intended to be sold or consumed in normal operating cycle
- ▶ Held primarily for the purpose of trading
- ▶ Expected to be realised 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 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.

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

#### b. Operating Segment

The company is primarily engaged in the business of providing cranes on rental basis. Further all the commercial operations of the company are based in India. Accordingly, there are no separate reportable segments.

#### c. Fair value measurement

The Company measures financial instruments at fair value at each balance sheet 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.



## Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018

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

### d. Revenue recognition

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

#### Rendering of services

Revenue from hiring of equipment (cranes & trailers) associated with the transaction is recognised when the outcome of a transaction can be reliably estimated by reference to the stage of completion of the transaction, at the end of the reporting period.

#### Interest income

Interest income for debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the company estimates the expected cash flows by considering contractual terms of the financial instrument but does not consider the expected credit losses.

#### Dividends

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

### e. Income Taxes

Income tax comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to an items recognised directly in equity or in other comprehensive income.

#### Current income tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of the previous years. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date. Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

#### Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax loss and tax credits.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

Deferred tax measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is legally enforceable right to offset current tax liabilities and assets, and they to income taxes levied by the same tax authority.

## Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018

### **Current and deferred tax for the year**

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

### **f. Property, plant and equipment Recognition and measurement**

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment loss, if any. Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

### **Transition to Ind AS**

On transition to Ind AS, the company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1 April 2018, measured as per the previous GAAP, and use that carrying value as the deemed cost of such property, plant and equipment (See note 46).

### **Subsequent expenditure**

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the company.

### **Depreciation**

Depreciation is calculated on the cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method, and is generally recognised in the statement of profit and loss. Freehold land is not depreciated.

Depreciation on property, plant and equipment is provided over the useful life of assets as assessed by the management as follows-

<b>Asset class</b>	<b>Useful life</b>
Buildings-	60 years
Plant & Equipment-	15 years – 20 years*
Furniture & fixtures-	10 years
Office equipment-	03 years – 05 years
Vehicles-	08 years

\*Based on single shift. Cranes owned by the company usually work for more than single shift and hence double shift are considered, as applicable.

The useful lives assessed by the management are in line with the useful lives prescribed in schedule II to the companies Act 2013. Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (upto) the date on which asset is ready for use (disposed off).

### **Reclassification to investment property**

When the use of a property changes from owner-occupied to investment property, the property is reclassified as investment property at its carrying amount on the date of reclassification.

### **g. Investment properties**

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes), but not for sale in ordinary course of business or for administrative purpose. Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and impairment losses, if any. Any gain or loss on disposal of investment property is recognised in profit and loss.

## Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018

### **h. Leases**

Operating leases payment are recognised as an expense in the profit loss account in line with contractual term to compensate the lessors expected inflationary cost.

### **i. Impairment of non-financial assets**

The carrying amounts of property, plant and equipment are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognised in the statement of profit and loss when the carrying amount of an asset exceeds its estimated recoverable amount. If at the balance sheet date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount but limited to the carrying amount that would have been determined (net of depreciation / amortisation) had no impairment loss been recognised in prior accounting periods.

### **j. Provisions, Contingent liabilities and contingent assets**

Provisions are recognised when the Company has a present legal or constructive obligation, as a result of past events, and it is probable that an outflow of resources, that can reliably be estimated, will be required to settle such an obligation. 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 recognised in the statement of profit and loss as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

Contingent liabilities are not recognised but disclosed where the existence of an obligation will only be confirmed by future events or where the amount of the obligation cannot be measured reliably. Contingent assets are not recognised, but are disclosed where an inflow of economic benefits is probable.

### **k. Cash and cash equivalents**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits, (which are not pledged) with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

### **l. Employee Benefits**

#### **Provident Fund / ESIC**

Retirement benefits in the form of Provident Fund / ESIC are a defined contribution scheme and the contributions are charged to the profit and loss of the year when the contributions to the respective fund are due. There are no other obligations other than the contribution payable to the respective funds.

#### **Gratuity /Leave encashment**

The obligation of assets recognised in the balance sheet in respect to defined benefit / leave encashment value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

Change in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit of loss as past service cost.

Re-measurement gain and losses arising from experience adjustment and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet. Re-measurements are not reclassified to profit or loss in subsequent periods.

### **m. Foreign currencies**

The Company's financial statements are presented in INR, which is also the Company's functional currency. Transactions in foreign currencies are initially recorded by the Company into functional currency at the exchange rate on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

## Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

### **n. Earnings Per Share**

Basic Earnings per share (EPS) amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.

### **o. Recent Accounting Pronouncement**

#### ► **Standards issued but not effective**

On March 28, 2018, the ministry of corporate Affairs (MCA) has notified Ind AS 115- Revenue from contract with customers and certain amendment to existing Ind AS. These amendments shall be applicable to the company from April 01, 2018.

#### ► **Issue of Ind AS 115- Revenue from contract with customers**

Ind AS 115 will supersede the current revenue recognition guidance including Ind AS 18 Revenue, Ind AS 11 Construction contracts and the related interpretation. Ind AS 115 Provides a single model of accounting for revenue arising from contracts with customers based on the identification and satisfaction of performance obligations.

### **p. Amendment to existing issued Ind AS**

The MCA has also carried out amendments of the following accounting standards:

- Ind AS 21- The Effects of changes in foreign exchanges Rates
- Ind AS 40- Investment Property
- Ind AS 12- Income Tax
- Ind AS 28-Investments in associates and Joint ventures and
- Ind AS 112- Disclosure of interests in other entities

Applications of above standards are not expected to have any significant impact on the company's financial statements.

### **q. Significant accounting judgements, estimates and assumptions**

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Difference between actual results and estimates are recognised in the periods in which the results are known / materialised.

Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018

Note 3: Property, plant and equipment							(₹ in Lakhs)
	Building	Plant and Machinery	Office Equipment	Motor Cars	Furniture	Total	
Year ended March 31, 2017							
Opening gross block as on 01/04/2016 (Refer Note (ii) below)	46.27	54,936.62	175.20	144.98	184.03	55,487.10	
Additions in FY 16-17	-	-	7.26	-	-	7.26	
Disposals in FY 16-17	-	-	-	8.62	-	8.62	
Closing gross carrying amount (Gross Block) 31/03/2017	46.27	54,936.62	182.46	136.36	184.03	55,485.74	
Accumulated Depreciation							
Opening accumulated depreciation 01/04/2016	33.93	35,244.25	168.91	137.69	132.39	35,717.17	
Depreciation charge during the year 31/03/2017	0.28	2,036.73	2.05	1.08	17.93	2,058.07	
Disposals in FY 16-17	-	-	-	6.58	-	6.58	
Closing accumulated depreciation 31/03/2017	34.21	37,280.98	170.96	132.19	150.32	37,768.66	
Net carrying amount (Net Block) 01/04/2016	12.34	19,692.37	6.29	7.29	51.64	19,769.93	
Net carrying amount (Net Block) 31/03/2017	12.06	17,655.64	11.50	4.17	33.71	17,717.08	
Year Ended March 31, 2018							
Opening gross block as on 01/04/2017	46.27	54,936.62	182.46	136.36	184.03	55,485.74	
Additions in FY 17-18	-	-	8.86	-	16.62	25.48	
Disposals in FY 17-18	-	9,055.39	0.54	-	0.74	9,056.67	
Closing gross carrying amount (Gross Block) 31/03/2018	46.27	45,881.23	190.78	136.36	199.91	46,454.55	
Accumulated Depreciation							
Opening accumulated depreciation 01/04/2017	34.21	37,280.98	170.96	132.19	150.32	37,768.66	
Depreciation charge during the year 31/03/2018	0.26	1,657.29	2.74	0.63	4.95	1,665.8700	
Disposals in FY 17-18	-	5,670.69	0.51	-	-	5,671.20	
Closing accumulated depreciation 31/03/2018	34.47	33,267.58	173.19	132.82	155.27	33,763.33	
Net carrying amount (Net Block) 31/03/2018	11.80	12,613.65	17.59	3.54	44.64	12,691.22	

Notes:

- During the year ended on 31 March 2018 and 31 March 2017, there is no impairment loss determined at each level of CGU. The recoverable amount was based on value in use and was determined at the level of CGU.
- Land is held for purpose of earning capital appreciation. Hence it has been reclassified to Investment Property as per IND AS 40. Accordingly figures of 1st April 2016 are re-instated.
- Building have been mortgaged for the purpose of borrowings. The details relating to the same have been described in Note No. 16.

Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018

**4 Investment Properties**

(₹ in Lakhs)

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Freehold Land	1,226.26	1,226.26	1,226.26
<b>Total</b>	<b>1,226.26</b>	<b>1,226.26</b>	<b>1,226.26</b>

**Note:**

- Freehold land at 3 locations was held for purpose of earning capital appreciation. Hence it has been reclassified to Investment Property as per IND AS 40. Accordingly figures of 1<sup>st</sup> April 2016 are re-instated.
- Land located at Raigad District is mortgaged for the purpose of borrowings. The details relating to the same have been described in Note No.16.
- Further, out of the above Investments, land situated at Kolkata is under sale pending necessary government permissions and the proceeds received against above transaction is retained as other non current liabilities as advance towards sale of property as mentioned in Note No. 20 hereinafter as certain legal formalities are pending.

**Financial assets**

**5 Non-Current Investments**

	Investments Unquoted unless stated otherwise	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
<b>A. Unquoted Equity Shares</b>				
	<b>Investment in Subsidiaries measured at cost unless stated otherwise</b>			
	Kandla Container Terminal Limited			
	1,99,99,400 (Previous Year 1,99,99,400, April 1, 2016 1,99,99,400) Equity Share of ₹.10 Face Value	1,999.94	1,999.94	1,999.94
	Starlift Services Private Limited (formerly known as ABG Kolkata Container Terminal Private Limited)			
	74,95,025 (Previous Year 74,95,025, April 1, 2016 74,95,025) Equity Share of ₹. 10 Face Value	1,518.27	1,518.27	1,518.27
	Starport Logistics Limited			
	17,08,993 (Previous Year 17,08,993, April 1, 2016 14,70,051) Equity Share of ₹. 10 Face Value	8,218.84	8,218.84	7,195.85
	West Quay Multi Port Private Limited			
	5,100 (Previous Year 5,100, April 1, 2016 5,100) Equity Share of ₹. 10 Face Value	0.51	0.51	0.51
	ABG Projects & Services Limited - U.K.			
	2,41,002 (Previous Year 2,41,002, April 1, 2016 2,41,002) Equity Share of £ 1 Face Value	198.16	198.16	198.16
<b>B. Unquoted Preference Shares</b>				
	<b>Investment in Subsidiaries measured at cost unless stated otherwise</b>			
	Kandla Container Terminal Limited			
	1,00,00,000 (Previous year 1,00,00,000, April 1, 2016 1,00,00,000) 0.001% Cumulative compulsorily convertible preference shares of ₹ 10 Face Value	2,004.00	2,004.00	2,004.00
<b>C. Investment in Associate</b>				
	<b>Unquoted Equity Shares</b>			
	South West Port Limited			
	1,20,12,000 (Previous Year 1,20,12,000, April 1, 2016 1,20,12,000) Equity Share of ₹. 10 Face Value	1,201.20	1,201.20	1,201.20

Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018

(₹ in Lakhs)

<b>D.</b>	<b>Investment carried at fair value through OCI</b>			
	<b>Lexicon Finance Limited</b>			
	1,00,000 (Previous Year 1,00,000, April 1, 2016 1,00,000) Equity Share of ₹. 10 Face Value	10.98	10.98	10.66
	<b>Total Non-Current investments [A+B+C+D]</b>	<b>15,151.90</b>	<b>15,151.90</b>	<b>14,128.59</b>

Investments at fair value through OCI (fully paid) reflect investment in unquoted equity securities. These equity shares are designated as FVTOCI as they are not held for trading purpose and are not in similar line of business as the Group. Thus disclosing their fair value fluctuation in profit and loss will not reflect the purpose of holding. The latest financial statement of Lexicon Finance Limited is not available and hence for arriving at the fair valuation, the calculation is based on financial statements as on March 31, 2017.

**6 Other Financial Assets - Non Current**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
(Unsecured considered good, unless otherwise stated)			
Fixed Deposit with Banks (Maturity more than 12 months)	-	-	6.53
Others - Award Receivable 1	709.38	709.38	-
Fixed Deposits (earmarked) 2	325.77	168.46	125.95
Security deposit to Related Parties	707.76	1,509.50	2,066.51
Security deposit to others	269.02	262.00	255.91
Less: Allowance for Expected Credit Loss	(195.77)	(195.77)	(195.77)
<b>Total Other Financial Assets - Non Current</b>	<b>1,816.16</b>	<b>2,453.57</b>	<b>2,259.13</b>

- Award Receivable has been reclassified from Capital Work in Progress due to arbitration order received in 2016-17.
- Earmarked fixed deposits are given as collateral against bank guarantees provided to operational vendors, customs department and towards credit card utilization.

**7 Other Non-Current Assets**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Prepaid expenses	76.39	16.33	16.33
Advance Tax (Net of Provision)	1,346.77	1,414.84	1,300.86
<b>Total other non-current assets</b>	<b>1,423.16</b>	<b>1,431.17</b>	<b>1,317.19</b>

**8 Trade Receivables - Current**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Trade Receivables	3,880.02	3,678.36	2,979.45
Less: Allowance for Doubtful Debts	(1,079.72)	(1,020.95)	(1,020.95)
<b>Total receivables</b>	<b>2,800.30</b>	<b>2,657.41</b>	<b>1,958.50</b>
<b>Break up of security details</b>			
Unsecured, Considered Good	2,800.30	2,657.41	1,958.50
Unsecured, Considered Doubtful	1,079.72	1,020.95	1,020.95
<b>Total</b>	<b>3,880.02</b>	<b>3,678.36</b>	<b>2,979.45</b>
Less: Allowance for Doubtful Debts	(1,079.72)	(1,020.95)	(1,020.95)
<b>Total trade receivables</b>	<b>2,800.30</b>	<b>2,657.41</b>	<b>1,958.50</b>
<b>Of the above, trade receivables from:</b>			
Related Parties	893.08	812.23	527.62
Others	1,907.22	1,845.18	1,430.88



Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018

(₹ in Lakhs)

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
	2,800.30	2,657.41	1,958.50
No trade receivable are due from directors or other officers of the Company either severally or jointly with any other person. Trade receivables are non interest bearing.			

**9 Cash and Cash Equivalents**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Balance with banks in current and cash credit accounts	31.53	212.54	106.43
Cash on hand	0.08	0.60	0.20
<b>Total cash and cash equivalents</b>	<b>31.61</b>	<b>213.14</b>	<b>106.63</b>

**10 Other Bank Balances**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Unpaid dividend accounts	6.64	9.81	12.81
<b>Total other bank balance</b>	<b>6.64</b>	<b>9.81</b>	<b>12.81</b>

There are no repatriation restriction with regards to cash and cash equivalents as at the end of the reporting period and prior periods.

**11 Loans - Current**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
(Unsecured considered good, unless otherwise stated)			
Loan and Advance to Related parties	1,180.25	1,150.96	1,504.17
Less: Allowance for Expected Credit Loss	(857.76)	(857.76)	(857.76)
	322.49	293.20	646.41
Advances recoverable in cash or in kind or for value to be received	438.58	438.58	438.58
Less: Allowance for Expected Credit Loss	(0.36)	(0.36)	(0.36)
	438.22	438.22	438.22
<b>Total Loans</b>	<b>760.71</b>	<b>731.42</b>	<b>1,084.63</b>

**12 Other Financial Assets - Current**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Interest Accrued on Fixed Deposit	-	-	0.87
Unbilled Revenue	23.10	290.75	689.78
<b>Total Other Financial Assets - Current</b>	<b>23.10</b>	<b>290.75</b>	<b>690.65</b>

**13 Other Current Assets**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Prepaid expenses	49.50	137.08	49.04
Advance to suppliers	775.84	721.77	761.47
Advance to suppliers - Related Parties	14.35	-	-
Funded Gratuity Plan	-	20.00	10.43
Value Added Tax Receivable	195.74	195.74	195.74
Others	8.71	27.70	24.34
<b>Sub Total</b>	<b>1,044.14</b>	<b>1,102.29</b>	<b>1,041.02</b>
Less: Allowance for Expected Credit Loss (Adv. To Suppliers)	(132.08)	(132.08)	(132.08)
<b>Total other current assets</b>	<b>912.06</b>	<b>970.21</b>	<b>908.94</b>

Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018

**14 Equity Share Capital**

(₹ in Lakhs)

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
<b>Authorised equity share capital</b>			
3,00,00,000 equity Shares of par value ₹. 10/- each	3,000.00	3,000.00	3,000.00
	3,000.00	3,000.00	3,000.00
<b>Issued, Subscribed &amp; Paid-up</b>	1,196.69	1,196.69	1,196.69
1,19,66,985 equity Shares of par value ₹. 10/- each	<b>1,196.69</b>	<b>1,196.69</b>	<b>1,196.69</b>

(i) **Reconciliation of number of shares and amount outstanding at the beginning and at the end of the reporting period:**

Equity Shares	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
	Number	Rupees	Number	Rupees	Number	Rupees
At the beginning of the year	11,966,985	1,196.69	11,966,985	1,196.69	11,966,985	1,196.69
Issued during the year	-	-	-	-	-	-
Outstanding at the end of the year	<b>11,966,985</b>	<b>1,196.69</b>	<b>11,966,985</b>	<b>1,196.69</b>	<b>11,966,985</b>	<b>1,196.69</b>

(ii) **Terms/ rights attached to equity shares:**

The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets. The equity shares are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder on a poll are in proportion to its share of the paid-up equity capital of the Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable have not been paid.

In the event of liquidation of the Company, the holders 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 of the shares held by the shareholder.

(iii) **Details of shareholders holding more than 5% Shares in the Company:**

Name of shareholder	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
	Number of Shares	% of Holding	Number of Shares	% of Holding	Number of Shares	% of Holding
<b>Equity shares of ₹. 10 each fully paid</b>						
Mr. Saket Agarwal	7,711,000	64.44%	7,711,000	64.44%	7,711,000	64.44%
PSA India Pte. Ltd.	1,500,000	12.53%	1,500,000	12.53%	1,500,000	12.53%
ICICI Prudentials Dynamic Plan	600,880	5.02%	600,880	5.02%	600,880	5.02%

The Company has not issued any equity shares as bonus or for consideration other than cash and has not bought back any shares during the period of five years immediately preceding March 31, 2018.

**15 Other Equity**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
<b>Capital Reserves</b>			
As per last Balance Sheet	100.00	100.00	100.00
<b>Capital Redemption Reserves</b>			
As per last Balance Sheet	1,080.32	1,080.32	1,080.32
<b>Securities Premium</b>			
As per last Balance Sheet	4,798.33	4,798.33	4,798.33
<b>General Reserves</b>			
As per last Balance Sheet	11,153.22	11,155.25	
Adjustment related to PPE	-	(2.03)	

Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018

(₹ in Lakhs)

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Balance at the end of the year	11,153.22	11,153.22	11,155.25
<b>Retained Earnings</b>			
As per last Balance Sheet	(3,111.92)	(763.55)	
Net profit/ (loss) for the year	(1,200.03)	(2,348.37)	
Balance at the end of the year	(4,311.95)	(3,111.92)	(763.55)
<b>Other Comprehensive Income</b>			
As per last Balance Sheet	10.17	0.66	
Restatement of Investments through FVOCI	-	0.32	
Remeasurements of Employment Benefit Obligations	(59.13)	9.19	
Balance at the end of the year	(48.96)	10.17	0.66
<b>TOTAL OTHER EQUITY</b>	<b>12,770.96</b>	<b>14,030.12</b>	<b>16,371.01</b>

## 16 Borrowings

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Term Loan from Banks	4,656.95	7,541.98	7,002.98
Term Loan from Finance Companies	8,091.81	10,851.83	12,370.20
<b>Total Borrowings</b>	<b>12,748.76</b>	<b>18,393.81</b>	<b>19,373.18</b>
Less: Current Maturities (Refer Note 22)	(8,640.67)	(10,947.41)	(8,043.84)
<b>Total</b>	<b>4,108.09</b>	<b>7,446.40</b>	<b>11,329.34</b>

Financial Year	Rate of Interest				Total
	11.25%	11.75%	12.50%	12.75%	
18-19	161.00	114.20	200.00	1,999.62	2,474.82
19-20	179.00	-	-	2,479.45	2,658.45
20-21	200.00	-	-	929.16	1,129.16
21-22	224.00	-	-	-	224.00
22-23	100.00	-	-	-	100.00

- The above figure includes ₹ 3.51 lakhs as prepaid finance charges.
- All the above loans are secured by hypothecation of plant and Machinery financed there-against and part of the receivables under specific charter hire agreements.
- Additionally ₹ 7052.50 lakhs are secured by way of exclusive charge of property located at Mumbai, and ₹ 2105.39 lakhs are secured by way of mortgage of one of the freehold land.

## 17 Other Financial Liabilities - Non Current

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Creditors for capital goods	0.23	329.48	329.48
<b>Total Other Financial Liabilities</b>	<b>0.23</b>	<b>329.48</b>	<b>329.48</b>

## 18 Provisions - Non - Current

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Provisions for employee benefits (Refer Note 41)			
Leave Obligations	6.04	6.48	6.64
Gratuity	8.68	-	-
<b>Total Provisions for employee benefits</b>	<b>14.72</b>	<b>6.48</b>	<b>6.64</b>

Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018

**19 Deferred Tax Liabilities (Net)**

(₹ in Lakhs)

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
<b>Deferred tax liability</b>			
Fixed assets: impact of difference between tax depreciation and depreciation charged for the financial reporting	1,945.56	2,814.18	3,011.80
<b>Gross deferred tax liability</b>	<b>1,945.56</b>	<b>2,814.18</b>	<b>3,011.80</b>
<b>Deferred tax asset</b>			
Leave encashment	2.79	2.74	3.07
Unabsorbed depreciation under Tax Laws	3,173.58	3,609.36	2,916.75
<b>Gross deferred tax asset</b>	<b>3,176.37</b>	<b>3,612.10</b>	<b>2,919.81</b>
<b>Net Deferred Tax Liability / (Assest)</b>	<b>(1,230.82)</b>	<b>(797.92)</b>	<b>91.99</b>
Management has decided not to create any Deferred Tax Assets ("DTA") during the year because of continuous loss in earlier years as well as in current year as carried forward unabsorbed depreciation losses could not be allowed to set-off against future incomes.			
Subsequent to the year in which losses are suffered and existing DTA is good enough to take care of potential tax liabilities of the company in the foreseeable future.			

**20 Other Non - Current Liabilities**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Advance against sale of Land/Others*	1,599.91	1,618.14	1,359.30
Advance against sale of Shares	1,201.20	1,201.20	1,201.20
<b>Total Other Non - Current Liabilities</b>	<b>2,801.11</b>	<b>2,819.34</b>	<b>2,560.50</b>
* Company has received advance against sale of land/others of ₹. 1,660.00 lakhs and has given net advance of ₹. 60.09 lakh towards cranes services.			

**21 Trade Payable**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Trade Payables to others	829.49	892.96	687.45
Trade Payables to related parties	135.74	211.84	243.13
<b>Total trade payables</b>	<b>965.23</b>	<b>1,104.80</b>	<b>930.58</b>
There are no Micro, Small and Medium Enterprises as defined in the "Micro, Small, Medium Enterprises Development Act 2006" to whom the company owes dues on account of principal amount together with Interest and accordingly no additional disclosures have been made.			
The above information has been determined to the extent such parties have been identified on the basis of information available with the Company.			

**22 Other Financial Liabilities - Current**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Current maturities of long-term borrowings	8,640.67	10,947.41	8,043.84
Interest accrued but not due	102.81	106.04	98.17
Interest accrued and due	3,440.60	2,703.64	1,013.29
Unclaimed Dividend	6.62	9.79	12.79
<b>Total</b>	<b>12,190.70</b>	<b>13,766.88</b>	<b>9,168.09</b>
There is no amount due and outstanding to be credited to Investors Education and Protection Fund as at the balance sheet date.			
The Company has transferred a sum of Rupees 3,17,144/- during the year ended March 31 <sup>st</sup> , 2018 being unclaimed dividend to Investors Education and Protection Fund under Sec. 124 of the Companies Act, 2013.			

Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018

**23 Provisions - Current**

(₹ in Lakhs)

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Provisions for employee benefits (Refer Note 41)			
Leave Obligations	2.24	1.59	2.21
Gratuity	5.74	-	-
<b>Total Provisions for employee benefits</b>	<b>7.98</b>	<b>1.59</b>	<b>2.21</b>

**24 Other Current Liabilities**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
TDS payable	263.02	247.09	168.50
Advance from customers	753.47	640.62	1,094.00
Other Statutory Dues	1,082.66	603.33	349.47
Other current liabilities	688.27	659.91	574.15
<b>Total Other Current Liabilities</b>	<b>2,787.42</b>	<b>2,150.95</b>	<b>2,186.12</b>

**25 Revenue from Operations**

	For year ended March 31, 2018	For year ended March 31, 2017
Service Charges from:		
- Crane Operations	2,632.01	5,992.52
- Crane mobilization	204.97	352.73
<b>Total Revenue from Operations</b>	<b>2,836.98</b>	<b>6,345.25</b>

**26 Other income**

	For year ended March 31, 2018	For year ended March 31, 2017
Interest Income from Bank Deposits	11.71	7.89
Gain on Sales of Property, Plant & Equipment	-	1.50
Other Income	16.96	-
<b>Total Other Income</b>	<b>28.67</b>	<b>9.39</b>

**27 Exceptional Items**

	For year ended March 31, 2018	For year ended March 31, 2017
Liabilities no longer required, written back - Principal Waiver	1,167.39	-
Liabilities no longer required, written back - Other F & F	1,527.30	-
<b>Total Exceptional Items</b>	<b>2,694.69</b>	<b>-</b>

Exceptional items of ₹ 2,694.69 lakhs are on account of savings made by the company by settling its liabilities (including financial obligation) as reduced by write-offs on account of security deposit given to related parties (refer note 38) and advances given to staff/vendor for which value is no longer recoverable.

**28 Employee benefit expenses**

	For year ended March 31, 2018	For year ended March 31, 2017
Salaries, wages and bonus	606.22	763.87
Contribution to provident and other funds	37.65	56.78
Staff welfare expenses	33.42	35.43
<b>Total Employee Benefit Expenses</b>	<b>677.29</b>	<b>856.08</b>

Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018

**29 Power and fuel expenses**

(₹ in Lakhs)

	For year ended March 31, 2018	For year ended March 31, 2017
Power and Fuel	70.07	109.45
<b>Total Power and Fuel Expenses</b>	<b>70.07</b>	<b>109.45</b>

**30 Depreciation**

	For year ended March 31, 2018	For year ended March 31, 2017
Depreciation on Plant, Property & Equipments (Refer Note No. 3)	1,665.87	2,058.07
<b>Total Depreciation Expense</b>	<b>1,665.87</b>	<b>2,058.07</b>

**31 Other expenses**

	For year ended March 31, 2018	For year ended March 31, 2017
Stores and spares consumed	64.26	84.66
Sub-Contracting Expenses	-	1,511.08
Freight and crane mobilization charges	285.33	280.33
Rent (Includes Company Accommodation To Employees)		
- Premises	109.76	67.06
- Equipment	382.56	37.91
Insurance	82.04	85.71
Repairs And Maintenance:		
- Plant And Machinery	51.19	74.06
- Building	10.23	35.63
- Others	3.12	5.87
Advertisement and business promotion expenses	11.36	10.29
Interest on delayed payment of taxes	173.02	148.72
Travelling, conveyance and Car expenses	109.13	128.59
Printing And Stationery	8.92	11.08
Legal And Professional Fees	165.81	190.19
Payment To Auditor (Refer Details Below)	31.00	51.00
Director's Sitting Fees	0.50	0.57
Postage and telephone	15.85	17.55
Rates And Taxes Others	199.28	25.55
Security & Service Charges	17.70	14.18
Subscription & Membership Fees	18.18	19.79
Miscellaneous Balances Written Off	78.95	1.78
Loss on Sales of Fixed Assets	338.72	-
Miscellaneous expenses	58.05	34.61
<b>Total Other Expenses</b>	<b>2,214.96</b>	<b>2,836.21</b>
<b>Details of payment to auditors for</b>		
Audit	20.00	20.00
Quarterly results Reviews	6.00	6.00
Tax Audit	5.00	5.00
Tax representation	-	20.00
<b>Total</b>	<b>31.00</b>	<b>51.00</b>

Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018

(₹ in Lakhs)

**32 Finance costs**

	For year ended March 31, 2018	For year ended March 31, 2017
Interest		
- Banks	651.05	1,214.89
- Financial Institutions/Companies	1,463.94	1,711.09
Bank Charges	17.19	8.91
Financial charges	-	0.30
<b>Total Finance Costs</b>	<b>2,132.18</b>	<b>2,935.19</b>

**33 Financial Assets measured at Fair Value**

Investment carried at fair value through OCI	Note	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Valuation Method - Level 3 (Refer Note below)	5	10.98	10.98	10.66
<b>Total financial asset</b>		<b>10.98</b>	<b>10.98</b>	<b>10.66</b>

**Level 1:** Level 1 hierarchy includes financial instruments measured using quoted prices. There are no items falling under Level 1.

**Level 2:** The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. There are no items falling under Level 2.

**Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

**Note:**

There are no financial liabilities which are measured at fair value - recurring fair value measurements or at amortised cost for which fair values are required to be disclosed.

**34 Capital Management**

For the purpose of the Company's capital management, equity includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value. The Company's Capital Management objectives are to maintain equity including all reserves to protect economic viability and to finance any growth opportunities that may be available in future so as to maximize shareholders' value. The Company is monitoring capital using debt equity ratio as its base, which is debt to equity. The company's policy is to keep debt equity ratio below two. There is constant endeavour to reduce debt as much as feasible and practical by improving operational and working capital management.

**Debt to Equity Ratio are as follows:**

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Debt (A)	12,748.76	18,393.81	19,373.18
Equity (B)	13,967.64	15,226.80	17,567.69
<b>Debt Equity Ratio (A / B)</b>	<b>0.91</b>	<b>1.21</b>	<b>1.10</b>

**35 Segment Information**

The company is primarily engaged in the business of providing cranes on rental basis. Further all the commercial operations of the company are based in India. Accordingly, there are no separate reportable segments.



**Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018**

**36 Contingent liabilities not provided for:**

(₹ in Lakhs)

		As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
<b>a</b>	Guarantees given by banks on behalf of the Company	1,611.71	1,611.71	1,836.43
<b>b</b>	No provision has been made for sales tax demands / MVAT which have been disputed by the Company (Includes ₹. 60,57,79,847 for which the Company have obtained a stay from the High Court of Mumbai until the disposal of the appeal)	27,716.23	27,716.23	28,954.07
<b>c</b>	No provision has been made in respect of income tax demands which are pending in appeals (fully paid)	226.78	226.78	504.78
<b>d</b>	Corporate Guarantee on behalf of Kandla Container Terminal Limited to a Bank for Term Loan	3,925.24	3,925.24	3,925.24
		<b>33,479.96</b>	<b>33,479.96</b>	<b>35,220.51</b>

**37 Financial Risk Management**

The Company's principal financial liability represents Borrowings. The main purpose of this financial liability is to pay for Company's operations. The Company's principal financial assets consists of Investment in Group Company, Plant Property & Equipment, Investment Properties and trade receivables that are derived directly from its operations.

The Company's activities exposes it to credit risk, liquidity risk and market risk. All such activities are undertaken within a approved risk management policy framework.

The Board of Directors approves these policies for managing each of these risks, which are summarised below:

**(A) Credit risk**

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The maximum exposure to the credit risk at the reporting date is primarily from Trade Receivables and other Financial Asset. Trade receivables are typically unsecured and are derived from revenue earned from customers located in India. Credit risk has always been managed by the Company through credit approvals and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. On account of adoption of Ind AS 109, the Company has adopted expected lifetime credit loss model to assess the impairment loss, and is positive of the realisability of the other trade receivables and other Financial Asset.

**(B) Liquidity risk**

Liquidity risk arise from the unlikely possibility of Companies inability to meet its cash flow commitments on due date. Company exercises local financial market to meet its liquidity requirement. During the current year, the Company has settled a substantial portion of its financial obligations with Bank / Financial Institutions and is in process of settling the majority of its remaining dues with Financial Institutions / Banks by monetising its assets. This will enable to mitigate the Liquidity Risk of the Company thereby strengthening the financial position of the Company.

**Maturity of financial liabilities**

Contractual maturities of Financial Liabilities as on 31<sup>st</sup> March 2018

Particulars	Upto 1 Year	1-2 Year	2-3 Year	3-4 Year	More Than 4 Year	Total
Borrowings *	8,640.67	2,658.45	1,129.16	324.00	-	12,752.28
Trade Payables	965.23	-	-	-	-	965.23
Other Financial Liabilities	12,190.70	-	-	-	-	12,190.70

**Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018**

Contractual maturities of Financial Liabilities as on 31<sup>st</sup> March 2017

(₹ in Lakhs)

Particulars	Upto 1 Year	1-2 Year	2-3 Year	3-4 Year	More Than 4 Year	Total
Borrowings *	10,947.41	3,039.11	2,958.45	1,129.16	324.00	18,398.13
Trade Payables	1,104.80	-	-	-	-	1,104.80
Other Financial Liabilities	13,766.88	-	-	-	-	13,766.88

\*: Includes prepaid finance charges of ₹. 3.52 Lakhs

**(c) Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises Foreign Currency Risk and Interest Risk.

**(i) Foreign Currency Risk**

The Company does not have any exposure in foreign Currency. Hence, there is no Foreign Currency Risk in the Company.

**(ii) Interest Rate Risk**

Companies exposure to the risk of changes in market interest rate relates to the floating rate obligations.

The exposures of the Companies borrowing's and interest rate changes at the end of the reporting period are as follows:-

**Interest Rate Exposure**

Particulars	As at 31st March, 2018	As at 31st March, 2017
<b>Borrowings</b>		
Fixed Rate Borrowings *	9,734.41	12,495.24
Fluctuating Rate Borrowing	3,014.35	5,898.57
<b>Total Borrowings (including Current Year Maturities)</b>	<b>12,748.76</b>	<b>18,393.81</b>

\* Includes ₹. 1.23 Lakhs as Prepaid Finance Charges

**Sensitivity Analysis of 1% change in Interest Rate :**

Interest Rate Sensitivity analysis on Term Loan	Interest Movement	31st March 2018	31st March 2017
		Profit / (Loss)	Profit / (Loss)
Impact on Company's profit / loss, if the Interest Rates had been 100 bps higher / lower and all other variables remains constant	Up	(30.14)	(58.99)
	Down	30.14	58.99

Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018

38 Related Party Transactions

(₹ in Lakhs)

Description of Relationship	Name of Party	Place of Incorporation
<b>Subsidiary</b>	ABG Project and Services Limited - UK	UK
	Starport Logistics Limited (formerly known as ABG Ports Limited)	India
	Starlift Services Pvt.Ltd. (formerly known as ABG Kolkata Container Terminal Pvt.Ltd.)	India
	ABG Turnkey Private Limited	India
	India Ports & Logistics Private Limited	India
	Dakshin Bharat Gateway Terminal Private Limited	India
	Kandla Container Terminal Private Limited	India
	West Quay Multiport Private Limited	India
<b>Jointly Controlled Entities</b>	ALBA Asia Private Limited	India
	ALBA Marine Private Limited	India
	Haldia Bulk Terminals Private Limited	India
	Tuticorin Coal Terminal Private Limited	India
	Vizag Agriport Private Limited	India
<b>Associate</b>	South West Port Limited	India
<b>KMP Significance Influence</b>	Agbros Leasing and Finance Private Limited	India
	ABG Power Private Limited	India
	Aspen Material Handling Private Limited	India
	Indami Investment Private Limited	India
	Oblique Trading Private Limited	India
	Tirupati Landmark Pvt. Ltd.	India
	Tagus Engineering Private Limited	India
	Tusker Cranes Private Limited (formerly known as ABG Cranes Private Limited)	India
<b>Key Managerial personnel (KMP)</b>	Mr. Saket Agarwal, Managing Director	India

**Significant Transactions with Related Parties**

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:

Nature of transaction	Nature of relationship	31 March 2018	31 March 2017
<b>Investment in Equity Shares</b>			
Starport Logistics Limited	Subsidiary company	-	1,022.99
<b>Sale of Services/Mob De-Mob Charges</b>			
Starlift Services Private Limited	Subsidiary company	34.95	-
<b>Sub-contracting Charges</b>			
ALBA Asia Private Limited	Jointly Controlled Entity	-	1,511.08
<b>Business Support Services</b>			
ALBA Asia Private Limited	Jointly Controlled Entity	16.55	-
<b>Salary &amp; Perquisites</b>			
Saket Agarwal	Key Managerial Personnel	51.65	53.34
<b>Expense incurred on behalf of other by us</b>			
Starport Logistics Limited	Subsidiary company	5.13	-

Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018

(₹ in Lakhs)

Nature of transaction	Nature of relationship	31 March 2018	31 March 2017
<b>Advance against Purchase of Goods</b>			
Tusker Cranes Private Limited	KMP exercises significant influence	-	231.48
<b>Loan and &amp; Advances Taken</b>			
Starlift Services Private Limited	Subsidiary company	22.65	33.95
<b>Loan &amp; Advances Given</b>			
Kandla Container Terminal Private Limited	Subsidiary company	24.16	11.48
Starlift Services Private Limited	Subsidiary company	10.00	2.10
Agbros Leasing and Finance Private Limited	KMP exercises significant influence	-	22.00
Tuticorin Coal Terminal Private Limited	Jointly Controlled Entity	10.00	-
<b>Advance Received back</b>			
Starlift Services Private Limited	Subsidiary company	30.89	260.95
Tusker Cranes Private Limited	KMP exercises significant influence	-	477.27
Kandla Container Terminal Private Limited	Subsidiary company	-	118.90
<b>Rent Paid</b>			
Agbros Leasing and Finance Private Limited	KMP exercises significant influence	36.00	30.00
Tagus Engineering Private Limited	KMP exercises significant influence	2.40	2.71
ABG Power Private Limited	KMP exercises significant influence	0.10	3.60
Tirupati Landmark Pvt. Ltd.	KMP exercises significant influence	0.10	1.80
Oblique Trading Private Limited	KMP exercises significant influence	1.20	1.20
<b>Equipment Purchase</b>			
Agbros Leasing and Finance Private Limited	KMP exercises significant influence	-	6.00
<b>Security Deposit Refunded back to the company/ Written off</b>			
Agbros Leasing and Finance Private Limited	KMP exercises significant influence	575.00	-
Aspen Material Handling Private Limited (repaid)	KMP exercises significant influence	-	579.00
Aspen Material Handling Private Limited (written off) 1	KMP exercises significant influence	101.00	-
Indami Investments Private Limited (written off ) 2	KMP exercises significant influence	70.00	-

Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018

Outstanding as on March 31, 2018

(₹ in Lakhs)

Nature of Balances	Nature of relationship	31 March 2018	31 March 2017
<b>Trade Payables</b>			
Agbros Leasing and Finance Private Limited	KMP exercises significant influence	8.15	-
Starport Logistics Limited	Subsidiary company	-	5.53
ALBA Asia Private Limited	Jointly Controlled Entity	115.51	197.68
Tirupati Landmark Pvt. Ltd.	KMP exercises significant influence	8.72	8.62
Tagus Engineering Private Limited	KMP exercises significant influence	2.16	@1
<b>Trade Receivables</b>			
ALBA Asia Private Limited	Jointly Controlled Entity	-	12.42
Starlift Services Private Limited	Subsidiary company	26.13	-
<b>Security Deposits against Premises</b>			
ABG Power Private Limited	KMP exercises significant influence	230.32	230.32
Oblique Trading Private Limited	KMP exercises significant influence	56.25	90.00
Agbros Leasing and Finance Private Limited	KMP exercises significant influence	325.00	922.00
Aspen Material Handling Private Limited	KMP exercises significant influence	-	101.00
Tagus Engineering Private Limited	KMP exercises significant influence	40.00	40.00
Tirupati Landmark Pvt. Ltd.	KMP exercises significant influence	50.00	50.00
Indami Investments Private Limited	KMP exercises significant influence	6.19	76.19
<b>Advances Given</b>			
Tusker Cranes Private Limited	KMP exercises significant influence	1,143.68	1,143.68
Kandla Container Terminal Private Limited	Subsidiary company	31.44	7.28
Aspen Material Handling Private Limited	KMP exercises significant influence	-	@2
ABG Power Private Limited	KMP exercises significant influence	4.35	-
Starlift Services Private Limited	Subsidiary company	60.09	41.85
Starport Logistics Limited	Subsidiary company	5.13	-
Tuticorin Coal Terminal Private Limited	Jointly Controlled Entity	10.00	-
<b>Advances Received</b>			
Starlift Services Private Limited	Subsidiary company	1,660.00	1,660.00
<b>Investments</b>			
ABG Project and Services Limited - UK	Subsidiary company	198.16	198.16
Starport Logistics Limited	Subsidiary company	8,218.84	8,218.84
Starlift Services Private Limited	Subsidiary company	1,518.27	1,518.27
Kandla Container Terminal Private Limited	Subsidiary company	1,999.94	1,999.94
West Quay Multiport Private Limited	Subsidiary company	0.51	0.51
South West Port Limited	Associate Company	1,201.20	1,201.20
<b>Investments in preference shares</b>			
Kandla Container Terminal Private Limited	Subsidiary company	2,004.00	2,004.00

## Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018

Managerial remuneration for year ended 31.03.2018 was paid in excess by ₹. 3.65 lakhs, but has since been refunded.

1. Aspen had mortgaged its property for a loan availed by the Company from IDFC. The property was sold to IDFC at distress value in order to settle the said loan. Since Aspen had only one asset which was used for the benefit of the Company, the security deposit amount of ₹. 101 lakhs has been written off.
2. Security deposit was placed with Indami for renting its property. However, due to certain legal issues, Indami lost rights to the property. In view of this, the Company has written off the security deposit amount.  
(@1= ₹.373 and @2= ₹.285)

### 39 Earning/(Loss) Per Equity Share

(₹ in Lakhs)

	For year ended March 31, 2018	For year ended March 31, 2017
Profit/ (loss) for the year	(1,200.03)	(2,348.37)
Weighted Average number of equity shares outstanding during the year	119.67	119.67
Basic and diluted earning/ (loss) per share	(10.03)	(19.62)
Nominal value of an equity share	10.00	10.00

**Note:** There is no movement in equity share capital and neither there is change in the nominal value per share during the year ended March 31, 2018 and March 31, 2017.

### 40 Micro, Small and Medium Enterprises Development Act, 2006

Under the Micro, Small and Medium Enterprises Development Act, 2006, which came into force on 2nd October, 2006, certain disclosures are required to be made relating to Micro, Small and Medium Enterprises. Based on the information available with the Company, none of its suppliers are covered under the Micro, Small and Medium Enterprises Development Act, 2006 as at March 31, 2018, March 31, 2017 and April 1, 2016.

### 41 Assets and liabilities relating to employee benefits

#### (i) Leave obligations

The leave obligations cover the Company's liability for earned leave and sick leave.

#### (ii) Post-employment obligations - Gratuity

The Company has a defined benefit gratuity plan in India, governed by the Payment of Gratuity Act, 1972. The plan entitles an employee, who has rendered at least five years of continuous service, to gratuity at the rate of fifteen day wages for every completed year of service or part thereof in excess of six months, based on the rate of wages last drawn by the employee concerned. The gratuity plan is a funded plan and the Company makes contributions to recognised funds in India. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments. This defined benefit plans expose the Company to actuarial risks, such as interest rate risk and market (investment) risk.

**Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018**

The amounts recognised in the balance sheet and the movements in the net defined benefit obligations over the year are as follows:

**(a) Statement showing changes in present value obligation** (₹. in Lakhs)

	As at 31st March, 2018	As at 31st March, 2017
<b>Present value of obligations at the beginning of the year</b>	<b>26.14</b>	<b>32.28</b>
Interest expense/(income)	0.96	2.58
Past Service Cost	-	-
Current Service Cost	3.32	1.77
Benefit paid	(26.56)	-
Remeasurements		
- Due to change in financial assumptions	-	1.06
- Due to experience adjustments	39.40	(11.56)
<b>Present value of obligations at the end of the year</b>	<b>43.26</b>	<b>26.14</b>
<b>Total amount recognised in profit or loss</b>	<b>1.56</b>	<b>1.15</b>

**(b) Statement showing changes in the fair value of plan assets**

	As at 31st March, 2018	As at 31st March, 2017
<b>Fair Value of Plan Assets at the beginning of the year</b>	<b>46.14</b>	<b>42.72</b>
Expected return on plan assets	(0.31)	0.22
Contributions	6.86	-
Benefits Paid	(26.56)	-
Actuarial gains on plan assets	2.72	3.20
<b>Fair Value of Plan Assets at the end of the year</b>	<b>28.84</b>	<b>46.14</b>

	As at 31st March, 2018	As at 31st March, 2017
<b>(c) Unfunded liability recognised in Balance Sheet</b>	<b>14.42</b>	<b>(20.00)</b>

**(d) Expenses recognised during the year**

	As at 31st March, 2018	As at 31st March, 2017
Current Service Cost	3.32	1.77
<b>Total Service Cost</b>	<b>3.32</b>	<b>1.77</b>
Interest Expense on DBO	0.96	2.58
Interest (Income) on Plan Assets	(2.72)	(3.20)
<b>Net Interest Cost</b>	<b>(1.76)</b>	<b>(0.62)</b>
<b>Defined Benefit Cost included in P &amp; L</b>	<b>1.56</b>	<b>1.15</b>
Remeasurements - Due to Financial Assumptions	-	1.06
Remeasurements - Due to Experience Adjustments	39.40	(11.56)
(Return) on Plan Assets (Excluding Interest Income)	0.31	(0.22)
<b>Total Remeasurements in OCI</b>	<b>39.71</b>	<b>(10.72)</b>
<b>Total Defined Benefit Cost recognized in P&amp;L and OCI</b>	<b>41.28</b>	<b>(9.57)</b>

**(e) Experience adjustment**

	31/03/2018	31/03/2017	31/03/2016
Experience adjustment on obligations	39.40	(11.56)	(1.38)
Experience adjustment on plan assets	(0.30)	0.21	-



**Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018**

**(f) Acturial Assumptions**

Discount Rate	7.5%	7.5%
Salary Escalation	4.0%	4.0%
Mortality Rate	Indian Assured Lives Mortality (2006-08)	

**(g) Sensitivity analysis**

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Assumptions	Change in assumption (Increase/Decrease)	31st March 2018		31st March 2017	
		Increase	Decrease	Increase	Decrease
Discount rate	1.00%	40.73	46.11	24.10	28.52
Salary growth rate	1.00%	44.92	41.30	27.44	25.02

**(h) 100% of the plan assets are invested in Insurer Managed Fund which is in India.**

**(i) Risk exposure**

Through its defined benefit plans, the Company is exposed to a number of risks, the most significant of which is Asset volatility. The plan liabilities are calculated using a discount rate set with reference to bond yields; if plan assets underperform this yield, this will create a deficit. The plan assets are invested by the company in insurer manager fund wholly with the Life Insurance Corporation of India ("LIC"). The Company intends to maintain this investment in the continuing years.

**42 Expenditure in foreign currency during the year**

(₹ in Lakhs)

	For year ended March 31, 2018	For year ended March 31, 2017
Travelling, Subscription, Insurance and Stationery	6.54	6.73
Interest/Bank Charges	-	15.05
	<b>6.54</b>	<b>21.78</b>

**43 Break-up of consumption of stores and spares component**

	For year ended March 31, 2018	For year ended March 31, 2017
Indigeneous	61.05	82.74
Imported	3.20	1.91
	<b>64.26</b>	<b>84.66</b>

**44** The company is endeavouring to mitigate the gap between the current assets and current liabilities, amounting to ₹. 11,416.91 lakhs, which is mainly on account of current maturities of long term debt, by entering into settlement agreements for its financial obligation including monetizing some of its Fixed Assets.

**45** As regards compliance by the Company with certain requirement of the Companies Act, 2013, there is inadequate representation of Independent directors on the Board of the Company and Internal auditors were not appointed as required under Section 138 of the Act. Further the company is in the process of appointing Chief Financial Officer as required under Section 203 of the Companies Act, 2013. Management of the Company beleives that the penalties, if any, on account of the above stated non-compliances are not expected to be material and the same are currently not derterminable. Hence, no provision for any consequential liability have been made in accounts.

**46 First time adoption of Ind AS**

**i) First Ind AS Financial statements:**

These are the Company's first standalone financial statements prepared in accordance with Ind AS applicable as per Section 133 of Companies Act, 2013 and Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time, for the year ended 31<sup>st</sup> March 2018.

## Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018

The accounting policies set out in Note 2 have been applied in preparing the financial statements for the year ended 31st March 2018, the comparative information presented in these financial statements for the year ended 31st March 2017 and in the preparation of an opening Ind AS balance sheet at 1st April 2016 (the date of transition). In preparing its opening Ind AS balance sheet, the company has adjusted the amounts reported previously in financial statements prepared in accordance with the accounting standards notified under Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act (previous GAAP or Indian GAAP).

This note provides an explanation of how the transition from previous GAAP to Ind AS has affected the company's financial position as on 1st April 2016 and 31st March 2017 and financial performance for the year ended 31st March 2017. This note also explains exemption and exception availed by the company in transition from IGAAP to Ind AS.

### ii) Exemption and Exception availed

Below are the applicable Ind AS 101 "First Time Adoption of Indian Accounting Standards" optional exemption and mandatory exception applied in the transition from Indian GAAP to Ind AS.

#### Exemption

##### a) Deemed cost

Ind AS 101 permits a first-time adopter to elect to continue with the carrying value measured as per the previous GAAP for all of its items of property, plant and equipment, and use that as its deemed cost as at the date of transition after making necessary adjustments for de-commissioning liabilities. This exemption can also be used for intangible assets. Accordingly, the Company has elected to measure all of its property, plant and equipment and intangible assets at their previous GAAP carrying value as its deemed cost on the date of transition.

##### b) Investment in Subsidiary, Joint Ventures and Associates

In separate financial statements, entities can measure investments in subsidiaries, jointly controlled entities and associates at either:

- cost, determined in accordance with Ind AS 27
- deemed cost, defined as fair value
- deemed cost, defined as previous GAAP carrying amount

Accordingly, the Company has elected to measure all of its investments in subsidiaries, associates and joint ventures at their previous GAAP carrying value.

#### Exception

##### a) Estimates

The company's estimates in Ind ASs at the date of transition, are required to be consistent with estimates made for the same date in previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error. Ind AS estimates as at 1st April 2016 are consistent with the estimates as at the same date made in conformity with previous GAAP except where Ind AS required a different basis for estimates as compared to the previous GAAP.

##### b) Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets as per Ind AS 109 on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

### iii) Reconciliation of Equity and Total Comprehensive Income

#### a) Reconciliation of Equity

Particulars	Note	As at 31st March, 2017	As at 31st March, 2016
Equity as per previous GAAP		16,231.74	18,577.26
Adjustments:			
Remeasurement of Loan Processing Fees	a	4.31	-
Restatement of Investments through FVTOCI	b	0.98	0.66

Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018

(₹ in Lakhs)

Particulars	Note	As at 31st March, 2017	As at 31st March, 2016
Allowance for Expected Credit Loss	c	(2,206.92)	(2,206.92)
<b>Equity as per Ind AS</b>		<b>14,030.11</b>	<b>16,371.00</b>

**b) Reconciliation of Total Comprehensive Income**

Particulars	Note	For year ended March 31, 2017
<b>Net Loss as per previous GAAP</b>		<b>(2,343.49)</b>
<b>Adjustments:</b>		
Remeasurement of Loan Processing Fees	a	4.31
Remeasurements of Employment Benefit Obligations	d	(9.19)
<b>Net Loss before OCI as per Ind AS</b>		<b>(2,348.37)</b>
Other Comprehensive Income		9.19
<b>Total Comprehensive Income as per Ind AS</b>		<b>(2,339.18)</b>

**c) Impact of IND AS adoption on Statement of Cash Flows for the year ended 31<sup>st</sup> March 2017**

	For year ended March 31, 2017	Ind AS	For year ended March 31, 2017
	(IGAAP)	Adjustment	(Ind AS)
A. Cash flow from operating activities	3,268.66	(699.61)	2,569.05
B. Cash flow from investing activities	(794.12)	550.92	(243.20)
C. Cash flow from financing activities	(2,368.04)	148.71	(2,219.33)
	<b>106.50</b>	<b>-</b>	<b>106.51</b>
Cash and cash equivalents at the beginning of the year	106.63		106.63
Cash and cash equivalents at the end of the year	213.14		213.14
	<b>(106.51)</b>		<b>(106.51)</b>

**Notes:**

**a) Remeasurement of Loan Processing Fees**

Borrowings and other financial liabilities which were recognized at historical cost under previous GAAP have been recognized at amortised cost under IND AS with the difference being adjusted to opening retained earnings. Under previous GAAP, transaction costs incurred in connection with borrowings were amortised equally over the tenure of the borrowings or was directly recognized in statement of profit and loss. However as per IND AS, transaction costs are deducted from the initial recognition amount of the financial liability and charged over the tenure of borrowing using the effective interest rate method. For the purpose of recognising at amortised cost, the transaction cost incurred after the Ind AS transition date have been considered.

**b) Restatement of Investments through FVTOCI**

Certain equity investments (other than investments in subsidiaries, joint ventures and associates) have been measured at fair value through other comprehensive income (FVTOCI). The difference between the fair value and previous GAAP carrying value on transition date has been recognized as an adjustment to opening retained earnings.

**c) Allowance for Expected Credit Loss**

Under previous GAAP, the Company had created allowance for financial assets based on incurred loss model. Under Ind AS, impairment allowance has been calculated based on expected credit loss model. As a result, provision for expected credit loss of ₹. 2,206.92 lakhs has been recognized as an adjustment to opening retained earnings.

**Notes annexed to and forming part of the Standalone Financial Statement as at March 31, 2018**

**d) Remeasurements of Employment Benefit Obligations**

In accordance with Ind AS 19, "Employee Benefits" re-measurement gains and losses on post employment defined benefit plans are recognised in other comprehensive income as compared to the statement of profit and loss under the Previous GAAP. Consequent to this change the loss for the year ended 31<sup>st</sup> March 2017 is increased by ₹. 9.19 lakhs with corresponding increase in other comprehensive income. There is no impact on the equity as at 31<sup>st</sup> March 2017 and 1<sup>st</sup> April 2016.

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As per our report of even date

For and on behalf of the Board of Directors Starlog Enterprises Limited

**For B. M. Chaturvedi & Co.**

ICAI F.R.N.: 114317W

Chartered Accountants

**B.M.Chaturvedi**

Partner

ICAI M.N.: 017607

**Saket Agarwal**

Director

DIN: 00162608

**Kamlesh Agarwal**

Director

DIN: 00162612

**Aditi Shah**

Company Secretary

**Place:** Mumbai

**Dated:** August 14, 2018

## INDEPENDENT AUDITOR'S REPORT

### TO THE MEMBERS STARLOG ENTERPRISES LIMITED

We have audited the accompanying Consolidated Ind AS Financial Statements of STARLOG ENTERPRISES LIMITED (hereinafter referred to as the "Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as the "Group"), its associate and its joint ventures, comprising the Consolidated Balance Sheet as at 31<sup>st</sup> March, 2018, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows, the Consolidated Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Ind AS Financial Statements").

#### Management's Responsibility for the Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these Consolidated Ind AS Financial Statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as the "Act") that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group including its associate and joint ventures in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group and of its associates and joint ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its associates and joint ventures and for preventing and detecting frauds and other irregularities; the selection and application of the appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Ind AS Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Ind AS Financial Statements by the Directors of the Holding Company, as aforesaid.

#### Auditors' Responsibility

Our responsibility is to express an opinion on these Consolidated Ind AS Financial Statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing 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 Consolidated Ind AS Financial Statements are free from material misstatement.

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

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph (a) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Ind AS Financial Statements.

#### Basis for Qualified Opinion

1. As fully explained in Note 45 to the Consolidated Ind AS Financial Statements, the Holding Company has consolidated certain subsidiaries and joint ventures based on unaudited financial statements that are yet to be approved by the

managements of those companies. The financial impact of the losses on the carrying value could vary based on the final audited financial statements of these subsidiaries and joint ventures and the consequent impact on the consolidated opening Retained Earnings and the consolidated profit and loss is presently unascertainable. Further, the first time adoption note provided in Note... could vary based on audited financial statements of these subsidiaries and joint venture.

2. As more fully explained in Note 42 to the Consolidated Ind AS Financial Statements, India Ports & Logistics Private Limited ('IPL'), one of the subsidiary of the Holding Company, is a Non-Banking Financial Company (NBFC). However, IPL has not complied with the requirements of the Reserve Bank of India Act, 1934, in respect of NBFC including registering as an NBFC as under Section 45-IA of the Reserve Bank of India Act, 1934. Liabilities/penalties, if any, on account of the above non-compliance are presently not ascertainable and therefore have not been provided for in the financial statements of IPL. Further, the preparation and presentation of the financial statements of IPL applicable to the companies registered under the aforesaid act have also not been complied with.
3. (i) As more fully explained in Note 46(I)(i)(c) to the Consolidated Ind AS Financial Statements, Dakshin Bharat Gateway Terminal Private Limited ('DBGT') has provided for / paid royalty to V.O. Chidambaranar Port Trust ('VOCPT') under the concession agreement with VOCPT based on revenue, after deducting rebate for the period from 1 April 2016 to 14 December 2017. However, VOCPT has claimed the said royalty based on the gross revenue including the said rebate. The differential royalty expenses aggregating to 42951476 for the year ended March 31, 2018 (PY ₹. 5,36,30,956) has not been provided for, pending settlement of the dispute with VOCPT. Consequently, royalty expenses and losses for the year ended 31 March 2018 are understated by ₹ 42,951,476 (Previous year: ₹. 53,630,956) and reserves and surplus as at 31 March 2018 are understated by ₹ 96,582,432 (31 March 2017: ₹ 53,630,956).
- (ii) As more fully explained in Note 46(I)(i)(a) to the Consolidated Ind AS Financial Statements, DBGT has not made any provision for liquidated damages on account of delay in commencement of commercial operation, payable to VOCPT as per the terms of the concession agreement. In the absence of any communication on the said matter, we are unable to quantify the impact of the above on the Consolidated Ind AS Financial Statements.
- (iii) The auditors of DBGT were unable to obtain sufficient appropriate audit evidence in respect of the carrying amounts of trade receivables and trade payables as at 31 March 2018 in the absence of confirmations and reconciliations, if any, from these parties. Consequently, the auditors of DBGT were unable to determine whether any adjustments to these amounts was necessary in the financial statements of DBGT as at 31 March 2018.

The auditors of DBGT were unable to obtain sufficient appropriate audit evidence in respect of any cost escalations incurred in the absence of confirmations and reconciliations, if any, from creditors for capital goods. Consequently, the auditors of DBGT were unable to determine whether any adjustments to these amounts were necessary as at 31 March 2018.

### **Qualified Opinion**

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion paragraph, and based on the consideration of the reports of other auditors on the financial statements of the subsidiaries, associates, and joint ventures referred to below in sub-paragraph (a) of the Other Matters paragraph, the aforesaid Consolidated Ind AS Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, its associate and joint ventures as at 31<sup>st</sup> March, 2018, and its consolidated loss, consolidated total comprehensive income, consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

### **Emphasis of Matters**

We draw attention to the following matters in the Notes to the Consolidated Ind AS Financial Statements:

1. Note 47 regarding the Group's current liabilities exceeding its current assets by ₹. 38,479.52 lakhs as at March 31, 2018. For reasons mentioned in the said note, and based on the fact that the Group has a positive net worth and its plans to monetize its fixed assets, the Group believes it has enough assets and will have adequate liquidity to meet its liabilities as and when they fall due. Further, attention is drawn to Note 46(I)(ii) regarding termination of the License Agreement with Kandla Port Trust ("Port") on 9<sup>th</sup> November, 2012 by Kandla Container Terminal Private Limited

('KCTPL'), a subsidiary of the Holding Company, and Arbitration proceedings that have commenced with the Port. KCTPL believes that its claims against the Port shall far outweigh counter-claims against it when the same are settled in the said arbitration proceedings and has, accordingly, prepared its accounts on Going Concern basis.

2. Note 27 that includes service tax payable of ₹. 251.87 lakhs pertaining to KPTCL out of the total service tax payable of ₹. 272.72 lakhs of the Group. This amount of KPTCL of ₹. 251.87 lakhs is net-off service tax input of ₹. 77.36 lakhs. The input credit of service tax has not been claimed by KCTPL within stipulated time as per service tax guidelines and there is reasonable doubt that the same will be available for set off in future. KPTCL has continued to show it as an asset till the conclusion of its arbitration proceedings.

Our opinion is not qualified in respect of the above matters.

#### **Other Matters**

- a) We did not audit the financial statements of five subsidiaries, whose financial statements reflect total assets of ₹. 63,085.78 lakhs as at 31<sup>st</sup> March, 2018, total revenues of ₹. 33161.10 lakhs for the year ended on that date, as considered in the Consolidated Ind AS Financial Statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the Consolidated Ind AS Financial Statements, in so far as it relates to amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.
- b) The Consolidated Ind AS Financial Statements include unaudited financial statements/ financial information for two subsidiary comprising total assets of ₹. 20,245.03 lakhs and net loss of ₹. 3,096.68 lakhs and one jointly controlled company comprising losses of ₹. 13,416.58 lakhs (refer Note 45 for detail) which have been mentioned in the Basis for Qualified Opinion. These financial statements are unaudited and are yet to be approved by the managements of those respective companies and our opinion on the Consolidated Ind AS Financial Statements is restricted to the financial statements of the Holding Company and subsidiary companies which are audited.

Except for point (b) above which is covered in point (1) of Basis of Qualification paragraph, our opinion on the Consolidated Ind AS Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of above matters with respect to our reliance on the work done and report of the other auditors.

#### **Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, we report, to the extent applicable, that :
  - a) Except for the effects of the matter described in the Basis of Qualified Opinion paragraph above, We / the other auditors whose reports we have relied upon have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Ind AS Financial Statements.
  - b) Except for the effects of the matter described in the Basis for Qualified Opinion paragraph above, in our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Ind AS Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
  - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Ind AS Financial Statements.
  - d) Except for the effects of the matter described in the Basis for Qualified Opinion paragraph above, in our opinion, the aforesaid Consolidated Ind AS Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e) In our opinion, the matters described under the Emphasis of Matters paragraph above may have an adverse effect on the functioning of the Group.



- f) On the basis of the written representations received from the directors of the Holding Company as on 31<sup>st</sup> March, 2018 taken on record by the Board of Directors of the Holding Company and the reports of the other statutory auditors of its subsidiaries incorporated in India, none of the directors of the Group companies and whose audited accounts are available, is disqualified as on 31<sup>st</sup> March, 2018 from being appointed as a director in terms of Section 164 (2) of the Act.
- g) The qualification relating to going concern assumption for preparation of Consolidated Ind AS Financial Statements is as stated in the Basis for Qualified Opinion paragraph above.
- h) With respect to the adequacy of the internal financial controls over financial reporting of the Company and its subsidiaries, and the operating effectiveness of such controls, refer to our separate Report in Annexure to this report.
- i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
  - (i) Except for the effects of the matter described in the Basis of Qualified Opinion paragraph above, the Group has disclosed the impact of pending litigations on its financial position in the Consolidated Ind AS Financial Statements vide Note 46.
  - (ii) Except for the effects of the matter described in the Basis of Qualified Opinion paragraph above, the Group has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
  - (iii) Except for the effects of the matter described in the Basis of Qualified Opinion paragraph above, there is no requirement to transfer any amount to Investor Education and Protection Fund, except in case of Holding Company where ₹. 3,17,144 was transferred to IEPF. Based on information and explanation provided to us, there are no delays in transfer of the said amount.

For **B.M. Chaturvedi & Co.**,  
ICAI F.R.N.: 114317W  
Chartered Accountants

**B.M. Chaturvedi**  
Partner  
ICAI M.N.: 017607

Mumbai  
December 8, 2018

## **ANNEXURE-A to the Independent Auditor's Report on the Consolidated Financial Statements of Starlog Enterprises Limited – 31st March, 2018**

**(Referred to in our Report of even date)**

Our reporting under clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013, ("the Act") on consolidated financial statements includes five subsidiary companies incorporated in India, to which the order is applicable, which have been audited by other auditors (hereinafter collectively referred to as "respective entities") and our report in respect of these entities is based solely on the reports of the other auditors, to the extent considered applicable for reporting under the Order in the case of the consolidated financial statements.

In respect of one subsidiary companies and a jointly controlled company incorporated in India, which have been included in the consolidated financial statements based on unaudited financial statements of such entities provided to us by the Management, whilst in our opinion, and according to the information and explanations given to us, reporting under the aforesaid provision of the Act is applicable in respect of these entities, since these entities are unaudited, the possible effects of the same on our reporting under the aforesaid provision of the Act in the case of these consolidated financial statements has not been considered.

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

We have audited the internal financial controls over financial reporting of Starlog Enterprises Limited ("the Company") and respective entities as at 31<sup>st</sup> March, 2018, in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

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

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing issued by ICAI and 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.

*Because of the matter described in Disclaimer of Opinion paragraph below, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on internal financial controls system over financial reporting of the Company.*

#### **Meaning of Internal Financial Controls Over Financial Reporting**

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that:

- (a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the company; and
- (c) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

***Basis for disclaimer of opinion***

*According to the information and explanation given to us, the Company and respective entities has not established its internal financial control over financial reporting on criteria based on or considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI").*

***Disclaimer of Opinion***

*As described in the Basis for disclaimer of opinion paragraph above, we are unable to obtain sufficient appropriate audit evidence to provide a basis for our opinion whether the Company and respective entities had adequate internal financial controls over financial reporting and whether such internal financial controls were operating effectively as at 31 March 2018.*

*We have considered the disclaimer reported above in determining the nature, timing, and extent of audit tests applied in our audit of the financial statements of the Company, and the disclaimer does not affect our opinion on the financial statements of the Company.*

For **B. M. Chaturvedi & Co.,**  
Chartered Accountants  
ICAI F.R.N.: 114317W

**B.M.Chaturvedi**  
Partner  
ICAI M.N.: 017607

Mumbai  
December 08, 2018

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## CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2018

(₹ in Lakhs)

	Note	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
<b>ASSETS</b>				
<b>Non-current assets</b>				
Property, plant and equipment	3	21,145.34	26,749.67	29,600.33
Capital work in progress	4	-	-	904.37
Intangible Assets	5	12,201.18	12,725.56	12,812.26
Intangible Assets Under Development	5	34,676.08	3,639.32	3,500.17
Investment Property	6	1,226.26	1,226.26	1,226.26
Financial assets				
i. Investments	7	6,389.68	7,745.45	8,647.23
ii. Other financial assets	8	2,166.39	3,067.09	3,120.03
Other non-current assets	9	5,234.17	4,337.21	4,631.88
<b>Total Non-Current Assets</b>		<b>83,039.10</b>	<b>59,490.56</b>	<b>64,442.53</b>
<b>Current assets</b>				
Financial assets				
i. Trade receivables	10	5,820.26	5,305.68	4,840.25
ii. Cash and cash equivalents	11	1,040.20	617.87	952.37
iii. Other Bank Balance	12	604.32	683.76	281.45
iv. Loans	13	869.11	897.90	1,115.28
v. Other financial assets	14	222.04	370.45	727.80
vi. Inventories	15	211.60	225.09	222.37
Other current assets	16	2,051.81	1,642.96	1,313.12
<b>Total Current Assets</b>		<b>10,819.34</b>	<b>9,743.71</b>	<b>9,452.64</b>
<b>Total Assets</b>		<b>93,858.44</b>	<b>69,234.27</b>	<b>73,895.17</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
Equity share capital	17	1,196.69	1,196.69	1,196.69
Other Equity	18	5,789.74	10,946.86	16,737.50
Equity attributable to owners		6,986.43	12,143.55	17,934.19
Minority-Interest		5,919.52	8,028.75	7,550.88
<b>Total equity</b>		<b>12,905.95</b>	<b>20,172.30</b>	<b>25,485.07</b>
<b>Liabilities</b>				
<b>Non-current liabilities</b>				
Financial liabilities				
i. Borrowings	19	27,033.76	20,054.94	25,746.68
ii. Other financial liabilities	20	1,858.89	2,206.47	2,146.74
Provisions	21	58.53	38.75	34.20
Deferred tax liabilities (net)	22	-	6.33	716.02
Other non-current liabilities	23	2,702.45	1,236.42	1,236.42
<b>Total non-current liabilities</b>		<b>31,653.63</b>	<b>23,542.91</b>	<b>29,880.06</b>
<b>Current liabilities</b>				
Financial Liabilities				
i. Trade and other payables	24	3,390.45	2,049.53	2,286.35
ii. Other financial liabilities	25	41,730.46	20,215.51	13,062.68
Provisions	26	135.86	139.30	128.43
Other current liabilities	27	4,042.09	3,114.72	3,052.58
<b>Total current liabilities</b>		<b>49,298.86</b>	<b>25,519.06</b>	<b>18,530.04</b>
<b>Total liabilities</b>		<b>80,952.49</b>	<b>49,061.97</b>	<b>48,410.10</b>
<b>Total equity and liabilities</b>		<b>93,858.44</b>	<b>69,234.27</b>	<b>73,895.17</b>

Notes form integral part of the financial statements

As per our report of even date

For and on behalf of the Board of Directors Starlog Enterprises Limited

**For B. M. Chaturvedi & Co.**  
ICAI F.R.N.: 114317W  
Chartered Accountants

**B.M.Chaturvedi**  
Partner  
ICAI M.N.: 017607

**Saket Agarwal**  
Director  
DIN: 00162608

**Kumkum Agarwal**  
Director  
DIN: 00944021

**Aditi Shah**  
Company Secretary

**Place:** Mumbai  
**Dated:** December 08, 2018

## CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2018

(₹ in Lakhs)

	Note	For year ended March 31, 2018	For year ended March 31, 2017
<b>INCOME</b>			
Revenue from operations	28	37,315.59	9,792.66
Other income	29	249.31	207.99
<b>Total Income</b>		<b>37,564.90</b>	<b>10,000.65</b>
<b>EXPENSES</b>			
Employee benefits	31	1,474.75	1,448.32
Power and Fuel	32	298.74	333.71
Depreciation	33	2,948.11	3,423.78
Other expenses	34	36,791.88	5,849.35
Finance costs	35	4,424.71	4,887.16
		<b>45,938.19</b>	<b>15,942.32</b>
Profit/(loss) before tax		(8,373.29)	(5,941.67)
Exceptional items	30	2,694.69	-
<b>Profit/(Loss) before tax</b>		<b>(5,678.60)</b>	<b>(5,941.67)</b>
Current tax		4.03	6.57
Adjustment of tax relating to earlier periods		-	(0.50)
Deferred tax		(6.33)	(709.69)
<b>Net tax expense/(benefit)</b>		<b>(2.30)</b>	<b>(703.62)</b>
<b>Loss after tax for the year before share in profit/(loss) of jointly controlled entities and associates</b>		<b>(5,676.30)</b>	<b>(5,238.04)</b>
Add: Share in (loss) /profit of jointly controlled entities and associates, (net of tax)		(1,568.77)	(1,812.09)
<b>Loss for the year</b>		<b>(7,245.07)</b>	<b>(7,050.14)</b>
<b>OTHER COMPREHENSIVE INCOME</b>			
Items that will not be reclassified to profit or loss		(57.73)	10.78
<b>Other comprehensive income for the year, net of tax</b>		<b>(57.73)</b>	<b>10.78</b>
<b>Total comprehensive income for the year, net of tax</b>		<b>(7,302.80)</b>	<b>(7,039.36)</b>
<b>Profit / (Loss) attributable to:</b>			
Owners of Starlog Enterprises Limited		(5,098.70)	(5,798.77)
Non-controlling interests		(2,146.37)	(1,251.37)
		<b>(7,245.07)</b>	<b>(7,050.14)</b>
<b>Other comprehensive income attributable to:</b>			
Owners of Starlog Enterprises Limited		(58.42)	10.16
Non-controlling interests		0.69	0.62
		<b>(57.73)</b>	<b>10.78</b>
<b>Total comprehensive income attributable to:</b>			
Owners of Starlog Enterprises Limited		(5,157.12)	(5,788.61)
Non-controlling interests		(2,145.68)	(1,250.75)
		<b>(7,302.80)</b>	<b>(7,039.36)</b>
<b>Earning / (Loss) per Equity Share</b>			
Basic and Diluted (in ₹)	39	(61.02)	(58.82)

Notes form integral part of the financial statements

As per our report of even date

For and on behalf of the Board of Directors Starlog Enterprises Limited

**For B. M. Chaturvedi & Co.**

ICAI F.R.N.: 114317W  
Chartered Accountants

**B.M.Chaturvedi**  
Partner  
ICAI M.N.: 017607

**Saket Agarwal**  
Director  
DIN: 00162608

**Kumkum Agarwal**  
Director  
DIN: 00944021

**Aditi Shah**  
Company Secretary

**Place:** Mumbai

**Dated:** December 08, 2018

# STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2018

(₹ in Lakhs)

	For year ended March 31, 2018	For year ended March 31, 2017
<b>Cash flow from operating activities</b>		
Profit/ (loss) before tax	(5,678.60)	(5,941.67)
<b>Adjustments for:</b>		
Depreciation Expense	2,948.12	3,423.78
Finance Cost	4,424.71	4,887.16
Miscellaneous balances written off	134.81	2.07
Exceptional Items	(2,694.69)	-
Liability No Longer Required Written Back	(39.09)	-
Loss/(Profit) on Sale of Assets	338.72	14.03
Interest Income	(62.65)	(84.71)
Net Exchange (Gain)/Loss	10.56	(28.26)
	<b>(618.11)</b>	<b>2,272.40</b>
<b>Changes in operating assets and liabilities</b>		
(Increase)/ decrease in trade receivables	(649.39)	(467.50)
(Increase)/ decrease in Inventories	13.49	(2.72)
(Increase)/ decrease in Other Financial Assets- Current	241.30	398.37
(Increase)/ decrease in Other Financial Assets- Non-Current	607.96	578.83
Decrease in loans	28.79	217.38
Decrease/ (Increase) in other non-current assets	(2,623.74)	106.26
(Increase)/ decrease in other current assets	(408.85)	(329.84)
Increase in trade and other payables	1,416.96	(236.82)
Increase in provisions	16.34	15.42
Increase in other current liabilities	869.64	72.60
Increase in other non-current liabilities	1,466.03	-
Increase in other Financial liabilities	1,391.77	695.73
<b>Cash generated from operations</b>	<b>1,752.19</b>	<b>3,320.11</b>
Tax Expenses / Deferred Tax	(106.39)	(48.41)
<b>Net cash inflow from operating activities (A)</b>	<b>1,645.80</b>	<b>3,271.70</b>
<b>Cash flow used in investing activities</b>		
Proceeds from sale of property, plant and equipment	3,046.75	1.11
Addition In Intangible Asset Under Development	(9,327.19)	(263.72)
Addition in property, plant and equipment	(204.88)	(59.55)
Interest Income from fixed Deposits	28.55	66.46
Bank Deposits	(84.34)	(3.33)
Investment made in JV/Associates	-	(910.00)
<b>Net cash outflow used in investing activities (B)</b>	<b>(6,541.11)</b>	<b>(1,169.03)</b>
<b>Cash flow used in financing activities</b>		
Changes in Borrowing (Net)	8,311.60	(1,173.99)
Interest Expense	(3,030.41)	(2,778.80)
Share Application Money Received	-	620.40
Proceeds from issue of preference share	36.45	895.22
<b>Net cash outflow used in financing activities (C)</b>	<b>5,317.64</b>	<b>(2,437.17)</b>
<b>Net increase/ (decrease) in cash and cash equivalents (A+B+C)</b>	<b>422.33</b>	<b>(334.50)</b>



**Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018**

	For year ended March 31, 2018	For year ended March 31, 2017
Cash and cash equivalents at the beginning of the year	617.87	952.37
Cash and cash equivalents at the end of the year (Refer Note No. 9&10)	1,040.20	617.87
<b>Net increase/ (decrease) in cash and cash equivalents</b>	<b>422.33</b>	<b>(334.50)</b>

Effective April, 2017 the Company adopted the amendment to Ind AS-7 "Statement of Cash Flows" which require the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financial activities including both changes arising from cash flows and non cash charges, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement. The adoption of amendment did not have any material impact on the financial statements.

Notes form integral part of the financial statements

As per our report of even date

For and on behalf of the Board of Directors Starlog Enterprises Limited

**For B. M. Chaturvedi & Co.**

ICAI F.R.N.: 114317W

Chartered Accountants

**B.M.Chaturvedi**

Partner

ICAI M.N.: 017607

**Saket Agarwal**

Director

DIN: 00162608

**Kumkum Agarwal**

Director

DIN: 00944021

**Aditi Shah**

Company Secretary

**Place:** Mumbai

**Dated:** December 08, 2018

## **Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018**

### **1 Corporate Information**

Starlog Enterprises Limited ("the Company" or "Starlog" or "Parent") was incorporated on 15-12-1983. The Company, its subsidiaries, associates and joint ventures (collectively, the Group) is operating in Port & Infrastructure facilities, Charter Hire & Operation of Heavy Duty Cranes, Engineering & Erection activities.

### **2 Summary of significant accounting policies**

This note provides a list of the significant accounting policies adopted in the preparation of these Consolidated Financial Statements. The policies have been consistently applied to all the years presented, unless otherwise stated.

#### **2.1 Basis of preparation**

##### **a) Compliance with Ind AS**

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under section 133 of Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] as amended from time to time and other relevant provision of the Act.

The Consolidated Financial Statements up to year ended March 31, 2017 were prepared in accordance with the accounting standards notified under Companies Act, 2013 read together with para 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP) and other relevant provisions of the Act. These Consolidated Financial Statements are the first consolidated financial statements of the Company under Ind AS. Refer note no - 46 below for an explanation on how the transition from IGAAP to Ind AS has affected the company balance sheet, financial performance and cash flow.

The Consolidated Financial Statements are presented in INR and all values are rounded off to the nearest lakhs (INR 00,000), unless otherwise stated. The Consolidated Financial Statements have been prepared on a historical cost basis, except certain financial instruments which have been measured at fair value.

##### **b) Basis of Consolidation**

The consolidated financial statements have been prepared by following consolidation procedures as laid down in Ind AS 110 "Consolidated Financial Statements".

###### **i) Subsidiaries**

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

###### **Consolidation procedure**

- Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries.
- Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.
- Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (unrealised profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Non-controlling interest in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and consolidated balance sheet respectively.

## Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

### ii) Associates and Joint Ventures

Investments in associates and joint ventures are accounted for using the equity method of accounting, after initially being recognised at cost in accordance with Ind AS 28 "Investments in Associates and Joint Ventures.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other event in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements, appropriate adjustments are made to the group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

### iii) Foreign Operations / Subsidiaries

The results and financial position of foreign operations/ subsidiaries that have a functional currency different from the presentation currency of the group are translated into the presentation currency as follows:

- Assets and liabilities are translated at the closing rate at the date of that balance sheet
- Income and expenses are translated at average exchange rates
- All resulting translation exchange differences are recognised in Foreign Currency Translation Reserve (FCTR) through other comprehensive income (OCI)

## 2.2 Significant accounting judgements, estimates and assumptions

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues and expenses during the period and assets, liabilities and the disclosure of contingent liabilities at the date of financial statements. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The Company prepared its financial statements based on assumptions and estimates on parameters available at that time. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

## 2.3 Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- ▶ Expected to be realised or intended to be sold or consumed in normal operating cycle
  - ▶ Held primarily for the purpose of trading
  - ▶ Expected to be realised 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 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.

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

## Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

### 2.4 Operating Segment

The Group is primarily engaged in the business of Port & Infrastructure facilities, Charter Hire & Operation of Heavy Duty Cranes, Engineering & Erection activities. Further all the commercial operations of the Group are based in India. Accordingly, there are no separate reportable segments.

### 2.5 Fair value measurement

The Group measures financial instruments at fair value at each balance sheet 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.

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

### 2.6 Revenue recognition

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

#### a) Rendering of Services

Revenue from hiring of equipment (cranes & trailers) associated with the transaction is recognised when the outcome of a transaction can be reliably estimated by reference to the stage of completion of the transaction, at the end of the reporting period.

#### b) Port Operation Services - Container handling, storage services and other ancillary services

The Group operates one of the major ports in India wherein the tariffs are governed by Tariff Authority of Major Ports ('TAMP'). Hence the tariff rate charged by the Company are as per the TAMP guidelines.

Container handling revenue is recognised on vessels completed up to the end of the last shift of the period. Container storage revenue and reefer revenue is recognised after departure of the container from the terminal. Ancillary revenue is recognised upon completion of the services provided.

#### c) Service concession arrangement - Revenue from construction activities

Revenue relating to the construction contracts (including upgrade services) which are entered into with the Port Trust for the construction of the infrastructure necessary for the provision of services are measured at the fair value of the consideration received or receivable based on the stage of completion of work performed. Revenue from service concession arrangements is recognised based on the fair value of construction work performed at the reporting date. The fair value of the construction work performed is regarded to be its cost.

#### d) License fee payments

The Group has access to the land for development of the eighth berth as a container terminal at the port on a build, operate, transfer basis and related infrastructure for providing services to users in accordance with the terms of the concession arrangement with VOCPT. The Group makes license fee payments to the port which increases year on year. The license fee terms are for a period of 30 years from October 2012. The agreement entered into is non-cancellable till the termination or expiry of the concession agreement. As per requirements of Ind AS 11 Construction Costs, the Company has accounted for the present value of the future payments (non-cancellable) on the date of entering into the concession arrangement and is being carried at amortized cost.

## Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

### e) Government grants

Government grants and subsidies are recognised when there is reasonable assurance that the conditions attached to them will be complied, and grant/subsidy will be received.

Government grants relating to income are deferred and recognized in the statement of profit and loss over the period necessary to match them with the costs that they intended to compensate and presented in other income.

The Company has availed the Export Promotion Capital Goods ('EPCG') scheme provided by the Government of India. The Company capitalizes the non-refundable portion of the duty saved as part of intangibles under development and correspondingly accounts for deferred income. Amortization is charged over the useful life of the respective asset and deferred income is unwound over the period the export obligation is expected to be met. Currently, the Company does not amortize the government grant capitalized as intangibles under development as these assets are not ready for their intended use.

### f) Foreign currency transactions

#### i. Initial recognition

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

#### ii. Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction; and non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

#### iii. Exchange differences

Exchange differences are recognized in Statement of Profit or Loss. Further, Exchange differences arising on a monetary item that, in substance, form part of the company's net investment in a non-integral foreign operation is accumulated in a foreign currency translation reserve in the financial statements until the disposal of the net investment, at which time they are recognised as income or as expenses.

### g) Interest income

Interest income for debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the company estimates the expected cash flows by considering contractual terms of the financial instrument but does not consider the expected credit losses.

### h) Dividends

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

## 2.7 Income Taxes

Income tax comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to an items recognised directly in equity or in other comprehensive income.

### a) Current income tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of the previous years. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date. Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

## Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

### b) **Deferred tax**

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax loss and tax credits.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

Deferred tax measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is legally enforceable right to offset current tax liabilities and assets, and they to income taxes levied by the same tax authority.

### c) **Current and deferred tax for the year**

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

## 2.8 Property, plant and equipment

### a) **Recognition and measurement**

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment loss, if any. Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

### b) **Transition to Ind AS**

On transition to Ind AS, the company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1 April 2018, measured as per the previous GAAP, and use that carrying value as the deemed cost of such property, plant and equipment.

### c) **Subsequent expenditure**

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the company.

### d) **Depreciation**

Depreciation is calculated on the cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method, and is generally recognised in the statement of profit and loss. Freehold land is not depreciated.

### e) **Reclassification to investment property**

When the use of a property changes from owner-occupied to investment property, the property is reclassified as investment property at its carrying amount on the date of reclassification.

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes), but not for sale in ordinary course of business or for administrative purpose. Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and impairment losses, if any. Any gain or loss on disposal of investment property is recognised in profit and loss.

## Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

### 2.9 Intangible Assets Under Development

#### a) Service concession arrangements

The Group has been awarded port operations concession rights through a license agreement with VOC Port Trust (VOCPT) to build and operate for 30 years container terminal at the Tuticorin Port.

The Group recognizes intangibles under development arising from a service concession arrangement to the extent it has a right to charge for use of the concession infrastructure. The fair value, at the time of initial recognition of such an intangible asset received as consideration for providing construction or upgrade services in a service concession arrangement, is regarded to be its cost. Such an intangible is capitalised when the project is complete in all respects and the Group receives the completion certificate from the authorities as specified in the concession agreement.

Port concession rights also include certain property, plant and equipment which are reclassified as intangible assets in accordance with Appendix A of Ind AS 11 'Service Concession Arrangements'. These assets are amortised based on the lower of their useful lives or concession period.

#### b) Subsequent expenditure

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognized in profit or loss as incurred.

#### c) Transition to Ind AS

On transition the Ind AS, the Company has adopted service concession accounting retrospectively.

#### d) Amortization

Amortization is calculated to write off the cost of intangible assets less their estimated residual values over their estimated useful lives using the straight-line method, and is included in depreciation and amortization in statement of profit and loss.

The intangibles arising under a service concession arrangement is amortised over the lower of the assets useful life or concession period on a straight line basis.

The estimated useful life of an intangible asset in a service concession arrangement is the lower of respective useful lives and remaining concession period after commencement of commercial operation on a straight line basis.

Amortization method, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

An intangible asset is derecognized on disposal or when no future economic benefits are expected from its use and disposal. Losses arising from retirement and gains or losses arising from disposal of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the assets and are recognised in the statement of profit and loss.

### 2.10 Leases

Operating leases payment are recognised as an expense in the profit loss account in line with contractual term to compensate the lessors expected inflationary cost. Payments made under operating leases are generally recognised in profit or loss on a straight-line basis over the term of the lease unless such payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

### 2.11 Impairment of non-financial assets

The carrying amounts of property, plant and equipment are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognised in the statement of profit and loss when the carrying amount of an asset exceeds its estimated recoverable amount. If at the balance sheet date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount but limited to the carrying amount that would have been determined (net of depreciation / amortisation) had no impairment loss been recognised in prior accounting periods.



## **Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018**

### **2.12 Provisions, Contingent liabilities and contingent assets**

Provisions are recognised when the Group has a present legal or constructive obligation, as a result of past events, and it is probable that an outflow of resources, that can reliably be estimated, will be required to settle such an obligation. 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 recognised in the statement of profit and loss as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

Contingent liabilities are not recognised but disclosed where the existence of an obligation will only be confirmed by future events or where the amount of the obligation cannot be measured reliably. Contingent assets are not recognised, but are disclosed where an inflow of economic benefits is probable.

### **2.13 Cash and cash equivalents**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits, (which are not pledged) with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

### **2.14 Employee Benefits**

#### **Provident Fund / ESIC**

Retirement benefits in the form of Provident Fund / ESIC are a defined contribution scheme and the contributions are charged to the profit and loss of the year when the contributions to the respective fund are due. There are no other obligations other than the contribution payable to the respective funds.

#### **Gratuity /Leave encashment**

The obligation of assets recognised in the balance sheet in respect to defined benefit / leave encashment value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

Change in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

Re-measurement gain and losses arising from experience adjustment and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet. Re-measurements are not reclassified to profit or loss in subsequent periods.

### **2.15 Foreign currencies**

The Group's financial statements are presented in INR, which is also the Group's functional currency.

Transactions in foreign currencies are initially recorded by the Group into functional currency at the exchange rate on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

### **2.16 Earnings Per Share**

Basic Earnings per share (EPS) amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.

**Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018**

**2.17 Recent Accounting Pronouncement**

**a) Standards issued but not effective**

On March 28, 2018, the ministry of corporate Affairs (MCA) has notified Ind AS 115- Revenue from contract with customers and certain amendment to existing Ind AS. These amendments shall be applicable to the company from April 01, 2018.

**b) Issue of Ind AS 115- Revenue from contract with customers**

Ind AS 115 will supersede the current revenue recognition guidance including Ind AS 18 Revenue, Ind AS 11 Construction contracts and the related interpretation. Ind AS 115 Provides a single model of accounting for revenue arising from contracts with customers based on the identification and satisfaction of performance obligations.

**c) Amendment to existing issued Ind AS**

The MCA has also carried out amendments of the following accounting standards:

- Ind AS 21- The Effects of changes in foreign exchanges Rates
- Ind AS 40- Investment Property
- Ind AS 12- Income Tax
- Ind AS 28-Investments in associates and Joint ventures and
- Ind AS 112- Disclosure of interests in other entities

Applications of above standards are not expected to have any significant impact on the company's financial statements.

## A. Equity Share Capital

## B. Other Equity

Particulars	Reserves & Surplus					Items of other comprehensive income		Owners Equity	“Non-Controlling Interest”	Total Other Equity
	Capital Reserve	Securities Premium Reserve	Capital Redemption Reserve	General Reserves	Retained Earnings	FVTOCI	FVTPL			
Opening balance as at 1 Apr 2016	100.00	40,933.42	1,590.24	11,555.54	(37,442.86)	1.17	-	16,737.50	7,550.88	24,288.39
Profit/(Loss) for the year					(5,798.77)			(5,798.77)	(1,251.37)	(7,050.14)
Adjustment related to fixed assets				(2.03)				(2.03)	-	(2.03)
Restatement of Investments through FVOCI						0.32		0.32	-	0.32
Remeasurements of Employment Benefit Obligations						9.84		9.84	0.62	10.46
Equity Component of Preference Share									895.22	895.22
Share Application Money Received									833.40	833.40
Closing balance as at 31 Mar 2017	100.00	40,933.42	1,590.24	11,553.51	(43,241.63)	11.33	-	10,946.86	8,028.75	18,975.62
Profit/(Loss) for the year					(5,098.70)	-		(5,098.70)	(2,146.37)	(7,245.07)
Remeasurements of Employment Benefit Obligations						(58.42)		(58.42)	0.69	(57.73)
Equity Component of Preference Share					-				869.84	869.84
Share Application Money Received					-				(833.40)	(833.40)
Closing balance as at 31 Mar 2018	100.00	40,933.42	1,590.24	11,553.51	(48,340.33)	(47.09)	-	5,789.74	5,919.52	11,709.26

### 3 Property, Plant and Equipment

(₹ in Lakhs)

	Freehold Land	Electrical Equipment	Building	Plant and Machinery	Office Equipment	Motor Cars	Furniture and fixtures	Computers and Servers	Leasehold Improvements	Total
<b>Year ended March 31, 2017</b>										
<b>Gross Block</b>										
Opening gross block as on 01/04/2016 (Refer Note (ii) below)	6.84	678.34	46.27	67,560.79	223.33	246.74	199.56	42.16	44.84	69,048.88
Additions in FY 16-17	-	-	-	-	43.55	-	1.30	14.71	-	59.56
Disposals in FY 16-17	-	-	-	-	-	8.62	-	-	-	8.62
Closing gross carrying amount (Gross Block) 31/03/2017	6.84	678.34	46.27	67,560.79	266.88	238.12	200.85	56.87	44.84	69,099.81
<b>Accumulated Depreciation</b>										
Opening accumulated depreciation 01/04/2016	-	43.53	33.93	38,810.70	181.48	192.37	135.36	6.35	44.84	39,448.54
Depreciation charge during the year 31/03/2017	-	68.09	0.28	2,767.69	24.29	10.83	19.92	17.07	-	2,908.17
Disposals in FY 16-17	-	-	-	-	-	6.58	-	-	-	6.58
Closing accumulated depreciation 31/03/2017		111.62	34.21	41,578.39	205.77	196.62	155.28	23.42	44.84	42,350.14
<b>Net carrying amount (Net Block)</b>										
Net carrying amount (Net Block) 01/04/2016	6.84	634.81	12.34	28,750.09	41.85	54.38	64.20	35.82	-	29,600.33
Net carrying amount (Net Block) 31/03/2017	6.84	566.73	12.06	25,982.40	61.11	41.51	45.57	33.45	-	26,749.67
<b>Year Ended March 31, 2018</b>										
<b>Gross carrying amount</b>										
Opening gross block as on 01/04/2017	6.84	678.34	46.27	67,560.79	266.88	238.12	200.85	56.87	44.84	69,099.81
Additions in FY 17-18	-	-	1.64	136.74	11.76	22.59	19.57	12.58	-	204.88
Disposals in FY 17-18	-	-	-	9,055.39	0.54	-	0.74	-	-	9,056.67
Closing gross carrying amount (Gross Block) 31/03/2018	6.84	678.34	47.91	58,642.14	278.10	260.71	219.68	69.45	44.84	60,248.02
<b>Accumulated Depreciation</b>										
Opening accumulated depreciation 01/04/2017	-	111.62	34.21	41,578.39	205.77	196.62	155.28	23.42	44.84	42,350.14
Depreciation charge during the year 31/03/2018		68.05	0.65	2,302.85	20.23	10.31	6.95	14.70	-	2,423.74
Disposals in FY 17-18	-	-	-	5,670.69	0.51	-	-	-	-	5,671.20
Closing accumulated depreciation 31/03/2018	-	179.66	34.86	38,210.55	225.49	206.93	162.23	38.11	44.84	39,102.68
<b>Net carrying amount (Net Block)</b>										
Net carrying amount (Net Block) 31/03/2018	6.84	498.68	13.05	20,431.59	52.61	53.78	57.45	31.34	-	21,145.34

#### Notes:

- Land belonging to the Holding Company amounting to ₹ 1226.26 Lakhs has been reclassified to Investment Property as per IND AS 40 as it is held for purpose of earning capital appreciation. Accordingly figures of 1st April 2016 are re-instated.
- During the year ended on 31 March 2018 and 31 March 2017, there is no impairment loss determined at each level of CGU. The recoverable amount was based on value in use and was determined at the level of CGU.
- Building have been mortgaged for the purpose of borrowings. The details relating to the same have been described in Note No. 19.
- The Group has elected the previous GAAP carrying amount as deemed cost on the date of transition of Property, Plant and Equipment. Hence, Net Block of March 31, 2016, is considered as Opening Gross Block for April 1, 2016.

Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

4 Capital work-in-progress

(₹ in Lakhs)

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Civil and construction costs	-	16,644.60	16,626.33
Administrative and other costs	-	699.32	699.32
Finance costs	-	2,606.83	2,606.83
Employee benefits expense	-	215.87	215.87
Amortisation of upfront fees	-	87.15	87.15
Legal and professional fees	-	22.10	22.10
	-	<b>20,275.87</b>	<b>20,257.60</b>
<b>Less: Transferred to Intangible Assets</b>	-	(19,566.49)	(19,353.23)
<b>Less: Transferred to Award Receivable</b>	-	(709.38)	-
<b>Total</b>	-	<b>0.00</b>	<b>904.37</b>

- (i) Concession assets include upfront fee paid, Berth and other civil work and dredging cost, classified as Intangible assets in line with requirement of Ind-AS.
- (ii) Civil and Construction cost as on 1 April 2016, includes an amount of ₹ 709.38 lakhs on account of land/civil work which has been reclassified from Capital Work in Progress to Award Receivable due to arbitration order received in 2016-17.

5 Intangible Assets

	Concession assets	Software Licenses	Total
<b>Year ended March 31, 2017</b>			
<b>Gross Block</b>			
<b>Opening gross block as on 01/04/2016</b>	13,206.73	20.30	13,227.03
Additions in FY 16-17	444.03	-	444.03
Disposals in FY 16-17	(15.80)	-	(15.80)
<b>Closing gross carrying amount (Gross Block) 31/03/2017</b>	<b>13,634.96</b>	<b>20.30</b>	<b>13,655.26</b>
<b>Accumulated Depreciation</b>			
<b>Opening accumulated depreciation 01/04/2016</b>	<b>411.97</b>	<b>2.79</b>	<b>414.76</b>
Depreciation charge during the year 31/03/2017	511.55	4.06	515.61
Disposals in FY 16-17	(0.67)	-	(0.67)
<b>Closing accumulated depreciation 31/03/2017</b>	<b>922.85</b>	<b>6.85</b>	<b>929.70</b>
<b>Net carrying amount (Net Block) 01/04/2016</b>	<b>12,794.75</b>	<b>17.51</b>	<b>12,812.26</b>
<b>Net carrying amount (Net Block) 31/03/2017</b>	<b>12,712.11</b>	<b>13.45</b>	<b>12,725.56</b>
<b>Year Ended March 31, 2018</b>			
<b>Gross carrying amount</b>			
<b>Opening gross block as on 01/04/2017</b>	<b>13,634.96</b>	<b>20.30</b>	<b>13,655.26</b>
Additions in FY 17-18	-	-	-
Disposals in FY 17-18	-	-	-
<b>Closing gross carrying amount (Gross Block) 31/03/2018</b>	<b>13,634.96</b>	<b>20.30</b>	<b>13,655.26</b>
<b>Accumulated Depreciation</b>			
<b>Opening accumulated depreciation 01/04/2017</b>	<b>922.85</b>	<b>6.85</b>	<b>929.70</b>
Depreciation charge during the year 31/03/2018	520.32	4.06	524.38
Disposals in FY 17-18	-	-	-
<b>Closing accumulated depreciation 31/03/2018</b>	<b>1,443.16</b>	<b>10.91</b>	<b>1,454.07</b>
<b>Net carrying amount (Net Block) 31/03/2018</b>	<b>12,191.79</b>	<b>9.39</b>	<b>12,201.18</b>

Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

**Intangible Assets under development**

**Port Concession Rights of Dakshin Bharat Gateway Terminal Private Limited (DBGT)**

(₹ in Lakhs)

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Civil costs	4,429.02	88.76	88.76
Mechanical costs	85.21	85.21	85.21
Project management consultancy	372.26	228.73	228.73
Other expenses	344.81	240.98	194.07
Plant and Machinery	25,995.99	669.50	665.98
Softwares	690.04	-	-
Finance costs	1,369.96	415.01	326.30
Employee benefit expenses	220.88	220.88	220.88
Upfront Royalty fee	500.00	500.00	500.00
Loss on fair valuation of security deposits	72.48	72.48	72.48
Deferred license fees	1,117.75	1,117.75	1,117.75
	<b>35,198.40</b>	<b>3,639.32</b>	<b>3,500.17</b>
<b>Less: Trial run Income (Refer Note iii below)</b>	<b>(522.32)</b>	-	-
<b>Total</b>	<b>34,676.08</b>	<b>3,639.32</b>	<b>3,500.17</b>

- (i) Refer note 19 for details of charge created against fixed assets.
- (ii) The additions during the year includes cranes and other directly attributable costs for setting up the terminal handling facility under the service concession agreement. Dakshin Bharat Gateway Terminal Private Limited (DBGT), a subsidiary of the Company, has received the Commercial Operation certificate post balance sheet date and hence as on date these are shown as part of 'Port Concession Rights under development'. Post 31 March 2018, DBGT has received the Commercial Operation certificate on 13 April 2018.
- (iii) Trail run income represent revenue earned net of direct expenditure during the trail run period i.e. after operation started but before DBGT receive the Commercial Operation certificate. Trail run income has been reduced from cost of assets in compliance with Ind AS.

**6 Investment Property**

(₹ in Lakhs)

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Freehold Land	1,226.26	1,226.26	1,226.26
<b>Total</b>	<b>1,226.26</b>	<b>1,226.26</b>	<b>1,226.26</b>

- (i) Freehold land at 3 locations was held for purpose of earning capital appreciation. Hence it has been reclassified to Investment Property as per IND AS 40. Accordingly figures of 1<sup>st</sup> April 2016 are re-instated.
- (ii) Land located at Raigad District is mortgaged for the purpose of borrowings. The details relating to the same have been described in Note No. 19.
- (iii) Further, out of the above Investments, land situated at Kolkata is under sale to a subsidiary pending necessary government permissions and certain legal formalities.

**7 Non-Current Investments**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
<b>A. Investment in Associate</b>			
<b>Unquoted Equity Shares</b>			
<b>South West Port Limited</b>			
1,20,12,000 (Previous Year 1,20,12,000, April 1, 2016 1,20,12,000) Equity Share of ₹ 10 Face Value	<b>1,201.20</b>	1,201.20	1,201.20
<b>Tuticorin Coal Terminal Private Limited</b>			

Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

(₹ in Lakhs)

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
2600 (previous year 2600) equity share of ₹ 10 face value	0.26	0.26	0.26
<b>B. Investment carried at fair value through OCI</b>			
<b>Lexicon Finance Limited</b>			
1,00,000 (Previous Year 1,00,000, April 1, 2016 1,00,000) Equity Share of ₹ 10 Face Value	10.98	10.98	10.66
<b>C. Investment in Joint Venture</b>			
<b>ALBA Asia Private Limited</b>			
1,84,928 (previous year 1,72,171) equity share of ₹10 face value {Refer Note 45(c)}	5,177.24	6,533.01	7,435.10
<b>Total Non-Current investments (A+B+C)</b>	<b>6389.68</b>	<b>7745.45</b>	<b>8647.23</b>

- (i) Investments at fair value through OCI (fully paid) reflect investment in unquoted equity securities. These equity shares are designated as FVTOCI as they are not held for trading purpose and are not in similar line of business as the Group. Thus disclosing their fair value fluctuation in profit and loss will not reflect the purpose of holding. The latest financial statement of Lexicon Finance Limited is not available and hence for arriving at the fair valuation, the calculation is based on financial statements as on March 31, 2017.

**8 Other Financial Assets - Non Current**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Share Application Money	-	213.00	-
(Unsecured considered good, unless otherwise stated) Fixed Deposit with Banks (Maturity more than 12 months)	-	55.49	499.98
Interest accrued on fixed deposit	-	-	22.77
Expenses Recoverable	288.79	288.79	288.79
Others - Award Receivable 1	709.38	709.38	-
Fixed Deposits (earmarked) 2	325.77	168.46	125.95
Security deposit to Related Parties	707.76	1,509.50	2,066.51
Security deposit to others	330.46	318.24	311.80
<b>Less: Allowance for Expected Credit Loss</b>	<b>(195.77)</b>	<b>(195.77)</b>	<b>(195.77)</b>
<b>Total Other Financial Assets - Non Current</b>	<b>2,166.39</b>	<b>3,067.09</b>	<b>3,120.03</b>

- Award Receivable has been reclassified from Capital Work in Progress due to arbitration order received in 2016-17.
- Earmarked fixed deposits are given as collateral against bank guarantees provided to operational vendors, customs department and towards credit card utilization.

**9 Other Non-Current Assets**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Prepaid expenses	98.13	209.31	215.49
Capital advance	567.82	2,396.95	2,627.72
Goods and service tax receivable	2,737.02	-	-
Advances to employees	-	1.65	2.19
Advance Tax (Net of Provision)	1,831.20	1,728.84	1,686.49
Advances for expenses	-	0.45	-
Advances for Land	-	-	100.00
<b>Total other non-current assets</b>	<b>5,234.17</b>	<b>4,337.21</b>	<b>4,631.88</b>



Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

10 Trade Receivables - Current

(₹ in Lakhs)

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Trade Receivables	6,956.74	6,327.52	5,862.37
Less: Allowance for Doubtful Debts	(1,136.48)	(1,021.85)	(1,022.11)
<b>Total receivables</b>	<b>5,820.26</b>	<b>5,305.68</b>	<b>4,840.25</b>
<b>Break up of security details</b>			
Unsecured, Considered Good	5,820.26	5,305.68	4,840.25
Unsecured, Considered Doubtful	1,136.48	1,021.85	1,022.11
<b>Total</b>	<b>6,956.74</b>	<b>6,327.52</b>	<b>5,862.37</b>
Less: Allowance for Doubtful Debts	(1,136.48)	(1,021.85)	(1,022.11)
<b>Total trade receivables</b>	<b>5,820.26</b>	<b>5,305.68</b>	<b>4,840.25</b>
<b>Of the above, trade receivables from:</b>			
Related Parties	801.68	776.82	527.62
Others	5,018.58	4,528.86	4,312.64
	<b>5,820.26</b>	<b>5,305.68</b>	<b>4,840.25</b>
(i) No trade receivable are due from directors or other officers of the Company either severally or jointly with any other person. Trade receivables are non interest bearing.			

11 Cash and Cash Equivalents

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Balance with banks in current and cash credit accounts	786.39	598.85	533.92
Balance with banks in Fixed Deposit	327.30	189.92	578.52
Cash on hand	3.46	3.43	3.04
<b>Sub Total</b>	<b>1,117.15</b>	<b>792.20</b>	<b>1,115.47</b>
Less: In enmarked accounts	(76.95)	(174.34)	(163.11)
<b>Total cash and cash equivalents</b>	<b>1,040.20</b>	<b>617.87</b>	<b>952.37</b>

12 Other Bank Balances

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Bank deposits with original maturity more than three months but less than 12 months from the balance sheet date*	597.68	673.95	268.63
Unpaid dividend accounts	6.64	9.81	12.81
<b>Total other bank balance</b>	<b>604.32</b>	<b>683.76</b>	<b>281.44</b>

\* In case of DBGT, there is a lien on fixed deposit of ₹ 62.36 lakhs in favour of a bank towards bank guarantees issued.

13 Loans - Current

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
(Unsecured considered good, unless otherwise stated)			
Loan and Advance to Related parties	1,143.68	1,143.68	1,389.47
Less: Allowance for Expected Credit Loss	(857.76)	(857.76)	(857.76)
	<b>285.92</b>	<b>285.92</b>	<b>531.71</b>
Advances Given	-	28.51	-
Short Term Loans & Advances	144.97	145.25	145.35
	<b>144.97</b>	<b>173.76</b>	<b>145.35</b>
Advances recoverable in cash or in kind or for value to be received	<b>438.58</b>	<b>438.58</b>	<b>438.58</b>

Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

(₹ in Lakhs)

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Less: Allowance for Expected Credit Loss	(0.36)	(0.36)	(0.36)
	438.22	438.22	438.22
Total Loans	869.11	897.90	1,115.28

**14 Other Financial Assets - Current**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Bank deposits ( with original maturity of more than 12 months )	58.79	-	-
Interest Accrued on Fixed Deposit	86.88	52.79	11.77
Unbilled Revenue	23.10	290.75	689.78
VAT Deposit	0.25	0.25	0.25
Others	15.00	15.00	15.00
<b>Total Other Financial Assets - Current</b>	<b>222.04</b>	<b>370.45</b>	<b>727.80</b>

**15 Inventories**

(valued at lower of cost and net realisable value)	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
<b>Spares and consumables</b>	<b>211.60</b>	<b>225.09</b>	<b>222.37</b>
	211.60	225.09	222.37

Inventory exists only in the books of West Quay Multiport Private Limited, a subsidiary of the Company and the above figures are on the basis of unaudited financial statements of WQMPL which are yet to be approved by the management of that Company.

**16 Other Current Assets**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Prepaid expenses	191.59	239.27	171.05
Advance to suppliers	1,325.88	974.04	881.66
Advance to suppliers - Related Parties	14.35	-	-
Advance for Capital Goods	146.70	121.23	-
Advance for Expenses	-	0.98	-
Advance to Staff	0.43	0.42	0.16
Funded Gratuity Plan	-	20.00	10.43
Value Added Tax Receivable	195.74	195.74	195.74
Service tax/GST receivable	232.59	173.71	161.81
Unbilled revenue	67.89	21.96	-
Others	8.71	27.70	24.34
<b>Sub Total</b>	<b>2,183.89</b>	<b>1,775.05</b>	<b>1,445.20</b>
Less: Allowance for Expected Credit Loss (Adv. To Suppliers)	(132.08)	(132.08)	(132.08)
<b>Total other current assets</b>	<b>2,051.81</b>	<b>1,642.96</b>	<b>1,313.12</b>

**17 Equity Share Capital**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
<b>Authorised equity share capital</b>			
3,00,00,000 equity Shares of par value ₹ 10/- each	3,000.00	3,000.00	3,000.00
	3,000.00	3,000.00	3,000.00
<b>Issued, Subscribed &amp; Paid-up</b>			
1,19,66,985 equity Shares of par value ₹ 10/- each fully paid up	1,196.69	1,196.69	1,196.69
	1,196.69	1,196.69	1,196.69

Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

(i) Reconciliation of number of shares and amount outstanding at the beginning and at the end of the reporting period:

Equity Shares	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
	Number	Rs. In Lakhs	Number	Rs. In Lakhs	Number	Rs. In Lakhs
At the beginning of the year	1,19,66,985	1,196.69	1,19,66,985	1,196.69	1,19,66,985	1,196.69
Issued during the year	-	-	-	-	-	-
Outstanding at the end of the year	1,19,66,985	1,196.69	1,19,66,985	1,196.69	1,19,66,985	1,196.69

(ii) Terms/ rights attached to equity shares:

The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets. The equity shares are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder on a poll are in proportion to its share of the paid-up equity capital of the Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable have not been paid.

In the event of liquidation of the Company, the holders 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 of the shares held by the shareholder.

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

(₹ in Lakhs)

Name of shareholder	As at March 31, 2018		As at March 31, 2017		As at April 1, 2016	
	Number of Shares	% of Holding	Number of Shares	% of Holding	Number of Shares	% of Holding
Equity shares of ₹ 10 each fully paid						
Mr. Saket Agarwal	77,11,000	64.44%	77,11,000	64.44%	77,11,000	64.44%
PSA India Pte. Ltd.	15,00,000	12.53%	15,00,000	12.53%	15,00,000	12.53%
ICICI Prudentials Dynamic Plan	6,00,880	5.02%	6,00,880	5.02%	6,00,880	5.02%

The Company has not issued any equity shares as bonus or for consideration other than cash and has not bought back any shares during the period of five years immediately preceding March 31, 2018.

18 Other Equity

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
<b>Capital Reserves</b>			
As per last Balance Sheet	100.00	100.00	100.00
<b>Capital Redemption Reserves</b>			
As per last Balance Sheet	1,590.24	1,590.24	1,590.24
<b>Securities Premium</b>			
As per last Balance Sheet	40,933.42	40,933.42	40,933.42
<b>General Reserves</b>			
As per last Balance Sheet	11,553.51	11,555.54	-
Adjustment related to PPE	-	(2.03)	-
<b>Balance at the end of the year</b>	<b>11,553.51</b>	<b>11,553.51</b>	<b>11,555.54</b>
<b>Retained Earnings</b>			
As per last Balance Sheet	(43,241.63)	(37,442.86)	-
Net profit/ (loss) for the year	(5,098.70)	(5,798.77)	-
<b>Balance at the end of the year</b>	<b>(48,340.33)</b>	<b>(43,241.63)</b>	<b>(37,442.86)</b>
<b>Other Comprehensive Income</b>			

Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

(₹ in Lakhs)

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
As per last Balance Sheet	11.33	1.17	-
Restatement of Investments through FVOCI	-	0.32	-
Remeasurements of Employment Benefit Obligations	(58.42)	9.84	-
<b>Balance at the end of the year</b>	<b>(47.09)</b>	<b>11.33</b>	<b>1.17</b>
<b>TOTAL OTHER EQUITY</b>	<b>5,789.74</b>	<b>10,946.86</b>	<b>16,737.50</b>

## 19 Borrowings

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Rupee Term Loan from Banks	22,349.29	18,286.39	18,540.51
Foreign Currency Term Loan from Banks	4,398.93	4,385.03	4,486.09
Liability portion of preference shares	647.43	557.79	471.87
Term Loan from Finance Companies	8,091.81	10,851.83	12,370.20
Term loans from Related Party	4,980.00	-	-
<b>Total Borrowings</b>	<b>40,467.46</b>	<b>34,081.04</b>	<b>35,868.67</b>
Less: Current Maturities (Refer Note 25)	(13,433.70)	(14,026.10)	(10,121.99)
<b>Total</b>	<b>27,033.76</b>	<b>20,054.94</b>	<b>25,746.68</b>

### Security provided to lenders and terms of repayment

#### A) Starlog Enterprises Limited

Financial Year	Rate of Interest				Total
	11.25%	11.75%	12.50%	12.75%	
<b>18-19 (Part of Current Maturities of Long Term Borrowings in Note 25)</b>	161.00	114.20	200.00	1,999.62	2,474.82
<b>19-20</b>	179.00	-	-	2,479.45	2,658.45
<b>20-21</b>	200.00	-	-	929.16	1,129.16
<b>21-22</b>	224.00	-	-	-	224.00
<b>22-23</b>	100.00	-	-	-	100.00

- The above figure of 4111.61 lakhs includes ₹ 3.51 lakhs as prepaid finance charges.
- All the above loans are secured by hypothecation of plant and Machinery financed there-against and part of the receivables under specific charter hire agreements.
- Additionally ₹ 7052.50 lakhs are secured by way of exclusive charge of property located at Mumbai, and ₹ 2105.39 lakhs are secured by way of mortgage of one of the freehold land.

#### B) Dakshin Bharat Gateway Terminal Private Limited

Loan From	Nominal interest rate	Repayment terms	Carrying amount as at 31 March, 2018
<b>Borrowings Non-Current (Note 19)</b>			
Rupee Term loan from Yes Bank Limited	At 6 month MCLR plus 0.15% per annum	Principal amount shall be repaid by way of 24 equal quarterly installments after a moratorium period of 12 months from the date of first disbursement	6,511.32
Rupee Term Loan from India Ports & Logistics Private Limited	Fixed rate of 12% per annum	10 annual installments payable at 28 December every year starting from December 2019	4,936.30
<b>Borrowings Part of Other Financial Liabilities Current (Note 25)</b>			

Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

(₹ in Lakhs)

Loan From	Nominal interest rate	Repayment terms	Carrying amount as at 31 March, 2018
Rupee Cash credit facility from BNP Paribas	At overnight MCLR plus 1.25 % per annum.	Payable on demand on or before 31 January 2019	706.01
Rupee Term loan from State Bank of India	At Bank Base Rate plus spread ranging between 1.70% to 2.50%	40 quarterly installments along with interest commencing from 10 October 2018	-

**Security for Term Loan Form Yes Bank Limited**

Term loan secured by irrevocable and unconditional Stand By Letter of Credit (SBLC), equivalent to 115% of the Facility amount. The loan is taken for part payment of capital expenditure requirements relating to conversion of 8th berth in V.O. Chidambaranar Port at Tuticorin to container terminal on BOT basis.

**Term Loan from India Ports & Logistics Private Limited**

The term loan is unsecured and taken for the purpose of capital expenditure for the Project.

**Cash credit facility from BNP Paribas**

The cash credit facility is secured by irrevocable and unconditional Stand By Letter of Credit (SBLC). The facility is taken for meeting short term cash flow mismatch.

**Term loan from State Bank of India**

The loan is secured by exclusive first charge by way of hypothecation / mortgage as applicable on the rights, title and interest on infrastructure assets, building, structure, berth, wharfs, equipment and other immovable and movable assets constructed / installed, located, created or provided by the Company at project site and/or in the port's assets under the Concession Agreement dated 04 September 2012. However, the loan has been fully pre-paid during the previous year .

**C) India Ports and Logistics Private Limited**

Loan From	Nominal interest rate	Repayment terms	Carrying amount as at 31 March, 2018
INR Loan from Bollore Africa Logistics	Fixed rate of 12% per annum	10 annual installments payable at 28 December every year starting from December 2019	4,980.00

The loan is unsecured and taken for onward lending to DBGTL for the purpose of capital expenditure.

**D) West Quay Multiport Private Limited**

The above Borrowings include loans taken by West Quay Multiport Private Limited of ₹ 113.36 (Non current) and ₹ 42.44 (Current Maturities of Long Term Borrowings). The borrowing terms such as repayment schedule, interest rates and security provided are yet to be updated in the financial statements of WQMPL for FY 2017-18 provided to the Company for consolidation purpose. These financial statements of WQMPL are unaudited and yet to be approved by its management.

**20 Other Financial Liabilities - Non Current**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Deferred License fee obligations	915.38	927.51	938.64
Creditors for capital goods	943.51	1,278.96	1,208.10
<b>Total Other Financial Liabilities</b>	<b>1,858.89</b>	<b>2,206.47</b>	<b>2,146.74</b>

**21 Provisions - Non - Current**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
<b>Provisions for employee benefits (Refer Note 38)</b>			
Leave Obligations	24.70	23.06	22.75
Gratuity	33.83	15.70	11.45
<b>Total Provisions for employee benefits</b>	<b>58.53</b>	<b>38.75</b>	<b>34.20</b>

Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

(₹ in Lakhs)

**22 Deferred Tax Liabilities (Net)**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
<b>Deferred tax liability</b>			
Fixed assets: impact of difference between tax depreciation and depreciation charged for the financial reporting	-	6.33	3,695.13
<b>Gross deferred tax liability</b>	-	<b>6.33</b>	<b>3,695.13</b>
<b>Deferred tax asset</b>			
Leave encashment	-	-	6.23
Unabsorbed depreciation under Tax Laws	-	-	2,972.88
<b>Gross deferred tax asset</b>	-	-	<b>2,979.11</b>
<b>Net Deferred Tax Liability / (Assest)</b>	-	<b>6.33</b>	<b>716.02</b>

Management has decided not to create any Deferred Tax Assets ("DTA") during the year because of continuous loss in earlier years as well as in current year as carried forward unabsorbed depreciation losses could not be allowed to set-off against future incomes.

Subsequent to the year in which losses are suffered and existing DTA is good enough to take care of potential tax liabilities of the company in the foreseeable future.

**23 Other Non - Current Liabilities**

<b>Advance against sale of Shares</b>	<b>1,201.20</b>	<b>1,201.20</b>	<b>1,201.20</b>
Deferred income - EPCG scheme	1,501.25	35.22	35.22
<b>Total Other Non - Current Liabilities</b>	<b>2,702.45</b>	<b>1,236.42</b>	<b>1,236.42</b>

**24 Trade and Other Payables**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Trade Payables to others	3,254.71	1,885.14	2,052.53
Trade Payables to related parties	135.74	164.40	233.82
<b>Total trade payables</b>	<b>3,390.45</b>	<b>2,049.53</b>	<b>2,286.35</b>

There are no Micro, Small and Medium Enterprises as defined in the "Micro, Small, Medium Enterprises Development Act 2006" to whom the Group owes dues on account of principal amount together with Interest and accordingly no additional disclosures have been made.

The above information has been determined to the extent such parties have been identified on the basis of information available with the Group.

**25 Other Financial Liabilities - Current**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Current maturities of long-term borrowings	13,433.70	14,026.10	10,121.99
Inter-Corporate Deposit	100.00	100.00	-
Bank Overdraft	290.33	409.55	90.90
Cash credit facility from BNP (Secured)	706.01	-	-
Security deposits from customers	52.75	47.25	49.00
Retention money payable	502.65	502.65	502.65
Other payables- Creditors towards capital goods and services	19,759.34	821.73	176.49
Employee benefits payable	94.18	42.80	48.19
Dues to related parties	-	17.88	-
License fee and royalty to port	288.91	180.28	199.75
Deferred License fee obligations	99.84	99.84	99.84

**Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018**

(₹ in Lakhs)

Interest accrued but not due	194.35	106.04	184.96
Interest accrued and due	6,100.85	3,839.90	1,563.91
Reimbursement of expenses	-	-	-
Unclaimed Dividend	6.62	9.79	12.79
Accrual for expenses	100.95	11.68	12.21
<b>Total</b>	<b>41,730.46</b>	<b>20,215.51</b>	<b>13,062.68</b>

- (i) The Company has transferred a sum of Rupees 3,17,144/- during the year ended March 31<sup>st</sup>, 2018 being unclaimed dividend to Investors Education and Protection Fund under Sec. 124 of the Companies Act, 2013.
- (ii) Refer to Note 19 for details of security, repayment schedule and interest rates of 'Current maturities of long-term borrowings' and 'Cash Credit Facility from BNP'.

**26 Provisions - Current**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
<b>Provisions for employee benefits (Refer Note 38)</b>			
Leave Obligations	9.89	10.52	12.20
Gratuity	18.59	15.23	12.47
Other Provisions	107.38	113.55	103.76
<b>Total Provisions for employee benefits</b>	<b>135.86</b>	<b>139.30</b>	<b>128.43</b>

**27 Other Current Liabilities**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
TDS payable	567.66	514.87	420.80
Advance from customers	850.18	749.70	1,224.74
Other Statutory Dues	1,374.19	648.86	365.64
Duties & taxes payable	126.66	130.60	67.08
Interest accrued but not due	-	-	3.92
Advance received from Related Party	(0.27)	-	-
Loans & Advances from others	4.10	4.10	4.10
Security deposit	39.41	39.41	39.41
Service tax payable	272.72	257.80	253.86
Salary Payable	2.21	2.21	2.21
Other current liabilities	805.24	767.17	670.82
<b>Total Other Current Liabilities</b>	<b>4,042.09</b>	<b>3,114.72</b>	<b>3,052.58</b>

**28 Revenue from Operations**

	For year ended March 31, 2018	For year ended March 31, 2017
Service Charges from:		
- Crane Operations	2,632.01	5,992.52
- Crane mobilization	170.02	352.73
Terminal handling, storage and other charges	1,721.04	1,990.54
Berth hire, cargo handling and other charges	1,472.69	898.28
Revenue from construction activities (i)	30,604.14	50.44
Service charges from charter hire of cranes	715.68	508.16
<b>Total Revenue from Operations</b>	<b>37,315.59</b>	<b>9,792.66</b>

- (i) Revenue from construction activities comprises the revenue arising from expenditure incurred on the construction of infrastructure necessary for the provision of services under the Concession Agreement in DBGT.



**Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018**

- (ii) DBGTHasraisedinvoice to customers after deducting applicable rebates from 1 April 2017 to 14 December 2017 (Previous year: 1 April 2016 to 31 March 2017) and accordingly, revenue is recognised net of such rebates. {refer note 45(I)(i)(c)} Further, revenue earned during the period 15 December 2017 to 31 March 2018 i.e. prior to commencement of commercial operations on 13 April 2018 is reduced from cost of port concession rights, in compliance with Ind AS.
- (iii) DBG T's revenue is net off Trial run revenue of ₹ 20,10,54,957 (previous year: Nil).

**29 Other income**

(₹ in Lakhs)

	For year ended March 31, 2018	For year ended March 31, 2017
Interest Income from Bank Deposits	62.65	84.71
Interest Income -Loan Granted	-	-
Gain on Sales of Property, Plant & Equipment	-	1.50
Interest income on Deposits with VOCPT	6.31	0.66
Interest on Income Tax Refund	5.01	19.63
Provision no longer required written back	39.09	-
Exchange gain	99.59	101.05
Other Income	36.67	0.44
<b>Total Other Income</b>	<b>249.31</b>	<b>207.99</b>

**30 Exceptional Items**

	For year ended March 31, 2018	For year ended March 31, 2017
Liabilities no longer required, written back - Principal Waiver	1,167.39	-
Liabilities no longer required, written back - Other F & F	1,527.30	-
<b>Total Exceptional Items</b>	<b>2,694.69</b>	<b>-</b>

Exceptional items of ₹ 2,694.69 lakhs are on account of savings made by the Company by settling its liabilities (including financial obligation) as reduced by write-offs on account of security deposit given to related parties (refer note 46) and advances given to staff/vendor for which value is no longer recoverable.

**31 Employee benefits**

	For year ended March 31, 2018	For year ended March 31, 2017
Salaries, wages and bonus	1,304.20	1,268.90
Contribution to provident and other funds	80.25	89.29
Gratuity expense (refer note 38)	6.95	6.14
Compensated absences	7.85	8.45
Staff welfare expenses	75.51	75.54
<b>Total Employee Benefit Expenses</b>	<b>1,474.75</b>	<b>1,448.32</b>

**32 Power and fuel**

	For year ended March 31, 2018	For year ended March 31, 2017
Power and Fuel	298.74	333.71
<b>Total Power and Fuel Expenses</b>	<b>298.74</b>	<b>333.71</b>

**33 Depreciation**

	For year ended March 31, 2018	For year ended March 31, 2017
Depreciation on Plant, Property & Equipments (Refer Note No. 3)	2,423.74	2,908.17
Amortisation of intangible assets	524.38	515.61
<b>Total Depreciation Expense</b>	<b>2,948.11</b>	<b>3,423.78</b>

Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

(₹ in Lakhs)

**34 Other expenses**

	For year ended March 31, 2018	For year ended March 31, 2017
Stores and spares consumed	239.63	271.93
Sub-Contracting Expenses	30,604.14	1,561.52
Freight and crane mobilization charges	263.13	280.33
Rent (Includes Company Accommodation To Employees):		
- Premises	109.76	67.06
- Equipment	440.75	38.80
- Others	10.28	14.02
Insurance	161.75	165.46
Repairs And Maintenance:		
- Plant And Machinery	100.49	218.48
- Building	10.23	35.63
- Others	114.63	35.17
Advertisement and business promotion expenses	17.24	38.86
Interest on delayed payment of taxes	173.02	148.72
Travelling, conveyance and Car expenses	285.49	247.25
Printing And Stationery	24.19	19.80
Legal And Professional Fees	715.77	382.65
Payment To Auditor (Refer Details Below)	70.87	90.71
Director's Sitting Fees	0.50	0.57
Director's Remuneration	30.00	15.00
Postage and telephone	33.99	34.26
Rates And Taxes Others	206.10	30.91
Security & Service Charges	37.67	29.84
Subscription & Membership Fees	18.18	19.79
Miscellaneous Balances Written Off	78.95	1.78
Loss on Sales of Fixed Assets	338.72	14.03
Miscellaneous expenses	133.00	80.66
Royalty	2,028.34	1,636.21
Contract labour and hire charges	226.37	200.03
License fees	28.35	25.72
Provision for doubtful debts	55.86	0.29
Water & Electricity expenses	119.65	34.46
Operation expenses	108.48	83.50
Exchange difference (net)	110.15	72.79
<b>Total Other Expenses</b>	<b>36,895.71</b>	<b>5,896.26</b>
Less: transferred to Intangible assets under development	(103.83)	(46.91)
<b>Total Other Expenses</b>	<b>36,791.88</b>	<b>5,849.35</b>
<b>Note:</b>		
<b>Details of payment to auditors for</b>		
As Auditor:		
Statutory Audit	54.72	54.63
Quarterly results Reviews	6.00	6.00
Tax Audit	9.50	9.00
Tax representation	-	20.00
Reimbursement of expenses	0.65	1.08
<b>Total</b>	<b>70.87</b>	<b>90.71</b>

Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

(₹ in Lakhs)

**35 Finance costs**

	For year ended March 31, 2018	For year ended March 31, 2017
Interest		
- Banks	3,300.08	2,913.70
- Financial Institutions/Companies	1,463.94	1,711.09
- Supplier	198.18	15.12
-Interest on liability portion of preference shares	69.72	58.98
Delayed payment of upfront fees to port trust authority	-	75.51
Unwinding of discount on deferred license fee	87.71	88.71
Interest on Taxes	19.18	15.36
Bank Charges	28.18	22.78
Financial charges	212.67	74.61
<b>Total</b>	<b>5,379.66</b>	<b>4,975.87</b>
Less: transferred to Intangible assets under development	(954.95)	(88.71)
<b>Total Finance Costs</b>	<b>4,424.71</b>	<b>4,887.16</b>

**36 Financial Instruments - Fair Value**

Investment carried at fair value through OCI	Notes	March 31, 2018	March 31, 2017	April 1, 2016
Valuation Method - Level 3 (Refer Note below)	7	10.98	10.98	10.66
<b>Total financial asset</b>		<b>10.98</b>	<b>10.98</b>	<b>10.66</b>

**Level 1:** Level 1 hierarchy includes financial instruments measured using quoted prices. There are no items falling under Level 1.

**Level 2:** The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. There are no items falling under Level 2.

**Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

**Note:**

- (i) For the Company there are no financial liabilities which are measured at fair value - recurring fair value measurements or at amortised cost for which fair values are required to be disclosed.
- (ii) The carrying value of all the financial assets and financial liabilities for the subsidiaries of the Company are measured at amortized cost. In case of West Quay Multiport Private Limited, this assertion is based on unaudited financial statements which are yet to be approved by the management of WQMPL.

**37 Financial Risk Management**

The Company's principal financial liability represents Borrowings. The main purpose of this financial liability is to pay for Company's operations. The Company's principal financial assets consists of Investment in Group Company, Plant Property & Equipment, Investment Properties and trade receivables that are derived directly from its operations.

The Company's activities exposes it to credit risk, liquidity risk and market risk. All such activities are undertaken within a approved risk management policy framework.

The Board of Directors approves these policies for managing each of these risks, which are summarised below:

**(A) Credit risk**

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The maximum exposure to the credit risk at the reporting date is primarily from Trade Receivables and other Financial Asset. Trade receivables are typically unsecured and are derived from revenue earned from customers located in India. Credit risk

## Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

has always been managed by the Company through credit approvals and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. On account of adoption of Ind AS 109, the Company has adopted expected lifetime credit loss model to assess the impairment loss, and is positive of the realisability of the other trade receivables and other Financial Asset.

### (B) Liquidity risk

Liquidity risk arise from the unlikely possibility of Companies inability to meet its cash flow commitments on due date. Company exercises local financial market to meet its liquidity requirement. During the current year, the Company has settled a substantial portion of its financial obligations with Bank / Financial Institutions and is in process of settling the majority of its remaining dues with Financial Institutions / Banks by monetising its assets. This will enable to mitigate the Liquidity Risk of the Company thereby strengthening the financial position of the Company.

### Maturity of financial liabilities

#### Contractual maturities of Financial Liabilities as on 31st March 2018

(₹ in Lakhs)

Particulars	Upto 1 Year	1-5 Year	More Than 5 Year	Total
Borrowings *	9,895.95	10,696.98	9,292.98	29,885.91
Trade Payables	2,091.85	-	-	2,091.85
Other Financial Liabilities	32,285.46	399.36	516.01	33,200.83

#### Contractual maturities of Financial Liabilities as on 31st March 2017

(₹ in Lakhs)

Particulars	Upto 1 Year	1-5 Year	More Than 5 Year	Total
Borrowings *	10,947.41	7,126.71	324.00	18,398.13
Trade Payables	2,058.44	-	-	2,058.44
Other Financial Liabilities	13,950.79	399.36	528.15	14,878.30

- The above financial liabilities include amounts for the Company, IPL and DBG T based on disclosures made in their audited financial statements for FY 2017-18.
- The above disclosure is pending updation in the unaudited financial statements of West Quay Multiport Private Limited provided for the purpose to consolidation. Accordingly, the above figures do not reflect the amounts of WQMPL.

### (c) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises Foreign Currency Risk and Interest Risk.

#### (i) Foreign Currency Risk

One of the Company's subsidiary, Dakshin Bharat Gateway Terminal Private Limited, is exposed to foreign currency risk. DBG T is exposed to currency risk to the extent that there is a mismatch between the currencies in which sales, purchases and borrowings are denominated and the respective functional currencies of DBG T. The functional currency of DBG T is Indian Rupees. The currencies in which these transactions are primarily denominated are Indian Rupees and Euros.

DBG T does not hedge its exposure to changes in foreign exchange rates.

#### Exposure to currency risk

The summary quantitative data about the Company's exposure to currency risk as reported to the management is as follows:

	As at 31 March 2018		As at 31 March 2017	
	USD	EUR	USD	EUR
Creditors towards capital goods and services - Foreign currency	28,360,000	-	-	-

**Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018**

(₹ in Lakhs)

Creditors towards capital goods and services - INR equivalent	1,844,650,676	-	-	-
Trade payable- Foreign currency	-	124,368	-	53,815
Trade payable- INR equivalent	-	10,026,815	-	4,019,549
Total exposure in respect of recognized assets and liabilities (INR)	1,844,650,676	10,026,815	-	4,019,549

*Sensitivity analysis*

A reasonably possible strengthening (weakening) of the INR and Euros against all the other currencies at 31 March would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit and loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast purchases.

	Strengthening	Profit or (loss)	
			Weakening
<b>31 March 2018</b>			
INR / USD (5% movement)		92,232,534	(92,232,534)
INR/ EUR (5% movement)		501,341	(501,341)
<b>31 March 2017</b>			
INR / USD (5% movement)		-	-
INR/ EUR (5% movement)		20,097,745	(20,097,745)

The above disclosure is pending updation in the unaudited financial statements of West Quay Multiport Private Limited provided for the purpose to consolidation. Accordingly, the above figures do not reflect the amounts of WQMPL.

**(ii) Interest Rate Risk**

Companies exposure to the risk of changes in market interest rate relates to the floating rate obligations.

The exposures of the Companies borrowing's and interest rate changes at the end of the reporting period are as follows:-

**Interest Rate Exposure**

(₹ in Lakhs)

Particulars	As at 31st March 2018	As at 31st March 2017
Borrowings		
Fixed Rate Borrowings *	9,734.41	12,495.24
Fluctuating Rate Borrowing	3,014.35	5,898.57
<b>Total Borrowings (including Current Year Maturities)</b>	<b>12,748.76</b>	<b>18,393.81</b>

\* Includes ₹ 1.23 Lakhs as Prepaid Finance Charges

**Sensitivity Analysis of 1% change in Interest Rate :**

(₹ in Lakhs)

Interest Rate Sensitivity analysis on Term Loan	Interest Movement	As at 31st March 2018	As at 31st March 2017
		Profit / (Loss)	Profit / (Loss)
Impact on Company's profit / loss, if the Interest Rates had been 100 bps higher / lower and all other variables remains constant	Up	(30.14)	(58.99)
	Down	30.14	58.99

The above disclosure is pending updation in the unaudited financial statements of West Quay Multiport Private Limited provided for the purpose to consolidation. Accordingly, the above figures do not reflect the amounts of WQMPL.

Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

**38 Assets and liabilities relating to employee benefits**

**(A) Provident and Other Funds**

Under the RPFC (Regional Provident Fund Commissioner) schemes, the Company and its subsidiaries are required to contribute a specified percentage of payroll cost to the retirement benefit schemes to fund the benefits. Amount of ₹ 75.13 lakhs represents contribution to provident fund is recognised as an expense and included in Employees benefit expenses in the statement of profit and loss (refer note 31).

**(B) Employee state Insurance Scheme (ESIC)**

Amount of ₹ 2.76 lakhs represents contribution to Employee State Insurance Schemes recognised as an expense and included in Employee benefit expenses in the statement of profit and loss (refer note 31).

**(C) Gratuity and Leave Encashment**

**(i) Leave obligations**

The leave obligations cover the Company's liability for earned leave and sick leave.

**(ii) Post-employment obligations - Gratuity**

The Company and its subsidiaries has a defined benefit gratuity plan in India, governed by the Payment of Gratuity Act, 1972. The plan entitles an employee, who has rendered at least five years of continuous service, to gratuity at the rate of fifteen day wages for every completed year of service or part thereof in excess of six months, based on the rate of wages last drawn by the employee concerned. The gratuity plan is a funded plan and the Company makes contributions to recognised funds in India. The Group does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments. This defined benefit plans expose the Group to actuarial risks, such as interest rate risk and market (investment) risk.

The amounts recognised in the balance sheet and the movements in the net defined benefit obligations over the year are as follows:

**(a) Statement showing changes in present value obligation**

(₹ in Lakhs)

Present value of obligations at the beginning of the year	As at 31st March 2018	As at 31st March 2017
	39.75	40.25
Interest expense/(income)	1.98	3.22
Past Service Cost	-	-
Current Service Cost	9.25	7.28
Benefit paid	(28.28)	-
Remeasurements		
- Due to change in financial assumptions	(0.47)	1.06
- Due to experience adjustments	39.64	(12.06)
<b>Present value of obligations at the end of the year</b>	<b>61.86</b>	<b>39.74</b>
<b>Total amount recognised in profit or loss</b>	<b>8.51</b>	<b>7.30</b>

**(b) Statement showing changes in the fair value of plan assets**

Fair Value of Plan Assets at the beginning of the year	46.14	42.72
Expected return on plan assets	(0.31)	0.22
Contributions	6.86	-
Benefits Paid	(28.28)	-
Actuarial gains on plan assets	2.96	3.70
<b>Fair Value of Plan Assets at the end of the year</b>	<b>27.36</b>	<b>46.64</b>

**(c) Expenses recognised during the year**

Current Service Cost	9.25	7.28
<b>Total Service Cost</b>	<b>9.25</b>	<b>7.28</b>
Interest Expense on DBO	1.98	3.22
Interest (Income) on Plan Assets	2.96	3.70

Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

(₹ in Lakhs)

Current Service Cost	9.25	7.28
<b>Net Interest Cost</b>	<b>4.95</b>	<b>6.92</b>
<b>Defined Benefit Cost included in P &amp; L</b>	<b>14.19</b>	<b>14.20</b>

(d) Experience adjustment

	31/03/2018	31/03/2017	31/03/2016
Experience adjustment on obligations	39.40	(11.56)	(1.38)
Experience adjustment on plan assets	(0.30)	0.21	-

(e) Acturial Assumptions

Discount Rate	7.5% - 7.7%	7.5% - 7.7%
Salary Escalation	4% - 6%	4% - 6%

**39 Basic And Diluted Earnings Per Share**

		31-Mar-18	31-Mar-17
Profit/(Loss) After Tax As Per Profit And Loss Account (Rs. In Lakhs)	A	(7,302.80)	(7,039.36)
Weighted Average Number Of Equity Shares	B	11966985	11966985
<b>Basic And Diluted Profit/(Loss) Per Share (In ₹)</b>	<b>A/B</b>	<b>(61.02)</b>	<b>(58.82)</b>

**40 Service concession arrangement - Concession Agreement with VOCPT**

Dakshin Bharat Gateway Terminal Private Limited ("Concessionaire" or "DBGT") has entered into a Concession Agreement ("CA") on 4 September 2012 for development of eighth berth container terminal at V.O. Chidambaram Port Trust, Tuticorin ("the Port") on Build, Operate and Transfer ("BOT") basis with the Board of Trustees for V.O. Chidambaram Port ("VOCPT" or "Concessioneing Authority"). On completion of conditions precedent, DBGT was granted Letter of Award by VOCPT on 10 July 2013 to set-up and operate in accordance with the CA for a period of 30 years with effect from the date of Award i.e. 10 July 2013. Currently, DBGT is in construction phase and is expected to commence its operations in the financial year 2018 - 19. The arrangements include infrastructure used in a public to private service concession arrangement for its entire useful life and consequently qualify for service concession accounting. Following are the key terms and conditions of the CA:

- The Concessionaire shall modify the existing berth no.8 as a Container Terminal. The length of the quay is 345.5 meters. Fenders, bollards, mooring rings, fire fighting system, water supply system, electrification etc. shall be provided at suitable locations. Super structures of berths, approaches and piles shall be of reinforced cement concrete only.
- The Concessionaire shall be entitled to recover Tariff from the users of the Project Facilities and Services as per the Tariff Notification, an extract of which is set out in Appendix 12 of the CA. The Tariff Notification prescribes the maximum Tariff that can be levied by the Concessionaire and the Concessionaire may charge lower than the rates prescribed.
- The Concessionaire shall pay to the Concessioneing Authority, royalty per month equivalent to 55.19% of the gross revenue chargeable by the Concessionaire subject to the Royalty payable on Minimum Guaranteed Cargo specified in Appendix 14 of the CA. The Concessionaire shall also pay an upfront royalty fee of INR 5 crores.
- The Concessionaire shall pay to the Concessioneing Authority, license fees as consideration for the use, in its capacity as a bare licensee of the Project Site comprised in the Port's Assets. It shall pay an annual sum of INR 99.84 lakhs based on scale of rates of INR 8 per square metre prevalent on signing the CA which shall change based on scale of rates in the subsequent years.
- The ownership of the Project Site and Port's Assets shall always remain vested with the Concessioneing Authority. The rights of the Concessionaire in the Project Site and Port's Assets shall only be that of a bare licensee of such assets.



#### **Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018**

- f) The Concessionaire shall be entitled to create a charge on its rights, title and interest on all assets (excluding the Port's Assets and the Project Site) in favour of lenders for securing financial assistance provided or agreed to be provided by them under financing documents. Provided, any such charge shall not be effective before Financial Close and shall not continue for a period exceeding the Concession Period.
- g) Except as provided / authorised under this Agreement the Concessionaire shall not, without the prior written intimation to the Concessioneing Authority, remove or replace any assets comprised in the Project Facilities and Services. Such notice shall contain the exact details of the assets that the Concessionaire intends to remove and / or replace, its reasons for doing so and the likely period for replacement.
- h) As per the agreement, the Concessionaire shall at its cost, plan for replacement of the equipment well ahead of the time when the utility thereof is reasonably expected to expire and replace the equipment in accordance with Good Industry Practice so as to ensure that the Project facilities and Services commensurate with the Project Requirements, at all times during the Concession Period.
- i) On the expiry of the CA (i.e. after 30 years), the Concessionaire shall:
  - hand over peaceful possession of the Project Site, Port's Assets and the Project Facilities and Services free of encumbrance.
  - transfer all its rights, titles and interests in the assets comprised in the Project Facilities and Services which are required to be transferred to the Concessioneing Authority
  - hand over to the Concessioneing Authority all documents including as built drawings, manuals and records relating to operation and maintenance of the Project Facilities and Services
  - transfer technology and up-to-date know-how relating to operation and maintenance of the Port's Assets and/or the Project Facilities and Services
  - transfer or cause to be transferred to the Concessioneing Authority any Project Contracts

#### **41 Compliance with certain requirements of the Companies Act, 2013**

- (a) As regards compliance by the Company with certain requirement of the Companies Act, 2013, there is inadequate representation of Independent directors on the Board of the Company and Internal auditors were not appointed as required under Section 138 of the Act. Further the Company is in the process of appointing Chief Financial Officer as required under Section 203 of the Companies Act, 2013. Managment of the Company beleives that the penelties, if any, on account of the above stated non-compliances are not expected to be material and the same are currently not derterminable. Hence, no provision for any consequential liability have been made in accounts.
- (b) Further, during the period under audit, India Ports & Logistics Private Limited (IPL) has identified that it has not complied with certain provisions of the Companies Act, 2013 as set out below.
  - Independent directors as required under Section 149 have not been appointed by IPL.
  - Audit committee as required under Section 177 have not been constituted by IPL.
  - Remuneration committee as required under Section 178 have not been constituted by IPL.
  - Key managerial personnel (viz. Chief Financial Officer) as required under Section 203 have not been appointed by IPL.

IPL is in the process of complying with the above provisions as required under Companies Act, 2013. The management of IPL believes that the liabilities/ penalties/ levies, if any, on account of the above stated non-compliance are not expected to be material and the same are currently not determinable.

#### **42 Non compliance with certain provisions of Reserve Bank of India Act, 1934**

IPL is required to register itself as a Non-Banking Financial Company ('NBFC') with the Reserve Bank of India as per the provisions of Section 45-IA of the Reserve Bank of India Act, 1934. However, IPL has not duly registered itself and hence not complied with the provisions of the Reserve Bank of India Act, 1934. Further, the preparation and presentation requirements of the financial statements of an NBFC have also not been complied with by IPL.

The management of IPL believes that IPL is not engaged in financial activities and has given a loan to its subsidiary to support its business activities. Furhtermore, any liabilities/ penalties/ levies, if any, on account of the above stated non-compliance are not expected to be material and the same are currently not determinable.

**Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018**

**43 Disputed Receivables of Starlift Services Private Limited**

Sundry debtors of Starlift Services Private Limited (SSPL), a subsidiary company, include ₹ 21.34 crore due from Kolkata Port Trust (KoPT) on account of service tax. KoPT has disputed its liability towards service tax to SSPL and recovered/withheld the said amount from the bills. SSPL had filed petitions before Hon. High court at Kolkata, under Section 9 and Section 11 of the Arbitration and Conciliation Act 1996 on 15<sup>th</sup> March 2010. An arbitrator was appointed on 19<sup>th</sup> May 2010. The award has been published in favour of SSPL on 18<sup>th</sup> April 2011. As per award, KoPT is liable to pay the service tax on the operational receipt of SSPL at the applicable rate as per law. KoPT has filed an appeal before Hon. High court at Kolkata and matter is pending before the Court. Management of SSPL believes that the said amount is fully recoverable from KoPT in view of the favourable decision by Arbitrator and no provision is required in accounts.

**44 Gratuity and other post-employment benefit plans in Kandla Container Terminal Private Limited (KCTPL)**

KCTPL has made provision for accrued liability for gratuity as per the actual details of the employees as on 27 September 2013 i.e. the date when Kandla Port Trust took over the possession from KCTPL.

**45 Consolidation of Unaudited Financials of Subsidiaries and Joint Venture**

- (a) West Quay Multiport Private Limited (a subsidiary)  
The Company has consolidated the accounts of West Quay Multiport Private Limited (WQMPL) based on unaudited financial statements provided by a consultant engaged by WQMPL. These financial statements are yet to be approved by the management of WQMPL. The net assets of WQMPL (including NCI) consolidated in the financial statements of the Company amount to ₹ (1451.52) lakhs. The losses of WQMPL included in the consolidated loss of the Holding Company is ₹ 3,096.68 lakhs (including share of NCI) which represents 42.40% of the total consolidated loss of the Group.
- (b) ABG Projects and Services Limited (UK) (a subsidiary)  
The Company has consolidated the accounts of ABG Projects and Services Limited (APSL) based on unaudited financial statements provided by APSL. The net assets of APSL (including NCI) consolidated in the financial statements of the Company is nil.
- (c) Alba Asia Private Limited  
Investment in ALBA Asia Private Limited, a Joint Venture between Starport Logistics Limited (a subsidiary of the Company) and Louis Dreyfus Armateurs SAS, is measured as per Equity Method in terms of Ind AS 28. The investment is initially measured at cost and the carrying amount is decreased to recognise the Group's share in profit or loss of the joint venture. Accordingly, the carrying value of the investment in AAPL has been reduced by ₹ 134,16,58,992 based on unaudited consolidated financial statements of AAPL which are yet to be approved by the management of AAPL. Out of the total adjustment of ₹ 134.16 crores, ₹ 100.35 crores have been adjusted in the opening Retained Earnings as on 1 April, 2016 while ₹ 18.12 crores and ₹ 15.68 crores have been reduced from the carrying value of investment as on March 31, 2017 and March 31, 2018, respectively and the losses routed through the profit and loss of the Holding Company.

**46 Contingent Liabilities and Commitments**

**(I) Contingent liabilities not provided for:**

(₹ in Lakhs)

		As at 31st March 2018	As at 31st March 2017
a.	Guarantees given by banks on behalf of the Company	1,611.71	1,611.71
b.	No provision has been made for sales tax demands / MVAT which have been disputed by the Company (Includes ₹ 60,57,79,847 for which the Company have obtained a stay from the High Court of Mumbai until the disposal of the appeal)	27,716.23	27,716.23
c.	No provision has been made in respect of income tax demands which are pending in appeals (fully paid)	226.78	226.78

**Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018**

(₹ in Lakhs)

		<b>As at 31st March 2018</b>	<b>As at 31st March 2017</b>
d.	The corporate guarantee has been invoked against the Company and recovery suit was filed. The matter was adjudicated by DRT - II, Mumbai, on March 8, 2018, passing the order against the Company and directing to issue Recovery Certificate. The Company has filed a review application against impugned order and has further filed a precipe on May 17, 2018 with DRT to list matter on urgent basis.	6,627.20	3,925.24
e.	India Ports & Logistics Private Limited has provided corporate guarantees on behalf of Dakshin Bharat Gateway Terminal Private Limited.	155.91	155.91
f.	Royalty to V.O. Chidambaranar Port payable by Dakshin Bharat Gateway Terminal Private Limited (i)	965.82	-
g.	Claim by Kandla Port Trust, Bank and a supplier of machine on Kandla Container Terminal Private Limited (ii)	244,884.00	244,884.00
h.	Disputed income tax demand of Starport Logistics Limited (appeal filed)	63.03	63.03
i.	Service tax penalty on Starlift Services Private Limited (iii)	189.00	189.00
		<b>282,439.69</b>	<b>278,771.90</b>

**(i) Royalty Payable by DBG T to VOCPT**

- (a) As per the terms of the CA entered between DBG T and VOCPT on 4 September 2012, the Concessionaire i.e. DBG T shall promptly commence and complete the works, including installation of equipment in accordance with the Project Schedule and shall also obtain from the Independent Engineer a certificate as to completion of construction of Project Facilities and Services in accordance with the provisions of this Agreement ("Completion Certificate") not later than 21 Months from the date of Award of Concession as defined in the CA, non compliance of which would lead to levy of liquidity damages. DBG T has obtained Completion Certificate on 13 April 2018 which is after 57 months from the date of award of concession. The management of DBG T does not expect any significant financial statement impact on account of the above.
- (b) DBG T and VOCPT are engaged in arbitration arising out of Concession Agreement (CA) dated 4 September 2012 during the construction phase. VOCPT informed DBG T that "security clearance" was required for import of equipment. However, DBG T contends that the requirement of security clearance is not a part of CA and it is a new requirement. DBG T claims that amendment in CA is required in terms of the percentage share of royalty payments to VOCPT and the period of the concession on account of change in law under the CA, which resulted in material adverse effects, mainly being the delays caused to the project, the escalation of project costs, and the effect on project viability. VOCPT has also made a counterclaim in the arbitration, mainly with respect to royalty payments. The parties have filed their pleadings and the documents in support of their claims. The matter is pending for final hearing in arbitration.
- (c) In accordance with the terms of the concession agreement entered into between DBG T and V.O. Chidambaranar Port Trust ("VOCPT"), DBG T is liable to pay royalty equivalent to 55.19% of the Gross Revenue per month. DBG T has provided for / paid royalty to V.O. Chidambaranar Port under the said concession agreement with VOCPT on revenue, after deducting rebate effective from 1 April 2016 to 14 December 2017. However, as per the monthly acknowledgements received from the port, the royalty payable on rebate so deductible aggregating of ₹ 96,582,432 for the period from 1 April 2016 to 14 December 2017 not acknowledged by DBG T has been disputed by the VOCPT."

**(ii) Claim by Kandla Port Trust, Bank and a supplier of machine on Kandla Container Terminal Private Limited**

Kandla Container Terminal Private Limited (KCTPL), a subsidiary company, has terminated the license agreement with Kandla Port Trust (KPT) on 9th November, 2012 and arbitration proceedings have commenced thereafter. On 27th September, 2013, KPT had taken over all the fixed assets. Correspondingly, all the secured liabilities against said fixed assets were also transferred to KPT as per terms of agreement with KPT. As claims and counter claims by both the parties are subject to resolution in arbitration proceedings, the book value of fixed assets and liabilities in relation thereto have been transferred to a common account classified under loans and advances during the earlier years. KCTPL has claimed ₹ 536.35 Crore from KPT which has made a counter claim against KCTPL for ₹ 2345.35

## Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

Crore. Counter claim of KPT includes ₹ 1438.21 Crore on account of profit share for the period from the date of termination of the contract until the expiry date as per the original contract which KCTPL considers untenable as the possession of the fixed assets and control of port operations are with KPT. Similarly counter claim of KPT also includes replacement cost of plant & machinery amounting to ₹ 583.76 Crore which KCTPL considers untenable as there is no such provision in the agreement. KCTPL believes that, in real terms, its claims against KPT shall far outweigh counter-claims against it when the same are settled in the said arbitration proceedings and, accordingly, no accounting effect is given to most of the claims / counter claims.

As per the terms of the licence agreement with KPT, all the secured debts get transferred to KPT on termination of the said agreement upon KPT taking over control on port assets of KCTPL. However lenders have continue to show the aforesaid secured liabilities amounting to ₹ 95.10 crore as on 31<sup>st</sup> March, 2018 as recoverable from KCTPL which KCTPL has disputed in the aforesaid arbitration proceedings. During the financial year ended 31<sup>st</sup> March, 2016, Bank recovered matured margin money kept with the bank along with interest for ₹ 2.89 crore as against aforesaid dues, which KCTPL considers against the provisions of license/other agreements and has accordingly shown the same as recoverable from the bank.

KCTPL had invoked bank guarantee given by a machine supplier and realized ₹ 8.39 crore during the year ended 31<sup>st</sup> March, 2013 which was reduced from the cost of Plant and Machinery. However, the supplier has contested the invocation of bank guarantee and the matter is pending before Arbitrator.

### (iii) Service Tax penalty on Starlift Services Private Limited (SSPL)

Pursuant to a search operation at SSPL's premises by authorities of Service Tax department, penalty of ₹ 1.89 crores has been levied on SSPL which is disputed. The management of SSPL believes that the said demand is not sustainable as it has paid taxes, with interest where applicable, and filed returns. SSPL has taken the matter to Kolkatta High Court against the penalty raised by the Tribunal.

## (II) Commitments

(₹ in Lakhs)

	31 March, 2018	31 March, 2017
Dakshin Bharat Gateway Terminal Private Limited (DBGT)		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of capital advances) by DBGT	22,557,502	-
As per the 'Article 9' of the concession agreement, annual license fees amounting to INR 12,746,281 is payable in advance towards usage of ports assets (103,932.5 square meter as prescribed by the Port's prevailing scale of rates of INR 10.22 per square meter per month) for the period of 30 years. The license fees payable each year will vary depending on the Port's prevailing scale of rates.	305,910,744	318,657,025
DBGT shall pay royalty per month equivalent to 55.19% of the Gross Revenue in accordance with the concession agreement.	-	-
DBGT has imported certain assets at concessional rates of customs duty under the Export Promotion Capital Goods Scheme ("EPCG"). The total export obligations is to be fulfilled over a period of six years from the date of the licenses. DBGT is confident of meeting its commitments/obtaining extensions.	3,023,995,902	67,342,872

## 47 Going Concern

The Group has plans to mitigate the gap between its current assets and current liabilities amounting to ₹ 38,479.52 lakhs (PY ₹ 15,775.36 lakhs) which is mainly on account of current maturities of long term debts, by raising long term resources including monetizing some of its fixed assets.

Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

48 Related Party Transactions

Description of Relationship	Name of Party	Place of Incorporation / Residence
<b>Subsidiary</b>	ABG Project and Services Limited - UK	UK
	Starport Logistics Limited	India
	Starlift Services Pvt.Ltd.	India
	ABG Turnkey Private Limited	India
	India Ports & Logistics Private Limited	India
	Dakshin Bharat Gateway Terminal Private Limited	India
	Kandla Container Terminal Private Limited	India
	West Quay Multiport Private Limited	India
<b>Jointly Controlled Entities</b>	ALBA Asia Private Limited	India
	ALBA Ennore Private Limited	India
	ALBA Marine Private Limited	India
	Haldia Bulk Terminals Private Limited	India
	Tuticorin Coal Terminal Private Limited	India
	Vizag Agriport Private Limited	India
<b>Associate</b>	South West Port Limited	India
<b>KMP having Significant Influence</b>	Agbros Leasing and Finance Private Limited	India
	ABG Power Private Limited	India
	Aspen Material Handling Private Limited	India
	Indami Investment Private Limited	India
	Oblique Trading Private Limited	India
	Tirupati Landmark Pvt. Ltd.	India
	Tagus Engineering Private Limited	India
	Tusker Cranes Private Limited (formerly known as ABG Cranes Private Limited)	India
<b>Key Managerial personnel (KMP)</b>	Mr. Saket Agarwal, Managing Director	India
	Mr. Philippe Julian, Director Dakshin Bharat Gateway Terminal Private Limited	France
	Mr. Gildas Maire, Director West Quay Multiport Private Limited	France
<b>Significant shareholder</b>	Bollore Africa Logistics SAS	Africa

**Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018**

**Significant Transactions with Related Parties**

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:

(₹ in Lakhs)

Nature of transaction	Nature of relationship	31 March 2018	31 March 2017
<b>Share Capital Issued</b>			
ALBA Asia Private Limited	Associate Company	889.80	922.15
<b>Share Application Money Received</b>			
ALBA Asia Private Limited	Associate Company	56.40	833.40
<b>Share Application Money Paid</b>			
ALBA Asia Private Limited	Jointly Controlled Entity	-	213.00
<b>Consultancy and other charges paid</b>			
Bollore Africa Logistics SAS	Significant shareholder	159.00	-
<b>Sub-contracting Charges</b>			
ALBA Asia Private Limited	Jointly Controlled Entity	-	1,511.08
<b>Business Support Services</b>			
ALBA Asia Private Limited	Jointly Controlled Entity	16.55	-
<b>Salary &amp; Perquisites</b>			
Saket Agarwal	Key Managerial Personnel	51.65	53.34
<b>Expense incurred on behalf of other by us</b>			
Megalift Material Handling Private limited	KMP exercises significant influence	1.58	-
<b>Expenses on services availed</b>			
Tusker Cranes Private Limited	KMP exercises significant influence	-	84.75
<b>Expense incurred by others on our behalf</b>			
ALBA Asia Private Limited	Associate Company	-	7.68
<b>Investment in Equity Shares</b>			
ALBA Asia Private Limited	Jointly Controlled Entity	-	910.00
<b>Inter-corporate deposit Received</b>			
Megalift Material Handling Private Limited'	Common Director	-	100.00
<b>Interest paid on loan taken</b>			
Bollore Africa Logistics SAS	Significant shareholder	602.15	-
<b>Advance against Purchase of Goods</b>			
Tusker Cranes Private Limited	KMP exercises significant influence	-	231.48
<b>Loan and &amp; Advances Taken</b>			
Bollore Africa Logistics SAS	Significant shareholder	4,980.00	-
<b>Loan &amp; Advances Given</b>			
Agbros Leasing and Finance Private Limited	KMP exercises significant influence	-	22.00
Tuticorin Coal Terminal Private Limited	Jointly Controlled Entity	10.00	-
Tusker Cranes Private Limited	KMP exercises significant influence	25.48	29.70
<b>Advance Received back</b>			
Tusker Cranes Private Limited	KMP exercises significant influence	-	477.27
<b>Rent Paid</b>			
Agbros Leasing and Finance Private Limited	KMP exercises significant influence	36.00	30.00
Tagus Engineering Private Limited	KMP exercises significant influence	2.40	2.71

Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

(₹ in Lakhs)

Nature of transaction	Nature of relationship	31 March 2018	31 March 2017
ABG Power Private Limited	KMP exercises significant influence	0.10	3.60
Tirupati Landmark Pvt. Ltd.	KMP exercises significant influence	0.10	1.80
Oblique Trading Private Limited	KMP exercises significant influence	1.20	1.20
<b>Equipment Purchase</b>			
Agbros Leasing and Finance Private Limited	KMP exercises significant influence	-	6.00
<b>Security Deposit Refunded back to the company/ Written off</b>			
Agbros Leasing and Finance Private Limited	KMP exercises significant influence	575.00	-
Aspen Material Handling Private Limited (repaid)	KMP exercises significant influence	-	579.00
Aspen Material Handling Private Limited (written off) 1	KMP exercises significant influence	101.00	-
Indami Investments Private Limited (written off ) 2	KMP exercises significant influence	70.00	-
<b>Outstanding as on March 31, 2018</b>			
<b>Nature of Balances</b>	<b>Nature of relationship</b>	<b>31 March 2018</b>	<b>31 March 2017</b>
<b>Share Application Money</b>			
ALBA Asia Private Limited	Jointly Controlled Entity	-	213.00
<b>Share application money, pending allotment</b>			
ALBA Asia Private Limited	Associate Company	-	833.40
<b>Expenses incurred on behalf of other by us</b>			
Megalift Material Handling Private limited	KMP exercises significant influence	1.58	-
<b>Trade Payables</b>			
Agbros Leasing and Finance Private Limited	KMP exercises significant influence	8.15	-
ALBA Asia Private Limited	Jointly Controlled Entity	115.51	197.68
Tirupati Landmark Pvt. Ltd.	KMP exercises significant influence	8.72	8.62
Tagus Engineering Private Limited	KMP exercises significant influence	2.16	@1
ALBA Asia Private Limited	Associate Company	-	9.20
Bollor Africa Logistics SAS	Significant shareholder	188.46	29.46
<b>Trade Receivables</b>			
ALBA Asia Private Limited	Jointly Controlled Entity	-	12.42
Tuticorin Coal Terminal Private Limited (for sale of asset)	Jointly Controlled Entity	15.00	15.00
<b>Secuirty Deposits against Premises</b>			
ABG Power Private Limited	KMP exercises significant influence	230.32	230.32
Oblique Trading Private Limited	KMP exercises significant influence	56.25	90.00
Agbros Leasing and Finance Private Limited	KMP exercises significant influence	325.00	922.00
Aspen Material Handling Private Limited	KMP exercises significant influence	-	101.00



Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

(₹ in Lakhs)

Nature of transaction	Nature of relationship	31 March 2018	31 March 2017
Tagus Engineering Private Limited	KMP exercises significant influence	40.00	40.00
Tirupati Landmark Pvt. Ltd.	KMP exercises significant influence	50.00	50.00
Indami Investments Private Limited	KMP exercises significant influence	6.19	76.19
<b>Advances Given</b>			
Tusker Cranes Private Limited	KMP exercises significant influence	1,143.68	1,143.68
Aspen Material Handling Private Limited	KMP exercises significant influence	-	@2
ABG Power Private Limited	KMP exercises significant influence	4.35	-
Tuticorin Coal Terminal Private Limited	Jointly Controlled Entity	10.00	-
Tusker Cranes Private Limited	KMP exercises significant influence	146.70	121.23
<b>Loans/Advances &amp; ICD Received</b>			
Megalift Material Handling Private Limited	KMP exercises significant influence	100.00	100.00
Bollore Africa Logistics SAS	Significant shareholder	4,980.00	-
<b>Interest accrued but not due on loan</b>			
Bollore Africa Logistics SAS	Significant shareholder	50.76	-
<b>Corporate Guarantee issued by other on behalf of Company</b>			
ALBA Asia Private Limited	Associate Company	15,150.00	15,150.00
<b>Investments</b>			
South West Port Limited	Associate Company	1,201.20	1,201.20
ALBA Asia Private Limited	Jointly Controlled Entity	18,593.83	18,380.83
Tuticorin Coal Terminal Private Limited	Jointly Controlled Entity	0.26	0.26

Managerial remuneration for year ended 31.03.2018 was paid in excess by ₹ 3.65 lakhs, but has since been refunded.

- Aspen had mortgaged its property for a loan availed by the Company from IDFC. The property was sold to IDFC at distress value in order to settle the said loan. Since Aspen had only one asset which was used for the benefit of the Company, the security deposit amount of ₹ 101 lakhs has been written off.
- Security deposit was placed with Indami for renting its property. However, due to certain legal issues, Indami lost rights to the property. In view of this, the Company has written off the security deposit amount.

(@1=₹ 373 and @2= ₹ 285)

#### 49 First time adoption of Ind AS

##### i) First Ind AS Financial statements:

These are the Group's first consolidated financial statements prepared in accordance with Ind AS applicable as per Section 133 of Companies Act, 2013 and Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time, for the year ended 31<sup>st</sup> March 2018.

The accounting policies set out in Note 2 have been applied in preparing the financial statements for the year ended 31<sup>st</sup> March 2018, the comparative information presented in these financial statements for the year ended 31<sup>st</sup> March 2017 and in the preparation of an opening Ind AS balance sheet at 1<sup>st</sup> April 2016 (the date of transition).

## Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

In preparing its opening Ind AS balance sheet, the company has adjusted the amounts reported previously in financial statements prepared in accordance with the accounting standards notified under Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act (previous GAAP or Indian GAAP).

This note provides an explanation of how the transition from previous GAAP to Ind AS has affected the company's financial position as on 1<sup>st</sup> April 2016 and 31<sup>st</sup> March 2017 and financial performance for the year ended 31<sup>st</sup> March 2017. This note also explains exemption and exception availed by the company in transition from IGAAP to Ind AS.

### ii) Exemption and Exception availed

Below are the applicable Ind AS 101 "First Time Adoption of Indian Accounting Standards" optional exemption and mandatory exception applied in the transition from Indian GAAP to Ind AS.

These exceptions and exemptions do not include details of subsidiaries and joint venture mentioned in Note 45 as the audited details of the same are yet to be received.

### Exemption

#### a) Deemed cost

Ind AS 101 permits a first-time adopter to elect to continue with the carrying value measured as per the previous GAAP for all of its items of property, plant and equipment, and use that as its deemed cost as at the date of transition after making necessary adjustments for de-commissioning liabilities. This exemption can also be used for intangible assets. Accordingly, the Company has elected to measure all of its property, plant and equipment and intangible assets at their previous GAAP carrying value as its deemed cost on the date of transition.

#### b) Foreign Currency Translation Reserve

Ind AS 21 'The Effects of Changes in Foreign Currency Rates' requires an entity to recognise the translation differences relating to foreign operations in other comprehensive income. Ind AS 101 allows an entity to elect not to apply the requirements of Ind AS 21 retrospectively and to deem the cumulative transition difference for all foreign operations to be zero on the date of transition. The Group has decided to avail the above exemption and transferred the accumulated balance of foreign currency translation reserve to opening retained earnings at the date of transition.

### Exception

#### a) Estimates

The company's estimates in Ind ASs at the date of transition, are required to be consistent with estimates made for the same date in previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error. Ind AS estimates as at 1st April 2016 are consistent with the estimates as at the same date made in conformity with previous GAAP except where Ind AS required a different basis for estimates as compared to the previous GAAP.

#### b) Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets as per Ind AS 109 on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

#### c) Classification and measurement of financial assets

Ind AS 110 requires entities to attribute the profit or loss of each component to other comprehensive income to owners of parent and to non controlling interest. This requirement needs to be followed even if this results in the non controlling interest having a deficit balance. Ind AS 101 requires the above requirement to be followed prospectively from the date of transition. Consequently, the Group has applied the above requirement prospectively.

Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

iii) Reconciliation of Equity and Total Comprehensive Income

a) Reconciliation of Total Equity (including NCI)

(₹ in Lakhs)

Particulars	Notes	As at 31st March 2018	As at 31st March 2017
Equity as per previous GAAP		19,361.22	25,993.27
Adjustments:			
Remeasurement of Loan Processing Fee	a	4.31	-
Remeasurement of Investment in a Joint Venture	b	3,136.89	1,885.71
Restatement of Investments through FVTOCI	c	0.98	0.66
FCTR adjusted in opening retained earning	d	-	(1.74)
Allowance for Expected Credit Loss	e	(2,207.37)	(2,207.08)
Ind AS Adjustment by subsidiary	f	434.05	286.13
Reclassification of Preference Shares by a subsidiary	g	(557.78)	(471.87)
<b>Equity as per Ind AS</b>		<b>20,172.30</b>	<b>25,485.08</b>

b) Reconciliation of Total Comprehensive Income

Particulars	Note	For year ended 31-03-2017
<b>Net Loss as per previous GAAP</b>		<b>(7,095.04)</b>
Adjustments:		
Remeasurement of Loan Processing Fees	a	4.31
Remeasurement of Investment in a Joint Venture	b	(95.90)
Remeasurements of Employment Benefit Obligations	h	(10.78)
Ind AS Adjustment by subsidiary	f	147.27
<b>Net Loss before OCI as per Ind AS</b>		<b>(7,050.14)</b>
Other Comprehensive Income		10.78
<b>Total Comprehensive Income as per Ind AS</b>		<b>(7,039.36)</b>

c) Impact of IND AS adoption on Statement of Cash Flows for the year ended 31<sup>st</sup> March 2017

	For year ended March 31, 2018	Ind AS	For year ended March 31, 2017
	(IGAAP)	Adjustment	(Ind AS)
A. Cash flow from operating activities	4,713.56	(1,441.86)	3,271.70
B. Cash flow from investing activities	(4,100.50)	2,931.47	(1,169.03)
C. Cash flow from financing activities	(881.78)	(1,555.39)	(2,437.17)
	<b>(268.71)</b>	<b>(65.79)</b>	<b>(334.50)</b>
Cash and cash equivalents at the beginning of the year	1,246.59	(294.22)	952.37
Cash and cash equivalents at the end of the year	977.88	(360.01)	617.87
	<b>268.71</b>	<b>65.79</b>	<b>334.50</b>

Notes:

a) Remeasurement of Loan Processing Fees

Borrowings and other financial liabilities which were recognized at historical cost under previous GAAP have been recognized at amortised cost under IND AS with the difference being adjusted to opening retained earnings. Under previous GAAP, transaction costs incurred in connection with borrowings were amortised equally over the tenure of the borrowings or was directly recognized in statement of profit and loss. However as per IND AS, transaction costs are deducted from the initial recognition amount of the financial liability and charged over the tenure of borrowing using the effective interest rate method. For the purpose of recognising at amortised cost, the transaction cost incurred after the Ind AS transition date have been considered.

b) Remeasurement of Investment in Joint Venture

The Company has an investment in ALBA Asia Private Limited (Refer Note 45 for details). Under IGAAP the financial statements of AAPL were consolidated on proportionate basis. However, for this first Ind AS consolidated financial

## Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

statements they have been measured on basis of Equity Method from the date of transition. The effect of the same is on the opening securities premium and retained earnings of the Group. As the measurement of AAPL is on Equity Method and not proportionate method, the net revenue of AAPL is not considered for the purpose of consolidation as per Ind AS.

### c) **Restatement of Investments through FVTOCI**

Certain equity investments (other than investments in subsidiaries, joint ventures and associates) have been measured at fair value through other comprehensive income (FVTOCI). The difference between the fair value and previous GAAP carrying value on transition date has been recognized as an adjustment to opening retained earnings.

### d) **FCTR adjusted in Opening Retained Earnings**

The Company has adjusted the FCTR in opening reserves as the same is allowed in terms of Ind AS 101 and the amount was immaterial.

### e) **Allowance for Expected Credit Loss**

Under previous GAAP, the Company had created allowance for financial assets based on incurred loss model. Under Ind AS, impairment allowance has been calculated based on expected credit loss model. As a result, provision for expected credit loss of ₹ 2,207.08 lakhs has been recognized as an adjustment to opening retained earnings.

### f) **Ind AS Adjustment by Dakshin Bharat Gateway Terminal Limited (DBGT)**

#### (i) Service concession arrangement - Recognition of rights over port facilities & construction costs and revenue

Under the previous GAAP, DBGT had capitalized costs incurred to construct the port facilities as capital work-in-progress (CWIP) and property, plant and equipment (PPE). As per Ind AS 11 Construction Contracts, costs that are directly attributable to construction of the port facilities shall be recognized as construction costs. Further, an intangible asset shall be recognized at fair value with a corresponding credit to revenue. On transition to Ind AS, there has been a decrease in CWIP, a decrease in PPE, and an increase in intangible assets under development.

#### (ii) Service concession arrangement - Contractual payments made by DBGT

**License Fee Payment:** As per the service concession arrangement, DBGT is required to make an annual fixed payment towards license fee amounting to INR 99.84 million. Under the previous GAAP, a portion of these payments were capitalized to CWIP and a portion were expensed as incurred. As per Ind AS 11, DBGT shall recognize a financial liability which is measured at the present value of the fixed payments with a corresponding debit to intangible assets. On transition to Ind AS, there has been an increase in financial liability and a corresponding increase in intangibles under development. Further, there was a decrease in CWIP, prepaid expenses and retained earnings which represents the reversal of the previous GAAP treatments. **Upfront Royalty Fee:** DBGT has paid an upfront royalty fee to the port on commencement of the service concession agreement which represents the right to use the land to construct the port facilities. As per Ind AS 11, DBGT shall recognize directly attributable costs as intangible assets under development. On transition to Ind AS, there has been a decrease in intangible assets and a corresponding increase in intangible assets under development.

#### (iii) Fair valuation of security deposits

Under the previous GAAP, DBGT had recognized security deposits paid at transaction value. As per Ind AS 109 Financial Instruments, financial assets are required to be recognized initially at fair value and subsequently at amortized cost. On transition to Ind AS, there has been a decrease of deposits an increase in intangibles under development and an increase in retained earnings.

### g) **Reclassification of Preference Shares by West Quay Multiport Private Limited (WQMPL) - a subsidiary**

In case of WQMPL, a subsidiary of the Company, redeemable preference shares, which are treated as compound financial instruments under Ind-AS 109, have been accounted and presented under 'split accounting' method. Under this method, compound financial instruments are split between equity and liability based on fair valuation. Interest is provided on debt portion of the instruments.

#### **h) Remeasurements of Employment Benefit Obligations**

In accordance with Ind AS 19, "Employee Benefits" re-measurement gains and losses on post employment defined benefit plans are recognised in other comprehensive income as compared to the statement of profit and loss under the Previous GAAP. Consequent to this change the loss for the year ended 31<sup>st</sup> March 2017 is increased by ₹ 10.77 lakhs with corresponding increase in other comprehensive income. There is no impact on the equity as at 31<sup>st</sup> March 2017 and 1<sup>st</sup> April 2016.

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As per our report of even date

For and on behalf of the Board of Directors Starlog Enterprises Limited

**For B. M. Chaturvedi & Co.**

ICAI F.R.N.: 114317W

Chartered Accountants

**B.M.Chaturvedi**

Partner

ICAI M.N.: 017607

**Saket Agarwal**

Director

DIN: 00162608

**Kumkum Agarwal**

Director

DIN: 00944021

**Aditi Shah**

Company Secretary

**Place:** Mumbai

**Dated:** December 08, 2018

Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018

50 Additional Information as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as subsidiary / associates / joint ventures

Sr No	Name of Company	Audit Status	Net assets, i.e., total assets minus total liabilities March 31, 2018		Share in Profit or Loss March 31, 2018		Share in Other comprehensive income March 31, 2018		Share in Total Other comprehensive income March 31, 2018	
			As % of consolidated net assets	Amount Rs.	As % of consolidated net assets	Amount Rs.	As % of consolidated net assets	Amount Rs.	As % of consolidated net assets	Amount Rs.
	<b>Parent</b>									
1	Starlog Enterprises Limited	Audited	108.23	13,967.64	16.56	(1,200.03)	102.43	(59.13)	17.24	(1,259.16)
	<b>Subsidiaries</b>									
	<b>Indian</b>									
2	Starport Logistics Limited	Audited	149.05	19,236.93	0.25	(18.41)	-	-	0.25	(18.41)
3	Starlift Services Private Limited	Audited	36.15	4,665.70	(0.12)	8.44	-	-	(0.12)	8.44
4	Kandla Container Terminal Private Limited	Audited	2.80	361.87	1.07	(77.47)	-	-	1.06	(77.47)
5	India Ports & Logistics Private Limited	Audited	45.31	5,847.08	(0.24)	17.12	-	-	(0.23)	17.12
6	ABG Turnkey Private Limited	Audited	0.02	2.65	0.00	-0.18	-	-	0.00	(0.18)
7	Dakshin Bharat Gateway Terminal Private Limited	Audited	32.91	4,248.00	17.97	(1,302.25)	(0.42)	0.24	17.83	(1,302.01)
8	West Quay Multiport Private Limited	Unaudited	(11.25)	(1,451.52)	42.76	(3,097.84)	(2.01)	1.16	42.40	(3,096.68)
	<b>Foreign</b>									
9	ABG Project and Services Limited-UK	Unaudited	0.00	0.02	(0.00)	0.02		-	(0.00)	0.02
	<b>Jointly Controlled Companies (Joint Venture)</b>									
10	ALBA Asia Private Limited	Unaudited	40.12	5,177.24	21.65	(1,568.77)	-	-	21.48	(1,568.77)
	<b>Minority Interests in all Subsidiaries</b>		45.87	5,919.52	29.63	(2,146.37)	(64.37)	37.16	28.88	(2,109.21)
	<b>Consolidation Adjustments/ Eliminations</b>		(349.21)	(45,069.14)	(29.55)	2,140.67	64.36	(37.15)	(28.80)	2,103.51
	<b>TOTAL</b>		100.00	12,905.98	100.00	(7,245.07)	100.00	(57.73)	100.00	(7,302.80)

(₹ in Lakhs)

**Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018**

**51 Effective Shareholding of the Group**

Following subsidiary companies, associate and joint ventures have been considered in the preparation of consolidated financial statements:

Sr. No	Name of Company	Country of Incorporation	% voting right held by the Group			% Effective ownership by the Group		
			March 31, 2018	March 31, 2017	April 1, 2017	March 31, 2018	March 31, 2017	April 1, 2017
	Subsidiaries:							
1	Starport Logistics Limited	India	100%	100%	100%	100%	100%	100%
2	Starlift Services Private Limited	India	84.99%	84.99%	84.99%	84.99%	84.99%	84.99%
3	Kandla Container Terminal Private Limited	India	99.997%	99.997%	99.997%	99.997%	99.997%	99.997%
4	India Ports & Logistics Private Limited	India	51%	51%	51%	51%	51%	51%
5	ABG Turnkey Private Limited	India	100%	100%	100%	100%	100%	100%
6	Dakshin Bharat Gateway Terminal Private Limited	India	51%	51%	51%	51%	51%	51%
7	West Quay Multiport Private Limited	India	51%	51%	51%	75.5% @	75.50%	75.50%
8	ABG Project and Services Limited-UK	UK	100%	100%	100%	100%	100%	100%
	<b>Jointly Controlled Companies (Joint Venture)</b>							
9	ALBA Asia Private Limited	India	50%	50%	50%	50%	50%	50%

@ The Company's effective ownership over West Quay Multiport Private Limited is by virtue of 51% direct holding and 25.5% through its joint venture ALBA Asia Private Limited.

As per our report of even date

For and on behalf of the Board of Directors Starlog Enterprises Limited

**For B. M. Chaturvedi & Co.**

ICAI F.R.N.: 114317W

Chartered Accountants

**B.M.Chaturvedi**

Partner

ICAI M.N.: 017607

**Saket Agarwal**

Director

DIN: 0162608

**Kumkum Agarwal**

Director

DIN: 00944021

**Aditi Shah**

Company Secretary

**Place:** Mumbai

**Dated:** December 08, 2018



**Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018**

**52 Form AOC - 1**

(Pursuant to first proviso to sub-section (3) of section 129 of the Companies Act, 2013, read with rule 5 of Companies (Accounts) Rule, 2014)

Statement containing salient features of the financial statement of subsidiaries/ associate companies/ joint ventures

**Part "A" : Subsidiaries**

(Amt. in Rupees)

Sr. No.	Name of the Subsidiary Company	STARLIFT SERVICES PRIVATE LIMITED	KANDLA CONTAINER TERMINAL PVT. LTD.	ABG PROJECTS & SERVICES LTD. UK	STARPORT SERVICES PRIVATE LIMITED	ABG TURNKEY PRIVATE LIMITED	INDIA PORTS & LOGISTICS PRIVATE LIMITED	WEST QUAY MULTI PORT PVT. LTD. ( UN AUDITED )	DAKSHIN BHARAT GATEWAY TERMINAL PVT.LTD.
1	Reporting Period for the subsidiary concerned, if different from the holding company's reporting period	-	-	-	-	-	-	-	-
2	Reporting Currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	-	-	£ (Pound) 1£ = 95.0882 INR	-	-	-	-	-
3	Share Capital	88,191,000	300,000,000	241,002	18,047,930	500,000	147,060,000	100,000	332,000,000
4	Reserve & Surplus	378,378,847	(263,812,973)	241,002	1,905,644,634	(234,976)	437,648,242	(145,251,876)	(157,200,144)
5	Total Assets	605,840,406	119,973,212	2,377	1,943,029,808	409,961	1,088,757,419	2,024,092,754	39,996,772,877
6	Total Liabilities	605,840,406	119,973,212	2,377	1,943,029,808	409,961	1,088,757,419	2,024,092,754	39,996,772,877
7	Details of Investments	-	-	-	-	-	-	-	-
	(except in case of investment in the subsidiaries)								
8	Turnover	72,131,042	-	-	-	-	-	143,635,207	3,239,578,121
9	Other Income	1,773,399	597,512	-	-	-	66,845,447	13,640,169	6,052,437
10	Profit (Loss) before Taxation	843,682	(7,747,012)	(2,377)	(2,473,493)	(18,052)	2,114,918	(309,783,838)	(130,224,991)
11	Provision For Taxation / Deferred tax Reversal / Current Tax			-	632,917	-	402,998	-	-
12	Profit/(Loss) after Taxation	843,682		(2,377)	(1,840,576)	(18,052)	1,711,920	(309,783,838)	(130,224,991)
13	Proposed Dividend, if any	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
14	% of Shareholding	84.98	100	100	100	100	51	51	51

1 Names of subsidiaries which are yet to commence operations None

2 Names of subsidiaries which have been liquidated or sold during the year None

**Notes annexed to and forming part of the Consolidated Financial Statement as at March 31, 2018**

**Part "B" Associates and Joint Ventures**

Sr. No.	Names of Joint Ventures	Latest Audited Balance Sheet Date	Shares held by the company on the year end				Profit & loss for the year			
			No. of Shares [Ref. note 1]	Amount of Investment ₹	Extend of Holding %	Networth attributable to Shareholding as per latest audited Balance Sheet	Profit & loss for the year	Considered in Consolidation	Not Considered in Consolidation	Description of How there is Significant Influence
1	ALBA Asia Private Limited	31/03/2017	184928	1838082910	50%	1,322,509,539	(33,663,177)	(16,831,588)	-	-

**Note 1.** Shares of Joint Ventures held by the company includes share held through its subsidiaries.

As per our report of even date

For and on behalf of the Board of Directors Starlog Enterprises Limited

**For B. M. Chaturvedi & Co.**

ICAI F.R.N.: 114317W

Chartered Accountants

**B.M.Chaturvedi**

Partner

ICAI M.N.: 017607

**Saket Agarwal**

Director

DIN: 00162608

**Kumkum Agarwal**

Director

DIN: 00944021

**Aditi Shah**

Company Secretary

**Place:** Mumbai

**Dated:** December 08, 2018



## Starlog Enterprises Limited

Regd. Office: 141 Jolly Maker Chambers II, 14th Floor, Nariman Point, Mumbai – 400021  
Tel: +91 022 23665 333 Fax: +91 022 23649236  
CIN: L63010MH1983PLC031578

### ATTENDANCE SLIP

Full name of the member attending \_\_\_\_\_  
Full name of the joint-holder \_\_\_\_\_  
(To be filled in if first named Joint – holder does not attend the meeting)

Name of Proxy \_\_\_\_\_  
(To be filled in if Proxy Form has been duly deposited with the Company)

I hereby record my presence at the Thirty Fourth Annual General Meeting of the Company held on Monday, December 31, 2018 at 4.00 p.m. at Sangam Hall, Agarwal Bhawan, 100/C, Next to Indian Oil Petrol Pump, Marine Drive, Mumbai 400002.

Regd. Folio No. \_\_\_\_\_ \*Client ID. \_\_\_\_\_ \*D.P. ID. \_\_\_\_\_  
\*Applicable for investors holding shares in electronic form

No. of Share(s) held \_\_\_\_\_

Signature of Member/  
Joint Member(s)/ Proxy

#### Note:

1. Sign this attendance slip and hand it over at the attendance verification counter at the entrance of meeting hall.
2. Electronic copy of the Annual Report for the year ended March 31, 2018 and Notice of the Annual General Meeting ('AGM') along with attendance slip and proxy form are being sent to all the Members whose e-mail addresses are registered with the Company/ Depository Participant unless any Member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print this Attendance slip.
3. Physical copy of the Annual Report for the year ended March 31, 2018 and Notice of the AGM along with the attendance slip and proxy form are sent in the permitted mode(s) to all Members whose email addresses are not registered or have requested for a hard copy.

## Starlog Enterprises Limited

Regd. Office: 141 Jolly Maker Chambers II, 14th Floor, Nariman Point, Mumbai – 400021  
Tel: +91 022 23665 333 Fax: +91 022 3649236  
CIN: L63010MH1983PLC031578

### Form No. MGT-11 Proxy Form

**[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies  
(Management and Administration) Rules, 2014]**

Name of the member(s) :	
Registered Address :	
E-mail id :	
Folio No/Client Id :	

I/We, being the member (s) of \_\_\_\_\_ shares of the above named company, hereby appoint:

1. Name : \_\_\_\_\_  
Address: \_\_\_\_\_  
e-mail Id: \_\_\_\_\_  
Signature : \_\_\_\_\_, or failing him/her
2. Name : \_\_\_\_\_  
Address: \_\_\_\_\_  
e-mail Id: \_\_\_\_\_  
Signature : \_\_\_\_\_, or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **Thirty Fourth Annual General Meeting** of the Company, to be held on Monday, December 31, 2018 at 4.00 p.m. at Sangam Hall, Agarwal Bhawan, 100/C, Next to Indian Oil Petrol Pump, Marine Drive, Mumbai 400002 and at any adjournment thereof in respect of such resolutions as are included below:

Sr. No	Description	For	Against
	<b>Ordinary Business</b>		
1.	To consider and adopt: (a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2018 together with the Reports of the Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2018 together with the Report of Auditors thereon.		
2.	Re-appointment of Mrs. Kumkum Agarwal who retires by rotation.		

Signed this \_\_\_\_ day of \_\_\_\_\_ 2018  
Signature of Shareholder: \_\_\_\_\_  
Signature of Proxy holder(s): \_\_\_\_\_

Affix  
Revenue  
Stamp

#### Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. Pursuant to the provisions of the Section 105 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, a person can act as a proxy on members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act for any other person or shareholder.
3. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
4. In the case of jointholders, the signature of any one holder will be sufficient, but names of all the jointholders should be stated.

## Route Map for AGM Venue

