

INDEPENDENT AUDITORS' REPORT

To the Board of Directors of Punj Lloyd Limited

We have been approached by the management of Punj Lloyd Limited ("the Parent Company") to perform audit of the financial statements of Punj Lloyd International Limited ("the Company"), incorporated in British Virgin Islands and wholly owned subsidiary of Punj Lloyd Limited, solely to enable the Parent Company to prepare its consolidated financial statements, as per the accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS).

Opinion

We have audited the accompanying financial statements of Punj Lloyd International Limited, which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information (herein after referred to as "standalone Ind AS financial statements").

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

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 2 (a) (iv) in the financial statements, which indicates that the Company's current liabilities exceeded its total assets by US\$ 322,403. As stated in said note these events or conditions, along with other matters as indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Responsibilities of Management and Those Charged with Governance for the Standalone 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 Ind AS financial statements that give a true and fair view of the financial position, financial performance(including other comprehensive income), statement of changes in equity and cash flows of the Company in accordance with the accounting

principles generally accepted in India, including the accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

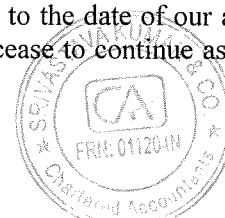
The Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.



- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

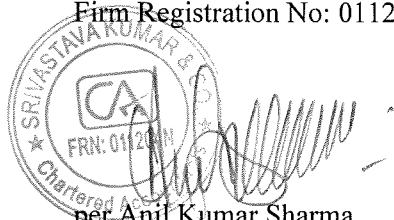
We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal and Regulatory Requirements

The financial statements and our report thereon is intended solely for internal management purposes and to assist in the audit of the consolidated financial statements of the Parent Company as at and for the year ended March 31, 2019. Accordingly, these should not be used by or distributed to any other parties.

for Srivastava Kumar & Co.
Chartered Accountants
Firm Registration No: 011204N



per Anil Kumar Sharma
Partner
Membership No. 097850

Place: Gurugram
Date: May 24, 2019

Punj Lloyd International Limited
Standalone balance sheet as at March 31, 2019
(All amounts in US\$, unless otherwise stated)

Particulars	Note	As at March 31, 2019	As at March 31, 2018
ASSETS			
Current assets			
Financial assets			
Other advances	3	1,307,877	1,307,877
		<u>1,307,877</u>	<u>1,307,877</u>
		<u>1,307,877</u>	<u>1,307,877</u>
EQUITY AND LIABILITIES			
Equity			
Equity share capital	4	100,000	100,000
Other equity		(422,403)	(422,403)
		<u>(322,403)</u>	<u>(322,403)</u>
Current liabilities			
Financial liabilities			
Other liabilities	5	1,630,280	1,630,280
		<u>1,630,280</u>	<u>1,630,280</u>
		<u>1,307,877</u>	<u>1,307,877</u>
Summary of significant accounting policies	2		

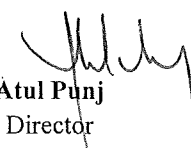
The accompanying notes form an integral part of the financial statements

This is the balance sheet referred to in our report of even date

For **Srivastava Kumar & Co.**
Chartered Accountants
Firm registration number: 011204N

per **Anil Kumar Sharma**
Partner
Membership Number. : 097850

For and on behalf of the Board of Directors of
Punj Lloyd International Limited


Atul Punj
Director

Place: Gurugram
Date: May 24, 2019

Punj Lloyd International Limited
Standalone statement of profit and loss for the year ended March 31, 2019
(All amounts in US\$, unless otherwise stated)

Particulars	Note	Year ended March 31, 2019	Year ended March 31, 2018
Expenses			
Other expenses	6	-	381,962
		-	381,962
Earning before interest, tax, depreciation and amortization (EBITDA)		-	(381,962)
Finance costs	7	-	51
Loss for the year		-	(382,013)
Total comprehensive loss for the year		-	(382,013)
Earnings per equity share [nominal value per share US\$ 1 each (Previous year US\$ 1)]			
Basic and Diluted (in US\$)	8	-	(3.82)
Summary of significant accounting policies	2		

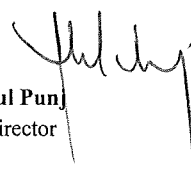
The accompanying notes form an integral part of the financial statements

This is the statement of profit and loss referred to in our report of even date

For **Srivastava Kumar & Co.**
Chartered Accountants
Firm registration number: 011204N

per **Anil Kumar Sharma**
Partner
Membership Number. : 097850

For and on behalf of the Board of Directors of
Punj Lloyd International Limited


Atul Punj
Director

Place: Gurugram
Date: May 24, 2019

Punj Lloyd International Limited

Cash flow statement for the year ended March 31, 2019

(All amounts in US\$, unless otherwise stated)

	Year ended March 31, 2019	Year ended March 31, 2018
Cash flow from operating activities		
Loss before tax	-	(382,013)
Operating loss before working capital changes	-	(382,013)
Changes in working capital:		
Increase in other liabilities	-	382,013
Cash used in operations	-	-
Direct taxes paid (net of refunds)	-	-
Net cash flow used in operating activities	-	-
Net decrease in cash and cash equivalents	-	-
Cash and cash equivalents at the beginning of the year	-	-
Cash and cash equivalents at the end of the year	-	-

The accompanying notes form an integral part of the financial statements

This is the cash flow statement referred to in our report of even date.

For **Srivastava Kumar & Co.**

Chartered Accountants

Firm registration number: 011204N



per **Anil Kumar Sharma**

Partner

Membership Number. : 097850

For and on behalf of the Board of Directors of

Punj Lloyd International Limited

Atul Punj

Director

Place: Gurugram

Date: May 24, 2019

1. Corporate Information

Punj Lloyd International Limited (the Company) is a public limited company domiciled and incorporated in British Virgin Islands. The Company is engaged in the business of investing in companies involved in the pipe equipment and services in the oil industry. The company is a subsidiary of Punj Lloyd Limited, a company incorporated and listed in India.

These financial statements are approved for issue by the Company's Board of Directors on May 24, 2019.

Pursuant to an order dated March 08, 2019 of the National Company Law Tribunal (NCLT), Principal Bench, New Delhi, India, Corporate Insolvency Resolution Process (CIRP) has been initiated for Punj Lloyd Limited (Holding Company) as per the provisions of the Insolvency and Bankruptcy Code, 2016 (IBC). An Interim Resolution Professional (IRP) and thereafter Resolution Professional (RP) have been appointed for carrying out the CIRP of Punj Lloyd Limited. Upon initiation of CIRP, the powers of the Board of Directors of Punj Lloyd Limited have been suspended and shall be exercised by the IRP/ RP.

2. Summary of significant accounting policies

a. Basis of preparation

- (i) These financial statements of the Company have been prepared to facilitate the holding company, Punj Lloyd Limited, to include these in latter's consolidated financial statements in accordance with generally accepted accounting principles in India including the Indian Accounting Standards (Ind AS) for the financial year ended March 31, 2019.

(ii) Compliance with Ind AS

The financial statements comply in all material aspects with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) read with Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

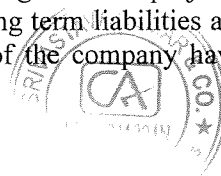
(iii) Basis of measurement

The financial statements have been prepared on a accrual basis and under historical cost convention, except for the assets and liabilities which have been measured at fair value or revalued amount for certain financial assets and liabilities.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

- (iv) As at March 31, 2019, the Company's current liabilities exceeded its total assets by US\$ 322,403 and does not have any projects to be executed. Further, Corporate Insolvency Resolution Process has been initiated for the ultimate Holding Company (Punj Lloyd Limited) under the Indian Insolvency and Bankruptcy Code 2016 (IBC) with effect from March 08, 2019.

The present conditions indicate that a material uncertainty exists that cast significant doubt on the Company ability to continue as a going concern. However, the Company is hopeful to generate sustainable cash flows through its new projects which would enable the company to discharge its short term and long term liabilities and continue as a going concern and hence the financials statements of the company have been prepared on a going concern basis.



b. Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are exclusive of taxes or duties collected on behalf of third parties. The Company recognizes revenue when the amount of revenue can be reliably measured, it is probable that the economic benefits will flow to the Company and specific criteria, as described below, are met for each of the Company's activities.

- i) Revenue is recognized to the extent that it is probable that the economic benefit will flow to the Company and the revenue can be reliably measured.
- ii) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate.

c. Financial Instruments

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

All regular way purchases or sale of financial assets are recognised and derecognised on trade date basis. Regular way purchase or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in marketplace.

1. Financial instruments: Initial Reorganization

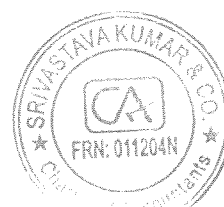
All the financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction cost that are attributable to the acquisition of the financial assets. Purchases or sale of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place are recognized on the trade date, i.e., the date that the company commits to purchase or sell the assets.

2. Financial instruments: Subsequent measurement

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

i. Debt instruments at amortised cost: Debt instrument is measured at amortised cost when, the assets is held within a business model whose objectives is to hold assets for collecting contractual cash flows and, contractual terms of the asset give raise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. These assets are subsequently measured at amortised cost using effective interest rate method (EIR).

ii. Debt instruments at fair value through other comprehensive income (FVOCI): Debt instrument is classified at FVTOCI when, the objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets and, the assets contractual cash flow represent solely payment of principal and interest. Initially these are measured at fair value and subsequently at each reporting date the movement of fair value is recognized at the other comprehensive income (OCI). On derecognition of these assets, cumulative gain or loss previously recognised in OCI is reclassified from the equity to P&L. Interest earned during the holding period of these instruments is reported as interest income using the EIR method.



iii. Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL): Any instrument which does not meet the criteria for categorization as at amortized cost or as FVTOCI are classified as at FVTPL. Instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

iv. Equity instruments measured at fair value through other comprehensive income (FVTOCI): All investments are measured at fair value through other comprehensive income (FVOCI), except for investments which are held for trading are classified as at FVTPL. All subsequent fair value changes on the investments which are designated (FVOCI), excluding dividends, are recognized in the OCI.

3. Financial instruments: Derecognition

A financial asset is derecognised when the control or right to receive cash flows from the asset is expired / transferred.

4. Impairment of financial assets

i. Trade receivables and advances (other than from Group Companies):

The Company follows 'simplified approach' for recognition of impairment loss for trade receivables and advances (other than from Group Companies).

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime Expected Credit Loss (ECL) at each reporting date, right from its initial recognition.

As a practical expedient, the Company uses separate provision matrices to determine impairment loss allowance on portfolio of its trade receivables and advances (other than Group Companies).

Provision matrix for trade receivables (other than Group Companies):

The Company estimates the ECL on contractually due trade receivables for completed projects, based on following provision matrix, on a cumulative basis. The company does not evaluate trade receivables for impairment on its on-going projects.

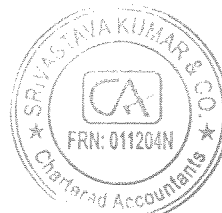
Past due period	Rate of provision
Upto 3 years	0%
Upto 4 years	10%
Upto 5 years	35%
Upto 6 years	65%
Beyond 6 years	100%

The above matrix is based on historically observed default rates over their expected life and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed and incorporated.

Other Criteria

(i) Wherever the matter and realization thereof is under dispute/ litigation/ arbitration, the same is evaluated separately and ECL is estimated as the matter progresses.

(ii) The trade receivables against which an ECL provision is triggered as per above matrix, are also assessed for other developments, if any.



Provision matrix for (non-trade) advances (other than Group Companies):

Past due period	Rate of provision
Upto 5 years	0%
Upto 6 years	20%
Upto 7 years	50%
Beyond 7 years	100%

The above matrix is based on historically observed default rates and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed and incorporated.

Other Criteria

(i) Wherever the matter and realization thereof is under dispute/ litigation/ arbitration, the same is evaluated separately and ECL is estimated as the matter progresses.

(ii) The advances against which an ECL provision is triggered as per above matrix, are also assessed for other developments, if any.

ii. Trade receivables and advances (from Group Companies):

Trade receivables and advance from group companies are assessed in conjunction with fair valuation of Company's investment therein. Where, futuristic intent or fair valuation cast a doubt on recoverability of the amounts receivables, the same are provided for in the statement of profit and loss.

iii. Other financial assets

For recognition of impairment loss on other financial assets and risk exposure, the Company first determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

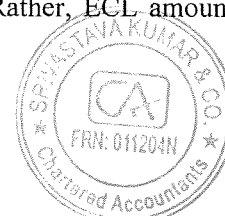
Accounting and presentation of ECL:

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss. This amount is reflected under the head 'other expenses' in the statement of profit and loss. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortised cost, contractual revenue receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

- Loan commitments and financial guarantee contracts: ECL is presented as a provision in the balance sheet, i.e. as a liability.

- Debt instruments measured at FVTOCI: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as 'accumulated impairment amount' in the OCI.



Financial liabilities :

Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

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

i. Financial liabilities measured at fair value through profit or loss: All financial liabilities which are held for trading are measured at fair value through profit and loss. All derivative financial instruments entered into by the Company that are not designated as hedge instrument are also measured at fair value through profit or loss.

ii. Loans and borrowings: All interest bearing loans and borrowings are subsequently measured at amortised cost using the EIR method.

iii. Financial Guarantee contracts: All financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment and the amount recognised less cumulative amortisation.

All financial liabilities are derecognised when the obligation under the liability is discharged or cancelled or expires.

d. Income taxes

The Company is an international business company registered in the British Virgin Islands. It is required to pay only a flat license fee per annum, which is included in other expenses.

e. Segment reporting

Identification of segments

The Company's operating businesses are organized and managed separately according to the nature of products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The analysis of geographical segments is based on the areas in which major operating divisions of the Company operate.

Unallocated items

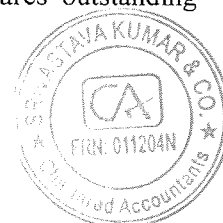
Unallocated items include general corporate income and expense items which are not allocable to any business segment.

Segment accounting policies

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

f. Earnings per Share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for the events of bonus issue and share split.



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

g. Cash and cash equivalents

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

h. Provisions

Provision are recognized when the entity has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are discounted using a current pre-tax rate that reflects the risks specific to the liability. When discounted the increase in the provision due to the passage of time is recognized as finance cost.

i. Contingent liabilities and Contingent assets

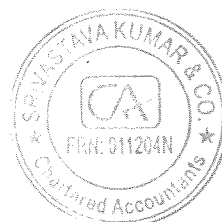
A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an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

- a) possible obligation, the existence of which will be confirmed by the occurrence/non-occurrence of one or more uncertain events, not fully within the control of the Company;
- b) present obligation, where it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation;
- c) present obligation, where a reliable estimate cannot be made.

Contingent assets are not recognized but disclosed where an inflow of economic benefits is probable.

j. Functional Currency

The financial statements are presented in US\$, which is also the functional currency of the Company.

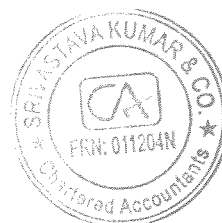


Punj Lloyd International Limited

Statement of changes in equity for the year ended March 31, 2019

(All amounts in US\$, unless otherwise stated)

Description	Equity Share Capital	Other Equity	Total Equity
		Reserves and Surplus	
		Retained earnings	
As at March 31, 2017	100,000	(40,390)	59,610
Loss for the year		(382,013)	(382,013)
As at March 31, 2018	100,000	(422,403)	(322,403)
Loss for the year		-	-
As at March 31, 2019	100,000	(422,403)	(322,403)



Punj Lloyd International Limited

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

(All amounts in US\$, unless otherwise stated)

3. Other advances

	As at March 31, 2019	As at March 31, 2018
Loans and advances to related parties	1,307,877	1,307,877
	1,307,877	1,307,877

4. Equity share capital

	As at March 31, 2019	As at March 31, 2018
Authorized shares		
250,000 (Previous year: 250,000) equity shares of US\$ 1 each	250,000	250,000
Issued, subscribed and fully paid-up shares		
100,000 (Previous year: 100,000) equity shares of US\$ 1 each	100,000	100,000
	100,000	100,000

a. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity shares

	As at March 31, 2019		As at March 31, 2018	
	Nos.	Amount	Nos.	Amount
At the beginning of the year	100,000	100,000	100,000	100,000
Outstanding at the end of the year	100,000	100,000	100,000	100,000

b. Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of US\$ 1 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in US\$. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

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

c. Shares held by holding company

Out of equity shares issued by the Company, shares held by its holding company, are as below:

	As at March 31, 2019	As at March 31, 2018
Punj Lloyd Limited, the holding company	100,000	100,000
100,000 (Previous year: 100,000) equity shares of US\$ 1 each		

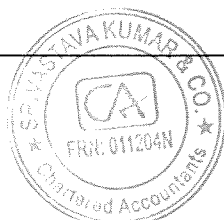
d. Details of shareholders holding more than 5% of equity shares of the Company

	As at March 31, 2019		As at March 31, 2018	
	Nos.	% holding in the class	Nos.	% holding in the class
Punj Lloyd Limited	100,000	100%	100,000	100%

e. No bonus shares or shares issued for consideration other than cash or shares bought back over the last five years immediately preceeding the reporting date.

5. Other liabilities

	As at March 31, 2019	As at March 31, 2018
Dues to related parties	1,630,280	1,630,280
	1,630,280	1,630,280



Punj Lloyd International Limited

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

(All amounts in US\$, unless otherwise stated)

6. Other expenses

	Year ended March 31, 2019	Year ended March 31, 2018
Consultancy and professional	-	2,407
Bad and doubtful debts	-	379,554
	-	381,962

7. Finance costs

	Year ended March 31, 2019	Year ended March 31, 2018
Interest charges		
Bank charges	-	51
	-	51



Punj Lloyd International Limited

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

(All amounts in US\$, unless otherwise stated)

8	Particulars	As at March 31, 2019	As at March 31, 2018
	Net loss after tax	-	(382,012.93)
	Weighted average number of equity shares for Basic and Diluted EPS	100,000.00	100,000.00
	Earnings per share - Basic and Diluted	-	(3.82)
	Nominal value per equity shares	10.00	10.00

9 Segment Information

Business Segment:

The Company's business activity falls within a single business segment. Therefore, segment reporting in terms of Ind AS 108 on Segmental Reporting is not applicable.

Geographical Segment:

The Company operates only within British Virgin Islands; hence there are no reportable geographical segments.

10 Related party disclosures

Names of related parties where control exists irrespective of whether transactions have occurred or not:

Holding Company

Punj Lloyd Limited
Punj Lloyd Limited, Abu Dhabi branch

Fellow Subsidiaries

PT Punj Lloyd Indonesia
PL Engineering Limited
Punj Lloyd Oil & Gas (Malaysia) Sdn. Bhd.
Punj Lloyd Pte Limited
Punj Lloyd Infrastructure Pte Limited

Joint Venture of Holding Company

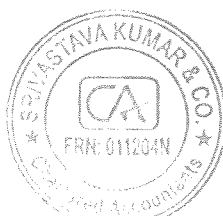
Punj Lloyd Group JV – Thailand

Key Managerial Personnel

Mr. Atul Punj - Director

Related party transactions

Particulars	March 31, 2019	March 31, 2018
EXPENSES		
Interest expense		
Punj Lloyd Limited	-	-
Balances outstanding as at the end of the year		
Receivable/ (payable)		
Punj Lloyd Limited	(1,144,634.00)	(1,144,634.00)
Punj Lloyd Limited – Abu Dhabi branch	557,877.00	557,877.00
PT Punj Lloyd Indonesia	-	-
PL Engineering Limited	250,000.00	250,000.00
Punj Lloyd Group JV – Thailand	250,000.00	250,000.00
Punj Lloyd Oil & Gas (Malaysia) Sdn. Bhd.	250,000.00	250,000.00
Punj Lloyd Pte Limited	(478,752.00)	(478,752.00)
Punj Lloyd Infrastructure Pte Limited	(6,895.00)	(6,895.00)



11 Fair Value

The management assessed that cash and cash equivalents and trade payables approximate to their carrying amounts largely due to the short term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

12 Financial risk management objectives and policies

Exposure to credit, interest rate, foreign currency risk and liquidity risk arises in the normal course of the Company's business. The Company has risk management policies which set out its overall business strategies, its tolerance for risk and its general risk management philosophy and has established processes to monitor and control the hedging of transactions in a timely and accurate manner. Such policies are reviewed by the management with sufficient regularity to ensure that the Company's policy guidelines are adhered to.

The management reviews and agrees policies for managing each of these risks, which are summarized below:

Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under financial instrument or customer contract, leading to financial loss. The company is not exposed to credit risk as the commercial operation has not been commenced.

With respect to credit risk arising from the other financial assets of the Company, which comprise cash and cash equivalents, the Company's exposure to credit risk arises from default of the counterparty, with a maximum exposure equal to the carrying amount of these instruments.

Interest rate risk

Interest rate risk is the risk that the fair value of a financial instrument will fluctuate because of changes in the market interest rate. The Company's exposure to the risk of changes in market interest rates related primarily to the Companies long term debt obligation with floating interest rate. As on March 31, 2019 the Company does not have any bank borrowing at floating interest rate.

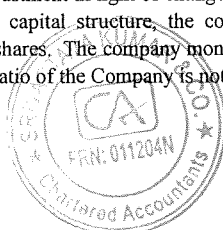
13 Capital Management

For the purpose of the company's capital management, capital includes issued equity capital, and all other equity reserves attributable to the equity holders of the parent. The primary objective of the company's capital management is to maximize the shareholders value.

The company manages its capital structure and makes adjustment in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The company monitors capital using a gearing ratio, which is net debts divided by total capital plus net debt. The company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents, excluding discontinued operations.

Particulars	March 31, 2019	March 31, 2018
Other Payables	1,630,280.23	1,630,280.23
Less:		
Loans and advances	(1,307,877.02)	(1,307,877.02)
Net Debts	322,403.21	322,403.21
Equity attributable to the owners	(322,402.93)	(322,402.93)
Capital & net debts	-	-
Gearing Ratio	N. M.	N.M.

The company manages its capital structure and makes adjustment in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The company monitors capital using a gearing ratio, which is net debts divided by total capital plus net debt. The gearing ratio of the Company is not measurable.

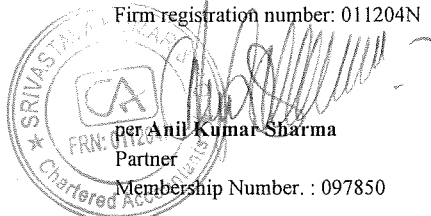


- 14 There are no contingent liabilities and capital commitments as at March 31, 2019.
- 15 There are no employees on the rolls of the company, hence no provision, for employees benefit in terms of Ind AS 19, is required to be made.
- 16 Previous year figures have been regrouped/ reclassified, where necessary, to conform to this year's classification.

As per our report of even date

For Srivastava Kumar & Co.
Chartered Accountants

Firm registration number: 011204N



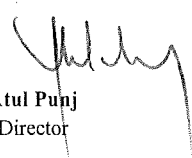
per Anil Kumar Sharma
Partner

Membership Number. : 097850

Place: Gurugram

Date: May 24, 2019

For and on behalf of the Board of Directors of
Punj Lloyd International Limited


Atul Punj
Director