

Punj Lloyd Ltd
info@punjlloyd.com
www.punjlloyd.com
Contact Number-8882235461



October 6, 2025

BSE Limited

Department of Corporate Services
25th Floor
P J Towers
Dalal Street
Mumbai – 400001

National Stock Exchange of India Limited

Exchange Plaza
Bandra Kurla Complex
Bandra (East)
Mumbai – 400051

Scrip Code: 532693 / Scrip ID: PUNJLLOYD Symbol: PUNJLLOYD

Sub: Submission of 31st Annual General Meeting Notice and Annual Report for the financial year 2018-19 in accordance with the provisions of Regulations 34(1) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

Dear Sir/Madam,

With reference to the above captioned subject, we hereby submit the soft copy of the 31st Annual General Meeting Notice and Annual Report for the financial year 2018-19 as per regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the above information on your record.

Sincerely
For **PUNJ LLOYD LIMITED- (In Liquidation)**

Adhish
Swaroop

Digitally signed by Adhish Swaroop
DN: cn=Adhish Swaroop, o=Punj Lloyd Limited,
ou=Corporate Services, email=adhish.swaroop@punjlloyd.com,
c=IN, serial=1000, version=3
[Signature] 2025.10.06 18:11:24 +05'30'

Adhish Swaroop
Company Secretary

Encl. a/a

Registered Office

17 - 18 Nehru Place, New Delhi 110 019, India
CIN: L74899DL1988PLC033314

NOTICE

Notice is hereby given that the Thirty First Annual General Meeting (For Financial Year 2018-2019) of the members of Punj Lloyd Limited will be held on Wednesday, the 29th October, 2025 at 11:30 A.M. through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a) The Audited Financial Statements of the Company for the financial year ended 31st March 2019, along with schedules or notes made there under and report of the Auditors and Directors Report thereon.
 - b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 along with schedules or notes made there under and report of the Auditors thereon.

SPECIAL BUSINESS

2. Appointment of M/s. Kashyap Sikdar & Co., Chartered Accountants, as Statutory Auditors of the Company to fill up casual vacancy, caused due to resignation of M/s. BGJC & Associates LLP, Chartered Accountants.

To consider and, if thought fit, to give assent or dissent to the following resolution proposed to be passed as an Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of Sections 139,142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) M/s. Kashyap Sikdar & Co., Chartered Accountants, (Firm Registration Number: 016253N) be and is hereby appointed as Statutory Auditors of the Company w.e.f. January 13, 2025, to fill up the causal vacancy caused by the resignation of M/s. BGJC & Associates LLP, Chartered Accountants on such remuneration as may be decided by the Liquidator in consultation with Auditors in addition to taxes and re-imbursement for out of pocket expenses incurred by the Auditors on audit.

RESOLVED FURTHER THAT the Liquidator of the Company be and is hereby authorized to do all such acts, deeds, matters and things as he may in his absolute discretion deem fit for giving effect to this resolution."

3. Appointment of M/s. Kashyap Sikdar & Co., Chartered Accountants, as Statutory Auditors of the Company for a period of 5 years

To consider and, if thought fit, to give assent or dissent to the following resolution proposed to be passed as an Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of Sections 139,142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) M/s. Kashyap Sikdar & Co., Chartered Accountants, (Firm Registration Number: 016253N) be and is hereby re-appointed as Statutory Auditors of the Company for five years from the conclusion of 31st Annual General Meeting until the conclusion of the 36th Annual General Meeting of the Company on such remuneration as may be decided by the Liquidator in consultation with Auditors in addition to taxes and re-imbursement for out of pocket expenses incurred by the Auditors on audit.

RESOLVED FURTHER THAT the Liquidator of the Company be and is hereby authorized to do all

such acts, deeds, matters and things as he may in his absolute discretion deem fit for giving effect to this resolution.”

4. Appointment of Auditors to the Branch Offices of the Company.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Section 143(8) and the Rules framed thereunder, including the statutory modification(s) or re-enactment thereof for the time being in force, the Company be and is hereby authorized to appoint any person(s) qualified to act as Auditor/Auditors for the Branch Office(s) of the Company, including those which may be opened/ acquired hereafter, in India or abroad, and to fix their remuneration.

5. Remuneration to be paid to Cost Auditors.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 [including any statutory modification(s) or re-enactment thereof for the time being in force), a remuneration of Rs. 1,20,000/- (Rupees One Lakh Twenty Thousand Only) plus reimbursement of actual travel and out of pocket expenses and taxes, payable to M/s. SGTC and Associates, Cost Accountants, Delhi in their capacity as Cost Auditors of the Company for the Financial Year 2018-19 be and is hereby amended & ratified and ratified respectively.

“RESOLVED FURTHER THAT a remuneration of Rs. 1,20,000/- (Rupees One Lakh Twenty Thousand Only) plus reimbursement of actual travel and out of pocket expenses and taxes, payable to M/s. SGTC and Associates, Cost Accountants, Delhi in their capacity as Cost Auditors of the Company for the Financial Year 2019-20 be and is hereby approved.”

RESOLVED FURTHER THAT the Liquidator of the Company be and is hereby authorized to do all such acts, deeds, matters and things as he may in his absolute discretion deem fit for giving effect to this resolution.”

For PUNJ LLOYD LIMITED – in Liquidation

Sd/-

Ashwini Mehra

Liquidator

(Regn No: IBBI/IPA-001/IP-P00388/2017-18/10706)

Punj Lloyd Limited - in Liquidation

Authorisation for Assignment valid till -28 April 2025

Correspondence Address:

Mr. Ashwini Mehra, Liquidator

Punj Lloyd Limited

NBCC Plaza, Tower 2, Second Floor,

Sector 5, Pushp Vihar, New Delhi - 110017

E: LQ.Punj@in.gt.com

Place: Delhi

Date: 06.10.2025

NOTES:-

1. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act'), in respect of item Nos. 2 to 5 in the Notice of the 31st Annual General Meeting ('AGM' or 'Meeting'), is annexed hereto. The Liquidator have considered and decided to include item nos. 2 to 5 as Special Business

- as they are unavoidable in nature.
2. Meeting through VC/OAVM: Ministry of Corporate Affairs ('MCA') vide its Circular No. 09/2024 dated 19th September 2024 (In continuation with the Circulars issued earlier in this regard) ('MCA Circulars') and Securities and Exchange Board of India ('SEBI') Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October 2023 (collectively as 'MCA and SEBI Circulars' or 'the Circulars') has allowed conducting AGM through Video Conferencing (VC) or Other Audio-Visual Means ('OAVM') without the physical presence of Members at a common venue. The MCA Circulars prescribe the procedures and manner of conducting the AGM through VC/OAVM. In compliance with the applicable provisions of the Act and MCA Circulars, the AGM of the Members will be held through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only.
 3. Members who are shareholders as on October 3, 2025, ('cut-off date') can join the AGM 30 minutes before the commencement of the AGM i.e. at 11.30 A.M. and till the time of the conclusion of the Meeting by following the procedure mentioned in this Notice.
The attendance through VC/OAVM is restricted and hence members will be allowed on first come first serve basis. However, as per the MCA Circulars, attendance of Members holding more than 2% of the shares of the Company, Institutional Investors as on the Cut-off Date, Directors, Key Managerial Personnel and Auditors will not be restricted on first come first serve basis.
Members attending the Meeting through VC/OAVM will be counted for the purposes of quorum under Section 103 of the Act.
 4. Since this AGM is being held through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Sections 112 and 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-Voting through Board / Governing body resolution / Authorisation etc. They are requested to email certified copy of the Board / Governing body resolution / Authorisation etc authorizing their representatives to attend and vote on their behalf. The documents shall be emailed to evoting@kfintech.com with the subject line 'Punj Lloyd Limited 31st AGM'.
 5. KFin Technologies Limited ('KFinTech' / 'RTA'), the Company's Registrar and Transfer Agent will provide the facility for voting through remote e-voting, for participating in the AGM through VC / OAVM and e-voting ('Insta-Poll') during the AGM.
 6. Dispatch of Annual Report through electronic mode in compliance with the Circulars, Notice of the AGM along with the Annual Report for the financial year 2018-19 is being sent only through electronic mode to those Members, whose e-mail IDs are registered with KFinTech/Depositories. Members may note that the Notice and the Annual Report for the financial year 2018-19 are available on the following websites:

Sr. No.	Particulars	Website
1.	Punj Lloyd Limited	www.punjllloydgroup.com
2.	BSE Limited	www.bseindia.com
3.	National Stock Exchange of India Limited	www.nseindia.com
4.	KFinTech	https://evoting.kfintech.com

The Audited Accounts of the Company's subsidiaries are available on the Company's website at <https://www.punjllloydgroup.com/investors>/Financial Results.

Members who have still not registered / updated their e-mail IDs are requested to register/ update at the earliest:

- a) Members holding shares in physical mode and who have not registered / updated their e-mail IDs with the Company are requested to register / update their e-mail IDs by sending duly filled in Form ISR-1 (Form for registering PAN, KYC details or changes / updation thereof) to KFinTech at Selenium Building, Tower-B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India — 500 032. Form ISR-1 is available on the website of the Company at <https://www.punjllloydgroup.com/investors>/SHAREHOLDER INFORMATION.
- b) Members holding shares in electronic mode are requested to register / update their e-mail IDs with the relevant Depository Participants.
We urge Members to support this Green Initiative effort of the Company and get their email IDs registered.
7. **Procedure for Inspection of Documents**
The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, the Register of contracts or arrangements in which Directors are interested under Section 189 of the Act and the relevant documents referred to in this Notice will be available electronically for inspection by the Members during the AGM.
All documents referred to in this Notice will also be available electronically for inspection without any fee

by the Members from the date of circulation of this Notice upto the date of the AGM.

Members who seek to inspect such documents can send an e-mail to [company's email id : info@punjlloyd.com](mailto:info@punjlloyd.com).

8. Instructions for remote e-Voting and e-Voting (Insta Poll) at the AGM

- I. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide to its Members, the facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means and the business may be transacted through e-voting services facilitated by KFinTech.
- II. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- III. The Members who have cast their vote by remote e-Voting prior to the AGM may also join the AGM through VC/OAVM, but shall not be entitled to cast their vote again. A Member can opt for only single mode of voting per e-Voting Event Number ("EVEN") i.e. through remote e-Voting or e-Voting at the AGM. If a Member casts vote(s) by both modes, then voting done through remote e-Voting shall prevail and vote(s) cast at the AGM shall be treated as "INVALID".
- IV. The Members are requested to cast their vote for both the events if they are holding fully paid up shares (EVEN 9256). However, if any Member holding either of the shares i.e. fully paid-up or partly paid-up, they are requested to cast their vote under the respective Event only
- V. The remote e-Voting period commences on Sunday, 26th October, 2025 (9.00 a.m. IST) and ends on Tuesday, 28th October, 2025 (5.30 p.m. IST). During this period, 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, shall be entitled to avail the facility of remote e-Voting as well as voting at the AGM. A person who is not a member as on the cut-off date should treat this Notice of AGM for information purpose only. The remote e-Voting module will be disabled by KFinTech for voting thereafter. Once the vote on a resolution is cast by the Member, he / she will not be allowed to change it subsequently.
- VI. Mr. Deepak Dhir, (FCS 11633), of Deepak Dhir & Associates, Company Secretaries has been appointed by the Liquidator as the Scrutiniser to scrutinise the e-Voting (Insta Poll) during the AGM and remote e-Voting process in a fair and transparent manner.

The process and manner for remote e-Voting is as under:

- VII. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December 2020 in relation to " e-Voting facility provided by the Listed Companies", the Members are provided with the facility to cast their vote electronically, through the remote e-Voting services provided by KFinTech, on all the resolutions set forth in this Notice of the 31st AGM.
- VIII. Pursuant to the aforesaid SEBI circular dated 9th December 2020 on "e-Voting facility provided by the Listed Companies", e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.
- IX. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting Service Provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Members are advised to update their mobile number and e-mail ID with their DPs to access the e-Voting facility.
- X. Any person holding shares in physical form and non-individual Members, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as on the cut-off date, may obtain the login ID and password by sending a request at evoting@kfintech.com. However, if he / she is already registered with KFinTech for remote e-Voting then he / she can use his / her existing User ID and password for casting the vote.
- XI. The process and manner for remote e-Voting and joining and voting at the 31st AGM are explained below:
 - a. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.
 - b. Access to KFinTech e-Voting system in case of Members holding shares in physical and nonindividual Members in demat mode.
 - c. Access to join the 31st AGM on KFinTech system and to participate and vote thereat.

I. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.

Type of Member	Login Method
Individual Members holding securities in demat mode with NSDL	A) Existing Internet-based Demat Account Statement (“IDeAS”) facility Users: - Visit the e-services website of NSDL https://eservices.nsdl.com either on a personal computer or on a mobile. - On the e-services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. Thereafter enter the existing user id and password. - After successful authentication, Members will be able to see e-voting services under ‘Value Added Services’. Please click on “Access to e-voting” under e-voting services, after which the e-voting page will be displayed. - Click on Company name i.e. ‘ABC Limited’ or e-voting service provider (‘ESP’) i.e. KFinTech. - Members will be re-directed to KFinTech’s website for casting their vote during the remote e-voting period and voting during the AGM. B) Users not registered under IDeAS e-Services: - Visit https://eservices.nsdl.com for registering. - Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. - Proceed with completing the required field for registration. - After successful registration, please follow steps given in point A above. C) By visiting the e-voting website of NSDL: - Visit the e-voting website of NSDL https://www.evoting.nsdl.com/. - Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder / Member’ section. A new screen will open. - Members will have to enter their User ID (i.e. the sixteen digit demat account number held with NSDL), password / OTP and a Verification Code as shown on the screen. - After successful authentication, Members will be redirected to NSDL Depository site wherein they can see e-voting page. - Click on company name i.e. ‘ABC Limited’ or ESP name i.e. KFinTech after which the Member will be redirected to ESP website for casting their vote during the remote e-voting period and voting during the AGM. - Members can also download the NSDL Mobile App “NSDL Speed-e” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Members holding securities in demat mode with CDSL	A) Existing user who have opted for Electronic Access To Securities Information (“Easi / Easiest”) facility: - Visit https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com - Click on New System My Easi. - Login to My Easi option under quick login. - Login with the registered user ID and password. The system will authenticate the member by sending OTP on registered mobile number and email ID.

	v) After successful authentication, members are required to click on KFinTech, being e-voting service provider and choose the name of the company to cast their vote. B) Users who have not opted for Easi/Easiest: i) Visit https://web.cdslindia.com/myeasi/Registration/EasiRegistration for registering. ii) Proceed to complete registration using the DP ID, Client ID (BO ID), etc. iii) After successful registration, please follow the steps given in point no. A above to cast your vote. C) By visiting the e-voting website of CDSL: i) Visit www.cdslindia.com ii) Provide demat Account Number and PAN iii) System will authenticate user by sending OTP on registered mobile and email as recorded in the demat Account. iv) After successful authentication, please enter the e-voting module of CDSL. Click on the e-voting link available against the name of the Company, viz. 'ABC Limited' or select KFinTech. v) Members will be re-directed to the e-voting page of KFinTech to cast their vote without any further authentication.
Individual Members login through their demat accounts / website of Depository Participant	i) Members can also login using the login credentials of their demat account through their DP registered with the NSDL/CDSL for e-voting facility. ii) Once logged-in, Members will be able to view e-voting option. iii) Upon clicking on e-voting option, Members will be redirected to the NSDL / CDSL website after successful authentication, wherein they will be able to view the e-voting feature. iv) Click on options available against 'ABC Limited' or KFinTech. v) Members will be redirected to e-voting website of KFinTech for casting their vote during the remote e-voting period without any further authentication.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

Helpdesk for Individual Members holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL:

Members facing any technical issue – NSDL	Members facing any technical issue - CDSL
Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: + 91 22 4886 7000 and + 91 22 2499 7000	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

II. Access to KFinTech e-voting system in case of Members holding shares in physical and non-individual Members in demat mode.

- (A) Members whose e-mail IDs are registered with the Company/Depository Participant(s), will receive an e-mail from KFinTech which will include details of E-Voting Event Number (EVEN), USER ID and password.

They will have to follow the following process:

- Launch internet browser by typing the URL: <https://emeetings.kfintech.com/>
- Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) 9256, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFinTech for e-voting, you can use your existing User ID and password for casting the vote.

- iii. After entering these details appropriately, click on “LOGIN”.
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, e-mail ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the "EVEN" i.e. ABC Limited'- AGM and click on "Submit"
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under “FOR/AGAINST” or alternatively, you may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/AGAINST” taken together shall not exceed your total shareholding as on the cut-off date. You may also choose the option ABSTAIN. If the Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on “Submit”.
- xi. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

(B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, will have to follow the following process:

- i. In case e-mail ID of a Member is not registered with the Company / Depository Participant(s), then such Member is requested to register / update their e-mail addresses with the Depository Participant (in case of Shares held in dematerialised form) and with the KfinTech by sending KYC Documents prescribed under SEBI Master circular SEBI/HO/MIRSD/POD- 1/P/CIR/2024/37 dated 7th May 2024 at Kfin Technologies Limited, Unit — ABC Limited, Selenium Building, Tower-B, Plot No. 31 & 32, Financial District Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India - 500 032 or by sending digitally signed documents at einward.ris@kfintech.com (in case of Shares held in physical form).
- ii. Upon updation of e-mail ID, Shareholders may send a request to evoting@kfintech.com for procuring user ID and password for e-voting.
- iii. Please follow all steps from (A)(I) to (XI) above to cast your vote by electronic means.

III. Access to join the AGM on KFinTech system and to participate and vote thereat.

Member will be provided with a facility to attend the AGM through VC / OAVM platform provided by KFinTech. Members may access the same at <https://emeetings.kfintech.com> by using the e-voting login credentials provided in the e-mail received from the Company/KFinTech. After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquettes to join the AGM. Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.

Procedure- for joining the AGM though VC/OAVM

- A. Members will be able to attend the AGM through VC / OAVM or view the live webcast of the AGM at <https://emeetings.kfintech.com/> by using their remote e-voting login credentials and selecting the 'Event' for Company's AGM.

Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in this Notice. Further, Members can also use the OTP based login for logging into the e-voting system.

- B. Facility for joining the AGM through VC/OAVM shall open at least 30 minutes before the commencement of the Meeting and shall be kept open throughout the AGM.
- C. Members are encouraged to join the Meeting through Laptops / Desktops with Google Chrome (preferred browser), Safari, Microsoft Edge, Mozilla Firefox 22.
- D. Members are required to grant access to the webcam to enable VC/OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- E. Facility of joining the AGM through VC/ OAVM shall be available on first come first serve basis.
- F. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.
- G. Institutional / Corporate Members (i.e., other than individuals / HUF, NRI, etc.) are required to send a scanned certified true copy (PDF /JPG Format) of its board or governing body resolution or authorisation etc., authorising its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The scanned image of the abovementioned documents should be in the name format Corporate Name_ EVENT NO.' The said resolution / authorisation shall be sent to the Scrutiniser by e-mail through its registered e-mail ID address to scrutinizer - csdeepakdhir@gmail.com with a copy marked to evoting@kfintech.com and info@punjlloyd.com.

SPEAKER REGISTRATION:

- H. Members holding shares as on the Cut-off Date and who would like to express their views or ask questions during the 31st AGM may register themselves as speakers by logging on to <https://emeetings.kfintech.com> and clicking on the 'Speaker Registration' option available on the screen after log in. The Speaker Registration will be open from Sunday, 26th October, 2025 (9.00 a.m. IST) to Monday, 27th October, 2025 (5.00 p.m. IST). Those Members who are registered as Speakers will only be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and number of Speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.
- I. Alternatively, Members may also visit <https://emeetings.kfintech.com> and click on the tab 'Post Your Queries' and post their queries /views / questions in the window provided, by mentioning their name, demat account number/ folio number, e-mail ID and mobile number. The window will be open from Sunday, 26th October, 2025 (9.00 a.m. IST) to Monday, 27th October, 2025 (5.00 p.m. IST).
- J. Members seeking any information with regard to the accounts or any matter to be placed at the 31st AGM are requested to write to the Company on or before Monday, 27th October, 2025 through e-mail on info@punjlloyd.com. The same will be replied by the Company suitably.

OTHER INSTRUCTIONS

- a. In case of any queries, please visit Help and FAQs section available at KFinTech website <https://evoting.kfintech.com> For any grievances related to e-voting, please contact Mr. Ganesh Patro, Asst. Vice President, Kfin Technologies Limited, Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032 Toll free No.: 1800 309 4001.

- b. In case a person has become a Member of the Company after dispatch of the AGM Notice but on or before the Cut-off Date for e-voting and all other Members who have not received User ID and Password, he / she may obtain the User ID and Password in the manner as mentioned below:
- i. If the mobile number of the Member is registered against Folio No./ DP ID Client ID, the Member may send SMS: MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399
 1. Example for NSDL:
MYEPWD <SPACE> IN12345612345678
 2. Example for CDSL:
MYEPWD <SPACE> 1402345612345678
 3. Example for Physical:
MYEPWD <SPACE> XXXX1234567890
 - ii. If e-mail address or mobile number of the Member is registered against Folio No./DP ID Client ID, then on the home page of [https:// evoting.kfintech.com](https://evoting.kfintech.com), the Member may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password.
 - iii. Members who may require any technical assistance or support before or during the AGM are requested to contact KFinTech at toll free number 1800 309 4001 or write to them at evoting@kfintech.com.
 - iv. Members may send an e-mail request to: evoting@kfintech.com. If the Member is already registered with the KFinTech e-voting platform then such Member can use his / her existing User ID and password for casting the vote through remote e-voting.

9. Information and instructions for e-voting facility (Insta Poll) at AGM

- a. Facility to cast vote through e-voting (Insta Poll) at the AGM will be made available on the Video Conference screen and will be activated once the e-voting (Insta Poll) is announced at the AGM.
- b. The 'Vote Now Thumb sign' on the left-hand corner of the video screen will be activated upon instructions of the Chairman during the AGM proceedings. Members shall click on the same to take them to the "Insta-poll" page and Members shall click on the "Insta-poll" icon to reach the resolution page and follow the instructions to vote on the resolutions.
- c. Those Members, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting facility (Insta Poll) during the AGM. Members who have already cast their votes by remote e-voting are eligible to attend the AGM. However, those Members are not entitled to cast their vote again at the AGM.

Results of remote e-Voting and e-Voting (Insta Poll) at the 31st AGM

The Scrutiniser after the conclusion of e-voting at the Meeting, will scrutinise the votes cast at the Meeting and votes cast through remote e-voting, make a consolidated Scrutiniser's Report and submit the same to the Chairman.

The Scrutiniser's decision on the validity of the vote shall be final. The result of e-voting along with the consolidated Scrutiniser's Report, will be displayed at the Registered Office of the Company and will be placed on the following websites as under:

Particulars	Website
Punj Lloyd Limited	www.punjilloydgroup.com
BSE Limited	www.bseindia.com
National Stock Exchange of India Limited	www.nseindia.com
KFinTech	https://evoting.kfintech.com

10. Book Closure

The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 22nd October 2025 to Wednesday, 29th October, 2025 (both days inclusive) for the purpose of payment of dividend, if any, approved by the Members.

11. IEPF related Information

Pursuant to the provisions of Section 124(5) of the Companies Act, 2013 read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('the Rules'), as amended, the Company has transferred the unpaid or unclaimed dividends amounting to Rs. 7,23,551/- (Rupees Seven Lakhs Twenty Three Thousand Five Hundred Fifty One Only) for the financial year 2011-12, after the expiry of seven years period to the Investor Education and Protection Fund ("the IEPF") established by the Central Government. Further, in terms of the provisions of the Rules, the Company has duly uploaded the details of unpaid and unclaimed dividend for the financial year 2011-12 in Form IEPF 1 on the website of the Ministry of Corporate Affairs under the head 'IEPF'. Members who have not encashed their dividend warrants are advised to contact the Registrar and Share Transfer Agents of the Company - M/s. Kfin Technologies Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad -500032, for claiming their unpaid dividend.

Further pursuant to the provisions of Section 124(6) of the Companies Act, 2013, read with the Rules, as amended, the equity shares on which dividend has not been paid or claimed by the shareholders for seven consecutive years or more are also required to be transferred to the Demat account of the IEPF Authority. Accordingly, the Company has transferred 1954879 equity shares to the Demat account of IEPF.

In terms of the Rules, any shareholder desirous of claiming his/her unclaimed dividend and/or equity shares after its transfer to IEPF account, has to make an application to the IEPF Authority in Form IEPF-5, as prescribed under the Rules and the same is available at IEPF website i.e. www.iepf.gov.in. The claimant, after preparing duly filled in application in Form IEPF-5, has to upload the same on Ministry of Corporate Affairs website i.e. www.mca.gov.in – workspace – upload e-form and send a copy of the same, duly signed by him/her along with requisite documents as enumerated in Form IEPF- 5, for verification of his/her claim, to the IEPF Nodal Officer, Punj Lloyd Ltd, NBCC Plaza, Tower 2, Second Floor, Pushp Vihar, Sector-5, Delhi - 110017, for onward submission with IEPF Authority in order to process the application.

12. General Information

- A. Members are requested to read the 'Shareholder Information' section of the Annual Report for useful information.
- B. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are requested to submit their PAN to their DPs, and those holding shares in physical form are requested to submit their PAN, Nomination, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers to the RTA.
- C. If there is any change in the e-mail address already registered with the Company, Members are requested to immediately notify such change to the Company's RTA, in respect of shares held in physical form, and to their DPs in respect of shares held in electronic form.
- D. In terms of the amendments to the SEBI Listing Regulations, with effect from 1st April 2019, requests for Effecting transfer of securities in physical form shall not be processed unless the securities are held in dematerialised Form with the depository, i.e. NSDL and CDSL. Members are, Therefore, requested to demat their physical holding for any Further transfer. Members can, however, continue to make Request for various services other than transfer for securities held in physical form but the processing will be done in demat form.
- E. Members who hold shares in the dematerialised form and desire a change / correction in the bank account details, should intimate the same to their concerned DPs and not to the Company's RTA. Members are also requested to give the MICR Code of their banks to their DPs. The Company /

Company's RTA will not entertain any direct request from such Members for change of address, transposition of names, deletion of name of deceased joint holder and change in the bank account details. The said details will be considered as will be furnished by the DPs to the Company.

- F. Members may utilise the facility extended by the RTA for redressal of queries. Members may visit <http://karisma.kfintech.com> and click on INVESTOR option for query registration through free identity registration process.
- G. KPRISM — Mobile service application by KFinTech: Members are requested to note that KFinTech has launched a mobile application — KPRISM and website <https://kprism.kfintech.com/signin.aspx> online service to Members. Members can download the mobile application, register themselves (one time) for availing host of services viz., consolidated portfolio view serviced by KFinTech, dividend status and send requests for change of address, change / update bank mandate. Through the mobile application, Members can download annual reports, standard forms and keep track of upcoming general meetings and dividend disbursements. The mobile application is available for download from Android Play Store.
- H. Members holding shares in physical form need to ensure that before submitting any service request their folios are KYC compliant. If the folios of physical security holders are not KYC compliant then the security holders need to comply with SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7th May 2024, without which any investor service requests will not be processed. Members holding shares in electronic form have to approach their DPs for completing the nomination formalities.
- I. Non-resident Indian Members are requested to inform the Company or RTA or to the concerned DPs, as the case may be, immediately:
- the change in the residential status on return to India for permanent settlement.
 - the particulars of the NRE Account with a Bank in India, if not furnished earlier.
 - Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company or KFinTech quoting their Folio number or their Client ID with DP ID, as the case may be.

J. Dispute Resolution Mechanism (SMART ODR)

In order to strengthen the dispute resolution mechanism for all disputes between a listed company and/or registrars & transfer agents and its shareholder(s)/investor(s), SEBI had issued a Standard Operating Procedure ('SOP') vide Circular dated 30th May 2022. As per this Circular, shareholder(s)/investor(s) can opt for Stock Exchange Arbitration Mechanism for resolution of their disputes against the Company or its RTA. Further, SEBI vide Circular dated 31st July 2023 (updated as on 20th December 2023), introduced the Online Dispute Resolution (ODR) Portal. Through this ODR portal, the aggrieved party can initiate the mechanism, after exercising the primary options to resolve its issue, directly with the Company and through the SEBI Complaint Redress System (SCORES) platform. The Company has complied with the above circulars and the same are available at the website of the Company: <https://www.punjilloyd.com>.

For ease of participation by Members, provided below are key details regarding the AGM for reference:

Sr. No	Particulars	Details of access
1	Link for live webcast of the AGM and for participation through VC/OAVM	https://emeetings.kfintech.com by using e-voting credentials and clicking on video conference

2	Link for posting AGM queries and speaker registration and period of registration	https://emeetings.kfintech.com by using e-voting credentials and clicking on 'Speaker registration'. Period of registration: Sunday, 26 th October 2025 (9.00 a.m. IST) to Monday, 27 th October 2025 (5.00 p.m. IST) https://emeetings.kfintech.com by using e-voting credentials and clicking on 'Post Your Queries'. The window will close on Monday, 27 th October 2025 (5.00 p.m. IST)
3	Link for remote e-voting	https://evoting.kfintech.com
4	Username and password for VC	Members may attend the AGM through VC by accessing the link https://emeetings.kfintech.com by using the remote e-voting credentials. Please refer the instructions provided in the Notice.
5	Helpline number for VC participation and e-voting	Contact KFin Technologies Limited at 1800-3454-001 or write to them at evoting@kfintech.com Contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact on 022- 23058738 or 022-23058542-43 Contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call on toll free number: 1800 1020 990 and 1800 224 430
6	Cut-off date for e-voting	Friday, October 24, 2025
7	Time period for remote e-voting	Sunday, October 26, 2025 (9.00 a.m. IST) and ends on Tuesday, October 28, 2025 (5.30 p.m. IST).
8	Book closure dates	Wednesday, October 22, 2025 to Wednesday, October 29, 2025 (both days inclusive)
9	Link for Members to update email ID (for physical Members)	https://ris.kfintech.com/clientservices/mobileereg/mobileemailreg.aspx or send email on einward.ris@kfintech.com
10	Registrar and Transfer Agent - Contact details	KFin Technologies Limited Selenium Building, Tower-B Plot No. 31 & 32, Financial District Nanakramguda, Serilingampally Hyderabad, Rangareddy, Telangana India - 500 032 Email ID: einward.ris@kfintech.com Toll Free/Phone Number: 1800 309 4001 WhatsApp Number: (91) 910 009 4099 RTA Website: https://ris.kfintech.com
11	Punj Lloyd Limited – Contact details	NBCC Plaza, Tower-2, Second Floor, Pushp Vihar, Sector-V, Delhi – 110017 Email: info@punjlloyd.com

NOTE-1: STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 AND DISCLOSURES PURSUANT TO SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

ITEM NO. 2

M/s. BGJC & Associates LLP, Chartered Accountant was appointed statutory auditor of the Company by the members at their AGM held on 10th August, 2016 for a period of 5 years to hold office from the conclusion of 28th AGM until the conclusion of 33rd AGM of the Company to be held in calendar year 2021.

M/s. BGJC & Associates LLP has resigned from the office of Statutory Auditor vide their letter dated 28th November, 2024 before completion of its term citing reasons as unwillingness to carry out the services henceforth, there is a need to have an audit firm with resources across geographies to best service the Company's requirement". There is no other reason for their resignation.

The resignation of M/s. BGJC & Associates LLP has caused a casual vacancy in the office of Statutory Auditors as envisaged by section 139(8) of the Companies Act, 2013 and casual vacancy so caused by the resignation of auditors can only be filled up by the Company after taking consent of the members.

M/s. Kashyap Sikdar & Co., Chartered Accountants, (Firm Registration Number 016253N], appointed by the Liquidator as the Statutory Auditors of the Company to hold office upto the ensuing Annual General Meeting of the Company. M/s. Kashyap Sikdar & Co., Chartered Accountants, have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if approved and made by the members, would be within the limits prescribed under the Companies Act, 2013.

The Liquidator recommends Ordinary Resolution set out at Item No. 2 for approval by the shareholders of the Company.

ITEM NO. 3

The term of M/s. Kashyap Sikdar & Co., Chartered Accountants, (Firm Registration Number 016253N] is expiring at the conclusion of the ensuing Annual General Meeting of the Company, there is proposal to appoint them for next five years i.e. conclusion of 31st Annual general Meeting until the conclusion of 36th Annual general Meeting of the Company. M/s. Kashyap Sikdar & Co., Chartered Accountants, have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if approved and made by the members, would be within the limits prescribed under the Companies Act, 2013.

The Liquidator recommends Ordinary Resolution set out at Item No. 3 for approval by the shareholders of the Company.

ITEM NO. 4

The Company has branches in overseas jurisdiction. It may be necessary to appoint branch auditors for carrying out the audit of the accounts of such branches. The members are requested to authorize the Company to appoint branch auditors in consultation with the Company's Statutory Auditors and fix their remuneration.

The Liquidator recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval of the members.

ITEM NO. 5

The Liquidator of the Company has appointed M/s. SGTC and Associates, Cost Accountants, Delhi as Cost Auditors of the Company in order to fill the casual vacancy caused due to unwillingness of M/s. Amit Singhal & Associates, Cost Auditors, to perform the cost audit of the company for the Financial Year 2018-19, at a remuneration of Rs. 1,20,000/- (Rupees One Lakh Twenty Thousand Only) plus reimbursement of actual travel and out of pocket expenses (earlier Rs. 66,000 plus reimbursement of actual travel and out of pocket expenses was approved), and also appointed M/s. SGTC and Associates, Cost Accountants, Delhi as Cost Auditors of the Company for the Financial Year 2019-2020.

In accordance with the provisions of Section 148(3) of the Companies Act, 2013 read with Companies ("Audit and Auditors") Rules, 2014, the remuneration payable to the Cost Auditor has to be amended & ratified by the Shareholders of the Company for the Financial Year 2018-19 and appointment has to be ratified by the shareholders for the Financial Year 2019-20.

Accordingly, the consent of the members is being sought for passing of an Ordinary Resolution as set out at Item No. 5 of the Notice for ratification of the remuneration payable for the Financial Year 2018-19 and ratification of appointment of the Cost Auditors for the Financial Year 2019-20.

The Liquidator recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval of the members.

For PUNJ LLOYD LIMITED – in Liquidation

**Sd/-
Ashwini Mehra
Liquidator**

**(Regn No: IBBI/IPA-001/IP-P00388/2017-18/10706)
Punj Lloyd Limited - in Liquidation
Authorisation for Assignment valid till -28 April 2025**

Correspondence Address:
Mr. Ashwini Mehra, Liquidator
Punj Lloyd Limited
NBCC Plaza, Tower 2, Second Floor,
Sector 5, Pushp Vihar, New Delhi - 110017
E: LQ.Punj@in.gt.com

Place: Delhi
Date: 06.10.2025

ANNUAL REPORT

2018-2019

PUNJ LLOYD LIMITED

TABLE OF CONTENTS	PAGE NO.
CORPORATE INFORMATION	1
REPORT OF LIQUIDATOR'S	2-17
CORPORATE GOVERNANCE REPORT	18-51
STATEMENT UNDER SECTION 129 OF THE COMPANIES ACT, 2013 RELATING TO SUBSIDIARY COMPANIES	52-56
MANAGEMENT DISCUSSION & ANALYSIS	57-66
INDEPENDENT AUDITORS REPORT	67-85
FINANCIAL STATEMENTS	86-90
NOTES TO FINANCIAL STATEMENTS	91-126
STATEMENT ON IMPACT OF AUDIT QUALIFICATIONS	127-131
INDEPENDENT AUDITOR'S REPORT ON CONSOLIDATED ACCOUNTS	132-145
CONSOLIDATED FINANCIAL STATEMENTS	146-153
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS	154-194
STATEMENT ON IMPACT OF AUDIT QUALIFICATIONS (CONSOLIDATED)	195-199

LIQUIDATOR**Sh. ASHWINI MEHRA**

(The Liquidator is appointed vide the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi ("NCLT") Order dated 27 May 2022)

BORAD OF DIRECTORS**ATUL PUNJ****SHIV PUNJ****JYOTI PUNJ****ATUL JAIN****UDAY WALIA*****SHRAVAN SAMPATH*****PHIROZ ADI VANDERVALA*****RAJAT KHARE****Resigned w.e.f. 27 August 2018****Resigned w.e.f. 27 August 2018****Resigned w.e.f. 29 May 2018****(Independent Director)****(Independent Director)****(Independent Director)****(Independent Director) - Ceased to be
Director w.e.f. 11 August 2018**

The Hon'ble NCLT vide order dated 08 March 2019 ("CIRP Commencement Date") ordered the commencement of the Corporate Insolvency Resolution Process of the Company under the provisions of the Insolvency and Bankruptcy Code 2016, as amended.

* All the independent Directors resigned on the CIRP commencement date 08 March 2019. Consequent to commencement of the CIRP, powers of the board of directors were suspended vide NCLT order dated 8 March, 2019.

Note: The Company is undergoing liquidation vide the Hon'ble NCLT order dated 27 May 2022 and accordingly by virtue of the Liquidation Order and provisions of the Insolvency and Bankruptcy Code, 2016, all powers of the Board of Directors of the Company cease to have effect and are vested with the Liquidator.

Adhish Swaroop

Company Secretary

M/s. Kahyap Sikdar & Co.,*

Chartered Accountants

C-10, LGF

Lajpat Nagar – III,

New Delhi – 110024.

*** Appointed to fill the casual vacancy by the Liquidator 13/01/2025****Registrar & Transfer Agents**

M/s. Kfin Technologies Limited

Karvy Selenium, Tower B, Plot number 31 & 32,

Financial District, Gachibowli, Hyderabad 500 032

Registered & Corporate Office

17-18, Nehru Place

New Delhi - 110019

PUNJLLOYD LIMITED

CIN: L74899DL1988PLC033314

Regd. Office: 17-18, Nehru Place, New Delhi -110019

REPORT OF LIQUIDATOR'S

The Thirty First Annual Report and the audited accounts of Punj Lloyd Limited ("the Company") for the financial year ended March 31, 2019 is hereby presented to the members of the Company.

1. INITIATION OF CORPORATE INSOLVENCY RESOLUTION PROCESS (CIRP)

The Company was admitted to the CIRP pursuant to an application filed before the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi ("NCLT/ Adjudicating Authority") by ICICI Bank Limited against the Company, under Section 7 of the Insolvency and Bankruptcy Code, 2016 ("IBC" or "Code") read with the rules and regulations framed thereunder, as amended from time to time. The Hon'ble NCLT vide its order ("Admission Order") dated 08 March 2019 ("CIRP Commencement Date") had admitted the application for the initiation of the corporate insolvency resolution process ("CIRP") of the Company. Subsequently, the NCLT vide its order dated 22 May, 2019 ("RP Order") appointed Mr. Ashwini Mehra (IBBI Reg. No: IBBI/IPA-001/IP-P00388/2017-18/10706) as the Resolution Professional ("RP") of the Company.

During CIRP, the RP had received a resolution plan which was put to vote for consideration of Committee of Creditors ("CoC"). The resolution plan put to vote was not approved by the CoC. Subsequently, a meeting of the CoC was held on 30 March 2021 wherein the members of the CoC recommended that the liquidator should first explore sale of the Company as a going concern under Regulation 32(e) of Insolvency and Bankruptcy Board of India (Liquidation Process) Regulations, 2016 ("Liquidation Regulations") or sale of business of Company as a going concern under Regulation 32(f) of Liquidation Regulations. The CoC also suggested that a scheme of arrangement under section 230 of the Companies Act, 2013 should be run simultaneously, in the interest of time.

Based on the decision taken by CoC, the RP on April 01, 2021, filed an application under section 33 of the Code to pass appropriate orders for liquidation of the Company as a 'going concern'.

During the CIRP period, by virtue of the provisions of the IBC, the powers of the Board of Directors of the Company were suspended and the management of affairs of the Company was vested with the RP (now Erstwhile RP) during the CIRP Period. The RP was assisted by the existing management and employees of the Company, in discharge of his duties pertaining to the management of the affairs of the Company during the CIRP period.

2. LIQUIDATION PROCESS

The Hon'ble NCLT, Principal Bench vide order dated 27 May 2022 (published on 31 May 2022) ("Liquidation Order") approved the Liquidation of the Company as a going concern in accordance with Section 33 of the Code and in terms of the Liquidation Order Mr. Ashwini Mehra (IBBI Reg. No: IBBI/IPA-001/IP-P00388/2017-18/10706), erstwhile RP has been appointed as the Liquidator of the Company.

Further, with effect from 27 May 2022, the Liquidator have powers and duties, as provided in Section 34 and 35 of the IBC, including but not limited to:

- i. The powers of the Board of Directors, key managerial personnel and the partners of the Company, as the case may be, shall cease to have effect and shall be vested in the Liquidator;
- ii. The Liquidator shall take into his custody or control all the assets, property, effects, and actionable claims of the Company;
- iii. The Liquidator shall act and execute in the name and on behalf of the Company all deeds, receipts, and other documents, if any;
- iv. Other duties as prescribed under the Code.

The powers and duties mentioned above are not exhaustive and do not cover all powers and duties of the Liquidator provided under Section 35 of the Code, read in conjunction with the Liquidation Regulations. Please further refer to Section 35 of the Code and its corresponding regulations in the Liquidation Regulations for comprehensive list of powers and duties of the Liquidator.

Further, the Liquidator in terms of the provisions of Regulation 12 of the Liquidation Regulations have issued the Public Announcement dated 02 June 2022, inviting the stakeholders to submit their claims as on Liquidation Commencement Date (i.e. May 27, 2022). The summary of the List of Stakeholders (version 4) as of 27 May 2022 as prepared by the Liquidator in accordance with the provisions of the IBC and IBBI (Liquidation Process) Regulations, 2016, as amended (“**Liquidation Regulations**”) is reproduced herein:

S.No.	Category of the Stakeholder	Amount Claimed in INR Crore	Amount admitted in INR Crore
1.	Secured financial creditors	15,583.08	14,408.65
2.	Unsecured financial creditors	906.52	856.62
3.	Operational creditors (Workmen)	0.00	-
4.	Operational creditors (Employees)	6.13	3.75
5.	Operational creditors (Government Dues)	1,872.21	1,813.67
6.	Operational creditors (other than Workmen, Employees and Government Dues)	10,582.71	1,888.77
7.	Other stakeholders, if any (other than financial creditors and operational creditors)	-	-
	Total Claims	28,950.65	18,971.46

3. LIQUIDATION PERIOD OF THE COMPANY

The period of the Liquidation Process as per Liquidation Regulation is 12 Months, which was ending on 26 May 2023. However, the Hon’ble NCLT has granted 6 extensions to the liquidation period of the Company, which are as follows:

1. The Hon’ble NCLT vide order dated 02 June 2023 in IA 3003/2023 filed by the Liquidator has granted an extension up to 31 December 2023, for completion of liquidation process of the Company in accordance with Regulation 44(2) of the Liquidation Regulations.
2. Further, the Hon’ble NCLT vide order dated 17 January 2024 provided an additional extension of 6 months till 30 June 2024, for completing of the liquidation process of the Company in accordance with Regulation 44(2) of the Liquidation Regulation.

3. Further, the Hon'ble NCLT vide order dated 16 July 2024 provided an additional extension till 12 December 2024, for completing of the liquidation process of the Company in accordance with Regulation 44(2) of the Liquidation Regulation.
4. Further, the Hon'ble NCLT vide order dated 11 December 2024 provided an additional extension till 11 March 2025, for completing the liquidation process of the Company in accordance with Regulation 44(2) of the Liquidation Regulation.
5. Further, the Hon'ble NCLT vide order dated 25 March 2025 has provided an additional extension till 11 September 2025, for completing the liquidation process of the Company in accordance with Regulation 44(2) of the Liquidation Regulation
6. Further, the Liquidator has filed another application for extension of the Liquidation period of the Company by additional 6 months. The application is pending adjudication before the Hon'ble NCLT.

4. UPDATE ON LIQUIDATION PROCESS

To complete the liquidation of the Company as a going concern in accordance with the directions provided by the Hon'ble NCLT in the Liquidation Order and Regulation 32A read with Regulation 32 of the IBBI (Liquidation Process) Regulations, 2016, the Liquidator had issued an Invitation for the submission of binding bids for acquisition of Punj Lloyd Limited "in liquidation" on a going concern basis vide Public Announcement dated 13 August 2022 and also issued an Asset Sale Process Memorandum dated 13 August 2022 and subsequently also issued four addendums to the Asset Sale Process Memorandum dated 13 August 2022 ("**Asset Sale Process Memorandum**"), which had set out the process for submission of a binding Bid and participation in the subsequent E-Auction for the selection of the Successful Bidder in accordance with the Provisions of the Code. Pursuant to this invitation, the Liquidator received two bids, for acquisition of the Company on a going concern basis. However, the Stakeholder Consultation Committee ("**SCC**") in its 5th meeting held on 20 March 2023, advised the Liquidator to not consider the Binding Bids, submitted by two Bidders, as the members of SCC were not satisfied with the contours of implementation and the value offered in the Bids. Subsequently, the SCC in its 6th meeting held 12 May 2023 has advised the Liquidator to resume the going concern sale process of the Company through e-auction process as provided in Schedule I of the Liquidation Regulations by seeking fresh offers from all interested/prospective buyers and incorporating necessary amendments in the Asset Sale Process Memorandum.

Accordingly, till date, the Liquidator has conducted 13 rounds of e-auction for sale of the Company on a going concern basis and/or sale of assets of the Company, in accordance with the Liquidation Regulations and IBC. The summary of all rounds of E-auctions held is provided herein:

E-Auction round	Date of publication	Assets for sale	Date of e-auction	Reserve Price (INR Crore)	No of EOI received	Status
Resumed 1 st round	05.06.2023	Sale of Punj Lloyd Limited (" PLL ") on a going concern	10.07.2023	1,061 Crore	Nil	Unsuccessful
2 nd round	24.07.2023	Sale of PLL on a going concern	28.08.2023	1,061 Crore	2	Unsuccessful
3 rd round	11.09.2023	Sale of PLL as a going concern	13.10.2023	955 Crore	Nil	Unsuccessful

		Sale of investment in Punj Lloyd Infrastructure Limited (“ PLIL ”)	16.10.2023	47 Crore	1	Unsuccessful
		Sale of investment in Punj Lloyd Aviation Limited (“ PLAL ”)	16.10.2023	20 Crore	2	Unsuccessful
		Sale of Arbitration Assets	16.10.2023	422.13 Crore	Nil	Unsuccessful
4 th round	02.11.2023	Sale of PLL as a going concern	30.11.2023	860 Crore	Nil	Unsuccessful
		Sale of investment in PLIL	04.12.2023	45 Crore	4	Successful
		Sale of investment in PLAL	01.12.2023	18 Crore	Nil	Unsuccessful
		Sale of investment in Punj Lloyd Industries Limited (“ PL Ind ”)	01.12.2023	92 Lakh	Nil	Unsuccessful
		Sale of Arbitration Assets	01.12.2023	380 Crore	Nil	Unsuccessful
5 th round	05.01.2024	Sale of PLL as a going concern	05.02.2024	738 Crore	1	Unsuccessful
		Sale of PLL as a going concern (less value of live arbitration cases)	05.02.2024	592 Crore	1	Unsuccessful
		Sale of investment in PLAL	06.02.2024	18 Crore	1	Unsuccessful
		Sale of investment in PL Industries	06.02.2024	92 Lakh	1	Unsuccessful
		Sale of Arbitration Assets	06.02.2024	342 Crore	1	Unsuccessful
6 th round	26.02.2024	Sale of PLL as a going concern	28.03.2024	665 Crore	1	Unsuccessful
		Sale of PLL as a going concern (less value of live arbitration cases)	28.03.2024	533 Crore	1	Unsuccessful

		Sale of Investment in PLAL	29.03.2024	18 Crore	3	Unsuccessful
		Sale of Investment in PL Industries	29.03.2024	92 Lakh	3	Unsuccessful
		Sale of Arbitration Assets	29.03.2024	308 Crore	3	Unsuccessful
		Sale of P&M in Banmore	29.03.2024	35.03 Crore	14	Unsuccessful
		Sale of Land, Building, P&M in Banmore	29.03.2024	68.85 Crore	13	Successful
		Sale of Freehold land in Vijaydurg	29.03.2024	9.07 Crore	7	Unsuccessful
		Sale of Freehold land in Vadodara	29.03.2024	6.74 Crore	11	Successful
		Sale of Freehold land in Mehasana	29.03.2024	98 Lakh	10	Unsuccessful
		Sale of Freehold land in Waksai	29.03.2024	19 Lakh	10	Unsuccessful
		Sale of Residential Flat No. 201 in Jamnagar	29.03.2024	24 Lakh	7	Successful
		Sale of Residential Flat No. 202 in Jamnagar	29.03.2024	24 Lakh	6	Successful
		Sale of leasehold land and building in Banmore	29.03.2024	2.40 Crore	8	Successful
7 th round of e-	03.05.2024	Sale of PLL on a going concern basis	06.06.2024	553 Crore	1	Unsuccessful
		Sale of PLL as a going concern (less value of live arbitration cases)	06.06.2024	434 Crore	1	Unsuccessful

8 th round of e-auction	02.07.2024	Sale of investment in PLAL	07.06.2024	18 Crore	Nil	Unsuccessful
		Sale of investment in PL Industries	07.06.2024	92 Lakh	Nil	Unsuccessful
		Sale of Arbitration Assets	07.06.2024	277 Crore	Nil	Unsuccessful
		Sale of Freehold Land in Vijaydurg, Maharashtra	07.06.2024	9.07 Crore	1	Unsuccessful
		Sale of Freehold Land in Mehasana, Gujarat	07.06.2024	98 Lakh	Nil	Unsuccessful
		Sale of Freehold Land in Waksai, Pune, Maharashtra	07.06.2024	19 Lakh	Nil	Unsuccessful
		Sale of Plant and Machinery in Kakrapara site	07.06.2024	76 Lakh	10	Unsuccessful
		Sale of PLL on a going concern basis	29.07.2024	498 Crore	1	Unsuccessful
		Sale of PLL as a going concern (less value of live arbitration cases)	29.07.2024	391 Crore	1	Unsuccessful
		Sale of Arbitration Assets	30.07.2024	250 Crore	Nil	Unsuccessful
		Sale of Plant and Machinery in Kakrapara site	30.07.2024	69 Lakh	4	Unsuccessful
		Sale of PLL on a going concern basis	26.09.2024	449 Crore	3	Unsuccessful
		Sale of PLL as a going concern (less value of live arbitration cases)	26.09.2024	352 Crore	2	Unsuccessful
		Sale of Arbitration Assets	27.09.2024	225 Crore	2	Unsuccessful
		Sale of Leasehold land, building and	27.09.2024	225 Crore	5	Unsuccessful
9 th round of e-auction	27.09.2024					

		Plant & Machinery at Malanpur, Madhya Pradesh				
		Sale of Plant & Machinery at Kakkrapara site, Gujarat	27.09.2024	76 Lakh	6	Unsuccessful
		Sale of Plant & Machinery at Bangladesh Bhutan Road Project site	27.09.2024	1.22 Crores	6	Successful
10 th round of e-auction	12.12.2024	Sale of PLL as a going concern	12.12.2024	398 Crore	2	Unsuccessful
		Sale of Leasehold land, building and Plant & Machinery at Malanpur, Madhya Pradesh	13.12.2024	87 Crore	1	Unsuccessful
		Sale of Plant & Machinery and Inventory at DAPL site	13.12.2024	2.15 Crore	14	Unsuccessful
11 th round of e-auction	08.01.2025	Sale of Punj Lloyd Limited as a whole (excluding certain assets as provided in the 'ASPM')	06.02.2025	341.92	4	Unsuccessful
		Sale of Arbitration Assets of Punj Lloyd Limited	07.02.2025	175.9	2	Unsuccessful
		Sale of Leasehold Land, Building and Plant & machinery at Malanpur, Madhya Pradesh	07.02.2025	78.30	2	Unsuccessful
		Sale of Land at Sidhudurg District, Maharashtra	07.02.2025	12.48	1	Unsuccessful

		Sale of Land at Mehasana, Gujarat	07.02.2025	0.98	1	Unsuccessful
		Sale of Plant & Machinery and Inventory at DAPL site	07.02.2025	0.32	1	Unsuccessful
12 th round of e-auction	18.03.2025	Sale of PLL on a going concern basis	21.04.2025		4	Unsuccessful
		Sale of Arbitration Assets of Punj Lloyd Limited	21.04.2025	175.90 Crore	2	Unsuccessful
		Sale of Leasehold Land, Building and Plant & machinery at Malanpur, Madhya Pradesh	21.04.2025	78.30 Crore	2	Unsuccessful
		Sale of Land at Sidhudurg District, Maharashtra	21.04.2025	12.48 Crore	1	Unsuccessful
		Sale of Land at Mehasana, Gujarat	21.04.2025	98 Lakhs	1	Unsuccessful
		Sale of Plant & Machinery and Inventory at DAPL	21.04.2025	32 Lakhs	1	Unsuccessful
		Sale of Plant & Machinery at RSRP site	21.04.2025	26.50 Crore	1	Unsuccessful
13 th round of e-auction	30.06.2025	Sale of PLL on a going concern basis	04.08.2025	308.00 Crore	5	Unsuccessful
		Sale of Arbitration Assets of Punj Lloyd Limited	04.08.2025	159.00 Crore	-	Unsuccessful
		Sale of Leasehold Land, Building and Plant & machinery at Malanpur, Madhya Pradesh	04.08.2025	63.50 Crore	1	Unsuccessful

		Sale of Land at Sidhudurg District, Maharashtra	04.08.2025	10.20 Crore	-	Unsuccessful
		Sale of Land at Mehasana, Gujarat	04.08.2025	81 Lakhs	1	Unsuccessful
		Sale of Plant & Machinery at RSRP site	04.08.2025	24.00 Crore	2	Unsuccessful

Subsequently, in accordance with the advice of the SCC in its 21st Meeting, the Liquidator has initiated the 14th round of e-auction for sale of various Set of Assets of the Company, including the sale of the Company on a going concern basis and sale of various assets of the Company on collective basis, as per details mentioned in the table below. The sale of all the assets in 14th round of e-auction, including sale of the Company on a going concern basis is on an 'as is where is' 'as is what is' 'as is how is', 'whatever there is' and without any recourse basis without any representation, warranty or indemnity by the Company, the Liquidator or any other Person. The e-auction notice of the 14th round of e-auction was published on 08 September 2025. The e-auction notice and the Asset Sale Process Memorandum of 14th round of e-auction is uploaded on website of the Company at <http://punjlloydgroup.com/liquidation-documents> and website of the E-Auction Partner at <https://baanknet.com/>.

The proceeds from the sale of different assets of the Company under the liquidation process shall be distributed amongst the stakeholders in accordance with the waterfall mechanism as provided in Section 53 of the IBC.

Financial Highlights

The financial performance of the Company for the year ended March 31, 2019 is summarized below:

(Rs. in Crores)

Particulars	2018-19	2017 -18
Total Revenue	1,955.07	4,412.90
Earnings Before Interest (Finance Costs), Tax, Depreciation and Amortization (EBITDA)	(9,861.89)	215.37
Less: Finance costs	1,331.09	976.38
Profit/ (Loss) before tax, depreciation and amortization	(11,192.98)	(761.01)
Less: Depreciation and Amortization expenses	91.91	120.70
Profit/ (Loss) before tax	(11,284.89)	(881.71)
Less: Tax Expenses [net of deferred tax effect and minimum alternate tax credit entitlement/ written off (net)]	1,203.74	(1,199.08)
Profit/ (Loss) after taxation (PAT)	(12,488.63)	317.37
Other Comprehensive Income	(376.24)	(358.27)

Total Comprehensive Income	(12,864.87)	(40.90)
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The Companies Act 2013 (as amended) (the ‘Act’) under section 134 (1) states that the financial statement shall be approved by the Board of Directors and thereafter signed on behalf of the Board by the chairperson of the company where he is authorized by the Board or by two directors out of which one shall be Managing Director, if any, and the Chief Executive Officer (CEO), the Chief Financial Officer (CFO) and the Company Secretary of the company, wherever they are appointed, for submission to the auditor for his report thereon. Upon commencement of the CIRP, the powers of the Board of Directors of the Company stand suspended and are exercised by the Resolution Professional (RP) and upon commencement of the liquidation, these powers of the directors of the Company stand extinguished and are exercised by the Liquidator. However, the Directors of the Company remains duty bound to discharge the duties as required under the provisions of the Companies Act, 2013, as amended. None of the Directors, other than Mr. Atul Punj are continuing as Directors in the Company presently. These financial statements pertain to the period both prior and post commencement of CIRP. All practical and reasonable efforts have been made to gather details to prepare these financial statements and despite various challenges and complex circumstances and non-availability of relevant ex-employees, best possible efforts have been put to provide information required by the auditors for the purpose of carrying out the audit. These financial statements of the Company for the FY 2018-19 have been signed by the Liquidator while exercising the powers of the Board of Directors of the Company, which has been conferred upon him in terms of the Insolvency and Bankruptcy Code 2016. Liquidator has signed these financial statements in good faith, solely for the purpose of compliance and discharging his duty under the Liquidation Process, governed by the Insolvency and Bankruptcy Code 2016 and IBBI (Liquidation Process) Regulations, 2016 and shall not be held liable and accountable for any misrepresentation or misstatement in these financial statements. Further, these financial statements for the period ended March 31, 2019 contains opening balance as of and prior to Insolvency Commencement date (March 08, 2019), which have not been authenticated by the Liquidator since these were prior to the period the Liquidator has been casted the duties under the Code.

Dividend

The Company is undergoing the Liquidation Process and hence no dividend is declared.

Operations Review

The Liquidator in discharge of the duties as provided in Section 35 of the IBC and pursuant to the directions of the Hon’ble NCLT, to liquidate the Corporate Debtor as a going concern, has taken over custody and control of the operations of the Company and is carrying on the operations of the Company as a going concern, for the beneficial liquidation of the Company. Being an EPC company, the Company was executing multiple projects, at different locations within India as well as some overseas locations, during the CIRP period and which the Liquidator in the capacity as the Erstwhile RP was overseeing and managing with the support of the Company’s management team and under the supervision of earlier COC and now SCC. The update on the operations of the Company is provided in Management Discussion and Analysis Report, which is also enclosed in the Annual Report of the Company.

Business Review

The Management Discussion and Analysis Section of the Annual Report present a detailed business review of the Company.

Health, Safety and Environment (HSE)

Punj Lloyd continues to stress on maintaining a healthy, safe and pollution free work environment across its project sites. The Company’s existing practices is certified under ISO 9001:2008 for quality, ISO14001:2004 for environment and OHSAS18001:2007 for health and safety. A detailed note on the HSE practices and initiatives by the Company is included in Management Discussion and Analysis Section of the Annual Report.

Directors and Key Managerial Personnel

Mr. Atul Punj has resigned from the position of Chairman & Managing Director / Director of the Company w.e.f. 20 October 2021. His resignation as Chairman & Managing Director/Director was not accepted by the Resolution Professional of the Company as Punj Lloyd was undergoing the CIRP in terms of the IBC and any such change in management of the Punj Lloyd Limited would require the prior approval of the CoC before the RP would have accepted the same and the CoC did not accept the resignation of Mr. Atul Punj. However, Mr. Punj has filed form DIR 11 with the Registrar of Companies, NCT of Delhi & Haryana towards his resignation as Chairman & Managing Director / Director of the Company.

Mr. Phiroz A. Vandrevalla, Mr. Uday Walia and Mr. Shravan Sampath, Independent Directors of the Company, have resigned w.e.f. 08 March 2019.

Mr. Atul Jain resigned as Director of the company w.e.f. 29 May 2018. Mr. Shiv Punj and Ms. Jyoti Punj have resigned as Director of the company w.e.f. 27 August, 2018.

Mr. Rakesh Amol, Chief Executive Officer (Business Improvement & Strategy-New Businesses) of the Company has resigned w.e.f. October 27, 2018.

Mr. Dinesh Thairani, Company Secretary of the Company has resigned w.e.f. 08 March, 2019.

Meetings of the Board

During the year, the Board of Directors of the Company met 6 times on April 26, 2018; May 07, 2018; May 30, 2018; August 14, 2018; October 25, 2018 (Adjourned October 27, 2018) and February 06, 2019.

Since the powers of the Board of Directors were suspended w.e.f. 08.03.2019 upon the commencement of the CIRP of the Company, pursuant to the orders dated 08.03.2019 of Hon'ble National Company Law Tribunal (NCLT) and all the directors of the company except Mr. Atul Punj has resigned from the Directorship of the Company, no meetings were conducted by the Board of Directors / committee of Board of Directors after 08 March 2019.

Policy on Appointment and Remuneration of Directors, Key Managerial Personnel and Other Employees

The Nomination and Remuneration Committee in its meeting held on May 20, 2014 had recommended to the Board of Directors a Policy on Directors' Appointment and Remuneration, including criteria for determining qualifications, positive attributes, independence of a director and relating to remuneration for the Directors, Key Managerial Personnel and Other Employees in terms of sub-section (3) of Section 178 of the Act. The Board of Directors in its meeting held on May 20, 2014 have approved and adopted the same. The policy is also available on the website of the Company. Though, upon commencement of CIRP, the powers to decide the remuneration for Directors and KMP vests with the CoC.

Formal Annual Performance Evaluation of the Board and that of its Committees and Individual Directors

Due to resignation of all the Directors of the Company, except Mr. Atul Punj, no formal annual performance evaluation of the Board of Directors, its Committee and Individual Directors has taken place.

Responsibility Statement under Section 134(5) of the Act

Pursuant to Section 134(5) of the Act, based on Internal Financial Controls, works performed by Statutory Auditors and with the concurrence of the management that for the year ended 31 March, 2019, the confirmation is hereby given for the Company having:

1. followed in the preparation of the annual accounts, the applicable accounting standards have been

- followed along with proper explanation relating to material departures;
2. selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
 3. taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
 4. prepared the annual accounts of the Company on a 'going concern' basis.
 5. laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
 6. devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

BOARD COMMITTEES

The provisions as specified in Regulations 18 (Audit Committee), Regulation 19 (Nomination and Remuneration Committee), Regulation 20 (Stakeholder's Relationship Committee) and Regulation 21

(Risk Management Committee) under SEBI (LODR) Regulations, 2015 shall not be applicable during the Insolvency Resolution Process/Liquidation Process in respect of a listed entity which is undergoing corporate insolvency resolution process/Liquidation Process under the IBC. The company had the following committee during the period prior to the commencement of the CIRP, however due to resignation of all Directors of the Company except Mr. Atul Punj on or prior to the commencement of the CIRP of the Company i.e., 08 March 2019, no meetings were held:

1. Audit Committee of the Board
2. Nomination and Remuneration Committee
3. Stakeholders Relationship Committee
4. CSR Committee
5. Risk Management Committee

Vigil Mechanism

The Company has in place a vigil mechanism in the form of Whistle Blower Policy. It aims at providing avenues for employees to raise complaints and to receive feedback on any action taken and seeks to reassure the employees that they will be protected against victimization and for any whistle blowing conducted by them in good faith. The policy is intended to encourage and enable the employees of the Company to raise serious concerns within the organization rather than overlooking a problem or handling it externally. The Company is committed to the highest possible standard of openness, probity and accountability. It contains safeguards to protect any person who uses the Vigil Mechanism (whistle blower) by raising any concern in good faith. The Company does not tolerate any form of victimization and takes appropriate steps to protect a whistleblower that raises a concern in good faith and treats any retaliation as a serious disciplinary offence that merits disciplinary action. The Company protects the identity of the whistle blower if the whistle blower so desires, however the whistle blower needs to attend any disciplinary hearing or proceedings as may be required for investigation of the complaint. The mechanism provides for a detailed complaint and investigation process. If circumstances so require, the employee can make a complaint directly to the Liquidator (earlier to the RP). The Company also provides a platform to its employees for having direct access to the Liquidator of the Company for raising any concerns.

The confidentiality of those reporting violations is maintained and they are not subjected to any discriminatory practice.

Employee Stock Option Scheme

The Company has provided 2 (two) Employee Stock Option Scheme prior to the commencement of the CIRP :

- Employee Stock Option Plan 2005 (ESOP 2005); and
- Employee Stock Option Plan 2006 (ESOP 2006)

ESOP 2005 and ESOP 2006 are in compliance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (the Regulation).

The Company has never provided any loan to its employees to purchase the shares of the Company.

The Company has not issued any shares with differential voting rights. The Company has not issued any sweat equity shares. The detail of the ESOP is provided in Note 24 of the Standalone Financial Statements of the Company for the FY 2018-19.

Corporate Governance

As stipulated under SEBI Regulations, the Report on Corporate Governance and the requisite Certificate from the Auditors of the Company confirming compliance with the conditions of Corporate Governance as stipulated under the aforesaid regulation is attached as **Annexure - I** to this Report and forms part of the Annual Report.

Corporate Social Responsibility (CSR) initiatives

The Company had formed a CSR Committee comprising of Mr. Atul Punj as Chairman, Mr. Uday Walia and Mr. Shravan Sampath as members. During the year the meeting held on August 14, 2018.

The said Committee has developed a Policy on CSR, which has been approved by the Board of Directors in its meeting held on May 20, 2014. The CSR committee ceased to exist w.e.f. 08.03.2019 due to commencement of the CIRP.

In terms of the provisions of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company was not required to make any expenditure on CSR activities during the Financial Year 2018-19.

Management Discussion and Analysis

As stipulated under SEBI Regulations, Management Discussion and Analysis Report, for the year under review is presented in a separate section forming part of the Annual Report.

Auditors and Auditors' Report

The earlier statutory auditor of the Company, viz., M/s BGJC & Associates LLP, Chartered Accountants, Firm Registration No.003304N/N500056 (“**Earlier Statutory Auditor**” or “**BGJC**”) was appointed by the shareholders of the Company for a period of five (5) years from April 1, 2016 to March 31, 2021 prior to the initiation of CIRP against the Company (i.e. during the tenure of erstwhile management which was primarily undertaken by the promoters of the Company).

Upon assuming the office of the RP (now, Liquidator) in 2019, BGJC was provided the draft financial statements to complete the statutory audit of the Company for FY 2018- 2019 within the timelines stipulated under the Companies Act, 2013. However, BGJC was not able to complete the audit of the financial statements of the Company for FY 2018-2019. Due to non-completion of the statutory audit for FY 2018-2019, the Company has been unable to finalize the financial statements for subsequent quarters and financial years as well. BGJC resumed the audit work in the month of August 2024. However, on 28 November 2024, BGJC sent a letter to the Liquidator, resigning as the statutory auditor of the Company with immediate effect, for the reasons stated in the Resignation Letter. The intimation regarding the resignation of the Company was uploaded on both Stock Exchanges by the Company in accordance with the requirements of the SEBI (LODR) Regulations.

Thereafter the Liquidator of the company appointed M/s. Kashyap Sikdar & Co., Chartered Accountants, New Delhi (Registration No. 016253N as Statutory Auditors of the Company w.e.f. 13/01/2025 in order to fill the casual vacancy caused in the office of Statutory Auditors of the company.

The observations of the Auditors have been replied by the Liquidator in Annexure - II to the financial statements.

Secretarial Auditors and Secretarial Audit Report

M/s. Suresh Gupta & Associates, Company Secretaries, Delhi have been appointed as Secretarial Auditors of the Company to conduct the Secretarial Audit of the Company for the financial year 2018-19. However, M/s. Suresh Gupta & Associates expressed their unwillingness to conduct the secretarial audit of the company.

Thereafter the liquidator of the company appointed M/s. P S Kalsi & Co (a Peer Reviewed Firm) Company Secretaries to conduct the secretarial audit of the company and report the Secretarial Audit Report is annexed as **Annexure - III** to this Report.

Cost Auditors

The Liquidator of the Company has appointed SGTC & Associates as Cost Auditors of the Company to conduct the audit of cost records of the Company for the Financial Year 2018-19 and 2019-20.

The process of cost audit is under progress and same be completed in due course of time.

Fixed Deposits

The Company has not accepted any fixed deposits from public, shareholders or employees during the year under review.

Particulars of Employees

The details as required in terms of the provisions of Section 197 of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are attached as **Annexure - IV** to this Report.

The details of employees as required in terms of the provisions of Section 197 of the Act read with Rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are attached as **Annexure - V** to this Report.

Prevention of sexual harassment

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment. All employees are covered under this policy. No complaints were received during the year 2018-19.

Consumption of Energy and Foreign Exchange Earnings and Outgo

The details as required under Section 134(3)(m) of the Act read with Rule 8(3) of Companies (Accounts) Rules, 2014, regarding conservation of energy, technology absorption and foreign exchange earnings and outgo are attached as **Annexure – VI** to this Report.

Loans, Guarantees and Investment

In accordance with Section 134(3)(g) of the Act, the particulars of loans, guarantees and investments under Section 186 of the Act are given in the Note 27 of standalone Financial Statements read with respective heads to the Financial Statements.

Related Party Transactions

In accordance with Section 134(3)(h) of the Act read with Rule 8(2) of Companies (Accounts) Rules, 2014, the particulars of contracts or arrangements with related parties, referred to in Section 188(1) of the Act, in the prescribed **Form AOC 2** are attached as **Annexure -VII** to this Report.

Risk Management Policy

The Company has formulated and implemented a Risk Management policy. The details of elements of risk are provided in the Management Discussion and Analysis section of the Annual Report.

Internal Financial Controls

The Company has designed and implemented a process driven framework for Internal Financial Controls as detailed in the Act. These controls have been established at the entity and process levels to comply with internal control requirements.

A detailed note on internal controls is included in the Management Discussion and Analysis Section of the Annual Report.

Significant and Material Orders

The Hon'ble NCLT, Delhi Bench vide order dated 27 May 2022 has directed for liquidation of the Company on a going concern basis.

Consolidated Financial Statements

In accordance with Section 129 of the Act, Consolidated Financial Statements are attached and form part of the Annual Report and the same shall be laid before the ensuing AGM along with the Financial Statements of the Company.

Subsidiaries, Joint Ventures & Associate Companies

As required under the first proviso to sub-section (3) of Section 129 of the Act, a separate statement containing the salient features of the financial statements of the subsidiaries, associates and joint venture companies in **Form AOC 1** is annexed to the Financial Statements and forms part of the Annual Report, which covers the performance and financial position of the subsidiaries, associates and joint venture companies.

The Annual Accounts of the Subsidiary Companies are available on the Company's website at the link: viz. www.punjilloydgroup.com/investors and will also be available for inspection by any member or trustee of the holder of any debentures of the Company at the Registered Office and the Corporate Office. A copy of the above accounts shall

be made available to any member on request.

Ongoing Government Investigation

During the period of CIRP, Company has received regulatory enquiries/notes/summons from various Government Authorities like Serious Fraud Investigation Office (SFIO), Enforcement Directorate (ED), Income Tax Department, Goods and Service Tax (GST), Employee Provident Fund Organisation (EPFO) and lenders have initiated investigation procedures and same has been continuing during the liquidation period as well. Various legal cases by and against the Company are also continuing at various courts of law. Pending outcome of the ongoing investigation/enquiries/litigations no impact of the same has been considered.

Acknowledgement

The Company places on record its sincere appreciation for the committed services put in by the employees of the Company. Your Company would also like to convey their sincere gratitude to the shareholders, debenture holders, bankers, financial institutions, regulatory bodies, clients and other business constituents for their continued co-operation and support.

For Punj Lloyd Limited

(Company Liquidation)

Sd/-

Place: New Delhi

Ashwini Mehra

Date : 16/09/2025

Liquidator

IP Registration No. IBBI/IPA-001/IP- P00388/2017-18/10706

ANNEXURE I- CORPORATE GOVERNANCE REPORT

Company's Philosophy on Corporate Governance

The Corporate Governance Structure of the Company is vested with the Board of Directors ("the **Board**"). The Board is responsible for the management, direction and performance of the Company as well as to provide an independent view of the Company's Management while discharging its objectives.

The members are hereby also informed that the Directors, except Mr. Atul Punj, CFO, CS including other top management personal had resigned from the Company on or before commencement of CIRP i.e. 08 March 2019.

Further, as informed in the Directors Report above, the Company was admitted to the CIRP pursuant to an application filed before the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi ("NCLT/ Adjudicating Authority") by ICICI Bank Limited against the Company, under Section 7 of the Insolvency and Bankruptcy Code, 2016 ("IBC" or "Code") read with the rules and regulations framed thereunder, as amended from time to time. The Hon'ble NCLT vide its order dated 08 March 2019 had admitted the application for the initiation of the CIRP of the Company. Subsequently, the NCLT vide its order dated 22 May 2019 appointed Mr. Ashwini Mehra (IBBI Reg. No: IBBI/PA-001/IP-P00388/2017-18/10706) as the RP of the Company.

With no successful resolution of the Company under CIRP, the Hon'ble NCLT, Principal Bench vide order dated 27 May 2022 (published on 31 May 2022) ("Liquidation Order") approved the Liquidation of the Company as a going concern in accordance with Section 33 of the Code and in terms of the Liquidation Order Mr. Ashwini Mehra (IBBI Reg. No: IBBI/PA-001/IP-P00388/2017-18/10706), erstwhile RP has been appointed as the Liquidator of the Company.

Date of Report

The information provided in the Report on Corporate Governance for the purpose of uniformity is as on March 31, 2019. The Report is updated as on the date of the report wherever applicable.

BOARD OF DIRECTORS

Composition of the Board

As on date, the Board has only one Director. The members are hereby also informed that the Directors, except Mr. Atul Punj, CFO, CS including other top management personal had resigned from the Company on or before commencement of CIRP i.e. 08 March 2019.

Mr. Atul Punj has resigned from the position of Chairman & Managing Director / Director of the Company w.e.f. 20 October 2021 and that he will continue with his position of Group Chief Executive Officer of the Company. His resignation as Chairman & Managing Director/Director was not accepted by the Resolution Professional of the Company as Punj Lloyd was undergoing the CIRP in terms of the IBC and any such change in management of the Punj Lloyd Limited would require the prior approval of the CoC before the RP accepts the same and the CoC did not accept the resignation of Mr. Atul Punj. However, Mr. Punj has filed form DIR 11 with the Registrar of Companies, NCT of Delhi & Haryana towards his resignation as Chairman & Managing Director / Director of the Company.

Further, the Liquidator has filed an application before the Hon'ble NCLT for appointment of new directors, who are employees of the Company for compliances purposes and for addition of their name on the MCA portal, as the Regional Director has rejected the application for appointment of directors in the Company from back end. The application is pending adjudication.

Table 1: Composition of the Board of Directors (Pre CIRP)

Name of Directors	Category
Mr. Atul Punj	Promoter, Executive, Chairperson
Mr. Shiv Punj (Resigned on August 27, 2018)	Executive
Mr. Atul Kumar Jain (Resigned on May 29, 2018)	Executive
Ms. Jyoti Punj (Resigned on August 27, 2018)	Non- Executive
Mr. Phiroz A. Vandrevalla (Resigned on March 08, 2019)	Independent
Mr. Uday Walia (Resigned on March 08, 2019)	Independent
Mr. Rajat Khare (Vacated office on August 11, 2018)	Independent
Mr. Shravan Sampath (Resigned on March 08, 2019)	Independent

Board Meetings

During the year, the Board of the Company met 6 times on April 26, 2018; May 07, 2018; May 30, 2018; August 14, 2018; October 25, 2018 (Adjourned October 27, 2018) and February 06, 2019.

Since the powers of the Board of Directors were suspended w.e.f. 08.03.2019 upon the commencement of the CIRP of the Company and all the directors of the company except Mr. Atul Punj has resigned from the Directorship of the Company, thereafter, no meetings were conducted by the Board of Directors / committee of Board of Directors after 08 March 2019.

DIRECTORS' ATTENDANCE RECORD AND DIRECTORSHIPS**Table 2: Attendance of Directors at Board Meetings during the year, last Annual General Meeting ("AGM") and details of other Directorship and Chairmanship / Membership of Committees of each Director:**

Name of the Director	No. of other Directorships**	No. of Board Level Committee Memberships/Chairmanships in other Indian Public Companies		Attendance Particulars****		
				No. of Board Meetings		Attendance at last AGM
		Member***	Chairman***	Held	Attended	Attended
Mr. Atul Punj	4	2	0	6	5	Yes
Mr. Shiv Punj*	0	1	0	6	1	No
Mr. Atul Kumar Jain*	0	0	0	6	2	No
Ms. Jyoti Punj*	1	0	0	6	3	No
Mr. Phiroz Vandrevalla*	0	0	1	6	6	Yes
Mr. Uday Walia*	0	2	1	6	5	Yes
Mr. Rajat Khare*	0	1	0	6	0	No
Mr. Shravan Sampath*	1	3	1	6	6	Yes

* Mr. Atul Kumar Jain resigned from the Board of Directors of the Company w.e.f. May 29, 2018.

Mr. Rajat Khare vacated the office of Director of the Company w.e.f. August 11, 2018.

Mr. Shiv Punj and Ms. Jyoti Punj resigned from the Board of Directors of the Company w.e.f. August 27, 2018.

Mr. Phiroz Vandrevala, Mr. Uday Walia and Mr. Shravan Sampath resigned from the Board of Directors of the Company w.e.f. March 08, 2019.

** The Directorships held by Directors as mentioned above does not include Punj Lloyd Limited, alternate directorships and directorships in foreign companies, companies registered under Section 8 of the Companies Act, 2013 ("the Act") and Private Limited Companies.

***In accordance with the SEBI Regulations, Memberships/ Chairmanships of only the Audit Committees and Stakeholders Relationship Committee / Shareholders' Investors' Grievance Committees of all public limited Companies (including Punj Lloyd Limited) have been considered.

****Includes attendance, if any, through Video Conferencing facilities, provided to the directors to facilitate participation in the meetings.

BOARD INDEPENDENCE

Prior to CIRP Commencement

In compliance with the SEBI Regulations, half of the Board of Directors of the Company i.e. 4 out of 8 comprised of Independent Directors, prior to the commencement of the CIRP of the Company.

The Company does not have any pecuniary relationship with any non-executive or Independent director except for payment of commission, sitting fee and reimbursement of travelling expenses for attending the Board meetings. No sitting fee is paid for attending the meetings of any Committee.

The details of all remuneration paid or payable to the Directors are given in Table 3.

Post CIRP

All Independent Directors of the Company has resigned on or before the date of CIRP commencement of the Company. Further, the provisions of Regulation 17 of the SEBI (LODR) Regulations are not applicable on the Companies undergoing Corporate Insolvency Process in accordance with IBC.

Table 3: Remuneration to Directors for the year ended March 31, 2019 (Pre- CIRP Period)

(Amount in Rs.)

Name of the Director	Salary	Sitting Fees	Perquisites	Performance Incentive	Deferred Benefits (PF & Superannuation)	Commission	Total
Mr. Atul Punj	0	0	0	0	0	0	0
Mr. Shiv Punj*	0	0	0	0	0	0	0
Mr. Atul Kumar Jain*	0	0	0	0	0	0	0
Ms. Jyoti Punj*	0	1,50,000	0	0	0	0	1,50,000
Mr. Phiroz Vandrevala*	0	2,50,000	0	0	0	0	2,50,000
Mr. Uday Walia*	0	1,50,000	0	0	0	0	1,50,000
Mr. Rajat Khare*	0	0	0	0	0	0	0
Mr. Shravan Sampath*	0	1,50,000	0	0	0	0	1,50,000

* Mr. Atul Kumar Jain has resigned from the Board of Directors w.e.f. May 29, 2018.

Mr. Rajat Khare has vacated the office of Director of the Company w.e.f. August 11, 2018.

Mr. Shiv Punj and Ms. Jyoti Punj have resigned from the Board of Directors w.e.f. August 27, 2018.

Mr. Phiroz Vandrevalla, Mr. Uday Walia and Mr. Shravan Sampath have resigned from the Board of Directors of the Company w.e.f. March 08, 2019.

The details of Current Service Tenure, Notice period and Severance Fees of Executive Directors are given in Table 4.

Table 4: Details of Current Service Tenure, Notice period and Severance Fees of Executive Directors (Pre- CIRP Period):

Name of the Director	Current Tenure and last appointment/re-appointment date	Notice Period / Severance Fees
Mr. Atul Punj	5 years; July 1, 2018	3 Months Notice or Basic Salary in lieu thereof
Mr. Shiv Punj*	5 years; March 25, 2016	-do-
Mr. Atul Kumar Jain**	5 years; August 10, 2016	-do-

* Since resigned from the Board of Directors of the Company w.e.f. August 27, 2018.

** Since resigned from the Board of Directors of the Company w.e.f. May 29, 2018.

As on April 01, 2018, there were no outstanding stock options issued to any Director of the Company except 4,00,000 stock options granted to Mr. Atul Kumar Jain on February 11, 2016 (who was appointed as Director w.e.f. August 10, 2016) entitling him to apply for 4,00,000 equity share of Rs.2/- each at a price of Rs. 2/- per share on expiry of the vesting period of one year from the date of grant. The above stock options are to be exercised within five years from the date of vesting.

Mr. Atul Kumar Jain didn't exercise any stock options issued to him. No stock options were issued to any Director of the Company during the year.

The Board of Directors of the Company has satisfied itself that plans are in place for orderly succession for appointments to the Board and to senior management.

SHARES AND CONVERTIBLE INSTRUMENTS HELD BY NON-EXECUTIVE DIRECTORS

Details of the shares of the Company held by Non-Executive Directors are given in Table 5.

Table 5: Details of Shares held by Non-Executive Directors as on March 31, 2019

Name of the Director	No. of Shares held (face value of Rs. 2 each)
Ms. Jyoti Punj*	4,00,000
Mr. Phiroz Vandrevala**	5,000
Mr. Uday Walia**	Nil
Mr. Shravan Sampath**	Nil
Mr. Rajat Khare***	Nil

* Since resigned from the Board of Directors of the Company w.e.f. August 27, 2018.

** Since resigned from the Board of Directors of the Company w.e.f. March 08, 2019.

*** Vacated office of Director of the Company w.e.f. August 11, 2018.

Independent Directors

Mr. Phiroz Vandrevala, was appointed as Independent Director of the Company for a period of five years with effect from August 04, 2014 at the AGM held on August 04, 2014. Mr. Uday Walia, Mr. Rajat Khare and Mr. Shravan Sampath were appointed as Independent Directors of the Company for a period of five years with effect from September 25, 2015; May 20, 2016 and May 27, 2016, respectively at the AGM held on August 10, 2016.

Terms and conditions of appointment of Independent Directors have been disclosed on the website of the Company.

None of the Independent Directors serve in more than seven listed Companies, nor any Independent Director, who is a Whole Time Director in any other Company, serves as Independent Director in more than 3 listed Companies.

All Independent Directors of the Company has resigned on or before the date of CIRP commencement of the Company. Further, the provisions of Regulation 17 of the SEBI (LODR) Regulations are not applicable on the Companies undergoing Corporate Insolvency Process in accordance with IBC.

Further, the powers of the Board of Directors was suspended w.e.f. 08.03.2019 upon the commencement of the CIRP of the Company and the same was vested with the RP. Further, vide order dated 22 May 2022, passed by the Hon'ble NCLT, the liquidation of the Company on a going concern basis started. Furthermore, in accordance with the provisions of Section 34 of the IBC, during the liquidation process, the powers of the Board of Directors and KMP of the Company ceased to exist and the same is vested with the Liquidator. The management and operations of the Company is managed by the Liquidator with the support of the senior management and staff of the Company.

Separate meetings of the Independent Directors

The Independent Directors met on May 7, 2018 and May 30, 2018, without the attendance of Executive Directors and members of management. All the Independent Directors were present in the meetings except Mr. Rajat Khare (Not attended both the meetings) and Mr. Uday Walia (not attended meeting held on May 30, 2018).

The Independent Directors in the said meeting had, inter-alia:

- reviewed the performance of non-Independent directors and the Board as a whole;
- reviewed the performance of the Chairman and Managing Director of the Company, taking into account the views of executive directors and non-executive directors;

iii. assessed the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

All Independent Directors of the Company has resigned on or before the date of CIRP commencement of the Company. Further, the provisions of Regulation 17 of the SEBI (LODR) Regulations are not applicable on the Companies undergoing Corporate Insolvency Process in accordance with IBC.

Familiarization Programmes for Independent Directors

All Independent Directors of the Company has resigned on or before the date of CIRP commencement of the Company. Further, the provisions of Regulation 17 of the SEBI (LODR) Regulations are not applicable on the Companies undergoing Corporate Insolvency Process in accordance with IBC.

COMMITTEES OF THE BOARD

Post CIRP Period

The provisions as specified in Regulations 18 (Audit Committee), Regulation 19 (Nomination and Remuneration Committee), Regulation 20 (Stakeholder's Relationship Committee) and Regulation 21

(Risk Management Committee) under SEBI (LODR) Regulations, 2015 shall not be applicable during the Insolvency Resolution Process / Liquidation Process in respect of a listed entity which is undergoing corporate insolvency resolution process/Liquidation Process under the IBC. The company had the following committee during the period prior to the commencement of the CIRP, however due to resignation of all Directors of the Company except Mr. Atul Punj on or prior to the commencement of the CIRP of the Company i.e., 08 March 2019, no meetings were held:

1. Audit Committee of the Board
2. Nomination and Remuneration Committee
3. Stakeholders Relationship Committee
4. CSR Committee
5. Risk Management Committee

Pre CIRP-Period

Audit Committee

The particulars of Composition, Meetings and Attendance records of the Audit Committee are given in Table 6.

Table 6: Particulars of Composition, Meetings and Attendance records of Audit Committee (Pre-CIRP Period):

Name of the Members	Status	Category	No. of Meetings Attended	Dates on which Meetings Held
Mr. Phiroz Vandrevale*	Chairman	Independent	4 out of 4	May 30, 2018; August 14, 2018; October 25, 2018 (Adjourned October 27, 2018) and February 06, 2019
Mr. Atul Punj	Member	Executive	4 out of 4	
Mr. Shravan Sampath*	Member	Independent	4 out of 4	
Mr. Rajat Khare**	Member	Independent	0 out of 4	

* Since resigned from the Board of Directors of the Company w.e.f. March 08, 2019.

** Vacated office of Director w.e.f. August 11, 2018.

The Audit Committee assisted the Board in its responsibility for overseeing the quality and integrity of the accounting, auditing and reporting practices of the Company and its compliance with the legal and regulatory requirements. Mr. Phiroz Vandrevale had accounting or related financial management expertise and all other members

of the Audit Committee are financially literate.

The Chief Financial Officer and representatives of the Statutory Auditors and Internal Auditor are regularly invited by the Audit Committee to its meetings. Mr. Dinesh Thairani, Company Secretary was the Secretary to the Audit Committee till 8th March, 2019.

The constitution of the Audit Committee meets the requirements of relevant provisions of the Act as well as that of the SEBI Regulations.

The Committee had such powers and rights as are prescribed under the provisions of the SEBI Regulations and the Act and the rules made there under, as notified or may be notified from time to time.

Nomination and Remuneration Committee

The particulars of Composition, Meetings and Attendance records of the Nomination and Remuneration Committee prior to the commencement of the CIRP are given in Table 7.

Table 7: Particulars of Composition and attendance records of Nomination and Remuneration Committee (Pre- CIRP Period)

Name of the Members	Status	Category	No. of Meetings		Date on which Meetings Held
			Held	Attended	
Mr. Phiroz Vandrevala*	Chairman	Independent	1	1	October 25, 2018
Mr. Uday Walia*	Member	Independent	1	1	
Mr. Sharvan Sampath*	Member	Independent	1	1	

* Since resigned from the Board of Directors of the Company w.e.f. March 08, 2019.

Evaluation Criteria for Performance Evaluation of Executive Directors, Non-Executive/ Independent Directors, Committee of the Board and the Board as a whole

Due to resignation of all the Directors of the Company, except Mr. Atul Punj, no formal annual performance evaluation of the Board of Directors, its Committee and Individual Directors has taken place. Further, the provisions of Regulation 20 (Stakeholder's Relationship Committee) are not applicable on the Company, as it is undergoing insolvency process in accordance with the provisions of the IBC.

Stakeholders' Relationship Committee Cum Shareholders' / Investors' Grievance Committee

The particulars of Composition, Meetings and Attendance records of the Stakeholders' Relationship Committee cum Shareholders'/ Investors' Grievance Committee prior to the CIRP period are given in Table 8.

Table 8: Particulars of Composition and Attendance records of Stakeholders' Relationship Committee cum Shareholders' / Investors' Grievance Committee (Pre-CIRP Period)

Name of the Members	Status	Category	No. of Meetings		Date on which Meetings held
			Held	Attended	
Mr. Uday Walia*	Independent	Chairman	1	1	October 25, 2018
Mr. Atul Punj	Promoter, Executive	Member	1	1	

* Since resigned from the Board of Directors of the Company w.e.f. March 08, 2019.

During the year 2018-19, the Company received a total of 15 queries/complaints from various shareholders relating to non-receipt of dividend, Annual Report, and share certificates etc. The same were attended to the satisfaction of the shareholders. At the end of the year on March 31, 2019, no complaint was pending. Mr. Dinesh Thairani was the Compliance Officer of the Company till March 08, 2019. Subsequently, the RP under the directions of the CoC

appointed Mr. Dinesh Kumar as the Company Secretary and compliance officer. Mr. Dinesh Kumar also resigned from the Company on 14 November 2024 and subsequently, the Liquidator appointed Mr. Adish Swaroop as the Company Secretary and Compliance Officer of the Company on 04 November 2024

Code of Conduct

The Board of Directors of the Company had adopted the Code of Conduct for Directors and Senior Management Personnel. The Code is applicable to Executive and Non-Executive Directors as well as Senior Management Personnel. As per the SEBI Regulations, the duties of Independent Directors have been suitably incorporated in the said Code as laid down in the Act. A copy of the code is available on Company's website at the following link: <http://punjlloydgroup.com/investors>.

Subsidiary Companies

As per the SEBI Regulations, a 'Material Subsidiary' means a subsidiary, whose income or net worth (i.e. paid up capital and free reserves) exceeds 20% of the consolidated income or net worth respectively, of the listed holding Company and its subsidiaries in the immediately preceding accounting year.

However, as per the Company's policy on 'Material Subsidiaries', in case the consolidated net worth of the Company and its subsidiaries is negative, the 'Material Unlisted Indian Subsidiary' shall mean an unlisted Indian Subsidiary whose income exceeds twenty percent of the consolidated income of the Company and its subsidiaries in the immediately preceding accounting year. The policy for determining material subsidiaries has been disclosed on the Company's website at the following link: <http://punjlloydgroup.com/investors>.

The Company does not have any material unlisted Indian subsidiary Company and hence, it is not required to have an Independent Director of the Company on the Board of any subsidiary Company.

MANAGEMENT

Management Discussion and Analysis

This Annual Report has a detailed section on Management Discussion and Analysis.

Disclosures by Management to the Board

Not applicable as the Company is undergoing liquidation.

Disclosure of Accounting Treatment in Preparation of Financial Statements

The Company has followed the guidelines on accounting standards laid down by the Institute of Chartered Accountants of India (ICAI) in preparation of its financial statements.

Related Party Transactions

The Company has formulated a policy on materiality of Related Party Transactions and dealing with Related Party Transactions and the same has been disclosed on the Company's website at the following link: <http://punjlloydgroup.com/investors>.

All related party transactions including those transactions of repetitive in nature requiring omnibus approval are placed before the Audit Committee for approval.

The details of related party transactions entered into by the Company pursuant to each Omnibus approval given, are reviewed by the Audit Committee

Related Party Disclosures as required under the SEBI Regulations are given in the notes to the Financial Statements.

Whistle-Blower Policy

The Company has in place a vigil mechanism in the form of Whistle Blower Policy. It aims at providing avenues for

employees to raise complaints and to receive feedback on any action taken and seeks to reassure the employees that they will be protected against victimization and for any whistle blowing conducted by them in good faith. The policy is intended to encourage and enable the employees of the Company to raise serious concerns within the organization rather than overlooking a problem or handling it externally. The Company is committed to the highest possible standard of openness, probity and accountability. It contains safeguards to protect any person who uses the Vigil Mechanism (whistle blower) by raising any concern in good faith. The Company does not tolerate any form of victimization and take appropriate steps to protect a whistle blower that raises a concern in good faith and treats any retaliation as a serious disciplinary offence that merits disciplinary action. The Company protects the identity of the whistle blower if the whistle blower so desires, however the whistle blower needs to attend any disciplinary hearing or proceedings as may be required for investigation of the complaint. The mechanism provides for a detailed complaint and investigation process. If circumstances so require, the Liquidator of the Company for raising any concerns.

Mr. Dinesh Thairani, Company Secretary of the Company was the Compliance Officer till March 08, 2019. Subsequently, the RP under the directions of the CoC appointed Mr. Dinesh Kumar as the Company Secretary and compliance officer. Mr. Dinesh Kumar also resigned from the Company on 14 November 2024 and subsequently, the Liquidator appointed Mr. Adhish Swaroop as the Company Secretary and Compliance Officer of the Company on 15 November 2024. The confidentiality of those reporting violations is maintained and they are not subjected to any discriminatory practice.

Code of Conduct to Regulate, Monitor and Report trading by insiders and code of Practices and Procedures for fair Disclosure of unpublished price Sensitive Information

Pursuant to the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, (the Regulations), which replace the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992, the Company has laid down a code of conduct for regulation, monitoring and reporting of insider trading by employees of the Company, including directors and other “connected persons” (as defined in the Regulations), Liquidator, in relation to the securities of the Company (the Code). The Code clearly specifies the guidelines and procedures to be followed and disclosures to be made, while dealing with shares of the Company and cautioning of the consequences of violations. The code clearly specifies, among other matters, that Directors and specified employees of the Company and other “connected persons can trade in the shares of the Company only during ‘Trading Window Open Period’. The trading window is closed at the time of declaration of results, dividend and material events, as per the Code. Currently, the trading of the shares of the Company on both Stock Exchanges is suspended since November 2022.

Mr. Dinesh Thairani, Company Secretary, was the Compliance Officer of the Company till March 08, 2019. Subsequently, the RP under the directions of the CoC appointed Mr. Dinesh Kumar as the Company Secretary and compliance officer. Mr. Dinesh Kumar also resigned from the Company on 14 November 2024 and subsequently, the Liquidator appointed Mr. Adhish Swaroop as the Company Secretary and Compliance Officer of the Company on 15 November 2024.

Further pursuant to the above Regulations, the Company has formulated a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information. The Company will adhere to the principles for fair disclosure of unpublished price sensitive information as laid down in the above code without diluting the provisions of the Regulations, as applicable in any manner.

SHAREHOLDERS

Re-Appointment of Directors

All Independent Directors of the Company resigned w.e.f. March 08, 2019 (CIRP Commencement date) and the strength of the Board fell below the minimum number of Directors required to be appointed in the Company under the relevant provisions of the Companies Act, 2013, as amended. There are no directors as on date eligible for Re-appointment. Further, the provisions of Regulation 17 (Board of Directors) of the SEBI (LODR) Regulations are not applicable on the Company, as it is undergoing Insolvency Process pursuant to the IBC.

Communication to Shareholders

The Company provide update on the earlier CIRP process and ongoing liquidation process on the website of

the Company as well as on both Stock Exchanges.

Scores

The Company has enrolled itself for SEBI Complaints Redress System (SCORES), a centralized web based complaints redress system with 24 x 7 access. It allows online lodging of complaints at anytime from anywhere. An automated e-mail acknowledging the receipt of the complaint and allotting a unique complaint registration number is generated for future reference and tracking. The Company uploads an Action Taken Report (ATR) so that the investor can view the status of the complaint online. All complaints are saved in a central database which generates relevant MIS reports to SEBI.

Investor Grievances & Shareholder Redressal

The Company has appointed a Registrar and Share Transfer Agent, M/s. Kfin Technologies Private Limited, which is fully equipped to carry out share transfer activities and redress investor complaints. Mr. Adhish Swaroop, Company Secretary is the Compliance Officer for Redressal of all shareholders' grievances.

Details of Non-Compliance by the Company

The Company has complied with all the requirements of regulatory authorities. No penalties/ strictures were imposed on the Company by Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years till 31 March 2019, except the following:

1. All directors of the Company except Mr. Atul Punj have resigned from the directorship of the Company on or prior to the commencement of the CIRP of the Company. Accordingly, the strength of the Board fell below the minimum number of Directors required to be appointed in the Company under the relevant provisions of the Companies Act, 2013, as amended.
2. BSE and NSE had imposed fine for non-appointment of a woman director within the stipulated time period prescribed under SEBI (LODR) Regulations, 2015 and the company has duly paid the fine amount during the Financial Year 2018-19.
3. The Company has not disclosed the audited financial statements for the FY 2018-19 within the stipulated timelines as provided in the Companies Act, 2013 and SEBI (LODR) Regulations.
4. The Company has failed to convene the Annual General Meeting for the FY 2018-19 within the stipulated period as provided in the Companies Act, 2013.
5. The Company has failed to disclose the quarterly results for the quarter ended 31 March 2019.

COMPLIANCE

Mandatory Requirements

The Company is fully compliant with the applicable mandatory requirements of corporate governance as stipulated in the SEBI Regulations.

A Certificate from M/s. Kashyap Sikdar & Co., Statutory Auditors, confirming compliance with the conditions of the Corporate Governance as stipulated under the SEBI Regulations, is attached to the Directors' Report forming part of the Annual Report.

Non - Mandatory Requirements

The details of compliance of the non-mandatory requirements are listed below.

Non Executive Chairman's Office

Not applicable as the Company is undergoing liquidation under IBC.

Shareholder Rights - Furnishing of Half-Yearly Results

Details of the shareholders' rights in this regard are given in the section 'Communication to Shareholders'.

Audit Qualifications

The observations of the Auditors have been fully explained and forms part of the Annual Report.

The Company continues to adopt appropriate best practices in order to ensure unqualified Financial Statements.

Separate Posts of Chairman and CEO

Not applicable as the Company is undergoing liquidation under IBC.

Reporting of Internal Auditor

The Company has not appointed any Internal Auditor.

SHAREHOLDER INFORMATION

General Body Meetings

The date, time and venue of the last three Annual General Meetings are given in Table 10.

Table 10: Details of last three Annual General Meetings

Financial Year	Date	Time	Venue	No. of Special Resolutions Passed
2015-16	August 10, 2016	10.30 A.M.	Air Force Auditorium, Subroto Park, New Delhi 110010	2
2016-17	September 21, 2017	10.30 A.M.	Kamani Auditorium, 1, Copernicus Marg, New Delhi - 110001	1
2017-18	September 28, 2018	10.30 A.M.	Kamani Auditorium, 1, Copernicus Marg, New Delhi - 110001	1

Annual General Meeting 2019

Date	29 October 2025
Venue / Mode	VC / OAVM
Time	11.30 A.M.
Book Closure	October 22, 2025 to October 29, 2025

Calendar of Financial year ended March 31, 2019

The meetings of Board of Directors for approval of Quarterly Financial Results during the Financial Year ended March 31, 2019 were held on the following dates:

First Quarter	August 14, 2018
Second Quarter	October 27, 2018
Third Quarter	February 06, 2019
Fourth Quarter and Annual	None as the Company was admitted to CIRP on 08 March 2019

Tentative Calendar for Financial Year ending March 31, 2020

All directors of the Company except Mr. Atul Punj have resigned from the directorship of the Company on or before CIRP commencement date of the Company. Hence, no meeting of the Board of Directors was convened post CIRP commencement.

Listing Details

Name of Stock Exchange	Stock code / Trading Symbol
BSE Limited (BSE)	532693
National Stock Exchange of India Ltd. (NSE)	PUNJLLOYD
ISIN	INE701B01021

Listing Fees

Annual listing fees for the year 2019-20 has been paid by the Company to the Stock Exchanges.

Depository Fees

Annual Custody /Issuer fees for the year 2019-20 to Central Depository Services (India) Limited (CDSL) and National Securities Depositories Limited (NSDL) have been paid.

Debt Securities

1. Listing on Wholesale Debt Market (WDM) on BSE
2. Debenture Trustee : IDBI Trusteeship Services Limited

STOCK DATA

Trading in the Company's equity shares on both the NSE and BSE were suspended from trading effective 07 October 2022.

Table 11 below gives the monthly high and low prices and volumes of Company's (Punj Lloyd) equity shares at BSE Limited (BSE) and the National Stock Exchange Limited (NSE) for the year 2018-19.

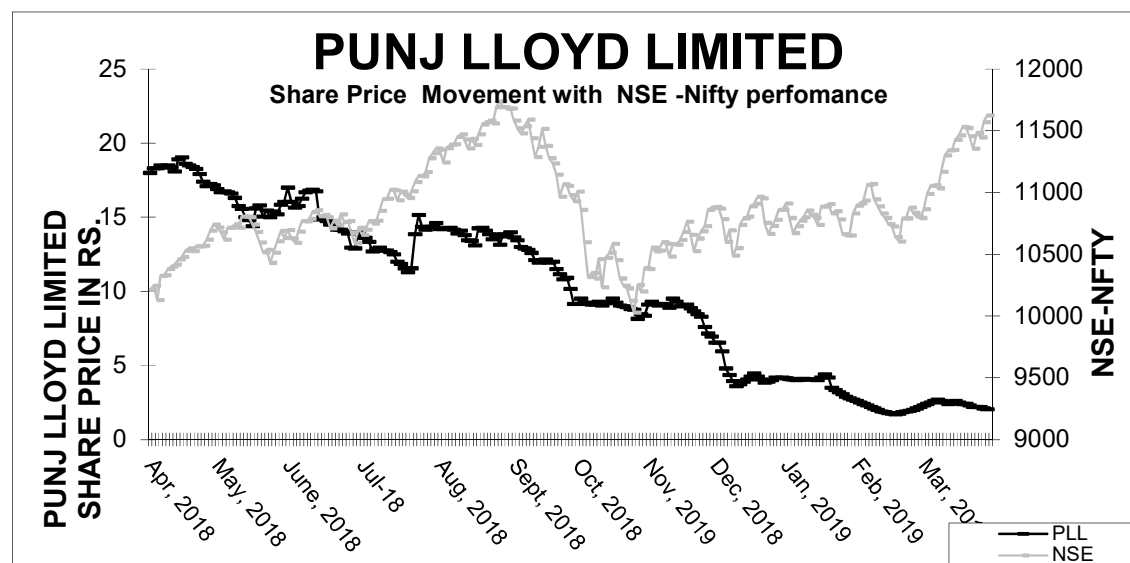
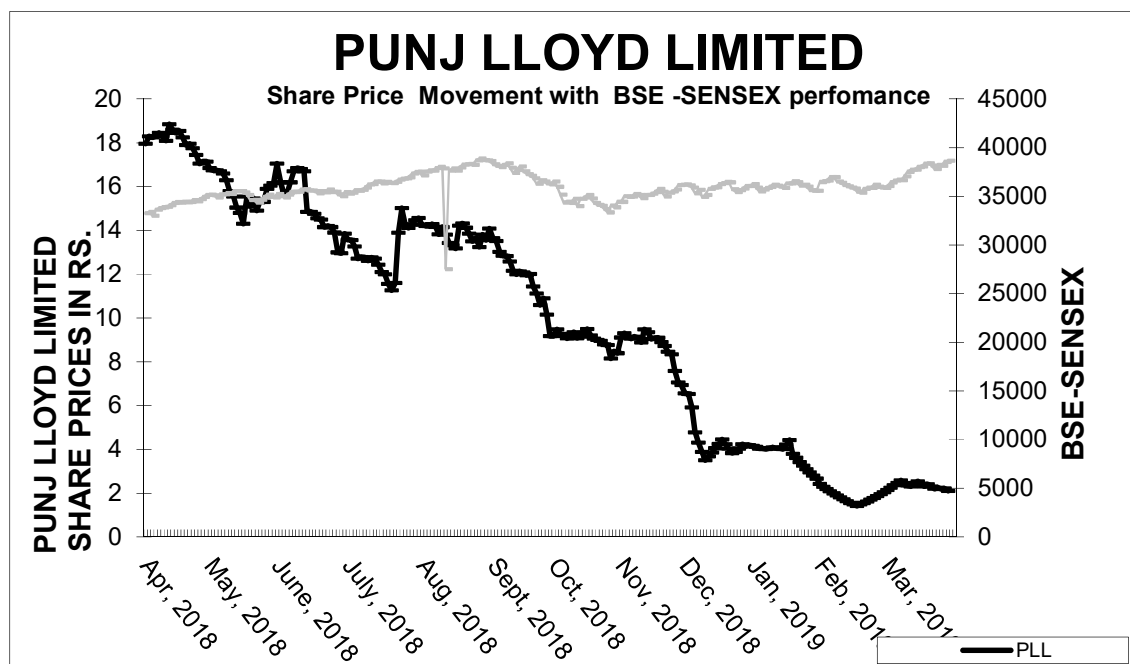
Table 11: High and Low Prices and Trading Volumes at the BSE and NSE

Month	BSE (in Rs. Per Share)			NSE (in Rs. Per Share)		
	High	Low	Volume (Nos.)	High	Low	Volume (Nos.)
April, 2018	20.00	16.90	34,48,161	19.40	17.00	2,13,03,119
May, 2018	19.10	14.10	42,73,152	19.20	14.05	2,25,17,117
June, 2018	18.65	12.55	52,59,318	18.70	12.50	2,79,55,873
July, 2018	15.99	9.50	51,48,454	16.30	9.35	2,57,46,589
August, 2018	15.16	12.58	35,58,439	15.25	12.50	2,25,87,196
September, 2018	14.20	9.10	20,72,400	14.15	9.05	1,28,09,387
October, 2018	9.99	7.98	18,24,552	10.00	7.90	1,11,18,251
November, 2018	9.90	6.80	19,63,372	9.95	6.85	1,20,81,790
December, 2018				7.05		

	7.01	3.51	2,12,36,320		3.50	7,46,16,485
January, 2019	4.65	2.54	1,44,99,104	4.60	2.70	2,83,67,739
February, 2019	2.42	1.35	4,21,30,116	2.60	1.65	6,38,72,086
March, 2019	2.71	2.09	1,00,45,630	2.70	2.00	2,08,39,350

Source: BSE and NSE website

Stock Performance



Share Transfer Agents and Share Transfer and Demat System

The Company registers share transfers through its share transfer agents, whose details are given below.

Kfin Technologies Private Limited

Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032. Tel.: +91-40-67161577 Fax: +91-40-23420814 E-mail: ganesh.patro@kfintech.com.

In compliance with the SEBI circular dated December 27, 2002, requiring share registry in terms of both physical and electronic mode to be maintained at a single point, Punj Lloyd has established connections with National Securities Depositories Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the two depositories, through its Share Transfer Agent.

Shares received in physical form are processed and the share certificates are returned within 10 to 15 days from the date of receipt, subject to the documents being complete and valid in all respects.

The Company's equity shares are under compulsory dematerialized trading. Shares held in the dematerialized form are electronically held with the Depositories. The Registrar and Share Transfer Agent of the Company periodically receives data regarding the beneficiary holdings, so as to enable them to update their records and send all corporate communications, etc.

As on March 31, 2019, there were 2,85,401 shareholders holding 33,55,95,745 equity shares of Rs.2/- each. In electronic form the number of shares held were 33,55,74,072 which constitutes 99.99% of the total paid up share capital of the Company.

The Company obtains half-yearly certificate of compliance from a Company Secretary in Practice, with regard to the share transfer formalities as required under SEBI Regulations and files the same with the Stock Exchanges.

There are no legal proceedings against the Company on any share transfer matter. Table 12 gives details about the nature of complaints and their status as on March 31, 2019.

Table 12: Number and nature of complaints for the year 2018-19:

Particulars	Non-Receipt of Share Certificates	Non-Receipt of Dividend	Others (Non-Receipt of Annual Reports/ Non Receipt of Demat Credit, etc.)	Total
Received during the year	4	7	4	15
Attended during the year	4	7	4	15
Pending as on March 31, 2019	0	0	0	0

Green Initiative

The Ministry of Corporate Affairs (MCA) had undertaken a "Green Initiative in Corporate Governance" by allowing paperless compliances by Companies, whereby companies have been permitted to send various notices/ documents to its shareholders through electronic mode to the registered e-mail addresses of shareholders. The Companies Act, 2013 also allows the Company to send various notices/ documents to its shareholders through electronic mode to the registered e-mail addresses of shareholders.

Securities and Exchange Board of India (SEBI) have also, in line with the aforesaid MCA initiatives, permitted listed entities to supply soft copies of Annual Reports to all those shareholders who have registered their e-mail addresses for the purpose.

In view of the Green Initiatives announced as above, the Company shall send all documents to Shareholders like General Meeting Notices (including AGM), Annual Reports comprising Audited Financial Statements, Report to the Shareholders, Auditors' Report and any other future communication (hereinafter referred as "documents") in electronic form, in lieu of physical form, to all those shareholders, whose e-mail address is registered with Depository Participant (DP)/ Registrars & Share Transfer Agents (RTA) (hereinafter 'registered e-mail address') and made available to us, which has been deemed to be the shareholder's registered e-mail address for serving documents.

To enable the servicing of documents electronically to the registered e-mail address, we request the shareholders to keep their e-mail addresses validated/ updated from time to time. We wish to reiterate that Shareholders holding shares in electronic form are requested to please inform any changes in their registered e-mail address to their DP from time to time and Shareholders holding shares in physical form have to write to our Registrar and Share Transfer Agent, at their specified address, so as to update their registered e-mail address from time to time.

Please note that the Annual Report of the Company will also be available on the Company's website www.punjilloydgroup.com for ready reference. Shareholders are also requested to take note that they will be entitled to be furnished, free of cost, the aforesaid documents, upon receipt of request from the shareholder, any time, as a member of the Company.

Transfer of unpaid/ unclaimed amounts to Investor Education and Protection Fund

During the year, the Company has credited Rs.7,80,971/- (Rupees Seven Lacs Eighty Thousand Nine Hundred Seventy One Only) lying in the unpaid/ unclaimed dividend account, to the Investor Education and Protection Fund pursuant to Section 205C of the Companies Act 1956 (corresponding to Section 124(5) of the Companies Act, 2013) read with the Investor Education and Protection Fund (Awareness and Protection of Investors) Rules, 2001. Further Pursuant to the applicable provisions of the Companies Act, 2013, read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('the Rules'), as amended, the Company is required to transfer all unpaid or unclaimed dividends after expiry of seven years period from the date of declaration of the dividend into the Investor Education Protection Fund (IEPF) established by the Government of India. Accordingly, the Company has transferred the unclaimed and unpaid dividends amounting to Rs.7,80,971/- (Rupees Seven Lacs Eighty Thousand Nine Hundred Seventy One Only) for the Financial Year 2010-11 into IEPF account.

Equity Shares corresponding to Unpaid/ Unclaimed Dividend and Equity Shares held in Suspense Account.

Pursuant to the applicable provisions of the Companies Act, 2013, read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('the Rules'), as amended, the equity shares on which dividend has not been paid or claimed by the shareholders for seven consecutive years or more shall also be transferred to the Demat account of the IEPF Authority. Accordingly, the Company has transferred 6,82,727 equity shares to the Demat account of IEPF.

Shareholding Pattern and Distribution

Tables 13 and 14 gives the shareholding pattern and distribution.

Table 13: Shareholding Pattern as on March 31, 2019

Category		As on March 31, 2019	
		Total No. of Shares	Percentage
A.	Shareholding of Promoter and Promoter Group		
a.	Indian Promoters	3,00,65,746	8.96
b.	Foreign Promoters	1,62,86,984	4.85
	Total Shareholding of Promoter and Promoter Group	4,63,52,730	13.81
B.	Public Shareholding		

1.	Institutions		
a.	Mutual Funds / UTI	NIL	N.A.
b.	Foreign Portfolio Investors	6,98,160	0.21
c.	Banks / Financial Institutions	2,01,64,185	6.01
2.	Non-Institutions		
a.	Bodies Corporate	3,06,97,491	9.15
b.	Resident Individuals	22,66,01,614	67.52
c.	NBFCs Registered with RBI	1,35,635	0.04
3.	Others		
a.	Non Resident Indians	87,46,602	2.61
b.	Trusts	48,750	0.01
c.	Clearing Members	11,34,862	0.34
d.	Foreign National	NIL	N.A.
e.	IEPF	10,15,716	0.30
	Total Public Shareholding	28,92,43,015	86.19
C.	Shares held by Custodians and against which Depository Receipts have been issued		
a.	Promoter and Promoter Group	NIL	N.A.
b.	Public	NIL	N.A.
Grand Total:		33,55,95,745	100.00

Table 14: Distribution of shareholding by share class as on March 31, 2019

Sl. No.	Shareholding Class	No. of shareholders	% of shareholders	No. of shares held	Shareholding %
1	1 - 5,000	2,81,255	95.12	8,11,28,441	24.17
2	5,001 - 10,000	7,462	2.52	2,78,82,439	8.31
3	10,001 - 20,000	3,735	1.26	2,80,89,960	8.37
4	20,001 - 30,000	1,174	0.40	1,47,06,472	4.38
5	30,001 - 40,000	622	0.21	1,12,01,849	3.34
6	40,001 - 50,000	356	0.12	81,56,055	2.43
7	50,001 - 1,00,000	642	0.22	2,32,44,268	6.93
8	1,00,001 and above	449	0.15	14,11,86,261	42.07

Total:	2,95,695	100.00	33,55,95,745	100.00
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Plant Locations

The Company is engaged in providing integrated design, engineering procurement, construction and project management services for energy and infrastructure sector. The projects are executed at the sites provided by the clients. The Company had a Central workshop situated at Banmore, Madhya Pradesh for carrying out repair and maintenance of construction equipment. For its defence business and for precision machining and systems integration, the Company has a machining and integration facilities at Plot No. Part of L1, Industrial Area, Ghirongi, Malanpur, Dist. Bhind, Madhya Pradesh. The Central workshop of the Company in Banmore has been sold in the e-auction conducted by the Liquidator in March 2024, in accordance with the IBC and Liquidation Regulations and the sale proceeds received from the sale of same has been distributed amongst the stakeholders in the waterfall mechanism as provided in Section 53 of the IBC.

Investor Correspondence Address

Company	Mr. Adhish Swaroop Compliance Officer Punj Lloyd Limited NBCC Plaza, Tower 2, Second Floor, Pushp Vihar Sector – 5, New Delhi – 110017 Mobile : 8882235461 E-mail: investors@punjlloyd.com
Registrars	Mr. K. S. Reddy Assistant General Manager Kfin Technologies Limited Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032. Tel.: +91-40-67161577; Fax: +91-40-23420814 E-mail: laxman.s@karvy.com
Debenture Trustee	IDBI Trusteeship Services Limited Asian building, Ground Floor, 17, R. Kamani Marg, Ballard Estate, Mumbai - 400 001
Depositories	National Securities Depository Limited Trade World, 4 th Floor, Kamala Mills Compound, Senapati Bapat Marg Lower Parel, Mumbai 400013 Tel.: +91-22-24994200; Fax: +91-22-24976351 E-mail: info@nsdl.co.in
	Central Depository Services (India) Limited Phiroze Jeejeebhoy Towers, 17 th Floor, Dalal Street, Mumbai -400 001 Tel.: +91-22-22723333; Fax: +91-22-22723199 E-mail: investors@cdslindia.com

For Punj Lloyd Limited

(Company under Liquidation)

Sd/-

Place: New Delhi

Ashwini Mehra

Date : 16/09/2025

Liquidator

IP Registration No. IBBI/IPA-001/IP- P00388/2017-18/10706

INDEPENDENT AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of Punj Lloyd Limited

We have been engaged by Punj Lloyd Limited ("the Company"), having its registered office at 17-18 Nehru Place, New Delhi-110019, to certify the compliance of conditions of Corporate Governance by the Company, for the year ended March 31, 2019, as per Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and paragraphs C,D and E of Schedule V of the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("the Listing Regulations").

Management's Responsibility

The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.

The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

Auditors' Responsibility

Our responsibility is to examine the records produced before us, and provide an assurance in the form of a certificate on compliance with the conditions of Corporate Governance as stipulated in the Listing Regulations. We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance issued by the Institute of Chartered Accountants of India ("ICAI").

Our work was limited to the review of the minutes books maintained up to initiation of the Corporate Insolvency Resolution Process ("CIRP") on March 08, 2019 and the quarterly compliance reports filed up to the third quarter of FY 2018-19, as made available to us. Further, the secretarial audit for the year ended March 31, 2019 which was conducted in the year 2025, has made observations regarding various non-compliances. Also, the statutory audit of financial statements was conducted in 2025, i.e., after a considerable time lag, due to which we are unable to verify whether the decisions recorded in meetings were subsequently implemented, or whether such implementation was in line with due approvals.

Corporate Insolvency Resolution Process and Liquidation

The Company was admitted to the CIRP pursuant to an application filed before the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi ("NCLT/ Adjudicating Authority") by ICICI Bank Limited against Punj Lloyd Limited, under Section 7 of the Insolvency and Bankruptcy Code, 2016 ("Code") read with the rules and regulations framed thereunder, as amended from time to time. The Hon'ble NCLT vide its order ("Admission Order") dated March 08, 2019 ("Insolvency Commencement Date") admitted the application for initiation of CIRP of the Company.

Subsequently, the NCLT vide its order dated May 22, 2019 appointed Mr. Ashwini Mehra (IBBI Reg. No: IBBI/IPA-001/IP-P00388/2017-18/10706) as the Resolution Professional ("RP") of the Company. During CIRP, a resolution plan was received but was not approved by the Committee of Creditors ("CoC"). In its meeting held on March 30, 2021, the CoC recommended that the liquidator should first explore sale of the Company as a going concern under Regulation 32(e) of the Insolvency and Bankruptcy Board of India (Liquidation Process) Regulations, 2016 ("Liquidation Regulations") or sale of business of Company as a going concern under Regulation 32(f) of Liquidation Regulations. The CoC also suggested that a scheme of arrangement under Section 230 of the Companies Act, 2013 should be run simultaneously, in the interest of time.

Based on this decision, the RP filed an application under Section 33 of the Code on April 01, 2021 for liquidation of the Company as a going concern. The Hon'ble NCLT, Principal Bench, vide its order dated May 27, 2022 (published on May 31, 2022) ("Liquidation Order"), approved the liquidation of the Company as a going concern in accordance with Section 33 of the Code, and appointed Mr. Ashwini Mehra, erstwhile RP, as the Liquidator of the Company.

Disclaimer of Opinion

Because of the matters described above, including (i) initiation of CIRP from March 2019, followed by liquidation from May 2022; (ii) Qualified Secretarial Audit Report for FY 2018-19; (iii) significant time gap between the relevant financial year and the conduct of our audit procedures; and (iv) inability to verify implementation of Board/Committee decisions, we are unable to obtain sufficient and appropriate evidence to provide a basis for expressing an opinion on the Company's compliance with the conditions of Corporate Governance as stipulated in the Listing Regulations.

Accordingly, we do not express an opinion on the Company's compliance with the conditions of Corporate Governance for the year ended March 31, 2019.

Restriction on Use

This certificate is issued solely for the purpose of compliance with the aforesaid Regulations and may not be suitable for any other purpose.

For KASHYAP SIKDAR AND COMPANY
Chartered Accountants
FRN: 0016253N

Sd/-

Place:-New Delhi
Date: 16/09/2025
UDIN: 25089003BMNZTP6189

Arunava Sikdar
(PARTNER)
Membership No.:089003

Corporate Social Responsibility Report (CSR)

Format for the Annual Report on CSR Activities to be included in the Board's Report

S. No.		
1	A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.	Company's CSR policy is focused on enhancing the lives of the local community in which it operates. The CSR Policy is available on the website of the Company at the following link: http://punjlloydgroup.com/investors
2	The Composition of the CSR Committee (Pre CIRP Period)	Mr. Atul Punj (Executive Director, Chairman of the Committee), Mr. Shiv Punj (Executive Director), Mr. Uday Walia (Independent Director)
3	Average net profit/(loss) of the Company for last three financial years (Rs. in Crores)	(858.51)
4	Prescribed CSR Expenditure (two per cent of the amount as in item 3 above)	Nil
5	Details of CSR spent during the financial year	Nil
a	Total Amount to be spent for the financial year	Nil
b	Amount unspent	NA
c	Manner in which the amount spent during the financial year is detailed below	

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S. No.	CSR project or activity identified.	Sector in which the project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or Programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Subheads: (1) Direct expenditure on projects or programs	Cumulative expenditure upto the reporting period.	Amount spent: Direct or through implementing agency*

					(2) Overheads:		
N.A.							

*Give details of implementing agency:

6	Reasons for not spending full amount	N. A.
7	Responsibility Statement	The CSR Committee/ RP /Liquidator of the Company hereby confirm that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and Policy of the Company.

For Punj Lloyd Limited

(Company under Liquidation)

Sd/-

Place: New Delhi

Ashwini Mehra

Date : 16/09/2025

Liquidator

IP Registration No. IBBI/IPA-001/IP- P00388/2017-18/10706

Secretarial Audit Report
For the financial year ended March 31, 2019

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To the Members,
PUNJ-LLOYD LIMITED
17-18 Nehru Place, New Delhi-110019.

We have conducted a Secretarial Audit of **PUNJ-LLOYD LIMITED** (the "Company") to assess its compliance with applicable statutory provisions and adherence to corporate practices. Our audit was conducted to provide a reasonable basis for evaluating the Company's statutory compliances and expressing our opinion.

Based on our verification of the Company's records and the information provided by its officers, agents, and representatives, we report that, in our opinion, the Company has, during the financial year ended March 31, 2019, generally complied with the statutory provisions listed below. We also report that the Company had proper Board processes and a compliance mechanism in place, subject to the observations noted in this report.

We have examined the books, papers, minute books, and other records maintained by the Company for the financial year ended March 31, 2019, to the extent applicable, and according to the provisions of:

I. Corporate Laws and Regulations

- The Companies Act, 2013, and its rules.
- The Depositories Act, 1996, and its regulations and bye-laws.
- Foreign Exchange Management Act, 1999, to the extent of Foreign Direct Investment, Overseas Direct Investment, and External Commercial Borrowings.
- The following regulations under the Securities and Exchange Board of India Act, 1992 (SEBI Act):
 - SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
 - SEBI (Prohibition of Insider Trading) Regulations, 1992 and 2015.
 - SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.
 - SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme)

Note: No events took place under the following regulations during the audit period:

- SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009.
- Guidelines, 1999, and SEBI (Share Based Employee Benefits) Regulations, 2014.
- SEBI (Issue and Listing of Debt Securities) Regulations, 2008.
- SEBI (Delisting of Equity Shares) Regulations, 2009.
- SEBI (Buy Back of Securities) Regulations, 1998.
- The Securities Contracts (Regulation) Act, 1956, and its rules.

II. Other Applicable Laws and Standards

- **Specific Applicable Laws:** Based on management's confirmation, we have also conducted a test-check of compliance with laws specifically applicable to the Company, including but not limited to:
 - The Building and Other Construction Workers Welfare Cess Act, 1996
 - Petroleum Act, 1934
 - The Mines Act, 1952
 - Inter State Migrant Workmen Act, 1979
 - Explosives Act, 1884
 - The Contract Labour (Regulation and Abolition) Act, 1970
 - The Water (Prevention & Control of Pollution) Act, 1974
 - The Air (Prevention & Control of Pollution) Act, 1981
 - The Factories Act, 1948
 - The Payment of Wages Act, 1936
 - The Minimum Wages Act, 1948
 - The Employee Provident Fund, 1991

- The Employee Pension Scheme, 1995
 - The Payment of Bonus Act, 1965
 - The Payment of Gratuity Act, 1972
 - The Provident Fund Act, 1925
 - The Industrial Employment (Standing Orders) Act, 1946
- **Secretarial Standards:** Compliance with Secretarial Standards issued by The Institute of Company Secretaries of India.
 - **Listing Agreements:** Compliance with applicable clauses of the Listing Agreements with BSE Limited and National Stock Exchange of India Limited.

Note: We have not reviewed the compliance of applicable financial laws, including Direct and Indirect tax laws, as this falls under the purview of Statutory Auditors and other designated professionals.

Corporate Insolvency Resolution Process and Liquidation Proceedings

- **Insolvency Commencement:** The Corporate Insolvency Resolution Process (CIRP) was initiated by the NCLT on March 8, 2019.
- **Liquidation Order:** The NCLT ordered the Company's liquidation on May 27, 2022, following the failure of the resolution plan.
- **Cessation of Powers:** The powers of the Board of Directors and Key Managerial Personnel have ceased w.e.f. March 8, 2019, and the same were vested in the court appointed Resolution Professional (RP), subsequently on pronouncement of the order of Hon'ble NCLT dated May 27, 2022, the powers vested in RP were taken up by the Liquidator.

Qualifications on non-compliances

During the year under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc mentioned above subject to the following non-compliances:

1. **Minimum number of Directors on the Board of the Company:** The company's Board is currently non-compliant with the minimum director requirement under the Companies Act, 2013, as it has only one director. The resignations of the majority of the Board and key managerial personnel occurred on the commencement of the CIRP on March 8, 2019. While Mr. Atul Punj submitted his resignation as Director effective October 20, 2021 and filed e-form DIR-11 with ROC towards his resignation as Director of the Company. However the resignation of Mr. Atul Punj was not accepted by the Resolution Professional and CoC due to the ongoing CIRP. Furthermore, the company failed to file the mandatory Form DIR-12 for the resignations of three other directors, Mr. Phiroz A. Vandrevale, Mr. Uday Walia, and Mr. Shravan Sampath as the minimum strength of Directors in the company fell below the minimum number of directors required to be maintained by a public limited company under the provisions of the Companies Act, 2013. Hence Company is non-compliant with Regulation 17(1), 18(1), 19(1)/(2), 20(2), & 21(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. **Non appointment of Woman Director:** The Company failed to appoint a woman director as required by Section 149(1) of the Companies Act, 2013, after the previous director's resignation. Fines were imposed by BSE and NSE for this non-compliance and were paid during the financial year 2018-19.
3. **Non constitution of Committees:** All Board committees are non-functional due to resignation of all directors of the Company on or prior to the CIRP commencement date i.e. March 8, 2019.
4. **Non-ratification of the Statutory Auditor in Casual Vacancy –** The Liquidator has appointed M/s. Kashyap Sikdar & Co., Chartered Accountants, New Delhi as the Statutory Auditor the Company on January 13, 2025, to fill the casual vacancy caused by the resignation of earlier Auditor M/s BGJC &

Associates LLP. The appointment of the New Auditor was not ratified by the Company in the shareholders meeting, which is a non-compliance of Section 139(8)(i) of the Companies Act.

5. **Non filing of Audited Financial Statement for the FY 2018-19** - The Company has not disclosed the audited financial statements for the FY 2018-19 within the stipulated timelines as provided in the Companies Act, 2013 and SEBI (LODR) Regulations.
6. **Non holding of AGM for the FY 2018-19** - The Company has not held its Annual General Meeting(s) (AGMs) since the financial year 2018-19 to till date, in violation of Section 96 of the Companies Act, 2013.
7. **Non-filing of quarterly results for the quarter ended 31 March 2019** - The Company has failed to disclose the quarterly results for the quarter / year ended 31 March 2019 to till date.
8. **Non-filing of the Form AOC-4 XBRL and Form MGT-7** – The Company has not done filing of the Form AOC-4 and Form MGT-7 on the MCA for the FY 2018-19 to till date.
9. **Non-Appointment of Internal Auditor:** We note that the Company has not appointed an Internal Auditor as required under the provisions of Section 138 of the Companies Act, 2013 and the rules made thereunder for the last quarter FY 2018-19.
10. **Cost Audit** - We note that the Company has not yet concluded the Cost Audit for the financial year 2018-19, in non-compliance with the provisions of Section 148 of the Companies Act, 2013 and the rules made thereunder.
11. **Default on Loan** - The company defaulted on payments of principal and interest to its banks, financial institutions and Debenture Holders, which led to the initiation of the CIRP.
12. **Redemption of Debentures:** We note that the Company has defaulted in the redemption of debentures that became due during the financial year 2018-19.
13. **ESOP:** The Employee Stock Option Plan (ESOP) was formally established; however, all granted options were either exercised or lapsed, resulting in no live ESOPs remaining during the audit period.

Other Observations

In addition to the aforementioned qualification we submit following additional observations:

1. **Regulatory Enquiries, Investigations and Legal Proceedings:** The Company has received regulatory enquiries, notices, and summons from various Government Authorities i.e. Serious Fraud Investigation Office (SFIO), Enforcement Directorate (ED), Income Tax Department, Goods and Services Tax (GST) authorities, and Employees' Provident Fund Organisation (EPFO).
2. We also note that several legal proceedings, both filed by and against the Company, are pending before various judicial and quasi-judicial forums. As the outcomes of these investigations, enquiries, and litigations are awaited, the impact, if any, on the Company cannot be commented upon at this stage.
3. **RBI Classification:** Lenders have classified the company as a "wilful defaulter". One of the Lender has also declare the Company loan account as fraudulent.
4. **Suspension of Trading:** Trading in the Company's equity shares on both the NSE and BSE were suspended from trading effective October 7, 2022.

5. Board Processes and Records

- For the Period prior to the CIRP commencement, adequate notice, agenda, and detailed notes were circulated for the Board meetings, and that a formal system was in place for directors to seek clarifications.
- For the Period prior to the CIRP commencement, Decisions at Board meetings were made by a majority, with dissenting views, if any, recorded in the minutes.
- **Unavailable Documents:** The following records were not available for our review:
 - Proof of circulation of minutes of Board and/or committee meetings.
 - Physical attendance registers for Committee meetings.
 - Proof of circular resolution approval.

We further report that the Company has adequate systems and processes in place, commensurate with its size and operations, to monitor and ensure compliance with applicable laws and regulations.

Explanatory Note

1. Corporate Insolvency Resolution Process (CIRP)

On March 8, 2019, the Hon'ble National Company Law Tribunal (NCLT) initiated the CIRP for the Company following an application by ICICI Bank Limited under the Insolvency and Bankruptcy Code, 2016 (IBC). The NCLT appointed Mr. Ashwini Mehra as the Resolution Professional (RP). During the CIRP, the powers of the Board of Directors were suspended and vested with the RP. The RP was responsible for the management of the Company, assisted by existing management and employees.

The RP received lone resolution plan, but it was not approved by the Committee of Creditors (CoC). Consequently, at a meeting on March 30, 2021, the CoC recommended the Company's liquidation on a going concern basis.

2. Liquidation

After the failure of the acceptance of Resolution plan by COC, the Hon'ble NCLT, Principal Bench, New Delhi, vide its order dated May 27, 2022 commenced the proceedings of liquidation as going concern in the company. Thereafter Mr. Ashwini Mehra the Resolution Professional of the Company was duly appointed as the Liquidator of the Company by NCLT. The Liquidator now has the full authority to manage the Company's affairs in accordance with Sections 34 and 35 of the IBC.

For P.S. KALSI & CO.
Company Secretaries

Sd/-

CS Parminder Singh Kalsi

Proprietor (M. No. A41652; C.P. No. 22096)

Peer Review No. 4339/2023

UDIN: A041652G001256558

Date: 16.09.2025

Place: New Delhi

Enclosure: This report is to be read in conjunction with our letter of even date, which forms an integral part of this report.

To,
The Members,
PUNJ-LLOYD LIMITED
17-18 Nehru Place, New Delhi- 110019.

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of accounts of the Company.
4. Wherever 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 are the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

FOR P S KALSI & CO.
Company Secretaries

Sd/-
CS Parminder Singh Kalsi
Proprietor
(M. No. A41652; C.P. No. 22096)
Peer Review no. 4339/2023
UDIN: A041652G001256558

Date: 16.09.2025
Place: New Delhi

Annexure IV - Details of Remuneration of Employees and Directors

(SECTION 197 OF THE COMPANIES ACT, 2013 AND RULE 5(1) OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014)

1. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year.

and

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:-

Name	Designation	Directors Remuneration to Median Remuneration- (Total Annual Salary)	Percentage Increase in Remuneration
Mr. Atul Punj	Chairman and Managing Director	N.A.	0%
Mr. Shiv Punj*	Director	N.A.	0%
Mr. Atul Kumar Jain**	Director	N.A.	0%
Mr. Rakesh Amol***	Chief Executive Officer	N.A.	
Mr. Rahul Maheshwari\$	Chief Financial Officer	N.A.	0%
Mr. Dinesh Thairani\$\$	Group President – Legal & Company Secretary	N.A.	0%

* Since resigned from the Board of Directors of the Company w.e.f, August 27, 2018

** Since resigned from the Board of Directors of the Company w.e.f. May 29, 2018.

*** Since resigned w.e.f. October 27, 2018.

\$ Since resigned w.e.f. May 09, 2019

\$\$ Since resigned w.e.f. March 08, 2019

3. The percentage increase in the median remuneration of employees in the financial year.

The percentage increase in the median remuneration of employees in the financial year 2018-19 is 9 % (India)

4. The number of permanent employees on the rolls of the Company.

The number of permanent employees on the rolls of the Company as on March 31, 2019 is 5961 across all the locations globally.

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 point out if there are any exceptional circumstances for increase in the managerial remuneration.

Considering the Company performance Key Managerial Personnel are not given any increase in their fixed salary in FY 2018-19 whereas few employees were given salary correction to ensure that junior staff gets inflationary increase and remains motivated. Total impact of the same remains same as 9 % (India).

6. Affirmation that the remuneration is as per the remuneration policy of the Company.

It is hereby affirmed that the remuneration paid during the year 2018-19 is as per the Remuneration Policy of the Company.

Annexure V – Details of Employees

Section 197 of the Companies Act, 2013 and Rule 5 (2) & (3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Sl. No.	Employee Name	Total Remuneration paid (in Rs.)	Designation and Nature of Duties	Qualification	Exp. (Yrs.)	Date of commencement of employment	Age (Yrs.)	Last employment held before joining the Company
Employed throughout the year								
1	Rahul Maheshwari	64,21,084	Chief Financial Officer	Chartered Accountant	19	24/08/2011	43	S R Batliboi & Co.

Sl. No.	Employee Name	Total Remuneration paid (in Rs.)	Designation and Nature of Duties	Qualification	Exp. (Yrs.)	Date of commencement of employment	Age (Yrs.)	Last employment held before joining the Company
Employed for part of the year								
1	Rakesh Amol	2,65,62,579	President	B. E-Mechanical, MBA – Finance	30	12/04/2018	56	KEC International

2	Amit Jain	1,86,14,665	Vice President	Master of Engineering - Environmental Engineering, Bachelor of Engineering – Civil	24	19/06/2000	51	RPG Transmissions
3	Ashok Kumar Mohanty	1,57,85,503	Associate Vice President	PGD - Personnel Management & Labour Laws, LL.B.	40	05/09/1989	61	L & T
4	Ashok Wadhawan	1,31,18,296	President- Manufacturing	PGDBM, B.E. Mechanical	23	06/01/2014	49	GE India Industrial Pvt. Ltd.

Sl. No.	Employee Name	Total Remuneration paid (in Rs.)	Designation and Nature of Duties	Qualification	Exp. (Yrs.)	Date of commencement of employment	Age (Yrs.)	Last employment held before joining the Company
Employed for part of the year								
5	Dinesh Thairani	1,01,78,050	Group President- Legal & CS	C.S., LL. B	30	01/03/1994	54	Rama Paper Mills Ltd.

6	Tariq Alam	78,38,511	Executive Vice President- BD	Phd in Electronic & Electrical Engineering, Bachelor in Electronic & Electrical Engineering	15	12/03/2014	45	Delta Solar Pte Ltd, Singapore
7	Swatantra Kumar Goyal	1,09,82,356	President - Building & Infrastructure	Bachelor Of Engineering (Civil)	37	22/09/1995	58	Sikand Constructions

Notes:

1. Remuneration includes any money or its equivalent given or passed to the employees for services rendered by them and includes perquisites as defined under the Income Tax Act, 1961.
2. The above employees are/were whole time employees of the Company
3. None of the employees is a relative of any Director.

Annexure -VI

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

[Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014]

A. Conservation of Energy and Technology Absorption

Being in the construction industry, the provisions of Section 134(3)(m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption do not apply to the Company. Accordingly, these particulars have not been provided.

B. Foreign Exchange Earnings and Outgo

Total Foreign Exchange Used in terms of actual outflows and Earned in terms of actual inflows:

Used	(Rs. In Crores)
Project material consumed and cost of goods sold	-
Employee benefit expense	1.57
Foreign branches/unincorporated joint venture expenses	4,322.23
Finance costs	-
Contractor charges	68.32
Site expenses	-
Diesel and fuel	-
Repair and maintenance	0.13
Freight and cartage	1.23
Hire charges	5.71
Rent	0.16
Rates and taxes	0.76
Insurance	-
Consultancy and professional	8.50

Travelling and conveyance	0.29
Miscellaneous	0.51
Earned	
Contract revenues	38.99
Sales of trade goods	-
Hiring charges	-
Interest received	-
Management services	11.80
Others	-

For Punj Lloyd Limited

(Company under Liquidation)

Sd/-

Place: Delhi

Ashwini Mehra

Date : 16/09/2025

Liquidator

IP Registration No. IBBI/IPA-001/IP-P00388/2017-18/10706

Annexure - VII

Particulars of Contracts or Arrangements with Related Parties Referred to in Section 188(1) of the Companies Act, 2013

Form No. AOC-2

[Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014]

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub- section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis:

(a)	Name(s) of the related party and nature of relationship	Nil
(b)	Nature of contracts/arrangements/transactions	
(c)	Duration of the contracts/arrangements/transactions	
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	
(e)	Justification for entering into such contracts or arrangements or transactions	
(f)	Date(s) of approval by the Board	
(g)	Amount paid as advances, if any:	
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to Section 188 of the Companies Act, 2013	

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

(a)	Name(s) of the related party and nature of relationship:	Nil
(b)	Nature of contracts/arrangements/transactions:	
(c)	Duration of the contracts/arrangements/transactions:	
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any:	
(e)	Date(s) of approval by the Board, if any:	N.A.
(f)	Amount paid as advances, if any:	Nil

For Punj Lloyd Limited

(Company under Liquidation)

Sd/-

Place: New Delhi

Ashwini Mehra

Date: 16/09/2025

Liquidator

IP Registration No. IBBI/IPA-001/IP-P00388/2017-18/10706

STATEMENT CONTAINING SALIENT FEATURES OF FINANCIAL STATEMENTS OF SUBSIDIARIES / ASSOCIATES / JOINT VENTURES

(Pursuant to first proviso to section 129 (3) of the Companies Act, 2013 read with rule 5 of the Companies (Accounts) Rules, 2014)

PART "A" – SUBSIDIARIES

(All amounts in INR Crores, unless otherwise stated)

Sl. No	Name of the Entities	Country of Incorporation	The date since when subsidiary was acquired / incorporated	% holding of Group as on March 31, 2019	Reporting Currency	Exchange rate as on March 31, 2019	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	Turnover / Total Income	Profit Before Taxation	Provision For Taxation	Profit After Taxation	Proposed Dividend
1	Spectra Punj Lloyd Limited	India	31/03/1999	100.00 %	INR	1.00	5.00	(78.19)	7.74	80.93	-	1.23	(73.73)	(2.44)	(76.17)	-
2	Punj Lloyd Industries Limited	India	23/02/1999	99.99 %	INR	1.00	11.50	(5.97)	16.70	11.17	-	21.96	0.26	(0.32)	(0.06)	-
3	Atna Investments Limited	India	28/07/2000	100.00 %	INR	1.00	5.15	(4.43)	1.11	0.39	0.32	0.05	0.02	(0.00)	0.02	-
4	Punj Lloyd International Limited	British Virgin Islands	08/11/1998	100.00 %	USD	69.15	0.69	(2.92)	9.04	11.27	-	-	-	-	-	-
5	Punj Lloyd Kazakhstan, LLP	Kazakhstan	06/03/2002	100.00 %	KZT	0.18	20.19	(100.63)	0.05	80.50	-	11.25	8.98	-	8.98	-
6	Punj Lloyd	Sri Lanka	07/12/2015	100.00 %	LKR	-	-	-	-	-	-	-	-	-	-	-

	Building & Infrastructure Private Limited #															
7	PL Engineering Limited	India	13/12/2006	80.32 %	INR	1.00	6.23	(10.14)	6.73	10.64	-	19.22	(6.80)	1.41	(5.39)	-
8	Punj Lloyd Infrastructure Limited	India	04/04/2007	100.00 %	INR	1.00	22.65	(55.99)	811.36	844.70	381.70	90.47	(2.50)	0.04	(2.46)	-
9	Punj Lloyd Upstream Limited	India	04/04/2007	58.06 %	INR	1.00	62.69	(252.71)	81.59	271.61	-	0.01	(44.78)	-	(44.78)	-
10	Punj Lloyd Aviation Limited	India	25/05/2007	100.00 %	INR	1.00	63.80	(122.82)	35.36	94.38	115.01	1.83	7.04	-	7.04	-
11	Sembawang Infrastructure (India) Private Limited	India	02/06/2006	100.00 %	INR	1.00	9.58	(29.45)	2.82	22.69	-	0.29	(1.74)	-	(1.74)	-
12	Indtech Global Systems Limited	India	31/03/2009	99.99 %	INR	1.00	0.82	0.24	1.15	0.09	-	0.08	0.00	(0.00)	-	-
13	Yagi Kalwa Highway Limited	India	01/07/2009	100.00 %	INR	1.00	0.20	(0.20)	0	-	-	0.00	(0.16)	-	(0.16)	-

	(Formerly known as Shitul Overseas Placements and Logistics Limited) #															
14	Punj Lloyd Infrastructure Pte Limited	Singapore	25/11/2010	100.00 %	USD	69.15	4.12	(1,719.04)	3.07	1,717.99	2.60	-	(1,337.86)	-	(1,337.86)	-
15	Punj Lloyd Oil & Gas (Malaysia) Sdn. Bhd.	Malaysia	28/08/2007	100.00 %	MYR	16.94	1.27	(414.03)	83.73	496.49	-	347.16	(457.39)	(0.00)	(457.39)	-
16	Punj Lloyd Sdn. Bhd.	Malaysia	05/04/2010	100.00 %	MYR	16.94	1.69	(413.41)	79.21	490.93	-	333.04	(320.54)	-	(320.54)	-
17	Punj Lloyd Aviation Pte Limited	Singapore	02/01/2014	100.00 %	SGD	51.02	258.94	(223.88)	35.15	0.09	-	-	(72.53)	-	(72.53)	-
18	Christos Aviation Limited #	Bermuda	24/10/2012	100.00 %	USD	69.15	0.00	(0.44)	0.00	0.44	-	-	(0.00)	-	-	-
19	Indraprasta Renewables Private Limited	India	05/11/2009	100.00 %	INR	1.00	0.19	(47.55)	0.92	48.28	-	0.57	(17.17)	-	(17.17)	-

20	Punj Lloyd Raksha Systems Private Limited	India	04/02/2015	51.00 %	INR	1.00	12.04	0.25	16.46	4.17	-	21.92	1.53	(0.32)	1.21	-
21	Punj Lloyd Engineering Pte Limited	Singapore	13/10/2010	-	SGD	51.02	0.00	(7.80)	3.25	11.05	-	14.60	(5.90)	-	(5.90)	-
22	PL Delta Technologies Limited @	India	10/09/2012	80.32 %	INR	1.00	0.05	(0.13)	0.00	0.08	-	-	(0.00)	-	-	-
23	AeroEuro Engineering India Private Limited	India	30/06/2017	80.32 %	INR	1.00	2.50	(4.83)	0.20	2.53	-	0.82	(0.40)	-	(0.40)	-
24	Punj Lloyd Solar Power Limited	India	24/12/2010	100.00 %	INR	1.00	15.10	0.32	61.92	46.50	-	10.75	0.58	-	0.58	-
25	Khagaria Purnea Highway Project Limited	India	25/02/2011	100.00 %	INR	1.00	46.60	(4.31)	566.30	524.01	-	78.95	(5.53)	-	(5.53)	-
26	Indraprastha Metropolitan Development Limited	India	25/02/2012	100.00 %	INR	1.00	0.05	(0.44)	92.42	92.81	-	-	(0.01)	-	(0.01)	-

27	PL Surya Urja Limited *	India	03/09/2013	-	INR	1.00	-	-	-	-	-	-	-	-	-	-
28	PL Sunshine Limited *	India	05/03/2015	-	INR	1.00	-	-	-	-	-	-	-	-	-	-
29	PL Surya Vidyut Limited *	India	09/11/2015	-	INR	1.00	-	-	-	-	-	-	-	-	-	-
30	Punj Lloyd Pte Limited \$	Singap ore	28/03/2006	100.00 %	SGD	51.02	-	-	-	-	-	-	-	-	-	-



Management

Discussion & Analysis

INTRODUCTION

Punj Lloyd Limited ‘Punj Lloyd’ PLL’ or ‘the Company’) is an EPC (Engineering, Procurement and Construction conglomerate primarily delivering project across the infrastructure development sector in India and oversea.

After a phase of rapid expansion, the Company faced headwinds on several fronts, most of which were due to adverse external developments. These have adversely impacted the business. Since FY 2015, these adversities inter alia include:

- Abandoning a large portfolio of projects in Libya. As on 31st March 2019, order books worth Rs.6,845 crore in the country have seen no traction.
- Major slowdown in investments in the oil and gas segment.
- Several issues with project closure and claims across geographies have led to a large amount of capital being blocked, resulting in cash flow mismatch.
- Financial problems with subsidiaries acquired in UK and Southeast Asia.
- The generally adverse macro-environment and slowdown in infrastructure development in India.

These factors have not only hindered the planned growth of the Company but also put the business under deep financial stress with revenues and cash flow not being in line with large, accumulated debt.

Given this scenario, FY 2019 was a year of consolidation for the Company with core focus on execution of existing orders and becoming leaner operationally with an intent to agree on revised debt servicing plans with the lenders.

Punj Lloyd has taken several steps to reorganize itself to overcome the present set of challenges. These include optimizing its workforce and business processes. It has also explored new areas of business-like railways and irrigation and increased its emphasis on the transportation sector to secure new orders and maintain a strong unexecuted order book.

MACROECONOMIC ENVIRONMENT

Indian Economy

The Financial year 2018-19 saw the Indian economy yielding the benefits of structural reforms, viz Goods & Service Tax (GST), Demonetisation and Insolvency & Bankruptcy Code (IBC). The domestic economy continues to be driven by public sector investments, mainly in areas of water supply, irrigation, urban transportation, crude exploration and refining, roads allied infrastructure and rural electrification. The domestic investment momentum was healthy despite the multiple challenges on the economic front, with volatile crude oil prices, currency swings, pressure on fiscal

and current account deficits, sharp temporary contraction in liquidity and the general elections held in Q1 of FY2019-20. Investment by the private sector saw significant traction, with pick up in awards of large value contracts in airport expansion and health sector. Also, some momentum was seen in the private sector capacity expansion. However, the overhang of bad debt, rising policy uncertainties and low-capacity utilization continue to impact the Indian industry capex until March 2019-20. The power and manufacturing sectors remained the worst affected.

Global Economy

In the financial year 2018-19, the global economy remains volatile. The US economy has accelerated at its finest pace in last four years due to monetary stimulus and tax cuts during the current year. The biggest risk facing economies is the growing evidence that global growth and trade are weakening. The slowing of the Chinese economy, along with growing evidence of European growth under pressure, cast a big cloud of uncertainty. Unsettled trade tensions and developments around Brexit may continue to impact cross-border trades, while oil-price volatility may impart a further downside risk to the outlook in the investment climate in the Middle East markets.

THE INFRASTRUCTURE AND CONSTRUCTION INDUSTRY

Domestic Construction Sector

The Infrastructure segment – especially the EPC sector driven mainly by Government Capex. On the other hand, private / corporate Capex has declined for 7 years in succession over FY12-FY18. Given the favorable macro situation, the implementation rate of infra projects has improved considerably in FY 2018-19, also driven by general elections in Q1 of FY 2019-20. On the irrigation front, apart from Telangana, Andhra Pradesh, Karnataka, Gujarat, Haryana and Madhya Pradesh, Odisha has also significantly enhanced its irrigation investments. In the Roads sector, the EPC mode, was not a good proposition. Over the last two fiscals, Hybrid – Annuity Model (HAM) has taken the sweet spot and same will be a game changer for the sector.

The problems of the infrastructure are being addressed by the Central Government. New funding mechanisms under Smart City and NMCG have started being implemented. In Roads BOOT as a method of awarding jobs has been stopped and new orders are based on the cash contract system / EPC system or HAM.

Global Construction Sector

Urban Infrastructure, which is the key focus of the current Government, played a key role over the years and is likely to continue in future with implementation of Smart Cities, Water Infrastructure, Housing for All under Pradhan Mantri Awas Yojana. The Railways, always a key focus area, received a decent share of India's overall Budget. The global construction sector has hit a peak in the construction cycle during the past 10 years (2008-2018). 2019 is expected to be a turning point for the global construction industry, and the impact of cooling down is being felt gradually. The emerging markets dominated the overall global infra

growth over the last few years, while the developed markets have not fully regained their pre-crisis volumes. Going ahead, slowing GDP growth and tighter financial and monetary conditions will drive the deceleration in certain infra verticals.

The Middle East infra / construction market is undergoing an encouraging paradigm shift, with a steady recovery in certain regions. A moderate recovery in oil prices is expected to play a decisive role in boosting investments in both infrastructure and capital projects. In addition, massive projects in Social Infra, Smart Environment, Transportation Infra and Renewable Energy are expected to be game changers which aren't linked to the oil industry.

BUSINESS PERFORMANCE

Since FY2015, the Company has been operating as per the guidelines of a Corrective Action Plan (CAP), developed in partnership with the lenders. However, due to breach in the financial covenants during the reporting periods, on the basis of application filed by ICICI, Corporate Insolvency resolution Process (CIRP) has been initiated effective March 8, 2019. Subsequently, the Hon'ble NCLT, Principal Bench vide order dated May 22, 2022 ("Liquidation Order") approved the Liquidation of the company as a Going Concern in accordance with section 33 of the Code and in terms of the Liquidation Order. Mr. Ashwini Mehra (IBBI Reg. No: IBBI/IPA-001/IP-P00388/2017-18/10706), erstwhile RP has been appointed as the Liquidator of the Company.

Under these adverse conditions, the Company continued to deliver the ongoing projects but due to initiation of CIRP and subsequent admission into liquidation, and ongoing

financial constraints, the company has restrained itself from further bidding of projects and the focus of the Resolution Professional and subsequently, the Liquidator was to ensure gradual completion of ongoing projects. Accordingly, the order book has reduced to ₹ 225.42 crore as of 31 March 2025

BUSINESS VERTICALS

While the Company has the capabilities of a full EPC service provider, most of its projects are related to engineering and construction activities. The business is structured according to sector-specific verticals that service a global market. The different verticals in this core business are:

- Pipelines and Tankage
- Process
- Power
- Buildings and Infrastructure Including highways, mass rapid transport systems and railways).

These verticals are supported by core functions including Human Resources (HR), Information Technology (IT) and the Health, Safety and Environment (HSE) function. In addition to these core businesses, the Company also has a separate defence and related component manufacturing business.

PIPELINES AND TANKAGES

QATAR:

Qatar Solar Technologies: In FY 2013, the Company had successfully bagged the EPC contract for the Second Phase of the Qatar Polysilicon project. The project was in its final stages of completion. However, the project was subsequently terminated by Qstec in FY2020. Qstec has initiated arbitration against the company in International

Chamber of Commerce. The said matter has been kept on abeyance since March 2023.

MYANMAR

The Myanmar-China Oil and Gas Pipeline: Punj Lloyd has been working on 200 km of the 450 km gas line and 180 km of the oil line. The work was completed and commercially closed with the client and global settlement terms have been agreed to.

A military coup occurred in Myanmar on February 1, 2021, when the Tatmadaw (the military) deposed the democratically elected government of Aung San Suu Kyi. Due to this PLL lost control of Project Equipment.

TURKEY

Trans Anatolian Natural Gas Pipeline (TANAP) Project: The scope of work for the contract includes laying the 459 km of TANAP Gas Pipeline in Turkey in 50:50 joint venture with Limak. This project transports natural gas from the South Caucasus Pipeline Company (SCPC) pipeline in Georgia and terminate at the Trans-Adriatic Pipeline (TAP) in Greece. Punj Lloyd's scope of work includes the second phase of construction - from the new Eskisehir compressor station to the tie in point of TAP. The order also includes 10 block valve stations, pigging facilities and tie-ins with metering stations.

Further to the Joint Venture (JV) Agreement dated November 10, 2022, the JV partners have executed a Termination and Release Protocol. The JV has been formally dissolved, as the objectives outlined in the agreement have been successfully realized. This includes:

- Completion of the construction work as stipulated,
- Fulfillment of all project-related liabilities,
- Achievement of the intended purpose of the JV.

Accordingly, all parties have acknowledged the conclusion of their obligations under the JV Agreement.

OMAN

ORPIC & Oman Gas Corporation

(OGC) Project in Oman: The scope of work for the contract includes the EPC of a 14" diameter, 300 km natural gas liquid (NGL) pipeline and a 32" diameter, 301 km gas pipeline. The 14" diameter pipeline, which is a part of ORPIC's US\$6.4 billion Liwa Plastic Industries Complex (LPIC), was from the New Fahud NGL Plant to the Steam Cracker Unit at Sohar in Oman. Given increased gas demand, the Company has laid a 32" diameter gas pipeline parallel to the existing 32" diameter Fahud-Sohar pipeline for OGC. The pipeline is being laid to supply gas for North Power station. The scope of work also includes construction of block valve and pigging stations. The project was successfully completed in FY2020.

TANKAGE

Punj Lloyd has developed strong credentials and built a good portfolio of projects related to the construction of large-scale tankage and terminals. The Company constructed three LNG and LPG tank farms in India and over 300 tanks globally - ranging from cryogenic double walled full containment tanks to atmospheric floating and fixed roof storage tanks and terminals.

Mundra Tank Project for Adani:

The project includes design, construction and commissioning of two refrigerated storage tanks measuring 63 m Dia x 20 m height and 6 m Dia x 32 m long Mounted Bullets for the LPG Terminal at Mundra. The project was awarded to Punj Lloyd by Mundra LPG Terminal Private Limited in January 2017. For the first time on this project, the Company has been successful in establishing in-house engineering for double wall refrigerated tanks. There

were some minor delays in the progress of the project as a consequence of events beyond Punj Lloyd's control. The project successfully achieved mechanical completion in FY2020

Kuwait National Petroleum Company (KNPC) Project:

This project involves increasing storage capacities of MOGAS, gasoil and kerosene and loading capacities at the Ahmadi depot owned by KNPC, the national oil refining company of Kuwait. This is the first project being executed by Punj Lloyd in Kuwait. There have been issues with the approval mechanism with the client and some problems related to material supplies. Many of the problems were ironed out with the client's support. The project successfully achieved mechanical completion in FY 2020. Subsequently, KNPC also gave variation order for the project in FY2021 enhancing the scope of the project. Later on in FY 2025, KNPC terminated the contract with the Company on account of delays and non-availability of EOT.

RAPID Project (Malaysia):

The RAPID tank-farm is a flagship project by Petronas and a part of the Refinery and Petrochemical Integrated Development (RAPID) complex at Pengerang, Malaysia. The project secured several client appreciation certificates and was successfully achieved mechanical completion in FY2019. Further the bank guarantees related to the project were invoked post mechanical completion prior to initiation of CIRP.

Ennore Project (India) for Indian Oil Corporation Limited (IOCL):

IOCL, through its joint venture, Indian Oil LNG Private Ltd. (IOLPL), set up this 5 MMTA (expandable to 10-15 MMTA) LNG import, storage and re-gasification terminal at Ennore in Tamil Nadu. Punj Lloyd was a subcontractor to Mitsubishi Heavy Industries Limited

(MHIL) in the construction works related to LNG Storage Tanks System. The two LNG storage tanks of 180,000 cubic capacity each are the biggest in India. The project successfully achieved mechanical completion with certain delays in FY2019. Citing delays in mechanical completion of the project, MHIL claimed levying liquidated damages on the Company along with certain claims whereas the Company claimed against MHIL for payment of its pending dues as well as certain claims which led to disputes between MHIL and the Company. Subsequently on account of the dispute, MHIL had invoked the Bank Guarantees of the project.

HORIZONTAL DIRECTIONAL DRILLING (HDD)

HDD is a method of installing underground pipelines, cables and service conduits through trenchless methods. It involves the use of a directional drilling machine, and associated attachments, to accurately drill along the chosen bore path and back ream the required pipe. The process is usually adopted for laying utilities across rivers etc. where conventional laying is difficult. PLN Construction, a group company of Punj Lloyd, has developed a specialised HDD construction business that is gaining traction. This business is carried out only on the basis of construction service fee.

The following projects were completed successfully in FY2018:

Gas Transmission Company Limited (GTCL) project at Bangladesh: HDD and pipeline installation for the Nalka Gas Transmission Pipeline Project. It involved six river crossings.

IOCL project in Bihar, India: Installation of 10.75"/12.75" OD pipeline across major river crossing from Patna to Motihari and Baitalpur

on the Barauni-Kanpur pipeline.

OFFSHORE

Installation of three compressor units for the Platform Compressor Facility Project on the PTT Riser Offshore Platform in the Gulf of Thailand, at a contract price of US\$129.32 million. Mechanical closure certification of the project has been issued, and it is at the final stages of global financial closure.

New Hout Crude Transmission Pipeline Project in Al-Khafji, Saudi Arabia from Alkhafji Joint Operations: The project was awarded at US\$57.75 million (314 crore). The project was delayed due to extraneous reasons. However, in FY2018, Punj Lloyd's scope of project was formally closed, and completion certificate was received in FY2018.

PROCESS

Sulphur Recovery Unit (SRU), Amine Regeneration Unit (ARU), Sour Water Stripper (SWS) and Offsite facilities that are part of EPCC-2 package for Haldia Refinery of IOCL: Punj Lloyd was awarded an EPC contract worth 1,094 crore comprising a 80 tons per day SRU, 260 tons per hour ARU, 65 tons per hour SWS, a 132KV switchyard along with utilities and offsite works.

The project successfully achieved mechanical completion in FY 2021. Due to the non-settlement of PLL claims of cost escalation and non acceptance of the Extension of Time (EOT), the client encashed PLL Bank Guarantees (BGs). Consequently, the arbitration was initiated by PLL on 19 March 2021 and the same is currently ongoing.

Coker LPG Treating Unit and offsite facilities for the Rath

Chakra Project, Paradip Refinery: IOCL awarded an EPC contract worth 368 crore to Punj Lloyd at its Paradip refinery. This includes a 165 KTPA Coker LPG Treater Unit, Nitrogen Generation Unit, FCC Unit modifications, offsite and utilities and several other elements. Coker LPG Treating Unit could not be completed due to termination of the project by client in FY2021.

Due to the non-settlement of PLL claims of cost escalation and non acceptance of the Extension of Time (EOT), the client encashed PLL Bank Guarantees (BGs). Consequently, the arbitration was initiated by PLL on 5 April 2021 and the same is currently ongoing.

Sulphur Block of the Residual Upgradation Project at the Manali Refinery, Chennai: The Company secured an EPC contract worth 353 crore from Chennai Petroleum Corporation Limited. There were mid-course changes in the original scope of work; yet all these have been compelled amidst force majeure conditions of floods in Chennai, and the project was successfully completed in FY 2018.

Indian Strategic Petroleum Reserves Limited (ISPRL): ISPRL had awarded a contract involving installation and commissioning of underground cavern and top side facilities. The project successfully achieved mechanical completion in FY 2018.

Reliance, Jamnagar: Reliance awarded construction work to Punj Lloyd worth 300 crore comprising UG/AG piping work, structure erection along with civil work. The construction contractor job was completed and closed out in FY2018.

POWER

Punj Lloyd's power sector business is

primarily focused on India. With installed power capacity reaching 490 GW as of July 2025, India is the third largest producer and fourth largest consumer of electricity in the world. The country also has the world's third largest installed capacity.

There has been steady progress in power generation in India over the last decade. Electricity production in the country has grown at a CAGR of 5.08% from 1,168 BUs in 2015-16 to 1,829.70 BUs in 2024-25. As of March 2025, total thermal installed capacity in the country stood at 240 GW, while solar, wind and nuclear energy installed capacity totaled to 454 GW, respectively. With a share of 52.85%, thermal has been the principal source of energy in the country followed by solar (26.22%), wind (11.48%) and nuclear (1.93%).

Going forward, for power generation, the emphasis in India is now on renewable energy, especially solar and Nuclear. By 2030, India has set a target to achieve total production 500 GW from renewable resources. Installed renewable capacity has surged from 76.37 GW in Mar 2014 to 226.79 GW in Jun 2025, a nearly threefold increase. As per "**Nuclear Energy Mission**" which aims for 100 GW of nuclear power by 2047 and a 10% share in the energy mix by 2032, supported by expansion of existing plants, new projects like the Jaitapur Nuclear Power Project and the first nuclear plant in North India at Gorakhpur, and the development of Small Modular Reactors (SMRs). The strategy includes plans to increase nuclear capacity from 8,180 MW to 22,480 MW by 2032 by commissioning ten reactors and starting pre-project activities for ten more, with the long-term goal of achieving energy security and reducing fossil fuel dependence. The other area where emphasis has been laid is to improve transmission and distribution, so that power generated

is most efficiently utilized. These developments define the market opportunities available today.

Punj Lloyd remains focused on executing its existing order book and prioritizing the closure of legacy projects.

Transmission and Distribution

Work on the four distribution projects secured in FY2016. This includes the two projects for Power Grid Corporation of India Limited (PGCIL), involving rural electrification of the districts of Ganjam and Jajpur-Khorda in Odisha under the Rajiv Gandhi Gramin Vidyutikaran Yojna (RGGVY). These projects were successfully completed in FY2020 and FY 2021, respectively.

Two National Thermal Power Corporation (NTPC) projects for rural electrification of the districts of Puri and Koraput in Odisha. These projects are now successfully completed in FY2020 and FY2021 respectively.

Transmission project for Madhya Pradesh' MPPTCL secured in FY2016 has also been successfully completed in FY2021.

Nuclear Projects

Two projects under Nuclear Power Corporation of India Limited (NPCIL)-KAPP#3&4 (2X700 MW) in Gujarat and RAPP#7&8 (2x700MW) in Rajasthan- were awarded in June 2011 but was delayed due to several issues like delay in issue of civil work fronts, construction drawings, Engineering Change orders (ECN's) etc, but the projects have been successfully completed.

For KAPP-3&4

One unit of capacity 700 Mw i.e. KAPP-3 was completed in early

FY2020, and other unit of same capacity was completed in early FY2023, and both the units are producing the electricity and have been successfully handed over to the client.

For RAPP-7&8

One unit of capacity 700 Mw i.e. RAPP-7 was completed in FY2023 and erection and completion work of the other unit of same capacity was completed in FY2025, major milestone of hot conditioning is yet to be done.

Thermal Projects

The civil and construction work (1X800 MW) from BHEL at Kothagudem KSK project (6x600 MW) in Chhattisgarh for civil works and construction, which was completed in FY2022 and generating electricity.

TRANSPORTATION

Raipur Sigma Road Project: The Raipur Sigma Road Project is an Engineering, Procurement, and Construction (EPC) highway initiative valued at ₹513 crore. It encompasses the development of a 4/6-lane corridor under the Raipur-Sigma Road Package in Chhattisgarh. The project was provisionally commissioned in December 2021, and is currently in the maintenance phase, with COS III works actively underway.

Simaria Khagaria Road Project: The Simaria-Khagaria Road Project is an Engineering, Procurement, and Construction (EPC) highway initiative valued at ₹567 crore. It involves the development of a 4-lane corridor under the SKRP in Bihar. The project was provisionally commissioned in **March 2023**, and is currently in the **maintenance phase**, with **balance works** actively in

progress.

Talibani Sambalpur Road Project:

The Talibani–Sambalpur Road Project is an Engineering, Procurement, and Construction (EPC) highway initiative valued at ₹392 crore. It involves the rehabilitation and upgradation of the existing road to a 4-lane configuration with paved shoulders in Odisha. The project was provisionally commissioned in **December 2022**, and is currently in the **maintenance phase**, with ongoing balance works. The **Defect Liability Period (DLP)** is scheduled to conclude in **December 2026**.

Tallewal Barnala Road Project:

The Tallewal–Barnala Road Project is an Engineering, Procurement, and Construction (EPC) highway project valued at ₹275.99 crore. The scope of work included the construction of paved side shoulders to enhance road safety and durability. The project was executed through a joint venture with VRC and was provisional-commissioned and completed in FY 2019.

AH-48 Road Project: The AH-48 Road Project is an Engineering, Procurement, and Construction (EPC) highway initiative valued at ₹666 crore. It covers over 90 kilometers of the Asian Highway Network (AH-48), aimed at enhancing cross-border transport infrastructure across 32 nations, and establishing vital road connectivity to Europe. The project was completed on November 2, 2024, with its Commercial Operation Date (COD) recorded as November 2, 2019.

Four Lanning of Gorakhpur Gopalganj section of NH-28 in Bihar: The four-laning of the Gorakhpur–Gopalganj section of

National Highway 28 (NH-28) in Bihar was awarded by the National Highways Authority of India (NHAI) at a project value of ₹542 crore. The project was successfully completed and handed over on time in FY2020, contributing significantly to regional connectivity and traffic decongestion.

Puintola-Tangi Road Project-

INRO001: The Puintola–Tangi Road Project (INRO001) is an Engineering, Procurement, and Construction (EPC) highway initiative in Odisha. The project includes the construction of a final vehicular underpass, which is currently underway and expected to be completed by December 31, 2025. The remaining project stretch is under Operation & Maintenance (O&M). The project was provisionally commissioned in January 2023

Tangi-Bhubaneswar Road Project-

INRO002: The entire project span is currently under Operation & Maintenance (O&M). The provisional commissioning date was January 24, 2023, and the Commercial Operation Date (COD) was declared as July 6, 2023.

Belgaum Maharashtra Road Project and the Khagaria -Purnea Road Project: The Belgaum–Maharashtra Road Project was executed in collaboration with IL&FS. The project was completed ahead of time in July 2004. The Khagaria–Purnea Road Project was successfully completed in FY2014, contributing to enhanced regional connectivity and infrastructure development.

RAILWAYS

Doubling work between Phulera and Dhegana -Rajasthan: The Phulera–Degana Doubling Project in

Rajasthan is an EPC railway infrastructure initiative awarded to Punj Lloyd in 2018. Valued at ₹478 crore, the project involves 108.75 km of track doubling along the Jaipur–Jodhpur section, aimed at enhancing rail capacity and operational efficiency. The project is currently under arbitration.

AIRPORTS

Sikkim Airport Project -Pakyong:

In 2018, Punj Lloyd achieved a significant milestone by successfully completing the Sikkim Airport Project at Pakyong. Despite facing complex design challenges, unexpected geological conditions, adverse climatic factors, and work stoppages due to local resistance, the project was delivered with resilience and engineering excellence. The construction work was completed in May 2018 and is currently under arbitration.

BUILDINGS

Tata Capitol Heights-Nagpur: The Tata Capitol Heights Project in Nagpur involved comprehensive civil, structural, waterproofing, and auxiliary works for the construction of a premium retail complex named Capitol Heights. The project was successfully completed on June 30, 2018, delivering high-quality infrastructure aligned with commercial development standards.

AIIMS Building Project-Raipur:

The AIIMS Raipur Building Project involved the construction of a medical college and hostel complex, including comprehensive planning and execution of civil works. The project was successfully completed on February 6, 2020, contributing to the expansion of premier healthcare

and medical education infrastructure in the region.

Koderma Township Project-Jharkahan: The Koderma Township Project in Jharkhand is a contract valued at ₹207 crore. The scope of work included the construction of residential and non-residential buildings to support the Koderma Thermal Power Plant. The project was successfully completed on March 31, 2022, and a completion certificate has been issued.

WATERWORKS-NBCC NAGPUR

Package-01, Nerla: The Package-01, Nerla project is an EPC contract valued at ₹870 crore, awarded for the construction of cross-drainage structures and associated design works under Gosekhurd Bhandara-Nagpur Package 1 & 2, executed by NBCC India. The project was successfully completed on May 31, 2023. The provisional commissioning date was November 14, 2017, and the Commercial Operation Date (COD) was declared as March 13, 2019.

Package-02, RBC and 03, Wadala: The Package-02 (RBC) and Package-03 (Wadala) projects were successfully completed on June 15, 2022, and June 20, 2023, respectively. However, the final bills related to both projects have not yet been generated or submitted due to pending resolution of the “De-freezing of Escalation Amount” with the client.

DEFENCE

Since the Government of India liberalized private sector participation in the defense sector, Punj Lloyd actively looked for opportunities. After receiving the first license to

manufacture guns, rockets, missiles and artillery systems in 2007, Punj Lloyd became a leading participant in the private sector. The company subsequently expanded its activities in this sector and acquired several licenses. However, due to the latter's financial challenges, the PLR Systems unit was sold prior to the initiation of CIRP.

Full Body Truck Scanner – Punj Lloyd has won a prestigious order worth ₹120 crore from ministry of Home Affairs for the supply and commissioning of 5 Full Body Truck Scanning. It was a first private sector company in India to install these X-Ray based FBTS at various borders, which could detect concealed arms, ammunition, explosives, detonator, IED, narcotics and fake currency. The project was terminated by the Ministry of Home Affairs in FY 2022.

Job Work

From the year 2024, the Company has started supplying complete spare parts for hydro power, which include material, manufacturing, machining and final painting, and all this is being done keeping in mind customer satisfaction.

Now, the Company is manufacturing hydro power spare parts exclusively for the following customers.

Global Hydro Energy Pvt. Ltd. - Gear Box chassis, Butterfly Valve (BFV), Spiral Casing / Guide Vane, Complete Assembly & Testing, Cap for pressure testing, Turbine Housing and Accessories, Butterfly Valve (BFV) etc.

Andritz Hydro Pvt. Ltd. - Stator Frame and Brackets along with their Child parts, multiple parts, Stator Frame , Complete Lifting device , earth terminal, Stator Frame and misc., Laminated Rim plate, Lifting beam and misc., Bearing Cover, etc.

Given the current financial challenges, the Company is not accepting new orders as the focus is on open orders to complete the remaining project supply material, which will be completed by the end of September 2025.

HUMAN RESOURCE (HR)

People are the cornerstone of a service-driven organisation like Punj Lloyd. As the Company undergoes a phase of transformation to overcome challenging financial conditions, it has become imperative to realign HR objectives with the revised organisational goals. In this context, HR initiatives are being driven with a mid-term focus on building a performance-oriented culture—one that enables employees to grow, innovate, and thrive, while collectively contributing to sustainable organisational performance. Accordingly, the HR function is today focused on achieving an optimal balance between right-sizing manpower resources and ensuring smooth and effective business operations.

To support this transformation, the Company has initiated a comprehensive review of its organisational structure with emphasis on redefining roles across levels, optimising costs across processes, and institutionalising mechanisms that foster greater efficiency and productivity.

As part of its cost-optimisation measures, we have successfully transitioned from the legacy RAMCO Systems and have implemented a new, in-house developed Captive HRIS (Human Resources Information System) platform integrating all project locations within India and covering the complete spectrum of HR management processes in FY 2020. By leveraging this in-house system, the HR function has been significantly streamlined and

digitised, thereby enhancing both efficiency and transparency.

The Employee Self-Service (ESS) module is now fully online and extensively utilised across PAN-India locations for key HR processes such as:

- Real-time access to employee and employment-related information
- Attendance and time management with automated recording and reporting.
- Payroll and compensation transparency, including pay slip access and tax-related information
- Workflow automation for approvals, minimising manual intervention
- Strengthened communication channels between HR and employees, ensuring quicker query resolution

This digital transformation has not only improved operational efficiency and employee convenience but has also introduced stronger compliance controls and governance across HR processes. The ESS platform plays a pivotal role in creating a transparent, responsive, and digitally enabled HR environment.

In addition, active measures have been taken to optimise and rationalise people-related overheads across the Company. A key milestone was achieved in November 2019, when Punj Lloyd successfully surrendered its in-house Provident Fund Trust to the Employees' Provident Fund Organisation (EPFO). Despite the complex challenges associated with the trust transfer process, this transition was executed smoothly, ensuring greater compliance, transparency, and alignment with statutory requirements.

Further, a structured manpower rationalisation exercise was

implemented across all sites and at the Head Office. The exercise was executed with careful planning and sensitivity, ensuring that business operations remained unaffected and that no Industrial Relations (IR) issues arose. This underscores the Company's commitment to managing change responsibly while fostering a positive and constructive work environment. Throughout this period, industrial relations have remained cordial, with no disruptions to work or productivity.

IT INITIATIVES AND PROCESS ENHANCEMENTS

Punj Lloyd focused on leveraging technology to enhance internal process efficiencies and strengthen our market positioning. In today's dynamic business environment, IT tools serve as the backbone for enforcing robust processes and controls across the organization. Considering the financial constraints faced at present, IT roll-out has been strategically executed with minimal fresh investments. The emphasis has been placed on in-house development and the optimization of existing platforms, enabling the Company to deliver impactful solutions while maintaining cost discipline.

The migration of data, servers, and network devices from PLL Gurgaon to the Noida Data Center was successfully completed within the planned timeline during FY 2024 as the Corporate office of the Company was sold under SARFAESI by the lender having exclusive charge over the land and building. A new firewall was deployed at the new corporate office taken on lease, significantly enhancing the security of data hosted on the Noida server. The adoption of server-based solutions has delivered substantial savings in both infrastructure and ongoing maintenance expenses. Through firewall cost optimization, the

department was able to achieve a notable reduction in annual expenses. Similarly, corporate office internet costs were lowered, resulting in recurring savings year after year. In addition, Oracle application renewal costs were reduced substantially, with further reductions being targeted in upcoming renewals to strengthen long-term cost efficiency.

On the enterprise applications front, we have successfully implemented the Java Web Start patch on our existing Oracle Applications R12. This enhancement has made the system browser-independent and Java version-independent, allowing users to access the application seamlessly through any browser such as MS Edge, Internet Explorer, Chrome, Mozilla Firefox, and others.

Additionally, the patching process is carried out periodically to ensure continued compliance with GST regulations and other statutory requirements. This approach has improved accessibility, reduced technical dependencies, and ensured that the platform remains aligned with regulatory obligations.

A firewall was deployed at the corporate office as well to enhance the security of data hosted on the server in Noida DC, while the shift to server-based solutions generated substantial savings in infrastructure and maintenance costs. Firewall expenses were optimized to achieve notable reductions, and corporate office internet costs were brought down significantly compared to the previous year.

HEALTH, SAFETY AND ENVIRONMENT (HSE)

Punj Lloyd remains committed to providing a safe, healthy, and environmentally sustainable workplace across all project sites. Its

Integrated Management System is certified under ISO 9001:2015 (QMS), ISO 14001:2015 (EMS), and ISO 45001:2018 (OH&S), reflecting adherence to international standards.

During the year, key HSE initiatives included:

- Safety induction and regular Toolbox Talks for workers.
- Daily site inspections, audits, and weekly safety meetings with contractors.
- Road safety and awareness campaigns for employees, workers, and local communities, including schools.
- Health check-up camps, fire safety training, and third-party inspections of critical equipment.
- Systematic investigation of incidents, near misses, and complaints, with corrective and preventive measures implemented.
- Participation in national programmes such as Azadi Ka Amrit Mahotsav (tree plantation) and Swachhta Pakhwada (cleanliness drives).

Through these measures, Punj Lloyd has strengthened its culture of safety, sustainability, and compliance, ensuring the well-being of its people and stakeholders.

INTERNAL CONTROLS

The Company has set up an internal control environment and framework commensurate with the size and complexity of its business.

The Company has designed and implemented a process driven framework for Internal Financial Controls (IFC) as detailed in the Companies Act, 2013. These controls

have been established at the entity and process levels to comply with internal control requirements.

The system of internal controls in the Company ensures the following:

- Timely and accurate financial reporting in accordance with applicable accounting standards.
- Optimum utilization and safety of assets
- Compliance with applicable laws regulations, SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and management policies.
- An effective MIS system and reviews of other systems

The Company was admitted to the CIRP pursuant to an application filed before the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi ("NCLT/Adjudicating Authority") by ICICI Bank Limited against Punj Lloyd Limited, under Section 7 of the Insolvency and Bankruptcy Code, 2016 ("Code") read with the rules and regulations framed thereunder, as amended from time to time. The Hon'ble NCLT vide its order ("Admission Order") dated March 08, 2019 ("Insolvency Commencement Date") had admitted the application for the initiation of the corporate insolvency resolution process ("CIRP") of the Company. Subsequently, the NCLT vide its order dated May 22, 2019, appointed Mr. Ashwini Mehra (IBBI Reg. No: IBBI/IPA-001/IP-P00388/2017-18/10706) as the Resolution Professional ("RP") of the Company.

During CIRP, the RP had received a resolution plan which was put to vote for consideration of Committee of Creditors ("CoC"). The resolution

plan put to vote was not approved by the CoC. Subsequently, a meeting of the CoC was held on March 30, 2021 wherein the members of the CoC recommended that the liquidator should first explore sale of the Company as a going concern under Regulation 32(e) of Insolvency and Bankruptcy Board of India (Liquidation Process) Regulations, 2016 ("Liquidation Regulations") or sale of business of Company as a going concern under Regulation 32(f) of Liquidation Regulations. The CoC also suggested that a scheme of arrangement under section 230 of the Companies Act, 2013 should be run simultaneously, in the interest of time.

Based on the decision taken by CoC, the RP on April 01, 2021, filed an application under section 33 of the Code to pass appropriate orders for liquidation of the Company as a 'going concern'.

The Hon'ble NCLT, Principal Bench, vide order dated May 27, 2022 (published on May 31, 2022) ("Liquidation Order") approved the Liquidation of the Company as a going concern in accordance with Section 33 of the Code and in terms of the Liquidation Order Mr. Ashwini Mehra (IBBI Reg. No: IBBI/IPA-001/IP-P00388/2017-18/10706), erstwhile RP has been appointed as the Liquidator of the Company.

In accordance with the aforesaid, the RP/ Liquidator shall have powers and duties, as per the provisions of Insolvency and Bankruptcy Code, 2016 and Liquidator time to time to seek guidance / approval from CoC (during CIRP) and SCC (during Liquidation) as required under the provisions of the Insolvency & Bankruptcy Code.

FINANCIAL HIGHLIGHTS

Table 1 gives the abridged standalone and consolidated profit and loss account of the Company.

The Company has business losses and unabsorbed depreciation, which are allowed to be carried forward and set off against future taxable income under the Income Tax Act, 1961. Given uncertainties in earlier years regarding future profits, the Company had refrained from recognising deferred tax assets on such carried forward losses and unabsorbed depreciation. Considering that these financial statements are being finalized now in September 2025, the effect of subsequent events from balance sheet date, have been either adjusted or disclosed in the financial statements as applicable.

However, during FY 2019, the Company has taken several measures to improve operational efficiencies.

Table 1: Abridged Statement of Profit and Loss

			(Rs. in Crore)	
	Standalone		Consolidated	
	FY 19	FY 18	FY 19	FY 18
Revenue	1,675.58	4,059.49	2,133.63	5,080.37
Other Incomes	279.49	353.41	650.05	505.40
TOTAL INCOME	1,955.07	4,412.90	2,783.68	5,585.77
Cost of Sales	(11,816.96)	(4,197.54)	1,1367.97	(5,567.80)
EBIDTA	(9,861.89)	215.36	(8,584.29)	17.96
EBIDTA%		5%		0%
Finance Cost	(1,331.09)	(976.38)	(1,436.47)	(1,087.49)
Depreciation	(91.91)	(120.70)	(121.17)	(194.06)
Share of result of association/JV	-	-	5.09	(9.92)
Loss Before Tax	(11,284.89)	(881.72)	(1,0136.84)	(1,273.51)
Tax	1,203.74	1,199.08	(1,208.80)	1,201.68
Loss After Tax	(12,488.63)	317.36	(1,1371.66)	(71.83)
Other comprehensive income	(376.24)	(358.27)	(26.02)	(128.50)
Total Comprehensive Income	(12,864.87)	(40.91)	(11,371.66)	(200.33)

Standalone Ind-AS Financial Statements

Independent Auditor's Report

To the Members of **M/s. PUNJ LLOYD LIMITED**

Report on the Audit of the Standalone Financial Statements

Qualified Opinion

We have audited the standalone financial statements of M/s. PUNJ LLOYD LIMITED ("the Company"), which comprise the balance sheet as at 31st March 19, and the statement of Profit and Loss, and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion section of our report, the aforesaid financial statements 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 31st March 2019 and loss, and its cash flows for the year ended on that date.

Basis for Qualified Opinion

1. The net realizable value (NRV) of inventories as on 31st March 2019 has not been determined by the company. Consequently, inventories have been valued at cost, rather than at the lower of cost or NRV, which is contrary to the requirements of Ind AS 2 – Inventories and accounting policy of the company. The financial impact of this non-compliance remains unquantifiable due to the absence of NRV data.
2. Balances as per books of accounts relating to statutory liabilities such as VAT payable, GST Payable, TDS payable, EPF, ESI and National Pension Scheme (NPS) have not been reconciled with the corresponding figures in the statutory returns. The financial impact, if any, arising from these unreconciled items has not been determined and provided in the financial statements.
3. The company has not reconciled the claims received from operational creditors with the balances recorded in its books of accounts as on CIRP commencement date. In absence of the reconciliations, the financial impact, if any, remains unascertained. Refer Note No. 14 of the financial statements.
4. The employee benefit expenses recorded in the financial statements are not in reconciliation with the payroll and HR records maintained by the company. The impact of the same, if any, could not be determined due to non-reconciliation of said expenses.
5. Due to the significant time lag between the period under audit and the conduct of the audit, the Project-related expenses, including those for material consumption, contractor charges, and site operations could not be physically verified at respective sites.

6. Bank guarantees amounting to Rs.1928.55 crores, including Rs. 1124.26 crores after the balance sheet date, have been encashed by the customers due to non-compliance of the terms of the contract executed by the company with them, with corresponding impact in profit and loss account. Loss is overstated to the extent of Rs. 1124.26 crores. Refer Note No. 37 of the Financial Statements.
7. We could not obtain the direct balance confirmation from banks and receivables of the company as on the balance sheet date.

Qualifications in respect of Branches

8. The Commercial Registration (CR) of the company of its branches at Saudi Arabia, Qatar and Libya, have been expired and not been renewed, resulting restrictions like physical visit of the branch office have imposed and branch auditor have relied on the statements and explanations provided by the management of the company.
9. In respect of Saudi Arabia and Qatar branch, bank statements for the period under audit as well as subsequent period have not been provided.
10. In respect of Abu Dhabi branch, due to non-renewal of the license after June 11, 2022, and inability of a legal attorney to provide certification, management is unable to confirm whether any legal dues exist towards UAE regulatory authorities. Hence, we are unable to ascertain whether the financial statements as of March, 31, 2019, includes all necessary provisions and disclosures for liabilities towards UAE authorities.
11. In respect of Abu Dhabi branch, we are unable to verify the transaction during the year and balances of accounts payable, retention payable and provision of AED 45,448,105/- (Rs. 85,58,78,713/-) out of the total payable of AED 84,054,550/- (Rs.158,29,15,286/-). In absence of any supporting documents and external confirmations from suppliers and vendors, we were unable to comment whether any adjustments would be necessary to the below balances:

Particulars	Amount (In AED)	Amount (in Rs.)
Accounts Payables	30,414,529	57,27,66,410
Retention Payable	8,361,352	15,74,60,981
Provision for expense	6,672,224	12,56,51,322
Total	45,448,105	85,58,78,713

12. In respect of Abu Dhabi branch, we were unable to verify margins, other facilities, financial and contingent liabilities, if any, that needs to be included in the accompanying financial statements due to unavailability of three bank balance confirmations out of five banks.
13. A forgery had been committed against the company, compromising the Company Commercial Registration (CR) of its Oman Branch, resulted in imposing of certain restrictions, including physical visit to the branch office. Consequently, verification procedures were limited, and reliance was placed on information, documentation, and explanations provided by Company.

14. The financial statements of the Oman branch reflect an occurrence of theft from its warehouse. A First Information Report (FIR) has been filed with the local police authorities. The said matter is pending for adjudication before the local court in Oman.

We conducted our audit in accordance with 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 financial statements under the provisions of the Companies Act, 2013 and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

S. No.	Key Audit Matter	Auditor's Response
1.	The Company was admitted to the CIRP pursuant to an application filed before the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi ("NCLT/Adjudicating Authority") by ICICI Bank Limited against Punj Lloyd Limited, under Section 7 of the Insolvency and Bankruptcy Code, 2016 ("Code") read with the rules and regulations framed thereunder, as amended from time to time. The Hon'ble NCLT vide its order ("Admission Order") dated March 08, 2019 ("Insolvency Commencement Date") had admitted the application for the initiation of the corporate insolvency resolution process ("CIRP") of the Company. Subsequently, the NCLT vide its order dated May 22, 2019 appointed Mr. Ashwini Mehra (IBBI Reg. No: IBBI/IPA-001/IP-P00388/2017-18/10706) as the Resolution Professional ("RP") of the Company. During CIRP, the RP had received a resolution plan which was put to vote for consideration of Committee of Creditors ("CoC"). The resolution plan put to vote was not approved by the CoC. Subsequently, a meeting of the CoC was held on March 30, 2021 wherein the members of the CoC	We have discussed and analysed the situation with the Liquidator who is currently vested with the charge of governance. All practical and reasonable efforts have been made by us to gather evidences to ensure non existence of material misstatements, despite of the various challenges and complex circumstances.

	recommended that the liquidator should first explore sale of the Company as a going concern under Regulation 32(e) of Insolvency and Bankruptcy Board of India (Liquidation Process) Regulations, 2016 (“Liquidation Regulations”) or sale of business of Company as a going concern under Regulation 32(f) of Liquidation Regulations. The CoC also suggested that a scheme of arrangement under section 230 of the Companies Act, 2013 should be run simultaneously, in the interest of time. Based on the decision taken by CoC, the RP on April 01, 2021, filed an application under section 33 of the Code to pass appropriate orders for liquidation of the Company as a ‘going concern’. The Hon’ble NCLT, Principal Bench vide order dated May 27, 2022 (published on May 31, 2022) ("Liquidation Order") approved the Liquidation of the Company as a going concern in accordance with Section 33 of the Code and in terms of the Liquidation Order Mr. Ashwini Mehra (IBBI Reg. No: IBBI/IPA-001/IP-P00388/2017-18/10706), erstwhile RP has been appointed as the Liquidator of the Company.	
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Information other than the financial statements and auditors’ report thereon

The Company’s board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board’s Report including Annexures to Board’s Report but does not include the financial statements and our auditor’s report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Emphasis of Matter

1. We draw attention to Note 11 of the financial statements, which indicate that the Company has accumulated losses and its net worth has been fully eroded, the Company has incurred a net loss during the year and the Company’s current liabilities grossly exceeds the current assets as at the balance sheet date. Further, order has also been passed by Hon’ble NCLT, New Delhi dated 27.05.2022 for liquidation of the Company. These conditions indicate material uncertainty about the Company’s ability to continue as a going concern. However, the financial

statements are prepared as a going concern on the basis of order of Hon'ble NCLT for liquidation of the Company as a going concern basis and also as opined by the management of the Company. Our opinion is not modified in this regard.

2. Deferred tax assets, although eligible for recognition due to accumulated losses and deductible temporary differences, have not been recognized by the company, citing uncertainty over future taxable profits. Our opinion is not modified in this regard.
3. The Company has filed income tax return for the FY 2018-19 on the basis of unaudited books of accounts, whereas, the actual tax liability may vary based on audited figures.
4. Audit in respect of four overseas branches had been conducted by the branch auditors in 2019. However, due to their non availability of the respective branch auditors during audit of the company, special purpose auditors have been appointed to provide necessary information and assurance to us to incorporate the branch financials in the financial statements of the Company. Further, in respect of other four branches, audits have been conducted by the branch auditors in 2024.

Other Matter

We did not audit the Financial Statements of the branches and an unincorporated joint venture included in the standalone Ind AS financial statements, whose financial statements reflect total assets (net of elimination) of Rs. 2,038 crores at March 31, 2019 and total revenues (net of elimination) of Rs. 1,676 crores for the year ended on that date. These financial statements have been audited by other auditors whose reports and additional information thereon have been furnished to us, and our opinion in so far as it relates to the amounts and disclosures included in respect of these branches and an unincorporated joint ventures, is based solely on the reports of the such other auditors.

The audit report of the Thailand branch and Thailand Joint Venture were signed on 8th May, 2024 and those of the Abu Dhabi and Kuwait branches were signed on August 22, 2024. However, the audit reports for the branches located in Qatar, Oman, Libya, and Saudi Arabia were signed in the year 2019. In view of this, the management (Liquidator) decided to conduct a special purpose audit for these four branches. We have relied upon the audit reports and the responses to the questionnaires received from the respective special purpose auditors.

Our opinion is not qualified in respect of this matter, except as stated below.

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 financial statements that give a true and fair view of the financial position, financial performance 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. 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 statements 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.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities 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.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the 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.

We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the financial statements and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A', a statement on the matters specified in paragraphs 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 and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act and rules made thereunder.
 - e) We could not get any written representations from the directors as on 31st March 2019 and unable to comment on whether any director is disqualified or not as on 31 March 2019 from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure B'.
 - g) With respect to the matter to be included in the Auditor's Report under section 197(16), In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) which are required to be commented upon by us.
 - 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 pending litigations, however, the impact of the said litigations on its financial position has not been considered in the financial statements- refer note 38(c) to the Standalone Financial Statements.
 - ii. The Company 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. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. (a) The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries during the year;

(b) The management has represented, that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries during the year; and

(c) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material mis-statement.
- v. No dividend have been declared or paid during the year by the company.
- vi. Maintenance of books of account in a software which has a feature of recording audit trail (edit log) facility was not applicable for the period under audit.

For KASHYAP SIKDAR AND COMPANY

Chartered Accountants

FRN: 0016253N

Sd/-

Place:-New Delhi

Arunava Sikdar

Annexure 'A'

The Annexure referred to in paragraph 1 of Our Report on "Other Legal and Regulatory Requirements".

We report that:

- (a) (A) The company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;
- (B) The company has maintained proper records showing full particulars of intangible assets;
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Property, Plant and Equipment have been physically verified by the management at reasonable intervals and the material discrepancies noticed were dealt with in the books of accounts of the Company;
- (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 all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company, except the following:-

Description of Property	Gross carrying value	Held in name of	Whether promoter, director or their relative or employee	Period held - indicate range, where appropriate	Reason for not being held in name of company
One parcel of land located in Waksai	4,81,400/-	Punj Lloyd Limited	-	Since January 2002	The dispute pertains to ownership of property with a third Party.

- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year. Accordingly, the reporting under Clause 3(i)(d) of the Order is not applicable to the Company.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (i) (a) As explained to us & on the basis of the records examined by us, in our opinion, physical verification of inventory has been conducted at reasonable intervals by the management. In our opinion, the coverage and procedure of such verification by the management is appropriate. As per the information provided to us, appropriate adjustments have been made in the books for the discrepancies noticed on such verification. .

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no fresh working capital loan in excess of five crore rupees has been raised during the year. The company has, however, been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at certain points in time. The quarterly returns or statements filed by the company with such banks or financial institutions have been provided to us; however, in absence of adequate records, we were unable to verify their agreement with the books of account.
- (ii) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not made investments in, nor provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, provisions of clause 3(iii)(a), 3(iii)(b), 3(iii)(c), 3(iii)(d), 3(iii)(e) and 3(iii)(f) of the Order are not applicable to the Company.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records, in respect of loans, investments, guarantees, and security, provisions of section 185 and 186 of the Companies Act, 2013 have been complied with except non charging of interest on the loan.
- (iv) The company has not accepted any deposits or amounts which are deemed to be deposits covered under sections 73 to 76 of the Companies Act, 2013. Accordingly, clause 3(v) of the Order is not applicable.
- (v) As per information & explanation given by the management, maintenance of cost records has been specified by the Central Government under sub-section (1) of section 148 of the Companies Act and such accounts and records have been so made and maintained.
- (vi) (a) In absence of proper reconciliation about the payment of statutory dues, we are unable to comment whether all undisputed liabilities have been paid and no such amount is outstanding for more than a period of six months from the date they become payable. Further, due to initiation of CIRP and imposition of moratorium under section 14 of IBC, 2016, all dues prior to CIRP commencement date i.e. 08.03.2019, stands frozen and payments of the same are to be made as per the provisions of IBC, 2016. However, Resolution Professional had admitted a sum of Rs. 1813.67 Crores, as updated on 02.07.2024, as dues towards statutory authorities. Refer note No. 38(a) of the Financial statements.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the company, there is no statutory dues referred to in sub-clause (a) that have not been deposited on account of any dispute except following :

Name of the Statute	Nature of the Dues	Amount (Rs.)	Period to which the amount relates	Forum where Dispute is pending
Andhra Pradesh Sales Tax Act, 1957	Tax (including Interest)	7.16	1998-99 to 2004-05	Sales tax Appellate Tribunal
Telangana Value Added Tax Act, 2005	Tax (including Interest)	0.26	2010-11	Sales tax Appellate Tribunal

Bihar Value Added Tax, 2005	Tax (including Interest)	28.82	2009-10	Assessing Authority/Commissioner
Bihar Value Added Tax, 2005	Tax (including Interest)	0.83	2011-12	Commissioner of Commercial Tax
Chattisgarh Value Added tax, 2005	Tax (including Interest)	0.15	2012-13	Additional Commissioner of Commercial Tax
Delhi Value Added Tax Act, 2005	Tax (including Interest)	0.26	2011-12	Additional Commissioner of Commercial Tax
Gujarat Value Added Tax Act, 2003	Tax (including Interest)	0.15	2013-14	Joint Commissioner Appeal
Haryana Value Added Tax Act, 2003	Tax (including Interest)	5.71	2003-04 to 2005-06, 2009-10	Sales Tax Appellate Tribunal / JC Appeal
Kerala Value Added Tax Act, 2003	Tax (including Interest)	0.10	2014-15 to 2016-17	Dy. Commissioner
Maharashtra Value Added Tax Act	Tax (including Interest)	5.47	2011-12	Joint Commissioner Appeal
Madhya Pradesh Commercial Tax Act, 1994	Tax (including Interest)	0.02	2003-04	High Court
Madhya Pradesh Value Added Tax Act, 2002	Tax (including Interest)	0.90	2009-10, 2010-11	Commercial Tax Tribunal
Punjab Value Added Tax Act, 2005	Tax (including Interest)	92.71	2008-09 to 2012-13	Supreme Court
Rajasthan Value Added Tax, 2003	Tax (including Interest)	10.40	2013-14 to 2015-16	Comm. Tax Tribunal/ Dy. Commissioner
Orissa Value Added Tax Act, 2005	Tax (including Interest)	33.56	2011-12, 2012-13, 2014-15	High Court/ Comm. Tax Tribunal/ AC Appeal

West Bengal Value Added Tax Act, 2003	Tax (including Interest)	32.76	2009-10, 2014-15	Appellate & Revisional Board
Bihar Entry Tax Act, 1993	Tax (including Interest)	2.30	2009-10	Commissioner of Commercial Tax
Chhattisgarh Entry Tax Act, 1976	Tax (including Interest)	0.26	2005-06, 2006-07	Assessing Authority
Haryana Local Area Development Tax Act, 2000	Tax (including Interest)	0.40	2003-04	Assessing Authority
Karnataka Sales Tax Act, 1957	Tax (including Interest)	0.12	2002-03, 2004-05	JC Appeal
Madhya Pradesh Entry Tax Act, 1976	Tax (including Interest)	0.33	2003-04, 2009-10 to 2010-11	High Court/ Comm. Tax Tribunal
Telangana Value Added Tax Act, 2005	Tax (including Interest)	0.02	2012-13 to 2014-15	Assessing officer/ Dy. Commissioner
Uttar Pradesh Trade Tax Act, 1948	Tax (including Interest)	0.11	2010-11	High Court
Central Excise Act, 1944	Tax (including Interest)	0.72	2006-07	CESTAT Mumbai
Goods & Service Tax Act	Tax	2.17	2017-18	Assessing Authority/ Commissioner's Level-GST Department
(Bihar)	Interest	0.62		
	Penalty	0.22		
Goods & Service Tax Act	Tax	0.28	2017-18	Assessing Authority/ Commissioner's Level-GST Department
(Haryana)	Interest	0.23		
	Penalty	-		
Goods & Service Tax Act	Tax	0.61	2017-18	Assessing Authority/

(Jharkhand)	Interest	0.11		Commissioner's Level-GST Department
	Penalty	0.15		
Goods & Service Tax Act	Tax	-	2017-18 & 2018-19	Assessing Authority/ Commissioner's Level-GST Department
(Karnataka)	Interest	0.09		
	Penalty	-		
Goods & Service Tax Act	Tax	0.07	2017-18	Assessing Authority/ Commissioner's Level-GST Department
(M.P)	Interest	0.06		
	Penalty	0.00		
Goods & Service Tax Act	Tax	2.36	2017-18 & 2018-19	Assessing Authority/ Commissioner's Level-GST Department
(Maharashtra)	Interest	1.81		
	Penalty	0.24		
Goods & Service Tax Act	Tax	0.46	2017-18 & 2018-19	Assessing Authority/ Commissioner's Level-GST Department
(Odisha)	Interest	0.80		
	Penalty	0.02		
Goods & Service Tax Act	Tax	0.67	2017-18 & 2018-19	Assessing Authority/ Commissioner's Level-GST Department
(Telengana)	Interest	0.11		
	Penalty			

		0.07		
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- (vii) According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- (viii) (a) The Company has defaulted in making payments of its dues to the financial creditors and an application was filed by ICICI Bank Limited under Section 7 of the Insolvency and Bankruptcy Code, 2016, CIRP of the company was initiated vide order of Hon'ble NCLT dated 08.03.2019. All the banks and financial institutions, being financial creditors as per IBC, 2016 had filed their claims initially before the IRP/ RP and subsequently before the liquidator. Refer Note No. 38(a) of the financial statements.
- (b) According to the information and explanations given to us, the Company has been declared a willful defaulter by Central Bank of India. Further it has been informed to us that IDBI Bank has classified the company account as fraud.
- (c) According to the information and explanations given to us by the management, the Company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained, except where the Resolution Professional during the CIRP of the Company had appointed a transaction auditor to examine and identify avoidable transactions under Section 43 and 45 of the Code. Based on the findings of transaction audit report the RP has reported the avoidable transactions by filing an application with the Adjudicating Authority pursuant to the relevant provisions of the Code on July 19, 2020. The application is pending with the Hon'ble NCLT for adjudication.
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short term basis have been used for long term purposes by the company, except where the Resolution Professional during the CIRP of the Company had appointed a transaction auditor to examine and identify avoidable transactions under Section 43 and 45 of the Code. Based on the findings of transaction audit report the RP has reported the avoidable transactions by filing an application with the Adjudicating Authority pursuant to the relevant provisions of the Code on July 19, 2020. The application is pending with the Hon'ble NCLT for adjudication.
- (e) In our opinion and according to the information and explanations given by the management, the Company holds many investment in subsidiary, associates or joint venture (as defined under the Act) during the year ended March 31, 2019, however, the company has not taken any funds from any entity or person on account of or to meet the obligation of its subsidiaries, associates or joint ventures. Accordingly, clause 3(ix)(e) is not applicable.
- (f) In our opinion and according to the information and explanations given by the management, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Accordingly, clause 3(ix)(f) is not applicable.
- (ix) (a) In our opinion and according to the information and explanations given by the management, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination

of the records of the Company, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year under audit. Accordingly, clause 3(x)(b) of the Order is not applicable.

- (x) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the company or any fraud on the company has been noticed or reported during the course of audit. However, applications have been filed by the liquidator in respect of avoidance transactions which are pending adjudication before Hon'ble NCLT. Many complaints had also been filed with various statutory investigation authorities which are pending before them. Further, it has been informed to us that IDBI Bank has classified the company account as fraud.

A forgery had been committed against the company, compromising the Company Commercial Registration (CR) of its Oman Branch, resulted in imposing of certain restrictions, including physical visit to the branch office.
The financial statements of the Oman branch reflect an occurrence of theft from its warehouse. A First Information Report (FIR) has been filed with the local police authorities. The said matter is pending for adjudication before the local court in Oman.
- (b) According to the information and explanations given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;
- (c) According to the information and explanations given to us by the management, no whistle-blower complaints had been received by the company.
- (xi) The company is not a Nidhi Company. Accordingly, clause 3(xii)(a), 3(xii)(b) and 3(xii)(c) of the Order is not applicable.
- (xii) In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, where applicable and the details have been disclosed in the financial statements, as required by the applicable accounting standards;
- (xiii) (a) Based on information and explanations provided to us and our audit procedures, the company has an internal audit system commensurate with the size and nature of its business. However, Internal Audit Report for the quarter ended 31st March, 2019 was not made available to us.
- (b) We have considered the internal audit reports of the Company issued till 31st December, 2018.
- (xiv) In our opinion and according to the information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xv) (a) In our Opinion and based on our examination, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934). Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) In our Opinion and based on our examination, the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable. ,

- (c) In our Opinion and based on our examination, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) According to the information and explanations given by the management, the Group does not have not more than one CIC as part of the Group.
- (xvi) Based on our examination, the company has incurred cash losses in the financial year and in the immediately preceding financial year. Amount of cash loss during current financial year is Rs. 234.29 crores and in the immediately preceding financial year is Rs.96.64 crores.
- (xvii) There has been resignation of the statutory auditors during the year and we have taken into consideration the issues, objections or concerns raised by the outgoing auditors, except in respect of disputed professional fees.
- (xviii) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the management plans and based on our examination of the evidence supporting the assumptions, we have reasonable doubt about the company of meeting its liabilities existing at the date of balance sheet as and when they fall due. However, the company is presently in Liquidation with claims of all financial, operational and other creditors have been determined and admitted by the liquidator and is in the process of distributing the proceeds of realization of assets to various stakeholders as per section 53 of Insolvency & Bankruptcy Code, 2016.
- (xix) As the Company was undergoing CIRP at the year end, no provision for CSR activity has been made in the books of accounts of the Company during the year.
- (xx) The company is required to prepare Consolidate financial statement. However, this being a standalone financial statement, this clause is not applicable.

For KASHYAP SIKDAR AND COMPANY

Chartered Accountants

FRN: 0016253N

Sd/-

Place:-New Delhi

Arunava Sikdar

Date: 16/09/2025

(PARTNER)

Membership No. : 089003

Annexure‘B’

Report on Internal Financial Controls Over Financial Reporting

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 M/s. PUNJ LLOYD LIMITED (“the Company”) as of March 31, 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

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 Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

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

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, considering the CIRP and delayed conduct of the audit of the Company, we are unable to comment about the adequacy of the internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. However, the company has obtained a report of internal financial control - Testing of Operating Effectiveness from an outside agency as on 31st March, 2019.

For KASHYAP SIKDAR AND COMPANY

Chartered Accountants

FRN: 0016253N

Sd/-

Place:-New Delhi

Arunava Sikdar

Date: 16/09/2025

(PARTNER)

Membership No. 089003

Punj Lloyd Limited
Balance Sheet as at March 31, 2019
(All amounts in INR Crores, unless otherwise stated)

	Notes	March 31, 2019	As at March 31, 2018
ASSETS			
Non-current assets			
Property, plant and equipment	4	511.06	599.16
Capital work-in-progress		-	-
Investment property	5	88.56	90.20
Intangible assets	6	-	3.63
Intangible assets under development		-	-
Financial assets			
Investments	7(a)	6.62	463.94
Loans	7(b)	-	5.72
Deferred tax assets (net)	8	-	1,199.00
Other non-current assets	9	110.26	180.21
		716.50	2,541.86
Current assets			
Inventories	10	66.15	117.05
Unbilled revenue (work-in-progress)		335.64	4,755.48
Financial assets			
Loans	7(b)	55.90	295.45
Trade receivables	7(c)	505.33	2,591.26
Cash and cash equivalents	7(d)	63.33	220.28
Other bank balances	7(e)	151.50	177.88
Other financial assets	7(f)	9.82	453.89
Current tax assets (net)		78.01	69.26
Other current assets	9	55.47	327.92
		1,321.15	9,008.47
Total assets		2,037.65	11,550.33
EQUITY AND LIABILITIES			
Equity			
Equity share capital	11	67.12	67.12
Other equity		(12,769.81)	95.40
Share application money pending allotment		-	-
		(12,702.69)	162.52
Non-current liabilities			
Financial liabilities			
Borrowings	12(a)	-	482.14
Provisions	13	0.56	5.49
Deferred tax liabilities (net)	8	-	-
		0.56	487.63
Current liabilities			
Financial liabilities			
Borrowings	12(b)	6,336.34	4,638.16
Trade payables			
total outstanding dues to micro and small enterprises		29.80	4.35
total outstanding dues other than above		3,360.88	2,439.43
Other financial liabilities	12(c)	3,632.45	2,275.35
Other current liabilities	14	1,139.13	1,427.46
Provisions	13	186.01	60.94
Current tax liabilities (net)		55.17	54.48
		14,739.78	10,900.17
Total equity and liabilities		2,037.65	11,550.33
Summary of significant accounting policies	2		

The accompanying notes form an integral part of the financial statement.
This is the standalone balance sheet referred to in our report of even date.

For and on behalf of Punj Lloyd Limited

For Kashyap Sikdar & Co.
Chartered Accountants
Firm registration number: 016253N
UDIN No. : 25089003BMN2TM5559

Sd/-
Arunava Sikdar
Partner
Membership No.: 089003

Sd/-
Adhish Swaroop
Company Secretary

Sd/-
Ashwini Mehra
Liquidator

Place: Delhi
Date: 16/09/2025

Reg. No: IBBI/IPA-001/IP-P00388/2017-18/10706

Punj Lloyd Limited
Statement of profit and loss for the year ended March 31, 2019
(All amounts in INR Crores, unless otherwise stated)

	Notes	Year ended	
		March 31, 2019	March 31, 2018
Income			
Revenue from operations	15	1,675.58	4,059.49
Other income	16	279.49	353.41
Total income		1,955.07	4,412.90
Expenses			
Projects materials consumed and cost of traded goods sold		1,502.07	2,056.35
Employee benefits expense	17	450.08	366.64
Bank Guarantee encashment		1,928.55	-
Provision for unbilled revenue		2,726.70	40.56
Provision for receivables		810.63	235.64
Provision for other financial assets		1,534.70	52.27
Other expenses	18	2,864.23	1,446.08
Total expenses		11,816.96	4,197.54
Earnings before interest (finance costs), tax, depreciation and amortization (EBITDA)		(9,861.89)	215.36
Depreciation and amortization expense	19	91.91	120.70
Finance costs	20	1,331.09	976.38
Loss before tax		(11,284.89)	(881.72)
Tax expenses	21		
- Current tax		4.05	(0.08)
- Adjustment of tax relating to earlier years		-	-
- Deferred tax		1,199.69	(1,199.00)
Total tax expense		1,203.74	(1,199.08)
Profit / (Loss) for the year		(12,488.63)	317.36
Other comprehensive income (OCI)			
A. OCI to be reclassified to profit or loss in subsequent years:			
Exchange differences on translation of foreign operations		77.84	(54.80)
Income tax effect			
		77.84	(54.80)
Net OCI to be reclassified to profit or loss in subsequent years		77.84	(54.80)
B. OCI not to be reclassified to profit or loss in subsequent years:			
Re-measurement gains/(losses) on defined benefit plans		3.23	5.32
Income tax effect			
Net gain/ (loss) on FVTOCI of equity securities		(457.30)	(308.79)
Income tax effect			
Net OCI not to be reclassified to profit or loss in subsequent years		(454.08)	(303.47)
Other comprehensive income for the year, net of tax (refer note 8)		(376.24)	(358.27)
Total comprehensive income for the year		(12,864.87)	(40.91)
Earnings per equity share [nominal value per share Rs. 2 each (Previous year Rs. 2)]	22		
Basic (in Rs.)		(372.13)	9.46
Diluted (in Rs.)		(372.13)	9.45
Summary of significant accounting policies	2		

The accompanying notes form an integral part of the financial statements.

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

For **Kashyap Sikdar & Co.**
Chartered Accountants
Firm registration number: 016253N
UDIN No. : 25089003BMN2TM5559

For and on behalf of **Punj Lloyd Limited**

Sd/-
Arunava Sikdar
Partner
Membership No.: 089003

Sd/-
Adhish Swaroop
Company Secretary

Place: Delhi
Date: 16/09/2025

Sd/-
Ashwini Mehra
Liquidator
Reg. No: IBBI/IPA-001/IP-P00388/2017-18/10706

Punj Lloyd Limited
Statement of changes in equity for the year ended March 31, 2019
(All amounts in INR Crores, unless otherwise stated)

	Equity share capital (A)	Other equity										Total (A+B)
		Reserves and Surplus						Other comprehensive income (OCI)			Total other equity (B)	
		Capital reserve	Securities premium reserve	Stock option outstanding account	Debenture redemption reserve	General reserve	Retained earnings	FVTOCI reserve	Foreign currency translation reserve	Other items of OCI		
As at March 31, 2017	66.85	25.61	2,489.95	3.13	112.87	98.18	(2,208.16)	(413.88)	28.60	-	136.30	203.15
Exercise of Employee Stock Options	0.27	-	2.15	(2.15)	-	-	-	-	-	-	-	0.27
Employee stock option expense	-	-	-	-	-	-	-	-	-	-	-	-
Loss for the year	-	-	-	-	-	-	317.36	-	-	-	317.36	317.36
Change in fair value of investments	-	-	-	-	-	-	-	(308.79)	-	-	(308.79)	(308.79)
Currency translation differences	-	-	-	-	-	-	-	-	(54.80)	-	(54.80)	(54.80)
Remeasurement of the net defined benefit liability/ asset										5.32	5.32	5.32
OCI reclassified to retained earnings	-	-	-	-	-	-	5.32	-	-	-5.32	-	-
As at March 31, 2018	67.12	25.61	2,492.10	0.97	112.87	98.18	(1,885.48)	(722.67)	(26.20)	-	95.40	162.52
Exercise of Employee Stock Options	-	-	-	-	-	-	-	-	-	-	-	-
Employee stock option expense	-	-	-	-	-	-	-	-	-	-	-	-
Loss for the year	-	-	-	(0.35)	-	-	(12,488.63)	-	-	-	(12,488.98)	(12,488.98)
Change in fair value of investments	-	-	-	-	-	-	-	(457.30)	-	-	(457.30)	(457.30)
Currency translation differences	-	-	-	-	-	-	-	-	77.84	-	77.84	77.84
Remeasurement of the net defined benefit liability/ asset							-			3.23	3.23	3.23
OCI reclassified to retained earnings	-	-	-	-	-	-	3.23	-	-	-3.23	-	-
As at March 31, 2019	67.12	25.61	2,492.10	0.63	112.87	98.18	(14,370.88)	(1,179.97)	51.64	-	(12,769.81)	(12,702.70)

The accompanying notes form an integral part of the financial statements.

This is the standalone statement of changes in equity referred to in our report of even date.

For **Kashyap Sikdar & Co.**
Chartered Accountants
Firm registration number: 016253N
UDIN No. : 25089003BMN2TM5559

For and on behalf of **Punj Lloyd Limited**

Sd/-
Arunava Sikdar
Partner
Membership No.: 089003

Sd/-
Adhish Swaroop
Company Secretary

Place: Delhi
Date: 16/09/2025

Sd/-
Ashwini Mehra
Liquidator
Reg. No: IBBI/IPA-001/IP-P00388/2017-18/10706

Punj Lloyd Limited
Statement of cash flows for the year ended March 31, 2019
(All amounts in INR Crores, unless otherwise stated)

	Year ended	
	March 31, 2019	March 31, 2018
Cash flow from operating activities		
Loss before tax	(11,284.89)	(881.72)
Adjustment to reconcile loss before tax to net cash flows		
Depreciation and amortization expense	91.91	120.70
Profit on sale of property, plant and equipments (net)	-	(2.52)
Unrealized foreign exchange gain (net)	52.59	84.96
Unspent liabilities and provisions written back	(0.65)	(121.58)
Provisions on assets	4,896.05	328.46
Provision for foreseeable losses	21.84	-
Net gain on sale of long-term investments	-	(0.48)
Employee share based payment expense	-	-
Interest expense	1,300.56	924.50
Interest (income)	(8.82)	(24.82)
Dividend (income)	-	-
Operating profit before working capital changes	(4,931.41)	427.51
Movement in working capital:		
Trade payables	953.55	230.67
Provisions	120.14	(62.04)
Financial liabilities	(10.08)	19.47
Other liabilities	(288.33)	(1,075.91)
Trade receivables	(2,863.88)	(586.20)
Unbilled revenue (work-in-progress)	4,398.00	1,377.98
Inventories	50.90	(28.48)
Financial assets	672.33	(165.87)
Other assets	342.40	141.61
Cash generated from operations	(1,556.38)	278.74
Direct taxes refunds (net)	(12.12)	(20.45)
Net cash flow from operating activities (A)	(1,568.50)	258.29
Cash flow from investing activities		
Purchase of property, plant and equipments, including CWIP and capital advances	(7.82)	(18.51)
Proceeds from sale of property, plant and equipments	6.96	13.06
Proceeds from sale of non-current investments (net)	-	0.48
Redemption/maturity in bank deposits (having original maturity of more than three months)	(1.75)	-
Interest received	26.04	22.24
Dividends received	-	-
Decrease/ (Increase) in margin money deposits	28.13	(58.48)
Net cash flow from investing activities (B)	51.56	(41.21)
Cash flow from financing activities		
Proceeds from long-term borrowings	8.53	11.61
Repayment of long-term borrowings	(71.31)	(231.31)
Proceeds/ (Repayment) from short-term borrowings (net)	1,698.16	455.29
Interest paid	(352.73)	(549.37)
Proceeds from exercise of stock options	-	0.07
Net cash flow from financing activities (C)	1,282.65	(313.71)
Net change in cash and cash equivalents (A + B + C)	(234.29)	(96.64)
Effect of exchange differences on cash and cash equivalents held in foreign currency	-	(0.93)
Exchange difference	77.35	(54.85)
Cash and cash equivalents at the beginning of the year	220.28	366.15
Cash and cash equivalents at the end of the year	63.33	213.73

Punj Lloyd Limited
Statement of cash flows for the year ended March 31, 2019
(All amounts in INR Crores, unless otherwise stated)

Components of cash and cash equivalents

Balances with banks:

On current accounts	56.48	144.95
On EEFC account	5.42	69.83
Deposit with original maturity of less than three months	0.19	4.56
Cash on hand	1.24	0.94

Total cash and cash equivalents [refer notes 7(d)]	63.33	220.28
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Less : Book overdraft	0.00	(6.54)
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Total cash and cash equivalents [refer notes 7(d) & 12(c)]	63.33	213.73
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The accompanying notes form an integral part of the financial statements.
This is the standalone statement of cash flows referred to in our report of even date.

For Kashyap Sikdar & Co.

Chartered Accountants
Firm registration number: 016253N
UDIN No. : 25089003BMN2TM5559

Sd/-
Arunava Sikdar
Partner
Membership No.: 089003

For and on behalf of Punj Lloyd Limited

Sd/-
Adhish Swaroop
Company Secretary

Place: Delhi
Date: 16/09/2025

Sd/-
Ashwini Mehra
Liquidator
Reg. No: IBBI/IPA-001/IP-P00388/2017-18/10706

1. Corporate information

Punj Lloyd Limited ("the Company" or "Corporate Debtor" or "CD") is a public limited company domiciled in India. Its equity shares are listed on two recognized stock exchanges in India. The principal place of business of the Company is located at New Delhi, India. The Company is primarily engaged in the business of engineering, procurement and construction in the oil, gas and infrastructure sectors. The Company caters to both domestic and international markets. The Company is currently undergoing Liquidation as a going concern pursuant to the order of the Hon'ble NCLT dated May 27, 2022. Trading in the equity shares of the Company has been suspended w.e.f. Friday, October 07, 2022 on both the recognized stock exchanges on account of initiation of Liquidation proceedings by the Hon'ble NCLT.

These financial statements for the year ended March 31, 2019 were authorized for issue by the Liquidator of the Company.

2. Significant accounting policies

(a) Basis of preparation

(i) Compliance with Ind AS

These financial statements have been prepared and comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 ("the Act"), read together with the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act. All notes to financial statements to be read together with Note (2) (a) (iv) below with respect to ongoing Liquidation process of the Company.

(ii) Basis of measurement

These financial statements have been prepared on going concern basis under an accrual and historical cost basis, except for the following:

- certain financial assets and liabilities (including derivative instruments) that are measured at fair value;
- certain items of property, plant and equipments which have been fair valued on the transition date

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.

(iii) Presentation of financial statements

The Balance Sheet and the Statement of Profit and Loss are prepared and presented in the format prescribed in the Schedule III to the Companies Act, 2013 ("the Act"). The Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS 7 "Statement of Cash Flows". The disclosure requirements with respect to items in the Balance Sheet and Statement of Profit and Loss, as prescribed in the Schedule III to the Act, are presented by way of notes forming part of the financial statements along with the other notes required to be disclosed under the notified Accounting Standards and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

Amounts in the financial statements are presented in Indian Rupees in crore [1 crore = 10 million] rounded off to two decimal places as permitted by Schedule III to the Companies Act, 2013. Per share data are presented in Indian Rupees to two decimals places.

(iv) CIRP and Liquidation of the Company

"The Company was admitted to the CIRP pursuant to an application filed before the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi ("NCLT/ Adjudicating Authority") by ICICI Bank Limited against Punj Lloyd Limited, under Section 7 of the Insolvency and Bankruptcy Code, 2016 ("Code") read with the rules and regulations framed thereunder, as amended from time to time. The Hon'ble NCLT vide its order ("Admission Order") dated March 08, 2019 ("Insolvency Commencement Date") had admitted the application for the initiation of the corporate insolvency resolution process ("CIRP") of the Company. Subsequently, the NCLT vide its order dated May 22, 2019 appointed Mr. Ashwini Mehra (IBBI Reg. No: IBBI/PA-001/IP-P00388/2017-18/10706) as the Resolution Professional ("RP") of the Company.

During CIRP, the RP had received a resolution plan which was put to vote for consideration of Committee of Creditors ("CoC"). The resolution plan put to vote was not approved by the CoC. Subsequently, a meeting of the CoC was held on March 30, 2021 wherein the members of the CoC recommended that the liquidator should first explore sale of the Company as a going concern under Regulation 32(e) of Insolvency and Bankruptcy Board of India (Liquidation Process) Regulations, 2016 ("Liquidation Regulations") or sale of business of Company as a going concern under Regulation 32(f) of Liquidation Regulations. The CoC also suggested that a scheme of arrangement under section 230 of the Companies Act, 2013 should be run simultaneously, in the interest of time.

Based on the decision taken by CoC, the RP on April 01, 2021, filed an application under section 33 of the Code to pass appropriate orders for liquidation of the Company as a 'going concern'.

The Hon'ble NCLT, Principal Bench vide order dated May 27, 2022 (published on May 31, 2022) ("Liquidation Order") approved the Liquidation of the Company as a going concern in accordance with Section 33 of the Code and in terms of the Liquidation Order Mr. Ashwini Mehra (IBBI Reg. No: IBBI/PA-001/IP-P00388/2017-18/10706), erstwhile RP has been appointed as the Liquidator of the Company.

Further, with effect from May 27, 2022, the Liquidator shall have powers and duties, as provided in Section 34 and 35 of the Code, including but not limited to:

- i. The powers of the Board of Directors, key managerial personnel and the partners of the Company, as the case may be, shall cease to have effect and shall be vested in the Liquidator;

Punj Lloyd Limited
Notes to financial statements for the year ended March 31, 2019
(All amounts in INR Crores, unless otherwise stated)

- ii. The Liquidator shall take into his custody or control all the assets, property, effects, and actionable claims of the Company;
- iii. The Liquidator shall act and execute in the name and on behalf of the Company all deeds, receipts, and other documents, if any;
- iv. Other duties as prescribed under the Code.

The powers and duties mentioned above are not exhaustive and do not cover all powers and duties of the Liquidator provided under Section 35 of the Code, read in conjunction with the Liquidation Regulations. Please further refer to Section 35 of the Code and its corresponding regulations in the Liquidation Regulations for comprehensive list of powers and duties of the Liquidator.

The Companies Act 2013 (as amended) (the 'Act') under section 134 (1) states that the financial statement shall be approved by the Board of Directors and thereafter signed on behalf of the Board by the chairperson of the company where he is authorised by the Board or by two directors out of which one shall be Managing Director, if any, and the Chief Executive Officer (CEO), the Chief Financial Officer (CFO) and the Company Secretary of the company, wherever they are appointed, for submission to the auditor for his report thereon. Upon commencement of the CIRP, the powers of the Board of Directors of the Company stand extinguished and are exercised by the Resolution Professional (RP) and upon commencement of the liquidation, these powers are exercised by the Liquidator. These financial statements pertain to the period both prior and post commencement of CIRP. It may be noted that the Liquidator (erstwhile Resolution Professional) was not involved with the Company in any manner during FY 2018-2019. All practical and reasonable efforts have been made to gather details to prepare these financial statements and despite various challenges and complex circumstances, best possible efforts have been put to provide information required by the auditors for the purpose of carrying out the audit. The Promoter / Ex. Managing Director, Mr. Atul Punj is continuing as Director in the Company while other Directors had resigned on or before commencement of the CIRP. These financial statements have been signed by the Liquidator while exercising the powers of the Board of Directors of the Company, which has been conferred upon him in terms of the Insolvency and Bankruptcy Code 2016. Liquidator has signed these financial statements for discharging his duty under the Liquidation Process, governed by the Insolvency and Bankruptcy Code 2016 and IBBI (Liquidation Process) Regulations, 2016 and IBBI (Liquidation Process) Regulations, 2016. (In view of order of Hon'ble NCLAT in the matter of Mukund Chaudhary vs S. K. Kundra (RP of CLC Industries Ltd, Directors are also liable to sign the balance sheet).

To complete the liquidation of the Company as a going concern in accordance with the directions provided by the Hon'ble NCLT in the Liquidation Order and Regulation 32A read with Regulation 32 of the IBBI (Liquidation Process) Regulations, 2016, the Liquidator had issued an Invitation for the submission of binding bids for acquisition of Punj Lloyd Limited "in liquidation" on a going concern basis vide Public Announcement dated 13th August 2022 and also issued an Asset Sale Process Memorandum dated 13th August 2022 and subsequently also issued four addendums to the Asset Sale Process Memorandum dated 13th August 2022 ("Asset Sale Process Memorandum"), which set out the process for submission of a binding Bid and participation in the subsequent E-Auction for the selection of the Successful Bidder in accordance with the Provisions of the Code. Pursuant to this invitation, the Liquidator received two bids, for acquisition of the Company on a going concern basis.

However, the Stakeholder Consultation Committee ("SCC") in its 5th meeting held on 20th March 2023, advised the Liquidator to not to consider the Binding Bids, submitted by two Bidders, as the members of SCC were not satisfied with the contours of implementation and the value offered in the Bids. Subsequently, the SCC in its 6th meeting held on 12th May 2023 has advised the Liquidator to resume the ongoing going concern sale process of the Company by seeking fresh offers from all interested/prospective buyers and incorporating necessary amendments in the Asset Sale Process Memorandum dated 13th August 2022. In the same meeting, the SCC members in accordance with the Regulation 31A of the IBBI (Liquidation Process) Regulations 2016 has approved the terms of the Amended & Restated Asset Sale Process Memorandum along with the Reserve Price for sale of the Company on a going concern basis.

Subsequently, the Liquidator conducted multiple rounds of e-auction for sale of various Set of Assets of the Company, including the sale of the Company on a going concern basis and sale of various assets of the Company on an 'as is where is' 'as is what is' 'as is how is', 'whatever there is' and without any recourse basis without an representation, warranty or indemnity by the Company, the Liquidator or any other Person, in accordance with the advice of the SCC under Regulation 31A of the Liquidation Regulations. Accordingly, certain assets of the Company have been successfully sold in these e-auction rounds, except sale of the Company on a going concern basis.

Further, the Hon'ble NCLT vide order dated 25th March 2025 has extended the liquidation period of the Company till 11th September 2025.

(b) Property, plant and equipment

Property, plant and equipment, excluding freehold land, but including capital work-in-progress are stated at cost, less accumulated depreciation and impairment losses, if any. While computing the written down value of the property, plant and equipment, no scrap value has been attributed to PPE and on the completion of their useful life, all have been recorded at nil in the books. Freehold land is carried at historical cost. The cost includes the purchase price and expenditure that is directly attributable to bringing the asset to its working condition for the intended use.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repair and maintenance are charged to the statement of profit and loss during the reporting period in which they are incurred.

The Company adjusts exchange differences arising on translation/settlement of long-term foreign currency monetary items pertaining to the acquisition of a depreciable asset to the cost of the asset and depreciates the same over the remaining life of the asset. In accordance with Ministry of Corporate Affairs ("MCA") circular dated August 09, 2012, exchange differences adjusted to the cost of tangible assets are total differences, arising on long-term foreign currency monetary items pertaining to the acquisition of a depreciable asset, for the period. In other words, the Company does not differentiate between exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost and other exchange differences.

Depreciation method, estimated useful lives and de-recognition

Depreciation is calculated using the straight-line method to allocate the cost, net of the residual values, over the estimated useful lives as follows:

Asset Description	Useful lives (years)
Factory buildings	30
Other buildings	60
Plant and equipment	3 – 20
Furniture and fixtures, office equipments and tools	3 – 20
Vehicles	3 – 10

The property, plant and equipment acquired under finance leases, including assets acquired under sale and lease back transactions, is depreciated over the shorter of the asset's useful life and the lease term, if there is no reasonable certainty that the Company will obtain ownership at the end of the lease term.

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

The useful lives, residual values and method of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively.

(c) Intangible assets

Intangible assets are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and impairment losses, if any.

Development expenditures are recognized as an intangible asset when the Company is able to demonstrate:

- the technical feasibility of completing the intangible asset so that the asset will be available for use
- its intention to complete and its ability and intention to use or sell the asset
- how the asset will generate future economic benefits
- the availability of resources to complete the asset
- the ability to measure reliably the expenditure during development

The Company amortizes intangible assets with finite lives using the straight-line method over the period of licenses or based on the nature and estimated useful economic life, i.e., six years, whichever is lower.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

The amortization period and the method is reviewed at each financial year end and adjusted prospectively.

(d) Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Company's CGU to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/ forecasts, the Company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries or countries in which the Company operates, or for the market in which the asset is used.

Impairment losses of continuing operations, including impairment on inventories, are recognized in the statement of profit and loss.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been, had no impairment loss been recognized. Such reversal is recognized in the statement of profit and loss.

(e) Investment properties

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Company, is classified as an investment property. Investment properties are measured initially at cost, including related transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and impairment, if any.

Subsequent expenditure is capitalized to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. All other repair and maintenance costs are expensed when incurred.

Investment properties are depreciated using the straight-line method over their estimated useful lives, i.e., 60 years.

Investment properties are derecognized either when they have been disposed off or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in profit or loss in the period of de-recognition.

(f) Sale and lease back transactions

If a sale and leaseback transaction results in a finance lease, the profit or loss, i.e., excess or deficiency of sale proceeds over the carrying amounts is deferred and amortized over the lease term in proportion to the depreciation of the leased asset. The unamortized portion of the profit is classified under "Other liabilities" in the financial statements.

If a sale and leaseback transaction results in an operating lease, profit or loss is recognized immediately in case the transaction is established at fair value. If the sale price is below fair value, the loss is recognized immediately except that, if the loss is compensated by future lease payments at below market price, it is deferred and amortized in proportion to the lease payments over the period for which the asset is expected to be used. If the sale price is above fair value, the profit is deferred and amortized over the period for which the asset is expected to be used.

(g) Leases

Where the Company is the lessee

Lease where the Company, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalized at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognized in finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Company's general policy on the borrowing costs (see note 2.(l)).

A leased asset is depreciated on a straight-line basis over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain the ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life or the lease term of the asset.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee, are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increase.

Where the Company is the lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Lease income from operating lease is recognized in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are classified in the balance sheet based on their nature.

(h) Inventories

Project materials are valued at lower of cost and net realizable value. Cost includes cost of purchase and other costs incurred in bringing the materials to their present location and condition. Cost is determined on weighted average basis.

Scrap is valued at net realizable value.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

(i) Unbilled revenue (work-in-progress)

Unbilled revenue (work-in-progress) is valued at net realizable value.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

(j) Revenue recognition

The company has adopted AS 115 "Revenue from Customers" effective April 01, 2018. Ind AS 115 supersedes Ind AS 11 "Construction Contracts". The Company has applied Ind AS 115 using the modified retrospective method and the cumulative impact of transition to Ind AS 115 has been adjusted against the Retained earnings as at April 01, 2018. Accordingly, the figures of the previous year are not restated under Ind AS 115. The application of Ind AS 115 did not

Punj Lloyd Limited
Notes to financial statements for the year ended March 31, 2019
(All amounts in INR Crores, unless otherwise stated)

have any material impact on recognition and measurement principles. However, it results in additional presentation and disclosure requirements for the Company.

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

Transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring good or service to a customer excluding amounts collected on behalf of a third party. Variable consideration is estimated using the expected value method or most likely amount as appropriate in a given circumstance. Payment terms agreed with a customer are as per business practice and there is no financing component involved in the transaction price.

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

Significant judgments are used in :

1. Determining the revenue to be recognized in case of performance obligation satisfied over a period of time; revenue recognition is done by measuring the progress towards complete satisfaction of performance obligation. The progress is measured in terms of a proportion of actual cost incurred to-date, to the total estimated cost attributable to the performance obligation.
2. Determining the expected losses, which are recognized in the period in which such losses become probable based on the expected total contract cost as at the reporting date.

A) Revenue from operations

Revenue for the periods upto June 30, 2017 includes Service Tax/Sales Tax collected from customers. Revenue from July 1, 2017 onwards is exclusive of goods and service tax (GST) which subsumed Service Tax/Sales Tax. Revenue also includes adjustments made towards liquidated damages and variation wherever applicable. Escalation and other claims, which are not ascertainable/acknowledged by customers are not taken into account.

B) Revenue from construction/project related activity is recognized as follows:

Cost plus contracts: Revenue from cost plus contract is recognized over time and is determined with reference to the extent performance obligations have been satisfied. The amount of transaction price allocated to the performance obligations satisfied represents the recoverable costs incurred during the period plus the margin as agreed with the customer.

Fixed price contracts: Contract revenue is recognized over time to the extent of performance obligation satisfied and control is transferred to the customer. Contract revenue is recognized at allocable transaction price which represents the cost of work performed on the contract plus proportionate margin, using the percentage of completion method. Percentage of completion is the proportion of cost of work performed to-date, to the total estimated contract costs.

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

For contracts where the aggregate of contract cost incurred to date plus recognized profits (or minus recognized losses as the case may be) exceeds the progress billing, the surplus is shown as contract asset and termed as "Unbilled revenue (work-in-progress)". For contracts where progress billing exceeds the aggregate of contract cost incurred to-date plus recognized profits (or minus recognized losses, as the case may be), the surplus is shown as "Other liabilities" in the financial statements. Amounts received before the related work is performed are disclosed in the Balance Sheet as other liability and termed as "Advances from customer". The amount billed on customer for work performed and are unconditionally due for payment i.e. only passage of time is required before payment falls due, are disclosed in the Balance Sheet as trade receivables. The amount of retention money held by the customer pending completion of performance milestone is disclosed as part of contract asset and is reclassified as trade receivable when it becomes due for payment.

- C) Revenue from long term construction contracts executed in unincorporated joint ventures under work sharing arrangements is recognized on the same basis as similar contracts independently executed by the Company. Revenue from unincorporated joint ventures under profit sharing arrangements is recognized to the extent of the Company's share in unincorporated joint ventures.
- D) Revenue from hire charges is accounted for in accordance with the terms of agreements with the customers.
- E) Revenue from management services is recognized pro-rata over the period of the contract as and when the services are rendered.
- F) Rental income arising from operating leases on investment properties is generally accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss. These are accounted for otherwise where the payments to the lessor are structured to increase in line with expected general inflation, to compensate for the expected inflationary cost increases.
- G) Interest income from debt instruments is recognized using the effective interest rate method (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. When calculating the EIR, the Company estimates the

Punj Lloyd Limited
Notes to financial statements for the year ended March 31, 2019

(All amounts in INR Crores, unless otherwise stated)

expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.

- H) Dividend income is recognized when the Company's right to receive the payment is established, which is generally when shareholders of the investee approve the dividend.
- I) Export Benefit under the Duty Free Credit Entitlements is recognized in the statement of profit and loss, when right to receive license as per terms of the scheme is established in respect of exports made and there is no significant uncertainty regarding the ultimate collection of the export proceeds.

(k) Borrowing costs

Borrowing costs directly attributable to the acquisition or construction of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that are incurred in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

All loan facilities of the Company have been classified as Non-Performing Assets by the respective Scheduled Commercial Bank and Financial Institution. The Company has not serviced any debt facility under the period of this financial statement other than payment of commission on certain outstanding and live non-fund-based facilities (generally termed as Bank Guarantee).

(l) Foreign currencies

i) Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian Rupee (INR), which is Company's functional and presentation currency.

ii) Transaction and balances

Transactions in foreign currencies are initially recorded in the functional currency using the exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences resulting from the settlement or translation of such transactions are generally recognized in profit or loss, except the following:

- a. Exchange differences are deferred in equity if they are attributable to part of the net investment in a foreign operation. They are recognized initially in other comprehensive income (OCI) and reclassified to statement of profit and loss on disposal of the net investment, as part of gain or loss on disposal.
- b. Exchange differences arising on long-term foreign currency monetary items (recognized upto 31 March 2016), related to acquisition of a depreciable asset are capitalized and depreciated over the remaining useful life of the asset.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognized in OCI or profit or loss are also recognized in OCI or profit or loss, respectively).

iii) Translation of foreign operations

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

- Assets and liabilities are translated at the closing rate of exchange at the reporting date,
- Income and expenses are translated at quarterly average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transaction), and
- All resulting exchange differences are recognized in OCI.

On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is recognized in profit or loss.

Cumulative currency translation differences for all foreign operations are deemed to be zero at the date of transition, i.e. 01 April 2015. Gain or loss on a subsequent disposal of any foreign operation excludes translation differences that arose before the date of transition but comprises only translation differences arising after the transition date.

(m) Financial instruments

Financial Instruments (assets and liabilities) are recognized when the Company becomes a party to a contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Initial recognition and measurement

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, other than those designated as fair value through profit or loss (FVTPL), are added to or deducted from the fair value of the

financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognized immediately in statement of profit and loss.

a. Financial assets**(i) Subsequent measurement**

Subsequent measurement depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its financial assets.

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost using the Effective Interest Rate (EIR) method. The EIR amortisation is included in other income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss.
- **Fair value through other comprehensive income (FVTOCI):** The Company has investments which are not held for trading. The Company has elected an irrevocable option to present the subsequent changes in fair values of such investments in other comprehensive income. Amounts recognized in OCI are not subsequently reclassified to the statement of profit and loss.
- **Fair value through profit and loss (FVTPL):** FVTPL is a residual category for financial assets in the nature of debt instruments. Financial assets included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss. This category also includes derivative financial instruments, if any, entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109.

(ii) Impairment of financial assets

The Company applies Ind AS 109 for recognizing impairment losses using Expected Credit Loss (ECL) model. Impairment is recognized for all financial assets subsequent to initial recognition, other than financial assets in FVTPL category. The impairment losses and reversals are recognized in statement of profit and loss.

(iii) De-recognition

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or the same are transferred.

b. Financial liabilities**(i) Subsequent measurement**

There are two measurement categories into which the Company classifies its financial liabilities.

- **Amortised cost:** After initial recognition, interest-bearing borrowings and other payables are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.
- **Financial liabilities at FVTPL:** Financial liabilities are classified as FVTPL when the financial liabilities are held for trading or are designated as FVTPL on initial recognition. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments. Gains or losses on liabilities held for trading are recognised in the profit or loss.

(ii) De-recognition

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires.

c. Offsetting financial instruments

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

(n) Fair value measurement

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

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

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

Level 1 – Where fair value is based on quoted prices from active market.

Level 2– Where fair value is based on significant direct or indirect observable market inputs.

Level 3 – Where fair value is based on one or more significant input that is not based on observable market data.

Punj Lloyd Limited
Notes to financial statements for the year ended March 31, 2019

(All amounts in INR Crores, unless otherwise stated)

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfer is required between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) (a) on the date of the event or change in circumstances or (b) at the end of each reporting period.

(o) Employee benefits

Short-term obligations

Liabilities for salaries and wages, including non-monetary benefits, that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized up to the end of the reporting period and are measured at the amounts expected to be paid on settlement of such liabilities. The liabilities are presented as current employee benefit obligations in the balance sheet.

Other long-term employee benefit obligations

The liabilities for earned and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognized in Other Comprehensive Income.

The obligations are presented as current liabilities in the balance sheet since the Company does not have an unconditional right to defer the settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

Post-employment obligations

The Company operates the following post-employment schemes:

- Defined benefit plans in the form of gratuity, and
- Defined contribution plans such as provident fund and pension fund

Gratuity obligations

The Company operates a defined benefit gratuity plan for employees employed in India. The Company has obtained group gratuity scheme policies from Life Insurance Corporation of India and ICICI Prudential Life Insurance Company Limited to cover the gratuity liability of these employees. The difference in the present value of the defined benefit obligation and the fair value of plan assets at the end of the reporting period is recognized as a liability or asset, as the case may be, in the balance sheet. The defined benefit obligation is calculated annually on the basis of actuarial valuation using the projected unit credit method.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in the employee benefit expense in the statement of profit and loss.

Re-measurements gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in OCI.

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

Defined contribution plans

The Company makes contribution to statutory provident fund and pension funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognized as employee benefit expense when they are due. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in the future payments is available.

Employee benefits in overseas locations

In overseas branches and unincorporated joint venture operation, provision for retirement and other employee benefits are recognized as prescribed in the local labour laws of the respective country, for the accumulated period of service at the end of the financial year.

(p) Income taxes

Income tax comprises current income tax and deferred tax. The income tax expense or credit for the year is the tax payable on the current year's taxable income, based on the applicable income tax rate for each jurisdiction where the Company operates, adjusted by changes in deferred tax assets and liabilities attributed to temporary differences and to unused tax losses.

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the tax authorities, using the tax rates and tax laws that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generate taxable income.

Deferred tax is provided using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax is determined using tax rates and tax laws that have been enacted or substantively enacted by the end of reporting period and are expected to apply when the related deferred tax asset is realized or the deferred tax liability is settled.

Deferred tax assets are recognized for all deductible temporary differences and unused tax losses, only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

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

Deferred tax assets and liabilities are offset if a legally enforceable right exists to set-off current tax assets against liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognized in the statement of profit or loss, except to the extent that it relates to items recognized in OCI or directly in equity. In this case, the tax is recognized in OCI or directly in equity, respectively.

(q) Segment reporting

Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating decision maker, in deciding how to allocate resources and assessing performance. Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

(r) Earnings per share

Basic earnings per share is calculated by dividing the profit or loss attributable to equity shareholders by the weighted average number of equity shares outstanding during the financial year, adjusted for the events such as bonus issue, share split or otherwise that have changed the number of equity shares outstanding without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the profit or loss 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.

(s) Share-based payments

Employees of the Company receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions). The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model. The fair value of the options granted is recognized as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the option granted:

- including any market performance conditions (e.g., the Company's share price),
- excluding the impact of any service and non-market performance vesting conditions (e.g., profitability, sales growth targets and remaining and employee of the entity over a specified time period), and
- including the impact of any non-vesting conditions (e.g., the requirement for employees to save or holding shares for a specific period of time).

The total expense is recognized over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognizes the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

(t) Cash and cash equivalents

Cash and cash equivalents, for the purposes of cash flow statement, comprise cash on hand, demand deposits, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Bank overdraft are shown within borrowings in current liabilities in balance sheet.

(u) Dividends

The Company recognized a liability for the amount of any dividend declared when the distribution is authorized and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorized when it is approved by the shareholders.

(v) Contingent liabilities

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.

Commitments are future liabilities for contractual expenditure, classified and disclosed as follows:

- a) estimated amount of contracts remaining to be executed on capital account and not provided for;
- b) uncalled liability on shares and other investments partly paid;
- c) funding related commitment to subsidiary, associate and joint venture companies; and
- d) other non-cancellable commitments, if any, to the extent they are considered material and relevant in the opinion of management.

(w) Provisions

Provisions are recognized when the Company has a present legal or constructive obligation 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.

Where the effect of the time value of money is expected to be material, provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as interest expense.

(x) Operating cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents and the management considers this to be the project period.

(y) Measurement of EBITDA

As permitted by the Guidance Note on the Division II of Schedule III to the Companies Act, 2013, the Company has elected to present earnings before interest, tax, depreciation and amortization (EBITDA) as a separate line item on the face of the statement of profit and loss. In its measurement, the Company does not include depreciation and amortization expense, finance costs and tax expense.

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

All other assets are classified as non-current.

A liability is 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.

(aa) Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year in which these are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortised cost using the effective interest method.

3. (a) Significant accounting judgements, estimates and assumptions:

The preparation of financial statements requires the management to make judgments, 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 period.

Critical estimates and judgments

In applying the accounting policies, following are the items/ areas that involved a higher degree of judgment or complexity and which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

Estimates and judgments are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

Fair valuation of unlisted securities:

The fair value of financial instruments that are not traded in an active market is determined using internationally accepted valuation principles. The inputs to these valuations are taken from observable markets wherever possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as discount rates, liquidity risk, credit risk, earning growth factors and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

Revenue recognition:

The Company uses the percentage-of-completion method (POCM) in accounting for its long term construction contracts. Use of POCM requires the Company to estimate the total cost to complete a contract. Changes in the factors underlying the estimation of the total contract cost could affect the amount of revenue recognized.

Impairment of financial assets:

The Company basis the impairment provisions for financial assets on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculations, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

Impairment of non-financial assets:

Non-financial assets are reviewed for impairment, whenever events or changes in circumstances indicate that the carrying amount of such assets may not be recoverable. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). The recoverable amount is sensitive to inputs like discount rate, expected future cash-inflows and growth rate used for extrapolation purposes.

Defined benefit plan (employee benefits):

The cost of defined benefit gratuity plan and other employee benefits and the present value of the defined benefit obligations are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increase and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Taxes:

Deferred tax assets are recognized for unused tax losses and unabsorbed depreciation to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgment is required to determine the amount of deferred tax asset that can be recognized, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

The Company neither has any taxable temporary difference nor any tax planning opportunities available that could support the recognition of unused tax losses and unabsorbed depreciation as deferred tax assets. On this basis, the Company has accounted for deferred tax assets on temporary differences, including unabsorbed depreciation and business losses, for which it is reasonably certain that future taxable income would be generated.

(b) Recent accounting pronouncements:

On March 30, 2019, the Ministry of Corporate Affairs (MCA) has notified Ind AS 116 – Leases and certain amendment to existing Ind AS. These amendments shall be applicable to the Company from April 01, 2019.

Issues of Ind AS 116 – Leases

Ind AS 116 will replace existing leasing standard i.e. Ind AS 17 and related interpretations. Ind AS 116 introduces a single lessee accounting model and requires lessee to recognize assets and liabilities for all leases with non-cancellable period of more than twelve months except for low value assets. Ind AS 116 substantially carries forward the lessor accounting requirement in Ind AS 17.

Amendment to existing standard

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

- (i) Ind AS 101 – First time adoption of Indian Accounting Standards
- (ii) Ind AS 103 – Business Combinations
- (iii) Ind AS 109 – Financial Instruments
- (iv) Ind AS 111 – Joint Arrangements
- (v) Ind AS 12 – Income Taxes
- (vi) Ind AS 19 – Employee Benefits
- (vii) Ind AS 23 – Borrowing Costs
- (viii) Ind AS 28 – Investment in Associates and Joint Ventures

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

4. Property, plant and equipment

	Land	Buildings	Plant and equipment	Furniture and fixtures	Office equipment	Tools	Vehicles	Total
Gross carrying amount								
At March 31, 2017	100.11	88.12	1,585.59	19.08	12.03	13.21	61.40	1,879.54
Additions	-	6.26	15.17	0.01	0.00	-	-	21.45
Disposals(-)	-	-	142.60	0.51	0.49	0.12	1.72	145.43
Other adjustments								
Exchange differences	-	-	-	-	-	-	-	-
Currency translation	-	-	12.00	0.39	0.08	-	2.43	14.90
At March 31, 2018	100.11	94.39	1,470.17	18.97	11.63	13.09	62.11	1,770.45
Additions	-	0.13	7.71	-	-	-	-	7.83
Disposals(-)	-	-	194.63	10.42	3.24	3.08	39.74	251.11
Other adjustments								
Exchange differences	-	-	-	-	-	-	-	-
Currency translation	-	-	7.87	0.17	0.08	-	1.46	9.58
At March 31, 2019	100.11	94.52	1,291.11	8.72	8.47	10.01	23.83	1,536.75
Accumulated depreciation								
At March 31, 2017	-	5.32	1,072.80	17.83	11.83	7.94	57.76	1,173.48
Charge for the year	-	2.71	111.70	0.78	0.10	0.65	1.95	117.90
Disposals(-)	-	-	132.28	0.32	0.49	0.12	1.72	134.93
Other adjustments								
Currency translation	-	-	11.95	0.39	0.08	-	2.41	14.84
At March 31, 2018	-	8.03	1,064.18	18.68	11.53	8.47	60.41	1,171.29
Charge for the year	-	2.83	85.48	0.26	0.04	0.49	0.35	89.45
Disposals(-)	-	-	188.80	10.42	3.24	3.08	38.61	244.14
Other adjustments								
Currency translation	-	-	7.38	0.17	0.08	-	1.46	9.10
At March 31, 2019	-	10.86	968.24	8.70	8.41	5.88	23.61	1,025.69
Net block								
At March 31, 2018	100.11	86.36	405.99	0.30	0.10	4.62	1.71	599.16
At March 31, 2019	100.11	83.66	322.87	0.02	0.06	4.13	0.22	511.06

- The Company has elected to adjust exchange differences arising on translation/settlement of long-term foreign currency monetary items, pertaining to acquisition of a depreciable asset, to the cost of such asset. Accordingly, during the current year, foreign exchange loss of INR 5.62 Cr (Previous year: foreign exchange loss of INR 0.45 Cr) has been adjusted in the gross block of plant and equipment.
- Gross block of plant and equipment includes equipment of cost INR 66.47 Cr (Previous year: INR 68.34 Cr) taken on finance lease. Accumulated depreciation thereon is INR 66.47 Cr (Previous year: INR 68.34 Cr).

For assets pledged as security, refer notes 12(a) and 12(b) and for capital commitments refer note 28. The Company is in liquidation with effect from 27th May 2022 and as per section 52(1)(a), secured creditors have relinquished their security interest to the liquidation estate and agreed to receive proceeds from the sale of assets in the manner specified in section 53 of IBC, 2016. Refer www.punjlloydgroup.com for updated list of stakeholders.

- Refer to Note no. 37 Subsequent Events sale of Fixed Assets.
- Fair Value determination was made as on 8th March 2019, being CIRP commencement date.

Punj Lloyd Limited
Notes to financial statements for the year ended March 31, 2019
(All amounts in INR Crores, unless otherwise stated)

5. Investment properties

	March 31, 2019	March 31, 2018
Gross carrying amount		
Opening gross carrying amount	99.20	98.76
Additions	-	0.44
Closing gross carrying amount	99.20	99.20
Accumulated depreciation		
Opening accumulated depreciation	8.99	7.34
Charge for the year	1.65	1.65
Closing accumulated depreciation	10.64	8.99
Net carrying amount	88.56	90.20

Amounts recognized in profit or loss for investment properties:

Refer to Note 4 (4) above.

	March 31, 2019	March 31, 2018
Rental income	7.20	6.62
Direct operating expenses from property that generated rental income	(0.08)	(0.07)
Direct operating expenses from property that did not generated rental income	(0.06)	(0.66)
Profit from investment properties before depreciation	7.06	5.89
Depreciation	(1.65)	(1.65)
Profit from investment properties	5.41	4.23

There is no contractual obligation for repairs, maintenance or enhancements which has not been recognized as liability.

Leasing arrangements

The Company has leased its investment property to tenants on long-term operating lease, with rentals payable monthly. The non-cancellable period of lease is 5 years and includes an escalation clause of 15% after three years. Minimum lease payments receivable under non-cancellable operating leases of investment properties are as follows:

	March 31, 2019	March 31, 2018
Within one year	7.61	6.62
Later than one year but not later than 5 years	32.60	9.70
Later than five years	24.41	-

Fair value

	March 31, 2019	March 31, 2018
Investment properties	107.20	102.27

Fair value determination as made as on 8th March 2019, being CIRP commencement date. Also refer Note 37.

6. Intangible assets (Software)

	March 31, 2019	March 31, 2018
Gross carrying amount		
Opening gross carrying amount	6.85	3.92
Additions	-	2.94
Disposals(-)	3.92	0.01
Other adjustments		
Currency translation	0.00	0.00
Closing gross carrying amount	2.93	6.85
Accumulated amortization		
Opening accumulated amortization	3.22	2.09
Charge for the year	0.81	1.14
Disposals(-)	3.92	0.01
Other adjustments		
Currency translation	0.00	0.00
Closing accumulated amortization	0.11	3.22
Impairment Loss on Intangible asset	2.82	-
Net block	-	3.63

Fair value determination was made as on 8th March 2019, being CIRP commencement date.

Punj Lloyd Limited
Notes to financial statements for the year ended March 31, 2019
(All amounts in INR Crores, unless otherwise stated)

Financial assets

7(a) Investments

	As at	
	March 31, 2019	March 31, 2018
Fair valued through Other Comprehensive Income		
Trade investments		
Investment in subsidiaries		
Punj Lloyd International Limited 100,000 (March 31, 2018: 100,000) equity shares of USD 1 each fully paid up.	-	-
Punj Lloyd Industries Limited 11,500,195 (March 31, 2018: 11,500,195) equity shares of Rs. 10 each fully paid up.	1.28	25.71
Atna Investments Limited 515,221 (March 31, 2018: 515,221) equity shares of Rs. 100 each fully paid up.	0.56	0.67
Punj Lloyd Pte Limited 573,346 (March 31, 2018: 573,346) equity share of SGD 1 fully paid up.	-	-
PL Engineering Limited 5,000,000 (March 31, 2018: 5,000,000) equity shares of Rs 10 each fully paid up.	-	5.28
Punj Lloyd Aviation Limited 53,998,710 (March 31, 2018: 53,998,710) equity shares of Rs 10 each fully paid up.	-	26.13
Punj Lloyd Infrastructure Limited 22,650,000 (March 31, 2018: 22,650,000) equity shares of Rs 10 each fully paid up. Of the above, 6,795,000 (March 31, 2018: 6,795,000) equity shares are pledged with bank.	-	3.33
Punj Lloyd Upstream Limited 36,397,350 (March 31, 2018: 36,397,350) equity shares of Rs 10 each fully paid up.	-	-
Sembawang Infrastructure (India) Private Limited 9,575,000 (March 31, 2018: 9,575,000) equity shares of Rs.10 each fully paid up.	-	-
Indtech Global Systems Limited 82,418 (March 31, 2018: 82,418) equity shares of Rs.100 each fully paid up.	1.06	1.06
Yagyi Kalewa Highway Limited (formly Shitul Overseas Placement and Logistics Limited) 102,000 (March 31, 2018: 102,000) equity shares of Rs. 10 each fully paid up.	-	0.08
Spectra Punj Lloyd Limited 5,000,000 (March 31, 2018: 5,000,000) equity shares of Rs.10 each fully paid up.	-	-
Punj Lloyd Infrastructure Pte Limited 835,625 (March 31, 2018: 835,625) equity shares of SGD 1 each fully paid up. Above equity shares are encumbered vide a non-disposal undertaking.	-	346.09
PT Punj Lloyd Indonesia 7,805 (March 31, 2018: 7,805) equity shares of USD 500 each fully paid up.	-	-
Investment in Associates	1.98	55.56
Domus Lloyd Contracting Limited (formerly known as Punj Lloyd Construction Contracting Company Limited)		

Punj Lloyd Limited

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

(All amounts in INR Crores, unless otherwise stated)

51,000 (March 31, 2018: 51,000)

equity shares of SAR 20 each fully paid up.

PLN Construction Limited

1.73

-

2,000,000 (March 31, 2018: 2,000,000)

equity shares of Rs. 10 each fully paid up.

Investment in joint ventures

Ramprastha Punj Lloyd Developers Private Limited

-

-

5,000 (March 31, 2018: 5,000) equity shares of Rs. 10 each fully paid up.

Investment in others

GMR Hyderabad Vijaywada Expressways Private Limited

-

-

500,000 (March 31, 2018: 500,000)

equity shares of Rs. 10 each fully paid up.

Hazaribagh Ranchi Expressway Limited

0.01

0.01

13,100 (March 31, 2018: 13,100)

equity shares of Rs. 10 each fully paid up.

Kaefer Private Limited

-

-

74,520 (March 31, 2018: 74,520)

equity shares of Rs. 100 each fully paid up.

Unquoted other instruments

Investment in subsidiary

Punj Lloyd Pte Limited

-

-

450,000 (March 31, 2018: 450,000) redeemable convertible preference share of SGD 100 each and

1,400,000 (March 31, 2018: 1,400,000) redeemable convertible preference share A of SGD 100 each fully paid up

Punj Lloyd Kazakhstan LLP

-

-

KZT 1,107,977,200 (March 31, 2018: 1,107,977,200) being 100% of the amount of Charter Capital.

Non-trade

Unquoted equity instruments

Investment in others

Arooshi Enterprises Private Limited

-

-

598,500 (March 31, 2018: 598,500) equity shares of Rs. 10 each fully paid up.

Quoted equity instruments

Investment in others

Reliance Naval and Engineering Limited (formerly Reliance Defence and Engineering Limited)

0.00

0.00

1,000 (March 31, 2018: 1,000)

equity shares of Rs. 10 each fully paid up.

	6.62	463.94
Aggregate carrying value of quoted investments	0.00	0.00
Aggregate market value of quoted investments	0.00	0.00

7(b) Loans

	Non-current As at		Current As at	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Unsecured, considered good				
Security deposits	-	5.72	4.08	5.81
Loan to subsidiaries	-	-	51.82	289.64
Unsecured, considered doubtful				
Loan to subsidiaries	-	-	298.74	86.87
Less: Allowance for doubtful loans	-	-	(298.74)	(86.87)
	-	5.72	55.90	295.45

Refer Note 37.

Punj Lloyd Limited
Notes to financial statements for the year ended March 31, 2019
(All amounts in INR Crores, unless otherwise stated)

7(c) Trade receivables

	March 31, 2019	March 31, 2018
Unsecured, considered good		
Trade receivables	1,509.33	1,863.38
Receivables from related parties	973.36	908.61
Less: Allowance for doubtful debts	(1,977.36)	(180.73)
Total receivables	505.33	2,591.26
Retention money included in total receivables	205.0	440.6
Of the above, trade receivables from related parties are as below:		
	March 31, 2019	As at March 31, 2018
Trade receivable from related parties	973.36	908.61
Less: Allowance for doubtful receivables	(973.36)	(89.07)
Net receivable	0.00	819.54

Ageing

Less than 6 months	328.86
More than 6 months	176.47

Realisation of debtors after a period of twelve months has not been classified as non-current assets.

7 (d) Cash and cash equivalents

	March 31, 2019	As at March 31, 2018
Balances with banks:		
On current accounts # (also refer Note No. 37)	56.48	144.95
On EEFC account	5.42	69.83
Deposit with original maturity of less than three months	0.19	4.56
Cash on hand	1.24	0.94
	63.33	220.28
# Balance with banks in unpaid dividend accounts	0.07	0.15

Includes an amount of INR 10.49 and INR 0.19 being balances in Current Account and Deposits respectively, in UAE, which accounts has been frozen as ordered by the local courts in view of legal cases filed by local vendors against their overdues. However no amount has been appropriated yet.

The bank balance of INR 859,248 in Yemen Branch and INR 27,502 in Dubai Branch has been provided for due to loss of control.

7(e) Other bank balances

	Non-current As at		Current As at	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Deposits with original maturity for more than 12 months	-	-	1.93	0.18
Deposits with original maturity for more than 3 months but less than 12 months	-	-	-	-
Margin money deposit	-	-	149.57	177.70
	-	-	151.50	177.88

7(f) Other financial assets

	March 31, 2019	Current As at March 31, 2018
Unsecured, considered good		
Advances to related parties	3.27	426.26
Interest receivable	6.55	23.77
Insurance claim receivable	-	-
Receivables against sale of investments	-	-
Assets held for disposal	-	3.86
Other receivable	-	-
Unsecured, considered doubtful		
Advances to related parties	425.83	22.62
Interest receivable from related parties	15.76	24.04
Less: Allowance for doubtful advances/receivable	(441.59)	(46.66)

Punj Lloyd Limited
Notes to financial statements for the year ended March 31, 2019
(All amounts in INR Crores, unless otherwise stated)

9.82 **453.89**

7. Deferred tax (net)

	As at	
	March 31, 2019	March 31, 2018
Deferred tax asset		
Impact of expenditure charged to the statement of profit and loss in the current year but allowable for tax purposes on payment basis	20.70	20.53
Others	(3,086.72)	31.86
Unabsorbed tax losses	3,449.91	1,404.32
Gross deferred tax assets	383.89	1,456.71
Deferred tax liability		
Property, plant and equipments, investment property & intangible assets	19.42	34.41
Financial assets carried at fair value through OCI	364.47	223.30
Gross deferred tax liability	383.89	257.71
Net Deferred tax asset	-	1,199.00

Since the Company is in liquidation, it has become very less probable that any future taxable profits will be available for the deferred tax assets to be recovered and the same has been unrecognized during the year.

8. Other assets

	Non-current		Current	
	As at		As at	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
(Unsecured, considered good)				
Capital advances	-	0.00	-	-
Advances other than capital advances				
Prepayments to vendors for supply of goods/ services	-	-	55.47	313.54
Prepaid expenses	4.41	4.63	-	2.78
Others				
GST / Value added tax / sales tax recoverable (net)	105.85	175.58	-	-
Balances with statutory/ government authorities	-	-	-	11.60
	110.26	180.21	55.47	327.92

9. Inventories

	As at	
	March 31, 2019	March 31, 2018
Project materials	66.15	117.05
	66.15	117.05

The company is in liquidation with effect from 27th May 2022 and as per section 52(1)(a), secured creditors have relinquished their security interest to the liquidation estate and agreed to receive proceeds from the sale of assets in the manner specified in section 53 of IBC, 2016. Refer www.punjilloydgroup.com for updated list of stakeholders.

10. Equity share capital

	As at	
	March 31, 2019	March 31, 2018
Authorized share capital		
450,000,000 (March 31, 2018: 450,000,000)		
equity shares of Rs. 2 par value each	90.00	90.00
10,000,000 (March 31, 2018: 10,000,000)		
preference shares of Rs. 10 par value each	10.00	10.00
	100.00	100.00
Issued, subscribed and fully paid-up shares		
Equity shares of Rs. 2 par value	67.12	67.12
	67.12	67.12

(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	33,55,95,745	67.12	33,42,25,745	66.85
Exercise of Employee Stock Options	-	-	13,70,000	0.27
Outstanding as at the end of the year	33,55,95,745	67.12	33,55,95,745	67.12

(b) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of Rs. 2 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees.

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 as per section 53 of IBC, 2016. The distribution will be in proportion to the number of equity shares held by the shareholders.

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

Shareholder Name:	LIC of India		Cawdor Enterprises Limited *		Spectra Punj Finance Private Limited *	
	Nos.	% holding	Nos.	% holding	Nos.	% holding
As at March 31, 2018	1,83,52,701	5.47%	7,56,91,430	22.55	2,04,85,361	6.10
As at March 31, 2019	1,76,95,664	5.27%	-	-	-	-

* Shareholding has been reduced to less than 5% during the year.

As per records of the Company, including its register of shareholders/members, the above shareholding represents both legal and beneficial ownerships of shares.

(d) Shares reserved for issue under options

For details of shares reserved for issue under the employee stock option plan (ESOP) of the Company, please refer note 24.

(e) Over the period of five years immediately proceeding March 31, 2019, neither any bonus shares were issued nor any shares were allotted for consideration other than cash. Further, no shares were bought back during the said period.

12. Financial liabilities

12 (a) Non-current borrowings

	Non-current portion		Current maturities	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
<u>Debentures (secured)</u>				
10.50% debentures redeemable at par at the end of 5 years from the deemed date of allotment, i.e., October 15, 2010. Secured by first charge on Flat No. 201, Satyam Apartment, Saru Section Road, Jamnagar, Gujarat, India and subservient charge on the moveable tangible and current assets of the Company.	-	-	300.00	300.00
12.00% debentures redeemable at par in ten equal half-yearly installments beginning at the end of 5 years from the date of allotment, i.e., January 02, 2009. Secured by first pari passu charge on the moveable tangible assets of the project division of the Company and further secured by exclusive charge on the Flat No. 202, Satyam Apartment, Saru Section Road, Jamnagar, Gujarat, India.	-	-	135.00	135.00
<u>Term loans</u>				
<u>Indian rupee loan from banks (secured)</u>				
Loan carrying rate of interest of 12.75% (March 31, 2018: 12.75%) repayable in 17 equal quarterly installments beginning at the end of 12 months from the date of first disbursement. Secured by way of first charge on the corporate offices of the Company, at Plot No. 78 & 95, and Medicity building situated at Sector 32 and 38 respectively at Gurgaon, Haryana, India. Further secured by way of first pari passu charge on the moveable tangible assets of the project division of the Company (upto 0.5 times of loan outstanding).	-	-	168.24	168.24
Loans carrying weighted average rate of interest of 10.58% (March 31, 2018: 10.80%) repayable in 12 quarterly installments beginning at the end of 2 years from the date of first disbursement. Secured by way of first ranking pari-passu charge on the existing and future current assets, except receivables of foreign projects financed by foreign lenders, of the Company and first ranking pari-passu charge on the existing and future moveable and immovable tangible assets of the Company, except those specifically charged to others lenders of Company. Collaterally secured by	-	429.82	1,146.25	723.11

Punj Lloyd Limited

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

(All amounts in INR Crores, unless otherwise stated)

personal guarantee of chairman and managing director. Further secured by pledge of 17,516,100 equity shares of Air Works India (Engineering) Private Limited; first pari passu charge on the land & building at Malanpur (M.P); pledge of 6,795,000 shares of Punj Lloyd Infrastructure Limited and second charge on 73,004,316 shares of Company held by two promoter group companies, pledged to IFCI Limited.

Foreign currency loan from others (secured)

Loan carrying rate of interest of 5.77% (March 31, 2017: 5.77%) repayable in 17 equal half yearly installments, beginning at the end of 4 years from the date of its origination.

Secured by first pari passu charge on the moveable tangible assets of the project division of the Company.

-	15.37	97.67	76.67
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Indian rupee loan from financial institutions (secured)

Loans carrying weighted average rate of interest of 12.26% (March 31, 2018: 12.25%), repayable in 47 to 57 monthly installments beginning at the end of 12 months from the date of first disbursement.

Secured by first and exclusive charge by way of hypothecation on certain specific equipments financed through the loan.

-	10.69	14.28	6.06
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Loan carrying rate of interest of 13.60% (March 31, 2017: 13.60%) repayable in 16 quarterly installments beginning at the end of 12 months from the date of first disbursement.

Secured by way of first pari passu charge on existing and future moveable tangible assets of the project division of the Company.

-	2.00	11.16	9.25
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Loan carrying rate of interest of 13.00% (March 31, 2017: 13.00%) repayable in 36 monthly installments starting from October 2016.

Secured by way of first ranking pari-passu charge on entire current assets of the Company, except receivables exclusively charged to other lenders of the Company. First ranking pari-passu charge on movable and immovable tangible assets of the Company, both present and future, except those specifically charged to other lenders of Company.

-	13.96	53.96	40.50
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Loan carrying rate of interest of 15% (March 31, 2018: 14.60%) repayable in 12 equal quarterly installments after the moratorium period of 2 years from the date of disbursement.

Secured by way of first pari passu charge on the moveable tangible assets of the project division of the Company and subservient charge on the corporate offices of the Company, at Plot No. 78 & 95, and Medicity building situated at Sector 32 and 38 respectively at Gurgaon, Haryana, India.

-	-	8.21	66.67
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Loan carrying rate of interest of 10.91% (March 31, 2017: 10.91%) repayable in 12 quarterly installments beginning at the end of 2 years from the date of first disbursement.

Secured by way of first ranking pari-passu charge on the existing and future current assets, except receivables of foreign projects financed by foreign lenders, of the Company and first ranking pari-passu charge on the existing and future movable and immovable tangible assets of the Company, except those specifically charged to others lenders of Company. Collaterally secured by personal guarantee of chairman and managing director. Further secured by pledge of 17,516,100 equity shares of Air Works India (Engineering) Private Limited; first pari passu charge on the land & building at Malanpur (M.P); pledge of 6,795,000 shares of Punj Lloyd Infrastructure Limited and second charge on 73,004,316 shares of Company held by two promoter group companies, pledged to IFCI Limited.

-	10.30	21.87	11.78
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The above amount includes

Secured borrowings

Amount disclosed under the head "Other financial liabilities" (refer note 12(c))

Net amount

-	482.14	1,956.63	1,537.28
-	482.14	1,956.63	1,537.28
-	-	(1,956.63)	(1,537.28)
-	482.14	-	-

12 (b) Current borrowings

Secured

Working capital loan repayable on demand

Loans carrying weighted average rate of interest of 13.50% (March 31, 2018: 12.75%).

Secured by way of first charge on pari passu basis on current assets (excluding receivables of the projects financed by the other banks) and second charge on pari passu basis on moveable tangible

	As at
March 31, 2019	March 31, 2018

475.93	181.65
--------	--------

assets of the project division of the Company.

Loans carrying rate of interest of 12.50% (March 31, 2018: 12.50%). Secured by way of exclusive charge on the receivables of the specific projects financed, first pari passu charge on the current assets of the project division (excluding receivables of the projects financed by the other banks), pari passu second charge on the movable tangible assets of the project division of the Company.	28.71	26.93
Loans carrying weighted average rate of interest of 10.86% (March 31, 2017: 11.38%). Secured by way of first ranking pari-passu charge on existing and future current assets of the Company, except receivables of foreign projects financed by foreign lenders. First ranking pari-passu charge on movable and immovable tangible assets of the Company, both present and future, except those specifically charged to other lenders.	5,564.85	4,229.46
Loan carrying rate of interest of 3 months LIBOR + 6% (March 31, 2018: 3 months LIBOR + 6%). Secured by way of pari passu charge on the receivables financed.	141.17	125.11
Loan carrying rate of interest of 5.54% (March 31, 2018: 5.54%). Secured by way of pari passu charge on the receivables financed.	55.13	55.86
Loan carrying rate of interest of 3 Months FGB EIBOR + 2.5% (March 31, 2018: 3 Months FGB EIBOR + 2.5%). Secured by way of charge on the receivables and assets of the project financed.	70.55	0.22

Unsecured

Buyer's line of credit from banks carried rate of interest of NIL (April 01, 2018: 2.18%).	-	18.93
Cash credit from a bank carried rate of interest of 3 months EIBOR + 2.5%.		
	6,336.34	4,638.16
The above amount includes:		
Secured borrowings	6,336.34	4,619.23
Unsecured borrowings	-	18.93
	6,336.34	4,638.16

12(c) Other financial liabilities

	March 31, 2019	March 31, 2018
Current maturities of long term borrowings (note 12(a))	1,956.63	1,537.28
Interest accrued but not due on borrowings	-	112.43
Interest accrued and due on borrowings	1,612.07	551.81
Book overdraft	-	6.54
Unpaid dividends #	0.07	0.15
Due to subsidiaries	55.96	59.42
Security deposits	7.72	7.72
	3,632.45	2,275.35

There is no amount currently due and outstanding which is to be credited to Investor Education and Protection Fund.

- Claims submitted in the insolvency process by the banks and the financial institutions have been reconciled with the books of accounts of the company and any penal interest/other charges as claimed by the financial creditors have been charged to the profit and loss account.

- The company is in liquidation with effect from 27th May 2022 and as per section 52(1)(a), secured creditors have relinquished their security interest to the liquidation estate and agreed to receive proceeds from the sale of assets in the manner specified in section 53 of IBC, 2016. Refer www.punjllloydgroup.com for updated list of stakeholders.

- Bank Guarantees amounting to Rs. 1,124.26 crores which have been encashed after the year end, has been added to the liability with a corresponding impact in profit and loss account.

13. Provisions

	Non-current As at		Current As at	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Provision for employee benefits				
Provision for gratuity (refer note 23)	0.56	3.48	-	-
Provision for compensated absences		2.01	11.15	12.05
	0.56	5.49	11.15	12.05
Other provisions				
Provision for foreseeable losses	-	-	66.98	48.89
Provision for Loss on sale of fixed assets	-	-	107.88	-
	-	-	174.86	48.89

Consequent upon order of liquidation of a company dated 27th May 2022, Gratuity and other staff benefits had become due and payable to the workers/employees concerned and the non-current liability of INR 0.56 crores have become current liability for the company.

14. Other liabilities

	Current As at	
	March 31, 2019	March 31, 2018
VAT tax payable	253.82	-
Tax deducted at source payable	7.50	17.77
Advance billing	299.34	174.82
Advances from customers	523.17	1,227.06
Others	55.30	7.81
	1,139.13	1,427.46

- The claims submitted by the operational creditors as on the insolvency commencement date i.e. 8th March 2019 and admitted by the IRP/RP, may be at variance with the amounts appearing in the books of accounts of the company in respect of the same. No accounting impact in the books of accounts has been made in respect of excess/short or non-receipt of claims from operational creditors.

15. Revenue from operations

	Year ended	
	March 31, 2019	March 31, 2018
Contract revenue	1,612.60	3,826.84
Sale of traded goods	47.15	132.28
Other operating revenue		
Hire charges	0.07	14.65
Management services	15.76	85.72
	1,675.58	4,059.49

16. Other income

	Year ended	
	March 31, 2019	March 31, 2018
Scrap sales	15.63	15.38
Insurance claims	-	30.98
Unspent liabilities and provisions written back	0.65	121.58
Exchange differences (net)	226.83	138.13
Interest income on		
Bank deposits	7.79	3.16
Others	1.04	21.66
Net gain on sale of long-term investments	-	0.48
Profit on sale of property, plant and equipments (net)	-	2.52
Rental income from investment property	7.20	6.62
Others	20.35	12.90
	279.49	353.41

17. Employee benefit expense

	Year ended	
	March 31, 2019	March 31, 2018
Salaries, wages and bonus	400.24	322.60
Contribution to provident funds	20.56	14.26
Gratuity expense (also refer note 23)	1.68	1.85
Compensated absences	4.75	4.43
Staff welfare expenses	22.85	23.50
	450.08	366.64

18. Other expenses

	Year ended	
	March 31, 2019	March 31, 2018
Contractor charges	2,123.19	918.92
Site expenses	67.10	57.97
Diesel and fuel	119.79	81.19
Repair and maintenance		
Buildings	0.03	0.60
Plant and equipments	2.04	2.27
Others	0.48	1.76
Rent	13.85	31.69
Freight and cartage	84.64	62.39
Hire charges	136.24	61.68
Rates and taxes	56.01	62.34
Insurance	11.78	23.93
Travelling and conveyance	17.22	29.86
Payment to auditors (refer below)	0.58	0.65
Consultancy and professional	67.93	95.07
Loss on sale of property, plant and equipments (net)	108.26	-
Impairment of Intangible asset	2.88	-
CSR expenditure (also refer note 38(f))	-	0.01
Provision for foreseeable losses on onerous contract	21.84	-
Miscellaneous	30.37	15.75
	2,864.23	1,446.08

	Year ended	
	March 31, 2019	March 31, 2018
As auditors:		
Audit fee	0.25	0.32
Limited reviews	0.30	0.30
Certification	0.02	0.02
Reimbursement of expenses	0.01	0.01
	0.58	0.65

Loss on sale of property, plant and equipments (net) includes sum of Rs. 108.26 crores relating to the same of property, plant and equipment made after the balance sheet date.

19. Depreciation and amortization expense

	Year ended	
	March 31, 2019	March 31, 2018
Depreciation of property, plant and equipment	89.45	117.90
Depreciation on investment properties	1.65	1.65
Amortisation of intangible assets	0.81	1.14
	91.91	120.70

20. Finance costs

	Year ended	
	March 31, 2019	March 31, 2018
Interest	1,300.56	924.50
Bank charges	30.53	51.88
	1,331.09	976.38

21. Income tax expenses

	2018-19	2017-18
(a) Income Tax expense		
Current Tax	4.05	(0.08)
Adjustments for current tax of prior periods	-	-
Deferred Tax	1,199.69	(1,199.00)
Total tax expense	1,203.74	(1,199.08)

(b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:

Loss before tax	(11,284.89)	(881.72)
Tax at the Indian tax rate of 30.90% (Previous year - 30.90%)	(3,487.03)	(272.45)
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Provisions for diminution in value of Investments	-	-
Tax losses of provision for unforeseeable losses & credit losses	480.97	5.75
Overseas tax	4.05	(0.08)
Effect of deferred tax asset not recognized	3,006.75	247.53
Deferred tax recognised	1,199.00	(1,199.00)
Tax relating to earlier years	-	-
Other items	-	19.17
Total tax expense	1,203.74	(1,199.08)

22. Earnings per share (EPS)

	2018-19	2017-18
Net profit/(loss) after tax attributable to equity share holders	(12,488.63)	317.36
Weighted average number of equity shares outstanding during the year (Nos.)	33,55,95,745	33,53,78,211
Basic EPS (Rs.)	(372.13)	9.46
Adjustment for calculation of diluted EPS on account of stock options	-	-
Weighted average number of equity shares for calculating diluted EPS (Nos.) *	33,55,95,745	33,57,40,819
Diluted EPS	(372.13)	9.45
Nominal value per equity share (Rs.)	2.00	2.00

* As the Company has incurred loss during the current year, dilutive effect of stock options on weighted average number of equity shares would have an anti-dilutive impact and hence, not considered.

23. Post-employment benefit plans

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. All permanent employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/ termination is the employee's last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Company makes contribution to recognized funds (in form of insurance policies) in India.

(a) The following tables summarize the components of net benefit expense recognized in the statement of profit and loss, the funded status and the amounts recognized in the balance sheet for the plan.

	Present value of obligations	Fair value of plan assets	Net amount
April 01, 2018	11.45	(7.97)	3.48
Current service cost	1.48	-	1.48
Interest expenses/(income)	0.82	(0.61)	0.21
Total amount recognised in profit or loss	2.29	(0.61)	1.68
Remeasurements:			
- Due to changes in financial assumptions	(0.21)	-	(0.21)
- Due to experience adjustments	0.73	-	0.73
- Due to change in demographic assumptions	-	(0.40)	(0.40)
- Return on assets (excluding interest income)	-	0.22	0.22
Total amount recognised in OCI	0.52	(0.18)	0.34
Benefits payments	(4.00)	4.00	-
Employer contributions	-	(4.26)	(4.26)
March 31, 2019	9.22	(8.66)	0.56

	Present value of obligations	Fair value of plan assets	Net amount
April 01, 2017	12.63	(8.57)	4.06
Current service cost	1.66	-	1.66
Interest expenses/(income)	0.81	(0.63)	0.18
Total amount recognised in profit or loss	2.47	(0.63)	1.84
Remeasurements:			
- Due to changes in financial assumptions	0.49	-	0.49
- Due to experience adjustments	2.87	-	2.87
- Return on assets (excluding interest income)	-	(2.47)	(2.47)
Total amount recognised in OCI	3.36	(2.47)	0.89
Benefits payments	(0.30)	0.30	-

Punj Lloyd Limited
Notes to financial statements for the year ended March 31, 2019
(All amounts in INR Crores, unless otherwise stated)

Employer contributions	-	(1.54)	(1.54)
March 31, 2018	11.44	(7.97)	3.47

The net liability disclosed above entirely relates to the funded gratuity plans. 100% plan assets are allocated in insurance company products portfolio. The Company expects to contribute INR 2.36 Cr (Previous year: INR 1.50 Cr) to gratuity fund in the next year.

The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:

	March 31, 2019	March 31, 2018
Discount rate	6.80%	7.53%
Expected rate of return on assets	6.80%	7.53%
Salary increase rate	5.50%	5.50%
Employee turnover		
upto age 30 years	15.00%	15.00%
31-44 years	10.00%	10.00%
45 and above	5.00%	5.00%
Retirement age (in years)	60	60
Mortality rates	Indian Assured Lives Mortality (2006-08) Ultimate	

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

Sensitivity analysis

Assumption	Change in assumption	Impact on defined benefit obligation
Discount rate	Increase by 50 basis points	Decrease by 7.30%
	Decrease by 50 basis points	Increase by 7.30%
Salary increase rate	Increase by 50 basis points	Increase by 6.00%
	Decrease by 50 basis points	Decrease by 5.00%

Risk exposure

Through its defined benefit plans, the Company is exposed to a number of risks, the most significant of which is the risk of change in the interest rates due to market volatility. A decrease therein will increase plan liabilities. Apart from the interest rate, the other significant risks associated with defined benefit plans are inflation risk, economic environment and regulatory changes.

The Company manages its investment positions to achieve long-term investments that are in line with the obligations under the employee benefit plans. The designated trust actively monitors how the duration and expected yield of the investments are matching the expected cash outflows arising from the employee benefit obligations. The Company has not changed its processes to manage its risks from previous periods.

Maturity profile of the defined benefit obligations

The weighted average duration of the defined benefit obligation is 7 years. The expected maturity analysis of undiscounted gratuity benefits is as follows:

Period	Amount
Within one year	2.50
Between 1-2 years	2.01
Between 2-5 years	5.34
Over 5 years	5.27

- (b) The company recognizes the leave encashment expenses in the Statement of Profit & Loss based on actuarial valuation. The expenses recognized in the Statement of Profit & Loss and the Leave encashment liability at the beginning and at the end of the year :

	2018-2019	2017-2018
At the beginning of the period	12.82	16.08
Current service cost	3.90	3.53
Interest expenses/(income)	0.84	0.90
Total amount recognised in profit or loss	4.75	4.43
Remeasurements:		
- Due to changes in financial assumptions	(0.22)	0.49
- Due to experience adjustments	3.11	3.94
- Return on assets (excluding interest income)	-	-
Total amount recognised in OCI	2.89	4.43
Benefits payments	(3.52)	(2.02)

Punj Lloyd Limited
Notes to financial statements for the year ended March 31, 2019
(All amounts in INR Crores, unless otherwise stated)

Employer contributions	-	-
At the end of the period	11.15	14.06

Subsequent to the balance sheet date, Resolution professional has decided to dismantle the practice of Leave encashment and whatever leave balances were lying against each employees as of December 31, 2021 has been paid over a period of three months ended March 31, 2022. There are no material impact on account of the same, hence no adjustments is being made in the financial statements for the year ended March 31, 2019.

24. Employee stock option plans (ESOP)

The Company provides various share based payment schemes to its employees. During the year ended March 31, 2019, the relevant details of the schemes are as follows:

	ESOP 2005	ESOP 2006
Date of Board of Directors approval	September 05, 2005 and February 12, 2016	June 27, 2006 and February 12, 2016
Date of Remuneration Committee approval	Various dates subsequent to September 05, 2005	Various dates subsequent to June 27, 2006
Date of Shareholder's approval	September 29, 2005 and April 3, 2006	September 22, 2006
Number of options	4,000,000	5,000,000
Method of settlement	Equity	
Vesting period <i>(for fresh grant)</i>	One year from the date of grant	
Exercise period <i>(for fresh grant)</i>	Five years from the date of vesting or one year from the date of separation from service, whichever is earlier	
Vesting condition	Employee should be in service	

The details of activities under ESOP 2005 have been summarized below:

	Number of options		Weighted average exercise price (Rs.)	
	2018-2019	2017-2018	2018-2019	2017-2018
Outstanding at the beginning of the year	620,000	770,000	2.00	2.00
Granted during the year	-	-	-	-
Exercised during the year	-	150,000	2.00	2.00
Expired during the year	220,000	-	-	-
Outstanding at the end of the year	400,000	620,000	2.00	2.00
Exercisable at the end of the year	400,000	620,000	2.00	2.00

The details of activities under ESOP 2006 have been summarized below:

	Number of options		Weighted average exercise price (Rs.)	
	2018-2019	2017-2018	2018-2019	2017-2018
Outstanding at the beginning of the year	-	200,000	2.00	2.00
Granted during the year	-	-	-	-
Exercised during the year	-	200,000	2.00	2.00
Expired during the year	-	-	-	-
Outstanding at the end of the year	-	-	-	-
Exercisable at the end of the year	-	-	-	-

No options were granted during the year ended March 31, 2019. The fair value at the grant date of options granted during the year ended March 31, 2016 was Rs. 15.72, which was determined using the Black Scholes Model. The Model took into account the following inputs for computing the fair value:

Particulars	
Dividend yield (%)	-
Expected volatility (%) <i>[computed based on past two years historical share price]</i>	41.67
Risk-free interest rate (%)	6.90
Share price (Rs.)	2.40
Exercise price (Rs.)	2.00
Expected life of options granted (in months)	2.00

Total expenses arising from share based payments transactions recognized in profit & loss as part of employee benefit expense is Nil (previous year Rs. NIL).

25. Segment information

Based on the guiding principles given in Ind AS 108 on 'Operating Segments', the Company's business activity falls within a single operating segment viz. Engineering, procurement and construction services. Accordingly the segment disclosure requirements of Ind AS 108 are not applicable.

26. Interest in other entities

(a) Subsidiaries

Punj Lloyd Limited
Notes to financial statements for the year ended March 31, 2019

(All amounts in INR Crores, unless otherwise stated)

The Company's interest and share in subsidiaries as at March 31, 2019 are set out below. Unless otherwise stated, the proportion of ownership interests held equals the voting rights held by the Company, directly or indirectly, and the country of incorporation or registration is also their principal place of business.

Name of entity	Country of incorporation	Ownership as at	
		March 31, 2019	March 31, 2018
Subsidiaries		%	%
Spectra Punj Lloyd Limited	India	100	100
Punj Lloyd Industries Limited	India	99.99	99.99
Atna Investments Limited	India	100	100
Punj Lloyd International Limited *	British Virgin Islands	100	100
Punj Lloyd Kazakhstan, LLP *	Kazakhstan	100	100
Punj Lloyd Pte. Limited S	Singapore	100	100
PL Engineering Limited	India	80.32	80.32
Punj Lloyd Infrastructure Limited *	India	100	100
Punj Lloyd Upstream Limited	India	58.06	58.06
Punj Lloyd Aviation Limited	India	100	100
Sembawang Infrastructure (India) Private Limited	India	100	100
Indtech Global Systems Limited	India	99.99	99.99
Yagyi Kalewa Highway Limited (Formerly known as Shitul Overseas Placement and Logistics Limited) %	India	100	100
Punj Lloyd Infrastructure Pte. Limited \$\$	Singapore	100	100
Punj Lloyd Building and Infrastructure Private Limited !	Sri Lanka	-	-
Step Down Subsidiaries			
Punj Lloyd Oil & Gas (Malaysia) Sdn. Bhd. \$\$	Malaysia	100	100
Punj Lloyd Sdn. Bhd.*	Malaysia	100	100
Punj Lloyd Aviation Pte. Limited \$\$	Singapore	100	100
Christos Aviation Limited *	Bermuda	100	100
Indraprastha Renewables Private Limited	India	100	100
PLR Systems Private Limited (Formerly known as Punj Lloyd Raksha Systems Private Limited) *	India	51	51
Punj Lloyd Engineering Pte. Limited *	Singapore	-	80.32
PL Delta Technologies Limited	India	80.32	80.32
AeroEuro Engineering India Private Limited	India	80.32	80.32
Punj Lloyd Solar Power Limited *	India	100	100
KhagariaPurmea Highway Project Limited *	India	100	100
Indraprastha Metropolitan Development Limited *	India	100	100

(b) Joint operations

The Company's interest in joint operations as at March 31, 2019 is set out below.

Name of entity	Nature of operations	Place of business	Ownership as at	
			March 31, 2019	March 31, 2018
Joint operations of the Company			%	%
Joint Venture of Whessoe Oil and Gas Limited and Punj Lloyd Limited	Revival of Ratnagiri Gas and Power Private Limited LNG Terminal project	India	50	50
Punj Lloyd Group Joint Venture	Design and construction services of platform compression facilities	Thailand	75	75
Public Works Company Tripoli Punj Lloyd Joint Venture	Laying of sewerage and water pipeline and city road development	Libya	60	60

Joint venture partners have direct rights to the assets of the operations and are jointly and severally liable for liabilities incurred by the operations. The Company recognizes its direct right to the jointly held assets, liabilities, revenue and expenses.

(c) Interest in associates and joint ventures

The Company's interest and share in associates and joint ventures as at March 31, 2019 are set out below. Unless otherwise stated, the proportion of ownership interests held equals the voting rights held by the Company, directly or indirectly, and the country of incorporation or registration is also their principal place of business.

Name of entity	Nature of operations	Place of business	Ownership as at	
			March 31, 2019	March 31, 2018
Joint ventures of the Company			%	%
Thiruvananthapuram Road Development Company Limited ****	Thiruvananthapuram city road improvement	India	50.00%	50.00%
Ramprastha Punj Lloyd Developers Private Limited *****	Real estate developers	India	50.00%	50.00%
Joint ventures through subsidiaries:				
PLE TCI Engenharia Ltda *****	Engineering and design consultancy services	Brazil	39.36%	39.36%
PLE TCI Engineering Limited	Engineering and Designing	India	39.36%	39.36%

Punj Lloyd Limited
Notes to financial statements for the year ended March 31, 2019
(All amounts in INR Crores, unless otherwise stated)

Associate through subsidiary				
Air Works India (Engineering) Private Limited **	Aviation – Maintenance, Repair and Overhaul	India	23.24%	23.24%
Associates of the Company				
Domus Lloyd Contracting Limited (formerly Punj Lloyd Construction Contracting Company Limited) #	Engineering, procurement and construction	Saudi Arabia	23.90%	100.00%
PLN Construction Limited # &	Engineering, procurement and construction	India	40.00%	100.00%

* Entities filed for strike-off/liquidation or struck-off/liquidated/sold.

During the year, the Company's share in these subsidiaries has been reduced to less than 50%

& Subsequent to the March 31, 2019, shareholding in PLN Construction has further reduced to 20.41% on account of right issue on June 29, 2020.

% Subsequent to the March 31, 2019, Yagi Kalewa Highway Limited has incorporated an entity in Myanmar wherein it is holding 51% shares, balance 49% is held by Varaha India Limited. The Myanmar entity is undertaking the contract which has been awarded to the JV of Punj Lloyd and Varaha. The control of the Myanmar entity is with Varaha.

! No capital infused by the Company till date.

** Subsequent to the March 31, 2019, pledge on the shareholding has been created in favour of the consortium lenders.

**** While the Company is undergoing liquidation the other joint venture partner, is also undergoing a resolution framework as directed by Hon'ble NCLT due to the financial default. The financial statements of the JV are available till March 31, 2017.

***** The financial statements are available till March 31, 2018.

***** The financial statements are available till March 31, 2010.

\$\$ Presently there are no Directors in the Company.

\$ The Singapore High Court ordered for the appointment of Judicial Manager for Punj Lloyd Pte Limited (PLPL) as per the Singapore Companies Act, w.e.f June 27, 2016 and subsequently ordered the liquidation on August 07, 2017. The Group has lost control over the entire PLPL Group, comprising the following entities, pursuant to appointment of Judicial Manager and thereafter liquidator :

Name of entity	Country of incorporation	Ownership interest as at	
		March 31, 2019	March 31, 2018
Subsidiaries			
PT Punj Lloyd Indonesia	Indonesia	100.00	100.00
PT Sempec Indonesia	Indonesia	100.00	100.00
Punj Lloyd Engineers and Constructors Pte. Limited	Singapore	100.00	100.00
Buffalo Hills Limited	British Virgin Islands	100.00	100.00
Indtech Trading FZE	United Arab Emirates	100.00	100.00
Punj Lloyd Thailand (Co.) Limited	Thailand	100.00	100.00
Sembawang Development Pte. Limited	Singapore	97.38	97.38
Sembawang Engineers and Constructors Pte. Limited	Singapore	97.38	97.38
Contech Trading Pte. Limited	Singapore	97.38	97.38
Sembawang Mining (Kekal) Pte. Limited	Singapore	97.38	97.38
Sembawang (Tianjin) Constructions Engineering Co. Limited	China	68.17	68.17
Sembawang UAE Pte. Limited	Singapore	97.38	97.38
Sembawang Consult Pte. Limited	Singapore	97.38	97.38
Sembawang (Malaysia) Sdn. Bhd	Malaysia	97.38	97.38
JurubinaSembawang (M) Sdn. Bhd.	Malaysia	97.38	97.38
Tueri Aquila FZE	United Arab Emirates	97.38	97.38
Sembawang Equity Capital Pte. Limited	Singapore	97.38	97.38
Sembawang (Tianjin) Investment Management Co. Limited	China	97.38	97.38
PT Sembawang Indonesia	Indonesia	97.38	97.38
Reliance Contractors Private Limited	Singapore	97.38	97.38
Sembawang E&C Malaysia Sdn. Bhd.	Malaysia	97.38	97.38
Joint Operations			
Kumagai-Sembawang-Mitsui Joint Venture	Singapore	43.82	43.82
Kumagai-SembCorpJoint Venture	Singapore	48.69	48.69
Kumagai-SembCorpJoint Venture (DTSS)	Singapore	48.69	48.69
SembCorp-Daewoo Joint Venture	Singapore	58.43	58.43
Joint Ventures			
PT KekalAdidaya	Indonesia	48.69	48.69
Punj Lloyd Dynamic LLC	Qatar	48.00	48.00

27. Related Parties

(a) Details of related parties

(i) Parties over which the Company has control

Interest in subsidiaries, including associates and joint ventures, are set out in note 26.

(ii) Key management personnel

Atul Punj *	-	Chairman & Ex Managing Director and Group Chief Executive Officer
Atul Kumar Jain	-	Director (upto May 29, 2018)
Shiv Punj	-	Director (upto August 27, 2018)

Punj Lloyd Limited
Notes to financial statements for the year ended March 31, 2019
(All amounts in INR Crores, unless otherwise stated)

* He has resigned from the position of Chairman and Managing Director / Director of the Company w.e.f. October 20, 2021. His resignation as Chairman and Managing Director / Director has not been accepted by the Resolution Professional of the Company as Punj Lloyd was undergoing the corporate insolvency resolution process in terms of the Insolvency and Bankruptcy Code, 2016 and any such change in management of the Company will require the prior approval of the Committee of Creditors before the Resolution Professional accepts the same.

Non-executive director

Jyoti Punj (upto August 27, 2018)

Non-executive and independent directors

Phiroz Vandrevala (upto March 08, 2019)

Uday Walia (upto March 08, 2019)

Shravan Sampath (upto March 08, 2019)

Rajat Khare (upto August 11, 2018)

(iii) Enterprises over which Key Managerial Personnel or their relatives exercise significant influence and with whom transactions have taken place during the year:

Pt. Kanahya Lal Dayawanti Punj Charitable Society	-	Chairmanship of late father of Chairman & Managing Director and Group Chief Executive Officer (upto Oct 04, 2019)
Pt. Kanahya Lal Dayawanti Punj Charitable Society	-	Chairmanship of Chairman & Managing Director and Group Chief Executive Officer (w.e.f. Dec 11, 2019)
PTA Engineering and Manpower Services Private Limited	-	Shareholding of Chairman & Managing Director and Group Chief Executive Officer
Petro IT Limited	-	Shareholding of Brother of Chairman & Managing Director and Group Chief Executive Officer

(iv) Other related parties – Post employment benefit plan of the Company

Punj Lloyd Group Employee's Provident Fund Trust

Punj Lloyd Group Employee's Gratuity Trust

Punj Lloyd Group Employee's Superannuation Trust

(b) Transaction with related parties *

	March 31, 2019	March 31, 2018
Sales and purchase of goods and services		
With subsidiaries:		
Contract revenue	10.54	11.55
Sale of traded goods	-	90.29
Hire income	-	14.64
Management services	-	0.07
Interest income	-	7.11
Other income	0.72	4.63
Contractor charges	9.16	7.33
Consultancy and professional	1.30	15.66
With enterprises where KMPs or their relatives have influence		
Rent expense	1.03	1.57
With other related parties – post employment benefit plans		
Contribution towards post employment benefit plans	-	6.71
Other transactions		
With subsidiaries:		
Loan received back	0.10	66.73

* Transactions with related parties pertains to the period prior to commencement of CIRP i.e. before March 08, 2019, order published on March 11, 2019.

(c) Outstanding balances

	March 31, 2019	March 31, 2018
Subsidiaries		
Loan receivable	51.81	369.37
Trade receivable	0.45	908.61
Interest receivable	-	42.48
Other advances (advances to related parties)	-	-
Other payable (Due to related parties)	-	-
Mobilization advance	(-) 9.45	(-) 9.45
Associate		
Trade receivable	1.53	1.53
Joint operation		
Other advances (advances to related parties)	-	-
Enterprises where KMPs or their relative have influence		

Punj Lloyd Limited
Notes to financial statements for the year ended March 31, 2019
(All amounts in INR Crores, unless otherwise stated)

Trade payable	(-) 5.41	(-) 6.79
KMP remuneration payable	-	-

(d) Commitments on behalf of related parties

	March 31, 2019	March 31, 2018
Subsidiaries		
Bank guarantees	-	396.54
Corporate guarantees	2314.21	2314.21

(e) Cumulative provision for doubtful debts against outstanding balances

	March 31, 2019	March 31, 2018
Subsidiaries		
Loan receivable	298.74	86.87
Trade receivable	973.36	90.47
Interest receivable	15.76	24.04
Other advances (advances to related parties)	425.83	22.62

(f) Terms and conditions of transactions with related parties

All related party transactions are in ordinary course of business and on arm's length basis other than the transaction reported by the Resolution Professional in note 38 (l).

28. Commitments

(a) Capital commitments

Capital expenditure contracted for as at the end of the reporting period but not recognized as liabilities (net of advances) is as follows:

	March 31, 2019	March 31, 2018
Property, plant and equipment	-	0.88
Intangible assets	-	-

(b) Non-cancellable operating leases

The Company leases various offices and guest houses under non-cancellable operating leases expiring, generally, within eleven months to three years. There are no contingent rents in the lease agreements. Upon renewal, the terms of the leases are renegotiated. There is no escalation clause in the lease agreements. There are no significant restrictions imposed by lease arrangements. The amount of total future minimum lease payments under non-cancellable operating leases as at March 31, 2019 is Nil (Previous year: Nil). Rental expenses relating to operating lease for the year ended March 31, 2019 is 13.85 (Previous year: 31.69).

(c) Finance lease obligations

The Company has finance leases and hire purchase contracts for certain project equipments, vehicles and building, the cost of which is included in the gross block of plant and equipment, vehicles and investment property respectively under tangible assets and investment properties. The lease term is for one to ninety nine years. There is no escalation clause in the lease agreements. There are no significant restrictions imposed by lease arrangements.

	March 31, 2019	March 31, 2018
Gross block at the end of financial year	165.67	167.54
Written down value at the end of financial year	88.56	90.20
Details of payments made during the year:		
Principal	-	-
Interest	-	-

29. Contingent liabilities

	March 31, 2019	As at March 31, 2018
a) Liquidated damages deducted by customers not accepted by the Company and pending final settlement.	-	82.30
b) Corporate guarantees given on behalf of subsidiaries, joint ventures and associates. *	107.55	121.96
c) Corporate guarantees given on behalf of subsidiaries, joint ventures and associates under liquidation. *	618.46	498.43
d) Live Bank guarantees given to various clients	493.34	-
e) Value added tax demands: #		
on disallowance of deduction on labour and services of the works contracts pending with sales tax authorities and High Court	-	6.38
for non submission of statutory forms	-	0.11
for purchases against statutory forms not accepted by department	-	10.95
against the central sales tax demand on sales in transit/ sale in the course of import	-	0.79

* The change is on account of claims filed by a financial creditor with RP

In respect of tax matters the same has been adjusted in books of accounts.

30. Loans and advances in the nature of loans given to subsidiaries in terms of disclosure required as per Schedule V, read with Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Name of the entities	Outstanding amount as at *		Maximum amount outstanding during the year ended	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Punj Lloyd Kazakhstan LLP	-	-	-	34.16
Punj Lloyd Pte Limited	-	-	-	-
Punj Lloyd Aviation Limited	-	27.44	27.44	27.44
Punj Lloyd Infrastructure Limited	51.82	251.27	251.27	310.49
Punj Lloyd Upstream Limited	-	10.93	10.93	16.79
PT Punj Lloyd Indonesia	-	-	-	-
Punj Lloyd International Limited	-	-	-	-
PLI Ventures Advisory Services Private Limited	-	-	-	-
Sembawang Infrastructure (India) Private Limited	-	-	-	-
Spectra Punj Lloyd Limited	-	-	-	-
Punj Lloyd Infrastructure Pte. Limited	-	-	-	-
PLN Construction Limited	-	-	-	-

All the above loans are repayable on demand.

*Represent amounts net of provision captured on 'Expected Credit Loss (ECL)' method as per Ind-AS 109 – Financial Instruments.

31. The disclosures as per provisions of Indian Accounting Standard 115– 'Revenue from Contract with Customers' are as under:

		2018-19	2017-18
a)	Contract revenue recognized as revenue in the period	1,612.60	3,811.28
b)	Unbilled Revenue	335.64	4,755.48
c)	Advance received on contract under progress	523.17	1,227.06
d)	Retention amounts on contract under progress	205.01	440.60
e)	Gross amount due from customers for contract work as an asset	505.33	2,591.26
f)	Gross amount due to customers for contract work as a liability	299.34	174.82

32. The Company has a process whereby periodically all long term contracts (including derivative contracts) are assessed for material foreseeable losses. At the year end, the Company has reviewed and ensured that adequate provision as required under the law/ Indian Accounting Standards for the material foreseeable losses on such long term contracts (including derivative contracts, if any) has been made in the books of accounts.

33. The Company has defaulted in repayment of long term dues (including interest) amounting to 2,734.47 as on March 31, 2019 (March 31, 2018:1,274.36).

34. Financial instruments

(a) Financial instruments by category

Particulars	March 31, 2019		March 31, 2018	
	FVTOCI	Amortized cost	FVTOCI	Amortized cost
Financial assets				
Non-current investments	6.62	-	463.94	-
Trade receivables	-	505.33	-	2,591.26
Loans	-	55.90	-	301.16
Cash and cash equivalents	-	63.33	-	220.28
Other bank balances	-	151.50	-	177.88
Other financial assets	-	9.82	-	453.89
	6.62	785.88	463.94	3,744.47
Financial liabilities				
Borrowings	-	6,336.34	-	5,120.30
Trade payables	-	-	-	-
Other financial liabilities	-	3,632.45	-	2,275.35
	-	9,968.79	-	7,395.66

(b) Fair value hierarchy

Financial instruments are classified into three levels in order to provide an indication about the reliability of the inputs used in determining the fair values.

The categories used are as follows:

Level 1: Where fair value is based on quoted prices from active market.

Level 2: Where fair value is based on significant direct or indirect observable market inputs.

Punj Lloyd Limited
Notes to financial statements for the year ended March 31, 2019
(All amounts in INR Crores, unless otherwise stated)

Level 3: Where fair value is based on one or more significant input that is not based on observable market data.

	Level 1	Level 2	Level 3	Total
As at March 31, 2019				
Non-current investments				
Quoted	0.00	-	-	0.00
Unquoted	-	-	6.62	6.62
Total	0.00	-	6.62	6.62
As at March 31, 2018				
Non-current investments				
Quoted	0.00	-	-	0.00
Unquoted	-	-	463.93	463.93
Total	0.00	-	463.93	463.94

There are no transfers between any levels during the year.

(c) Fair value of financial instruments measured at amortized cost

The carrying amounts of the financial instruments measured at amortized cost, disclosed in note (a) above, approximates to their fair values. Accordingly, the fair values of such instruments have not been disclosed separately.

(d) Valuation techniques and processes used to determine fair value

Fair value of quoted investments is based on the quotation as at the reporting date. For unquoted investments, fair value is determined based on the present values, calculated using internationally accepted valuation principles, by independent valuers.

(e) Valuation inputs and relationships to fair value

Significant unobservable inputs used in Level 3 fair value measurement.

Non-current investments - Unquoted

As at	Fair value	Significant unobservable inputs*	
		Earnings growth rate	Risk adjusted discount rate
March 31, 2019	6.63	0 – 4.00	9.00 – 16.50
March 31, 2018	463.94	0 – 4.00	7.87 – 15.00

* There were no significant inter-relationships between unobservable inputs that materially affect fair values.

(f) Reconciliation of financial instruments categorized under Level 3

	March 31, 2019	March 31, 2018
Opening	463.93	772.73
Addition	-	-
Gains/(losses) recognized in OCI	(457.31)	(308.79)
Closing	6.62	463.94

35. Financial risk management objective and policies

The Company's principal financial instruments are as follows:

Financial assets: Investments, Cash and cash equivalents, Loans, Trade and other receivables,

Financial liabilities: Borrowings, Trade and other payables.

The main purpose of these financial instruments is to regulate, finance and support the Company's operations.

The Company is exposed to various financial risks such as credit, liquidity and market risk. An experienced and qualified team ensures that all financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

The policy needs to be read in conjunction with Note 2(iv) of the financial statements particularly with respect to the fact that the Company is currently under liquidation as a going concern.

A. Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade and other receivables) and from its financing activities, including deposits with banks and other financial instruments.

A.1. Trade receivables

The Company executes various projects for public sector/ government undertaking and others at various locations, including overseas. Trade receivables are contractual amounts due from these customers for works certified. Trade receivables are non-interest bearing and are generally on 30 to 45 days credit,

depending upon contractual terms. The management evaluates the outstanding receivables on a periodic basis and provides for the impairment loss based on the established ECL policy, as described below.

The Company follows a 'simplified approach' (i.e. based on lifetime ECL) for recognition of impairment loss allowance on its trade receivables. For the purpose of measuring lifetime ECL allowance for trade receivables, the Company estimates irrecoverable amounts based on the ageing of the receivable balances, clubbed with, historical experience with the customer and/or the industry in which the customer operates and assessment of litigation, if applicable. Receivables are written off when they are no more deemed collectible.

Though the Company executes projects with repeat customers but there is no significant customer level concentration of the credit risk as at any of the reported periods. Further, there is no concentrated risk based on the location where the Company operates.

A.2. Other financial assets

Loans and receivable from related parties are periodically reviewed by the management in conjunction with the re-measured fair values of the Company's investments in those parties. Where the carrying amount of any receivable exceeds the re-measured fair value of investment, an impairment loss, to that extent, is provided for in the financial statements.

Cash and cash equivalents are managed by the Company's treasury department. Concentration risk is constantly monitored to mitigate financial loss.

The Company's maximum exposure to credit risk for the components of the financial assets as at March 31, 2019 and March 31, 2018 is to the extent of their respective carrying amounts as disclosed in note 7.

B. Liquidity risk

This should be read together with Note 2 (iv) of the financial statements particularly with respect to the fact that the Company is currently under liquidation as a going concern. Of the total term debts of 1,956.63, 100% is payable in less than one year at March 31, 2019 (March 31, 2018: 76% of 2,019.42) based on the carrying value of such borrowings reflected in the financial statements.

Other financial liabilities, like trade and other payables, matures predominantly within one year.

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 three types of risk : interest rate risk, foreign currency risk and other price risk, such as equity price risk.

The sensitivity analysis as shown below relates to the position as at March 31, 2019 and March 31, 2018. The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2019 and March 31, 2018.

C.1. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's main interest rate risk arises from borrowings with variable rates, which exposes the Company to cash flow interest rate risk. As at March 31, 2019 and March 31, 2018, the Company's borrowings at variable rate were mainly denominated in INR and USD.

The Company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

C.1.1. Interest rate risk exposure

The exposure of the Company's borrowing to interest rate changes at the end of the reporting period are as follows:

	March 31, 2019	March 31, 2018
Total borrowings *	8292.97	6,657.58
Less : Fixed rate borrowings	783.57	776.67
Variable rate borrowings	7,509.40	5,880.91

*excluding interest accrued on borrowings.

C.1.2. Interest rate sensitivity

With all other variables held constant, increase of 50 basis points (bps) will result in a loss of 37.55 before tax (Previous year: 29.40) and a decrease of 50 bps will result in a gain of 37.55 before tax (Previous year: 29.40).

C.2. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's un-hedged foreign currency exposure of its Indian operations and Company's net investment in its foreign operations.

C.2.1. Foreign currency risk exposure

The Company's significant exposure to foreign currency risk at the end of the reported periods, expressed in INR, are as follows:

As at March 31, 2019

	USD	SGD	AED	OMR	QAR	LYD	THB
Financial assets	12.10	0.22	-	-	-	-	-
Financial liabilities	(183.25)	(2.70)	-	-	-	-	-
Net investment in foreign operations	-	-	777.31	234.79	214.31	-	-
Net exposure	(171.15)	(2.48)	777.31	234.79	214.31	-	-

As at March 31, 2018

	USD	SGD	AED	OMR	QAR	LYD	THB
Financial assets	616.96	954.71	-	-	-	-	-
Financial liabilities	(648.08)	(16.76)	-	-	-	-	-
Net investment in foreign operations	-	-	358.80	174.38	124.32	182.33	339.92
Net exposure	(31.12)	937.95	358.80	174.38	124.32	182.33	339.92

C.2.2. Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in foreign currency rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities. The Company's exposure to foreign currency changes for all other currencies is not material.

Currency	Change in currency exchange rate	Profit/(loss) effect before tax	
		March 31, 2019	March 31, 2018
USD	+5%	(8.56)	(1.56)
SGD	+5%	(0.12)	46.90
AED	+5%	38.87	17.94
OMR	+5%	11.74	8.72
QAR	+5%	-	6.22
LYD	+5%	-	9.12
THB	+5%	-	17.00

A decrease of 5% in the above currency's exchange rates would result in an equivalent reciprocal effect.

C.3. Other price risk

Company's exposure to equity securities price risk arises from quoted investments held and classified in the balance sheet as fair value through OCI. Company's exposure is insignificant, since Company's investment in such securities is immaterial.

36. Capital management

Risk management:

For the purpose of the capital management, capital includes the issued equity capital, securities premium and all other equity reserves attributable to the equity holders. The Company's objective when managing capital is to safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders.

The Company monitors capital on the basis of a gearing ratio, which is, net debt (total borrowings net of cash and cash equivalents) divided by total equity (as shown in the balance sheet) plus net debt. Borrowings include long-term borrowings, current maturities of long-term borrowings, short-term borrowings and interest accrued thereon. The gearing ratios were as follows:

	March 31, 2019	March 31, 2018
Borrowings	9,905.04	7,321.82
Less: Cash and Cash Equivalents	63.42	220.28
Net Debt	9,841.62	7,101.55
Equity	(12,713.28)	162.52
Equity and net Debt	(2,871.66)	7,264.07
Gearing ratio (%)	(342.72)	97.76

Punj Lloyd Limited
Notes to financial statements for the year ended March 31, 2019
(All amounts in INR Crores, unless otherwise stated)

Loan covenants:

Under the terms of some borrowing facilities, the Company is required to comply with the certain financial covenants. The Company aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants could permit the bank to immediately call loans and borrowings. There have been some breaches in the financial covenants during the reporting periods; ICICI bank has initiated CIRP effective March 08, 2019. Please refer note 37 for further details regarding present status of the CIRP

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2019 and March 31, 2018.

37. Subsequent Event

Impact of Subsequent events from March 31, 2019 till date has been adjusted in financial statements

Head	Amount (INR Crore)
Encashment of Bank Guarantee	1124.26
Loss on sale of Property, Plant and Equipment #	107.88
Cash and Cash Equivalent (Libya)*	42.01

The BG encashment amount has been recorded as expenditure in the financial statements for the year ended March 31, 2019 and recorded as payable to respective issuing banks/financial institutions.

* Subsequently Libyan currency (LYD) has been devalued from LYD 50.63/INR (March 31, 2019) to LYD 16.36/INR (Dec 31, 2021), no impact has been taken in the financials statement. However necessary adjustments have been made in respect to the amounts lying in the bank account in Libya. Since the bank account are not accessible due to loss of control.

Similarly adequate adjustments have been made for other assets lying in Libya on which the company no longer has control.

In view of the local liabilities related to operations and maintenance of plant and equipment (Barge Kuber, Madhwa and Barge Mahesh), the barges were ordered to be auctioned by the Port of Mumbai on 7th November 2019 and Ras Al Khaimah court on 30th April 2020. The proceeds of the barges have been accordingly appropriated as per the court order. Hence, provision for loss of INR 107.88 crores, being the book value of the barges, has been recorded in the financials.

Non Adjusting Events

(a) List of Assets Sold under Liquidation

The Liquidator has conducted 12 rounds of e-auction for sale of assets of the Company, including sale of the Company on a going concern basis. Also, the Liquidator has entered into private sale contracts in accordance with Regulation 33 of the Liquidation Regulations, for sale of few assets. The following are the list of assets sold during the liquidation process both under e-auction process as well as private sale agreements:

Assets for sale	Sale Consideration (exclusive of taxes)	Financial Year of Sale	Manner of Sale
Sale of investment and loan in Punj Lloyd Infrastructure Limited	51.00 Crore	2023-24	4th round of e-auction
Sale of Land, Building, P&M in Banmore	70.85 Crore	2024-25	6th round of e-auction
Sale of Freehold land in Vadodara	6.99 Crore	2024-25	6th round of e-auction
Sale of Residential Flat in Jamnagar 201	24 Lakh	2024-25	6th round of e-auction
Sale of Residential Flat in Jamnagar 202	24 Lakh	2024-25	6th round of e-auction
Sale of leasehold land and building in Banmore	2.45 Crore	2024-25	6th round of e-auction
Sale of Movable assets located in the Country of Kuwait	3.33 Lakh	2023-24	1st round of e-auction for Kuwait location
Sale of Plant & Machinery at Bangladesh Bhutan Road Project site	1.76 Crore	2024-25	9th round of e-auction
Sale of Plant & Machinery at Kakrapara site, Gujarat	31.50 Lakh	2025-26	Private Sale vide order dated 10 February 2025
Movable Assets at Plot 78	1.00 Crore	2024-25	Private Sale vide order dated 11 June 2024

Also, please note that Movable Assets located at the country of Oman were sold for an amount of OMR 4,20,000/- vide Private Sale order dated 01 October 2024. The successful bidder had deposited an amount of OMR 2,00,000/-. However, the bidder failed to remit the balance consideration of OMR 2,20,000/- within 90 days of NCLT Approval. The Liquidator has cancelled the private sale vide email dated 24 February 2025 and has forfeited the amount received in interest of the stakeholders.

(b) One of the lender, in terms of a declaration of mortgage executed by the Company, had first charge over some fixed assets (Land, Building and Investment Properties) of the Company ("Premises") which they have opted to realize in terms of Section 52(2) of the Insolvency Bankruptcy Code, 2016 ("IBC"/ "Code"). Accordingly the possession of the Premises was taken in the FY 2022-2023 in terms of the procedure set out in Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 ("SARFAESI") and have been sold by the lender.

38. Others

a) Claims received during liquidation

Punj Lloyd Limited
Notes to financial statements for the year ended March 31, 2019
(All amounts in INR Crores, unless otherwise stated)

The financial statements have been prepared on a going concern basis. Pursuant to the provision of Regulation 16 of the Liquidation regulations, claims have been submitted to the Liquidator by Financial Creditors, Operational Creditors, Workmen & Employees and Others (including Government dues and other creditors). The status of claims as of July 02, 2024 is as follows:

S. No.	Category of Creditor	Amount Claimed (INR Crore)	Amount of Claims Admitted (INR Crore)
1	Financial Creditors (Secured)	15,583.07	14,408.65
2	Financial Creditors (Unsecured)	906.51	856.61
3	Operational Creditors (other than Workmen, Employees and Government Dues)	10,582.71	1,888.77
4	Operational Creditors (Workmen and Employees)	6.13	3.75
5	Operational Creditors (Government Dues)	1,872.21	1,813.67

- b) On February 19, 2019, the Company was subjected to a survey operation u/s 133A of the Income Tax Act, 1961. During the survey, statements of Company's officials were recorded. Subsequent to the survey, Income tax department seeking certain details / information of the Company issued summons to the officials of the Company.
- c) During the period of CIRP, Company has received regulatory enquiries/notes/summons from various Government Authorities like Serious Fraud Investigation Office (SFIO), Enforcement Directorate (ED), Income Tax Department, Goods and Service Tax (GST), Employee Provident Fund Organisation (EPFO) and lenders have initiated investigation procedures and same has been continuing during the liquidation period as well. Various legal cases by and against the Company are also continuing at various courts of law. Pending outcome of the ongoing investigation/enquiries/litigations no impact of the same has been considered in these financial statement as of now.
- d) Details of loan given, investments made and guarantee given covered u/s 186(4) of the Companies Act 2013 Act have been disclosed under the respective heads of 'Related party transactions' given in note 27.
- e) Contract revenues include INR 205 crores (Previous year INR 289.25) representing the retention money which will be received by the Company after the satisfactory performance of the respective projects. The period of release of retention money may vary from six months to eighteen months depending upon the terms and conditions of the projects.
- f) The amount to be incurred towards Corporate Social Responsibility (CSR) for the financial year ended March 31, 2019 and March 31, 2018, as prescribed under section 135 of the Companies Act 2013 Act, is INR Nil (previous year INR 0.01).
- g) Micro and small enterprises have been identified by the Company from the available information, which has been relied upon by the auditors. According to such identification, the disclosure in respect to Micro, Small and Medium Enterprises Development Act, 2006 is as follows:

S. No.	Particulars	2018-19	2017-18
i)	The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year - Principal amount - Interest thereon	29.80 5.36	4.35 0.94
ii)	The amount of interest paid by the buyer in terms of section 16, of the Micro, Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	Nil	Nil
iii)	The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprise Development Act, 2006.	1.78	0.32
iv)	The amount of interest accrued and remaining unpaid at the end of each accounting year; and	5.36	0.94
v)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Micro, Small and Medium Enterprise Development Act, 2006.	3.57	0.63

As part of the Corporate Insolvency Resolution Process and liquidation thereafter, creditors (including the MSME) were called upon to submit their claims to the RP/Liquidator in terms of the applicable provisions of the Insolvency and Bankruptcy Code 2016 (IBC). Pending final outcome of the Liquidation, no adjustment has been made in these financial statements for the differential amounts, if any. These will be dealt with in accordance with the provisions of the IBC, 2016.

- h) The Company has international and domestic transaction with 'Associated Enterprises' which are subject to Transfer Pricing regulations in India. The Management of the Company is of the opinion that such transactions with Associated Enterprises are at arm's length other than the transactions reported under the avoidance application (currently sub-judice) filed by the Resolution Professional with Hon'ble NCLT. Consequently, this will not have any impact on the financial statements, particularly on account of tax expense and that of provision of taxation.
- i) Capitalization of expenditure

During the current and previous year ended on March 31, 2019 and March 31, 2018, the Company has not capitalized any expenditure of revenue nature to the cost of tangible asset/ intangible assets under development.

- j) In the opinion of management, the current assets and other non-current assets after necessary provisions / write offs have a value on realization in the ordinary course of business, at least equal to the amount at which they are stated; except reported otherwise.
- k) As part of the Liquidation Process, secured/unsecured lenders and operational creditors (including workmen, employees, vendors, suppliers, government dues and other creditors) were called upon to submit their claims to the Liquidator in terms of the applicable provisions of the Insolvency and Bankruptcy Code 2016 (IBC) read with the Liquidator Regulations. Pending final outcome of the Liquidation of the Company, no adjustment has been made in these financial statements for the differential amounts, if any.
- l) The Resolution Professional during the CIRP of the Company had appointed a transaction auditor to examine and identify avoidable transactions under Section 43, 45, 50 and 66 of the Code. Based on the findings of transaction audit report the RP has reported the avoidable transactions by filing an application with the Adjudicating Authority pursuant to the relevant provisions of the Code on July 19, 2020. The application is pending with the Hon'ble NCLT for adjudication.
- m) During the previous year ended March 31, 2018, the Singapore High Court ('the Court') heard upon the application filed by Judicial Management (JM) of Punj Lloyd Pte. Limited and Sembawang Engineers and Constructors Pte. Limited, subsidiaries of the Company. Accordingly the Court ordered for the liquidation of Punj Lloyd Pte. Limited and Sembawang Engineers and Constructors Pte. Limited vide its order dated August 07, 2017. Pursuant to appointment of Judicial Managers by the Court w.e.f June 27, 2016, the Company had lost control over these subsidiaries and consequently necessary adjustments were made in the year ended March 31, 2017.
- n) Based on current status of projects, provision amounting to INR 2,726.70 crore (Previous year: INR 40.56 crore) has been created for unbilled revenue (work in progress), considered doubtful of recovery.
- o) Based on current status of recoveries from Trade receivables, Company has created provision for doubtful debt on the basis of expected credit losses, for INR 807.06 Crore (Previous year: INR 235.64 Crore) which has been charged to Statement of Profit & Loss account.
- p) Based on current status of recovery from other financial assets, Company has created provision amounting to INR 1,538.19 Crore (Previous year: INR 52.27 Crore) since recovery of same is considered doubtful.
- q) South East Asia Crude Oil and Gas Pipeline Company Limited had appointed Punj Lloyd Ltd for Part A of Section 1 of the tender for EPC contract of Myanmar- China Crude Oil and Gas Pipeline Project (Myanmar Section). Assets parked at Myanmar yard for completion of project are not in control of PLL due to Myanmar facing political turmoil since February 2021.
- r) IDBI bank has classified the Company account as fraud. Also, the Company has been declared a willful defaulter by Central Bank of India.
- s) Amounts in the financial statements are presented in INR crores, unless otherwise stated. Certain amounts that are required to be disclosed and do not appear due to rounding off are expressed as 0.00. One crore equals 10 millions.
- t) Previous year figures have been regrouped/reclassified, where necessary, to conform to this year's classification.
- u) The Liquidator has been engaging with the debtors at a continuous level and will continue the efforts, however considering the general economic conditions due to COVID 19, high employees' turnover due to Liquidation and after reasonable diligence of debtors, necessary provisioning/adjustments has been made in the financial statements for the year ended March 31, 2019.
- v) Due to reduction of operations, pending outcome of the Liquidation Process and significant uncertainty about future economic outlook of the construction industry, it is not feasible to determine the amount of impairment in its entirety, if any, which would have been required to be done in the net book value of the construction equipments and other assets classified as tangible assets and intangible assets in "Property, Plant & Equipment" in note 4, 5 and note 6 of these financial statements. However, Fair Valuation determination was made as on 8th March 2019, being CIRP commencement date in accordance with IBC, 2016 and necessary adjustments have been made in these financial statement.

For Kashyap Sikdar & Co.**For and on behalf of Punj Lloyd Limited**

Chartered Accountants
Firm registration number: 016253N
UDIN No. : 25089003BMN2TM5559

Sd/-
Arunava Sikdar
Partner
Membership No.: 089003

Sd/-
Adhish Swaroop
Company Secretary

Place: Delhi
Date: 16/09/2025

Sd/-
Ashwini Mehra
Liquidator
Reg. No: IBBI/PA-001/IP-P00388/2017-18/10706

ANNEXURE II
Punj Lloyd Limited

I. Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along with Annual Audited Financial Results

INR Crores			
S no	Particulars	Audited Figures (as reported before adjusting for qualifications)	Audited Figures (as reported after adjusting for qualifications)
1	Turnover/ Total Income	1,955.07	Not Determinable
2	Total Expenditure	13,239.96	
3	Net Profit/(Loss)	(12,488.63)	
4	Earning per Share (after exceptional items)	(372.13)	
5	Total Assets	2,037.65	
6	Total Liabilities	14,740.34	
7	Net Worth	(12,702.69)	
8	Any other Financial Item(s) (as felt appropriate by the management)	Nil	

II. Audit Qualifications

a. Details of audit Qualifications

Qualified Opinion
1. The net realizable value (NRV) of inventories as on 31st March 2019 has not been determined by the company. Consequently, inventories have been valued at cost, rather than at the lower of cost or NRV, which is contrary to the requirements of Ind AS 2 – Inventories and accounting policy of the company. The financial impact of this non-compliance remains unquantifiable due to the absence of NRV data.
2. Balances as per books of accounts relating to statutory liabilities such as VAT payable, GST Payable, TDS payable, EPF, ESI and National Pension Scheme (NPS) have not been reconciled with the corresponding figures in the statutory returns. The financial impact, if any, arising from these unreconciled items has not been determined and provided in the financial statements.
3. The company has not reconciled the claims received from operational creditors with the balances recorded in its books of accounts as on CIRP commencement date. In absence of the reconciliations, the financial impact, if any, remains unascertained. Refer Note No. 14 of the financial statements.
4. The employee benefit expenses recorded in the financial statements are not in reconciliation with the payroll and HR records maintained by the company. The impact of the same, if any, could not be determined due to non-reconciliation of said expenses.
5. Due to the significant time lag between the period under audit and the conduct of the audit, the Project-related expenses, including those for material consumption, contractor charges, and site operations could not be physically verified at respective sites.
6. Bank guarantees amounting to Rs.1928.55 crores, including Rs. 1124.26 crores after the balance sheet date, have been encashed by the customers due to non-compliance of the terms of the contract executed by the company with them, with corresponding impact in profit and loss account. Loss is overstated to the extent of Rs. 1124.26 crores. Refer Note No. 37 of the Financial Statements.

7. We could not obtain the direct balance confirmation from banks and receivables of the company as on the balance sheet date.

8. The Commercial Registration (CR) of the company of its branches at Saudi Arabia, Qatar and Libya, have been expired and not been renewed, resulting restrictions like physical visit of the branch office have imposed and branch auditor have relied on the statements and explanations provided by the management of the company.

9. In respect of Saudi Arabia and Qatar branch, bank statements for the period under audit as well as subsequent period have not been provided.

10. In respect of Abu Dhabi branch, due to non-renewal of the license after June 11, 2022, and inability of a legal attorney to provide certification, management is unable to confirm whether any legal dues exist towards UAE regulatory authorities. Hence, we are unable to ascertain whether the financial statements as of March, 31, 2019, includes all necessary provisions and disclosures for liabilities towards UAE authorities.

11. In respect of Abu Dhabi branch, we are unable to verify the transaction during the year and balances of accounts payable, retention payable and provision of AED 45,448,105/- (Rs. 85,58,78,713/-) out of the total payable of AED 84,054,550/- (Rs.158,29,15,286/-). In absence of any supporting documents and external confirmations from suppliers and vendors, we were unable to comment whether any adjustments would be necessary to the below balances:

Particulars	Amount (In AED)	Amount (in Rs.)
Accounts Payables	30,414,529	57,27,66,410
Retention Payable	8,361,352	15,74,60,981
Provision for expense	6,672,224	12,56,51,322
Total	45,448,105	85,58,78,713

12. In respect of Abu Dhabi branch, we were unable to verify margins, other facilities, financial and contingent liabilities, if any, that needs to be included in the accompanying financial statements due to unavailability of three bank balance confirmations out of five banks.

13. A forgery had been committed against the company, compromising the Company Commercial Registration (CR) of its Oman Branch, resulted in imposing of certain restrictions, including physical visit to the branch office. Consequently, verification procedures were limited, and reliance was placed on information, documentation, and explanations provided by Company.

14. The financial statements of the Oman branch reflect an occurrence of theft from its warehouse. A First Information Report (FIR) has been filed with the local police authorities. The said matter is pending for adjudication before the local court in Oman.

b. **Type of Audit Qualification:** Qualified Opinion

c. **Frequency of qualification:** All the qualifications have appeared for the first time.

d. **For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:**

Particulars
1. In respect of qualification 6 above, As per Ind AS 10, Paragraph 8 - Adjusting events after the reporting period are those that provide evidence of conditions that existed at the end of the reporting period and require adjustments to the financial statements. Further in accordance with the Prudence Principle, any uncertainties and risks inherent in business transactions should be accounted for by ensuring that assets and income are not overstated, and liabilities and expenses are not understated. Since the bank guarantees pertain to various projects which were already delayed as of the balance sheet date, as per the terms of the contracts, the encashment of these guarantees reflects conditions that existed as of the reporting date. Therefore, this qualifies as an adjusting event under Ind AS 10. In line with the principle of prudence, the financial impact was recognized in the profit and loss account to ensure that liabilities are not understated, and the

financial statements reflect a true and fair view, in compliance with the above standards. Total impact of such accounting amounts to INR 1,124.26 crores.

2. **In respect of qualification 11 above,** In accordance with the Insolvency and Bankruptcy Code (IBC), a public advertisement was issued inviting claims from all creditors, including suppliers and vendors in India and overseas jurisdictions where Company had operations. Claims received were verified as per the framework of IBC. It is also important to note that any settlement with creditors will be carried out as per the provisions of IBC and as per the terms of final outcome of the liquidation process. Hence, the actual settlement amount could not be ascertained and effects of the same on financial statements cannot be determined.

e. For Audit Qualification(s) where the impact is not quantified by the auditor:

i. **Management's estimation on impact of audit qualification:** indeterminable

ii. **If management is unable to estimate the impact, reasons for the same:**

Particulars
1. In respect of qualification 1 above, As explained in Note 2 (iv) to the financial statements, and para 31 of IND AS 2, estimates of net realisable value also take into consideration the purpose for which the inventory is held. It is to be noted that the Inventory is not held for sale and rather used for project completion which is to recover/generate revenue from respective projects. Since these are long term projects and inventory as of 31 March 2019 not being very material, it is not practical to ascertain impact of valuation of Inventory due to losses if any, in those projects.
2. In respect of qualification 2 above, All statutory dues were calculated basis the data available upto the filling date. However, due to significant time lapse and subsequent event changes between filling of statutory returns and signing of the financial statements, reconciliation of statutory filings and accounting record of certain balances is no longer feasible. Accordingly, discrepancies and effects of the same on financial statements cannot be determined.
3. In respect of qualification 3 above, Claims were admitted by the RP/Liquidator pursuant to the public announcement after verification of documents submitted by the claimants with those available in the Company's records. However, differences may exist due to factors such as interest claimed for delayed payments, penalties for non-performance, or other contractual interpretations. These differences are inherent to the claims process and do not necessarily reflect inaccuracies in the Company's accounting records. It is also important to note that any settlement with operational creditors will be carried out as per the provisions of IBC and as per the terms of final outcome of the liquidation process. Hence, the actual settlement amount could not be ascertained and effects of the same on financial statements cannot be determined at this stage.
4. In respect of qualification 4 above, Prior to initiation of CIRP, there was a significant cash crunch in the company and the operations of the company were badly affected. To ensure continuity of projects with minimum disruption on respective projects, in certain cases, employee-related payments were made directly by the clients majority of them were PSUs. And due to significant time lapses and dispute with certain clients, complete details of these payments are not available in the Company's internal records, leading to differences between HR data and financial reporting. Effects of the same on financial statements cannot be determined.
5. In respect of qualification 5 above, Given the substantial time lapse, further progress at project sites and completion of some of the project sites since then, it was not practically feasible to carry out physical verification of mentioned expenses as on March 2019. It is pertinent to mention that during the reporting period as well as subsequent to the end of reporting period, majority of the expenses have corresponding project inflows which have been duly verified by clients as well as independent/authority engineers.

6.	In respect of qualification 7 above, Due to the significant time lapse between the reporting date (31st March 2019) and the conduct of the audit, obtaining direct confirmations was not practically feasible. RP/Liquidator had sent balance confirmation emails to all the banks at the time of commencement of CIRP. Wherever direct confirmations were not received, the available bank statements were shared with the auditors to verify the balances.
7.	In respect of qualification 8 above, Management clarifies that there were no ongoing projects in these locations and the branch offices were vacated and operations closed. Since there was a significant cash crunch and lack of manpower, renewal of CRs was not pursued. The individual asset sizes of the branches as a percentage of the total balance sheet value were approximately: 1. Saudi Arabia: 0.00% 2. Qatar: 0.00% It is also to be noted that the assets amounting to INR 305.17 Crore in Libya have been provided for during the period under audit.
8.	In respect of qualification 9 above, Management clarifies that these branches were non-operational during the period, with no ongoing projects. Bank balance in Saudi Arabia was Nil in both FY 2018 and FY 2019. Further, RP/Liquidator had sent balance confirmation emails to all bank during the commencement of CIRP and accordingly, the available statements have been shared. Certain statements which were not provided by Banks could not be provided to the auditor. The bank balances in the respective branches as a percentage of the total balance sheet value were approximately: 1. Saudi Arabia: 0.00% 2. Qatar: 0.49% It is also to be noted that the Bank Balance amounting to INR 14.23 Crore in Libya have been provided for during the period under audit.
9.	In respect of qualification 10 above, In accordance with the provisions of the Insolvency and Bankruptcy Code (IBC), a public advertisement was issued inviting claims from all creditors, including statutory and regulatory authorities in India and overseas jurisdictions where Company had operations. Claims received were verified as per the framework of the IBC. It is also important to note that any settlement with creditors will be carried out as per the provisions of IBC and as per the terms of final outcome of the liquidation process. Hence, the actual settlement amount could not be ascertained and effects of the same on financial statements cannot be determined.
10.	In respect of qualification 12 above, In accordance with the Insolvency and Bankruptcy Code (IBC), a public advertisement was issued inviting claims from all creditors, including banks, other facilities and financial liabilities. Balance confirmations were actively sought from claimants and for banks, the Liquidator formally requested confirmations. As of the reporting date, two out of five banks responded, and responses from the remaining three banks are still awaited. The financial statements reflect the balances based on the available records. In the absence of further confirmations, no additional adjustments were considered necessary.

11. **In respect of qualification 13 above,** The Liquidator, along with his team and the company's representatives, visited Oman to assess the forgery of the Company's Commercial Registration (CR). Meetings were held with officials from the Indian Embassy, Chamber of Commerce, and Ministry of Commerce at Oman. Following their advice, the Liquidator reported the forgery and fraudulent sale of the company's assets to the following authorities in Oman:

- Ministry of Justice and Legal Affairs
- State Financial and Administrative Audit Institution
- Ministry of Commerce, Industry & Investment Promotion

- Legal Department of the Chamber of Commerce

A public notice was also issued in local newspapers, declaring Punj Lloyd Limited as the sole owner of the assets and warning that any unauthorized dealings would be at the buyer's risk and subject to legal consequences. Legal counsel was also appointed by the Liquidator, who filed an appeal against the adverse judgment of the Public Prosecution of Sohar, Oman. The matter remains sub-judice.

Additionally, A First Information Report (FIR) has been filed with the local police authorities for loss of assets and documents. The said matter is pending outcome with Royal Oman Police.

12. **In respect of qualification 14 above,** A First Information Report (FIR) has been filed with the local police authorities for loss of assets and documents. The said matter is pending outcome with Royal Oman Police.

iii. **Auditors' Comments on above:** Nil

For **Kashyap Sikdar & Co.**
Chartered Accountants
Firm registration number: 016253N
UDIN No. :25089003BMN2TM5559

Sd/-
Arunava Sikdar
Partner

For and on behalf of Punj Lloyd Limited

Sd/-
Ashwini Mehra
Liquidator
Reg. No: IBBI/IPA-001/IP-P00388/2017-18/10706

Place: Delhi
Date: 16/09/2025

Consolidated Ind-AS Financial Statements

Independent Auditor's Report

To the Members of **M/s. PUNJ LLOYD LIMITED**

Report on the Audit of the Consolidated Financial Statements

Qualified Opinion

We have audited the accompanying consolidated financial statements of M/s. PUNJ LLOYD LIMITED ("the Company"), (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), its associates and jointly controlled entities, which comprise the consolidated Balance Sheet as at 31st March 2019, and the consolidated statement of Profit and Loss, and the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion section of our report, the aforesaid consolidated financial statements give the information required by the 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 Company as at 31st March 2019, of consolidated loss and its consolidated cash flows for the year ended on that date.

Basis for Qualified Opinion

a) In respect of Holding Company

1. The net realizable value (NRV) of inventories as on 31st March 2019 has not been determined by the company. Consequently, inventories have been valued at cost, rather than at the lower of cost or NRV, which is contrary to the requirements of Ind AS 2 – Inventories and accounting policy of the company. The financial impact of this non-compliance remains unquantifiable due to the absence of NRV data.
2. Balances as per books of accounts relating to statutory liabilities such as VAT payable, GST Payable, TDS payable, EPF, ESI and National Pension Scheme (NPS) have not been reconciled with the corresponding figures in the statutory returns. The financial impact, if any, arising from these unreconciled items has not been determined and provided in the financial statements.
3. The company has not reconciled the claims received from operational creditors with the balances recorded in its books of accounts as on CIRP commencement date. In absence of the reconciliations, the financial impact, if any, remains unascertained. Refer Note No. 14 of the financial statements.
4. The employee benefit expenses recorded in the financial statements are not in reconciliation with the payroll and HR records maintained by the company. The impact of the same, if any, could not be determined due to non-reconciliation of said expenses.
5. Due to the significant time lag between the period under audit and the conduct of the audit, the Project-related expenses, including those for material consumption, contractor charges, and site operations could not be physically verified at respective sites.

6. Bank guarantees amounting to Rs.1928.55 crores, including Rs. 1124.26 crores after the balance sheet date, have been encashed by the customers due to non-compliance of the terms of the contract executed by the company with them, with corresponding impact in profit and loss account. Loss is overstated to the extent of Rs. 1124.26 crores. Refer Note No. 37 of the Financial Statements.
7. We could not obtain the direct balance confirmation from banks and receivables of the company as on the balance sheet date.

b) In respect of Branches of the Holding Company

- a. The Commercial Registration (CR) of the company of its branches at Saudi Arabia, Qatar and Libya, have been expired and not been renewed, resulting restrictions like physical visit of the branch office have imposed and branch auditor have relied on the statements and explanations provided by the management of the company.
- b. In respect of Saudi Arabia and Qatar branch, bank statements for the period under audit as well as subsequent period have not been provided.
- c. In respect of Abu Dhabi branch, due to non-renewal of the license after June 11, 2022, and inability of a legal attorney to provide certification, management is unable to confirm whether any legal dues exist towards UAE regulatory authorities. Hence, we are unable to ascertain whether the financial statements as of March, 31, 2019, includes all necessary provisions and disclosures for liabilities towards UAE authorities.
- d. In respect of Abu Dhabi branch, we are unable to verify the transaction during the year and balances of accounts payable, retention payable and provision of AED 45,448,105/- (Rs. 85,58,78,713/-) out of the total payable of AED 84,054,550/- (Rs.158,29,15,286/-). In absence of any supporting documents and external confirmations from suppliers and vendors, we were unable to comment whether any adjustments would be necessary to the below balances:

Particulars	Amount (In AED)	Amount (in Rs.)
Accounts Payables	30,414,529	57,27,66,410
Retention Payable	8,361,352	15,74,60,981
Provision for expense	6,672,224	12,56,51,322
Total	45,448,105	85,58,78,713

- e. In respect of Abu Dhabi branch, we were unable to verify margins, other facilities, financial and contingent liabilities, if any, that needs to be included in the accompanying financial statements due to unavailability of three bank balance confirmations out of five banks.
- f. A forgery had been committed against the company, compromising the Company Commercial Registration (CR) of its Oman Branch, resulted in imposing of certain restrictions, including physical visit to the branch office. Consequently, verification procedures were limited, and reliance was placed on information, documentation, and explanations provided by Company.

- g. The financial statements of the Oman branch reflect an occurrence of theft from its warehouse. A First Information Report (FIR) has been filed with the local police authorities. The said matter is pending for adjudication before the local court in Oman.

We conducted our audit in accordance with 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 financial statements under the provisions of the Companies Act, 2013 and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

S. No.	Key Audit Matter	Auditor's Response
a) In respect of Holding Company		
1.	The Company was admitted to the CIRP pursuant to an application filed before the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi ("NCLT/ Adjudicating Authority") by ICICI Bank Limited against Punj Lloyd Limited, under Section 7 of the Insolvency and Bankruptcy Code, 2016 ("Code") read with the rules and regulations framed thereunder, as amended from time to time. The Hon'ble NCLT vide its order ("Admission Order") dated March 08, 2019 ("Insolvency Commencement Date") had admitted the application for the initiation of the corporate insolvency resolution process ("CIRP") of the Company. Subsequently, the NCLT vide its order dated May 22, 2019 appointed Mr. Ashwini Mehra (IBBI Reg. No: IBBI/PA-001/IP-P00388/2017-18/10706) as the Resolution Professional ("RP") of the Company. During CIRP, the RP had received a resolution plan which was put to vote for consideration of Committee of Creditors ("CoC"). The resolution plan put to vote was not approved by the CoC. Subsequently, a meeting of the CoC	We have discussed and analysed the situation with the Liquidator who is currently vested with the charge of governance. All practical and reasonable efforts have been made by us to gather evidences to ensure non existence of material misstatements, despite of the various challenges and complex circumstances.

	was held on March 30, 2021 wherein the members of the CoC recommended that the liquidator should first explore sale of the Company as a going concern under Regulation 32(e) of Insolvency and Bankruptcy Board of India (Liquidation Process) Regulations, 2016 ("Liquidation Regulations") or sale of business of Company as a going concern under Regulation 32(f) of Liquidation Regulations. The CoC also suggested that a scheme of arrangement under section 230 of the Companies Act, 2013 should be run simultaneously, in the interest of time. Based on the decision taken by CoC, the RP on April 01, 2021, filed an application under section 33 of the Code to pass appropriate orders for liquidation of the Company as a 'going concern'. The Hon'ble NCLT, Principal Bench vide order dated May 27, 2022 (published on May 31, 2022) ("Liquidation Order") approved the Liquidation of the Company as a going concern in accordance with Section 33 of the Code and in terms of the Liquidation Order Mr. Ashwini Mehra (IBBI Reg. No: IBBI/PA-001/IP-P00388/2017-18/10706), erstwhile RP has been appointed as the Liquidator of the Company.	
b) In respect of Subsidiary Companies		
2.	In respect of Indtech Global Systems Limited, the Company adopted Ind AS 115, Revenue from contracts with customers ("Ind AS 115"), which is the new revenue accounting standard. The application and transition to this accounting standard is complex and is an area of focus in the audit. The revenue standard establishes a comprehensive framework for determining whether, how much and when revenue is recognized. This involves certain key judgements relating to Identification of distinct performance obligations, determination of transaction price by performance obligation, the appropriateness of the basis used to	The audit procedure adopted by the auditor of the subsidiary on adoption of Ind AS 115, Revenue from contracts with customers ("Ind AS 115"), which is the new revenue accounting standard, include- • Evaluated the design and implementation of the processes and internal controls relating to implementation of the new revenue accounting standard; • Evaluating the detailed analysis performed by management on revenue streams for the existing contracts with customers and considered revenue recognition policy in the current period in respect of those revenue streams; • Evaluated the changes made to IT systems to reflect the changes required in revenue recognition as per the new accounting standard;

	measure revenue recognized over a year. Additionally, the standard mandates robust disclosures in respect of revenue and periods over which the remaining performance obligations will be satisfied subsequent to the balance sheet date. The Company adopted Ind AS 115 and applied the available exemption provided therein, to not restate the comparative periods.	• Evaluated the cumulative effect adjustments as at 1 April 2018, for compliance with the new revenue standard; and • Evaluated the appropriateness of the disclosure provided under the new revenue standard and assessed the completeness and mathematical accuracy of the relevant disclosures.
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Information other than the financial statements and auditors' report thereon

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Emphasis of Matter

a) In respect of Holding Company

1. We draw attention to Note 11 of the financial statements, which indicate that the Company has accumulated losses and its net worth has been fully eroded, the Company has incurred a net loss during the year and the Company's current liabilities grossly exceeds the current assets as at the balance sheet date. Further, order has also been passed by Hon'ble NCLT, New Delhi dated 27.05.2022 for liquidation of the Company. These conditions indicate material uncertainty about the Company's ability to continue as a going concern. However, the financial statements are prepared as a going concern on the basis of order of Hon'ble NCLT for liquidation of the Company as a going concern basis and also as opined by the management of the Company. Our opinion is not modified in this regard.
2. Deferred tax assets, although eligible for recognition due to accumulated losses and deductible temporary differences, have not been recognized by the company, citing uncertainty over future taxable profits. Our opinion is not modified in this regard.
3. The Company has filed income tax return for the FY 2018-19 on the basis of unaudited books of accounts, whereas, the actual tax liability may vary based on audited figures.
4. Audit in respect of four overseas branches had been conducted by the branch auditors in 2019. However, due to their non availability of the respective branch auditors during audit of the company, special purpose auditors have been appointed to provide necessary information and assurance to us to incorporate the branch financials in the financial statements of the Company. Further, in respect of other four branches, audits have been conducted by the branch auditors in 2024.

b) In respect of Subsidiary Companies and Associates

1. In respect to Subsidiary Company, Punj Lloyd International Limited, the Company's current liabilities exceeded its total assets by Rs.2.23 crores. These events or conditions, along with other matters as indicate that a material uncertainty exist that may cast significant doubt on the Company's ability to continue as a going concern.
2. The directors of the Subsidiary Company, Punj Lloyd Kazakhstan LLP, decided on 5th September, 2019 to voluntarily liquidate the Company.
3. In respect to Subsidiary Company, Spectra Punj Lloyd Limited, the Company incurred net loss of Rs. 76.17 crores during the year ended 31 March 2019 and as of that date, the Company's current liabilities exceeded its total assets by Rs.73.19 crores. These events or conditions, along with other matters as indicate that a material uncertainty exist that may cast significant doubt on the Company's ability to continue as a going concern.
4. In respect to Subsidiary Company, Punj Lloyd Upstream Limited, the Company incurred net loss of Rs. 44.78 crores during the year ended 31 March 2019 and as of that date, the Company's current liabilities exceeded its total assets by Rs.190.01 crores. These events or conditions, along with other matters as indicate that a material uncertainty exist that may cast significant doubt on the Company's ability to continue as a going concern.
5. In respect to Subsidiary Company, Punj Lloyd Upstream Limited, the Company incurred net loss of Rs. 44.78 crores during the year ended 31 March 2019 and as of that date, the Company's current liabilities exceeded its total assets by Rs.190.01 crores. These events or conditions, along with other matters as indicate that a material uncertainty exist that may cast significant doubt on the Company's ability to continue as a going concern.
6. In respect of Subsidiary Company, Sembawang Infrastructure(India) Private Limited, the Company incurred net loss of Rs. 1.74 crores during the year ended 31 March 2019 and as of that date, the Company's current liabilities exceeded its current assets by Rs.22.58 crores. These events or conditions, along with other matters as indicate that a material uncertainty exist that may cast significant doubt on the Company's ability to continue as a going concern.
7. In respect of Associate Company, Punj Lloyd Infrastructure Pte. Limited, Company operations were in losses in the Financial Year ended on 31 March, 2019 and also the company did not had any projects to be executed. These events or conditions, along with other matters as indicate that a material uncertainty exist that may cast significant doubt on the Company's ability to continue as a going concern.
8. In respect of Associate Company, Punj Lloyd Construction Contracting Company Limited, the subsidiary of the Associate Company incurred net loss of Rs. 5.88 crores during the Financial Year ended on 31 March, 2019 and as of that date, the subsidiary's total liabilities exceeded its total assets by Rs.7.85 crores. These events or conditions, along with other matters as indicate that a material uncertainty exist that may cast significant doubt on the subsidiary of the associate company's ability to continue as a going concern.

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

Other Matter

We did not audit the financial statements / financial information of certain branches, unincorporated joint venture, subsidiaries, and jointly controlled entities, whose financial statements / financial information reflect total assets(net of elimination) of Rs.3088.26 crores as at 31st March 2019 and total revenues(net of elimination) of Rs.2515.87 crores for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of profit of Rs.22.50 crores for the year ended 31st March 2019, as considered in the consolidated financial statements, in respect of certain associate company, whose financial statements / financial information have not been audited by us. These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, jointly controlled entities and associates, 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, jointly controlled entities and associates, is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements / financial information certified by the Management.

Information other than the financial statements and auditors' report thereon

The Holding Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's annual report, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed and based on the work done/ audit report of other auditor, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its Associates and Jointly controlled entities in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for assessing the ability of the Group and of its associates and jointly controlled entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for overseeing the financial reporting process of the Group and of its associates and jointly controlled entities.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs

will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 ability of the Group and its associates and jointly controlled entities to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates and jointly controlled entities to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates and jointly controlled entities to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors 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.

Report on Other Legal and Regulatory Requirements

As required by Section 143 (3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act and rules made thereunder.
- e) We could not get any written representations from the directors of the Holding Company as on 31st March 2019 and unable to comment on whether any director is disqualified or not as on 31 March 2019 from being appointed as a director in terms of Section 164(2) of the Act. However, as per the reports of the statutory auditors of its subsidiary companies, associate companies and jointly controlled companies incorporated in India, none of the directors of the Group companies, its associate companies and jointly controlled companies incorporated in India is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure A'.
- g) With respect to the matter to be included in the Auditor's Report under section 197(16), In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) which are required to be commented upon by us.
- 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 Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, its associates and jointly controlled entities– Refer Note. 40 to the consolidated financial statements.
 - ii. Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts – Refer Note No. 13 to the consolidated financial statements.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies, associate companies and jointly controlled companies incorporated in India.
 - iv. (a) The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate

- Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries during the year;
- (b) The management has represented, that, to the best of it’s knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries during the year; and
- (c) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material mis-statement.
- v. No dividend have been declared or paid during the year by the company.
- vi. Maintenance of books of account in a software which has a feature of recording audit trail (edit log) facility was not applicable for the period under audit.

**For KASHYAP SIKDAR AND
COMPANY
Chartered Accountants
FRN: 0016253N**

**Place:-New Delhi
Date: 16/09/2025
UDIN: 25089003BMN2TN7225**

**Sd/-
Arunava Sikdar
(PARTNER)
Membership No. 089003**

Annexure‘A’

Report on Internal Financial Controls Over Financial Reporting

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 M/s. PUNJ LLOYD LIMITED (“the Holding Company”) as of March 31, 2019 in conjunction with our audit of the consolidated financial statements of the Company, its subsidiary companies, its associates and joint ventures, which are companies incorporated in India, as of that date. for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent, its subsidiary companies and joint ventures, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (“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 the respective company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Parent, its subsidiary companies and joint ventures, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by auditors of the subsidiary companies and joint ventures, which are companies incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Parent, its subsidiary companies and joint ventures, which are companies

incorporated in India.

Meaning of Internal Financial Controls Over Financial Reporting

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

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, considering the CIRP and delayed conduct of the audit of the Holding Company, we are unable to comment about the adequacy of the internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. However, the company has obtained a report of internal financial control - Testing of Operating Effectiveness from an outside agency as on 31st March, 2019.

Based on the consideration of the reports of the other auditors referred to in the Other Matters paragraph below, the subsidiary companies and joint ventures, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the criteria for internal financial control over financial reporting established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial

controls over financial reporting insofar as it relates to the subsidiary companies, associates and joint venture, which are companies incorporated in India, is based solely on the corresponding reports of the auditors of such companies incorporated in India.

Our opinion is not modified in respect of the above matter.

For KASHYAP SIKDAR AND COMPANY
Chartered Accountants
FRN: 0016253N

Place:-New Delhi
Date: 16/09/2025
UDIN: 25089003BMN2TN7225

Sd/-
Arunava Sikdar
(PARTNER)
Membership No. 089003

Punj Lloyd Limited
Consolidated Balance Sheet as at March 31, 2019

(All amounts in INR Crores, unless otherwise stated)

		As at	
	Notes	March 31, 2019	March 31, 2018
ASSETS			
Non-current assets			
Property, plant and equipment	4	608.88	825.80
Capital work-in-progress		82.47	40.76
Investment property	5	88.56	90.21
Intangible assets	6	53.48	59.75
Intangible assets under development		-	-
Financial assets	7		
Investments	7a	110.67	29.73
Loans	7b	0.18	5.73
Others	7f	332.69	379.22
Other bank balances	7e	-	-
Deferred tax assets (net)	8	36.88	1,466.63
Other non-current assets	9	119.39	189.36
		1,433.20	3,087.18
Current assets			
Inventories	10	74.66	151.98
Unbilled revenue (work-in-progress)		349.53	4,788.83
Financial assets	7		
Trade receivables	7c	486.30	1,847.73
Cash and cash equivalents	7d	155.72	376.54
Other bank balances	7e	156.74	202.43
Loans	7b	6.37	17.63
Others	7f	131.73	212.55
Current tax assets (net)		93.05	97.68
Other current assets	9	167.65	397.97
		1,621.75	8,093.34
		3,054.95	11,180.52
Total assets			
EQUITY AND LIABILITIES			
Equity			
Equity share capital	11	67.12	67.12
Other equity		(13,529.11)	(2,098.11)
Share application money pending allotment		-	-
Equity attributable to owners		(13,461.99)	(2,030.99)
Non-controlling interest		(9.24)	4.21
		(13,471.23)	(2,026.78)
Non-current liabilities			
Financial liabilities			
Borrowings	12a	341.06	987.57
Provisions	13	16.14	26.04
Deferred tax liabilities (net)	8	35.28	262.39
		392.48	1,276.00
Current liabilities			
Financial liabilities			
Borrowings	12b	6,350.51	4,652.85
Trade payables		3,657.79	2,744.86
Other financial liabilities	12c	4,274.11	2,785.02
Other current liabilities	14	1,597.33	1,622.74
Provisions	13	198.69	68.39
Current tax liabilities (net)		55.27	57.44
		16,133.70	11,931.30
		3,054.95	11,180.52
Total equity and liabilities			
Summary of significant accounting policies	2		

The accompanying notes form an integral part of the financial statement
This is the consolidated balance sheet referred to in our report of even date.

For **Kashyap Sikdar & Co.**
Chartered Accountants
Firm registration number: 016253N
UDIN No. : 25089003BMN2TN7225

For and on behalf of Punj Lloyd Limited

Sd/-
Arunava Sikdar
Partner
Membership No.: 089003

Sd/-
Adhish Swaroop
Company Secretary

Sd/-
Ashwini Mehra
Liquidator

Punj Lloyd Limited
Consolidated Balance Sheet as at March 31, 2019
(All amounts in INR Crores, unless otherwise stated)

Place: Delhi
Date: 16/09/2025

Reg. No: IBBI/PA-001/IP-P00388/2017-18/10706

Punj Lloyd Limited
Consolidated Statement of Profit and Loss for the year ended March 31, 2019
(All amounts in INR Crores, unless otherwise stated)

	Notes	Year ended	
		March 31, 2019	March 31, 2018
Income			
Revenue from operations	15	2,133.63	5,080.37
Other income	16	650.05	505.40
Total income		2,783.68	5,585.77
Expenses			
Projects materials consumed and cost of traded goods sold		1,589.48	2,236.10
Employee benefits expense	17	605.55	583.98
Bank Guarantee Encashment		1,928.55	-
Provision for unbilled revenue		2,726.70	-
Provision for receivables		1,176.21	543.36
Other expenses	18	3,341.49	2,204.36
Total expenses		11,367.97	5,567.80
Earnings before interest (finance costs), tax, depreciation and amortization (EBITDA)		(8,584.29)	17.97
Depreciation and amortization expense	19	121.17	194.06
Finance costs	20	1,436.47	1,087.49
Loss before share of loss in associates / joint ventures (net) and tax		(10,141.93)	(1,263.59)
Share of loss of associates / joint ventures (net)		5.09	(9.92)
Loss before tax		(10,136.84)	(1,273.51)
Tax expenses	21		
- Current tax		8.12	(2.20)
- Minimum alternate tax credit entitlement / written off (net)		-	-
- Adjustment of tax relating to earlier years		(1.45)	(0.48)
- Deferred tax		1,202.13	(1,199.00)
Total tax expense		1,208.80	(1,201.68)
Loss for the year		(11,345.64)	(71.83)
Other comprehensive income (OCI)			
A. OCI to be reclassified to profit or loss in subsequent years:			
Exchange differences on translation of foreign operations and subsidiaries		29.81	(138.91)
Net OCI to be reclassified to profit or loss in subsequent years		29.81	(138.91)
B. OCI not to be reclassified to profit or loss in subsequent years:			
Re-measurement gains/(losses) on defined benefit plans		3.17	8.09
Net gain/ (loss) on FVTOCI of equity securities		(59.00)	2.32
Net OCI not to be reclassified to profit or loss in subsequent years		(55.83)	10.41
Other comprehensive income for the year, net of tax (refer note 8)		(26.02)	(128.50)
Total comprehensive income for the year		(11,371.66)	(200.33)
Loss is attributable to :			
Equity holders of the parent		(11,330.93)	(68.76)
Non-controlling interests		(14.71)	(3.07)
		(11,345.64)	(71.83)
OCI is attributable to :			
Equity holders of the parent		(26.02)	(127.44)
Non-controlling interest		-	(1.06)
		(26.02)	(128.50)
Total comprehensive income is attributable to :			
Equity holders of the parent		(11,356.95)	(196.20)
Non-controlling interest		(14.71)	(4.13)
		(11,371.66)	(200.33)
Earnings per equity share [nominal value per share Rs. 2 each (Previous year Rs. 2)]	22		
Basic and Diluted (in Rs.)		(337.64)	(2.05)

The accompanying notes form an integral part of the financial statements.
This is the consolidated statement of profit and loss referred to in our report of even date.

For **Kashyap Sikdar & Co.**
Chartered Accountants
Firm registration number: 016253N
UDIN No. : 25089003BMN2TN7225

For and on behalf of **Punj Lloyd Limited**

Sd/-
Arunava Sikdar
Partner
Membership No.: 089003

Sd/-
Adhish Swaroop
Company Secretary

Sd/-
Ashwini Mehra
Liquidator

Punj Lloyd Limited

Consolidated Statement of Profit and Loss for the year ended March 31, 2019

(All amounts in INR Crores, unless otherwise stated)

Place: Delhi

Date: 16/09/2025

Reg. No: IBBI/IPA-001/IP-P00388/2017-18/10706

Consolidated Statement of Changes in Equity for the year ended March 31, 2019

(All amounts in INR Crores, unless otherwise stated)

	Equity share capital (A)	Equity component of convertible preference shares issued by a subsidiary (B)	Other equity											Total (A+B+C)	Non-controlling interest	Total Equity
			Reserves and Surplus							Other comprehensive income (OCI)			Total other equity (C)			
			Capital reserve	Securities premium reserve	Stock option outstanding account	Debenture redemption reserve	Special Reserve	General reserve	Retained earnings	FVTOCI reserve	Foreign currency translation reserve	Other items of OCI				
As at April 01, 2017	66.85	20.01	27.12	2,505.00	3.13	112.87	0.04	99.04	(5,068.10)	12.50	394.62	-	(1,913.77)	(1,826.92)	20.44	(1,806.48)
Employee stock option expense	0.27	-	-	-	(0.34)	-	-	-	-	-	-	-	(0.34)	(0.07)	-	(0.07)
Exercise of employee stock options		-	-	2.16	(2.16)	-	-	-	-	-	-	-	-	-	-	-
Loss for the year	-	-	-	-	-	-	-	-	(68.75)	-	-	-	(68.75)	(68.75)	(3.07)	(71.82)
Change in fair value of investments	-	-	-	-	-	-	-	-	-	2.32	-	-	2.32	2.32	-	2.32
Currency translation differences	-	-	-	-	-	-	-	-	-	-	(137.85)	-	(137.85)	(137.85)	(1.06)	(138.91)
Transfer by Indian subsidiary under RBI Act, 1934	-	-	-	-	-	-	(0.04)	-	0.04	-	-	-	-	-	-	-
Deconsolidation of a subsidiary on loss of control	-	-	-	-	-	-	-	-	-	-	(8.43)	-	(8.43)	(8.43)	(12.10)	(20.53)
Remeasurement of the net defined benefit liability/ asset	-	-		-	-	-	-	-	0.62		-	8.09	8.71	8.71	-	8.71
OCI reclassified to retained earning	-	-	-	-	-	-		-	8.09	-	-	(8.09)	-	-	-	-
As at March 31, 2018	67.12	20.01	27.12	2,507.16	0.63	112.87	-	99.04	(5,128.10)	14.82	248.34	-	(2,118.11)	(2,030.99)	4.21	(2,026.78)
Employee stock option expense	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Exercise of employee stock options		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Loss for the year	-	-	-	-	-	-	-	-	(11,330.93)	-	-	-	(11,330.93)	(11,330.93)	(14.71)	(11,345.64)
Change in fair value of investments	-	-	0.09	-	-	-	-	-	-	(59.00)	-	-	(58.91)	(58.91)	-	(58.91)
Currency translation differences	-	-	-	-	-	-	-	-	-	-	29.81	-	29.81	29.81	-	29.81
Transfer by Indian subsidiary	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Punj Lloyd Limited

Consolidated Statement of Changes in Equity for the year ended March 31, 2019

(All amounts in INR Crores, unless otherwise stated)

under RBI Act, 1934																
Deconsolidation of a subsidiary on loss of control	-	-	(0.72)						(89.65)	3.26	12.97	-	(74.14)	(74.14)	-	(74.14)
Acquisition of minority interest of a subsidiary	-	-	-	-	-	-	-	-	-	-	-	-	-	-	1.26	1.26
Remeasurement of the net defined benefit liability/ asset	-	-		-	-	-	-	-	-	-	-	3.17	3.17	3.17	-	3.17
OCI reclassified to retained earning	-	-	-	-	-	-		-	3.17	-	-	(3.17)	-	-	-	-
As at March 31, 2019	67.12	20.01	26.49	2,507.16	0.63	112.87	0.00	99.04	(16,545.51)	(40.92)	291.12	-	(13,549.12)	(13,461.99)	(9.24)	(13,471.23)

The accompanying notes form an integral part of the financial statements.

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

For **Kashyap Sikdar & Co.**

Chartered Accountants

Firm registration number: 016253N

UDIN No. : 25089003BMN2TN7225

Sd/-

Arunava Sikdar

Partner

Membership No.: 089003

Place: Delhi

Date: 16/09/2025

For and on behalf of Punj Lloyd Limited

Sd/-

Adhish Swaroop

Company Secretary

Sd/-

Ashwini Mehra

Liquidator

Reg. No: IBBI/PA-001/IP-P00388/2017-18/10706

Consolidated Statement of Cash Flows for the year ended March 31, 2019

(All amounts in INR Crores, unless otherwise stated)

	Year ended	
	March 31, 2019	March 31, 2018
Cash flow from operating activities		
Loss before tax	(10,136.84)	(1,273.50)
Adjustment to reconcile loss before tax to net cash flows		
Depreciation and amortization expense	121.17	194.06
(Profit) / loss on sale of property, plant and machinery (net)	168.74	(9.65)
(Profit) / loss on deconsolidation of a subsidiary / joint ventures	0.00	0.00
Unrealised foreign exchange gain (net)	38.39	(34.59)
Unspent liabilities and provisions written back	(5.38)	(121.84)
Derivative premium on hedged borrowing	3.13	(2.00)
Irrecoverable balances and other assets written off	3,902.91	597.14
Provision for foreseeable losses	39.94	15.67
Provision for major maintenance	3.15	(7.36)
Net gain on sale of long-term investments	0.00	(9.84)
Employee share based payment expense	0.00	0.00
Share of loss in associates / joint ventures (net)	(5.09)	9.92
Interest expense	1,394.32	951.39
Interest (income)	(74.15)	(80.12)
Dividend (income)	(0.00)	0.00
Operating profit before working capital changes	(4,549.68)	229.28
Movement in working capital:		
Trade payables	980.28	171.78
Provisions	123.55	3.97
Financial liabilities	(0.08)	(0.11)
Other current liabilities	(24.55)	(1,074.48)
Trade receivables	191.05	(518.21)
Unbilled revenue (work-in-progress)	1,752.53	1,524.71
Inventories	(76.08)	(30.99)
Financial assets	75.85	41.43
Other current assets	293.34	174.64
Cash generated from operations	(1,233.79)	522.02
Direct taxes paid (net of refunds)	(14.65)	(34.38)
Net cash flow from operating activities (A)	(1,248.44)	487.64
Cash flow from investing activities		
Purchase of property, plant and equipments, including CWIP and capital advances	(136.58)	(35.06)
Proceeds from sale of property, plant and equipments	(30.38)	26.20
Acquisition of non-controlling interest in a subsidiary	(55.85)	(54.76)
Proceeds from sale of non-current investments (net)	0.00	43.90
(Investments)/ Redemption/maturity in bank deposits (having original maturity of more than three months)	17.17	(1.83)
Interest received	13.37	23.06
Dividends received	0.00	0.00
Decrease/ (Increase) in margin money deposits	27.89	(60.49)
Net cash flow from investing activities (B)	(164.38)	(58.98)
Cash flow from financing activities		
Proceeds from long-term borrowings	(134.64)	12.55
Repayment of long-term borrowings	(0.38)	(594.65)
Proceeds/ (Repayment) from short-term borrowings (net)	1,697.65	452.59
Interest paid	(408.81)	(561.49)
Proceeds from exercise of stock options	0.00	0.07
Net cash flow from financing activities (C)	1,153.82	(690.93)
Net change in cash and cash equivalents (A + B + C)	(259.00)	(262.27)
Exchange difference	44.29	13.70
Cash outflow on deconsolidation of subsidiaries & joint ventures	1.70	(2.09)
Cash and cash equivalents at the beginning of the year	361.87	612.53
Cash and cash equivalents at the end of the year	148.86	361.87

Punj Lloyd Limited**Consolidated Statement of Cash Flows for the year ended March 31, 2019***(All amounts in INR Crores, unless otherwise stated)***Components of cash and cash equivalents**

Balance with banks		
- On current accounts	90.92	258.13
- On EEFC accounts	6.17	69.83
- Deposit with original maturity of less than three months	57.29	47.04
Cash on hand	1.34	1.54
Less : Book overdraft	(6.86)	(14.67)
Total cash and cash equivalents [Refer notes 7(d) & 12(c)]	148.86	361.87

The accompanying notes form an integral part of the financial statements

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

For Kashyap Sikdar & Co.

Chartered Accountants

Firm registration number: 016253N

UDIN No. : 25089003BMN2TN7225

For and on behalf of Punj Lloyd Limited

Sd/-

Arunava Sikdar

Partner

Membership No.: 089003

Sd/-

Adhish Swaroop

Company Secretary

Sd/-

Ashwini Mehra

Liquidator

Place: Delhi

Date: 16/09/2025

Reg. No: IBBI/PA-001/IP-P00388/2017-18/10706

1. Corporate information

Punj Lloyd Limited ("the Company" or "Corporate Debtor" or "CD") is a public limited company domiciled in India. Its equity shares are listed on two recognized stock exchanges in India. The principal place of business of the Company is located at New Delhi, India. The Company is primarily engaged in the business of engineering, procurement and construction in the oil, gas and infrastructure sectors. The Company caters to both domestic and international markets. The Company is currently undergoing Liquidation as a going concern pursuant to the order of the Hon'ble NCLT dated May 27, 2022. Trading in the equity shares of the Company has been suspended w.e.f. Friday, October 07, 2022 on both the recognized stock exchanges on account of initiation of Liquidation proceedings by the Hon'ble NCLT.

These financial statements for the year ended March 31, 2019 were authorized for issue by the Liquidator of the Company.

The Company along with its subsidiaries, associates and joint venture has been collectively hereinafter referred to as "the Group".

2. Significant accounting policies**(a) Basis of preparation***(i) Compliance with Ind AS*

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

(ii) Basis of measurement

These consolidated financial statements have been prepared on an accrual and historical cost basis, except for the following:

- certain financial assets and liabilities (including derivative instruments) that are measured at fair value;
- certain items of property, plant and equipments which have been fair valued on the transition date

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

(iii) "The holding Company was admitted to the CIRP pursuant to an application filed before the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi ("NCLT/ Adjudicating Authority") by ICICI Bank Limited against Punj Lloyd Limited, under Section 7 of the Insolvency and Bankruptcy Code, 2016 ("Code") read with the rules and regulations framed thereunder, as amended from time to time. The Hon'ble NCLT vide its order ("Admission Order") dated March 08, 2019 ("Insolvency Commencement Date") had admitted the application for the initiation of the corporate insolvency resolution process ("CIRP") of the Holding Company. Subsequently, the NCLT vide its order dated May 22, 2019 appointed Mr. Ashwini Mehra (IBBI Reg. No: IBBI/IPA-001/IP-P00388/2017-18/10706) as the Resolution Professional ("RP") of the Holding Company.

During CIRP, the RP had received a resolution plan which was put to vote for consideration of Committee of Creditors ("CoC"). The resolution plan put to vote was not approved by the CoC. Subsequently, a meeting of the CoC was held on March 30, 2021 wherein the members of the CoC recommended that the liquidator should first explore sale of the Holding Company as a going concern under Regulation 32(e) of Insolvency and Bankruptcy Board of India (Liquidation Process) Regulations, 2016 ("Liquidation Regulations") or sale of business of Company as a going concern under Regulation 32(f) of Liquidation Regulations. The CoC also suggested that a scheme of arrangement under section 230 of the Companies Act, 2013 should be run simultaneously, in the interest of time.

Based on the decision taken by CoC, the RP on April 01, 2021, filed an application under section 33 of the Code to pass appropriate orders for liquidation of the Holding Company as a 'going concern'.

The Hon'ble NCLT, Principal Bench vide order dated May 27, 2022 (published on May 31, 2022) ("Liquidation Order") approved the Liquidation of the Holding Company as a going concern in accordance with Section 33 of the Code and in terms of the Liquidation Order Mr. Ashwini Mehra (IBBI Reg. No: IBBI/IPA-001/IP-P00388/2017-18/10706), erstwhile RP has been appointed as the Liquidator of the Holding Company.

Further, with effect from May 27, 2022, the Liquidator shall have powers and duties, as provided in Section 34 and 35 of the Code, including but not limited to:

- The powers of the Board of Directors, key managerial personnel and the partners of the Company, as the case may be, shall cease to have effect and shall be vested in the Liquidator;
- The Liquidator shall take into his custody or control all the assets, property, effects, and actionable claims of the holding Company;
- The Liquidator shall act and execute in the name and on behalf of the holding Company all deeds, receipts, and other documents, if any;
- Other duties as prescribed under the Code.

Punj Lloyd Limited

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

(All amounts in INR Crores, unless otherwise stated)

The powers and duties mentioned above are not exhaustive and do not cover all powers and duties of the Liquidator provided under Section 35 of the Code, read in conjunction with the Liquidation Regulations. Please further refer to Section 35 of the Code and its corresponding regulations in the Liquidation Regulations for comprehensive list of powers and duties of the Liquidator.

The Companies Act 2013 (as amended) (the 'Act') under section 134 (1) states that the financial statement shall be approved by the Board of Directors and thereafter signed on behalf of the Board by the chairperson of the holding company where he is authorised by the Board or by two directors out of which one shall be Managing Director, if any, and the Chief Executive Officer (CEO), the Chief Financial Officer (CFO) and the Company Secretary of the holding company, wherever they are appointed, for submission to the auditor for his report thereon. Upon commencement of the CIRP, the powers of the Board of Directors of the holding Company stand extinguished and are exercised by the Resolution Professional (RP) and upon commencement of the liquidation, these powers are exercised by the Liquidator. These financial statements pertain to the period both prior and post commencement of CIRP. It may be noted that the Liquidator (erstwhile Resolution Professional) was not involved with the holding Company in any manner during FY 2018-2019. All practical and reasonable efforts have been made to gather details to prepare these financial statements and despite various challenges and complex circumstances, best possible efforts have been put to provide information required by the auditors for the purpose of carrying out the audit. The Promoter / Ex. Managing Director, Mr. Atul Punj is continuing as Director in the holding Company while other Directors had resigned on or before commencement of the CIRP. These financial statements have been signed by the Liquidator while exercising the powers of the Board of Directors of the holding Company, which has been conferred upon him in terms of the Insolvency and Bankruptcy Code 2016. Liquidator has signed these financial statements for discharging his duty under the Liquidation Process, governed by the Insolvency and Bankruptcy Code 2016 and IBBI (Liquidation Process) Regulations, 2016 and IBBI (Liquidation Process) Regulations, 2016. (In view of order of Hon'ble NCLAT in the matter of Mukund Chaudhary vs S. K. Kundra (RP of CLC Industries Ltd, Directors are also liable to sign the balance sheet).

To complete the liquidation of the holding Company as a going concern in accordance with the directions provided by the Hon'ble NCLT in the Liquidation Order and Regulation 32A read with Regulation 32 of the IBBI (Liquidation Process) Regulations, 2016, the Liquidator had issued an Invitation for the submission of binding bids for acquisition of Punj Lloyd Limited "in liquidation" on a going concern basis vide Public Announcement dated 13th August 2022 and also issued an Asset Sale Process Memorandum dated 13th August 2022 and subsequently also issued four addendums to the Asset Sale Process Memorandum dated 13th August 2022 ("Asset Sale Process Memorandum"), which set out the process for submission of a binding Bid and participation in the subsequent E-Auction for the selection of the Successful Bidder in accordance with the Provisions of the Code. Pursuant to this invitation, the Liquidator received two bids, for acquisition of the holding Company on a going concern basis.

However, the Stakeholder Consultation Committee ("SCC") in its 5th meeting held on 20th March 2023, advised the Liquidator to not to consider the Binding Bids, submitted by two Bidders, as the members of SCC were not satisfied with the contours of implementation and the value offered in the Bids. Subsequently, the SCC in its 6th meeting held on 12th May 2023 has advised the Liquidator to resume the ongoing going concern sale process of the holding Company by seeking fresh offers from all interested/prospective buyers and incorporating necessary amendments in the Asset Sale Process Memorandum dated 13th August 2022. In the same meeting, the SCC members in accordance with the Regulation 31A of the IBBI (Liquidation Process) Regulations 2016 has approved the terms of the Amended & Restated Asset Sale Process Memorandum along with the Reserve Price for sale of the holding Company on a going concern basis.

Subsequently, the Liquidator conducted multiple rounds of e-auction for sale of various Set of Assets of the holding Company, including the sale of the holding Company on a going concern basis and sale of various assets of the holding Company on an 'as is where is' 'as is what is' 'as is how is', 'whatever there is' and without any recourse basis without an representation, warranty or indemnity by the holding Company, the Liquidator or any other Person, in accordance with the advice of the SCC under Regulation 31A of the Liquidation Regulations. Accordingly, certain assets of the holding Company have been successfully sold in these e-auction rounds, except sale of the holding Company on a going concern basis.

Further, the Hon'ble NCLT vide order dated 25th March 2025 has extended the liquidation period of the Holding Company till 11th September 2025. The Liquidator has filed for further extension of Liquidation period before the Hon'ble NCLT.

(1) Principles of consolidation

The consolidated financial statements comprise the financial statements of Punj Lloyd Limited ('the Company'), its subsidiaries, associates and joint ventures as at March 31, 2019. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- (i) Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- (ii) Exposure, or rights, to variable returns from its involvement with the investee, and
- (iii) The ability to use its power over the investee to affect its returns.

When the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- (i) The contractual arrangement with the other vote holders of the investee
- (ii) Rights arising from other contractual arrangements
- (iii) The Group's voting rights and potential voting rights
- (iv) The size of the group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the aforementioned three elements of control. Consolidation of an investee begins when the Group obtains control over the investee and ceases when the Group loses control of the

investee. Assets, liabilities, income and expenses of an investee acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the investee.

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

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company. When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to enable the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

Consolidation Procedure

(a) Subsidiaries

- (i) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.
- (ii) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.
- (iii) Eliminate in full intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intra-group transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intra-group 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 intra-group transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests. Where cumulated losses attributable to the non-controlling interest are in excess of Group's net investment in investee, the same is accounted for by the Group, in the absence of any contractual or legal obligations on non controlling interest. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognises the assets (including goodwill), liabilities, the carrying amount of any non-controlling interests and the cumulative translation differences recorded in equity; and recognises the fair value of the consideration received and the fair value of any investment retained. Any surplus or deficit is recognised in the statement of profit or loss.

(b) Investment in associates and joint arrangements

Associates

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

Joint arrangements

Under Ind AS 111 Joint Arrangements, investments in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement.

- Joint operations

The Group recognises its direct right to the assets, liabilities, revenues and expenses of joint operations and its share of any jointly held or incurred assets, liabilities, revenues and expenses. These have been incorporated in the financial statements under the appropriate headings.

- Joint ventures

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture.

The Group's investments in its associates and joint ventures are accounted for using the equity method. Under the equity method, the investment in an associate or a joint venture is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the associate or joint venture since the acquisition date. Goodwill relating to the associate or joint venture is included in the carrying amount of the investment and is not tested for impairment individually.

The consolidated statement of profit and loss reflects the Group's share of the results of operations of the associate or joint venture. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the associate or joint venture, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the associate or joint venture are eliminated to the extent of the interest in the associate or joint venture.

If an entity's share of losses of an associate or a joint venture equals or exceeds its interest in the associate or joint venture (which includes any long term interest that, in substance, form part of the Group's net investment in the associate or joint venture), the entity discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the

associate or joint venture. If the associate or joint venture subsequently reports profits, the entity resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised.

The aggregate of the Group's share of profit or loss of an associate and a joint venture is shown on the face of the statement of profit and loss.

The financial statements of the associate or joint venture are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group. After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its associate or joint venture. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate or joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate or joint venture and its carrying value, and then recognises the loss as 'Share of profit of an associate and a joint venture' in the statement of profit or loss.

Upon loss of significant influence over the associate or joint control over the joint venture, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate or joint venture upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

The group discontinue the use of equity method from the date the investment is classified as held for sale in accordance with Ind AS 105-Non-current Assets Held for Sale and Discontinued Operations and measures the interest in associate and joint venture held for sale at the lower of its carrying amount and fair value less cost to sell.

(c) Business combination and goodwill

In accordance with Ind AS 101 provisions related to first time adoption, the Group has elected to apply Ind AS accounting for business combinations prospectively from April 1, 2015. As such, Indian GAAP balances relating to business combinations entered into before that date, including goodwill, have been carried forward with minimal adjustment. The same first time adoption exemption is also used for associates and joint ventures.

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. In respect to the business combination for acquisition of subsidiary, the Group has opted to measure, the non-controlling interests in the acquiree at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated as mentioned hereinafter:

- (i) Deferred tax assets or liabilities, and the assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Tax and Ind AS 19 Employee Benefits respectively.
- (ii) Liabilities or equity instruments related to share based payment arrangements of the acquiree or share – based payments arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with Ind AS 102 Share-based Payments at the acquisition date.
- (iii) Assets (or disposal groups) that are classified as held for sale in accordance with Ind AS 105 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that standard.
- (iv) Reacquired rights are measured at a value determined on the basis of the remaining contractual term of the related contract. Such valuation does not consider potential renewal of the reacquired right.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

(d) Change in ownership interest

The group treats transaction with non-controlling interests that do not result in a loss of control as transaction with the equity owners of the group. A change in ownership interest results in adjustment between the carrying amounts of the controlling and non-controlling interest to reflect their relative interest in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity.

(e) Goodwill

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through OCI.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted through goodwill during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognized at that date. These adjustments are called as measurement period adjustments. The measurement period does not exceed one year from the acquisition date.

(f) Property, plant and equipment

Property, plant and equipment, excluding freehold land, but including capital work-in-progress are stated at cost, less accumulated depreciation and impairment losses, if any. Freehold land is carried at historical cost. The cost includes the purchase price and expenditure that is directly attributable to bringing the asset to its working condition for the intended use.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repair and maintenance are charged to the statement of profit and loss during the reporting period in which they are incurred.

The Group adjusts exchange differences arising on translation/settlement of long-term foreign currency monetary items pertaining to the acquisition of a depreciable asset to the cost of the asset and depreciates the same over the remaining life of the asset. In accordance with Ministry of Corporate Affairs ("MCA") circular dated August 09, 2012, exchange differences adjusted to the cost of tangible assets are total differences, arising on long-term foreign currency monetary items pertaining to the acquisition of a depreciable asset, for the period. In other words, the Group does not differentiate between exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost and other exchange differences.

Depreciation method, estimated useful lives and de-recognition

Depreciation is calculated using the straight-line method to allocate the cost, net of the residual values, over the estimated useful lives as follows:

Asset Description	Useful lives (years)
Factory buildings	30
Other buildings	60
Plant and equipment	3 – 20
Furniture and fixtures, office equipments and tools	3 – 20
Vehicles	3 – 10

The property, plant and equipment acquired under finance leases, including assets acquired under sale and lease back transactions, is depreciated over the shorter of the asset's useful life and the lease term, if there is no reasonable certainty that the Group will obtain ownership at the end of the lease term.

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

The useful lives, residual values and method of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively.

(g) Intangible assets

Intangible assets are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and impairment losses, if any.

Development expenditures are recognized as an intangible asset when the Group is able to demonstrate:

- the technical feasibility of completing the intangible asset so that the asset will be available for use
- its intention to complete and its ability and intention to use or sell the asset
- how the asset will generate future economic benefits
- the availability of resources to complete the asset
- the ability to measure reliably the expenditure during development

The Group amortizes intangible assets with finite lives using the straight-line method over the period of licenses or based on the nature and estimated useful economic life, i.e., six years, whichever is lower.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

The amortized period and the method is reviewed at each financial year end and adjusted prospectively.

Policy for service concession intangible assets is disclosed separately under concession assets in next paras.

(h) Impairment of non-financial assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Group's CGU to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/ forecasts, the Group extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries or countries in which the Group operates, or for the market in which the asset is used.

Impairment losses of continuing operations, including impairment on inventories, are recognized in the statement of profit and loss.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been, had no impairment loss been recognized. Such reversal is recognized in the statement of profit and loss.

(i) Investment properties

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Group, is classified as an investment property. Investment properties are measured initially at cost, including related transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and impairment, if any.

Subsequent expenditure is capitalized to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably. All other repair and maintenance costs are expensed when incurred.

Investment properties are depreciated using the straight-line method over their estimated useful lives, i.e., 60 years.

Investment properties are derecognized either when they have been disposed off or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in profit or loss in the period of de-recognition.

(j) Sale and lease back transactions

If a sale and leaseback transaction results in a finance lease, the profit or loss, i.e., excess or deficiency of sale proceeds over the carrying amounts is deferred and amortized over the lease term in proportion to the depreciation of the leased asset. The unamortized portion of the profit is classified under "Other liabilities" in the consolidated financial statements.

If a sale and leaseback transaction results in an operating lease, profit or loss is recognized immediately in case the transaction is established at fair value. If the sale price is below fair value, the loss is recognized immediately except that, if the loss is compensated by future lease payments at below market price, it is deferred and amortized in proportion to the lease payments over the period for which the asset is expected to be used. If the sale price is above fair value, the profit is deferred and amortized over the period for which the asset is expected to be used.

(k) Leases

Where the Group is the lessee

Lease where the Group, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalized at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognized in finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Group's general policy on the borrowing costs (see note 2(1)).

A leased asset is depreciated on a straight-line basis over the useful life of the asset. However, if there is no reasonable certainty that the Group will obtain the ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life or the lease term of the asset.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Group, as lessee, are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increase.

Where the Group is the lessor

Leases in which the Group does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Lease income from operating lease is recognized in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are classified in the balance sheet based on their nature.

(l) Inventories

Project materials are valued at lower of cost and net realizable value. Cost includes cost of purchase and other costs incurred in bringing the materials to their present location and condition. Cost is determined on weighted average basis.

Scrap is valued at net realizable value.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

(m) Unbilled revenue (work-in-progress)

Unbilled revenue (work-in-progress) is valued at net realizable value.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

(n) 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 Group recognizes revenue when the amount of revenue can be reliably measured, it is probable that the economic benefits will flow to the Group and specific criteria, as described below, are met for each of the Group's activities.

- i) Contract revenue associated with long term construction contracts is recognized as revenue by reference to the stage of completion of the contract at the balance sheet date. The stage of completion of project is determined by the proportion that contracts costs incurred for the work performed up to the balance sheet date bear to the estimated total contract costs. However, profit is not recognized unless there is reasonable progress on the contract. If total cost of a contract, based on technical and other estimates, is estimated to exceed the total contract revenue, the foreseeable loss is provided for. The effect of any adjustment arising from revisions to estimates is included in the statement of profit and loss of the year in which revisions are made. Contract revenue earned in excess of billing is classified as "Unbilled revenue (work-in-progress)" and billing in excess of contract revenue is classified under "Other liabilities" in the consolidated financial statements. Claims on construction contracts are included based on Management's estimate of the probability that they will result in additional revenue, they are capable of being reliably measured, there is a reasonable basis to support the claim and that such claims would be admitted either wholly or in part. The Group assesses the carrying value of various claims periodically, and makes adjustments for any unrecoverable amount arising from the legal and arbitration proceedings that they may be involved in from time to time. Insurance claims are accounted for on acceptance/settlement with insurers.
- ii) Revenue from long term construction contracts executed in unincorporated joint ventures under work sharing arrangements is recognized on the same basis as similar contracts independently executed by the Group. Revenue from unincorporated joint ventures under profit sharing arrangements is recognized to the extent of the Group's share in unincorporated joint ventures.
- iii) Revenue from hire charges is accounted for in accordance with the terms of agreements with the customers.
- iv) Revenue from management services is recognized pro-rata over the period of the contract as and when the services are rendered.
- v) Rental income arising from operating leases on investment properties is generally accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss. These are accounted for otherwise where the payments to the lessor are structured to increase in line with expected general inflation, to compensate for the expected inflationary cost increases.
- vi) Interest income from debt instruments is recognized using the effective interest rate method (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. When calculating the EIR, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.
- vii) Dividend income is recognized when the Group's right to receive the payment is established, which is generally when shareholders of the investee approve the dividend.
- viii) Export Benefit under the Duty Free Credit Entitlements is recognized in the statement of profit and loss, when right to receive license as per terms of the scheme is established in respect of exports made and there is no significant uncertainty regarding the ultimate collection of the export proceeds.
- ix) Revenue from sale of goods is recognized when the significant risks and rewards of ownership of the goods have been passed to the buyer, usually on delivery of the goods.
- x) Recognition of income from financial service concession assets is explained under concession assets policy below.

(o) Borrowing costs

Borrowing costs directly attributable to the acquisition or construction of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that are incurred in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

(p) Foreign currencies*i) Functional and presentation currency*

Items included in the consolidated financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in Indian Rupee (INR), which is Group's functional and presentation currency.

ii) Transaction and balances

Transactions in foreign currencies are initially recorded in the functional currency using the exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences resulting from the settlement or translation of such transactions are generally recognized in profit or loss, except the following:

- a. Exchange differences are deferred in equity if they are attributable to part of the net investment in a foreign operation. They are recognized initially in other comprehensive income (OCI) and reclassified to statement of profit and loss on disposal of the net investment, as part of gain or loss on disposal.
- b. Exchange differences arising on long-term foreign currency monetary items (recognized upto 31 March 2016), related to acquisition of a depreciable asset are capitalized and depreciated over the remaining useful life of the asset.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognized in OCI or profit or loss are also recognized in OCI or profit or loss, respectively).

iii) Translation of foreign operations / subsidiaries

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

- Assets and liabilities are translated at the closing rate of exchange at the reporting date,
- Income and expenses are translated at quarterly average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transaction), and
- All resulting exchange differences are recognized in OCI.

On disposal of a foreign operation / subsidiaries, the component of OCI relating to that particular foreign operation / subsidiaries are recognized in profit or loss.

Cumulative currency translation differences for all foreign operations / subsidiaries are deemed to be zero at the date of transition, i.e. April 01, 2015. Gain or loss on a subsequent disposal of any foreign operation / subsidiaries excludes translation differences that arose before the date of transition but comprises only translation differences arising after the transition date.

(q) Financial instruments

Financial Instruments (assets and liabilities) are recognized when the Group becomes a party to a contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Initial recognition and measurement

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, other than those designated as fair value through profit or loss (FVTPL), are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognized immediately in statement of profit and loss.

A. Financial assets**(i) Subsequent measurement**

Subsequent measurement depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its financial assets.

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost using the Effective Interest Rate (EIR) method. The EIR amortisation is included in other income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss.

- **Fair value through other comprehensive income (FVTOCI):** The Group has investments which are not held for trading. The Group has elected an irrevocable option to present the subsequent changes in fair values of such investments in other comprehensive income. Amounts recognized in OCI are not subsequently reclassified to the statement of profit and loss.
- **Fair value through profit and loss (FVTPL):** FVTPL is a residual category for financial assets in the nature of debt instruments. Financial assets included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss. This category also includes derivative financial instruments, if any, entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109.

(ii) Impairment of financial assets

The Group applies Ind AS 109 for recognizing impairment losses using Expected Credit Loss (ECL) model. Impairment is recognized for all financial assets subsequent to initial recognition, other than financial assets in FVTPL category. The impairment losses and reversals are recognized in statement of profit and loss.

(iii) De-recognition

The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or the same are transferred.

B. Financial liabilities

(i) Subsequent measurement

There are two measurement categories into which the Group classifies its financial liabilities.

- **Amortised cost:** After initial recognition, interest-bearing borrowings and other payables are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.
- **Financial liabilities at FVTPL:** Financial liabilities are classified as FVTPL when the financial liabilities are held for trading or are designated as FVTPL on initial recognition. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind AS109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments. Gains or losses on liabilities held for trading are recognised in the profit or loss.

(ii) De-recognition

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires.

C. Offsetting financial instruments

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

(r) Fair value measurement

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

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

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

Level 1 – Where fair value is based on quoted prices from active market.

Level 2 – Where fair value is based on significant direct or indirect observable market inputs.

Level 3 – Where fair value is based on one or more significant input that is not based on observable market data.

For assets and liabilities that are recognized in the consolidated financial statements on a recurring basis, the Group determines whether transfers is required between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) (a) on the date of the event or change in circumstances or (b) at the end of each reporting period.

(s) Derivative Financial Instruments

For certain financial instruments, the Group utilises derivative financial instruments to reduce fluctuation in interest rates to hedge its interest rate risk. Derivative financial instruments are initially recognised at their fair value on the date, a derivative contract is entered into and are subsequently re-measured at their fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

The full fair value of a hedging derivative is classified as a non-current asset or liability when the remaining hedged item is more than 12 months, and as a current asset or liability when the remaining maturity of the hedged item is less than 12 months. At the inception of a hedge relationship, the Group

formally designates and documents the hedge relationship to which the Group wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes the group's risk management objective and strategy for undertaking hedge, the hedging/economic relationship, the hedged item or transaction, the nature of the risk being hedged, hedge ratio and how the entity will assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the hedged risk. Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss, except for the effective portion of cash flow hedges, which is recognised in OCI and later reclassified to profit or loss when the hedge item affects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial asset or non-financial liability.

Amounts accumulated in equity are recycled in the statement of profit and loss in the periods when the hedged item affects profit or loss. The gain or loss relating to the ineffective portion is recognised in the statement of profit and loss within 'Finance Cost'.

When a hedging instrument expires or is sold, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in the statement of profit and loss. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that was reported in equity is immediately transferred to the statement of profit and loss.

(t) Concession Assets

Administrative authorization granted by the public bodies to the Group for the construction and later maintenance of highways are accounted as service concession asset. Concession assets are classified as:

Financial assets: Where service concession agreement provides an unconditional right to the Group to receive cash or other financial assets from the granting authority.

Intangible assets: Where service concession agreement does not provide an unconditional right to the Group to receive cash or other financial assets from the granting authority.

The construction service counterpart is a receivable which also includes a financial remuneration. It is calculated based upon the project's expected rate of return in line with its estimate flow, which includes inflation forecasts. Once the construction has finished, the Group re-estimates the fair value of the service rendered if circumstances have changed or uncertainties that existed during construction have disappeared. Once the operational phase begins, the receivables are valued at amortized cost and any differences between actual and expected flows are recognized in the statement of profit and loss. Unless the circumstances affecting concession asset flows significantly change (economical re-balances approved by the granting authority, contract enhancement, etc.) the rate of return is not modified. Economic rebalancing is only considered for calculating the value of a financial asset when the grantor has vested right to receive cash or other financial assets.

Income from concession financial assets is classified by the Group as interest income under operative revenue, since it is part of the Group's general activity, which is exercised on a regular basis and generates income periodically.

(u) Employee benefits

Short-term obligations

Liabilities for salaries and wages, including non-monetary benefits, that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized up to the end of the reporting period and are measured at the amounts expected to be paid on settlement of such liabilities. The liabilities are presented as current employee benefit obligations in the balance sheet.

Other long-term employee benefit obligations

The liabilities for earned and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognized in the statement of profit and loss.

The obligations are presented as current liabilities in the balance sheet since the Group does not have an unconditional right to defer the settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

Post-employment obligations

The Group operates the following post-employment schemes:

- Defined benefit plans in the form of gratuity, and
- Defined contribution plans such as provident fund and pension fund

Gratuity obligations

The Group operates a defined benefit gratuity plan for employees employed in India. The Group has obtained group gratuity scheme policies from Life Insurance Corporation of India and ICICI Prudential Life Insurance Group Limited to cover the gratuity liability of these employees. The difference in the present value of the defined benefit obligation and the fair value of plan assets at the end of the reporting period is recognized as a liability or asset, as the case may be, in the balance sheet. The defined benefit obligation is calculated annually on the basis of actuarial valuation using the projected unit credit method.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in the employee benefit expense in the statement of profit and loss.

Re-measurements gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in OCI.

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

Defined contribution plans

The Group makes contribution to statutory provident fund and pension funds as per local regulations. The Group has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognized as employee benefit expense when they are due. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in the future payments is available.

Employee benefits in overseas locations

In overseas branches and unincorporated joint venture operation, provision for retirement and other employee benefits are recognized as prescribed in the local labour laws of the respective country, for the accumulated period of service at the end of the financial year.

(v) Income taxes

Income tax comprises current income tax and deferred tax. The income tax expense or credit for the year is the tax payable on the current year's taxable income, based on the applicable income tax rate for each jurisdiction where the Group operates, adjusted by changes in deferred tax assets and liabilities attributed to temporary differences and to unused tax losses.

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the tax authorities, using the tax rates and tax laws that are enacted or substantively enacted, at the reporting date in the countries where the Group operates and generate taxable income.

Deferred tax is provided using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred tax is determined using tax rates and tax laws that have been enacted or substantively enacted by the end of reporting period and are expected to apply when the related deferred tax asset is realized or the deferred tax liability is settled.

Deferred tax assets are recognized for all deductible temporary differences and unused tax losses, only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

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

Deferred tax assets and liabilities are offset if a legally enforceable right exists to set-off current tax assets against liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognized in the statement of profit or loss, except to the extent that it relates to items recognized in OCI or directly in equity. In this case, the tax is recognized in OCI or directly in equity, respectively.

(w) Segment reporting

Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating decision maker, in deciding how to allocate resources and assessing performance. Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

(x) Earnings per share

Basic earnings per share is calculated by dividing the profit or loss attributable to equity shareholders by the weighted average number of equity shares outstanding during the financial year, adjusted for the events such as bonus issue, share split or otherwise that have changed the number of equity shares outstanding without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the profit or loss 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.

(y) Share-based payments

Employees of the Group receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions). The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model. The fair value of the options granted is recognized as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the option granted:

- including any market performance conditions (e.g., the Group's share price),
- excluding the impact of any service and non-market performance vesting conditions (e.g., profitability, sales growth targets and remaining and employee of the entity over a specified time period), and
- including the impact of any non-vesting conditions (e.g., the requirement for employees to save or holding shares for a specific period of time).

The total expense is recognized over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognizes the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

(z) Cash and cash equivalents

Cash and cash equivalents, for the purposes of cash flow statement, comprise cash on hand, demand deposits, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(aa) Dividends

The Group recognized a liability for the amount of any dividend declared when the distribution is authorized and the distribution is no longer at the discretion of the Group. As per the corporate laws in India, a distribution is authorized when it is approved by the shareholders.

(bb) Contingent liabilities

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 Group 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 Group;
- 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.

(cc) Provisions

Provisions are recognized when the Group has a present legal or constructive obligation 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.

Where the effect of the time value of money is expected to be material, provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as interest expense.

(dd) Operating cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents and the management considers this to be the project period.

(ee) Measurement of EBITDA

As permitted by the Guidance Note on the Division II of Schedule III to the Companies Act, 2013, the Company has elected to present earnings before interest, tax, depreciation and amortization (EBITDA) as a separate line item on the face of the statement of profit and loss. In its measurement, the Company does not include depreciation and amortization expense, finance costs and tax expense.

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

All other assets are classified as non-current.

A liability is current when:

- 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.

(gg) Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current payables are presented as current liabilities unless payment is no due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at authorized cost using the effective interest method.

3.**a) Significant accounting judgements, estimates and assumptions:**

The preparation of consolidated financial statements requires the management to make judgments, 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 period.

Critical estimates and judgements

In applying the accounting policies, following are the items/ areas that involved a higher degree of judgement or complexity and which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Group and that are believed to be reasonable under the circumstances.

Fair valuation of unlisted securities:

The fair value of financial instruments that are not traded in an active market is determined using internationally accepted valuation principles. The inputs to these valuations are taken from observable markets wherever possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as discount rates, liquidity risk, credit risk, earning growth factors and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

Revenue recognition:

The Group uses the percentage-of-completion method (POCM) in accounting for its long term construction contracts. Use of POCM requires the Group to estimate the total cost to complete a contract. Changes in the factors underlying the estimation of the total contract cost could affect the amount of revenue recognized.

Impairment of financial assets:

The Group basis the impairment provisions for financial assets on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculations, based on the Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

Impairment of non-financial assets:

Non-financial assets are reviewed for impairment, whenever events or changes in circumstances indicate that the carrying amount of such assets may not be recoverable. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). The recoverable amount is sensitive to inputs like discount rate, expected future cash-inflows and growth rate used for extrapolation purposes.

Defined benefit plan (employee benefits):

The cost of defined benefit gratuity plan and other employee benefits and the present value of the defined benefit obligations are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increase and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Taxes:

Deferred tax assets are recognized for unused tax losses and unabsorbed depreciation to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgement is required to determine the amount of deferred tax asset that can be recognized, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

The Company neither has any taxable temporary difference nor any tax planning opportunities available that could support the recognition of unused tax losses and unabsorbed depreciation as deferred tax assets. On this basis, the Company has accounted for deferred tax assets on temporary differences, including unabsorbed depreciation and business losses, for which it is reasonably certain that future taxable income would be generated.

b) Recent accounting pronouncements

On March 30, 2019, the Ministry of Corporate Affairs ("MCA") has notified Ind AS 116 – Lease and certain amendment to existing Ind AS. These amendments shall be applicable to the Company from April 01, 2019.

Issues of Ind AS 116 – Leases

Ind AS 116 will replace existing leasing standard i.e. Ind AS 17 and related interpretations. Ind AS 116 introduces a single lessee accounting model and requires lessee to recognize assets and liabilities for all lease with non-cancellable period of more than twelve months except for low value assets. Ind AS 116 substantially carries forward the lessor accounting requirement in Ind AS 17.

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

- (i) Ind AS 101 – First time adoption of Indian Accounting Standards
- (ii) Ind AS 103 – Business Combinations
- (iii) Ind AS 109 – Financial Instruments

- (iv) Ind AS 111 – Joint Arrangements
- (v) Ind AS 12 – Income Taxes
- (vi) Ind AS 19 – Employee Benefits
- (vii) Ind AS 23 – Borrowing Costs
- (viii) Ind AS 28 – Investment in Associates and Joint Ventures

Application of above standard are not expected to have any significant impact on the Company's financial statements.

4. Property, plant and equipment

	Land	Buildings	Plant and equipment	Furniture and fixtures	Tools	Vehicles	Total
Gross carrying amount							
At April 01, 2017	101.85	100.59	2,218.04	39.32	13.21	73.89	2,546.90
Additions	0.00	6.26	24.20	0.39	1.90	9.99	42.74
Disposals (-)	0.92	12.58	170.98	4.74	0.12	6.48	195.82
Disposal of subsidiaries (-)	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Other adjustments	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Exchange differences	0.00	0.00	0.32	0.00	0.00	0.00	0.32
Foreign currency translation	0.00	0.00	42.57	0.59	0.00	3.61	46.77
At March 31, 2018	100.93	94.27	2,114.15	35.56	14.99	81.01	2,440.91
Additions	-	0.13	8.66	0.09	0.05	-	8.93
Disposals(-)	-	-	484.66	13.67	3.08	40.79	542.20
Disposal of subsidiaries (-)	-	-	65.05	0.17	0.00	3.29	68.51
Other adjustments	-	-	19.07	0.27	-	1.59	20.93
Foreign currency translation	-	-	31.15	0.47	-	3.48	35.10
At March 31, 2019	100.93	94.40	1,592.17	22.08	11.96	38.52	1,860.06
Accumulated depreciation							
At April 01, 2017	0.00	15.38	1,445.63	35.72	7.93	69.47	1,574.13
Charge for the year	0.00	3.66	174.69	1.79	1.03	3.98	185.15
Disposals(-)	0.00	11.02	157.93	3.93	0.12	6.27	179.27
Disposal of subsidiaries (-)	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Foreign currency translation	-	-	31.15	0.47	-	3.48	35.10
At March 31, 2018	0.00	8.02	1,493.54	34.05	8.84	70.66	1,615.11
Charge for the year	0.00	2.83	108.11	1.14	0.63	2.53	115.24
Disposals(-)	0.00	0.00	347.09	13.76	3.08	39.90	403.83
Disposal of subsidiaries (-)	0.00	0.00	49.91	0.06	0.00	2.03	52.00
Other adjustments	-	-	(25.04)	0.25	-	1.45	(23.34)
Foreign currency translation	-	-	(25.04)	0.25	-	1.45	(23.34)
At March 31, 2019	0.00	10.85	1,179.61	21.62	6.39	32.71	1,251.18
Net block							
At March 31, 2018	100.93	86.24	620.61	1.51	6.15	10.36	825.80
At March 31, 2019	100.93	83.55	412.56	0.46	5.57	5.81	608.88

- The Group has elected to adjust exchange differences arising on translation/settlement of long-term foreign currency monetary items, pertaining to acquisition of a depreciable asset, to the cost of such asset. Accordingly, during the current year, foreign exchange loss of INR 5.62 Crore (Previous year: foreign exchange gain of INR 0.45 Crore) has been adjusted in the gross block of plant and equipment.
- Gross block of plant and equipment includes equipment of cost INR 66.47 Crore (Previous year INR 68.34 Crore) taken on finance lease. Accumulated depreciation thereon is INR 66.47 Crore (Previous year INR 68.34 Crore).
- For assets pledged as security, refer notes 12(a) and 12(b) and for capital commitments refer note 28. The holding Company is in liquidation with effect from 27th May 2022 and as per section 52(1)(a), secured creditors have relinquished their security interest to the liquidation estate and agreed to receive proceeds from the sale of assets in the manner specified in section 53 of IBC, 2016. Refer www.punjlloydgroup.com for updated list of stakeholders.

5. Investment properties

	March 31, 2019	March 31, 2018
Gross carrying amount		
Opening gross carrying amount	99.20	98.76
Additions	-	0.44
Closing gross carrying amount	99.20	99.20
Accumulated depreciation		
Opening accumulated depreciation	8.99	7.34
Charge for the year	1.65	1.65
Closing accumulated depreciation	10.64	8.99
Net carrying amount	88.56	90.21

Amounts recognized in profit or loss for investment properties

	March 31, 2019	March 31, 2018
Rental income	7.20	6.62
Direct operating expenses from property that generated rental income	(0.07)	(0.07)
Direct operating expenses from property that did not generated rental income	(0.06)	(0.66)
Profit from investment properties before depreciation	7.07	5.89
Depreciation	(1.65)	(1.65)
Profit from investment properties	5.42	4.24

There is no contractual obligation for repairs, maintenance or enhancements which has not been recognized as liability.

	March 31, 2019	March 31, 2018
Within one year	7.61	6.62
Later than one year but not later than 5 years	2.09	9.70
Later than five years	-	-

Fair Value

	March 31, 2019	March 31, 2018
Investment properties	107.20	102.27

The fair value has been derived based on market observable inputs for identical assets.

6. Intangible assets

	Concession assets	Computer software	Total
Gross carrying amount			
At April 01, 2017	387.88	29.03	416.91
Additions	-	2.94	2.94
Disposals(-)	315.94	0.02	315.96
Disposal of subsidiaries(-)	-	-	-
Other adjustments	-	-	-
Foreign currency translation	-	(0.36)	(0.36)
At March 31, 2018	71.94	31.59	103.53
Additions	-	-	-
Disposals(-)	-	4.19	4.19
Disposal of subsidiaries(-)	-	-	-
Other adjustments	-	-	-
Foreign currency translation	-	0.00	0.00
At March 31, 2019	71.94	27.40	99.34
Accumulated amortization			
At April 01, 2017	35.22	25.15	60.37
Charge for the year	5.56	1.70	7.26
Disposals(-)	23.51	0.02	23.53
Disposal of subsidiaries(-)	-	-	-
Other adjustments	-	-	-
Foreign currency translation	-	(0.32)	(0.32)
At March 31, 2018	17.27	26.51	43.78
Charge for the year	2.88	1.40	4.28
Disposals(-)	-	4.19	4.19
Disposal of subsidiaries(-)	-	-	-
Other adjustments	(0.84)	2.83	1.99

Punj Lloyd Limited

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

(All amounts in INR Crores, unless otherwise stated)

Foreign currency translation	-	0.00	0.00
At March 31, 2019	19.31	26.55	45.86
Net block			
At March 31, 2018	54.67	5.08	59.75
At March 31, 2019	52.63	0.85	53.48

*One of the group company has entered into a long term power purchase agreement with a power purchasing company for sale of electricity being generated from solar plants built in Rajasthan. Sale price of electricity is Rs. 12.73 per unit for long term period from financial year 2011 for a period of 25 years. On routine operation and construction of the asset of the Group has earned revenue of 10.75 (previous year 10.57) and incurred 10.17 (previous year 10.60) as expenses during the financial year ending March 31, 2019. As at March 31, 2019, the Group has accrued provisions for 10.05 (March 31, 2018: 21.01) towards major maintenance for these intangible assets, based on present value of major maintenance to be incurred in future years. However, the company has now been sold off in line with ongoing Liquidation proceedings of the Holding Company.

7. Financial assets

7(a) Investments

	As at	
	March 31, 2019	March 31, 2018
Fair valued through Other Comprehensive Income		
Trade investments		
Investment in subsidiary		
Unquoted equity instruments		
Investments in associates and joint ventures (accounted on equity method)		
Unquoted equity instruments		
Air Works India (Engineering) Private Limited	53.00	53.00
17,516,100 (previous year: 17,516,100) equity shares of Rs. 1 each fully paid up (including goodwill of 9.46).		
Add: Share in opening accumulated losses	(23.58)	(13.66)
Add: Share in profit/(loss) for the year	5.60	(9.92)
	35.02	29.42
Ramprastha Punj Lloyd Developers Private Limited		
5,000 (previous year: 5,000) equity shares of Rs. 10 each fully paid up	0.01	0.01
Add: Share in opening accumulated losses	(0.01)	(0.01)
Add: Share in profit/(loss) for the year	-	-
	-	-
PLE TCI Engenharia Ltda		
245,000 (previous year: 245,000) equity shares of BRL 1.00 each, only BRL 10,000 paid up	0.03	0.03
Add: Share in opening accumulated losses	(0.03)	(0.03)
	-	-
Investment in Associates		
PLN Constructions Ltd		
200,000 (previous year: 200,000) equity shares of Rs 10.00 each fully paid up	3.09	-
Add: Share in opening accumulated profits	-	-
Add: Share in profit/(loss) for the year	0.90	-
	3.99	-
Domus Lloyd Contracting Ltd (Formerly known as Punj Lloyd Construction Contracting Co Ltd)		
51,000 (previous year: 51,000) equity shares of SAR 20.00 fully paid up	69.01	-
Add: Share in opening accumulated profits	-	-
Add: Share in profit/(loss) for the year	(1.39)	-
	67.62	-
Investment in others		
Unquoted equity instruments		
Hazaribagh Ranchi Expressway Limited	-	0.01
13,100 (previous year: 13,100) equity shares of Rs. 10 each fully paid up.		
Non-trade		
Investment in others		
Unquoted equity instruments		
Quoted equity instruments		
Panasonic Energy India Company Limited	0.03	0.04
1,300 (previous year: 1,300) equity shares of Rs 10 each fully paid up		
Triton Corporation Limited	0.00	0.00

Punj Lloyd Limited

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

(All amounts in INR Crores, unless otherwise stated)

6,000 (previous year: 6,000) equity shares of Rs 10 each fully paid up

Max India Limited

2,500 (previous year: 2,500) equity shares of Rs. 2 each fully paid up

Kirloskar Pneumatics Company Limited

1,000 (previous year: 1,000) equity shares of Rs 10 each fully paid up

Hindustan Oil Exploration Company Limited

6,133 (previous year: 6,133) equity shares of Rs 10 each fully paid up

Reliance Naval and Engineering Limited

1,000 (previous year: 1,000) equity share of Rs. 10 each fully paid up

Investments - Ind AS Adjustments

	0.11	0.11
	0.10	0.08
	0.08	0.07
	0.00	0.00
	3.72	-
	110.67	29.73
Carrying amount of quoted investments (Market value: 0.32 (Previous year 0.30))	0.32	0.30
Carrying amount of unquoted investments	110.35	29.43

7(b) Loans

	Non-current As at		Current As at	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Unsecured, considered good				
Security deposits	0.16	5.73	5.81	8.93
Loan to employees	0.02	-	0.56	8.70
	0.18	5.73	6.37	17.63

7(c) Trade receivables

	As at	
	March 31, 2019	March 31, 2018
Unsecured, considered good	486.30	1,847.73
Doubtful	69.75	104.13
Less: Allowance for doubtful debts	(69.75)	(104.13)
Total receivables	486.30	1,847.73
Retention money included in total receivables	205.00	448.12

7 (d) Cash and cash equivalents

	As at	
	March 31, 2019	March 31, 2018
Balances with banks:		
On current accounts #	90.92	258.13
On EEFC account	6.17	69.83
Deposit with original maturity of less than three months	57.29	47.04
Cash on hand	1.34	1.54
	155.72	376.54
# Balance with banks in unpaid dividend accounts	0.07	0.15

7(e) Other bank balances

	Current As at	
	March 31, 2019	March 31, 2018
Deposits with original maturity for more than 12 months	3.46	1.41
Deposits with original maturity for more than 3 months but less than 12 months	1.96	21.18
Margin money deposit	151.32	179.84
	156.74	202.43

7(f) Other financial assets

	Non-current	Current
	As at	As at

	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Unsecured, considered good				
Advances to related parties	-	-	-	79.31
Interest receivable	-	-	6.69	5.50
Investment held for disposal	0.00	-	-	3.87
Option derivative	-	-	13.04	11.87
Concession asset *	332.69	379.22	112.00	112.00
	332.69	379.22	131.73	212.55

*One of the Group company has entered into a service concession agreement with NHAI for construction of road from Khagaria to Purnea from KM 270.00 to KM 410.00 in the state of Bihar executed on BOT (Annuity) basis. The Group is entitled to receive 29 semi-annual annuities of 56.00 each starting from October 2014 to October 2028 from NHAI. On routine operation of this asset, the Group has earned revenue of INR 75.81 Crore (previous year INR 75.84 Crore) and incurred expenses of INR 84.47 Crore (previous year INR 85.19 Crore) during the financial year ended March 31, 2019. While estimating the financial assets of the Group based on cash flow projections, INR 160.33 Crore have been considered towards major maintenance / re-carpeting over a period of 6 years starting from financial year 2020. However, the company has now been sold off in line with ongoing Liquidation proceedings of the Holding Company.

8. Deferred tax (net)

	As at	
	March 31, 2019	March 31, 2018
Deferred tax asset		
Impact of expenditure charged to the consolidated statement of profit and loss in the current year but allowable for tax purposes on payment basis	0.23	20.99
Unabsorbed tax losses	29.75	1,413.80
Others	6.90	31.84
Gross deferred tax assets	36.88	1,466.63
Deferred tax liability		
Property, Plant and equipments, investment property & intangible assets	35.28	39.09
Financial assets carried at fair value through OCI	-	223.30
Others	-	-
Gross deferred tax liability	35.28	262.39
Net Deferred tax asset / (liability)*	1.60	1,204.24

Since the holding Company is in liquidation, it has become very less probable that any future taxable profits will be available for the deferred tax assets to be recovered and the same has been unrecognized during the year.

9. Other assets

	Non-current		Current	
	As at		As at	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
(Unsecured, considered good)				
Capital advances	-	-	85.94	-
Advances other than capital advances	0.07	-	78.99	-
Prepayments to vendors for supply of goods/ services	-	-	-	381.68
Prepaid expenses	4.41	5.30	0.73	2.81
Others				
Minimum alternate tax credit entitlement	1.22	1.68	-	-
Value added tax / sales tax recoverable (net)	113.69	182.38	1.44	0.84
Balances with statutory/ government authorities	-	-	0.55	12.64
	119.39	189.36	167.65	397.97

10. Inventories

	As at	
	March 31, 2019	March 31, 2018
Project materials	74.66	151.98
	74.66	151.98

11. Equity share capital

	As at	
	March 31,	March 31, 2018

Punj Lloyd Limited**Notes to consolidated financial statements for the year ended March 31, 2019***(All amounts in INR Crores, unless otherwise stated)*

	2019	
Authorized share capital		
450,000,000 (previous year: 450,000,000 equity shares of Rs. 2 par value each	90.00	90.00
10,000,000 (previous year: 10,000,000 preference shares of Rs. 10 par value each	10.00	10.00
	100.00	100.00
Issued, subscribed and fully paid-up shares		
Equity shares of Rs. 2 par value	67.12	67.12
	67.12	67.12

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	33,55,95,745	67.12	33,42,25,745	66.85
Exercise of Employee Stock Options	-	-	13,70,000	0.27
Outstanding as at the end of the year	33,55,95,745	67.12	33,55,95,745	67.12

(a) Terms/rights attached to equity shares

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

In the event of liquidation of the Holding Company, the holders of equity shares will be entitled to receive remaining assets of the Holding Company, after distribution of all preferential amounts in accordance with Section 53 of Insolvency and Bankruptcy Code, 2016. The distribution will be in proportion to the number of equity shares held by the shareholders of the Holding Company.

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

Shareholder Name:	LIC of India		Cawdor Enterprises Limited *		Spectra Punj Finance Private Limited *	
	Nos.	% holding	Nos.	% holding	Nos.	% holding
As at March 31, 2018	1,83,52,701	5.47	7,56,91,430	22.55	2,04,85,361	6.10
As at March 31, 2019	1,76,95,664	5.27	-	-	-	-

*Shareholding has been reduced to less than 5% during the year

As per records of the Company, including its register of shareholders/members, the above shareholding represents both legal and beneficial ownerships of shares.

(c) Shares reserved for issue under options

For details of shares reserved for issue under the employee stock option plan (ESOP) of the Company, please refer note 24.

(d) Over the period of five years immediately preceding March 31, 2019, neither any bonus shares were issued nor any shares were allotted for consideration other than cash. Further, no shares were bought back during the said period.

12. Financial liabilities

12 (a) Non-current borrowings

	Non-current portion		Current maturities	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Secured				
Debentures				
10.50% debentures redeemable at par at the end of 5 years from the deemed date of allotment, i.e., October 15, 2010. Secured by first charge on Flat No. 201, Satyam Apartment, Saru Section Road, Jamnagar, Gujarat, India and subservient charge on the moveable tangible and current assets of the Company.	-	-	300.00	300.00
12.00% debentures redeemable at par in ten equal half-yearly installments beginning at the end of 5 years from the date of allotment, i.e., January 02, 2009. Secured by first pari passu charge on the moveable tangible assets of the project division of the Company and further secured by exclusive charge on the Flat No. 202, Satyam Apartment, Saru Section Road, Jamnagar, Gujarat, India.	-	-	135.00	135.00
Term loans				
Indian rupee loan from banks				
Loan carrying rate of interest of 12.75% (previous year: 12.75%), repayable in 17 equal quarterly installments beginning at the end of 12 months from the date of	-	-	168.24	168.24

Punj Lloyd Limited

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

(All amounts in INR Crores, unless otherwise stated)

first disbursement. Secured by way of first charge on the corporate offices of the Company, at Plot No. 78 & 95, and Medicity building situated at Sector 32 and 38 respectively at Gurgaon, Haryana, India. Further secured by way of first pari passu charge on the moveable tangible assets of the project division of the Company (up to 0.5 times of loan outstanding).				
Loan carrying rate of interest of 10.30%; (previous year: 9.70%), repayable in 25 structured unequal semi-annual installments. Secured by way of charge on all moveable and immoveable tangible assets of a subsidiary.	0.00	241.24	28.25	23.39
Loans carrying weighted average rate of interest of 10.58%; (previous year: 10.80%) repayable in 12 quarterly installments beginning at the end of 2 years from the date of first disbursement. Secured by way of first ranking pari-passu charge on entire Current Assets of the company, both present and future, except receivables exclusively charged to lenders of the company. First ranking pari-passu charge on movable and immovable Tangible Assets of the company, both present and future, except those specifically charged to others lenders of company. Collaterally secured by personal guarantee of chairman and managing director. Further secured by pledge of 17,516,100 equity shares of Air Works India (Engineering) Private Limited; first pari passu charge on the land & building at Malanpur (M.P); pledge of 6,795,000 shares of Punj Lloyd Infrastructure Limited and second charge on 73,004,316 shares of Company held by two promoter group companies, pledged to IFCI Limited.	0.00	429.82	1,114.15	723.11
Indian rupee loan from others Loans carrying weighted average rate of interest of 12.26%; (previous year: 12.25%), repayable in 47 to 57 monthly installments beginning at the end of 12 months from the date of first disbursement. Secured by first and exclusive charge by way of hypothecation on certain specific equipments financed through the loan.	0.00	10.69	14.28	6.06
Loan carrying rate of interest of 13.60%; (previous year 13.60%), repayable in 12 quarterly installments. Secured by way of first pari passu charge on existing and future moveable tangible assets of the project division of the Company.	-	2.00	11.16	9.25
Loan carrying rate of interest of 13.00% (previous year 13.00%), repayable in 36 monthly installments starting from October 2016. Secured by way of first ranking pari-passu charge on entire current assets of the Company, except receivables exclusively charged to other lenders of the Company. First ranking pari-passu charge on movable and immovable tangible assets of the Company, both present and future, except those specifically charged to other lenders of Company.	-	13.96	53.96	40.50
Loan carrying rate of interest of 15%; (previous year: 13.25%), repayable in 12 equal quarterly installments after the moratorium period of 2 years from the date of disbursement. Secured by way of first pari passu charge on the moveable tangible assets of the project division of the Company and subservient charge on the corporate offices of the Company, at Plot No. 78 & 95, and Medicity building situated at Sector 32 and 38 respectively at Gurgaon, Haryana, India.	-	-	8.21	66.67
Loan carrying rate of interest of 10.91%; (previous year: 10.91%), repayable in 12 quarterly installments beginning at the end of 2 years from the date of first disbursement. Secured by way of first ranking pari-passu charge on the existing and future current assets, except receivables of foreign projects financed by foreign lenders, of the Company and first ranking pari-passu charge on the existing and future movable and immovable tangible assets of the Company, except those specifically charged to others lenders of Company. Collaterally secured by personal guarantee of chairman and managing director. Further secured by pledge of 17,516,100 equity shares of Air Works India (Engineering) Private Limited; first pari passu charge on the land & building at Malanpur (M.P); pledge of 6,795,000 shares of Punj Lloyd Infrastructure Limited and second charge on 73,004,316 shares of Company held by two promoter group companies, pledged to IFCI Limited.	0.00	10.30	19.85	11.78
Loans carrying rate of interest of 10.30%; (previous year 9.70%), repayable in 25 structured unequal semi-annual installments.	0.00	101.26	4.44	4.10

Secured by first pari passu charge on moveable and immoveable tangible assets of a subsidiary.

Foreign currency loan from banks

Loan carrying rate of interest of LIBOR + 1.25% , repayable in 36 structured semi-annual installments. 0.00 31.98 3.28 3.10

3 months EBOR plus 2.50% (Previous year Nil) foreign currency loan repayable in 14 equal quarterly installments, beginning at the end of 1 quarter from the date of its origination. Secured by way of first pari passu charge on moveable fixed assets of the project division of the Company. First Degree registered charge over the movable assets in India on pari-passu basis. 341.06

Secured by charge on the assets of a subsidiary.

Loan carrying rate of interest of 6M LIBOR + 4.20%, repayable in 25 structured unequal semi-annual installments. - 130.56 138.76 11.48

Secured by charge on all moveable and immoveable assets of the subsidiary.

Loan carrying rate of interest of Libor plus 4.50% (previous year Libor plus 4.50%) is repayable in 10 equal quarterly installments commencing after a moratorium period of 18 months from the date of disbursement. The loan is secured by way of exclusive charge over aircraft gulfstream G500 held by one of the subsidiary. the loan is further secured by pledge of shares of subsidiaries held by the borrower subsidiary company. - - 230.45 250.70

Foreign currency loan from others

Loan carrying rate of interest of 5.77%, (previous year 5.77%) repayable in 17 equal half yearly installments, beginning at the end of 4 years from the date of its origination. - 15.38 97.67 76.67

Secured by first pari passu charge on the moveable tangible assets of the project division of the Company.

Loan carrying rate of interest of 5.39% (previous year 5.39%) repayable in 20 equal half yearly installments beginning at the end of 4 years from the date of its origination. - - 57.62 54.31

Secured by first pari passu charge on the moveable tangible assets of a subsidiary.

Loans carrying rate of interest of 5.11% (Previous year LIBOR + 4.50%), repayable in 2 equal annual installments, starting from April 2015. - - 179.17 168.66

Secured by exclusive charge on the tangible and current assets of a subsidiary.

Unsecured

Other loans

Inter-corporate deposits 0.00 0.38 0.00 0.00

The above amount includes 341.06 987.57 2,564.49 2,053.02

Secured borrowings 341.06 987.19 2,564.49 2,053.02

Unsecured borrowings 0.00 0.38 0.00 0.00

Amount disclosed under the head "Other financial liabilities" (note 12 (c)) (2,564.49) (2,053.02)

Net amount 341.06 987.57 - -

12 (b) Current borrowings

Secured

Working capital loan repayable on demand

Loans carrying rate of interest of 13.50% (previous year: 12.50%). Secured by way of first charge on pari passu basis on current assets (excluding receivables of the projects financed by the other banks) and second charge on pari passu basis on moveable tangible assets of the project division of the Company. 475.93 181.65

Loans carrying rate of interest of 12.50% Secured by way of exclusive charge on the receivables of the specific projects financed by the bank, first pari passu charge on the current assets of the project division (excluding receivables of the projects financed by the other banks), pari passu second charge on the movable tangible assets of the project division of the Company. 28.71 26.93

Loans carrying weighted average rate of interest of 10.86%: (previous year: 11.38%). Secured by way of first ranking pari-passu charge on entire current assets of the company, both present and future, receivables (abroad) of the projects financed by Foreign lenders of the company. First ranking pari-passu charge on movable and immovable Fixed Assets of the company, both present and future, except those specifically charged to others lenders of company. 5,564.85 4,229.46

Loan carrying rate of interest of 3 months LIBOR + 6% (previous year LIBOR + 6%) Secured by way of pari 141.17 125.11

passu charge on the receivables financed.

Loan from bank carrying rate of interest of 3 Months First Gulf Bank (FGB) EBOR + 2.5% pa secured by way of charge on the receivables and assets of the branch	70.55	0.22
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Loan carrying rate of interest of 5.54%; (previous year: 4.00%) Secured by way of pari passu charge on the receivables financed.	55.13	55.87
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Loans from banks carrying weighted average rate of interest of 16.75% . Secured by way of exclusive charge on fixed assets excluding the vehicle financed and first charge charge on the current assets of the subsidiary Company.	14.17	14.68
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Unsecured

Buyer's line of credit from a bank carrying rate of interest Nil (previous year 2.18%)	-	18.93
	6,350.51	4,652.85

The above amount includes

Secured borrowings	6,350.51	4,633.93
Unsecured borrowings	-	18.93
	6,350.51	4,652.85

12(c) Other financial liabilities

	Current As at March 31, 2019	March 31, 2018
Current maturities of long term borrowings (note 12(a))	2,564.49	2,053.02
Interest accrued but not due on borrowings	79.96	157.65
Interest accrued and due on borrowings	1,615.01	551.81
Book overdraft	6.86	14.67
Unpaid dividends #	0.07	0.15
Security deposits	7.72	7.72
	4,274.11	2,785.02

There is no amount currently due and outstanding which is to be credited to Investor Education and Protection Fund.

- Claims submitted in the insolvency process of the Holding Company by the banks and the financial institutions have been reconciled with the books of accounts of the holding company and any penal interest/other charges as claimed by the financial creditors have been charged to the profit and loss account.

- The holding company is in liquidation with effect from 27th May 2022 and as per section 52(1)(a), secured creditors have relinquished their security interest to the liquidation estate and agreed to receive proceeds from the sale of assets in the manner specified in section 53 of IBC, 2016. Refer www.punjilloydgroup.com for updated list of stakeholders.

- Bank Guarantees amounting to Rs. 1124.26 crores which have been encashed after the year end, has been added to the liability with a corresponding impact in profit and loss account.

13. Provisions

	Non-current As at March 31, 2019	March 31, 2018	Current As at March 31, 2019	March 31, 2018
Provision for employee benefits				
Provision for Retirement benefits	0.72	5.03	11.34	17.05
	0.72	5.03	11.34	17.05
Other provisions				
Provision for loss on sale of fixed asset	-	-	107.88	-
Provision for foreseeable losses	-	-	69.42	51.34
Provision for major maintenance	15.42	21.01	10.05	-
	15.42	21.01	187.35	51.34
	16.14	26.04	198.69	68.39

14. Other liabilities

	Current As at	
	March 31, 2019	March 31, 2018
Salary Payable	0.02	-
GST, Service tax and VAT payable	253.81	0.89
Tax deducted at source payable	8.19	23.65
Advance billing	514.04	330.59
Advances from customers	686.97	1,220.88
Unearned income	-	-
Others	134.30	46.73
	1,597.33	1,622.74

15. Revenue from operations

	Year ended	
	March 31, 2019	March 31, 2018
Contract revenue	2,048.30	4,857.29
Sale of traded goods	68.80	134.01
Other operating revenue		
Hire charges	0.90	3.42
Management services	15.63	85.65
	2,133.63	5,080.37

16. Other income

	Year ended	
	March 31, 2019	March 31, 2018
Scrap sales	25.81	17.75
Insurance claims	-	30.98
Unspent liabilities and provisions written back	5.38	121.84
Interest income on		
Bank deposits	8.49	3.77
Financial assets, carried at amortized costs	59.59	61.34
Others	6.07	15.01
Derivative premium on hedged borrowings	3.13	2.00
Net gain on sale of long-term investments	-	9.84
Profit on sale of property, plant and equipments (net)	2.50	9.65
Exchange difference (net)	492.80	204.35
Dividend income on non-trade long term investments	0.00	0.00
Rental income	7.20	9.04
Income on deconsolidation of subsidiaries [refer note 37(a)]	-	-
Bad debts recovered	-	-
Others	39.08	19.83
	650.05	505.40

17. Employee benefit expense

	Year ended	
	March 31, 2019	March 31, 2018
Salaries, wages and bonus	553.17	526.01
Contribution to provident funds	21.48	16.02
Employee share based payment expense	-	-
Retirement benefits	6.50	12.68
Staff welfare expenses	24.40	29.27
	605.55	583.98

18. Other expenses

	Year ended	
	March 31, 2019	March 31, 2018
Contractor charges	2,351.04	1,432.38
Site expenses	90.47	92.90
Diesel and fuel	131.81	100.59
Repair and maintenance		
Buildings	0.03	0.61
Plant and equipments	2.54	8.05

Others	0.53	1.83
Rent	14.04	33.61
Freight and cartage	101.25	80.58
Hire charges	163.62	99.36
Rates and taxes	60.29	76.65
Insurance	15.21	27.79
Travelling and conveyance	27.33	46.01
Loss on disposal of property, plant and equipment (net)	171.24	-
Consultancy and professional	106.83	98.38
Exchange difference (net)	-	-
Provision for major maintenance	3.15	7.36
Provision for foreseeable losses on onerous contract	39.94	15.67
Miscellaneous	62.17	82.58
	3,341.49	2,204.35

19. Depreciation and amortization expense

	Year ended	
	March 31, 2019	March 31, 2018
Depreciation of property, plant and equipment	115.24	185.15
Depreciation of investment properties	1.65	1.65
Amortisation of intangible assets	4.28	7.26
	121.17	194.06

20. Finance costs

	Year ended	
	March 31, 2019	March 31, 2018
Interest	1,394.32	1,026.77
Bank charges	42.15	60.72
	1,436.47	1,087.49

21. Income tax expenses

	2018-19	2017-18
(a) Income Tax expense		
- Current tax	8.12	(2.20)
- Minimum alternate tax credit entitlement / written off (net)	-	-
- Adjustment of tax relating to earlier years	(1.45)	(0.48)
- Deferred tax	1,202.13	(1,199.00)
Total tax expense	1,208.80	(1,201.68)
(b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:		
Loss before tax	(10,136.84)	(1,273.51)
Tax at the Indian tax rate of 30.90% (Previous year - 30.90%)	(3,132.28)	(393.51)
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Provisions for diminution in value of Investments		-
Tax losses of provision for unforeseeable losses & credit losses	74.15	(9.12)
Tax effect of different jurisdiction of operation / subsidiaries	-	(0.08)
Effect of deferred tax assets not recognised	2,533.61	381.16
Deferred tax recognised	1,202.13	(1,199.00)
Tax relating to earlier years	(1.45)	(0.48)
Other items	(37.20)	19.36
Total tax expense	638.96	(1,201.68)
(c) Tax Losses: *		
Unused tax losses for which no deferred tax asset has been recognised	3,125.86	592.25
Potential tax benefit @ tax rate	965.89	183.01

*The group operates in different geographies having different tax regimes. Apart from above tax losses of parent company, there are some other insignificant unused tax losses for which deferred tax is not recognized.

22. Earnings per share (EPS)

	2018-19	2017-18
Net loss after tax attributable to equity share holders of parent	(11,330.93)	(68.76)
Weighted average number of equity shares outstanding during the year (Nos.)	33,55,95,745	33,53,78,211
Basic EPS (Rs.)	(337.64)	(2.05)
Adjustment for calculation of diluted EPS on account of stock options	-	3,62,608
Weighted average number of equity shares for calculating diluted EPS (Nos.) *	33,55,95,745	33,53,78,211
Diluted EPS	(337.64)	(2.05)
Nominal value per equity share (Rs.)	2.00	2.00

* As the Group has incurred loss during the current year, dilutive effect of stock options on weighted average number of equity shares would have an anti-dilutive impact and hence, not considered.

23. Postemployment benefit plans

The Holding Company and few of its Indian subsidiaries provide for gratuity for employees in India as per the Payment of Gratuity Act, 1972. All permanent employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/ termination is the employee's last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Group makes contribution to recognized funds (in form of insurance policies) in India.

(a) The following tables summarize the components of net benefit expense recognized in the statement of profit and loss, the funded status and the amounts recognized in the balance sheet for the plan.

	Present value of obligations	Fair value of plan assets	Net amount
April 01, 2018	13.55	(8.01)	5.54
Current service cost	1.53	-	1.53
Interest expenses/(income)	0.82	(0.61)	0.21
Total amount recognised in profit or loss	2.35	(0.61)	1.74
Remeasurements:			
- Due to changes in financial assumptions	(0.21)	-	(0.21)
- Due to experience adjustments	0.90	(0.04)	0.86
- Due to change in demographic assumptions	-	(0.40)	(0.40)
- Return on assets (excluding interest income)	-	0.22	0.22
Total amount recognised in OCI	0.69	(0.22)	0.47
Benefits payments	(4.00)	4.00	-
Employer contributions	-	(4.26)	(4.26)
March 31, 2019	11.20	(8.66)	2.54

	Present value of obligations	Fair value of plan assets	Net amount
April 01, 2017	15.44	(8.60)	6.84
Current service cost	3.04	-	3.04
Interest expenses/(income)	0.97	(0.64)	0.33
Total amount recognised in profit or loss	4.01	(0.64)	3.37
Remeasurements:			
- Due to changes in financial assumptions	0.41	-	0.41
- Due to experience adjustments	5.11	-	5.11
- Return on assets (excluding interest income)	-	(2.47)	(2.47)
Total amount recognised in OCI	5.52	(2.47)	3.05
Benefits payments	(0.38)	0.30	(0.08)
Employer contributions	-	(1.54)	(1.54)
March 31, 2018	13.55	(8.01)	5.54

The net liability disclosed above entirely relates to the funded gratuity plans. 100% plan assets are allocated in insurance company products portfolio. The Group expects to contribute INR 2.36 crore (Previous year: INR 1.18 crore) to gratuity fund in the next year.

The principal assumptions used in determining gratuity obligations for the Group's plans are shown below:

	March 31, 2019	March 31, 2018
Discount rate	6.80%	6.90%
Expected rate of return on assets	6.80%	6.90%

Salary increase rate	5.50%	5.50%
Employee turnover		
upto age 30 years	15.00%	15.00%
31-44 years	10.00%	10.00%
45 and above	5.00%	5.00%
Retirement age (in years)	60	60
Mortality rates	Indian Assured Lives Mortality (2006-08) Ultimate	

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

Sensitivity analysis *

Assumption	Change in assumption	Impact on defined benefit obligation
Discount rate	Increase by 50 basis points	Decrease by 8.03%
	Decrease by 50 basis points	Increase by 8.03%
Salary increase rate	Increase by 50 basis points	Increase by 6.00%
	Decrease by 50 basis points	Decrease by 5.00%

*Subsidiaries are excluded considering insignificant in nature.

Risk exposure

Through its defined benefit plans, the Group is exposed to a number of risks, the most significant of which is the risk of change in the interest rates due to market volatility. A decrease therein will increase plan liabilities. Apart from the interest rate, the other significant risks associated with defined benefit plans are inflation risk, economic environment and regulatory changes.

The Group manages its investment positions to achieve longterm investments that are in line with the obligations under the employee benefit plans. The designated trust actively monitors how the duration and expected yield of the investments are matching the expected cash outflows arising from the employee benefit obligations. The Group has not changed its processes to manage its risks from previous periods.

Maturity profile of the defined benefit obligations

The weighted average duration of the defined benefit obligation is 7 years. The expected maturity analysis of undiscounted gratuity benefits is as follows:

Period	Amount
Within one year	2.19
Between 1 – 2 years	2.03
Between 2 – 5 years	7.65
Over 5 years	11.48

- (b) The Holding Company and few of its Indian subsidiaries recognize the leave encashment expenses in the Statement of Profit & Loss based on actuarial valuation. The expense recognized in the Statement of Profit & Loss and the Leave encashment liability at the beginning and at the end of the year.

	2018-2019	2017-2018
At the beginning of the period	16.54	16.78
Current service cost	8.66	8.30
Interest expenses/(income)	0.84	1.01
Total amount recognised in profit or loss	9.50	9.32
Remeasurements:		
- Due to changes in financial assumptions	(0.22)	0.49
- Due to experience adjustments	4.47	4.56
- Return on assets (excluding interest income)	-	-
Total amount recognised in OCI	4.25	5.05
Benefits payments	(3.52)	(4.51)
Employer contributions	-	-
At the end of the period	18.27	16.54

24. Employee stock option plans (ESOP)

- (a) The Company provides various share based payment schemes to its employees. During the year ended March 31, 2019, the relevant details of the schemes are as follows:

	ESOP 2005	ESOP 2006
Date of Board of Directors approval	September 05, 2005 and February 12, 2016	June 27, 2006 and February 12, 2016
Date of Remuneration Committee approval	Various dates subsequent to September 05, 2005	Various dates subsequent to June 27, 2006
Date of Shareholder's approval	September 29, 2005 and April 3, 2006	September 22, 2006
Number of options	4,000,000	5,000,000
Method of settlement	Equity	
Vesting period (for fresh grant)	One year from the date of grant	
Exercise period (for fresh grant)	Five years from the date of vesting or one year from the date of separation from service, whichever is earlier	
Vesting condition	Employee should be in service	

The details of activities under ESOP 2005 have been summarized below:

	Number of options		Weighted average exercise price (Rs.)	
	2018-2019	2017-2018	2018-2019	2017-2018
Outstanding at the beginning of the year	620,000	770,000	2.00	2.00
Granted during the year	-	-	-	-
Exercised during the year	-	150,000	-	2.00
Expired during the year	220,000	-	2.00	-
Outstanding at the end of the year	400,000	620,000	2.00	2.00
Exercisable at the end of the year	400,000	620,000	2.00	2.00

The details of activities under ESOP 2006 have been summarized below:

	Number of options		Weighted average exercise price (Rs.)	
	2018-2019	2017-2018	2018-2019	2017-2018
Outstanding at the beginning of the year	-	200,000	-	2.00
Granted during the year	-	-	-	-
Exercised during the year	-	200,000	-	2.00
Expired during the year	-	-	-	-
Outstanding at the end of the year	-	-	-	-
Exercisable at the end of the year	-	-	-	-

The weighted average share price at the date of exercise of the options exercised during the year ended March 31, 2018 was Rs. 22.03. The weighted average remaining contractual life of the stock options outstanding as at March 31, 2018 is 1.37 years.

No options were granted during the year ended March 31, 2019. The fair value at the grant date of options granted during the year ended March 31, 2016 was Rs. 15.72, which was determined using the Black Scholes Model. The Model took into account the following inputs for computing the fair value:

Particulars	
Dividend yield (%)	-
Expected volatility (%) [computed based on past two years historical share price]	41.67
Risk-free interest rate (%)	6.90
Share price (Rs.)	2.40
Exercise price (Rs.)	2.00
Expected life of options granted (in years)	2.00

Total expenses arising from share-based payments transactions recognized in profit & loss as part of employee benefit expense is Nil (previous year Nil).

25. Segment information

Based on the guiding principles given in Ind AS 108 on 'Operating Segments', the Group's business activity falls within a single operating segment viz. Engineering, procurement and construction services. Accordingly, the segment disclosure requirements of Ind AS 108 are not applicable.

26. Interest in other entities

(a) Subsidiaries

The Group's interest and share in subsidiaries are set out below. Unless otherwise stated, the proportion of ownership interests held equals the voting rights held by the Group, directly or indirectly, and the country of incorporation or registration is also their principal place of business.

Name of entity	Country of incorporation	Ownership interest as at	
		March 31, 2019	March 31, 2018
Subsidiaries		%	%

Punj Lloyd Limited
Notes to consolidated financial statements for the year ended March 31, 2019
(All amounts in INR Crores, unless otherwise stated)

Name of entity	Country of incorporation	Ownership interest as at	
		March 31, 2019	March 31, 2018
Spectra Punj Lloyd Limited	India	100.00	100.00
Punj Lloyd Industries Limited	India	99.99	99.99
Atna Investments Limited	India	100.00	100.00
Punj Lloyd International Limited *	British Virgin Islands	100.00	100.00
Punj Lloyd Kazakhstan, LLP *	Kazakhstan	100.00	100.00
Punj Lloyd Pte. Limited \$	Singapore	100.00	100.00
PL Engineering Limited	India	80.32	80.32
Punj Lloyd Infrastructure Limited *	India	100.00	100.00
Punj Lloyd Upstream Limited	India	58.06	58.06
Punj Lloyd Aviation Limited	India	100.00	100.00
Sembawang Infrastructure (India) Private Limited	India	100.00	100.00
Indtech Global Systems Limited	India	99.99	99.99
Yagyi Kalewa Highway Limited (Formerly known as Shitul Overseas Placement and Logistics Limited) %	India	100.00	100.00
Punj Lloyd Infrastructure Pte. Limited \$\$	Singapore	100.00	100.00
Punj Lloyd Building and Infrastructure Private Limited !	Sri Lanka	-	-
Step Down Subsidiaries			
Punj Lloyd Oil & Gas (Malaysia) Sdn. Bhd. \$\$	Malaysia	100.00	100.00
Punj Lloyd Sdn. Bhd.*	Malaysia	100.00	100.00
Punj Lloyd Aviation Pte. Limited \$\$	Singapore	100.00	100.00
Christos Aviation Limited *	Bermuda	100.00	100.00
Indraprastha Renewables Private Limited	India	100.00	100.00
PLR Systems Private Limited (Formerly known as Punj Lloyd Raksha Systems Private Limited) *	India	51.00	51.00
Punj Lloyd Engineering Pte. Limited *	Singapore	-	80.32
PL Delta Technologies Limited	India	80.32	80.32
AeroEuro Engineering India Private Limited	India	80.32	80.32
Punj Lloyd Solar Power Limited *	India	100.00	100.00
Khagaria Purnea Highway Project Limited *	India	100.00	100.00
Indraprastha Metropolitan Development Limited *	India	100.00	100.00

(b) Joint operations

The Group's interest in joint operations is set out below.

Name of entity	Nature of operations	Place of business	Ownership interest as at	
			March 31, 2018	March 31, 2017
Joint operations of the Company			%	%
Joint Venture of Whessoe Oil and Gas Limited and Punj Lloyd Limited	Revival of Ratnagiri Gas and Power Private Limited LNG Terminal project	India	50.00	50.00
Punj Lloyd Group Joint Venture	Design and construction services of platform compression facilities	Thailand	75.00	75.00
Public Works Company Tripoli -Punj Lloyd Joint Venture	Laying of sewerage and water pipeline and city road development	Libya	60.00	60.00

Joint venture partners have direct rights to the assets of the operations and are jointly and severally liable for liabilities incurred by the operations. The Group recognizes its direct right to the jointly held assets, liabilities, revenue and expenses.

(c) Interest in associates and joint ventures

The Group's interest and share in associates and joint ventures are set out below. Unless otherwise stated, the proportion of ownership interests held equals the voting rights held by the Group, directly or indirectly, and the country of incorporation or registration is also their principal place of business.

Name of entity	Nature of operations	Place of business	Ownership interest as at	
			March 31, 2018	March 31, 2018
Joint ventures of the Company			%	%
Thiruvananthpuram Road Development Company Limited ****	Thiruvananthpuram city road improvement	India	50.00%	50.00%
Ramprastha Punj Lloyd Developers Private Limited *****	Real estate developers	India	50.00%	50.00%
Joint ventures through subsidiaries:				
PLE TCI Engenharia Ltda *****	Engineering and design consultancy services	Brazil	39.36%	39.36%
PLE TCI Engineering Limited	Engineering and Designing	India	39.36%	39.36%
Associates				

Punj Lloyd Limited

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

(All amounts in INR Crores, unless otherwise stated)

Domus Lloyd Contracting Limited (formerly Punj Lloyd Construction Contracting Company Limited)#	Engineering, procurement and construction	Saudi Arabia	23.90%	100.00%
PLN Construction Limited # &	Engineering, procurement and construction	India	40.00	100.00
Associates through subsidiaries:				
Air Works India (Engineering) Private Limited **	Aviation – Maintenance, Repair and Overhaul	India	23.24%	23.24%

* Entities filed for strike-off/liquidation or struck-off/liquidated/sold.

During the year, the Company's share in these subsidiaries has been reduced to less than 50%

& Subsequent to the March 31, 2019, shareholding in PLN Construction has further reduced to 20.41% on account of right issue on June 29, 2020.

% Subsequent to the March 31, 2019, Yagi Kalewa Highway Limited has incorporated an entity in Myanmar wherein it is holding 51% shares, balance 49% is held by Varaha India Limited. The Myanmar entity is undertaking the contract which has been awarded to the JV of Punj Lloyd and Varaha. The control of the Myanmar entity is with Varaha.

! No capital infused by the Company till date.

** Subsequent to the March 31, 2019, pledge on the shareholding has been created in favour of the consortium lenders.

**** While the Company is undergoing liquidation the other joint venture partner, is also undergoing a resolution framework as directed by Hon'ble NCLT due to the financial default. The financial statements of the JV are available till March 31, 2017.

***** The financial statements are available till March 31, 2018.

***** The financial statements are available till March 31, 2010.

\$\$ Presently there are no Directors in the Company.

\$ The Singapore High Court ordered for the appointment of Judicial Manager for Punj Lloyd Pte Limited (PLPL) as per the Singapore Companies Act, w.e.f June 27, 2016 and subsequently ordered the liquidation on August 07, 2017. The Group has lost control over the entire PLPL Group, comprising the following entities, pursuant to appointment of Judicial Manager and thereafter liquidator :

Name of entity	Country of incorporation	Ownership interest as at	
		March 31, 2019	March 31, 2018
Subsidiaries			
PT Punj Lloyd Indonesia	Indonesia	100.00	100.00
PT Sempec Indonesia	Indonesia	100.00	100.00
Punj Lloyd Engineers and Constructors Pte. Limited	Singapore	100.00	100.00
Buffalo Hills Limited	British Virgin Islands	100.00	100.00
Indtech Trading FZE	United Arab Emirates	100.00	100.00
Punj Lloyd Thailand (Co.) Limited	Thailand	100.00	100.00
Sembawang Development Pte. Limited	Singapore	97.38	97.38
Sembawang Engineers and Constructors Pte. Limited	Singapore	97.38	97.38
Contech Trading Pte. Limited	Singapore	97.38	97.38
Sembawang Mining (Kekal) Pte. Limited	Singapore	97.38	97.38
Sembawang (Tianjin) Constructions Engineering Co. Limited	China	68.17	68.17
Sembawang UAE Pte. Limited	Singapore	97.38	97.38
Sembawang Consult Pte. Limited	Singapore	97.38	97.38
Sembawang (Malaysia) Sdn. Bhd	Malaysia	-	97.38
Jurubina Sembawang (M) Sdn. Bhd	Malaysia	-	97.38
Tueri Aquila FZE	United Arab Emirates	97.38	97.38
Sembawang Equity Capital Pte. Limited	Singapore	97.38	97.38
Sembawang (Tianjin) Investment Management Co. Limited	China	97.38	97.38
PT Sembawang Indonesia	Indonesia	97.38	97.38
Reliance Contractors Private Limited	Singapore	97.38	97.38
Sembawang E&C Malaysia Sdn. Bhd.	Malaysia	-	97.38
Joint Operations			
Kumagai-Sembawang-Mitsui Joint Venture	Singapore	43.82	43.82
Kumagai-SembCorpJoint Venture	Singapore	48.69	48.69
Kumagai-SembCorpJoint Venture (DTSS)	Singapore	48.69	48.69
SembCorp-Daewoo Joint Venture	Singapore	58.43	58.43
Joint Ventures			
PT KekalAdidaya	Indonesia	48.69	48.69
Punj Lloyd Dynamic LLC	atar	48.00	48.00

27. Related Parties

(a) Details of related parties

(i) Parties over which the Group has control

Interest in subsidiaries, including associates and joint ventures, are set out in note 26.

(ii) Key management personnel

Punj Lloyd Limited

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

(All amounts in INR Crores, unless otherwise stated)

Atul Punj *	Chairman and Ex Managing Director and Group Chief Executive Officer
Atul Kumar Jain	Director (upto May 29, 2018)
Shiv Punj	Director (upto August 27, 2018)

* He has resigned from the position of Chairman and Managing Director / Director of the Holding Company w.e.f. October 20, 2021. His resignation as Chairman and Managing Director / Director has not been accepted by the Resolution Professional of the Holding Company as Punj Lloyd was undergoing the corporate insolvency resolution process in terms of the Insolvency and Bankruptcy Code, 2016 and any such change in management of the Holding Company will require the prior approval of the Committee of Creditors before the Resolution Professional accepts the same.

Non-executive director

JyotiPunj (upto August 27, 2018)

Non-executive and independent directors

PhirozVandrevala (upto March 08, 2019)

UdayWalia (upto March 08, 2019)

Shravan Sampath (upto March 08, 2019)

RajatKhare (upto August 11, 2018)

(iii) Enterprises over which Key Managerial Personnel or their relatives exercise significant influence and with whom transactions have taken place during the year:

Pt. Kanahya Lal Dayawanti Punj Charitable Society	-	Chairmanship of late father of Chairman & Managing Director and Group Chief Executive Officer (upto Oct 04, 2019)
Pt. Kanahya Lal Dayawanti Punj Charitable Society	-	Chairmanship of Chairman & Managing Director and Group Chief Executive Officer (w.e.f. Dec 11, 2019)
PTA Engineering and Manpower Services Private Limited	-	Shareholding of Chairman & Managing Director and Group Chief Executive Officer
Petro IT Limited	-	Shareholding of Brother of Chairman & Managing Director and Group Chief Executive Officer

(iv) Other related parties – Post employment benefit plan of the Group

Punj Lloyd Group Employees' Provident Fund Trust
Punj Lloyd Employees' Group Gratuity Trust
Punj Lloyd Group Employees' Superannuation Trust

(b) Transaction with related parties

	March 31, 2019	March 31, 2018
With associates		
Travelling and conveyance	-	0.49
Consultancy and professional	-	-
Repair & Maintenance	0.30	
Interest Expenses	3.39	
With enterprises where KMPs or their relatives have influence		
Rent expense	1.03	1.57
With KMP		
Employee benefit expenses	-	-
Consultancy and professional	9.73	6.34
With other related parties - post employment benefit plans		
Contribution towards post employment benefit plans	-	-

(c) Outstanding balances

	March 31, 2019	March 31, 2018
Associate		
Trade receivable	1.53	2.73
Trade Payable	(66.70)	0.00
Joint venture		
Other advances (advances to related parties)	0.00	79.31
Enterprises where KMPs or their relative have influence		
Trade payable	(5.41)	(6.79)
KMP remuneration payable		-

(d) Terms and conditions of transactions with related parties

All related party transactions are in ordinary course of business and on arm's length basis. All outstanding balances are unsecured and repayable in cash.

28. Commitments

(a) Capital commitments

Capital expenditure contracted for as at the end of the reporting period but not recognized as liabilities (net of advances) is as follows:

	March 31, 2019	March 31, 2018
Property, plant and equipment	-	0.88
Intangible assets	-	-

(b) Non-cancellable operating leases

The Group leases various offices and guest houses under non-cancellable operating leases expiring, generally, within eleven months to three years. There are no contingent rents in the lease agreements. Upon renewal, the terms of the leases are renegotiated. There is no escalation clause in the lease agreements. There are no significant restrictions imposed by lease arrangements. The amount of total future minimum lease payments under non-cancellable operating leases as at March 31, 2019 is Nil (Previous year: Nil). Rental expenses relating to operating lease for the year ended March 31, 2019 is INR 14.04 Crore (Previous year: INR 33.61 Crore).

(c) Finance lease obligations

The Group has finance leases and hire purchase contracts for certain project equipment, vehicles and building, the cost of which is included in the gross block of plant and equipment, vehicles and investment property respectively under tangible assets and investment properties. The lease term is for one to ninety nine years. There is no escalation clause in the lease agreements. There are no significant restrictions imposed by lease arrangements.

	2018-19	2017-18
Gross block at the end of financial year	165.67	167.54
Written down value at the end of financial year	88.56	90.20
Details of payments made during the year:		
- Principal	-	-
- Interest	-	-

29. Contingent liabilities

		As at	
		March 31, 2019	March 31, 2018
a)	Liquidated damages deducted by customers not accepted by the Company and pending final settlement. #	-	82.30
b)	Corporate guarantees give on behalf of subsidiaries, joint ventures and associates	107.55	121.96
c)	Corporate guarantees given on behalf of subsidiaries, joint ventures and associates under liquidation	618.46	498.43
d)	Live bank guarantees given to various clients	493.34	-
e)	Demand by custom authorities against import of aircraft	17.89	17.89
f)	Value added tax demands: *	-	-
	on disallowance of deduction on labour and services of the works contracts pending with sales tax authorities and High Court	3.33	6.38
	for non submission of statutory forms	-	0.11
	for purchases against statutory forms not accepted by department	-	10.95
	against the central sales tax demand on sales in transit/ sale in the course of import	-	0.79
g)	Demand by income tax authorities in one of overseas subsidiary	6.15	6.15
h)	Differential amount of customs duty in respect of machinery imported under EPCG Scheme	-	5.56

excludes possible liquidated damages which can be levied by customers for delay in execution of projects. The management, based on consultation with various experts, believes that there exist strong reasons why no liquidated damages shall be levied by these customers. Although there can be no assurances, the Group believes, based on information currently available, that the ultimate resolution of these proceedings is not likely to have an adverse effect on the results of operations, financial position or liquidity of the Group.

*In respect of tax matters the same has been adjusted in books of accounts.

30. The disclosures as per provisions of Indian Accounting Standard 115- 'Revenue from Contract with Customers' are as under:

		2018-19	2017-18
a)	Contract revenue recognized as revenue in the period	2,048.30	4,857.29
b)	Unbilled Revenue	349.54	4,788.83
c)	Advance received on contract under progress	686.97	1,220.88
d)	Retention amounts on contract under progress	205.00	448.12

e)	Gross amount due from customers for contract work as an asset	486.30	1,847.73
f)	Gross amount due to customers for contract work as a liability	514.04	330.59

31. The Group has a process whereby periodically all long term contracts (including derivative contracts) are assessed for material foreseeable losses. At the year end, the Group has reviewed and ensured that adequate provision as required under the law/ Indian Accounting Standards for the material foreseeable losses on such long term contracts (including derivative contracts, if any) has been made in the books of accounts.

32. Financial instruments

(a) Financial instruments by category

Particulars	March 31, 2019		March 31, 2018	
	FVTOCI	Amortized cost	FVTOCI	Amortized cost
Financial assets				
Non-current investments	110.66	-	29.73	-
Trade receivables	-	486.30	-	1,847.73
Loans	-	6.55	-	23.36
Cash and cash equivalents	-	155.72	-	376.54
Other bank balances	-	156.74	-	202.43
Other financial assets	-	464.42	-	591.77
	110.66	1,269.73	29.73	3,041.83
Financial liabilities				
Borrowings	-	6,691.56	-	5,640.42
Trade payables	-	3,657.79	-	2,744.86
Other financial liabilities	-	4,274.12	-	2,785.02
	-	14,623.47	-	11,170.30

(b) Fair value hierarchy

Financial instruments are classified into three levels in order to provide an indication about the reliability of the inputs used in determining the fair values.

The categories used are as follows:

Level 1: Where fair value is based on quoted prices from active market.

Level 2: Where fair value is based on significant direct or indirect observable market inputs.

Level 3: Where fair value is based on one or more significant input that is not based on observable market data.

	Level 1	Level 2	Level 3	Total
As at March 31, 2019				
Non-current investments				
Quoted	0.32	-	-	0.32
Unquoted	-	-	110.34	110.35
Total	0.32	-	110.34	110.66
As at March 31, 2018				
Non-current investments				
Quoted	0.30	-	-	0.30
Unquoted	-	-	29.43	29.43
Total	0.30	-	29.43	29.73

There are no transfers between any levels during the year.

(c) Fair value of financial instruments measured at amortized cost

The carrying amounts of the financial instruments measured at amortized cost, disclosed in note (a) above, approximates to their fair values. Accordingly, the fair values of such instruments have not been disclosed separately.

(d) Valuation techniques and processes used to determine fair value

Fair value of quoted investments is based on the quotation as at the reporting date. For unquoted investments, fair value is determined based on their audited financial statements accounted as equity method.

(e) Valuation inputs and relationships to fair value

Significant unobservable inputs used in Level 3 fair value measurement.

Non-current investments - Unquoted

As at	Fair value	Significant unobservable inputs*
March 31, 2019	110.34	Fair value accounted on equity method based on financial statements of the investees.
March 31, 2018	29.43	

* There were no significant interrelationships between unobservable inputs that materially affect fair values.

Reconciliation of financial instruments categorized under Level 3

	2018-19	2017-18
Opening	29.43	39.35
Addition due to new investment	0.00	0.00
Addition during the year due to change of subsidiaries into associates	72.10	0.00
Addition of share in opening accumulated profits of associates	0.00	0.00
Disposed off during the year	0.04	-
Share of losses of associates/joint ventures for the year	5.09	(9.92)
Investments - Ind AS Adjustments	3.72	-
Exchange differences	(0.03)	-
Closing	110.34	29.43

33. Financial risk management objective and policies

The Group's principal financial instruments are as follows:

Financial assets: Investments, Cash and bank balance, Loans, Trade and other receivables,

Financial liabilities: Borrowings, Trade and other payables.

The main purpose of these financial instruments is to regulate, finance and support the Group's operations.

The Group is exposed to various financial risks such as credit, liquidity and market risk. An experienced and qualified team ensures that all financial risks are identified, measured and managed in accordance with the Group's policies and risk objectives.

The policy needs to be read in conjunction with note 2 (iv) of the financial statement particularly with respect to the fact that the holding company is currently under liquidation as a going concern.

A. Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade and other receivables) and from its financing activities, including deposits with banks and other financial instruments.

A.1. Trade receivables

The Group executes various projects for public sector/ government undertaking and others at various locations, including overseas. Trade receivables are contractual amounts due from these customers for works certified. Trade receivables are noninterest bearing and are generally on 30 to 45days credit, depending upon contractual terms. The management evaluates the outstanding receivables on a periodic basis and provides for the impairment loss based on the established ECL policy, as described below.

The Group follows a 'simplified approach' (i.e. based on lifetime ECL) for recognition of impairment loss allowance on its trade receivables. For the purpose of measuring lifetime ECL allowance for trade receivables, the Group estimates irrecoverable amounts based on the ageing of the receivable balances, clubbed with, historical experience with the customer and/or the industry in which the customer operates and assessment of litigation, if applicable. Receivables are written off when they are no more deemed collectible.

Though the Group executes projects with repeat customers but there is no significant customer level concentration of the credit risk as at any of the reported periods. Further, there is no concentrated risk based on the location where the Group operates.

A.2. Other financial assets

Cash and bank balances are managed by the Group's treasury department. Concentration risk is constantly monitored to mitigate financial loss.

The Group's maximum exposure to credit risk for the components of the financial assets as at March 31, 2019 and March 31, 2018 is to the extent of their respective carrying amounts as disclosed in note 7.

B. Liquidity risk

This should be read together with Note 2 (iv) of the financial statements particularly with respect to the fact that the Holding Company is currently under liquidation as a going concern. Of the total term debts of INR 2,564.49 , 100% is payable in less than one year at March 31, 2019 based on the carrying value of such borrowings reflected in the financial statements.

Other financial liabilities, like trade and other payables, matures predominantly within one year.

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 three types of risk: interest rate risk, foreign currency risk and other price risk, such as equity price risk.

The sensitivity analysis as shown below relates to the position as at March 31, 2019 and March 31, 2018. The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2019 and March 31, 2018.

C.1. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's main interest rate risk arises from borrowings with variable rates, which exposes the Group to cash flow interest rate risk. As at March 31, 2019 and March 31, 2018, the Group's borrowings at variable rate were mainly denominated in INR and USD.

The Group's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

C.1.1. Interest rate sensitivity

With all other variables held constant, increase of 50 basis points (bps) will result in a loss of 38.76 before tax (previous year: 33.10) and a decrease of 50 bps will result in a gain of 38.76 before tax (previous year: 33.10).

C.2. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's un-hedged foreign currency exposure of its Indian operations and Group's net investment in its foreign operations/subsidiaries (net of eliminations).

C.2.1. Foreign currency risk exposure

The Group's significant exposure to foreign currency risk at the end of the reported periods, expressed in INR, are as follows:

	USD	SGD	AED	OMR	QAR	LYD	THB	SAR
As at March 31, 2019								
Financial Assets	11.01	-	-	-	-	-	-	-
Financial Liabilities	(836.69)	(2.75)	(4.44)	-	-	-	-	-
Net investment in foreign operations / subsidiaries		759.31	124.40	412.16	-	-	-	3.76
Net exposure	(825.68)	756.56	119.96	412.16	-	-	-	3.76
As at March 31, 2018								
Financial Assets	454.04	-	-	-	-	-	-	-
Financial Liabilities	(640.99)	(6.42)	(1.05)	-	-	-	-	-
Net investment in foreign operations / subsidiaries	(2.71)	210.25	95.35	165.25	30.01	179.78	660.08	31.64
Net exposure	(189.66)	203.83	94.30	165.25	30.01	179.78	660.08	31.64

C.2.2. Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in foreign currency rates, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities. The Group's exposure to foreign currency changes for all other currencies is not material.

Currency	Change in currency exchange rate	Profit/(loss) effect before tax	
		March 31, 2019	March 31, 2018
USD	+5%	(41.28)	(9.48)
SGD	+5%	37.83	10.19
AED	+5%	6.00	4.72
OMR	+5%	20.61	8.26
QAR	+5%	-	1.50
LYD	+5%	-	8.99
THB	+5%	-	33.00
SAR	+5%	0.19	1.58

A decrease of 5% in the above currency's exchange rates would result in an equivalent reciprocal effect.

C.3. Other price risk

Group's exposure to equity securities price risk arises from quoted investments held and classified in the balance sheet as fair value through OCI. Price risk exposure for Group is insignificant, since Group's investment in such securities is immaterial.

34. Capital management

Risk management:

For the purpose of the capital management, capital includes the issued equity capital, securities premium and all other equity reserves attributable to the equity holders. The Group's objective when managing capital is to safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders.

The Group monitors capital on the basis of a gearing ratio, which is, net debt (total borrowings net of cash and cash equivalents) divided by total equity (as shown in the balance sheet) plus net debt. The Group's strategy is to maintain a gearing ratio within 100%. The gearing ratios were as follows:

	As at	
	March 31, 2019	March 31, 2018
Borrowings	10,951.03	8,402.90
Less: Cash and cash equivalents	155.72	376.54
Net Debts	10,795.31	8,026.36
Equity	(13,461.98)	(2,030.99)
Equity and net debts	(2,666.68)	5,995.37
Gearing ratio (%)	(404.82)	133.88

Loan covenants & gearing ratio

Under the terms of some borrowing facilities, the Group is required to comply with the certain financial covenants. The Group aims to ensure that it meets financial covenants attached to the interest bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants could permit the bank to immediately call loans and borrowings. There have been some breaches in the financial covenants and gearing ratio during the reporting periods, ICICI bank has initiated CIRP of the holding company effective March 08, 2019.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2019 and March 31, 2018.

35. Additional information pursuant to Schedule III of the 2013 Act:

Name of Entities	Net assets i.e. total assets minus total liabilities as at March 31, 2019		Share in profit / (loss) for the year ended March 31, 2019		Share in other comprehensive income for the year ended March 31, 2019		Share in total comprehensive income for the year ended March 31, 2019	
	Amount	As a % of consolidated net assets	Amount	As a % of consolidated profit and loss	Amount	As a % of other comprehensive income	Amount	As a % of total comprehensive income
Parent Company								
Punj Lloyd Limited	(12,702.69)	81.82%	(12,488.63)	84.43%	(376.24)	97.05%	(12,864.87)	84.75%
Subsidiaries: Indian								
Spectra Punj Lloyd Limited	(73.19)	0.47%	(76.17)	0.51%	-	-	(76.17)	0.50%
Punj Lloyd Industries Limited	5.53	-0.04%	(0.06)	0.00%	(21.51)	5.55%	(21.57)	0.14%
Atna Investments Limited	0.72	0.00%	0.02	0.00%	0.03	-0.01%	0.05	0.00%
PL Engineering Limited	(3.91)	0.03%	(5.39)	0.04%	(3.28)	0.85%	(8.67)	0.06%

Punj Lloyd Limited
Notes to consolidated financial statements for the year ended March 31, 2019
(All amounts in INR Crores, unless otherwise stated)

Punj Lloyd Infrastructure Limited*	(33.34)	0.21%	(2.46)	0.02%	-	0.00%	(2.46)	0.02%
Punj Lloyd Upstream Limited	(190.01)	1.22%	(44.78)	0.30%	0.46	-0.12%	(44.32)	0.29%
Punj Lloyd Aviation Limited	(59.02)	0.38%	7.04	-0.05%	(0.06)	0.00	6.98	-0.05%
Sembawang Infrastructure (India) Private Limited	(19.87)	0.13%	(1.74)	0.01%	-	-	(1.74)	0.01%
Indtech Global Systems Limited	1.06	-0.01%	-	0.00%	-	-	-	0.00%
Yagi Kalwa Highway Limited (Formerly known as Shitul Overseas Placement and Logistics Limited)%	0.00	0.00%	(0.16)	0.00%	-	-	(0.16)	0.00%
Indraprastha Renewables Private Limited	(47.36)	0.31%	(17.17)	0.12%	-	-	(17.17)	0.11%
Punj Lloyd Raksha Systems Private Limited	12.30	-0.08%	1.21	-0.01%	-	-	1.21	-0.01%
PL Delta Technologies Limited	(0.08)	0.00	-	-	-	-	-	-
Punj Lloyd Solar Power Limited *	15.42	-0.10%	0.58	0.00%	-	-	0.58	0.00%
Khagaria Purnea Highway Project Limited *	42.28	-0.27%	(5.53)	0.04%	-	-	(5.53)	0.04%
Indraprastha Metropolitan Development Limited *	(0.39)	0.00%	(0.01)	0.00%	-	-	(0.01)	0.00%
PL Surya Urja Limited *	-	0.00%	-	0.00%	-	-	-	0.00%
PL Sunshine Limited *	-	0.00%	-	0.00%	-	-	-	0.00%
PL Surya Vidyut Limited *	-	0.00%	-	0.00%	-	-	-	0.00%
AeroEuro Engineering India Private Limited	(2.33)	0.00	(0.40)	0.00%	-	-	-	0.00%
Subsidiaries: Foreign								
Punj Lloyd International Limited*	(2.24)	0.01%	-	0.00%	-	-	-	0.00%
Punj Lloyd Kazakhstan, LLP*	(80.45)	0.52%	8.98	-0.06%	10.15	(0.03)	19.13	-0.13%
Punj Lloyd Building & Infrastructure Private Limited #	-	-	-	-	-	-	-	-
Punj Lloyd Infrastructure Pte Limited \$\$	(1,714.93)	11.05%	(1,337.86)	9.04%	-	-	(1,337.86)	8.81%
Punj Lloyd Oil & Gas (Malaysia) Sdn. Bhd. \$\$	(412.76)	2.66%	(457.39)	3.09%	-	-	(457.39)	3.01%
Punj Lloyd Sdn. Bhd. *	(411.71)	2.65%	(320.54)	2.17%	-	-	(320.54)	2.11%
Punj Lloyd Aviation Pte Limited \$\$	35.06	-0.23%	(72.53)	0.49%	-	-	(72.53)	0.48%
Christos Aviation Limited *	(0.45)	0.00%	-	0.00%	-	-	-	-
Punj Lloyd Engineering Pte Limited *	(7.80)	0.05%	(5.90)	0.04%	(0.06)	0.01%	(5.96)	0.04%
Punj Lloyd Pte Limited \$	-	-	-	-	-	-	-	-
Associate (Investment as per equity method)								
Indian								
Air Works India (Engineering) Private Limited **	35.02	-0.23%	5.60	-0.04%	-	-	5.60	-0.04%
PLN Construction Limited #&	31.59	-0.20%	11.20	-0.08%	-	-	11.20	-0.07%
Foreign								
Punj Domus Construction Limited (formerly known as Punj Lloyd Construction Contracting Company Limited) #	58.32	-0.38%	10.46	-0.07%	2.82	(0.01)	13.28	-0.09%

Punj Lloyd Limited

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

(All amounts in INR Crores, unless otherwise stated)

Joint ventures (Investment as per equity method)								
Indian								
Thiruvananthapuram Road Development Company Limited ****	-	-	-	-	-	-	-	-
Ramprastha Punj Lloyd Developers Private Limited *****	-	-	-	-	-	-	-	-
PLE TCI Engineering Limited	-	-	-	-	-	-	-	-
Foreign								
PLE TCI Engenharia Ltda *****	-	-	-	-	-	-	-	-

* Entities filed for strike-off/liquidation or struck-off/liquidated/sold.

During the year, the Company's share in these subsidiaries has been reduced to less than 50%

& Subsequent to the March 31, 2019, shareholding in PLN Construction has further reduced to 20.41% on account of right issue on June 29, 2020.

% Subsequent to the March 31, 2019, Yagi Kalewa Highway Limited has incorporated an entity in Myanmar wherein it is holding 51% shares, balance 49% is held by Varaha India Limited. The Myanmar entity is undertaking the contract which has been awarded to the JV of Punj Lloyd and Varaha. The control of the Myanmar entity is with Varaha.

! No capital infused by the Company till date.

** Subsequent to the March 31, 2019, pledge on the shareholding has been created in favour of the consortium lenders.

**** While the Company is undergoing liquidation the other joint venture partner, is also undergoing a resolution framework as directed by Hon'ble NCLT due to the financial default. The financial statements of the JV are available till March 31, 2017.

***** The financial statements are available till March 31, 2018.

***** The financial statements are available till March 31, 2010.

\$\$ Presently there are no Directors in the Company.

\$ The Singapore High Court ordered for the appointment of Judicial Manager for Punj Lloyd Pte Limited (PLPL) as per the Singapore Companies Act,

w.e.f June 27, 2016 and subsequently ordered the liquidation on August 07, 2017. The Group has lost control over the entire PLPL Group. Refer note 36 below and for entities comprising PLPL group refer note 26.

Others

36. During the earlier years, the Singapore High Court ('the Court') heard upon the applications filed by Judicial Manager (JM) of Punj Lloyd Pte. Limited and Sembawang Engineers and Constructors Pte. Limited, subsidiaries of the Group. Accordingly the Court ordered for the liquidation of Punj Lloyd Pte. Limited and Sembawang Engineers and Constructors Pte. Limited vide its order dated August 07, 2017. Pursuant to appointment of Judicial Managers by the Court w.e.f June 27, 2016, the Holding Company had lost control over these subsidiaries and consequently necessary adjustments were made in the financial year ended March 31, 2017.

Income recognized on deconsolidation of PLPL and its subsidiaries:

Particulars	2018-19	2017-18
Networth of PLPL attributable to the Group on date of deconsolidation	-	(973.85)
Less: Fair value of PLP considered for deconsolidation	-	-
Net income recognized at Group level under other income	-	973.85

37. The Holding Company is in the process of liquidation as a going concern in terms of the Order dated 27th May, 2022 passed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi (NCLT). All directors of the subsidiary companies have resigned and subsequently the Liquidator of the Holding company has appointed additional directors on the board of the subsidiary companies to ensure compliance and day-to-day operations of the company. Considering all the directors of the subsidiary companies have resigned together and filed their DIR-11 on MCA Portal, the subsidiary is unable to file Form DIR-12 regarding appointment of directors on MCA Portal. Further, due to non-appointment of directors on the MCA Portal the subsidiary companies are unable to file Form AOC-4 (Balance Sheet) and Form MGT-7 (Annual Return) on the MCA Portal and accordingly additional

fee is being levied on the same on daily basis. The holding company - Punj Lloyd Limited has submitted application for addition of name of Director in MCA database through backend in the 14 (fourteen) subsidiary companies.

38. Claims received during liquidation of the Holding Company

The financial statements have been prepared on a going concern basis. Pursuant to the provision of Regulation 16 of the Liquidation regulations, claims have been submitted to the Liquidator of the Holding Company by Financial Creditors, Operational Creditors, Workmen & Employees and Others (including Government dues and other creditors). The status of claims as of July 02, 2024 is as follows:

S. No.	Category of Creditor	Amount Claimed (INR Crore)	Amount of Claims Admitted (INR Crore)
1	Financial Creditors (Secured)	15,583.07	14,408.65
2	Financial Creditors (Unsecured)	906.51	856.61
3	Operational Creditors (other than Workmen, Employees and Government Dues)	10,582.71	1,888.77
4	Operational Creditors (Workmen and Employees)	6.13	3.75
5	Operational Creditors (Government Dues)	1,872.21	1,813.67

- 39.** On February 19, 2019, the Holding Company was subjected to a survey operation u/s 133A of the Income Tax Act, 1961. During the survey, statements from the Holding Company's officials were recorded. Subsequent to the survey, Income tax department seeking certain details / information of the Holding Company issued summons to the officials of the Company.
- 40.** During the period of CIRP, the Holding Company has received regulatory enquiries/notes/summons from various Government Authorities like Serious Fraud Investigation Office (SFIO), Enforcement Directorate (ED), Income Tax Department, Goods and Service Tax (GST), Employee Provident Fund Organisation (EPFO) and lenders have initiated investigation procedures and same has been continuing during the liquidation period as well. Various legal cases by and against the Holding Company are also continuing at various courts of law. Pending outcome of the ongoing investigation/enquiries/litigations no impact of the same has been considered in these financial statement as of now.
- 41.** Capitalization of expenditure
During the current and previous year ended on March 31, 2019 and March 31, 2018, the Holding Company has not capitalized any expenditure of revenue nature to the cost of tangible asset/ intangible assets under development.
- 42.** In the opinion of management, the current assets and other non-current assets after necessary provisions / write offs have a value on realization in the ordinary course of business, at least equal to the amount at which they are stated; except reported otherwise.
- 43.** As part of the Liquidation Process, secured/unsecured lenders and operational creditors (including workmen, employees, vendors, suppliers, government dues and other creditors) were called upon to submit their claims to the Liquidator of the Holding Company in terms of the applicable provisions of the Insolvency and Bankruptcy Code 2016 (IBC) read with the Liquidator Regulations. Pending final outcome of the Liquidation of the Holding Company, no adjustment has been made in these financial statements for the differential amounts, if any.
- 44.** The Resolution Professional during the CIRP of the Holding Company had appointed a transaction auditor to examine and identify avoidable transactions under Section 43, 45, 50 and 66 of the Code. Based on the findings of transaction audit report the RP of the Holding Company has reported the avoidable transactions by filing an application with the Adjudicating Authority pursuant to the relevant provisions of the Code on July 19, 2020. The application is pending with the Hon'ble NCLT for adjudication.
- 45.** IDBI bank has classified the Holding Company account as fraud. Also, the Holding Company has been declared a willful defaulter by Central Bank of India.
- 46.** Due to reduction of operations, pending outcome of the Liquidation Process of the Holding Company and significant uncertainty about future economic outlook of the construction industry, it is not feasible to determine the amount of impairment in its entirety, if any, which would have been required to be done in the net book value of the construction equipments and other assets classified as tangible assets and intangible assets in "Property, Plant & Equipment" in note 4, 5 and note 6 of these financial statements. However, Fair Valuation determination of the Holding Company was made as on 8th March 2019, being CIRP commencement date in accordance with IBC, 2016 and necessary adjustments have been made in these financial statement.
- 47.** Amounts in the consolidated financial statements are presented in INR crores, unless otherwise stated. Certain amounts that are required to be disclosed and do not appear due to rounding off are expressed as 0.00. One crore equals 10 millions.
- 48.** Previous year figures have been regrouped/reclassified, where necessary, to conform to this year's classification.

Punj Lloyd Limited

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

(All amounts in INR Crores, unless otherwise stated)

For **Kashyap Sikdar & Co.**

Chartered Accountants

Firm registration number: 016253N

UDIN No. : 25089003BMN2TN7225

Sd/-

Arunava Sikdar

Partner

Membership No.: 089003

For and on behalf of Punj Lloyd Limited

Sd/-

Adhish Swaroop

Company Secretary

Sd/-

Ashwini Mehra

Liquidator

Place: Delhi

Date: 16/09/2025

Reg. No: IBBI/IPA-001/IP-P00388/2017-18/10706

ANNEXURE II
Punj Lloyd Limited

III. Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along with Annual Audited Financial Results

INR Crores			
Sno	Particulars	Audited Figures (as reported before adjusting for qualifications)	Audited Figures (as reported after adjusting for qualifications)
1	Turnover/ Total Income	2,783.68	Not Determinable
2	Total Expenditure	12,925.61	
3	Net Profit/(Loss)	(11,345.64)	
4	Earning per Share (after exceptional items)	(337.64)	
5	Total Assets	3,054.95	
6	Total Liabilities	16,526.18	
7	Net Worth	(13,471.23)	
8	Any other Financial Item(s) (as felt appropriate by the management)	Nil	

IV. Audit Qualifications

a. Details of audit Qualifications

Qualified Opinion
In respect of the Holding Company
1. The net realizable value (NRV) of inventories as on 31st March 2019 has not been determined by the company. Consequently, inventories have been valued at cost, rather than at the lower of cost or NRV, which is contrary to the requirements of Ind AS 2 – Inventories and accounting policy of the company. The financial impact of this non-compliance remains unquantifiable due to the absence of NRV data.
2. Balances as per books of accounts relating to statutory liabilities such as VAT payable, GST Payable, TDS payable, EPF, ESI and National Pension Scheme (NPS) have not been reconciled with the corresponding figures in the statutory returns. The financial impact, if any, arising from these unreconciled items has not been determined and provided in the financial statements.
3. The company has not reconciled the claims received from operational creditors with the balances recorded in its books of accounts as on CIRP commencement date. In absence of the reconciliations, the financial impact, if any, remains unascertained. Refer Note No. 14 of the financial statements.
4. The employee benefit expenses recorded in the financial statements are not in reconciliation with the payroll and HR records maintained by the company. The impact of the same, if any, could not be determined due to non-reconciliation of said expenses.
5. Due to the significant time lag between the period under audit and the conduct of the audit, the Project-related expenses, including those for material consumption, contractor charges, and site operations could not be physically verified at respective sites.

6. Bank guarantees amounting to Rs.1928.55 crores, including Rs. 1124.26 crores after the balance sheet date, have been encashed by the customers due to non-compliance of the terms of the contract executed by the company with them, with corresponding impact in profit and loss account. Loss is overstated to the extent of Rs. 1124.26 crores. Refer Note No. 37 of the Financial Statements.

7. We could not obtain the direct balance confirmation from banks and receivables of the company as on the balance sheet date.

In respect of Branches of the Holding Company

8. The Commercial Registration (CR) of the company of its branches at Saudi Arabia, Qatar and Libya, have been expired and not been renewed, resulting restrictions like physical visit of the branch office have imposed and branch auditor have relied on the statements and explanations provided by the management of the company.

9. In respect of Saudi Arabia and Qatar branch, bank statements for the period under audit as well as subsequent period have not been provided.

10. In respect of Abu Dhabi branch, due to non-renewal of the license after June 11, 2022, and inability of a legal attorney to provide certification, management is unable to confirm whether any legal dues exist towards UAE regulatory authorities. Hence, we are unable to ascertain whether the financial statements as of March, 31, 2019, includes all necessary provisions and disclosures for liabilities towards UAE authorities.

11. In respect of Abu Dhabi branch, we are unable to verify the transaction during the year and balances of accounts payable, retention payable and provision of AED 45,448,105/- (Rs. 85,58,78,713/-) out of the total payable of AED 84,054,550/- (Rs.158,29,15,286/-). In absence of any supporting documents and external confirmations from suppliers and vendors, we were unable to comment whether any adjustments would be necessary to the below balances:

Particulars	Amount (In AED)	Amount (in Rs.)
Accounts Payables	30,414,529	57,27,66,410
Retention Payable	8,361,352	15,74,60,981
Provision for expense	6,672,224	12,56,51,322
Total	45,448,105	85,58,78,713

12. In respect of Abu Dhabi branch, we were unable to verify margins, other facilities, financial and contingent liabilities, if any, that needs to be included in the accompanying financial statements due to unavailability of three bank balance confirmations out of five banks.

13. A forgery had been committed against the company, compromising the Company Commercial Registration (CR) of its Oman Branch, resulted in imposing of certain restrictions, including physical visit to the branch office. Consequently, verification procedures were limited, and reliance was placed on information, documentation, and explanations provided by Company.

14. The financial statements of the Oman branch reflect an occurrence of theft from its warehouse. A First Information Report (FIR) has been filed with the local police authorities. The said matter is pending for adjudication before the local court in Oman.

a. **Type of Audit Qualification:** Qualified Opinion

b. **Frequency of qualification:** All the qualifications have appeared for the first time.

c. **For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:**

Particulars

3. **In respect of qualification 6 above,** As per Ind AS 10, Paragraph 8 - Adjusting events after the reporting period are those that provide evidence of conditions that existed at the end of the reporting period and require adjustments to the financial statements. Further in accordance with the Prudence Principle, any uncertainties and risks inherent in business transactions should be accounted for by ensuring that assets and income are not overstated, and liabilities and expenses are not understated.

Since the bank guarantees pertain to various projects which were already delayed as of the balance sheet date, as per the terms of the contracts, the encashment of these guarantees reflects conditions that existed as of the reporting date. Therefore, this qualifies as an adjusting event under Ind AS 10. In line with the principle of prudence, the financial impact was recognized in the profit and loss account to ensure that liabilities are not understated, and the financial statements reflect a true and fair view, in compliance with the above standards. Total impact of such accounting amounts to INR 1,124.26 crores.

- 4. In respect of qualification 11 above,** In accordance with the Insolvency and Bankruptcy Code (IBC), a public advertisement was issued inviting claims from all creditors, including suppliers and vendors in India and overseas jurisdictions where Company had operations. Claims received were verified as per the framework of IBC. It is also important to note that any settlement with creditors will be carried out as per the provisions of IBC and as per the terms of final outcome of the liquidation process. Hence, the actual settlement amount could not be ascertained and effects of the same on financial statements cannot be determined.

d. For Audit Qualification(s) where the impact is not quantified by the auditor:

iv. Management's estimation on impact of audit qualification: indeterminable

v. If management is unable to estimate the impact, reasons for the same:

Particulars
13. In respect of qualification 1 above, As explained in Note 2 (iv) to the financial statements, and para 31 of IND AS 2, estimates of net realisable value also take into consideration the purpose for which the inventory is held. It is to be noted that the Inventory is not held for sale and rather used for project completion which is to recover/generate revenue from respective projects. Since these are long term projects and inventory as of 31 March 2019 not being very material, it is not practical to ascertain impact of valuation of Inventory due to losses if any, in those projects.
14. In respect of qualification 2 above, All statutory dues were calculated basis the data available upto the filling date. However, due to significant time lapse and subsequent event changes between filling of statutory returns and signing of the financial statements, reconciliation of statutory filings and accounting record of certain balances is no longer feasible. Accordingly, discrepancies and effects of the same on financial statements cannot be determined.
15. In respect of qualification 3 above, Claims were admitted by the RP/Liquidator pursuant to the public announcement after verification of documents submitted by the claimants with those available in the Company's records. However, differences may exist due to factors such as interest claimed for delayed payments, penalties for non-performance, or other contractual interpretations. These differences are inherent to the claims process and do not necessarily reflect inaccuracies in the Company's accounting records. It is also important to note that any settlement with operational creditors will be carried out as per the provisions of IBC and as per the terms of final outcome of the liquidation process. Hence, the actual settlement amount could not be ascertained and effects of the same on financial statements cannot be determined at this stage.
16. In respect of qualification 4 above, Prior to initiation of CIRP, there was a significant cash crunch in the company and the operations of the company were badly affected. To ensure continuity of projects with minimum disruption on respective projects, in certain cases, employee-related payments were made directly by the clients majority of them were PSUs. And due to significant time lapses and dispute with certain clients, complete details of these payments are not available in the Company's internal records, leading to differences between HR data and financial reporting. Effects of the same on financial statements cannot be determined.
17. In respect of qualification 5 above, Given the substantial time lapse, further progress at project sites and completion of some of the project sites since then, it was not practically feasible to carry out physical verification of mentioned expenses as on March 2019. It is pertinent to mention that during the reporting period as well as subsequent to the end of reporting period, majority of the expenses have corresponding project inflows which have been duly verified by clients as well as independent/authority engineers.

18. In respect of qualification 7 above, Due to the significant time lapse between the reporting date (31st March 2019) and the conduct of the audit, obtaining direct confirmations was not practically feasible. RP/Liquidator had sent balance confirmation emails to all the banks at the time of commencement of CIRP. Wherever direct confirmations were not received, the available bank statements were shared with the auditors to verify the balances.
19. In respect of qualification 8 above, Management clarifies that there were no ongoing projects in these locations and the branch offices were vacated and operations closed. Since there was a significant cash crunch and lack of manpower, renewal of CRs was not pursued. The individual asset sizes of the branches as a percentage of the total balance sheet value were approximately: 1. Saudi Arabia: 0.00% 2. Qatar: 0.00% It is also to be noted that the assets amounting to INR 305.17 Crore in Libya have been provided for during the period under audit.
20. In respect of qualification 9 above, Management clarifies that these branches were non-operational during the period, with no ongoing projects. Bank balance in Saudi Arabia was Nil in both FY 2018 and FY 2019. Further, RP/Liquidator had sent balance confirmation emails to all bank during the commencement of CIRP and accordingly, the available statements have been shared. Certain statements which were not provided by Banks could not be provided to the auditor. The bank balances in the respective branches as a percentage of the total balance sheet value were approximately: 1. Saudi Arabia: 0.00% 2. Qatar: 0.49% It is also to be noted that the Bank Balance amounting to INR 14.23 Crore in Libya have been provided for during the period under audit.
21. In respect of qualification 10 above, In accordance with the provisions of the Insolvency and Bankruptcy Code (IBC), a public advertisement was issued inviting claims from all creditors, including statutory and regulatory authorities in India and overseas jurisdictions where Company had operations. Claims received were verified as per the framework of the IBC. It is also important to note that any settlement with creditors will be carried out as per the provisions of IBC and as per the terms of final outcome of the liquidation process. Hence, the actual settlement amount could not be ascertained and effects of the same on financial statements cannot be determined.
22. In respect of qualification 12 above, In accordance with the Insolvency and Bankruptcy Code (IBC), a public advertisement was issued inviting claims from all creditors, including banks, other facilities and financial liabilities. Balance confirmations were actively sought from claimants and for banks, the Liquidator formally requested confirmations. As of the reporting date, two out of five banks responded, and responses from the remaining three banks are still awaited. The financial statements reflect the balances based on the available records. In the absence of further confirmations, no additional adjustments were considered necessary.

23. **In respect of qualification 13 above,** The Liquidator, along with his team and the company's representatives, visited Oman to assess the forgery of the Company's Commercial Registration (CR). Meetings were held with officials from the Indian Embassy, Chamber of Commerce, and Ministry of Commerce at Oman. Following their advice, the Liquidator reported the forgery and fraudulent sale of the company's assets to the following authorities in Oman:

- Ministry of Justice and Legal Affairs
- State Financial and Administrative Audit Institution
- Ministry of Commerce, Industry & Investment Promotion

- Legal Department of the Chamber of Commerce

A public notice was also issued in local newspapers, declaring Punj Lloyd Limited as the sole owner of the assets and warning that any unauthorized dealings would be at the buyer's risk and subject to legal consequences. Legal counsel was also appointed by the Liquidator, who filed an appeal against the adverse judgment of the Public Prosecution of Sohar, Oman. The matter remains sub-judice.

Additionally, A First Information Report (FIR) has been filed with the local police authorities for loss of assets and documents. The said matter is pending outcome with Royal Oman Police.

24. **In respect of qualification 14 above,** A First Information Report (FIR) has been filed with the local police authorities for loss of assets and documents. The said matter is pending outcome with Royal Oman Police.

vi. **Auditors' Comments on above:** Nil

For **Kashyap Sikdar & Co.**
Chartered Accountants
Firm registration number: 016253N
UDIN No. : 25089003BMN2TN7225

For and on behalf of Punj Lloyd Limited

Sd/-
Arunava Sikdar
Partner

Sd/-
Ashwini Mehra
Liquidator
Reg. No: IBBI/IPA-001/IP-P00388/2017-18/10706

Place: Delhi
Date: 16/09//2025