DELHI
INDIRA GANDHI
INTERNATIONAL
AIRPORT

GMR

ASQ
AIRPORTS COUNCIL INTERNATIONAL
2014
WINNER

WORLD'S NUMBER ONE AIRPORT

25-40 Million Passengers Per Annum Category
AIRPORT SERVICE QUALITY SURVEY-2014

GMR Infrastructure Limited

19th Annual Report 2014-15

Building an Institution
Building the Nation...

CAUTION REGARDING FORWARD-LOOKING STATEMENTS

This document contains statements about expected future events, financial and operating results of GMR Infrastructure Limited, which are forward-looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is significant risk that the assumptions, predictions and other forward-looking statements will not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as a number of factors could cause assumptions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer which is qualified in its entirety by the assumptions, and risk factors that are referred in the management's discussion and analysis of the GMR Infrastructure Limited Annual Report 2014-15.

INSIDE THE REPORT

GENERAL INFORMATION

Board Of Directors

G.M. Rao
Executive Chairman

Grandhi Kiran Kumar
Managing Director

Srinivas Bommidala
Group Director

G.B.S. Raju
Group Director

B.V.N. Rao
Group Director

K.V.V. Rao
Director

O. Bangaru Raju
Director

C.R. Muralidharan
Independent Director

Dr. Prakash G. Apte
Independent Director

N.C. Sarabeswaran
Independent Director

R.S.S.L.N. Bhaskarudu
Independent Director

S. Sandilya
Independent Director

S. Rajagopal
Independent Director

V. Santhanaraman
Independent Director

Vissa Siva Kameswari
Independent Director

Company Secretary & Compliance Officer

C. P. Sounderarajan (upto August 12, 2015)
A. S. Cherukupalli (w.e.f. August 13, 2015)

Audit Committee

N.C. Sarabeswaran - Chairman
R.S.S.L.N. Bhaskarudu - Member
S. Rajagopal - Member

Stakeholders Relationship Committee

R.S.S.L.N. Bhaskarudu - Chairman
B.V.N. Rao - Member
G.B.S. Raju - Member
K.V.V. Rao - Member

Nomination and Remuneration Committee

R.S.S.L.N. Bhaskarudu - Chairman
B.V.N. Rao - Member
Dr. Prakash G. Apte - Member
N.C. Sarabeswaran - Member

Corporate Social Responsibility Committee

R.S.S.L.N. Bhaskarudu - Chairman
B.V.N. Rao - Member
O. Bangaru Raju - Member

Statutory Auditors

M/s. S.R. Batliboi & Associates LLP,
Chartered Accountants

Bankers

Axis Bank Limited
Central Bank of India
ICICI Bank Limited
IDBI Bank Limited
United Bank of India
YES Bank Limited

Registered Office:

Skip House, 25/1, Museum Road, Bengaluru - 560 025
Tel No.: +91 80 40534000, Fax: +91 80 22279353
www.gmrgroup.in

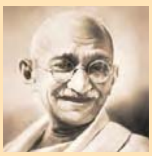
Registrar and Share Transfer Agent:

Karvy Computershare Private Limited
Karvy Selenium Tower B, Plot 31-32, Gachibowli,
Financial District, Nanakramguda, Hyderabad - 500 032

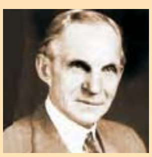
OUR VISION

"GMR Group will be an institution in perpetuity that will build entrepreneurial organizations, making a difference to society through creation of value."

Our commitment to building an institution for perpetuity is grounded on the following values and beliefs



Humility
We value intellectual modesty and detest false pride and arrogance



Entrepreneurship
We seek opportunities - they are everywhere

Teamwork and relationships
Going beyond the individual, encouraging boundaryless behaviour

Deliver the promise
We value a deep sense of responsibility and self discipline, to meet and surpass commitments made

Learning
Nurturing active curiosity - to question, share and improve

Social responsibility
Anticipating and meeting relevant and emerging needs of society

Respect for individual
We will treat others with dignity, sensitivity and honour

CHAIRMAN'S MESSAGE

"Change Management is a process not an event. Adaptability is about the powerful difference between adapting to cope and adapting to win.

Driven by Excellence, Passion and Entrepreneurship in its DNA, the Group aims to continue seeking opportunities in the core areas of infrastructure development and continue building assets of strategic importance to our Nation."

G. M. Rao
Chairman, GMR Group

Dear Fellow Shareowners,

I am extremely happy as always to connect with you to reflect on the performance of your company in the year that went by and share with you our aspiration for the future.

Last year I had indicated that VUCA (Volatile, Uncertain, Complex and Ambiguous) is the new norm. In line with this, the latter part of the year has brought the necessity to move the Corporate Office to Delhi, and that has given rise to some apprehensions and temporary uncertainties to the employees. But Institutional priorities have to take precedence over personal preferences and we must soldier on. We do so in the knowledge that the Group will only go from strength to strength.

Global Financial markets in mid-year are riding an emotional rollercoaster, hit by Chinese stock market swings, devaluation of Yuan, the quickly moving Greek drama and untangling of Iran conundrum. The 'Taper tantrum", is past us.

On Greek crisis, the mantra is "Do deeds, no creeds"

Global growth in the first 6 months is at 2.2 % due to output contraction in the United States, with attendant spillovers to Canada and Mexico. A strong downsizing of capital expenditure in the oil sector contributed to weakening U.S. activity. The second half is expected to be better. Global growth is projected at 3.3% in 2015, marginally lower than in 2014, with a gradual pickup in advanced economies and a slowdown in emerging market and developing economies. Nevertheless, the underlying drivers for a gradual acceleration in economic activity in advanced economies viz. easy financial conditions, more neutral fiscal policy in the euro area, lower fuel prices, and improving confidence and labor market conditions remain.

The USD has strengthened by over 20% over the past three years over most of the currencies. Longer term sovereign bond yields have risen by about 30 basis points in the United States and by about 80 basis points on average in the euro area. In emerging market economies, the continued growth slowdown reflects several factors, including lower commodity prices and tighter external financial conditions, structural bottlenecks, rebalancing in China with 15% reduction in imports, and economic distress related to geopolitical factors.

World trade has slowed significantly since the 2008 financial crisis posting only 1.5% growth over the past 12 months compared to a long-term annual average of 7% prior to the crisis. With the majority of emerging market countries highly reliant on trade, this slowdown has put pressure on emerging markets earnings, corporate profit margins, household income and retail sales, denting growth. Currency weakness is also putting upward pressure on inflation in some emerging market countries.

Interestingly the low-income countries are seeing the highest growth numbers of 5 - 6%, depending on the countries, with some outperformers. The countries in East of Asia are still dominated by China at 6.8% which is certainly a bit lower than what it has delivered lately, but it's a measured slowdown. Japan's Abenomics, as it's called, is turning out to be positive, and is beginning to deliver. The Latin America countries from the Caribbean all the way down to the South Cone, are taking a hit as a result of the commodity prices decline and probably some expectations that the change in U.S. monetary policy will also induce an element of volatility in those markets.

The present Indian Government has completed its first year in office and the Govt has nearly delivered by giving India's gross domestic product (GDP) numbers a bit of a boost, from 4.5% in the 2013 fiscal year, to 6.9% for the 2014 fiscal. The changed way of computing the GDP by changing the base year and adding some more components has also helped. The global fall in crude oil prices have been a big help to the economy. Wholesale price inflation which represents the price of goods traded in bulk has substantially eased and is hovering around zero % or in the negative territory. However this is mainly because prices of manufactured products dropped, which isn't exactly a good sign for industry. Growth in consumer price inflation, or retail inflation an indicator of consumption expenses is about 6%.

India's benchmark index, the Sensex, touched 30,000 points level, on March 4, 2015, when RBI governor Mr. Raghuram Rajan cut the repo rate and since has made some correction. However, certain tax issues for foreign institutional investors need to be looked into and in the absence of any major on-ground reforms, investors' patience may also be wearing thin. But the Indian rupee is still under pressure due to impending interest rate hike by US Federal Reserve.

In my last year speech, I had indicated that the govt. budget has laid emphasis on providing financing support for infrastructure sector, giving impetus to urban development and transportation sector and assurance of fuel to power plants which are struck up. And I am glad to say that the govt. has lived up to its promise on this front. It has introduced the 5/25 scheme, given impetus to JLF to reduce the stressed assets, opened up innovative bond market schemes, done coal mine auctions, gas bidding for the struck gas based power plants and a host of other measures.

Your company is pioneer in Infrastructure development & Operations and with proven record of success; it is well placed to leverage the growing home economy. I am glad to inform you that your company has taken advantage of this and has successfully won -

- The railway EPC project for Rail Vikas Nigam Limited (RVNL) for 417 km (in 2 packages) in the Mughalsarai - New Bhaupur Section (including) of Eastern Dedicated Freight Corridor (DFCC);
- The railway EPC project for RVNL for the 77 Km (in 3 packages) in Secundarabad and Hyderabad Divisions of South Central Railway, Andhra Pradesh;
- Won 2 coal blocks, Talabira in Sambalpur district of Orissa with 8 MT extractable reserves and Ganeshpur in Latehar district of Jharkhand with extractable reserves of 91.8 MT during recently conducted coal auction. This gives for energy business a captive fuel supplies, especially to Chhattisgarh;
- Opening of the Schulich Business School in collaboration with York University, Canada as part of value creation to GHIAL and Aero city in Hyderabad;
- Apart from the projects won, your company has also successfully completed the QIP for ₹ 1,476.77 crore which will continue to help in maintaining the financial health of the company.

This year the Government has proposed many other Market reforms like

- Proposes to introduce a public contract resolution of disputes bill
- To establish an autonomous bank board bureau to improve management of public sector banks
- To bring a new bankruptcy code
- Amend the RBI act and provide for a monetary policy committee.

In the infrastructure space, the Govt has

- Earmarked ₹ 70,000 crore to Infrastructure sector.
- Tax-free bonds for projects in rail, road and irrigation
- PPP model for infrastructure development to be revitalized and govt. to bear majority of the risk reallocation
- Govt. proposes to set up 5 ultra-mega power projects, each of 4,000 MW.
- Roads sector is expected to see an investment of ₹ 14,031 crore to sanction 1 Lakh Kilometers, with an ambitious target of 30 KM construction of Roads & Highway per day.
- Smart Cities, Make in India, Swachh Bharat, Digital India, Jan Dhan Yojana, Skill India etc. have become the happening words in the country.

Dear Shareowners, your company has **grown in stature** and is invited by various government and industry forums. In the interest of healthy growth of infrastructure in our country, policy advocacy is our responsibility and opportunity as well. The top leadership of your company keeps on proactively participating in industry associations and forums to further cause of the Infrastructure industry.

Year 2014 - 15 has been a great year with quite a few awards for the Airports, Energy, Highways and Foundation's activities; its vocational skilling prowess recognized more widely; and its educational institutions having done exceedingly well.

We have done a lot over the years in creating world class assets, but the best is yet to come in the form of fruits of this investments. Our infrastructure has been part of the India Growth story and has been delighting many people.

Before concluding, I always make it a point to talk about GMR Varalakshmi Foundation, the CSR arm of your company. This is very close to my heart as it embodies the postulate of inclusive growth. The motto is simple - align business growth with socio-economic progress in a sustainable manner. It is your company's continuous endeavor to increase efforts and reach out to a larger underprivileged section of the society. Hence, I am highly pleased to share that we are making consistent progress towards that. Currently, the Foundation is working in over 200 villages / urban communities across 23 locations spread across different states.

Your company believes in responsible growth and hence will continue to work hard for the betterment of society and to make sure that people of our country have better future and a better world to live in. India's challenges require a quality of growth that creates, captures and retains larger value in India. Your company has registered 7 CDM Projects with United Nations Framework Convention on Climate Change (UNFCCC). Energy Sector has published its first ever Sustainability Report as per GRI-G4 guidelines.

Your company is privileged to be able to pursue a path less travelled to create multiple drivers of growth supported by creating some of the World class national assets and an abiding vision to put country before corporation. It is our collective aspiration that your company should be one such World class infrastructure developer & operator of the Nation.

I would like to extend my appreciation to the entire GMR team for their determination and efforts to make this possible. I truly believe that it is not a chance occurrence but a sustainable performance. We should obviously not rest on our laurels or allow a sense of complacency to set in. The general economic conditions set to ease further, your company is poised to achieve even better in all business areas in the coming year. I draw the strength from Team GMR and from their dedication & commitment.

With these thoughts and feelings, I would like to take this opportunity to wholeheartedly thank the Central and State Governments, shareholders, investors, bankers, financial institutions, regulators, suppliers and customers for their consistent and constant support.

I also wish to express my appreciation to my colleagues on the Board, Group Performance Advisory Council for their thought leadership, dedication and commitment. With such eminent advisors, experienced and committed team leading your Company, and interested stake holders, I am very confident that the future outlook of your company is very bright. I am indeed grateful to you all for your cooperation and the trust you have reposed in us.

Thank You

G M Rao
Group Chairman, GMR Group

HIGHLIGHTS OF 2014–15

Consolidated Financial Performance

(₹ in Crore)

Year End	Revenue from operations	Revenue from operations (net)*	EBITDA**	PAT#	Cash Profits##	Cash & Cash Equivalent^
FY 2015	11,088	9,023	2,555	(2,959)	(1,118)	7,390
FY 2014	10,653	8,710	2,781	108	1,513	5,872
FY 2013	9,975	8,305	2,608	135	1,249	7,109
FY 2012	8,473	7,642	1,758	(1,059)	(72)	5,172
FY 2011	6,465	5,814	1,555	(1,047)	(348)	5,264

* Revenue from operations (net) is after deducting revenue share paid/payable to concessionaire from revenue from operations

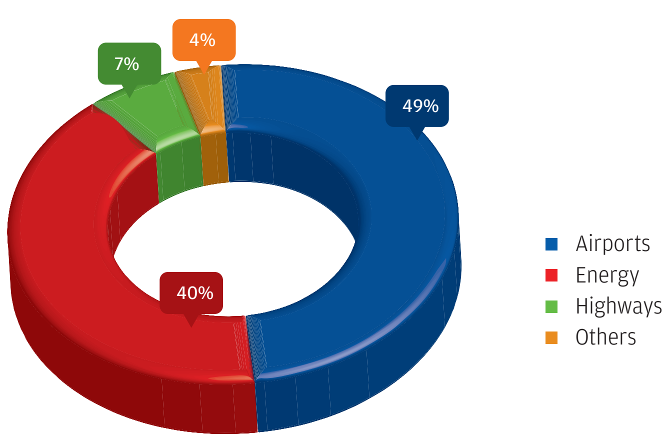
** EBITDA – Earnings before interest, other income, tax, depreciation, amortisation (including utilisation fees) and exceptional items

\# Profit after tax before minority interest and share of profits/(losses) of associates

\## Profit after tax+Def tax+MAT credit+Depreciation (the group is continuously churning assets and accordingly, loss/profit of sale on investments is considered part of cash profits)

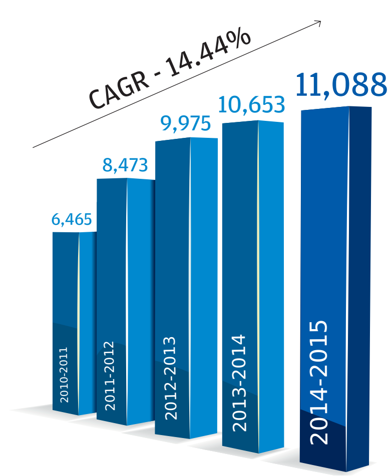
^ Cash and Bank Balances + mutual funds + bonds + government securities + certificate of deposit + investments in quoted equity shares

Sectorwise revenue from operations in 2015

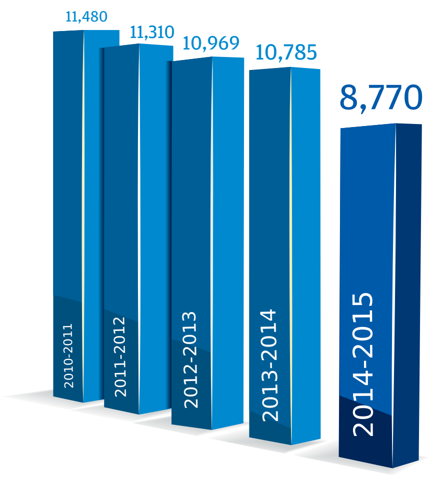


Consolidated revenue from operations

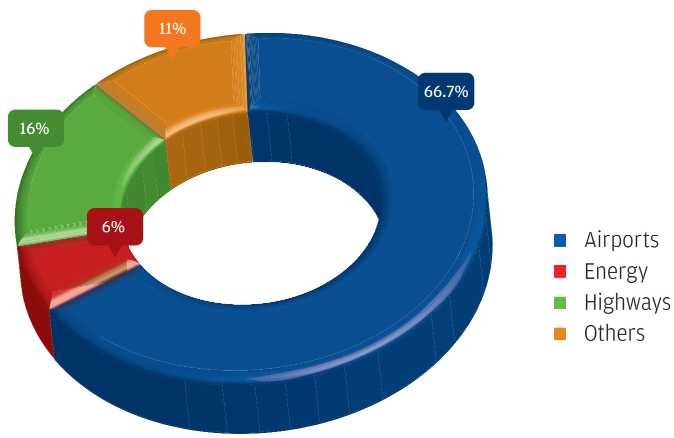
(₹ in Crore)



Net worth (₹ in Crore)

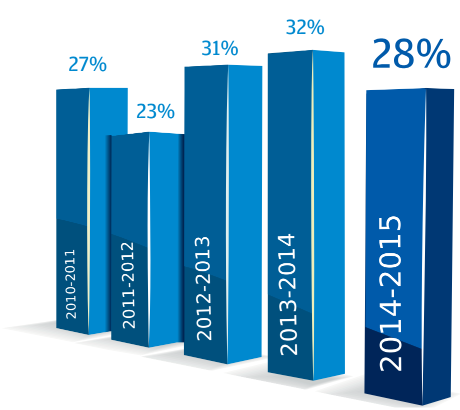


Sectorwise contribution in EBITDA

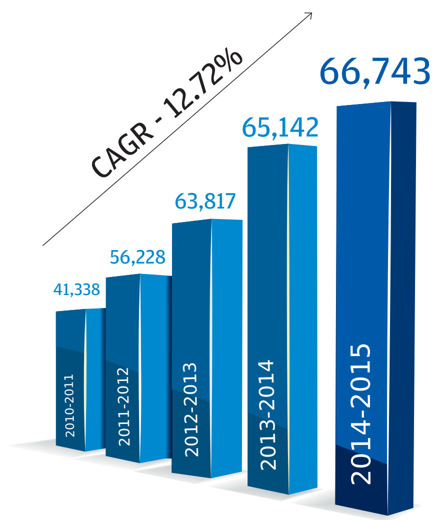


EBITDA Margin

*EBITDA margin is calculated on net revenue



Total Assets (₹ in Crore)



Board's Report

Dear Shareholders,

The Board of Directors present the 19th Annual Report together with the audited financial statements of the Company for the financial year ended March 31, 2015.

Financial Results and State of the Company's Affairs:

Your Company, as a holding company, operates in four different business sectors - Airports, Energy, Transportation and Urban Infrastructure through various subsidiaries, associates and jointly controlled entities. The Company has Engineering, Procurement and Construction (EPC) business as a separate operating division to cater to the requirements for implementing the projects undertaken by the subsidiaries and others.

The Company's consolidated revenue, expenditure and results of operations are presented through consolidated financial statements and the details are given below:

(₹ in Crore)

Particulars	March 31, 2015	March 31, 2014
Revenue from operations	11,087.68	10,653.22
Revenue share paid / payable to concessionaire grantors	(2,064.86)	(1,943.69)
Operating and administrative expenditure	(6,468.18)	(5,957.94)
Other Income	327.46	315.87
Finance Costs	(3,571.86)	(2,971.88)
Utilisation fees	-	(186.18)
Depreciation and amortisation expenses	(1,812.53)	(1,454.99)
(Loss) / profit before exceptional items, tax expenses, minority interest and share of (loss)/ profit of associates	**(2,502.29)**	**(1,545.59)**
Exceptional Items:		
Profit on dilution in subsidiaries	-	69.73
Profit on sale of jointly controlled entities	34.44	1,658.93
Profit on sale of assets held for sale	-	100.54
Loss on impairment of assets in subsidiaries	(115.74)	(8.95)
Loss on account of provision towards claims recoverable	(130.99)	-
Breakage cost of interest rate swap	(91.83)	-
(Loss)/ profit before tax expenses, minority interest and share of (loss)/profit of associates	**(2,806.41)**	**274.66**
(Loss)/ profit from continuing operations before tax expenses, minority interest and share of (loss)/ profit of associates	**(2,814.84)**	**(1,416.66)**
Tax expenses (including tax adjustments for prior years, deferred tax and MAT credit entitlement) of continuing operations	(152.56)	(161.60)
(Loss)/ profit from continuing operations after tax expenses and before minority interest and share of (loss)/ profit of associates	**(2,967.40)**	**(1,578.26)**
Share of (loss)/ profit of associates (net)	(12.98)	-
Minority interest - share of loss/ (profit) from continuing operations	242.45	(115.27)
(Loss)/ profit after minority interest and share of (loss)/ profit of associates from continuing operations (A)	**(2,737.93)**	**(1,693.53)**
Profit / (loss) from discontinuing operations before tax expenses and minority interest	**8.43**	**1,691.32**
Tax expenses (including tax adjustments for prior years, deferred tax and MAT credit entitlement) of discontinuing operations	(0.25)	(4.65)
Profit / (loss) after tax expenses and before minority interest from discontinuing operations	**8.18**	**1,686.67**
Minority interest - share of (profit) / loss from discontinuing operations (B)	(3.54)	16.87
Profit / (loss) after minority interest from discontinuing operations (A+B)	**4.64**	**1,703.54**
(Loss)/ profit after minority interest from continuing and discontinuing operations	**(2,733.29)**	**10.01**
Net deficit in the statement of profit or loss - Balance as per last financial statements	**(1,183.56)**	**(756.33)**
Loss before appropriation	(3,916.85)	(746.32)
Appropriations	(90.04)	(437.24)
Net deficit in the statement of profit or loss	**(4,006.89)**	**(1,183.56)**
Earnings per equity share (₹) - Basic and diluted (per equity share of ₹ 1 each)	(6.46)	0.03
Earnings per equity share (₹) from continuing operations - Basic and diluted (per equity share of ₹ 1 each)	(6.47)	(4.35)
Earnings per equity share (₹) from discontinuing operations - Basic and diluted (per equity share of ₹ 1 each)	0.01	4.38

Consolidated revenue from operations grew by 4.08% from ₹ 10,653.22 Crore to 11,087.68 Crore. Airport, Energy, Highways, EPC and other segments contributed ₹ 5,463.73 Crore (49.28%), ₹ 4,450.58 Crore (40.14%), ₹ 741.74 Crore (6.69%), ₹ 86.84 Crore (0.78%) and ₹ 344.79 Crore (3.11%) respectively to the revenue from operations.

Improved operating performance in Energy sector resulted in consolidated revenue increasing from ₹ 10,653.22 Crore in the previous year to ₹ 11,087.68 Crore in the current year. This has also compensated for the negative impact of the Airports sector revenue on account of non-levy of UDF in GHIAL and sale of ISG as well as lower EPC sector revenue on account of lower business. Commissioning of EMCO and Kamalanga power plants during previous year have resulted in increase in operational costs, finance costs and depreciation charge, but these plants are expected to contribute significantly to the Group's profitability in the near future.

During the current year ended March 31, 2015, as the efforts for revival of GKUAEL project did not succeed, GKUAEL had issued a notice of dispute to NHAI, invoking arbitration provisions as per concession agreement and transferred the project costs of ₹ 130.99 Crore to claims recoverable. In view of the SEBI direction received on this account, the Group has made provision for such claims and disclosed the same as an exceptional item in the financial statements. Based on an internal assessment, an impairment provision of ₹ 61.80 Crore was made against the goodwill pertaining to SJK and ₹ 53.94 Crore against certain other entities and disclosed as exceptional item in the financial statements.

DIAL has refinanced its external commercial borrowings during the year and as a result, cancelled certain outstanding Interest Rate Swap, paid ₹ 91.83 Crore towards such cancellation and disclosed the same as an exceptional item in the financial statements.

It was another year of extreme challenges with continued constraints on financing and fuel supply, but your Company successfully weathered it and enhanced its fuel security and raised additional capital to retire its existing debts. During the year, the Company successfully raised additional equity of ₹ 1,476.77 Crore through Qualified Institutions Placement (QIP), ₹ 141.75 Crore (being 25% of the consideration amount for allotment of the warrants) through issuance of 18,00,00,000 warrants convertible into 18,00,00,000 Equity Shares to GMR Infra Ventures LLP, promoter group entity and ₹ 1,401.83 Crore through Rights issue, which was concluded during April '15, apart from favorable refinancing of existing debts of various group entities. Your Company has achieved fuel security for Chhattisgarh power plant by winning two coal mines and successfully tied up gas supply for 25% PLF of Vemagiri power plant (387 MW) and Rajahmundry power plant (384 MW) for four months. Your Company, along with its partner Megawide Construction Corporation, has taken full operational control of the Mactan Cebu International Airport and has also achieved financial closure for the project.

Keeping pace with the Group's philosophy, Transportation and Urban Infrastructure sector is also constantly evolving itself in line with the business opportunities and available skill sets. While doing so, during the year under review, your Company took a conscious decision to foray into the EPC segment of Railways and since have been fairly successful in bagging three projects, Dedicated Freight Corridor Corporation (DFCC) being the marquee one amongst them worth alone at ₹ 5,080 Crore.

Presented below are the standalone financial results of the Company:

(₹ in Crore)

Particulars	**March 31, 2015**	**March 31, 2014**
Revenue from operations	649.74	786.29
Operating and administrative expenditure	(200.03)	(525.39)
Other Income	19.48	4.77
Finance costs	(537.29)	(408.71)
Depreciation and amortization expenses	(20.03)	(8.42)
(Loss) / Profit before exceptional items and tax expenses	**(88.13)**	**(151.46)**
Exceptional items:		
Profit on sale of investment in subsidiary / jointly controlled entity	-	472.06
(Loss) on redeemable preference shares	-	(131.25)
Provision for diminution in the value of investments in subsidiaries / jointly controlled entities	(262.40)	(1.27)
(Loss) / Profit before tax	**(350.53)**	**188.08**
Tax expenses (including deferred tax and MAT credit entitlement)	(2.12)	(22.18)
(Loss) / Profit for the year	**(352.65)**	**165.90**
Surplus in the statement of profit and loss - Balance as per last financial statements	429.37	309.06
Transfer from debenture redemption reserve	46.25	108.75
Profit available for appropriation	**122.97**	**583.71**
Appropriations:		
Transfer to debenture redemption reserve	49.36	108.50
Depreciation adjustment	5.30	-
Equity dividend*	4.69	38.92
Tax on equity dividend*	0.80	6.92
Proposed preference dividend (March 31, 2014 ₹ 1,868)	0.01	0.00
Tax on proposed preference dividend [₹ 23,139 (March 31, 2014 ₹ 318)]	0.00	0.00
Net surplus in the statement of profit and loss	**62.81**	**429.37**
Earnings per share (₹) - Basic and Diluted	(0.83)	0.43

*current year equity dividend and tax on equity dividend represents equity dividend and tax pertaining to the previous year ending March 31, 2014, paid during current year on the shares issued during the year pursuant to QIP, before the record date.

The revenue from operations of the Company on standalone basis has reduced by 17.36% from ₹ 786.29 Crore to ₹ 649.74 Crore on account of completion of majority of the projects handled by the EPC segment. Reduction in EPC revenue (₹ 303.78 Crore, 64.82%) has been compensated to great extent by the increase in other operating income (₹ 167.23 Crore). The operating and administrative expenditure has also accordingly reduced by 61.93% from ₹ 525.39 Crore to ₹ 200.03 Crore.

During the current year ended March 31, 2015, based on an internal assessment, the Company has made a provision of ₹ 262.40 Crore towards diminution in value of its investment in GHL and disclosed the same as an exceptional item in the financial statements. The diminution in value has primarily arisen on account of the provision made against the GKUAEL project claim and accumulated losses of GHVEPL.

Dividend / Appropriation to Reserves

Your Directors have not recommended any dividend for the financial year 2014-15. Preference dividend aggregating to ₹ 1,13,667 for the financial year 2014-15 @ 0.001% per annum on 1,13,66,704 Compulsorily Convertible Preference Shares (CCPS) of face value of ₹ 1,000/- each has been provided and the same will be paid to the CCPS holders subject to the approval of shareholders at the Annual General Meeting.

Reserves

The net movement in the major reserves of the Company for FY 2014-15 and the previous year are as follows:

(₹ in Crore)

Particulars	March 31, 2015	March 31, 2014
General Reserve	40.62	40.62
Securities Premium Account	7,658.71	6,286.53
Surplus in Statement of Profit and Loss	62.81	429.37
Debenture Redemption Reserve	121.33	118.22
	7,883.47	**6,874.74**

Management Discussion and Analysis Report

Management Discussion and Analysis (MDA) Report for the year under review, as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, is presented in a separate section forming part of the Annual Report.

The detailed review of operations of each subsidiary's business is presented in the respective company's Board's Report and a brief overview of the major developments thereof is presented below. Further, MDA, forming part of this Report, also brings out review of the business operations of various subsidiaries and jointly controlled entities.

Airport Sector

Company's airport business comprises of 3 operating airports viz., Delhi and Hyderabad International Airports in India and Mactan Cebu International Airport in Philippines.

An overview of these assets during the year is briefly given below:

Delhi International Airport Private Limited (DIAL)

DIAL is a joint venture (JV) between GMR Group (54%), Airports Authority of India (AAI) (26%), Fraport AG Frankfort Airport Services Worldwide (Fraport) (10%) and Malaysia Airports (Mauritius) Private Limited (10%) and has entered into a long-term agreement to operate, manage and develop the Indira Gandhi International Airport (IGIA), Delhi.

Highlights of FY 2014-15:

DIAL surpassed the 40 million passenger mark in FY 2014-15, witnessing a growth of 11% in traffic over previous year. Strong growth in domestic cargo segment propelled DIAL to surpass Mumbai Airport in cargo traffic with a 15% overall growth in FY 2014-15 over previous year. Due to delay in determination of tariff for the 2nd control period, the tariffs for the 1st control period have continued. DIAL completed a landmark issuance and pricing of the inaugural USD 288.75 million 7-year Senior Secured bond offering which was rated Ba1 by Moody's and BB by S&P.

TATA-SIA Airlines Limited "Vistara" made IGIA its operations hub. Fly Dubai, Pegasus Asia, Nepal Airlines and Transaero Airlines commenced their International operations from IGIA. IGIA became the first airport in the country to receive Super Jumbo Airbus A380 of the Singapore Airlines.

Strong focus on developing organizational culture based on operational excellence and customer focused initiatives helped DIAL become the first Indian airport to be ranked number 1 airport in the world in the 25-40 million passengers per annum (mppa) category by achieving a score of 4.90 in 2014.

Awards and Accolades received in FY 2014-15:

- Skytrax World Airport Award 2014-15 for "Best Airport in India / Central Asia" and "Best Airport Staff in India / Central Asia";
- "Golden Peacock National Quality Award" 2015 for building a culture of Total Quality at IGI Airport;
- "International Safety Award 2015" from the British Safety Council with Distinction for the organization's focus and commitment towards providing a safe airport operation;
- "CII - 5S Excellence Awards 2014" - Northern region; Service sector by Confederation of Indian Industries (CII).

GMR Hyderabad International Airport Limited (GHIAL)

GHIAL is a JV Company promoted by the GMR Group (63%) in partnership with AAI (13%), Government of Telangana (13%) and MAHB (Mauritius) Private Limited (11%) and has entered into a long-term agreement to operate, manage and develop the Rajiv Gandhi International Airport (RGIA), Hyderabad.

Highlights of FY 2014-15:

GHIAL handled a record volume of passengers, cargo and Air Traffic Movements (ATMs) during the financial year. Passenger traffic during the year crossed 10 million for the first time and cargo handling exceeded 100,000 metric tonnes (MT) for the first time since inception, underlining the significant growth attained by the airport in the 7 years of operations. The year 2014-15 also showed remarkable progress towards GHIAL's Mission of being the Gateway of Choice and Preferred Logistics Hub for South and Central India region, marked by additions to the airline count on both passenger (2 international and 1 domestic) as well as cargo (2 international) fronts. Towards ensuring a well-rounded and enjoyable experience to its passengers, the airport also introduced a number of enhancements to its retail and shopping experience, highlighted by a modern Video Wall and a number of new stores and retail outlets at the passenger terminal. During the year, GHIAL successfully overcame the financial challenges imposed by the Single Till/Nil UDF regime through a combination of revenue enhancement, improvement in cost efficiencies, tight control over expenditures and cash flow management. Despite the challenges, GHIAL also maintained its focus on service quality and passenger delight and the airport continued to win accolades from passengers and industry associations for its excellence. Airports Council International (ACI) ranked

RGIA among the top 3 in the world for Airport Service Quality (ASQ) for the 6th year in a row.

Awards and Accolades received in FY 2014-15:

- World's 3rd Best Airport 2014 in ASQ Rating by ACI;
- ACI's Director General's Rolls of Excellence in ASQ;
- CII National Award for Excellence in Energy Management 2014;
- Best Landscape - Garden Festival 2015 (5th time in a row);
- RGIA has been rated as India's 3rd Best Airport, by air travellers at the 2015 World Airport Awards held at Passenger Terminal EXPO Paris, France in March 2015;
- RGIA is also rated as the 6th Best Regional Airport in Asia and 10th Best Airport in 5 - 10 million passengers per annum (mppa) category.

Aerotropolis Development

As more and more aviation-oriented businesses are being drawn to airport cities and transportation corridors radiating from them, a new urban form is emerging-the Aerotropolis-stretching up to 20 miles (30 kilometers) outward from some airports. This concept, developed by Dr. John Kasarda, has been adopted by GMR Group at its airports in Hyderabad and Delhi and GMR Group is working towards developing an ecosystem around the airports. Both Delhi and Hyderabad have completed the master plan for their landside developments and are engaged in the development of physical infrastructure and discussions with potential tenants.

GMR Megawide Cebu Airport Corporation (GMCAC)

GMCAC is a JV between GMR (40%) and Megawide Corporation (60%) and has entered into a concession agreement with Mactan Cebu International Airport Authority for development and operation of the terminal and landside facilities of Mactan Cebu International Airport for a period of 25 years. GMCAC is expected to build a new terminal also.

Highlights of FY 2014-15:

GMCAC has taken operational responsibility for the airport on 1st November, 2014 for the existing terminal. Financial closure of the airport was completed in February 2015. GMCAC is focusing on increasing its traffic base; both domestic and international and is working closely with the airline community and the government bodies to boost tourist traffic growth which is a key driver for the airport profitability. As per the concession agreement, the GMCAC is expected to build a new terminal. However there has been a delay in the handover of land and GMCAC is in discussions with the grantor to work out a mechanism to expedite handover of land and providing compensation to GMCAC in line with the provisions of the concession agreement.

GMR Male International Airport Private Limited (GMIAL)

GMR Group along with its partner Malaysia Airports (Labuan) Private Limited are engaged in arbitration with Government of Maldives (GoM) and Maldives Airport Company Ltd. (MACL) after the latter repudiated the agreement in December 2012. In order to expedite the progress of the arbitration, both GMR Group and GoM have agreed to bifurcate the arbitration in 2 phases; first phase will focus on questions of liability and what forms of damages or compensation are recoverable by GMR while the second phase will be to quantify the amount so recoverable. In April 2014, the hearings for the first phase of arbitration were completed. In June 2014, the tribunal ruled that the unilateral termination of the concession agreement by GoM and MACL was illegal and repudiatory. Broadly, the Tribunal declared that the concession agreement was valid and binding and was not void for any mistake of law or discharged by frustration of bargain or administration, the GoM and MACL are jointly and severally liable for damages to GMIAL for loss caused by wrongful repudiation of the agreement and that the quantification of the damages and the interest thereon will be determined in the next stage of arbitration by the same tribunal. The preliminary hearing for quantification of damages is under process.

GMR Aviation Private Limited

GMR Aviation Private Limited (GAPL) operates and owns one of the youngest fleets in the country and addresses the growing need for charter services in the country. The operations are managed by professionals with robust processes and systems to ensure highest levels of efficiency and safety. At the end of the FY, GAPL has one Falcon aircraft, one Hawker aircraft and one helicopter in its fleet.

Aircraft - Maintenance Repair and Overhaul (MRO)

The MRO facility is a part of aero SEZ of GMR Hyderabad International Airport. With GHIAL buying out 50% stake of Malaysian Aerospace Engineering Sdn Bhd (MAE), GMR Aerospace Technic has become a wholly owned subsidiary of GHIAL. The MRO facility has ultra-modern facilities for aircraft maintenance, painting, avionics upgrades, interior refurbishments, aircraft modifications and structural repairs. It can cater to various types of narrow-body as well as wide-body aircraft belonging to Airbus, Boeing, ATR and Bombardier families. During the year under review, maintenance services were provided to 40 aircraft including B737-800, B737-900, ATR-72, A320, and A321 for domestic customers and painting on Cessna Citation 560XL and ATR 72-500 aircraft. Additionally Engine Change, Nose Landing gear and Main Landing gear change were carried out on B737-800 and B737-900 aircraft. Apart from the above, seat retrofit was performed on two A320 aircraft. The main customers during the year were Spicejet, Go Air and Jet Airways. With the change in management post acquisition of MAE's stake, the MRO has seen an upturn in its fortunes and has recently won a maintenance contract for an overseas client and is expected to add another domestic carrier to its fold of customers.

GMR Airports Limited (GAL) CCPS

The Board approved the exercise of call option by the company for purchase of CCPS held by the investors in GAL for the purpose of consolidation of shareholding in GAL (see note 40 (ii) of the consolidated financial statements). The completion of transaction is pending receipt of requisite approvals from the relevant authorities.

Energy Sector

The Energy Sector companies along with its subsidiaries are operating around 2,486 MWs of Coal, Gas, Liquid fuel and Renewable power plants in India and around 4,000 MWs of power projects under various stages of construction and development besides a pipeline of other projects. The Energy Sector has a diversified portfolio of thermal and hydro projects with a mix of merchant and long term Power Purchase Agreements.

Following are the major highlights of the Energy Sector:

A. Operational Assets:

I. Generation:

1. <u>Barge mounted Power Plant, Kakinada, Andhra Pradesh of GMR Energy Limited (GEL):</u>

- GEL operates 220 MW combined cycle barge mounted power plant at Kakinada, Andhra Pradesh. There was no generation of power by the barge mounted power plant during the year ended March 31, 2015 on account of non-availability of gas. Plant is kept under preservation since March 2013. Preservation methods were adopted based on Original Equipment Manufacturers' (OEM) procedures.

2. **GMR Vemagiri Power Generation Limited (GVPGL) (370 MW):**

- GVPGL, wholly owned subsidiary of GEL operates a 387.625 MW natural gas-fired combined cycle power plant at Rajahmundry, Andhra Pradesh. During the financial year, the plant experienced difficulties like non-supply of gas from Reliance KG-D6 basin. Plant availability was 99.94% and it was not operational during the year. Plant was kept under preservation from May 2013 due to non-availability of gas. Preservation methods were adopted based on OEM procedures and past experiences. O&M contract services were taken over from M/s KPS from April, 2014 and completed one year of operation by GVPGL. The Plant received a total credit of 3,21,755 CERs under Clean Development Mechanism (CDM) for the second and third verification period;
- GVPGL is striving continuously to pursue Ministry of Power (MoP), Ministry of Petroleum and Natural Gas (MoPNG), and Prime Minister's Office (PMO) for the gas allocation, pooling of gas (imported and domestic gas) and supply of RLNG by importing LNG on short term basis.

3. **Diesel Power Plant, Chennai, Tamil Nadu:**

- GMR Power Corporation Limited (GPCL), in which GEL holds 51% stake operates a 200 MW diesel powered power plant and sells power to Tamil Nadu Electricity Board (TNEB). The PLF for this tariff year was 34.76% as compared to 47.71% in 2013-14. The plant has successfully completed 16th year of operations & maintenance (O&M) and is effectively implementing all the O&M practices independently on its own. Tamil Nadu Generation and Distribution Corporation Limited (TAGENDCO) extended the PPA from February 15, 2014 to February 14, 2015 with fresh tariff and new terms and conditions;
- GPCL has requested TAGENDCO for extension of PPA from February 15, 2015 and is awaiting clearance for supplying power.

4. **Solar Power plant, Charanka Village, Gujarat:**

- GMR Gujarat Solar Power Private Limited (GGSPPL), wholly owned subsidiary of GEL operates 25 MW power project at Charanka village, Patan district, Gujarat. GGSPPL has entered into PPA with M/s. Gujarat Urja Vikas Nigam Limited for supply of entire power generation. GGSPPL has achieved commercial operation on March 4, 2012 and received certificate of commissioning from M/s. Gujarat Energy Development Agency ("GEDA"). M/s Indu Projects Limited has been awarded the contract for operation and maintenance of the plant for a period of 5 years. Plant has achieved an Export PLF of 19.3% for FY 2014-15.

5. **EMCO Energy Limited (EMCO) - 600 MW:**

- The Plant consists of 2 x 300 MW coal fired Units with all associated auxiliaries and Balance of Plant Systems. During the FY 14-15 both the Fuel Supply Agreement (FSA) and Annual Contracted Quantity (ACQ) quantities have been successfully amended to 1.3 Million Tonnes (each) on June 10, 2014, and with this EMCO has a Coal supply Agreement with South Eastern Coalfields Limited (SECL) for a total ACQ of 2.6 Million Tonnes per annum;
- Signed long term PPA with TAGENDCO for 150 MW and with this 100% of the plant capacity is now tied up via long term PPAs;
- Project debt refinanced with 18 months moratorium and 15 year loan repayment at an interest rate of 12.15%;
- Favorable APTEL Order has come on POC charges resulting in incremental revenue of approximately INR 450 Million;
- Plant has achieved a Gross plant load factor (PLF) of 68.8% for FY 2014-15;
- Long Term Access (LTA) granted for full commencement of Dadra Nagar Haveli (DNH) 200 MW from July 2014 onwards and PPA compliance was 87.27%;
- Power Purchase Agreement (PPA) compliance for 200 MW Power Sale to M/s Maharashtra State Electricity Distribution Company Limited (MSEDCL) was 85.56 %;
- 100% Ash Utilization has been tied with nearby Cement Industries for Fly Ash and with Western Coalfields Limited (WCL) for Bottom Ash;
- Weir construction for water availability by Maharashtra Industrial Development Corporation (MIDC) is under way and expected to be made ready in FY 2015-16.

6. **GMR Kamalanga Energy Limited (GKEL) - 1,050 MW:**

- GKEL in which GMR Energy Limited has 86% stake, with IIF & IDFC holding the balance stake, has developed 1,050 MW (3x 350) coal fired power plant at Kamalanga Village, Orissa;
- The plant is supplying power to Haryana through PTC India Limited and Odisha through GRIDCO Limited and commenced supply of power to Bihar through Bihar State Power Holding Company Limited;
- 85% of the capacity was tied-up in long term PPAs;
- Transmission constraint faced by the project was resolved in November 2014;
- GKEL has received Letter of Assurances from Mahanadi Coalfields Limited for 1050 MW of which 500 MW is for firm linkage and 550 MW is for tapering linkage. During the year under review, 350 MW tapering linkage has been transferred to Eastern Coalfields Limited (ECL). GKEL has signed Fuel Supply Agreement (FSA) for firm linkage for 500 MW and tapering linkage for 200 MW with Mahanadi Coalfields Limited and getting coal supply for firm linkage corresponding to 500 MW and 200 MW for tapering linkage. GKEL has also signed FSA with ECL for 350 MW tapering linkage and coal supply corresponding to tapering linkage for 204 MW has commenced;
- The Hon'ble Supreme Court of India in its Orders dated August 25, 2014 and September 24, 2014 cancelled the allocations of all but four coal blocks made between 1993 and 2010. As a result, the allocation of the Rampia Coal Mine has also been cancelled by the aforesaid Orders. But GKEL coal supply was not impacted because of already executed Firm and Tapering coal supply agreement;
- GKEL has started commercial supply of power to GRIDCO Limited from April 30, 2013 to the State of Haryana through PTC India Limited from February 07, 2014 and to the State of Bihar from September 01, 2014 through Bihar State Power Holding Company Limited under Long Term PPA. GKEL has also sold surplus power on merchant basis to other customers;

- GKEL has completed the construction of dedicated transmission lines to Angul, Odisha for connectivity to City Transmission Utility (CTU) network and to Meramandali for connectivity to Odisha State Transmission Utility (STU) system. With this, GKEL has achieved the capability to evacuate full power from the station and generated full capacity of 1,050 MW on March 30, 2015. During this period, GKEL has generated 4,838 Million Units (MU) of commercial power and sold 4,321 MU, the balance being the auxiliary power consumption.

II. Transmission:

1. <u>Aravali Transmission Service Company Limited (ATSCL):</u>

- ATSCL, the wholly owned subsidiary of GEL, is engaged in implementation of project for 400 kV S/C Hinduan-Alwar transmission line (85 km) and 2 × 315 MVA 400/220 kV Grid Substation at Alwar and other associated works in the State of Rajasthan with a total project cost of ₹ 160.90 Crore. This is the second public private partnership (PPP) project of its kind in Rajasthan, which is being executed on Build Own Operate Maintain (BOOM) basis for a concession period of 25 years from date of Project Award;
- Several critical Right of way (ROW) challenges have been successfully resolved and the Transmission Line construction was completed in June, 2014;
- The 400 kV Hindaun-Alwar transmission line was successfully charged on July 25, 2014. Grid Substation was charged on July 31, 2014;
- Deemed COD was considered from July 17, 2014 in line with the provisions of Transmission Service Agreement (TSA);
- Tariff Revision Petition was filed with Rajasthan Electricity Regulatory Commission (RERC) seeking compensation in terms of either TSA period extension (to compensate MTSCL on account of delayed grant of transmission license, escalation in project cost due to change in law);
- The asset has performed at more than the target 98% availability.

2. <u>Maru Transmission Service Company Limited (MTSCL):</u>

- MTSCL, the wholly owned subsidiary of GEL, is engaged in implementation of project for 400 kV S/C Bikaner-Deedwana Transmission Line (129 Km), 400 kV S/C Ajmer-Deedwana Transmission Line (106 Km), 220 kV D/C Sujangarh -Deedwana Transmission Line (30 Km) and 2x315 MVA 400/220 kV Grid sub-station at Deedwana and other associated works in the State of Rajasthan with a total project cost of ₹ 248.90 Crore. This is the first PPP project of its kind in Rajasthan, which is executed on Build Own Operate Maintain (BOOM) basis for a concession period of 25 years from date of Project Award;
- COD declared by Order of the RERC from December 16, 2013;
- Relief granted by RERC to pay all unpaid revenue in arrears from December 16, 2013 and is under compliance by the customers;
- Received RERC Order resulting in incremental revenue;
- Tariff Revision Petition was filed with RERC seeking compensation in terms of either TSA period extension (to compensate MTSCL on account of delayed grant of transmission license, escalation in project cost due to change in law);
- The asset has performed at more than the target 98% availability.

B. Projects:

1. <u>GMR Rajahmundry Power Project, Andhra Pradesh - 768 MW:</u>

- GMR Rajahmundry Energy Limited (GREL), a wholly owned subsidiary of GEL is engaged in setting up of 768 MW (2 x 384 MW) combined cycle gas based power project. During the year under review all the equipment of the project were kept under preservation as per the OEM guidelines due to non-availability of natural gas for commissioning and commercial operation;
- GREL is striving continuously to pursue MoP, MoPNG, and PMO for the gas allocation, pooling of gas (imported and domestic gas) and supply of RLNG by importing LNG on short term basis;
- GREL, a member of the independent gas based Power Producers' Association has filed a petition in Hon'ble High Court of Andhra Pradesh for the allocation of gas to the project;
- Keeping in view the current situation of the availability of gas, GREL expects that the project could start the commercial operations within few months from the date of supply of gas.

2. <u>GMR Chhattisgarh Energy Limited (GCEL) - 1,370 MW:</u>

- GCEL, wholly owned subsidiary of GEL, is engaged in setting up of 1,370 MW (2 x 685 MW) pulverized coal-fired super critical technology based power project in Raikheda Village, Tilda Block, Raipur District, in the State of Chhattisgarh. GCEL has received all the necessary statutory and environmental clearances. The project participated in bid and won two coal blocks, namely Talabira and Ganeshpur, in recently concluded e-auction;
- M/s. Doosan Projects India Private Limited is the main EPC contractor of GCEL for Boiler Turbine Generator (BTG) supply, onshore supply, civil works, erection, testing and commissioning. The Balance of Plant (BOP) contracts have been awarded to Gammon India Limited, Ion Exchange India Limited, L&T Limited and other contractors. The commissioning works of the project are in full swing and the overall progress of Boiler Turbine Generator contract has been 98.11% against the plan of 100%, the progress of engineering, procurement and construction being 100%, 100% and 98.52 % respectively;
- All major BOP packages have been completed and operational for commissioning of Unit-1;
- Ganeshpur coal block (located in Latehar, Jharkhand and was earlier allotted to Tata Steel Limited and Adhunik Thermal Energy) has a reserve of about 92 MT and is expected to start its production by FY18 and reach its peak production capacity by FY21;

- Talabira coal block (located in Odisha and was earlier allotted to HINDALCO) has a reserve of about 8.5 MT. This is an operating coal block and GCEL is expected to start production immediately in the financial year 2015-16.

3. **GMR (Badrinath) Hydro Power Generation Private Limited (GBHPL) - Badrinath - (300 MW):**

- GBHPL, a subsidiary of GEL, is in the process of developing 300 MW hydroelectric power plant on Alaknanda river in the Chamoli District of Uttarakhand State. The project has received all major statutory clearances like Environmental and Techno economic concurrence from Central Electricity Authority (CEA). The project got registered in The United Nations Framework Convention on Climate Change (UNFCCC) and it is eligible for receiving the Clean Development Mechanism (CDM) benefits;
- Implementation Agreement has been executed with the Government of Uttarakhand on May 17, 2013. With regard to awarding of contracts, main civil packages were awarded and for Electro Mechanical & Hydro Mechanical Package tendering process was completed. Bids are under evaluation. Financial Closure (FC) process is in the advanced stage. Project has received term loan sanction from Power Finance Corporation Limited. Common loan agreement is under discussion. However, FC process was delayed due to Hon'ble Supreme Court's order for stay on 24 Hydro Electric Projects in Uttarakhand (Order dated May 07, 2014) and the stay order is in effect till date.

4. **GMR Bajoli Holi Hydropower Private Limited (GBHHPL) (180 MW):**

- GBHHPL, wholly owned subsidiary of GEL, is implementing 180 MW hydro power plant on the river Ravi at Chamba District Himachal Pradesh. GBHHPL has achieved financial closure on April 25, 2013 and has tied up the debt requirement of ₹ 1380 Crore and the necessary loan agreements were executed. All clearances required for undertaking construction are in place and complete land as required for the project is in GBHHPL's possession. Contract agreement for execution of main civil works in two packages stand awarded to Gammon India Limited and Electro-Mechanical contract has been awarded to Alstom India Ltd. Basic infrastructure works including approach roads to project components are completed and Civil works are going on at all work fronts (except at Surge Shaft). The Board of Directors are pleased to inform that GBHHPL has also executed the Connectivity Agreement with HP Power Transmission Corporation Limited and Long Term Access Agreement with Power Grid Corporation of India Limited (PGCIL) for evacuating power outside Himachal Pradesh. GBHHPL has appointed Geo Data Mahab, an internationally renowned Hydro Consultant as Owner's Engineer; Land securitization was completed successfully.

5. **Himtal Hydropower Company Private Limited (HHPPL) - (600 MW):**

- HHPPL, subsidiary of GEL, is developing 600 MW Upper Marsyangdi-2 Hydroelectric Power Project on the river Marsyangdi in Lamjung and Manang Districts of Nepal. During the year under review, post PDA execution of Upper Karnali Hydro Electric Project (UKHEP), Project Development Agreement (PDA) negotiations/ discussions has been started with Investment Board Nepal (IBN) for Upper Marsyangdi (UMS-2) and is on right track. The land for the entire project has been identified and the case has been submitted to GoN. Connectivity application was submitted to PGCIL in April 2015 through liaison office of Himtal (the Generating Company) in India. Initial discussions were initiated for tying up sale of power with Government of Bangladesh, Power Trading Company (PTC) / NTPC / Vidyut Vyapar Nigam Limited (NVVN). Cadastral mapping works are underway for transmission line. Joint Development Agreement (JDA) was executed with International Finance Corporation (IFC) for transmission line project on December 22, 2014 and JDA with IFC is already in place for Himtal (the Generation Company). IFC proposes to invest in the Project as Co-developer with 10% equity under 'Infra Ventures' Route and also act as lead lender and lead arranger for the Project. It is exploring for Chinese financing and various discussions were held with Chinese Banks and EPC contractors in China.

6. **GMR Upper Karnali Hydro Power Public Limited (GUKPL) - (900 MW):**

- GUKPL, subsidiary of GEL, is developing 900 MW Upper Karnali Hydroelectric project located on river Karnali in Dailekh, Surkhet and Achham District of Nepal. During the year under review, PDA negotiations were completed and were executed on September 19, 2014 for generation and transmission line projects with Government of Nepal (GoN) represented by Investment Board of Nepal (IBN). Post execution of PDA, several key activities as per PDA compliance and basic infra works have been initiated. The Project land has been identified and joint verification for Government & Forest land, cadastral mapping etc. are under progress. Initial discussions were initiated for power sale tie up with Government of Bangladesh, Power Trading Company (PTC) / NTPC Vidyut Vyapar Nigam Limited (NVVN). Upper Karnali is in the process of rerouting the transmission line as per the directions of Ministry of Energy, Government of Nepal. Joint Development Agreement (JDA) was executed with IFC (part of World Bank Group) for both Generation and Transmission projects on December 22, 2014 and as per the JDA, IFC proposes to invest as Co-developer for the Projects with 10% equity under 'Infra Ventures' Route and also assume the role of lead lender and debt arranger.

7. **GMR Londa Hydropower Private Limited (GLHPPL) - 225 MW:**

- GMR Energy Limited owns the 100% stake of GLHPPL which is developing a 225 MW project in East Kameng district in Arunachal Pradesh. The Detailed Project Report ("DPR") has been prepared and has received techno-economic concurrence from the Central Electricity Authority (CEA). Environmental Impact Assessment (EIA) / Social Impact Assessment (SIA) studies have been completed for the project and public hearing was successfully conducted at the project site in July, 2014. Post public hearing, EIA & Environment Management Plan (EMP) studies were finalized and were submitted with Ministry of Environment and Forest (MoEF) for grant of

Environmental Clearance. Defence clearance for setting up the project has been received from Ministry of Defence, GoI.

C. Mining Assets:

1. **PT Barasentosa Lestari, (PTBSL):**

    • Your Company had acquired 100% stake in PT Barasentosa Lestari (PTBSL) in September 2008 which is having coal mine in South Sumatra Province with more than 650 MT Coal Resources in ~24,385 Hectares and total mineable reserves of about 280 Million Metric Ton (MMT). Trial coal production and sales have commenced and the coal is being transported from mine by river barging. The coal production is expected to be gradually ramped up from 1 Million Ton Per Annum (MTPA) to 3 MTPA over a period. The coal is planned to be exported to India to cater to captive demand of power plants owned by the Group and also to trade the coal through in-house coal trading arm.

2. **PT Golden Energy Mines Tbk (PT GEMS):**

    • Your Company through its overseas subsidiary GMR Coal Resources Pte. Ltd. had acquired 30% stake in PT GEMS, a group company of Sinar Mas Group, Indonesia. PT GEMS, a limited liability company, is listed on the Indonesia Stock Exchange. PT GEMS is carrying out mining operations in Indonesia through its subsidiaries which own coal mining concessions in South Kalimantan, Central Kalimantan and Sumatra. Coal mines owned by PT GEMS and its subsidiaries have total resources of more than 1.9 billion tons and Joint Ore Reserves Committee (JORC) certified reserves of 640 MT of thermal coal. GMR Group has a Coal off take Agreement with PT GEMS which entitles to off take coal for 25 years. This strategic alliance with Sinar Mas Group significantly enhances the fuel security of thermal power plants under construction and development by GMR Group and also provides a coal supply portfolio for coal trading activity.

3. **Homeland Energy Group Limited (HEG):**

    • In the last financial year, HEG transferred its stake in Kendal and Eloff mines. With the disposal of all the mining assets, HEG was essentially a shell company with no major assets. In December 2014, GEL entered into share sale agreement for transfer of its entire stake in HEG.

Transportation:

Highways:

GMR Highways Limited, wholly owned subsidiary of the Company, is one of the leading highways developers in India with 9 operating highways assets (including two projects which we hold minority interest) totalling to 731.28 kms. The FY 2014-15 has seen a subdued growth in the highways sector due to various factors such as slowed economic situation, delay in clearances, sand quarry and mining bans, power shortage, funding constraints etc. This has resulted in lower investment from private players in infrastructure in general including roads and highways sector. During FY 2014-15, final completion of Hungund-Hospet Project was achieved and toll collection has begun on 3rd toll plaza of the project as well. For Kishangarh-Udaipur-Ahmedabad project which had been terminated in December 2012, a dispute notice to NHAI was served, invoking arbitration to settle the dispute. The Arbitration Tribunal has been constituted and the matter will be taken up in hearings scheduled during FY 2015-16.

Railways:

Pursuant to the strategic decision taken to pursue EPC opportunities outside GMR Group and consequent to the Group's entry into Railway Projects last year, in FY 2014-15, the Group has won construction contract from Dedicated Freight Corridor Corporation of India Limited for design and construction of Civil, Structures and Track Works for Double Line Railway involving formation in Embankments / Cuttings, Ballast on formation, Track Works, Bridges, Structures, Buildings, Yards, Integration with Indian Railway existing Railway System and Testing & Commissioning on Design-Build-Lump-Sum Basis for Mughalsarai- New Karchana Station (including) (Package 201) and for New Karchana Station (excluding) -New Bhaupur Station (Excluding) (Package 202). The contract value for this work is ₹ 5,080 Crore.

Also a consortium led by your Company has won construction of Roadbed, bridges, supply of ballast, Track linking, Yard arrangements (excluding supply of rails & Line sleepers), construction of Booking offices, other service buildings, platforms, platform shelters, FOBs, Electrical (Railway Electrification and General Electrification), Signalling and Telecommunication works project for 77 Km (in 3 packages) in Secunderabad and Hyderabad Divisions of South Central Railway, Andhra Pradesh, India from Rail Vikas Nigam Limited (RVNL).

During the year, your Company also started construction works of doubling for 67 Km railway track between Jhansi and Bhimsen stations on Jhansi Division of North Central Railway in the State of Uttar Pradesh, India. The project was awarded by Rail Vikas Nigam Limited (RVNL) in February 2014.

Urban Infrastructure:

The Group is developing a 3,000 acre multi-product Special Investment Region (SIR) at Krishnagiri, near Hosur in Tamil Nadu and 10,000 acre Port-based multi-product SIR at Kakinada, Andhra Pradesh.

Krishnagiri SIR:

GMR Group, with an objective of building world class industrial infrastructure in India, is setting up a SIR at Hosur, Tamil Nadu just 45 km from Electronic City, Bengaluru. The location provides unique advantage of multi-modal connectivity with National and State Highways and a railway line running alongside. Krishnagiri SIR is planned to be developed as an integrated city spread across 3,000 acres in the influence area of proposed Chennai-Bengaluru Industrial Corridor. Krishnagiri SIR is being planned to house the following manufacturing clusters:

- Automotive & Ancillary;
- Defense and Aerospace;
- Precision Engineering;
- Machine tools;
- Electronics Product Manufacturing;

Designed to encompass a complete ecosystem, Krishnagiri SIR focuses on Manufacturing enclaves, Innovation Centers, Manufacturing Support Services Center, Multi Skill Development Centre and other social infrastructure like housing, convention center, commercial area and range of services that are essential for a large industrial city center of this scale. Krishnagiri SIR has following key offerings to its esteemed clientele:

- Shovel ready developed plot with road, drainage, water supply, water treatment plants (WTP), sewage treatment plants (STP) and other similar facilities shall be provided;
- Water – Potable water from both ground as well as from dam;
- Power – 230 KV level dedicated sub-station with a Solar power plant.

The entire infrastructure shall be developed & maintained by GMR Group underscoring its commitment to quality, service and time lines. The "integrated" design would endeavor to provide first world standard residential, social and commercial amenities making this zone a truly "self-contained".

Kakinada SIR:

GMR Group owns 51% in Kakinada SEZ Private Limited, which is developing Kakinada SIR in the State of Andhra Pradesh in proximity to the cities of Vishakapatnam and Kakinada. With an area span of over 10,000 acres, Kakinada SIR will be self-contained industrial park with ideally designed Core infrastructure, Industrial common infrastructure, Business facilitation infrastructure and Social infrastructure across varied dedicated areas such as Housing, Lifestyle and High end expat friendly zone. Kakinada SIR is designed for balancing the sensitivity to culture and heritage of the region and also for integration with the native eco-system.

Project Progress:

- Master Plan for Phase 1 development of around 916 acres has been completed;
- Internal roads and plots have been developed;
- A Chinese toy manufacturing company has already started its training centre and providing training for ~400 people and will employ over 1500 people by end of 2015 and over 3000 people in the next 3 to 4 years;
- Has signed an agreement with Tata Business Services (TBSS) for Rural BPO. Center has started the operations in February, 2015. TBSS has recruited 20 youth [16 from the Rehabilitation & Resettlement (R&R) colony and 4 from nearby villages] and started providing training for another batch of 25 people;
- Has completed DPR and other Technical Studies for Port, additional one season study for Port is underway for conducting Public Hearing.

Consolidated Financial Statements

In accordance with the Companies Act, 2013 and Accounting Standard (AS) - 21 on Consolidated Financial Statements read with AS - 23 on Accounting for Investments in Associates and AS - 27 on Financial Reporting of Interests in Joint Ventures, the audited consolidated financial statements is provided in the Annual Report.

Subsidiaries, Joint Ventures and Associate Companies

As on March 31, 2015, the Company had 125 subsidiary companies apart from 23 joint ventures and 3 associate companies. During the year under review, companies listed below have become or ceased to be Company's subsidiaries, joint ventures or associate companies. The Policy for determining material subsidiaries as approved may be accessed on the Company's website at the link: http://investor.gmrgroup.in/investors/GIL-Policies.html. The complete list of subsidiary companies, joint ventures and associate companies as on March 31, 2015 is provided in **"Annexure A"** to this Report.

East Godavari Power Distribution Company Private Limited, Suzone Properties Private Limited, GMR Utilities Private Limited, Lilliam Properties Private Limited, GMR Aerospace Engineering Company Private Limited, GMR Aero Technic Limited and Delhi Airport Parking Services Private Limited became subsidiaries during the financial year 2014-15.

Homeland Energy Corporation (HEC), Homeland Mining & Energy SA (Pty) Limited (South Africa), Homeland Coal Mining (Pty) Limited (South Africa), Corpclo 331 (Pty) Limited (South Africa) and Ferret Coal (Kendal) (Pty) Limited (South Africa) ceased to be subsidiaries during the financial year 2014-15.

GMR Megawide Cebu Airport Corporation (Philippines) became joint venture during the financial year 2014-15.

Nhalalala Mining (Pty) Limited (South Africa), Devyani Food Street Private Limited, Delhi Select Services Hospitality Private Limited and Delhi Cargo Service Center Private Limited ceased to be the joint ventures during the financial year 2014-15.

No Companies became or ceased to be an associate company during the financial year 2014-15.

Report on the performance and financial position of each of the subsidiaries, JVs and associate companies has been provided in Form AOC-1.

Directors' Responsibility Statement

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

a) that in the preparation of the annual financial statements for the year ended March 31, 2015, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) that such accounting policies as mentioned in Note 2.1 of the Notes to the Financial Statements have been selected and applied consistently and judgement and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2015 and of the loss of the Company for the year ended on that date;

c) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) that the annual financial statements have been prepared on a going concern basis;

e) that proper internal financial controls to be followed by the Company have been laid down and that the financial controls are adequate and were operating effectively;

f) that proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Corporate Governance

The Company continues to follow the Business Excellence Framework, based on the Malcolm Baldrige Model, for continuous improvement in all spheres of its activities. The company works towards continuous improvement in governance practices and processes, in compliance with the statutory requirements. Board governance upgrades are underway.

The Report on Corporate Governance as stipulated under Clause 49 of the Listing Agreement forms part of the Annual Report. The requisite Certificate from the Practicing Company Secretary confirming compliance with the conditions of Corporate Governance as stipulated under the aforesaid Clause 49 is attached to this Report. Also a detailed report on Corporate Governance practices followed by the Company, in terms of Clause 49 (X) of the Listing Agreement with the Stock Exchanges, is provided separately in this Annual Report.

Business Responsibility Report

As stipulated under Clause 55 of the Listing Agreement, the Business Responsibility Report describing the initiatives taken by the Company from environmental, social and governance perspective is attached as part of the Annual Report.

Contracts and arrangements with Related Parties

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. The Policy on related party transactions as approved by the Board may be accessed on the Company's website at the link:http://investor.gmrgroup.in/investors/GIL-Policies.html. Your Directors draw attention of the members to Note 32 to the standalone financial statements which set out related party disclosures.

Corporate Social Responsibility (CSR)

The Corporate Social Responsibility Committee (CSR Committee) has formulated and recommended to the Board, a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company, which has been approved by the Board. The CSR Policy may be accessed on the Company's website at the link: http://investor.gmrgroup.in/investors/GIL-Policies.html.

The Company has identified three focus areas during the year under review, towards the mandatory community service CSR activities, which are as under:

- Education
- Health, Hygiene & Sanitation
- Empowerment & Livelihoods

The Company would also undertake other need based initiatives in compliance with Schedule VII to the Companies Act, 2013. During the year, the Company has spent ₹ 2.92 Crore (more than 2% of the average net profits of the Company for the last three financial years) on CSR activities.

The Annual Report on CSR activities is annexed as **"Annexure B"** to this Report. Further, the activities undertaken by GMR Varalakshmi Foundation (GMRVF), Corporate Social Responsibility arm of the GMR Group, have been highlighted in detail in the Management Discussion and Analysis Report.

Risk Management

In the rapidly changing business environment, your Company is exposed to a number of risks that impact its businesses in varying measures. It is imperative to identify and address these risks and at the same time leverage opportunities for achieving Company's objectives.

Your Company's Enterprise Risk Management (ERM) framework is in line with the current best practices and effectively addresses the emerging challenges of its various businesses.

Significant developments during the year under review include:

- Risk assessment was carried out in detail at bid stage of various projects in Energy, Coal mines auctions and Transportation sector (Railway EPC projects) with emphasis on independent views on key business assumptions in order to promote informed decision-making;
- During the year, the focus was on decentralization, internal capability building and deployment of the frameworks through ERM teams in sectors and where needed, through outsourced partners;
- With successful pilot-implementation of the Project Risk Management (PRM) framework, the same is being replicated at all projects with an objective to enable effective control over project completion time and costs;
- A draft of the Risk Appetite Framework for the Group has been developed to establish thresholds for quantum of risks that are acceptable in Group's businesses;
- A Physical Risk Benchmarking framework for Energy assets has been developed and is ready for deployment;
- Moving towards e-enablement of ERM processes through deployment of IT tools across the Group to capture, report and to escalate risks across the sectors and business units.

Updates on ERM activities are shared on a regular basis with Management Assurance Group (MAG). The ERM Team also presents to the Management and the Audit Committee of the Board, the risk assessment and minimization procedures adopted to assess the reliability of the risk management structure and efficiency of the process.

A detailed note on risks and concerns affecting the businesses of the Company is provided in Management Discussion and Analysis.

Risk Management Policy

During the year, the Board of Directors of the Company on the recommendation of the Audit Committee, has approved the Risk Management Policy.

ERM Philosophy

The ERM philosophy of the Group is built based on its vision and values. The Group upholds its vision "To be an institution in perpetuity that will build entrepreneurial organizations, making a difference to society through creation of value."

The Group has developed a dynamic growth strategy and is in the process of implementing robust institution building processes in pursuit of its vision. ERM aims at balancing the two by ensuring that key decisions with regard to strategy and institution building are commensurate with the Group's risk appetite.

The GMR Group's ERM philosophy is "To integrate the process for managing risk across GMR Group and throughout its business and life cycle to enable protection and enhancement of stakeholder value."

The Group has developed a dynamic growth strategy and is in the process of implementing robust institution building processes in pursuit of its vision. ERM aims at balancing the two by ensuring that key decisions with regard to strategy and institution building are commensurate with the Group's risk appetite.

The Group endorses the following principles as adapted from ISO 31000:2009 (Risk Management - Principles and Guidelines):

- ERM Protects and enhances value
- ERM is an integral part of all organizational processes and is applicable across the Group
- ERM is an input to decision making
- ERM is systematic, structured and timely
- ERM is transparent, inclusive and consultative
- ERM is dynamic, iterative and responsive to changes
- ERM facilitates continual improvement

Internal Financial Controls

The Company has in place adequate internal financial controls with reference to financial statements. These controls were tested and no reportable material weaknesses were observed in the operations of the Company.

Directors and Key Managerial Personnel

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. K.V.V. Rao and Mr. B.V.N. Rao, Directors of the Company, retire by rotation at the ensuing Annual General Meeting of the Company and are eligible for reappointment. Mr. B.V.N. Rao has expressed his desire to offer himself for reappointment and Mr. K.V.V. Rao has expressed his desire not to offer himself for reappointment.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company in its Meeting held on September 18, 2014 had appointed Mrs. Vissa Siva Kameswari as an additional Director of the Company with effect from October 1, 2014, for a period up to the conclusion of the 20th Annual General Meeting of the Company. The Company has also received requisite notice in writing pursuant to Section 160 of the Companies Act, 2013 from a member along with requisite deposit proposing the candidature of Mrs. Vissa Siva Kameswari for appointment as an Independent Director of the Company at the ensuing Annual General Meeting of the Company.

The brief resume and details of Directors who are to be appointed/re-appointed are furnished in the Notice for the Annual General Meeting.

The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed both under Section 149(6) of the Companies Act, 2013 and Clause 49 of the Listing Agreement with the Stock Exchanges.

Annual evaluation of Board performance, Board Committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements under Clause 49 of the Listing Agreements has been carried out. The performance of the Board was evaluated based on the criteria like Board composition and structure, effectiveness of board processes, information and functioning etc. The performance of the committees was evaluated based on the criteria such as the composition of committees, effectiveness of committee meetings etc. The Board and the Nomination and Remuneration Committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role. The Company's Nomination and Remuneration Policy for Directors, Key Managerial Personnel and senior management is annexed as **"Annexure C"** to the Board's Report.

Auditors and Auditors' Report

Statutory Auditors

M/s. S.R. Batliboi & Associates LLP, Chartered Accountants, Statutory Auditors of the Company, hold office till the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment. They have confirmed their eligibility to the effect that their re-appointment, if made, would be within the prescribed limits under the Companies Act, 2013 and that they are not disqualified for re-appointment.

Management's response on the Statutory Auditors Qualification / Comments on the Company's standalone financial statements

1. Qualification pertaining to the dispute in GMIAL -On June 18, 2014, the arbitration tribunal delivered its award declaring that the Concession agreement was not void ab initio and is valid and binding on the parties. Further, the tribunal declared that the Government of Maldives and MACL are jointly and severally liable to GMIAL for loss caused by repudiation of the contract. The quantum of the damages is yet to be decided. Based on this favorable arbitration order, internal assessment and a legal opinion obtained by GMIAL, the management of the Company is confident that GMIAL would be successful in getting the compensation under the concession agreement at least to the extent of the carrying value of the assets taken over by GoM / MACL and the subsequent expenditure incurred by GMIAL as at March 31, 2015. Further, management of the Company is confident that the GMIAL will not be required to bear any further cost towards claim from GADLIL or other service providers on account of termination of their contracts. Accordingly, no further adjustments have been considered necessary as at March 31, 2015.

2. Qualification pertaining to the investment in GKUAEL - As efforts for revival of the project did not succeed, GKUAEL has issued a notice of dispute to NHAI invoking arbitration provisions of the Concession Agreement. Both the parties have appointed their arbitrators and the arbitration process is pending commencement. GKUAEL has transferred the aforesaid project costs of ₹ 130.99 Crore to claims recoverable and has made a provision against the same in the financial statements.

Based on an internal assessment and a legal opinion obtained, management of the Company is confident that neither further costs need to be borne by GKUAEL nor GKUAEL will be required to pay damages to NHAI. Accordingly, no further adjustments have been considered necessary as at March 31, 2015.

3. Qualification pertaining to recognition on profit of sale of ISG and LGM during the year ending March 31, 2014 - Management based on its internal assessment and a legal opinion was of the view that all the “Conditions Precedent” were either fulfilled or waived or agreed to be not applicable as at March 31, 2014, except for the buyer to obtain approval from Bank Negara Malaysia (not a “Condition Precedent”) which was obtained on April 3, 2014 and subsequently on receipt of the sale consideration, the shares were transferred to the buyer on April 30, 2014. In view of the same, the Company recognized the profit on sale of ISG and LGM in the year ended March 31, 2014. Further, since the sale was already concluded and consideration also received, any adjustment with respect to this qualification will not have any impact on the cumulative surplus in the profit and loss statement as of March 31, 2015.

4. Comment with respect to clause no. iv in the annexure to auditors’ report on matters specified in Companies (Auditor’s Report) Order, 2015, (“CARO”) - The Company continuously reviews the internal control systems, identify weaknesses and strengthens the processes, wherever required. However, the Company has reviewed the findings and further strengthened the processes.

5. Comment with respect to clause no. ix in the annexure to auditors’ report on matters specified in CARO -The Company endeavors and ensures that dues to the financial institutions, banks and debenture holders are generally made on time.

6. Comment with respect to clause no. x in the annexure to auditors’ report on matters specified in CARO –Corporate guarantee support is provided by the Company to its subsidiaries and other group companies, based on requirements, in the normal conduct of the business. Commission is normally not charged on corporate guarantees issued by the Company.

Management’s response on the Statutory Auditors Qualification / Comments on the Company’s consolidated financial statements

7. Qualification pertaining to the capitalization of indirect expenditure and borrowing costs in GREL - GREL has approached the MCA seeking clarification / relaxation on applicability of MCA general circular 35/2014 dated August 27, 2014. Further, pursuant to receipt of instructions from SEBI through NSE on rectification of this qualification through restatement of accounts, the Hon’ble High Court of Delhi, while hearing the petition filed by the Group in this regard, directed SEBI not to insist on restatement of accounts till the next hearing date, which is scheduled for September 4, 2015. In view of the same, no adjustment has been made to this effect in the financial statements.

8. Qualification pertaining to GMIAL, GKUAEL, ISG and LGM, management response is provided in paras 1, 2 and 3 above respectively.

9. Comment with respect to clause no. iv in the annexure to auditors’ report on matters specified in Companies (Auditor’s Report) Order, 2015, (“CARO”) - The Company continuously reviews the internal control systems, identify weaknesses and further strengthens the processes, wherever required.

10. Comment with respect to clause no. vii (a) and ix in the annexure to auditors’ report on matters specified in CARO -The Company endeavors and ensures that the statutory dues and dues to the financial institutions, banks and debenture holders are generally made on time by all the group companies.

11. Comment with respect to clause no. x(a) in the annexure to auditors’ report on matters specified in CARO on guarantee given by the Company –Corporate guarantee support is provided by the Company to its subsidiaries and other group companies, based on requirements, in the normal conduct of the business. Commission is normally not charged on corporate guarantees issued by the Company.

12. Comment with respect to clause no. x(b) in the annexure to auditors’ report on matters specified in CARO on pledge of KSPL assets –As part of the Group, KSPL has provided its assets as security for the loans taken by other group companies and the Company had also provided loan to KSPL to meet its requirement. This is in the course of normal conduct of business and the management of the Company will ensure that KSPL’s interests are protected.

13. Comments with respect to clause no. i, iii, viii and xii in the annexure to auditors' report on matters specified in CARO on fixed assets, on loans granted to companies, on firms or other parties covered in the register maintained under section 189 of the Act, on accumulated cash losses and on fraud respectively - The Group has taken appropriate action.

Cost Auditors

Pursuant to Section 148 of the Companies Act,2013 read with The Companies (Cost Records and Audit) Amendment Rules, 2014, the cost audit records maintained by the Company in respect of its EPC business is required to be audited, as the same is falling under the non-regulated sector.

The Board, on the recommendation of the Audit Committee, has appointed M/s. Rao, Murthy & Associates, Cost Accountants as cost auditors for conducting the audit of cost records of the Company for the financial year 2014-15 and 2015-16.

Accordingly, a Resolution seeking Member’s ratification, approval for the remuneration to M/s. Rao, Murthy & Associates, Cost Accountants is included in the Notice convening the Annual General Meeting.

Secretarial Auditor

The Board has appointed M/s. V. Sreedharan & Associates, Company Secretaries, a firm of Company Secretaries in Practice, to conduct Secretarial Audit for the financial year 2014-15. The Secretarial Audit Report for the financial year ended March 31, 2015 is annexed herewith as **"Annexure D"** to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

Disclosures:

CSR Committee

The CSR Committee comprises of Mr. R.S.S.L.N. Bhaskarudu as Chairman, Mr. B.V.N. Rao and Mr. O. B. Raju as members.

Audit Committee

The Audit Committee comprises of Mr. N. C. Sarabeswaran as Chairman, Mr. S. Rajagopal and Mr. R. S. S. L. N. Bhaskarudu as members.

All the recommendations made by the Audit Committee were accepted by the Board.

Vigil Mechanism

The Company has a vigil mechanism named Whistle Blower Policy, which provides a platform to disclose information, confidentially and without fear of reprisal or victimization, where there is reason to believe that there has been serious malpractice, fraud, impropriety, abuse or wrong doing within the Company. The details of the Whistle Blower Policy is explained in the Corporate Governance Report and also posted on the website of the Company.

Meetings of the Board

A calendar of Meetings is prepared and circulated in advance to the Directors. During the year, ten Board Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

Particulars of Loans, Guarantees and Investments

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

Conservation of energy, technology absorption and foreign exchange earnings and outgo

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of The Companies (Accounts) Rules, 2014, is provided in **"Annexure E"**.

Extract of Annual Return

The details forming part of the extract of the Annual Return in Form MGT. 9 is provided in **"Annexure F"**.

Particulars of Employees and related disclosures

The information required under Section 197 (12) of the Companies Act, 2013 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached as **"Annexure G"**.

The information required under Rule 5(2) and (3) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in the Annexure forming part of this Report. In terms of the first proviso to Section 136 of the Companies Act, 2013, the Report and Accounts are being sent to the members excluding the aforesaid Annexure. Any member interested in obtaining the same may write to the Company Secretary at the Registered Office of the Company. None of the employees listed in the said Annexure is related to any Director of the Company.

Developments in Human Resources and Organization Development

The Company has robust process of human resources development which is described in detail in Management Discussion and Analysis section under the heading "Developments in Human Resources and Organization Development at GMR Group".

Changes in Share capital

Qualified Institutions Placement (QIP):

During the year under review, your Company successfully completed issue and allotment of 46,88,17,097 equity shares of ₹ 1 each at a price of ₹ 31.50 per equity share, including a premium of ₹ 30.50 per equity share, aggregating to ₹ 1,476.77 Crore to Qualified Institutional Buyers (QIBs) as per Chapter VIII of SEBI Regulations, through the Qualified Institutions Placement (QIP). The QIP opened for subscription to QIBs on July 02, 2014 and closed on July 08, 2014. The entire money amounting to ₹ 1,476.77 Crore was received and allotment of shares was made on July 10, 2014. Consequent to this allotment, the listed equity share capital has increased from ₹ 389.24 Crore to ₹ 436.13 Crore.

The total paid capital of the Company as on March 31, 2015 is ₹ 1,572.80 Crore comprising of Equity Share Capital of ₹ 436.13 Crore and CCPS Capital of ₹ 1,136.67 Crore.

Share Warrants:

During the year under review, your Company has issued 18,00,00,000 warrants convertible into 18,00,00,000 Equity Shares to GMR Infra Ventures LLP, promoter group entity at an issue price of ₹ 31.50 per equity share on August 26, 2014. These warrants are convertible into equity shares within 18 months from the date of their allotment. Your Company has received the proceeds from GMR Infra Ventures LLP on August 26, 2014 amounting to ₹ 141.75 Crore, being 25% of the consideration amount for allotment of the said warrants, as per the requirement of Regulation 77 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009.

Forfeiture of Shares:

In August 2014, the Board of Directors of the Company had approved forfeiture of 4,500 partly paid up equity shares of ₹ 1 each, with effect from August 14, 2014, in accordance with the provision of the Articles of Association. Your Company has issued a notice to each of the erstwhile shareholders of 4,500 partly paid up Equity Shares intimating about the forfeiture.

Rights Issue:

Your Company had issued 93,45,53,010 equity shares of face value of ₹ 1.00 each for cash at a price of ₹ 15.00 per equity share (including a premium of ₹ 14.00 per equity share) aggregating to ₹ 1,401.83 Crore on a rights basis to the eligible equity shareholders of your company in the ratio of 3 equity shares for every 14 fully paid-up equity shares held by the eligible equity shareholders on the record date, that is on March 12, 2015. The said equity shares were allotted to the equity shareholders of your company on April 18, 2015.

The total paid capital of the Company after the rights issue is ₹ 1,666.25 Crore comprising of Equity Share Capital of ₹ 529.58 Crore and CCPS Capital of ₹ 1,136.67 Crore.

Environmental Protection and Sustainability

Since inception, sustainability has remained at the core of our business strategy. Besides economic performance, safe operations, environment conservation and social well-being have always been at the core of our philosophy of sustainable business. In anticipation of upcoming regulations and requirements, the Company has invested substantially and allocated other resources to proactively adopt and implement manufacturing / business processes to increase its adherence to environmental standards and enhance its industry safety levels. At GMR Group, the challenges due to the Company's operations related to EHS aspects of the business, employees and society are mapped and mitigated through a series of systematic and disciplined sets of policies and procedures.

The Company continues to abide by regulations concerning the environment by allocating substantial investments and resources on a continuous basis to adopt and implement pollution control measures. Our continual endeavor to go beyond compliance and conserve natural resources helps to march towards attaining excellence in environmental management and efficient & sustainable operations as well. As the Company operates in an increasingly resource-constrained world, being environmentally conscious and efficient are key to our operations. The Company remains committed to our Corporate Environment, Health, Safety and Quality (EHSQ) Policy to articulate, guide, and adopt an integrated approach towards implementing EHSQ objectives. These established systems certified by reputed certifying agencies have helped to monitor and manage our operations systematically, safely and in environmental friendly manner. When such practices become institutionalized, they protect environment and reduce costs.

The Company understands the global thrusts for minimizing the effect of developmental projects towards global warming. The Company has developed various projects voluntarily and some of the projects are under development stage, which ultimately reduces GHG emissions into the atmosphere and thus, minimizing the global warming effect. The Company has evolved as Sustainability leader by registering 7 CDM Projects with UNFCCC.

As a responsible corporate citizen, the Company is striving to meet the expectations of neighboring communities around our plants and other locations through GMR Varalakshmi Foundation. The foundation works closely with them and strives to impact the lives of millions of farmers, youth, women and children through numerous programs.

Energy Sector

Energy Sector has continuously ventured to promote cleaner fuel operations and renewable energy. The super critical technology power plant is under development at Chhattisgarh. The 25 MW capacities Solar Photo-Voltaic based power generation and 2.1 MW and 1.25 MW wind turbine generators in the state of Gujarat and Tamil Nadu respectively, with the total capacity of the wind turbine generator being 3.35 MW is fully operational which commitment towards sustainability in terms of clean and renewable energy resource.

GMR Energy sector has aligned its energy business with its comprehensive "EHS Framework", adopting best manufacturing practices, optimizing energy, natural resources & technology, best available practices, go beyond compliance, etc.

All the operating units have all necessary statutory clearances in place and are in compliance with environmental regulations. The Company has adopted state of the art systems and measures to control emissions and effluent in design stage itself. Hazardous wastes management and disposal has been in accordance with Central Pollution Control Board (CPCB) guidelines. Continuous Stack Emission Monitoring System (CEMS) and continuous Ambient Air Quality Monitoring Systems (CAAQMS) at power plants have been set for monitoring of vital pollution parameters on real time basis. Also, each of the operating units has dedicated Effluent treatment Plant to treat waste water from the units and utilize or discharge in accordance with Pollution Control Board Norms. All parameters like stack emissions, ambient air quality, water quality, noise level etc are maintained well within the stipulated norms. The monitoring reports are submitted periodically to statutory authorities. Internal audits and surveillance audits as per the requirements of ISO certifications are conducted and any observation or non-conformance is dealt with utmost importance. The system is managed by dedicated EHS team and steered frequently at Apex level for quick actions.

Various employee engagement campaigns are conducted at plant by celebrating world environment day, national safety week, national fire awareness week, national cleanliness day, road safety awareness week, energy conservation week, earth day, etc to create awareness and generate ideas for implementation. During mass plantation drive, employees, families, children and nearby villagers are involved. Dense green belt development is under progress.

Systems and processes as per Global Reporting Initiative (GRI-G4) are being implemented across all the power plants. Energy Sector has published its first ever Sustainability Report for FY 13-14 as per GRI-G4 guidelines and made available to all its relevant stakeholders.

EMCO Energy Limited (EEL) has been certified for the Integrated Management System by M/s BVCI. Approval of Wild Life Conservation plan has been obtained. Three CAAQMS stations and CEMS at stacks have been installed. "Sampoorna Swachhata" a journey of Swachhata campaigning was initiated and being implemented throughout the year. "EMCO Nirmal Jivan" - a series of Wellness Programs for Employee health wellbeing consisting of Yoga, Balanced Diet & Nutrition Counselling, Medical camp on Spirometry are initiated. Safety audits by Cross department teams, trainings on Electrical Safety, Defensive driving, Fire Safety, First Aid, Chemical Safety were conducted. Awareness campaign on Anti-Tobacco, Snakes bite, Swine Flue - Common respiratory problems and Nukkad Natak (Dramas) on Safety, Swachhata were conducted. Mock drills on scenarios such as Release of Hydrogen, Chlorine Leakage, Fire at Coal Conveyor, Fire at ESP were conducted. National Fire Service Day / Week, Earth Day, World Environment Day, Cleanliness Day, National Safety Day were observed. A sustainable farming based greenbelt development consisting of 10,000 Mango trees and 20000 non-Fruit bearing Saplings were planted.

GMR Kamalanga Energy Limited (GKEL) is fully compliant with all the statutory norms of operating parameters. Out of the total ash generation of 1003470 MT, ~ 34% of ash has been utilized for brick manufacturing, road making and land development. 83,728 number of tree saplings were planted covering an area of about 69 acres in FY 14-15. "Swachhata Abhiyaan" – a cleanliness campaign and "5 S" Housekeeping Drive are being implemented. Besides various EHS initiatives and campaigns, a series of Behaviour Based Safety (BBS) trainings were conducted to inculcate positive safety culture amongst workforce.

GMR Chhattisgarh Energy Limited (GCEL) has obtained the amendment for usage of domestic coal from MoEF and Factory License from Inspectorate of Factories. 44,112 number of tree saplings were planted in this financial year covering an area of about 115.5 acres. Following Surveillance Audit of Integrated Management System (IMS), GCEL received ISO 14001:EMS, OHSAS 18001 and ISO 9001:QMS certificates. Various campaigns viz., World Earth Day, World Environment Day, Road Safety Awareness Week, National Safety Day / Week were observed at GCEL.

GMR Power Corporation Limited (GPCL), Chennai planted 190 saplings covering an area of about 3 acres.

GMR Vemagiri Power Generation Limited (GVPGL) and GMR Rajahmundry Energy Limited (GREL) observed World Environment Day, Road Safety Awareness Week and National Safety Week. GVPGL sold its accumulated Certified Emission Reduction (CER) of about 3,15,320 to M/s British Petroleum Energy Asia Pte Ltd., Singapore and fetched a revenue of about ₹ 34.89 Lakhs. 3,000 saplings have been planted in GREL premises.

GMR Energy Limited (GEL), Kakinada has achieved 0 Lost Time Injury Frequency Rate (LTIFR) with nil reportable accidents in this financial year and is fully compliant with all statutory norms and procedures. GEL inaugurated Swachhata Abhiyan (cleanliness) campaign. GEL celebrated World Environmental Day, Safety Week, Road Safety Week, Fire Service Week. Recertification of ISO 9001:2008, ISO 14001:2004 and OHSAS 18001: 2007 has been done by M/s GL-DNV. Plantations were done by employees in nearby schools.

GMR Bajoli Holi Power Project has achieved 21, 59,079 safe man hours in this financial year and in compliant with all applicable EHS rules and regulations. Following certification audit for Integrated management system (IMS), M/s TUV India- certifying agency granted ISO 9001:2008, ISO 14001:2004 and OHSAS 18001: 2007 certificates. 400 saplings were planted in the colony.

Airport Sector

Airport Sector embraces the concept of sustainability by managing activities in environment friendly manner, minimizing natural resource utilization and maintaining collaborative relationships with the community and stakeholders. Our strategy for long-term stability and continual improvement is focused on cost-effective operation, social responsibility, environment and ecology oriented business approach and practices, which are governed and managed by latest technological processes, improved infrastructure, efficient operational measures, continuous learning and education, effective change management and communication with all possible stakeholders' support.

Environment Sustainable Management is an integral part of our business strategy which helps in achieving social credibility and business sustainability by efficient integration of policy, system, procedures, infrastructure and community support. The Company adopted all possible proactive sustainable approach for the airport to develop an environment friendly posture that accommodates the community's concerns while still meeting all regulatory requirements. Our key environmental and social elements which have direct/indirect impact on society are aircraft noise, emission, air quality, water & wastewater, solid waste and conservation of natural resources. A dedicated team of professionals is deployed to deal with all areas of environmental and social concerns. All the impacts associated with its business aspect are being effectively resolved by working closely with the communities around the airport by proper knowledge sharing forum, media communications, communication to stakeholders and stakeholders meeting, further with the support of regulatory and government agencies.

Air and Water management is ensured by regular monitoring, analysis and following government regulations and guidance. Solid & Hazardous wastes are handled as per the applicable rules. Sewage treatment plant is operational to treat the waste water. Entire treated water is being reused appropriately for the flushing, irrigation purposes.

DIAL

Environment Sustainable Management is an integral part of your company's business strategy. It focus highly on natural resource conservation, pollution preventions and skill developments on the part of business sustainability at Delhi Airport by efficient integration of policy, system, procedures, infrastructures and community supports.

DIAL is committed to conduct its business in an environment and social friendly manner by adopting all possible operational and technological measures to minimize the impact of its activities on the environment and society.

DIAL has adopted all possible proactive sustainable approach for the airport to develop an environment friendly posture that accommodates the community's concerns, while still meeting all regulatory requirements.

Some of the recent achievements during this financial year are:

- Green Company Certification by CII at Gold Level, becoming first airport in India to achieve this landmark, March, 2015;
- Greentech Environment Excellence Award 2014 - Platinum Level, January 2015;
- National Energy Excellent Award by CII, October, 2014;
- Golden Peacock Award for Sustainable Environment Management at DIAL by Institute of Directors, July, 2014;
- Developed Standardized Training Package called Leadership in Energy and Environmental Design and operation of Airport Infrastructure along with Aviation Academy and got approved by ICAO, July, 2014;
- Founding Member of India GHG Program of CII;
- Successfully completed ISO 14001 - Environment Management System recertification audit by M/s. DNV, certified organization and sustaining from 2008;
- Sustain "Optimisation Level" accreditation by Airport Council International (ACI) for Carbon Management implemented at IGI Airport from 2013;
- Regular Training on Environmental Management and Sustainability Management;
- Environment Day celebration & Tree plantation on every World Environment Day event on 5th June.

GHIAL

GMR Hyderabad International Airport Ltd. (GHIAL) is complying with the applicable environmental legal requirements of DGCA, APPCB and MoEF, as highlighted below:

- Upgradation of the existing "Online Continuous Environmental Monitoring Station" by addition of three new analysers (Carbon monoxide, Ozone and Hydrocarbons);

- The second "Noise Monitoring Terminal" has been installed and commissioned at AGL substation - East in order to comply with Aviation Environmental Circular No. 3 of 2013 i.e. Aviation Noise Management at Airports;
- An environmental portal has been developed to maintain a centralized environmental data base for the airport including stakeholders;
- GMR Hyderabad International Airport has received the Confederation of Indian Industries (CII) Award for "Excellent Energy Efficient Unit" during the 15th National Award for Excellence in Energy Management 2014;
- Rajiv Gandhi International Airport (RGIA) won a first prize in Private Institutions category for the Best Landscape for the Fifth time in a row, in the recently concluded Garden Festival 2015 organized by the Department of Horticulture, Government of Telangana. RGIA also won a First prize for the Best Rotaries and medians. The department of Horticulture organized this garden festival in the month of January 2015;
- Hyderabad's RGIA Cargo has received the Middle East / Indian Subcontinent Airport of the year and Green award at the Payload Asia Awards, 2014;
- A noise mapping study has been done in line with DGCA guidelines to predict distribution of noise intensity around the airport;
- An Environment Week was organized from 2nd June to 7th June at the Airport. During the week, various environmental promotional activities were conducted:
  - o Distribution and display of World Environment Day campaign material such as banners, bookmarks etc;
  - o Promotion of WED's theme 'Raise your voice, not the sea level' to the airport community, passengers and visitors;
  - o Bi-cycling to promote zero pollution and good health;
  - o Plantation in the airport;
  - o Competitions among the airport community such as poster painting, quiz, innovative solutions to the environmental issues and the best practices etc;
  - o Involvement of passengers with environmental promotional activities;
  - o Promotion of public transport, carpooling and fuel conservation;
  - o Awareness campaigns on food waste control;
  - o Promotion of water and energy conservation.

The airport's carbon intensity has been reduced from 3.14 (year 2013) to 2.60 kg of CO2 per passenger for the calendar year 2014.

Further the other details w.r.t. Environmental Protection and Sustainability have been explained in the Management Discussion and Analysis Report.

Events subsequent to the date of financial statements

There are no material changes and commitments affecting financial position of the company between March 31, 2015 and Board's Report dated August 21, 2015.

Change in the nature of business, if any

There is no change in the nature of business of the company.

Significant and Material Orders passed by the Regulators

There are no significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and the company's operations in future.

Fixed Deposits

During the year under review, the Company has not accepted any deposits from the public.

Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

Your 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 (ICC) has been set up to address complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this Policy.

The following is a summary of sexual harassment complaints received and disposed off during the financial year ending March 31, 2015:

Number of complaints received	: NIL
Number of complaints disposed off	: NIL

Acknowledgements

Your Directors thank the lenders, banks, financial institutions, business associates, customers, Government of India, State Governments in India, regulatory and statutory authorities, shareholders and the society at large for their valuable support and co-operation. Your Directors also thank the employees of the Company and its subsidiaries for their continued contribution, commitment and dedication.

For and on behalf of the Board

Place: Bengaluru
Date: August 21, 2015

G. M. Rao
Executive Chairman

ANNEXURE 'A' TO THE BOARD'S REPORT

A. List of Subsidiary Companies, Joint Ventures and Associate Companies

(as on 31.03.2015)

Sl. No.	Name of the Subsidiary Companies, Joint Ventures and Associate Companies	Subsidiary / Joint Ventures /Associate
1.	GMR Energy Limited (GEL)	Subsidiary
2.	GMR Power Corporation Limited (GPCL)	Subsidiary
3.	GMR Vemagiri Power Generation Limited (GVPGL)	Subsidiary
4.	GMR (Badrinath) Hydro Power Generation Private Limited (GBHPL)	Subsidiary
5.	GMR Mining & Energy Private Limited (GMEL)	Subsidiary
6.	GMR Kamalanga Energy Limited (GKEL)	Subsidiary
7.	Himtal Hydro Power Company Private Limited (HHPPL)	Subsidiary
8.	GMR Energy (Mauritius) Limited (GEML)	Subsidiary
9.	GMR Lion Energy Limited (GLEL)	Subsidiary
10.	GMR Upper Karnali Hydropower Limited (GUKPL)	Subsidiary
11.	GMR Energy Trading Limited (GETL)	Subsidiary
12.	GMR Consulting Services Private Limited (GCSPL)	Subsidiary
13.	GMR Coastal Energy Private Limited (GCEPL)	Subsidiary
14.	GMR BajoliHoli Hydropower Private Limited (GBHHPL)	Subsidiary
15.	GMR Londa Hydropower Private Limited (GLHPPL)	Subsidiary
16.	GMR Kakinada Energy Private Limited (GKEPL)	Subsidiary
17.	GMR Chhattisgarh Energy Limited (GCHEPL)	Subsidiary
18.	GMR Energy (Cyprus) Limited (GECL)	Subsidiary
19.	GMR Energy (Netherlands) B.V. (GENBV)	Subsidiary
20.	PT DwikaryaSejatiUtma (PTDSU)	Subsidiary
21.	PT Duta SaranaInternusa (PTDSI)	Subsidiary
22.	PT Barasentosa Lestari (PTBSL)	Subsidiary
23.	GMR Rajahmundry Energy Limited (GREL)	Subsidiary
24.	SJK Powergen Limited (SJK)	Subsidiary
25.	PT Unsoco (PT)	Subsidiary
26.	EMCO Energy Limited (EMCO)	Subsidiary
27.	Homeland Energy Group Limited (HEGL)	Subsidiary
28.	GMR Maharashtra Energy Limited (GMAEL)	Subsidiary
29.	GMR Bundelkhand Energy Private Limited (GBEPL)	Subsidiary
30.	GMR Uttar Pradesh Energy Private Limited (GUPEPL)	Subsidiary
31.	GMR Hosur Energy Limited (GHOEL)	Subsidiary
32.	GMR Gujarat Solar Power Private Limited (GGSPPL)	Subsidiary
33.	Karnali Transmission Company Private Limited (KTCPL)	Subsidiary
34.	Marsyangdi Transmission Company Private Limited (MTCPL)	Subsidiary
35.	GMR Indo-Nepal Energy Links Limited (GINELL)	Subsidiary
36.	GMR Indo-Nepal Power Corridors Limited (GINPCL)	Subsidiary
37.	GMR Renewable Energy Limited (GREEL)	Subsidiary
38.	Aravali Transmission Service Company Limited (ATSCL)	Subsidiary
39.	Maru Transmission Service Company Limited (MTSCL)	Subsidiary
40.	GMR Energy Projects (Mauritius) Limited (GEPML)	Subsidiary
41.	GMR Infrastructure (Singapore) Pte Limited (GISPL)	Subsidiary
42.	GMR Coal Resources Pte Limited (GCRPL)	Subsidiary
43.	GMR Power Infra Limited (GPIL)	Subsidiary
44.	GMR Highways Limited (GMRHL)	Subsidiary
45.	GMR TambaramTindivanam Expressways Limited (GTTEPL)	Subsidiary
46.	GMR Tuni Anakapalli Expressways Limited (GTAEPL)	Subsidiary
47.	GMR Ambala Chandigarh Expressways Private Limited (GACEPL)	Subsidiary
48.	GMR Pochanpalli Expressways Limited (GPEPL)	Subsidiary
49.	GMR Hyderabad Vijayawada Expressways Private Limited (GHVEPL)	Subsidiary

Sl. No.	Name of the Subsidiary Companies, Joint Ventures and Associate Companies	Subsidiary / Joint Ventures /Associate
50.	GMR Chennai Outer Ring Road Private Limited (GCORRPL)	Subsidiary
51.	GMR OSE HungundHospet Highways Private Limited (GOSEHHHPL)	Subsidiary
52.	GMR Kishangarh Udaipur Ahmedabad Expressways Limited (GKUAEL)	Subsidiary
53.	GMR Highways Projects Private Limited (GHPPL)	Subsidiary
54.	GMR Hyderabad International Airport Limited (GHIAL)	Subsidiary
55.	Gateways for India Airports Private Limited (GFIAL)	Subsidiary
56.	Hyderabad Menzies Air Cargo Private Limited (HMACPL)	Subsidiary
57.	Hyderabad Airport Security Services Limited (HASSL)	Subsidiary
58.	GMR Hyderabad Airport Resource Management Limited (GHARML)	Subsidiary
59.	GMR Hyderabad Aerotropolis Limited (HAPL)	Subsidiary
60.	GMR Hyderabad Aviation SEZ Limited (GHASL)	Subsidiary
61.	GMR Hyderabad Multiproduct SEZ Limited (GHMSL)	Subsidiary
62.	GMR Aerospace Engineering Company Private Limited (GAECL) (formerly known as MAS GMR Aerospace Engineering Company Private Limited (MGAECL))	Subsidiary
63.	GMR Aero Technic Limited (GATL) (formerly known as MAS GMR Aero Technic Limited (MGATL))	Subsidiary
64.	Hyderabad Duty Free Retail Limited (HDFRL)	Subsidiary
65.	GMR Airport Developers Limited (GADL)	Subsidiary
66.	GMR Airport Handling Services Company Limited (GAHSCL)	Subsidiary
67.	GADL International Limited (GADLIL)	Subsidiary
68.	GADL (Mauritius) Limited (GADLML)	Subsidiary
69.	GMR Hotels and Resorts Limited (GHRL)	Subsidiary
70.	GMR Hyderabad Airport Power Distribution Limited (GHAPDL)	Subsidiary
71.	Delhi International Airport Private Limited (DIAL)	Subsidiary
72.	Delhi Aerotropolis Private Limited (DAPL)	Subsidiary
73.	Delhi Duty Free Services Private Limited (DDFS)	Subsidiary
74.	Delhi Airport Parking Services Private Limited (DAPSL)	Subsidiary
75.	GMR Airports Limited (GAL)	Subsidiary
76.	GMR Male International Airport Private Limited (GMIAL)	Subsidiary
77.	GMR Male Retail Private Limited (GMRPL)	Subsidiary
78.	GMR Airports (Malta) Limited (GMRAML)	Subsidiary
79.	GMR Airport Global Limited (GAGL)	Subsidiary
80.	GMR Airports (Mauritius) Limited (GALM)	Subsidiary
81.	GMR Aviation Private Limited (GAPL)	Subsidiary
82.	GMR Krishnagiri SEZ Limited (GKSEZ)	Subsidiary
83.	Advika Properties Private Limited (APPL)	Subsidiary
84.	Aklima Properties Private Limited (AKPPL)	Subsidiary
85.	Amartya Properties Private Limited (AMPPL)	Subsidiary
86.	Baruni Properties Private Limited (BPPL)	Subsidiary
87.	Bougainvillea Properties Private Limited (BOPPL)	Subsidiary
88.	Camelia Properties Private Limited (CPPL)	Subsidiary
89.	Deepesh Properties Private Limited (DPPL)	Subsidiary
90.	Eila Properties Private Limited (EPPL)	Subsidiary
91.	Gerbera Properties Private Limited (GPL)	Subsidiary
92.	Lakshmi Priya Properties Private Limited (LPPPL)	Subsidiary
93.	Honeysuckle Properties Private Limited (HPPL)	Subsidiary
94.	Idika Properties Private Limited (IPPL)	Subsidiary
95.	Krishnapriya Properties Private Limited (KPPL)	Subsidiary
96.	Larkspur Properties Private Limited (LAPPL)	Subsidiary
97.	Nadira Properties Private Limited (NPPL)	Subsidiary
98.	Padmapriya Properties Private Limited(PAPPL)	Subsidiary
99.	Prakalpa Properties Private Limited (PPPL)	Subsidiary
100.	Purnachandra Properties Private Limited (PUPPL)	Subsidiary

Sl. No.	Name of the Subsidiary Companies, Joint Ventures and Associate Companies	Subsidiary / Joint Ventures /Associate
101.	Shreyadita Properties Private Limited (SPPL)	Subsidiary
102.	Pranesh Properties Private Limited (PRPPL)	Subsidiary
103.	Sreepa Properties Private Limited (SRPPL)	Subsidiary
104.	Radhapriya Properties Private Limited (RPPL)	Subsidiary
105.	Asteria Real Estates Private Limited (AREPL)	Subsidiary
106.	GMR Hosur Industrial City Private Limited (GHICL)	Subsidiary
107.	Namitha Real Estates Private Limited (NREPL)	Subsidiary
108.	Honey Flower Estates Private Limited (HFEPL)	Subsidiary
109.	GMR Hosur EMC Limited (GHEMCPL)	Subsidiary
110.	GMR SEZ and Port Holdings Private Limited (GSPHPL)	Subsidiary
111.	East Godavari Power Distribution Company Private Limited (EGPDCPL)	Subsidiary
112.	Suzone Properties Private Limited (SUPPL)	Subsidiary
113.	GMR Utilities Private Limited (GUPL)	Subsidiary
114.	Lilliam Properties Private Limited (LPPL)	Subsidiary
115.	GMR Corporate Affairs Private Limited (GCAPL)	Subsidiary
116.	Dhruvi Securities Private Limited (DSPL)	Subsidiary
117.	Kakinada SEZ Private Limited (KSPL)	Subsidiary
118.	GMR Business Process and Services Private Limited (GBPSPL)	Subsidiary
119.	GMR Infrastructure (Mauritius) Limited (GIML)	Subsidiary
120.	GMR Infrastructure (Cyprus) Limited (GICL)	Subsidiary
121.	GMR Infrastructure Overseas (Malta) Limited (GIOSL)	Subsidiary
122.	GMR Infrastructure (UK) Limited (GIUL)	Subsidiary
123.	GMR Infrastructure (Global) Limited (GIGL)	Subsidiary
124.	GMR Energy (Global) Limited (GEGL)	Subsidiary
125.	GMR Infrastructure Overseas Limited (GIOL)	Subsidiary
126.	Jadcherla Expressways Private Limited (JEPL) (formerly known as GMR Jadcherla Expressways Limited (GJEPL))	Associate
127.	Ulundurpet Expressways Private Limited (UEPL) (GMR Ulundurpet Expressways Private Limited (GUEPL))	Associate
128.	East Delhi Waste Processing Company Private Limited (EDWPCPL)	Associate
129.	Rampia Coal Mine and Energy Private Limited (RCMEPL)	Joint Venture
130.	PT Golden Energy Mines Tbk (PTGEMS)	Joint Venture
131.	PT Roundhill Capital Indonesia (RCI)	Joint Venture
132.	PT Borneo Indobara (BIB)	Joint Venture
133.	PT KuansingIntiMakmur (KIM)	Joint Venture
134.	PT KaryaCemerlangPersada (KCP)	Joint Venture
135.	PT Bungo Bara Utama (BBU)	Joint Venture
136.	PT Bara HarmonisBatangAsam (BHBA)	Joint Venture
137.	PT Berkat Nusantara Permai (BNP)	Joint Venture
138.	PT TanjungBelit Bara Utama (TBBU)	Joint Venture
139.	PT TrisulaKencanaSakti (TKS)	Joint Venture
140.	GEMS Trading Resources Pte Limited (GEMSCR)	Joint Venture
141.	PT BumiAnugerahSemesta (BAS)	Joint Venture
142.	Asia Pacific Flight Training Academy Limited (APFT)	Joint Venture
143.	Laqshya Hyderabad Airport Media Private Limited (Laqshya)	Joint Venture
144.	Delhi Aviation Services Private Limited (DASPL)	Joint Venture
145.	Travel Food Services (Delhi Terminal 3) Private Limited (TFS)	Joint Venture
146.	Delhi Aviation Fuel Facility Private Limited (DAFF)	Joint Venture
147.	Celebi Delhi Cargo Terminal Management India Private Limited (CDCTM)	Joint Venture
148.	Wipro Airport IT Services Limited (WAISL)	Joint Venture
149.	TIM Delhi Airport Advertising Private Limited (TIM)	Joint Venture
150.	GMR Megawide Cebu Airport Corporation (GMCAC)	Joint Venture
151.	Limak GMR Construction JV (CJV)	Joint Venture

B. Form No. AOC - 1

(Pursuant to First proviso to sub-section (3) of section 129 of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries / associate companies / joint ventures

Part 'A': Subsidiaries

(₹ in crore)

S. No	Name of the subsidiary	Reporting period	Reporting currency	Capital	Reserves	Total Assets	Total Liabilities	Investments*	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	Proposed dividend	% of shareholding
1	GMR Krishnagiri SEZ Limited #	April 01, 2014 - March 31, 2015	INR	117.50	(6.62)	446.20	335.31	-	-	(0.84)	-	(0.84)	-	100.00%
2	GMR Aviation Private Limited	April 01, 2014 - March 31, 2015	INR	86.44	(72.79)	217.81	204.16	1.50	49.56	(19.92)	-	(19.92)	-	100.00%
3	GMR SEZ & Port Holdings Private Limited #	April 01, 2014 - March 31, 2015	INR	47.99	(14.68)	409.49	376.18	-	6.13	(9.22)	-	(9.22)	-	100.00%
4	Advika Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	1.00	(0.05)	7.01	6.05	-	-	(0.01)	-	(0.01)	-	100.00%
5	Aklima Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	1.00	(0.05)	4.16	3.21	-	-	(0.01)	-	(0.01)	-	100.00%
6	Amartya Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	1.00	0.14	7.54	6.41	-	-	0.13	-	0.13	-	100.00%
7	Baruni Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	1.00	(0.05)	6.11	5.15	-	-	(0.01)	-	(0.01)	-	100.00%
8	Bougainvillea Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	1.00	0.76	5.88	4.12	-	-	(0.01)	-	(0.01)	-	100.00%
9	Camelia Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	1.00	(0.53)	6.15	5.68	-	-	(0.04)	-	(0.04)	-	100.00%
10	Deepesh Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	1.00	1.78	8.21	5.43	-	-	(0.01)	-	(0.01)	-	100.00%
11	Eila Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	1.00	(0.05)	8.44	7.49	-	-	(0.01)	-	(0.01)	-	100.00%
12	Gerbera Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	1.00	(0.36)	6.79	6.15	-	-	0.03	0.00	0.02	-	100.00%
13	Lakshmi Priya Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	1.00	(0.04)	7.28	6.32	-	-	(0.01)	-	(0.01)	-	100.00%
14	Larkspur Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	1.00	0.52	6.43	4.91	-	-	0.36	0.11	0.25	-	100.00%
15	Honeysuckle Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	1.00	0.27	7.90	6.63	-	-	(0.01)	-	(0.01)	-	100.00%
16	Idika Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	1.00	(0.05)	6.35	5.40	-	-	(0.02)	-	(0.02)	-	100.00%
17	Krishnapriya Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	1.00	(0.10)	6.30	5.40	-	-	(0.03)	-	(0.03)	-	100.00%
18	Nadira Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	1.00	(0.09)	6.59	5.68	-	-	(0.00)	-	(0.00)	-	100.00%
19	Prakalpa Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	1.00	(0.23)	6.90	6.12	-	-	(0.01)	-	(0.01)	-	100.00%
20	Purnachandra Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	1.00	(0.15)	6.82	5.97	-	-	(0.04)	-	(0.04)	-	100.00%
21	Padmapriya Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	1.00	1.17	32.84	30.66	-	0.69	0.06	0.02	0.04	-	100.00%
22	Pranesh Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	1.00	(0.07)	7.13	6.21	-	-	(0.02)	-	(0.02)	-	100.00%
23	Radhapriya Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	1.00	(0.04)	8.21	7.25	-	-	(0.01)	-	(0.01)	-	100.00%
24	Shreyadita Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	1.00	(0.08)	5.88	4.96	-	-	(0.02)	-	(0.02)	-	100.00%
25	Sreepa Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	1.00	0.06	5.27	4.21	-	-	0.09	-	0.09	-	100.00%
26	Asteria Real Estates Private Limited #	April 01, 2014 - March 31, 2015	INR	0.03	(0.05)	4.07	4.09	-	-	(0.01)	-	(0.01)	-	100.00%
27	GMR Hosur Industrial City Private Limited #	April 01, 2014 - March 31, 2015	INR	0.01	(0.04)	9.42	9.45	-	-	(0.03)	-	(0.03)	-	100.00%
28	Namitha Real Estates Private Limited #	April 01, 2014 - March 31, 2015	INR	0.01	(1.09)	8.27	9.35	-	-	(1.07)	-	(1.07)	-	100.00%
29	Honeyflower Estates Private Limited #	April 01, 2014 - March 31, 2015	INR	4.76	27.51	41.63	9.36	-	3.95	2.22	0.55	1.66		100.00%
30	GMR Hosur EMC Limited #	April 01, 2014 - March 31, 2015	INR	0.45	(0.05)	5.92	5.52	-	-	(0.05)	-	(0.05)		100.00%
31	East Godavari Power Distribution Company Private Limited #	April 01, 2014 - March 31, 2015	INR	0.01	(0.00)	0.01	0.00	-	-	(0.00)	-	(0.00)	-	100.00%
32	Suzone Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	0.01	(0.02)	8.00	8.01	-	-	(0.01)	-	(0.01)	-	100.00%
33	Lilliam Properties Private Limited #	April 01, 2014 - March 31, 2015	INR	0.01	(0.01)	4.09	4.09	-	-	(0.01)	-	(0.01)	-	100.00%
34	GMR Utilities Private Limited #	April 01, 2014 - March 31, 2015	INR	0.01	(0.00)	0.01	0.00	-	-	(0.00)	-	(0.00)		100.00%
35	GMR Corporate Affairs Private Limited	April 01, 2014 - March 31, 2015	INR	20.00	0.38	55.32	34.94	-	2.68	1.96	0.66	1.30	-	100.00%
36	GMR Hotels and Resorts Limited	April 01, 2014 - March 31, 2015	INR	109.66	(129.19)	172.89	192.42	-	50.66	(20.65)	-	(20.65)	-	100.00%

(₹ in crore)

S. No	Name of the subsidiary	Reporting period	Reporting currency	Capital	Reserves	Total Assets	Total Liabilities	Investments*	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	Proposed dividend	% of shareholding
37	Kakinada SEZ Private Limited #	April 01, 2014 - March 31, 2015	INR	93.99	(2.83)	1,328.35	1,237.19	-	-	(0.42)	-	(0.42)	-	51.00%
38	Dhruvi Securities Private Limited	April 01, 2014 - March 31, 2015	INR	210.06	142.86	1,093.22	740.31	24.20	71.36	19.18	6.30	12.89	-	100.00%
39	GMR Business Process and Services Private Limited	April 01, 2014 - March 31, 2015	INR	0.01	(0.83)	2.19	3.00	-	0.93	0.02	-	0.02	-	100.00%
40	GMR Airport Developers Limited	April 01, 2014 - March 31, 2015	INR	5.10	32.10	145.70	108.50	9.78	52.30	0.41	0.35	0.06	-	100.00%
41	GMR Hyderabad International Airport Limited	April 01, 2014 - March 31, 2015	INR	378.00	(61.98)	2,717.59	2,401.57	13.00	417.11	(196.81)	(9.26)	(187.56)	-	63.00%
42	Hyderabad Airport Security Services Limited #	April 01, 2014 - March 31, 2015	INR	12.50	0.51	46.36	33.34	1.13	-	0.04	0.01	0.03	-	100.00%
43	GMR Hyderabad Airport Resource Management Limited #	April 01, 2014 - March 31, 2015	INR	0.05	(0.06)	0.05	0.06	-	-	(0.00)	(0.00)	0.00	-	100.00%
44	GMR Hyderabad Aerotropolis Limited	April 01, 2014 - March 31, 2015	INR	33.63	(1.01)	33.19	0.57	1.67	0.57	0.15	0.05	0.10	-	100.00%
45	Hyderabad Menzies Air Cargo Private Limited	April 01, 2014 - March 31, 2015	INR	19.04	39.33	77.56	19.19	0.78	73.76	25.64	5.20	20.44	-	51.00%
46	GMR Hyderabad Multi Product SEZ Limited #	April 01, 2014 - March 31, 2015	INR	0.05	(0.04)	0.01	0.00	-	-	(0.00)	-	(0.00)	-	100.00%
47	GMR Hyderabad Aviation SEZ Limited	April 01, 2014 - March 31, 2015	INR	49.90	10.51	123.35	62.94	0.49	19.75	(0.44)	(0.82)	0.38	-	100.00%
48	Gateways for India Airports Private Limited	April 01, 2014 - March 31, 2015	INR	0.01	2.10	2.75	0.64	2.46	-	0.20	(0.01)	0.21	-	86.49%
49	Delhi International Airport Private Limited	April 01, 2014 - March 31, 2015	INR	2,450.00	(741.95)	11,121.15	9,413.10	246.63	4,195.50	227.91	-	227.91	-	54.00%
50	Delhi Aerotropolis Private Limited #	April 01, 2014 - March 31, 2015	INR	0.10	(0.15)	0.09	0.14	-	-	(0.01)	-	(0.01)	-	100.00%
51	Delhi Duty Free Services Private Limited	April 01, 2014 - March 31, 2015	INR	80.00	28.14	432.43	324.29	-	800.72	77.58	26.46	51.12	16.00	66.93%
52	Delhi Airport Parking Services Private Limited	April 01, 2014 - March 31, 2015	INR	81.44	0.76	228.91	146.71	5.67	64.01	3.23	0.54	2.69	-	90.00%
53	Hyderabad Duty Free Retail Limited	April 01, 2014 - March 31, 2015	INR	16.95	4.35	35.56	14.26	12.35	59.17	8.59	2.84	5.74	1.70	100.00%
54	GMR Airport Handling Services Company Limited #	April 01, 2014 - March 31, 2015	INR	0.05	(0.02)	0.03	0.00	-	-	(0.00)	-	(0.00)	-	100.00%
55	GMR Hyderabad Airport Power Distribution Limited #	April 01, 2014 - March 31, 2015	INR	0.05	(0.02)	0.04	0.00	-	-	(0.00)	-	(0.00)	-	100.00%
56	GMR Aero Technic Limited	April 01, 2014 - March 31, 2015	INR	25.00	(295.13)	79.17	349.29	-	67.23	(68.66)	-	(68.66)	-	100.00%
57	GMR Aerospace Engineering Company Limited	April 01, 2014 - March 31, 2015	INR	237.90	(17.63)	490.09	269.81	-	30.44	(3.75)	-	(3.75)	-	100.00%
58	GMR Airports Limited (Dividend - ₹ 14,778)	April 01, 2014 - March 31, 2015	INR	1,828.67	191.77	2,046.51	26.08	25.23	111.07	73.97	27.77	46.21	0.00	97.15%
59	GMR Energy Limited	April 01, 2014 - March 31, 2015	INR	2,988.06	655.07	10,594.36	6,951.23	4.00	-	(551.62)	8.07	(559.68)	-	92.60%
60	GMR Vemagiri Power Generation Limited	April 01, 2014 - March 31, 2015	INR	774.50	(246.18)	710.50	182.17	-	1.37	(41.21)	-	(41.21)	-	100.00%
61	GMR Power Corporation Limited	April 01, 2014 - March 31, 2015	INR	247.50	673.77	2,017.93	1,096.66	-	663.84	9.34	6.89	2.45	-	51.00%
62	GMR (Badrinath) Hydro Power Generation Private Limited #	April 01, 2014 - March 31, 2015	INR	5.00	(66.04)	469.60	530.64	-	-	(56.24)	-	(56.24)	-	100.00%
63	GMR Maharashtra Energy Limited #	April 01, 2014 - March 31, 2015	INR	0.05	(0.05)	7.14	7.14	-	-	(0.02)	-	(0.02)	-	100.00%
64	GMR Kamalanga Energy Limited	April 01, 2014 - March 31, 2015	INR	2,148.73	(1,343.36)	7,457.19	6,651.81	195.00	1,144.31	(853.78)	-	(853.78)	-	85.99%
65	GMR Energy Trading Limited	April 01, 2014 - March 31, 2015	INR	74.00	(15.39)	393.19	334.58	-	947.76	0.50	0.10	0.40	-	100.00%
66	GMR Consulting Services Private Limited	April 01, 2014 - March 31, 2015	INR	0.01	2.77	11.80	9.02	-	18.57	2.33	0.68	1.65	-	99.00%
67	GMR Coastal Energy Private Limited #	April 01, 2014 - March 31, 2015	INR	0.01	(0.08)	3.13	3.20	-	-	(0.02)	-	(0.02)	-	100.00%
68	GMR Bajoli Holi Hydro Power Private Limited #	April 01, 2014 - March 31, 2015	INR	182.54	(2.57)	689.48	509.50	-	-	(0.78)	-	(0.78)	-	100.00%
69	GMR Londa Hydro Power Private Limited #	April 01, 2014 - March 31, 2015	INR	0.01	(0.45)	55.60	56.04	-	-	(0.05)	-	(0.05)	-	100.00%
70	GMR Kakinada Energy Private Limited #	April 01, 2014 - March 31, 2015	INR	0.01	(0.04)	4.50	4.53	-	-	(0.01)	-	(0.01)	-	100.00%
71	GMR Chhattisgarh Energy Limited #	April 01, 2014 - March 31, 2015	INR	2,179.42	(40.34)	10,574.75	8,435.67	-	-	(24.33)	-	(24.33)	-	100.00%
72	GMR Rajahmundry Energy Limited #	April 01, 2014 - March 31, 2015	INR	520.00	(5.12)	4,419.22	3,904.34	-	-	(0.54)	-	(0.54)	-	100.00%

(₹ in crore)

S. No	Name of the subsidiary	Reporting period	Reporting currency	Capital	Reserves	Total Assets	Total Liabilities	Investments*	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	Proposed dividend	% of shareholding
73	SJK Powergen Limited #	April 01, 2014 - March 31, 2015	INR	0.50	(13.01)	435.99	448.50	-	-	(10.84)	-	(10.84)	-	70.00%
74	EMCO Energy Limited	April 01, 2014 - March 31, 2015	INR	435.00	(926.11)	3,913.93	4,405.04	-	1,200.21	(340.54)	30.07	(370.61)	-	100.00%
75	GMR Mining & Energy Private Limited #	April 01, 2014 - March 31, 2015	INR	0.05	(0.95)	0.03	0.93	-	-	(0.35)	-	(0.35)	-	100.00%
76	GMR Bundelkhand Energy Private Limited #	April 01, 2014 - March 31, 2015	INR	0.01	(0.63)	12.00	12.61	-	-	(0.56)	-	(0.56)	-	100.00%
77	GMR Uttar Pradesh Energy Private Limited #	April 01, 2014 - March 31, 2015	INR	0.01	(0.02)	0.16	0.17	-	-	(0.01)	-	(0.01)	-	100.00%
78	GMR Hosur Energy Limited #	April 01, 2014 - March 31, 2015	INR	0.05	(0.69)	22.04	22.68	-	-	(0.68)	-	(0.68)	-	100.00%
79	GMR Gujarat Solar Power Private Limited	April 01, 2014 - March 31, 2015	INR	73.60	17.72	378.44	287.12	-	63.31	6.79	1.36	5.43	-	100.00%
80	GMR Indo-Nepal Energy Links Limited #	April 01, 2014 - March 31, 2015	INR	0.05	(0.03)	0.21	0.18	-	-	(0.01)	-	(0.01)	-	100.00%
81	GMR Indo-Nepal Power Corridors Limited #	April 01, 2014 - March 31, 2015	INR	0.05	(0.02)	0.35	0.32	-	-	(0.01)	-	(0.01)	-	100.00%
82	GMR Renewable Energy Limited	April 01, 2014 - March 31, 2015	INR	2,614.01	0.18	2,614.37	0.18	1.50	1.48	0.24	0.05	0.19	-	100.00%
83	GMR Power Infra Limited	April 01, 2014 - March 31, 2015	INR	1.70	(0.76)	15.57	14.63	-	0.43	(1.45)	-	(1.45)	-	100.00%
84	GMR Tambaram Tindivanam Expressways Private Limited	April 01, 2014 - March 31, 2015	INR	1.00	185.57	500.13	313.56	-	81.56	20.37	4.39	15.98	-	100.00%
85	GMR Tuni Anakapalli Expressways Private Limited	April 01, 2014 - March 31, 2015	INR	1.00	101.04	342.29	240.25	-	58.97	7.43	1.52	5.92	-	100.00%
86	GMR Ambala Chandigarh Expressways Private Limited	April 01, 2014 - March 31, 2015	INR	239.59	(181.02)	534.67	476.10	-	36.91	(47.90)	-	(47.90)	-	100.00%
87	GMR Pochanpalli Expressways Limited	April 01, 2014 - March 31, 2015	INR	182.50	(5.10)	709.81	532.41	7.30	108.36	(59.14)	(0.01)	(59.13)	-	100.00%
88	GMR Highways Limited	April 01, 2014 - March 31, 2015	INR	726.54	(289.79)	2,111.99	1,675.24	0.57	111.19	(109.31)	(0.15)	(109.16)	-	100.00%
89	GMR Hyderabad Vijayawada Expressways Private Limited	April 01, 2014 - March 31, 2015	INR	302.53	(210.05)	2,231.06	2,138.58	-	231.59	(92.29)	-	(92.29)	-	90.00%
90	GMR Chennai Outer Ring Road Private Limited	April 01, 2014 - March 31, 2015	INR	150.00	(39.49)	894.21	783.70	-	117.93	(21.33)	-	(21.33)	-	90.00%
91	GMR OSE Hungund Hospet Highways Private Limited	April 01, 2014 - March 31, 2015	INR	230.00	(85.54)	1,257.78	1,113.32	-	106.42	(44.62)	-	(44.62)	-	51.00%
92	GMR Highways Projects Private Limited	April 01, 2014 - March 31, 2015	INR	0.02	(0.01)	0.02	0.01	-	-	(0.00)	-	(0.00)	-	100.00%
93	GMR Kishangarh Udaipur Ahmedabad Expressways Limited	April 01, 2014 - March 31, 2015	INR	700.00	(2.27)	735.72	37.99	-	-	0.55	0.19	0.36	-	100.00%
94	GMR Infrastructure (Global) Limited (b)	April 01, 2014 - March 31, 2015	USD	863.49	59.65	923.93	0.79	-	-	(0.63)	-	(0.63)	-	100.00%
95	GMR Infrastructure (Cyprus) Limited (b)	April 01, 2014 - March 31, 2015	USD	0.05	829.85	1,475.13	645.24	-	-	8.03	2.54	5.49	-	100.00%
96	GMR Energy (Global) Limited (b)	April 01, 2014 - March 31, 2015	USD	923.53	(923.19)	0.36	0.02	-	-	(0.02)	-	(0.02)	-	100.00%
97	GMR Infrastructure Overseas Limited, Malta (d)	April 01, 2014 - March 31, 2015	EURO	0.02	611.00	619.63	8.61	-	-	4.30	-	4.30	-	100.00%
98	GMR Infrastructure (Mauritius) Limited (b)	April 01, 2014 - March 31, 2015	USD	2,021.39	(165.47)	3,126.95	1,271.03	189.18	-	(18.34)	-	(18.34)	-	100.00%
99	GMR Infrastructure (UK) Limited (e)	April 01, 2014 - March 31, 2015	GBP	46.33	(116.47)	21.93	92.07	-	-	(21.76)	1.70	(23.46)	-	100.00%
100	GMR Airports (Malta) Limited (b)	April 01, 2014 - March 31, 2015	USD	0.01	(0.76)	0.20	0.95	-	-	0.08	0.19	(0.11)	-	100.00%
101	GADL (Mauritius) Limited (b)	April 01, 2014 - March 31, 2015	USD	0.83	(0.21)	0.70	0.08	-	-	(0.18)	-	(0.18)	-	100.00%
102	GADL International Limited (b)	April 01, 2014 - March 31, 2015	USD	0.16	(25.06)	278.76	303.66	31.27	-	(1.67)	-	(1.67)	-	100.00%
103	GMR Infrastructure (Overseas) Limited (b)	April 01, 2014 - March 31, 2015	USD	0.00	(0.09)	3.80	3.89	-	-	(0.16)	-	(0.16)	-	100.00%
104	GMR Male International Airport Private Limited (b)	April 01, 2014 - March 31, 2015	USD	189.50	(2.35)	1,486.96	1,299.81	-	-	(34.81)	0.04	(34.84)	-	77.00%
105	GMR Airport Global Limited (b)	April 01, 2014 - March 31, 2015	USD	0.63	29.83	32.90	2.43	-	3.66	(11.44)	-	(11.44)	-	100.00%
106	GMR Male Retail Private Limited (b)	April 01, 2014 - March 31, 2015	USD	0.00	(0.08)	0.05	0.13	-	-	(0.01)	-	(0.01)	-	99.50%
107	GMR Energy (Mauritius) Limited (b)	April 01, 2014 - March 31, 2015	USD	521.90	(15.88)	641.29	135.27	-	-	(0.25)	-	(0.25)	-	100.00%

(₹ in crore)

S. No	Name of the subsidiary	Reporting period	Reporting currency	Capital	Reserves	Total Assets	Total Liabilities	Investments*	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	Proposed dividend	% of shareholding
108	GMR Lion Energy Limited(b)	April 01, 2014 - March 31, 2015	USD	18.55	(2.14)	55.33	38.92	-	-	(1.22)	0.10	(1.32)	-	100.00%
109	GMR Energy(Cyprus) Limited (b)	April 01, 2014 - March 31, 2015	USD	0.03	2.93	342.45	339.49	-	-	(5.10)	-	(5.10)	-	100.00%
110	GMR Energy (Netherlands) B.V.(b)	April 01, 2014 - March 31, 2015	USD	0.15	256.78	685.63	428.69	-	-	(7.54)	-	(7.54)	-	100.00%
111	PT Unsoco ('c)	April 01, 2014 - March 31, 2015	IDR	0.48	0.08	0.55	-	-	-	0.00	-	0.00	-	100.00%
112	PT Dwikarya Sejati Utama (b) #	April 01, 2014 - March 31, 2015	USD	0.17	-	7.66	7.49	-	-	(0.04)	-	(0.04)	-	100.00%
113	PT Duta Sarana Internusa (b) #	April 01, 2014 - March 31, 2015	USD	(0.47)	-	7.66	8.13			(0.04)	-	(0.04)	-	100.00%
114	PT Barasentosa Lestari (b) #	April 01, 2014 - March 31, 2015	USD	(0.23)	-	7.05	7.29			(0.04)	(0.00)	(0.04)	-	100.00%
115	Homeland Energy Group Limited (g)	January 01, 2014 - December 31, 2014	CAD	539.37	(538.50)	1.85	0.98	-	-	206.86	-	206.86	-	55.72%
116	GMR Infrastructure Singapore Pte Limited (b)	April 01, 2014 - March 31, 2015	USD	346.76	1,476.28	3,231.13	1,408.09	-	1.09	(16.19)	0.28	(16.47)	-	100.00%
117	GMR Energy Projects (Mauritius) Limited (b)	April 01, 2014 - March 31, 2015	USD	0.06	(0.86)	1,596.62	1,597.42	-	-	(0.83)	-	(0.83)	-	100.00%
118	GMR Coal resources Pte Ltd (b)	April 01, 2014 - March 31, 2015	USD	39.41	(444.26)	3,321.82	3,726.66	-	470.77	(141.36)	5.39	(146.75)	-	100.00%
119	Himtal Hydro Power Co. (P) Limited (a) #	April 01, 2014 - March 31, 2015	NPR	12.50	(1.13)	32.49	21.12	-	-	(0.23)	0.00	(0.23)	-	82.00%
120	GMR Upper Karnali Hydro Power Limited (a) #	April 01, 2014 - March 31, 2015	NPR	0.94	(1.82)	53.81	54.69	-	-	(0.31)	0.00	(0.31)	-	73.00%
121	Karnali Transmission Company Private Limited (a) #	April 01, 2014 - March 31, 2015	NPR	0.21	(0.05)	2.79	2.63	-	-	(0.01)	-	(0.01)	-	100.00%
122	Marsyangdi Transmission Co. Pvt. Limited (a) #	April 01, 2014 - March 31, 2015	NPR	0.21	(0.05)	2.88	2.72	-	-	(0.01)	-	(0.01)	-	100.00%
123	Aravali Transmission Service Company Limited	April 01, 2014 - March 31, 2015	INR	5.23	(3.64)	274.87	273.28	-	17.03	(2.90)	0.08	(2.97)	-	100.00%
124	Maru Transmission Service Company Limited	April 01, 2014 - March 31, 2015	INR	8.94	(0.76)	379.02	370.84	-	39.50	1.62	0.32	1.29	-	100.00%
125	GMR Airports (Mauritius) Limited (b)	April 01, 2014 - March 31, 2015	USD	0.95	(49.25)	405.85	454.16	400.43	-	(32.92)	-	(32.92)	-	100.00%

Notes:

1.The annual accounts of the Subsidiary Companies and the related detailed information will be made available to the members of the Company and the subsidiary companies seeking such information at any point of time. The annual accounts of the subsidiary companies will also be kept for inspection by any member in the registered office and that of the subsidiary companies concerned.

2 * Investments except investment in Subsidiaries, joint ventures and associates.

3. Details of reporting currency and the rate used in the preparation of consolidated financial statements.

Reporting Currency Reference	For Conversion		
	Currency	Average Rate (in ₹)	Closing Rate (in ₹)
a	NPR	1.60	1.60
b	USD	61.43	63.06
c	IDR	0.0051	0.0048
d	Euro	78.18	67.19
e	GBP	98.98	92.47
f	SGD	47.55	45.48
g	CAD	54.06	49.03
h	PHP	1.37	1.42
i	IDR @	0.0052	0.0051

4. # indicates the names of subsidiaries which are yet to commence operations

5. Names of subsidiaries which have been liquidated or sold during the year.

Homeland Energy Corporation
Homeland Mining & Energy SA (Pty) Limited
Homeland Coal Mining (Pty) Limited
Corpclo 331 (Pty) Limited
Ferret Coal (Kendal) (Pty) Limited

Part 'B': Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates/Joint Ventures	Latest audited Balance sheet date	Shares of Associate/Joint Ventures held by the company on the year end			Description of how there is significant influence	Reason why the associate/ joint venture is not consolidated	Networth attributable to Shareholding as per latest audited Balance Sheet	Profit / Loss for the year (₹ in crore)	
		Number in crore	Amount of Investment in Associates/Joint Venture (₹ in crore)	Extend of Holding %				Considered in Consolidation	Not Considered in Consolidation
Associates									
Jadcherla Expressways Private Limited	March 31, 2015	4.91	49.12	26.00%	Company holds investment which by share ownership is deemed to be an associate company	NA	NA	12.51	-
Ulundurpet Expressways Private Limited	March 31, 2015	6.88	88.82	26.00%		NA	NA	0.48	-
East Delhi Waste Processing Company Private Limited	March 31, 2015	0.00	0.01	48.99%		NA	NA	0.00	-
JointVentures									
Delhi Aviation Services Private Limited	March 31, 2015	1.25	12.50	50.00%	NA	NA	17.76	0.53	-
Travel Food Services (Delhi T3) Private Limited	March 31, 2015	0.32	3.20	40.00%	NA	NA	(0.72)	0.87	-
Delhi Aviation Fuel Facility Private Limited	March 31, 2015	4.26	42.64	26.00%	NA	NA	52.39	6.91	-
Celebi Delhi Cargo Terminal Management India Private Limited	March 31, 2015	2.91	29.12	26.00%	NA	NA	54.80	5.22	-
TIM Delhi Airport Advertisement Private Limited	March 31, 2015	0.92	9.22	49.90%	NA	NA	26.40	11.59	-
Wipro Airport IT Services Limited	March 31, 2015	0.13	1.30	26.00%	NA	NA	2.39	0.25	-
Asia Pacific Flight Training Academy Limited	March 31, 2015	0.35	3.53	40.04%	NA	NA	(0.29)	(1.62)	-
Laqshya Hyderabad Airport Media Private Limited	March 31, 2015	0.98	9.80	49.00%	NA	NA	(4.10)	2.61	-
GMR Megawide Cebu Airport Corporation	December 31, 2014	278.31	278.68	40.00%	NA	NA	283.31	(4.20)	-
Limak GMR Construction JV	March 31, 2015	0.00	0.12	50.00%	NA	NA	(0.37)	(0.46)	-
Rampia Coal Mine and Energy Private Limited	March 31, 2015	2.43	2.44	17.39%	NA	NA	2.25	(0.02)	-
PT Golden Energy Mines Tbk	December 31, 2014	176.47	3,234.16	30.00%	NA	NA	469.65	18.28	-
PT Roundhill Capital Indonesia				29.70%					
PT Borneo Indobara				29.43%					
PT Kuansing Inti Makmur				30.00%					
PT Karya Cemerlang Persada				30.00%					
PT Bungo Bara Utama				30.00%					
PT Bara Harmonis Batang Asam				30.00%					
PT Berkat Nusantara Permai				30.00%					
PT Tanjung Belit Bara Utama				30.00%					
PT Trisula Kencana Sakti				21.00%					
GEMS Trading Resources Pte Limited				30.00%					
PT Bumi Anugerah Semesta				24.00%					

Notes:

Names of associates or joint ventures which are yet to commence operations

Nil

Names of associates or joint ventures which have been liquidated or sold during the year

Joint ventures sold during the year

Nhalalala Mining (Pty) Limited

Devyani Food Street Private Limited

Delhi Select Services Hospitality Private Limited

Delhi Cargo Service Center Private Limited

ANNEXURE 'B' TO THE BOARD'S REPORT

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

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 programmes.**

   CSR Policy is stated herein below:

   Weblink: http://investor.gmrgroup.in/investors/GIL-Policies.html

2. **The Composition of the CSR Committee:**

   Mr. R.S.S.L.N. Bhaskarudu - Chairman (Independent Director)

   Mr. B.V.N. Rao - Member (Group Director)

   Mr. O Bangaru Raju - Member (Director)

3. **Average net profit of the company for last three financial years:**

   Average net profit: ₹ 113.22 Crore

4. **Prescribed CSR Expenditure (two per cent of the amount as in item 3 above):**

   The Company is required to spend ₹ 2.26 Crore towards CSR

5. **Details of CSR spent during the financial year:**

   (a) Total amount spent for the financial year:

   ₹ 2.92 Crore

   (b) Amount unspent, if any:

   Nil

   (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 Projects or Activities	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 [i.e. Locations and Districts (State)]	Amount outlay (Budget) Project or Programs Wise (Amount ₹ in Crore)	Amount spent on the Projects or Programs [Subheads: (1) Direct expenditure on Projects or Programs. (2) Overheads] (Amount ₹ in Crore)	Cumulative expenditure upto to the reporting period (Amount ₹ in Crore)	Amount spent: Direct or through implementing agency
1	Tent Schools which cater to approximately 500 out of school children in migrant labour communities	Education	Bengaluru, Karnataka	0.25	0.20	0.20	Directly through GMR Varalakshmi Foundation (GMRVF)
2	Support to 12 Vidya Volunteers in Hyderabad, Telengana and 3 teachers in Delhi who support education of 2000 and 700 under privileged children respectively	Education	-	0.19	0	0	Directly through GMRVF
3	Support to education of 7 under privileged children through sponsorship of fees etc.	Education	Mangalore, Karnataka	0.025	0.025	0.025	Directly through GMRVF
4	Scholarships for approximately 40 under privileged students towards Engineering Education	Education	Rajam, Andhra Pradesh	0.65	0.65	0.65	Directly through GMRVF
5	Vocational training and placement support for 400 unemployed youth	Empowerment and Livelihoods	Bengaluru, Karnataka	0.45	0.40	0.40	Directly through GMRVF
6	Support to CII Skills Training Centre which provides training to 50 unemployed youth	Empowerment and Livelihoods	Chindwara, Madhya Pradesh	0.55	0.025	0.025	Through CII, Madhya Pradesh
7	Support to SwarnaJayanthi Institute of Rural Entrepreneurship Development (SIRED) which will provide vocational training to 900 unemployed youth per year	Empowerment and Livelihoods	Nellore, Andhra Pradesh	0.075	0.51	0.51	Through Swarna Bharathi Trust, Nellore

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
8	Support to Self Help Groups, skill training for the SHG women, and marketing support covering at least 100 women to earn livelihoods in various locations in India	Empowerment and Livelihoods	Hyderabad, Telangana; Mangalore, Karnataka	0.075	0.075	0.075	Directly through GMRVF
9	Support to at least 200 destitute persons at New Ark Mission	Empowerment and Livelihoods	Bengaluru, Karnataka	0.024	0.024	0.024	Through New Ark Mission, Bengaluru
10	Support to Raj Prakash Trust which runs medical camps for under privileged communities covering approximately 1000 people	Health, Hygiene and Sanitation	Bengaluru, Karnataka	0.021	0.021	0.021	Through Raj Prakash Trust, Bengaluru
11	Support to health care activities for migrant labour communities covering 3000 persons	Health, Hygiene and Sanitation	Bengaluru, Karnataka	0.05	0.03	0.03	Directly through GMRVF
12	Support for specialized and quality services at a rural Hospital in Rajam, which provides subsidized health care to rural communities in about 30 mandals covering a total population of 15 lakh people for whom access to quality medical facilities is otherwise lacking.	Health, Hygiene and Sanitation	Rajam, Andhra Pradesh	0.57	0.57	0.57	Directly through GMRVF
13	Vasavi Hospitals	Health, Hygiene and Sanitation	Bengaluru, Karnataka	0	0.25	0.25	Vasavi Hospital, Bengaluru
14	Upkeep of Bengaluru Toilets @ ₹ 9000 per month for 12 months	Health, Hygiene and Sanitation	Bengaluru, Karnataka	0	0.011	0.011	Directly through GMRVF
15	Admin and HR expenses (5% of total, as allowed)	Admin	Several locations	0	0.125	0.125	Directly through GMRVF
	TOTAL			**2.93**	**2.9160**	**2.9160**	

6. In case the company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board's report: **The Company has met the spend requirement on CSR activities.**

7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company: **The implementation and monitoring of the CSR Policy is in compliance with CSR objectives and Policy of the Company.**

R.S.S.L.N. Bhaskarudu
Chairman CSR Committee

CSR Policy
(Approved by the Board of Directors on August 13, 2014)

GMR Infrastructure Limited (the Company), a part of GMR Group has adopted the CSR Policy of GMR Group. GMR Group (the Group) recognizes that its business activities have wide impact on the societies in which it operates and therefore an effective practice is required giving due consideration to the interests of its stakeholders including shareholders, customers, employees, suppliers, business partners, local communities and other organizations.

The Company is driven by Group's vision to make a difference, specifically to society by contributing to the economic development of the country and improving the quality of life of the local communities. Towards this vision, the Company intends to support corporate social responsibility initiatives across the country through GMR Varalakshmi Foundation (implementing partner). The initiatives will be in the areas of education, health, hygiene, sanitation, empowerment, livelihood and community development.

CSR Policy for GMR Infrastructure Limited

In continuance to the community development initiatives being undertaken by the Company and in pursuance of the requirements of the Companies Act, 2013, the company as part of its CSR initiatives proposes to engage and work on the following areas (with a special focus to geographical locations in India where GMR infrastructure Limited has presence), herein after referred to as the CSR Policy:

i) **Education:**

- Support for promotion of education of all kinds (school education, technical, higher, vocational and adult education), to all ages and in various forms, with a focus on vulnerable and under-privileged;
- Education for girl child and the under-privileged by providing appropriate infrastructure and groom them as future citizens and contributing members of society;

ii) **Health, Hygiene and Sanitation:**

- Ambulance services, mobile medical units, health awareness programmes and camps, medical check-ups, HIV/AIDS awareness initiatives, health care facilities and services, sanitation facilities;
- Eradicating hunger, poverty and malnutrition, promotion of preventive health care and sanitation, and making available safe drinking water;
- Reducing child mortality and improving maternal health;

iii) **Empowerment & Livelihoods:**

- Employment enhancing vocational skills training, marketing support and other initiatives for youth, women, elderly, rural population and the differently-abled, and livelihood enhancement projects;
- promoting gender equality, empowering women, working for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
- Assist in skill development by providing direction and technical expertise for empowerment;

iv) **Community Development:**

- Encouraging youth and children to form clubs and participate in community development activities such as like cleanliness drives, plantation drives etc.

v) **Environmental sustainability:**

- ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro-forestry, conservation of natural resources and maintaining quality of soil, air and water;

vi) **Heritage and Culture:**

- protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional arts and handicrafts;

vii) Measures for the benefit of armed forces veterans, war widows and their dependents;

viii) Training to promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports;

ix) Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government or the State Governments for socio-economic development and relief, and funds for the welfare of the Scheduled Castes, Scheduled Tribes, other backward classes, minorities and women;

x) Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;

xi) Other rural development projects;

xii) Slum area development;

xiii) Such other activities included in Schedule VII of the Companies Act, 2013 as may be identified by CSR Committee from time to time, which are not expressly prohibited.

It may be noted that the above activities are indicative and are activities that the company may at any point of time engage but all such activities may not be taken up by the Company during this year 2014-15.

The expenditure incurred for the following activities shall not be treated as CSR activity by the Company

- Activities undertaken in pursuance of the normal course of business;

- Activities undertaken outside India;

- Activities that benefit exclusively the employees of the company or their family members;

- One-off events such as marathons/ awards/ charitable contribution/ advertisement/ sponsorships of TV programmesetc;

- Expenses incurred by companies for the fulfillment of any Act/ Statute of regulations (such as Labour Laws, Land Acquisition Act etc.)

Further, the surplus arising out of the CSR activity shall not form part of business profits of the Company.

Further, it may be noted that the surplus arising out of the CSR activity shall not form part of business profits of the Company.

CSR activities that the Company proposes to take up during the financial year 2014-15

i) CSR projects/programs/activities identified:

Sl. No	Project	Program	Activities
1	Promoting Education	1.1 Tent Schools which cater to approximately 500 out of school children in migrant labour communities in Bengaluru, Karnataka	Quality education, nutrition support, life skill and awareness inputs, mainstreaming
		1.2 Support to 12 Vidya Volunteers in Hyderabad, Telengana and 3 teachers in Delhi who support education of 2000 and 700 under privileged children respectively	Quality teaching and support to overall activities at the schools aimed at ensuring the holistic development of children
		1.3 Support to education of 7 under privileged children through sponsorship of fees etc. in Mangalore, Karnataka	Identify eligible children, sponsor the fee and review educational performance with parents/teachers
		1.4 Scholarships for approximately 40 under privileged students towards Engineering Education in Rajam, Seemandhra	Identify eligible students, issue scholarships and review educational performance
2	Promoting Employment Enhancing Vocation Skills	2.1 Vocational training and placement support for 400 unemployed youth in Bengaluru, Karnataka	Identification of eligible youth, skill training and allied inputs, placement support
		2.2 Support to SwarnaJayanthi Institute of Rural Entrepreneurship Development (SIRED) which provides vocational training to 900 unemployed youth in Nellore, Seemandhra	Identification of eligible youth, skill training and allied inputs, placement
		2.3 Support to CII Skills Training Centre which provides training to 50 unemployed youth in Chhindwara, Madhya Pradesh	Support to training, placement activities and support to capital and operational expenditure of this Centre
3	Promoting Preventive Health Care	3.1 Support to Raj Prakash Trust which runs medical camps for under privileged communities covering approximately 1000 people in Bengaluru, Karnataka	Support to organizing medical camps once in a week
		3.2 Support to health care activities for migrant labour communities covering 3000 persons in Bengaluru, Karnataka	At least a total of 60 Medical camps and awareness events
4	Promoting Preventive Health Care and Rural Development	Support for specialized and quality services at a rural Hospital in Rajam, which provides subsidized health care to rural communities in about 30 mandals covering a total population of 15 lakh people for whom access to quality medical facilities is otherwise lacking. The supports for the year shall include: • Neuro surgical equipment and other equipment • Refurbishment of ambulance • Support for running blood bank • Support for nephrologist and Neuro surgeon. Services of such specialists are otherwise not accessible to the communities here.	Service quality up gradation at Rajam hospital. The specialists will cater services to at least 10 OP cases per day and at least 15 accident and trauma cases per month. The ambulance will help in transferring at least 30 patients per month to VIZAG The blood bank will serve needy people across 30 mandals.
5	Support to Women Empowerment	5.1 Support to Self Help Groups, skill training for the SHG women, and marketing support covering at least 100 women to earn livelihoods in various locations in India	Organizing SHGs and livelihood opportunities
6	Eradicating Hunger, Poverty and Malnutrition	6.1 Support to at least 200 destitute persons at New Ark Mission in Bengaluru, Karnataka	Part support to the humanitarian activities of New Ark Mission – mainly food and medicine cost

ii) Modalities of execution:

GMR infrastructure Limited will be implementing the aforementioned project through GMR Varalakshmi Foundation (GMRVF), which is a company within the meaning of Section 8 of the Companies Act, 2013:

About GMR Varalakshmi Foundation:

GMR Varalakshmi Foundation (GMRVF) is the Corporate Social Responsibility arm of the GMR Group. Its mandate is to develop social infrastructure and enhance the quality of lives of communities, especially those around the locations where the Group has a presence. Its Vision is to make sustainable impact on the human development of under-served communities through initiatives in education, health and livelihoods.

GMRVF is a Section 8 (not-for-profit) company. It is governed by a Board chaired by the Group Chairman, GMR Group. It has its own professional staff drawn from top educational and social work institutions. GMRVF has been in existence for over a decade.

GMRVF is organized in three wings: the Education Wing sets up and runs quality educational institutions, from pre-school to post-graduate level, towards making quality education accessible to all sections of the community, specially in under-served areas; the Health Wing sets up and runs healthcare establishments to provide quality healthcare in under-served areas; the Community Services Wing works with under-privileged communities to enhance their lives and livelihoods. The Community Services Wing has a staff of about 100 qualified and experienced social work professionals.

Implementation Schedule

The CSR Activities are expected to be carried out throughout the year.

iii) Implementation Schedule for 2014-15

Sl. No	Project	Program	Activities
1	Promoting Education	1.1 Tent Schools which cater to approximately 500 out of school children in migrant labour communities in Bengaluru, Karnataka	Quality education, nutrition support, life skill and awareness inputs, mainstreaming
		1.2 Support to 12 Vidya Volunteers in Hyderabad, Telengana and 3 teachers in Delhi who support education of 2000 and 700 under privileged children respectively	Quality teaching and support to overall activities aimed at ensuring the holistic development of children
		1.3 Support to education of 7 under privileged children through sponsorship of fees etc. in Mangalore, Karnataka	Identify eligible children, sponsor the fee and review educational performance
		1.4 Scholarships for approximately 40 under privileged students towards Engineering Education in Rajam, Seemandhra	Identify eligible students, issue scholarships and review educational performance
2	Promoting Employee Enhancing Vocation Skills	2.1 Vocational training and placement support for 400 unemployed youth in Bengaluru, Karnataka	Identification of eligible youth, skill training and allied inputs, placement
		2.2 Support to SwarnaJayanthi Institute of Rural Entrepreneurship Development (SIRED) which provides vocational training to 900 unemployed youth in Nellore, Seemandhra	Identification of eligible youth, skill training and allied inputs, placement
		2.3 Support to CII Skills Training Centre which provides training to 50 unemployed youth in Chhindwara, Madhya Pradesh	Support to training and placement activities. Support to capital and operational expenditure
3	Promoting Preventive Health Care	3.1 Support to Raj Prakash Trust which runs medical camps for under privileged communities covering approximately 1000 people in Bengaluru, Karnataka	Support to organizing one medical camp per week
		3.2 Support to health care activities for migrant labour communities covering 3000 persons in Bengaluru, Karnataka	A total of 60 Medical camps and awareness events
4	Promoting Preventive Health Care and Rural Development	Support for specialized and quality services at a rural Hospital in Rajam, which provides subsidized health care to rural communities in about 30 mandals covering a total population of 15 lakh people for whom access to quality medical facilities is otherwise lacking.	Neuro surgical equipment and other equipment & Refurbishment of ambulance
			Support for running blood bank, support for nephrologist and Neuro surgeon. Services of such specialists are otherwise not accessible to the communities here.
5	Support to Women Empowerment	Support to Self Help Groups, skill training for the SHG women, and marketing support covering at least 100 women to earn livelihoods in various locations in India	Organizing SHGs and livelihood opportunities
6	Eradicating Hunger, Poverty and Malnutrition	Support to at least 200 destitute persons at New Ark Mission in Bengaluru, Karnataka	Support to the humanitarian activities of New Ark Mission

iv) Monitoring process:

Monitoring will be done on half yearly basis by the CSR Committee of the Board based on detailed MIS and reports presented to it, and by occasional visits to the activities by the CSR Committee.

ANNEXURE 'C' TO BOARD'S REPORT

Nomination and Remuneration Policy for Directors, Key Managerial Personnel and Senior Management

1. INTRODUCTION

Pursuant to Section 178 of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Board of Directors of every listed Company shall constitute a Nomination and Remuneration Committee. The Company has constituted a Nomination and Remuneration Committee as required by the Listing Agreement entered into with the Stock Exchanges and the Companies Act, 2013.

This Committee and the Policy is formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Clause 49 of the Listing Agreement.

1.1. Purpose of the Policy

The Key Objectives of the Committee are:

(a) To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.

(b) To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation.

(c) To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

The Policy ensures that:

(a) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;

(b) Relationship of remuneration to performance is clear and meets appropriate performance benchmark; and

(c) Remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

1.2. Definitions

1.2.1. "Board" means the Board of Directors of the Company.

1.2.2. "Company" means "GMR Infrastructure Limited."

1.2.3. "Employees' Stock Option" means the option given to the directors, officers or employees of a company or of its holding company or subsidiary company or companies, if any, which gives such directors, officers or employees, the benefit or right to purchase, or to subscribe for, the shares of the company at a future date at a pre-determined price.

1.2.4. "Independent Director" means a director referred to in Section 149 (6) of the Companies Act, 2013.

1.2.5. "Key Managerial Personnel" or "KMP" means Key Managerial Personnel of the Company in terms of the Companies Act, 2013 and the Rules made thereunder.

(As per Section 203 of the Companies Act, 2013, the following are whole-time Key Managerial Personnel:

(i) Managing Director or Chief Executive Officer or the Manager and in their absence a whole-time Director;

(ii) Company Secretary; and

(iii) Chief Financial Officer.)

1.2.6. "Nomination and Remuneration Committee" shall mean a Committee of Board of Directors of the Company, constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 and the Listing Agreement.

1.2.7. "Policy or This Policy" means, "Nomination and Remuneration Policy."

1.2.8. "Remuneration" means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961.

1.2.9. "Senior Management"means personnel of the Company who are members of its core management team excluding Board of Directors. This would include all members of management one level below the executive directors, including all the functional heads.

1.3. Interpretation

Words and expressions used in this Policy shall have the same meanings respectively assigned to them in the following acts, listing agreement, regulations, rules:

(i) The Companies Act, 2013 or the rules framed thereon;

(ii) Listing Agreement with the Stock Exchanges;

(iii) Securities Contracts (Regulation) Act, 1956;

(iv) Securities and Exchange Board of India Act, 1992;

(v) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2009;

(vi) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(vii) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992.

2. NOMINATION AND REMUNERATION COMMITTEE

2.1. Role of the Committee

(a) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every director's performance;

(b) Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees;

(c) Formulating the criteria for evaluation of Independent Directors and the Board;

(d) Devising a policy on Board diversity;

(e) Ensuring that the Board comprises of a balanced combination of Executive Directors and Non-Executive Directors;

(f) All information about the Directors / Managing Directors / Whole time Directors / Key Managerial Personnel i.e. background details, past remuneration, recognition or awards, job profile shall be considered and disclosed to the shareholders, where required;

(g) The Committee shall take into consideration and ensure the compliance of provisions under Schedule V of the Companies Act, 2013 for appointing and fixing remuneration of Managing Directors / Whole-time Directors;

(h) While approving the remuneration, the Committee shall take into account financial position of the Company, trend in the industry, qualification, experience and past performance of the appointee;

(i) The Committee shall be in a position to bring about objectivity in determining the remuneration package while striking the balance between the interest of the Company and the shareholders.

2.2. Composition of the Committee

(a) The Committee shall comprise of at least three (3) Directors, all of whom shall be non-executive Directors and at least half shall be Independent;

(b) The Board shall reconstitute the Committee as and when required to comply with the provisions of the Companies Act, 2013 and applicable statutory requirement;

(c) Minimum two (2) members shall constitute a quorum for the Committee meeting;

(d) Membership of the Committee shall be disclosed in the Annual Report;

(e) Term of the Committee shall be continued unless terminated by the Board of Directors.

2.3. Chairman of the Committee

(a) Chairman of the Committee shall be an Independent Director;

(b) Chairman of the Company may be appointed as a member of the Committee but shall not Chair the Committee;

(c) In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman;

(d) Chairman of the Nomination and Remuneration Committee shall be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

2.4. Frequency of the Meetings of the Committee

The meeting of the Committee shall be held at such regular intervals as may be required.

2.5. Committee Member's Interest

(a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.

(b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

2.6. Voting at the Meeting

(a) Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.

(b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

2.7. Minutes of the Meeting

Proceedings of all meetings must be minuted and signed by the Chairman of the said meeting or the Chairman of the next succeeding meeting. Minutes of the Committee meeting will be tabled at the subsequent Board and Committee meeting.

3. APPLICABILITY

This Policy is Applicable to:

(a) Directors (Executive, Non-Executive and Independent);

(b) Key Managerial Personnel;

(c) Senior Management Personnel;

(d) Other employees as may be decided by the Nomination and Remuneration Committee.

4. APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT PERSONNEL

4.1. Appointment criteria and qualifications

(a) Subject to the applicable provisions of the Companies Act, 2013, the Listing Agreement, other applicable laws, if any and GMR Group HR Policy, the Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment;

(b) The Committee has discretion to decide the adequacy of qualification, expertise and experience for the concerned position;

(c) The Company shall not appoint or continue the employment of any person as Managing Director / Whole-time Director / Manager who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

4.2. Term / Tenure

4.2.1. Managing Director / Whole-time Director / Manager (Managerial Personnel)

The Company shall appoint or re-appoint any person as its Managerial Personnel for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

4.2.2. Independent Director

(a) An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report;

(b) No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director:

Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

(c) At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company;

(d) The maximum number of public companies in which a person can be appointed as a director shall not exceed ten.

For reckoning the limit of public companies in which a person can be appointed as director, directorship in private companies that are either holding or subsidiary company of a public company shall be included.

4.3. Familiarization Programme for Independent Directors

The company shall familiarize the Independent Directors with the company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company, etc., through various programmes.

4.4. Evaluation

Subject to Schedule IV of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Committee shall carry out the evaluation of Directors periodically.

4.5. Removal

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made thereunder or under any other applicable laws, rules and regulations, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP, subject to the provisions and compliance of the applicable laws, rules and regulations.

4.6. Retirement

The Director, KMP and Personnel of Senior Management shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Personnel of Senior Management in the same position / remuneration or otherwise even after attaining the retirement age, in the interest and for the benefit of the Company.

5. PROVISIONS RELATING TO REMUNERATION OF MANAGERIAL PERSONNEL, KMP AND SENIOR MANAGEMENT PERSONNEL

5.1. General

(a) The remuneration / compensation / commission etc. to Managerial Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the approval of the shareholders of the Company and Central Government, wherever required;

(b) The remuneration and commission to be paid to the Managerial Personnel shall be as per the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force;

(c) Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Managerial Personnel;

(d) Where any insurance is taken by a company on behalf of its Managing Director, Whole-time Director, Manager, Chief Executive Officer, Chief Financial Officer or Company Secretary for indemnifying any of them against any liability in respect of any negligence, default, misfeasance, breach of duty or breach of trust for which they may be guilty in relation to the company, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel.

5.2. Remuneration to Managerial Personnel, KMP, Senior Management and Other Employees

5.2.1. Fixed Pay

Managerial Personnel shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee in accordance with the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force. The break-up of the pay scale and quantum of perquisites including, employer's contribution to provident fund, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board on the recommendation of the Committee and approved by the shareholders and Central Government, wherever required.

5.2.2. Minimum Remuneration

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managerial Personnel in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the prior approval of the Central Government.

5.2.3. Provisions for excess remuneration

If any Managerial Personnel draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

5.2.4. The remuneration to Personnel of Senior Management shall be governed by the GMR Group HR Policy.

5.2.5. The remuneration to other employees shall be governed by the GMR Group HR Policy.

5.3. Remuneration to Non-Executive / Independent Director

5.3.1. Remuneration / Commission

The remuneration / commission shall be in accordance with the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force.

5.3.2. Sitting Fees

The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof:

Provided that the amount of such fees shall not exceed the maximum amount as provided in the Companies Act, 2013, per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

The sitting fee paid to Independent Directors and Women Directors, shall not be less than the sitting fee payable to other directors.

5.3.3. Limit of Remuneration / Commission

Remuneration / Commission may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the net profits of the Company computed as per the applicable provisions of the Companies Act, 2013.

5.3.4. Stock Options

An Independent Director shall not be entitled to any stock option of the Company.

6. DISCLOSURES

The Company shall disclose the Policy on Nomination and Remuneration on its website and the web-link shall be provided in the Annual Report.

7. AMENDMENT

Any amendment or modification in the Listing Agreement and any other applicable regulation relating to Nomination and Remuneration Committee shall automatically be applicable to the Company.

ANNEXURE 'D' TO THE BOARD'S REPORT

FORM NO MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED: 31.03.2015

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

To,
The Members
GMR Infrastructure Limited
25/1, Skip House, Museum Road
Bengaluru - 560025

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices byGMR Infrastructure Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the company'sbooks, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the financial year ended on March 31, 2015 (the audit period) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company during the audit period according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment. There was no External Commercial Borrowing;

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

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 w.e.f. October 28, 2014; (Not Applicable to the Company during the Audit Period);
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not Applicable to the Company during the Audit Period); and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998(Not Applicable to the Company during the Audit Period);

(vi) Other laws applicable specifically to the Company namely:

- (a) Building and Other Construction Workers (Regulation of Employment and conditions of service) Act, 1996;
- (b) Building and Other Construction Worker's Welfare Cess Act, 1996;
- (c) Contract Labour (Regulations and Abolition) Act, 1970 and Rules thereunder; and
- (d) Inter State Migrant Workmen (Regulation of Employment and Conditions of Service) Act, 1979.

We have also examined compliance with the applicable clauses of the Listing Agreements entered into by the Company with BSE Ltd. and National Stock Exchange of India Ltd.

We have not examined compliance by the Company with:

(a) the Secretarial Standards issued by the Institute of Company Secretaries of India as they had not been notified by the Central Government upto March 31, 2015;

(b) applicable financial laws, like direct and indirect tax laws, since the same have been subject to review by statutory financial audit and other designated professionals.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, the company has passed the following special resolutions which are having major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, etc.

1. Approval to issue and allot 18,00,00,000 number of Warrants to GMR Infra Ventures LLP, promoter group entity on preferential basis under Section 62(1)(c) of the Companies Act, 2013 (By Postal Ballot).
2. Approval to borrow in excess of paid up capital and free reserves of the company not exceeding ₹ 20,000 Crore under Section 180(1)(c) of the Companies Act, 2013 (By Postal Ballot).
3. Approval to create charge, mortgage over the properties of the company for the purposes of borrowing not exceeding ₹ 7500 Crore in terms of Section 180(1)(a) of the Companies Act, 2013 (By Postal Ballot).
4. Approval to make investments in securities upto an aggregate amount of ₹ 12,500 Crore under Section 186 of the Companies Act, 2013 (By Postal Ballot).
5. Issue and allotment of securities for an amount upto ₹ 2500 Crore in one or more tranches under Sections 42, 62(1)(c) and 71 of the Companies Act, 2013.

Bengaluru
Date : August 21, 2015

For **V. SREEDHARAN & ASSOCIATES**

V. Sreedharan
Partner
FCS 2347; C.P. No. 833

ANNEXURE 'E' TO THE BOARD'S REPORT

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:

(i) the steps taken or impact on conservation of energy:

Since the Company is not engaged in any manufacturing activity, the particulars are not applicable.

(ii) the steps taken by the company for utilising alternate sources of energy:

Since the Company is not engaged in any manufacturing activity, the particulars are not applicable.

(iii) the capital investment on energy conservation equipments:

Since the Company is not engaged in any manufacturing activity, the particulars are not applicable.

(B) Technology absorption:

(i) the efforts made towards technology absorption:

Since the Company is not engaged in any manufacturing activity, the particulars are not applicable.

(ii) the benefits derived like product improvement, cost reduction, product development or import substitution:

Since the Company is not engaged in any manufacturing activity, the particulars are not applicable.

(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year):

(a) the details of technology imported:

Since the Company is not engaged in any manufacturing activity, the particulars are not applicable.

(b) the year of import:

Since the Company is not engaged in any manufacturing activity, the particulars are not applicable.

(c) whether the technology been fully absorbed:

Since the Company is not engaged in any manufacturing activity, the particulars are not applicable.

(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof:

Since the Company is not engaged in any manufacturing activity, the particulars are not applicable.

(iv) the expenditure incurred on Research and Development:

Since the Company is not engaged in any manufacturing activity, the particulars are not applicable.

(C) Foreign exchange earnings and Outgo:

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows:

(₹ in Crore)

Particulars	March 31, 2015	March 31, 2014
Interest / Miscellaneous income	5.23	-
Profit on sale of Investment	-	471.21
Income from Management and other services / Management Consulting Services	22.12	9.90
Total	**27.35**	**481.11**

ANNEXURE 'F' TO THE BOARD'S REPORT

EXTRACT OF ANNUAL RETURN

As on Financial Year ended 31.03.2015

[Pursuant to Section 92(3) of The Companies Act, 2013 and Rule 12(1) of The Companies (Management and Administration) Rules, 2014]

FORM NO. MGT.9

I. Registration and other details:

i)	CIN	L45203KA1996PLC034805
ii)	Registration Date	May 10, 1996
iii)	Name of the Company	GMR Infrastructure Limited
iv)	Category / Sub-category of the Company	Public Company / Limited by shares
v)	Address of the Registered office and contact details	Skip House, 25/1, Museum Road, Bengaluru - 560 025
vi)	Whether listed company Yes / No	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Karvy Computershare Private Limited Unit: GMR Infrastructure Limited Karvy Selenium Tower B, Plot 31 - 32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032, Phone: +91 40 6716 1500, Fax: +91 40 2300 1153 Contact Person: Mr. S V Raju, Deputy General Manager, Tel:+91 40 44655141 Email: raju.sv@karvy.com

II. Principal Business Activities of the Company:

All the Business Activities contributing 10% or more of the total turnover of the Company shall be stated:

Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
Engineering, Procurement and Construction (EPC) [Handling of engineering, procurement and construction solutions in Infrastructure Sectors]	43900	25.38%
Others [Investment Activity and corporate support to various infrastructure SPVs]	66309	74.62%

III. Particulars of holding, subsidiary and associate companies:

Sl. No	Name	Address of the Company	CIN / GLN	Holding / Subsidiary/ Associate	% of shares held	Applicable Section
1.	GMR Holdings Private Limited (GHPL)	Naman Centre,7th Floor, Opp.DenaBank,Plot No.C-31, G Block, BandraKurla Complex, Bandra (East) - 400 051 Mumbai	U67120MH1993PTC207451	Holding	63.10%	Section 2(46)
2.	GMR Energy Limited (GEL)	No. 25/1, Skip House, Museum Road, Bengaluru-560 025 Karnataka	U85110KA1996PLC021262	Subsidiary	92.60%	Section 2(87)
3.	GMR Power Corporation Limited (GPCL)	No. 25/1, Skip House, Museum Road, Bengaluru-560 025 Karnataka	U40105KA1995PLC016942	Subsidiary	51.00%	Section 2(87)
4.	GMR Vemagiri Power Generation Limited (GVPGL)	No. 25/1, Skip House, Museum Road, Bengaluru-560 025 Karnataka	U23201KA1997PLC032964	Subsidiary	100.00%	Section 2(87)
5.	GMR (Badrinath) Hydro Power Generation Private Limited (GBHPL)	No. 145, VasanthVihar, Phase - 1 Dehradun, Uttarakhand	U40101UR2006PTC031381	Subsidiary	100.00%	Section 2(87)
6.	GMR Mining & Energy Private Limited (GMEL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U13100KA2005PTC037308	Subsidiary	100.00%	Section 2(87)
7.	GMR Kamalanga Energy Limited (GKEL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U40101KA2007PLC044809	Subsidiary	85.99%	Section 2(87)

Sl. No	Name	Address of the Company	CIN / GLN	Holding / Subsidiary/ Associate	% of shares held	Applicable Section
8.	Himtal Hydro Power Company Private Limited (HHPPL)	Lalitpur District, Lalitpur Sub-metropolitan City, Ward No. 10, Chakupat, Nepal	-	Subsidiary	82.00%	Section 2(87)
9.	GMR Energy (Mauritius) Limited (GEML)	Abax Management Services Limited, 6th Floor, Tower A, 1 CyberCity, Ebene, Mauritius	-	Subsidiary	100.00%	Section 2(87)
10.	GMR Lion Energy Limited (GLEL)	Rogers House, 5, President John Kennedy Street, Port Louis, Mauritius	-	Subsidiary	100.00%	Section 2(87)
11.	GMR Upper Karnali Hydropower Limited (GUKPL)	Lalitpur District, Lalitpur, Sub-Metropolitan City, Ward No. 10, Chakupat, Nepal	-	Subsidiary	73.00%	Section 2(87)
12.	GMR Energy Trading Limited (GETL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U31200KA2008PLC045104	Subsidiary	100.00%	Section 2(87)
13.	GMR Consulting Services Private Limited (GCSPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U74200KA2008PTC045448	Subsidiary	99.00%	Section 2(87)
14.	GMR Coastal Energy Private Limited (GCEPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U40101KA2008PTC047277	Subsidiary	100.00%	Section 2(87)
15.	GMR BajoliHoli Hydropower Private Limited (GBHHPL)	Rattan Chand Building, VPO – Kuleth, Sub Tehsil – Holi, Tehsil - Bharmour, DisttChamba, – 176236, Himachal Pradesh	U40101HP2008PTC030971	Subsidiary	100.00%	Section 2(87)
16.	GMR Londa Hydropower Private Limited (GLHPPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U40101KA2008PTC048190	Subsidiary	100.00%	Section 2(87)
17.	GMR Kakinada Energy Private Limited (GKEPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U40101KA2009PTC048996	Subsidiary	100.00%	Section 2(87)
18.	GMR Chhattisgarh Energy Limited (GCHEPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U40108KA2008PLC047974	Subsidiary	100.00%	Section 2(87)
19.	GMR Energy (Cyprus) Limited (GECL)	3, Themistocles Dervis Street, Julia House, CY - 1066, Nicosia, Cyprus	-	Subsidiary	100.00%	Section 2(87)
20.	GMR Energy (Netherlands) B.V. (GENBV)	1043 DP Amsterdam , Orlyplein 10 – floor 24 Netherlands	-	Subsidiary	100.00%	Section 2(87)
21.	PT Dwikarya Sejati Utma (PTDSU)	Prudential Tower, 16th Floor, JI.JendSudirmanKav. 79 - Jakarta 12910, Indonesia	-	Subsidiary	100.00%	Section 2(87)
22.	PT Duta SaranaInternusa (PTDSI)	Prudential Tower, 16th Floor, JI.JendSudirmanKav. 79 - Jakarta 12910, Indonesia	-	Subsidiary	100.00%	Section 2(87)
23.	PT Barasentosa Lestari (PTBSL)	Prudential Tower, 16th Floor, JI.JendSudirmanKav. 79 - Jakarta 12910, Indonesia	-	Subsidiary	100.00%	Section 2(87)
24.	GMR Rajahmundry Energy Limited (GREL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U40107KA2009PLC051643	Subsidiary	100.00%	Section 2(87)
25.	SJK Powergen Limited (SJK)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U40109KA1998PLC052000	Subsidiary	70.00%	Section 2(87)
26.	PT Unsoco (PT)	Prudential Tower, 16th Floor, JI.JendSudirmanKav. 79, Jakarta 12910, Indonesia	-	Subsidiary	100.00%	Section 2(87)
27.	EMCO Energy Limited (EMCO)	701/704, 7th Floor, BKC (BandraKurla Complex) Bandra Mumbai - 400 051 Maharashtra	U40100MH2005PLC155140	Subsidiary	100.00%	Section 2(87)
28.	Homeland Energy Group Limited (HEGL)	144 Front Street West, Suite 780 Toronto, Ontario M5J 2L7, Canada	-	Subsidiary	55.72%	Section 2(87)

Sl. No	Name	Address of the Company	CIN / GLN	Holding / Subsidiary/ Associate	% of shares held	Applicable Section
29.	GMR Maharashtra Energy Limited (GMAEL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U40107KA2010PLC053789	Subsidiary	100.00%	Section 2(87)
30.	GMR Bundelkhand Energy Private Limited (GBEPL)	No. 25/1, Skip House, Museum Road, Bengaluru, Karnataka	U40101KA2010PTC054124	Subsidiary	100.00%	Section 2(87)
31.	GMR Uttar Pradesh Energy Private Limited (GUPEPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U40107KA2010PTC054125	Subsidiary	100.00%	Section 2(87)
32.	GMR Hosur Energy Limited (GHOEL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U40109KA2010PLC054554	Subsidiary	100.00%	Section 2(87)
33.	GMR Gujarat Solar Power Private Limited (GGSPPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U40100KA2008PTC045783	Subsidiary	100.00%	Section 2(87)
34.	Karnali Transmission Company Private Limited (KTCPL)	Lalitpur District, Lalitpur Sub Metropolitan City Ward No. 10, Chukupat,P.Box 148, Lalitpur Nepal	-	Subsidiary	100.00%	Section 2(87)
35.	Marsyangdi Transmission Company Private Limited (MTCPL)	Lalitpur District, Lalitpur Sub Metropolitan City Ward No. 10, Chukupat,P.Box 148, Lalitpur Nepal	-	Subsidiary	100.00%	Section 2(87)
36.	GMR Indo-Nepal Energy Links Limited (GINELL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U40107KA2010PLC055826	Subsidiary	100.00%	Section 2(87)
37.	GMR Indo-Nepal Power Corridors Limited (GINPCL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U40107KA2010PLC055843	Subsidiary	100.00%	Section 2(87)
38.	GMR Renewable Energy Limited (GREEL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U40104KA2010PLC056122	Subsidiary	100.00%	Section 2(87)
39.	Aravali Transmission Service Company Limited (ATSCL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U40109KA2009PLC060589	Subsidiary	100.00%	Section 2(87)
40.	Maru Transmission Service Company Limited (MTSCL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U40109KA2009PLC059547	Subsidiary	100.00%	Section 2(87)
41.	GMR Energy Projects (Mauritius) Limited (GEPML)	Abax Corporate Services Limited 6th Floor, Tower A, 1 CyberCity, Ebene, Mauritius	-	Subsidiary	100.00%	Section 2(87)
42.	GMR Infrastructure (Singapore) Pte Limited (GISPL)	33a Chander Road Singapore 219 539	-	Subsidiary	100.00%	Section 2(87)
43.	GMR Coal Resources Pte Limited (GCRPL)	460, Alexandra Road, # 10-01, PSA Building Singapore – 119 963	-	Subsidiary	100.00%	Section 2(87)
44.	GMR Power Infra Limited (GPIL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U40102KA2011PLC057272	Subsidiary	100.00%	Section 2(87)
45.	GMR Highways Limited (GMRHL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U45203KA2006PLC038379	Subsidiary	100.00%	Section 2(87)
46.	GMR Tambaram Tindivanam Expressways Limited (GTTEPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U45203KA2001PLC049329	Subsidiary	100.00%	Section 2(87)
47.	GMR Tuni Anakapalli Expressways Limited (GTAEPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U45203KA2001PLC049328	Subsidiary	100.00%	Section 2(87)
48.	GMR Ambala Chandigarh Expressways Private Limited (GACEPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U45203KA2005PTC036773	Subsidiary	100.00%	Section 2(87)
49.	GMR Pochanpalli Expressways Limited (GPEPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U45200KA2005PLC049327	Subsidiary	100.00%	Section 2(87)

Sl. No	Name	Address of the Company	CIN / GLN	Holding / Subsidiary/ Associate	% of shares held	Applicable Section
50.	GMR Hyderabad Vijayawada Expressways Private Limited (GHVEPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U45201KA2009PTC050109	Subsidiary	90.00%	Section 2(87)
51.	GMR Chennai Outer Ring Road Private Limited (GCORRPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U45203KA2009PTC050441	Subsidiary	90.00%	Section 2(87)
52.	GMR OSE Hungund Hospet Highways Private Limited (GOSEHHHPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U45201KA2010PTC052377	Subsidiary	51.00%	Section 2(87)
53.	GMR Kishangarh Udaipur Ahmedabad Expressways Limited (GKUAEL)	Room No. 110, G+5 Building 101, T1, IGI Airport New Delhi-110 037	U45200DL2011PLC227902	Subsidiary	100.00%	Section 2(87)
54.	GMR Highways Projects Private Limited (GHPPL)	4th Floor, Birla Tower, 25, Barakhamba Road, New Delhi – 110 001	U45203DL2011PTC225560	Subsidiary	100.00%	Section 2(87)
55.	GMR Hyderabad International Airport Limited (GHIAL)	GMR Aero Towers Rajiv Gandhi International Airport,Shamshabad, Hyderabad - 500 409, Telangana	U62100TG2002PLC040118	Subsidiary	63.00%	Section 2(87)
56.	Gateways for India Airports Private Limited (GFIAL)	6-3-866/1/G3, Greenlands, Begumpet, Hyderabad – 500016 Telangana	U62100TG2005PTC045123	Subsidiary	86.49%	Section 2(87)
57.	Hyderabad Menzies Air Cargo Private Limited (HMACPL)	Air Cargo Terminal, Rajiv Gandhi International Airport, Shamshabad, Hyderabad 500 409, Telangana	U62100TG2006PTC049243	Subsidiary	51.00%	Section 2(87)
58.	Hyderabad Airport Security Services Limited (HASSL)	GMR HIAL Airport Office Rajiv Gandhi International Airport, Shamshabad, Hyderabad - 500 409 Telangana	U74920TG2007PLC054862	Subsidiary	100.00%	Section 2(87)
59.	GMR Hyderabad Airport Resource Management Limited (GHARML)	GMR HIAL Airport Office Rajiv Gandhi International Airport, Shamshabad, Hyderabad - 500 409 Telangana	U74900TG2007PLC054821	Subsidiary	100.00%	Section 2(87)
60.	GMR Hyderabad Aerotropolis Limited (HAPL)	GMR Aero Towers Rajiv Gandhi International Airport,Shamshabad, Hyderabad - 500 409 Telangana	U45400TG2007PLC054827	Subsidiary	100.00%	Section 2(87)
61.	GMR Hyderabad Aviation SEZ Limited (GHASL)	GMR Aero Towers Rajiv Gandhi International Airport,Shamshabad, Hyderabad - 500 409 Telangana	U45209TG2007PLC056527	Subsidiary	100.00%	Section 2(87)
62.	GMR Hyderabad Multiproduct SEZ Limited (GHMSL)	GMR Aero Towers Rajiv Gandhi International Airport,Shamshabad, Hyderabad - 500 409 Telangana	U45209TG2007PLC056516	Subsidiary	100.00%	Section 2(87)
63.	GMR Aerospace Engineering Company Private Limited (GAECL) (formerly known as MAS GMR Aerospace Engineering Company Private Limited (MGAECL))	Plot No.1, C/o GMR Hyderabad Aviation SEZ Limited, Shamshabad, Hyderabad - 500 409 Telangana	U45201TG2008PLC067141	Subsidiary	100.00%	Section 2(87)
64.	GMR Aero Technic Limited (GATL) (formerly known as MAS GMR Aero Technic Limited (MGATL))	Plot No.1, C/o GMR Hyderabad Aviation SEZ Limited, Rajiv Gandhi International Airport, Shamshabad, Hyderabad - 500 409 Telangana	U35122TG2010PLC070489	Subsidiary	100.00%	Section 2(87)

Sl. No	Name	Address of the Company	CIN / GLN	Holding / Subsidiary/ Associate	% of shares held	Applicable Section
65.	Hyderabad Duty Free Retail Limited (HDFRL)	GMR Aero Towers Rajiv Gandhi International Airport, Shamshabad, Hyderabad - 500 409 Telangana	U52390TG2010PLC068442	Subsidiary	100.00%	Section 2(87)
66.	GMR Airport Developers Limited (GADL)	GMR HIAL Airport Office Rajiv Gandhi International Airport,Shamshabad, Hyderabad - 500 409 Telangana	U62200TG2008PLC059646	Subsidiary	100.00%	Section 2(87)
67.	GMR Airport Handling Services Company Limited (GAHSCL)	GMR Aero Towers Rajiv Gandhi International Airport,Shamshabad, Hyderabad - 500 409 Telangana	U63013TG2010PLC071453	Subsidiary	100.00%	Section 2(87)
68.	GADL International Limited (GADLIL)	33-37, Athol Street, Douglas, Isle of Man, IM1, 1LB	-	Subsidiary	100.00%	Section 2(87)
69.	GADL (Mauritius) Limited (GADLML)	Abax Corporate Services Ltd 6th Floor, Tower A,1 cyber city, Ebene, Mauritius	-	Subsidiary	100.00%	Section 2(87)
70.	GMR Hotels and Resorts Limited (GHRL)	Rajiv Gandhi International Airport, Shamshabad, Hyderabad - 500 409 Telangana	U55101TG2008PLC060866	Subsidiary	100.00%	Section 2(87)
71.	GMR Hyderabad Airport Power Distribution Limited (GHAPDL)	4th Floor, GMR Aero Towers, Rajiv Gandhi International Airport, Shamshabad, Hyderabad - 500 409 Telangana	U40108TG2012PLC083190	Subsidiary	100.00%	Section 2(87)
72.	Delhi International Airport Private Limited (DIAL)	New UdaanBhawan, Opp.Terminal-3 Indira Gandhi International AirportNew Delhi – 110 037	U63033DL2006PTC146936	Subsidiary	54.00%	Section 2(87)
73.	Delhi Aerotropolis Private Limited (DAPL)	New Udaan Bhawan, Opp. Terminal-3 Indira Gandhi International Airport, New Delhi – 110 037	U45400DL2007PTC163751	Subsidiary	100.00%	Section 2(87)
74.	Delhi Duty Free Services Private Limited (DDFS)	Building No. 301, Ground Floor, Opp. Terminal 3, IGI Airport, New Delhi-110 037	U52599DL2009PTC191963	Subsidiary	66.93%	Section 2(87)
75.	Delhi Airport Parking Services Private Limited (DAPSL)	6th Floor, Multi Level Car Parking, Terminal 3, Indira Gandhi International Airport, New Delhi-110 037	U63030DL2010PTC198985	Subsidiary	90.00%	Section 2(87)
76.	GMR Airports Limited (GAL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U65999KA1992PLC037455	Subsidiary	97.15%	Section 2(87)
77.	GMR Male International Airport Private Limited (GMIAL)	H.Hulhugali, 1st Floor, KalhuhuraaMagu, K. Male', Maldives	-	Subsidiary	77.00%	Section 2(87)
78.	GMR Male Retail Private Limited (GMRPL)	H.Hulhugali, 1st Floor, KalhuhuraaMagu, K. Male', Maldives	-	Subsidiary	99.50%	Section 2(87)
79.	GMR Airports (Malta) Limited (GMRAML)	33 St barbara Bastion Vallette VLT 1961 Malta	-	Subsidiary	100.00%	Section 2(87)
80.	GMR Airport Global Limited (GAGL)	33 37 Athol Street, Douglas, Isle of Man, 1M1 1LB	-	Subsidiary	100.00%	Section 2(87)
81.	GMR Airports (Mauritius) Limited (GALM)	Abax Corporate Services Ltd, 6th Floor, Tower A, 1 CyberCity, Ebene, Mauritius	-	Subsidiary	100.00%	Section 2(87)
82.	GMR Aviation Private Limited (GAPL)	Umiya Emporium Building, #97, 5th floor, Madiwala, Opp. To Forum, Bengaluru- 560 068 karnataka	U62200KA2006PTC041278	Subsidiary	100.00%	Section 2(87)
83.	GMR Krishnagiri SEZ Limited (GKSEZ)	No. 1, Pullianthope High Road, Basin Bridge, Chennai – 600012 Tamil Nadu	U45209TN2007PLC064863	Subsidiary	100.00%	Section 2(87)

Sl. No	Name	Address of the Company	CIN / GLN	Holding / Subsidiary/ Associate	% of shares held	Applicable Section
84.	Advika Properties Private Limited (APPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U70102KA2008PTC045824	Subsidiary	100.00%	Section 2(87)
85.	Aklima Properties Private Limited (AKPPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U70101KA2008PTC045939	Subsidiary	100.00%	Section 2(87)
86.	Amartya Properties Private Limited (AMPPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U70101KA2008PTC045945	Subsidiary	100.00%	Section 2(87)
87.	Baruni Properties Private Limited (BPPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U45206KA2008PTC045948	Subsidiary	100.00%	Section 2(87)
88.	Bougainvillea Properties Private Limited (BOPPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U45200KA2008PTC045466	Subsidiary	100.00%	Section 2(87)
89.	Camelia Properties Private Limited (CPPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U70102KA2008PTC044924	Subsidiary	100.00%	Section 2(87)
90.	Deepesh Properties Private Limited (DPPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U70102KA2010PTC052668	Subsidiary	100.00%	Section 2(87)
91.	Eila Properties Private Limited (EPPL) No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U45203KA2008PTC045947	Subsidiary	100.00%	Section 2(87)
92.	Gerbera Properties Private Limited (GPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U70101KA2008PTC045459	Subsidiary	100.00%	Section 2(87)
93.	Lakshmi Priya Properties Private Limited (LPPPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U45200KA2008PTC045823	Subsidiary	100.00%	Section 2(87)
94.	Honeysuckle Properties Private Limited (HPPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U45201KA2008PTC045217	Subsidiary	100.00%	Section 2(87)
95.	Idika Properties Private Limited (IPPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U70101KA2008PTC045940	Subsidiary	100.00%	Section 2(87)
96.	Krishnapriya Properties Private Limited (KPPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U70102KA2007PTC043399	Subsidiary	100.00%	Section 2(87)
97.	Larkspur Properties Private Limited (LAPPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U45200KA2008PTC045466	Subsidiary	100.00%	Section 2(87)
98.	Nadira Properties Private Limited (NPPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U70109KA2008PTC045943	Subsidiary	100.00%	Section 2(87)
99.	Padmapriya Properties Private Limited(PAPPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U70101KA2010PTC052680	Subsidiary	100.00%	Section 2(87)
100.	Prakalpa Properties Private Limited (PPPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U70109KA2008PTC045933	Subsidiary	100.00%	Section 2(87)
101.	Purnachandra Properties Private Limited (PUPPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U70102KA2007PTC043834	Subsidiary	100.00%	Section 2(87)
102.	Shreyadita Properties Private Limited (SPPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U70109KA2008PTC045954	Subsidiary	100.00%	Section 2(87)
103.	Pranesh Properties Private Limited (PRPPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U70102KA2011PTC057861	Subsidiary	100.00%	Section 2(87)
104.	Sreepa Properties Private Limited (SRPPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U70102KA2007PTC044229	Subsidiary	100.00%	Section 2(87)
105.	Radhapriya Properties Private Limited (RPPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U70102KA2011PTC057862	Subsidiary	100.00%	Section 2(87)
106.	Asteria Real Estates Private Limited (AREPL)	6-2-953, 1st Floor, Krishna Plaza, Khairatabad - 500 004 Hyderabad, Telangana	U70102TG2005PTC046465	Subsidiary	100.00%	Section 2(87)
107.	GMR Hosur Industrial City Private Limited (GHICL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U74120KA2012PTC065135	Subsidiary	100.00%	Section 2(87)
108.	Namitha Real Estates Private Limited (NREPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U70102KA2008PTC047823	Subsidiary	100.00%	Section 2(87)

Sl. No	Name	Address of the Company	CIN / GLN	Holding / Subsidiary/ Associate	% of shares held	Applicable Section
109.	Honey Flower Estates Private Limited (HFEPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U70100KA2003PTC032917	Subsidiary	100.00%	Section 2(87)
110.	GMR Hosur EMC Private Limited (GHEMCPL)	No. 1, Pulianthope High Road, Basin Bridge, Chennai – 600 012 Tamil Nadu	U74900TN2013PLC092846.	Subsidiary	100.00%	Section 2(87)
111.	GMR SEZ and Port Holdings Private Limited (GSPHPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U74900KA2008PTC045801	Subsidiary	100.00%	Section 2(87)
112.	East Godavari Power Distribution Company Private Limited (EGPDCPL)	4th Floor, GMR Aero Towers Rajiv Gandhi International Airport, Shamshabad, Hyderabad – 500 409 Telangana	U40101TG2014PTC093613	Subsidiary	100.00%	Section 2(87)
113.	Suzone Properties Private Limited (SUPPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U70200KA2011PTC059294	Subsidiary	100.00%	Section 2(87)
114.	GMR Utilities Private Limited (GUPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U41000KA2014PTC076930	Subsidiary	100.00%	Section 2(87)
115.	Lilliam Properties Private Limited (LPPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U70100KA2012PTC065861	Subsidiary	100.00%	Section 2(87)
116.	GMR Corporate Affairs Private Limited (GCAPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U74999KA2006PTC041279	Subsidiary	100.00%	Section 2(87)
117.	Dhruvi Securities Private Limited (DSPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U65900KA2007PTC050828	Subsidiary	100.00%	Section 2(87)
118.	Kakinada SEZ Private Limited (KSPL)	4th Floor, GMR Aero Towers Rajiv Gandhi International Airport Shamshabad, Hyderabad – 500 409, Telangana	U45200TG2003PTC041961	Subsidiary	51.00%	Section 2(87)
119.	GMR Business Process and Services Private Limited (GBPSPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U74900KA2011PTC060052	Subsidiary	100.00%	Section 2(87)
120.	GMR Infrastructure (Mauritius) Limited (GIML)	Abax Corporate Services Limited, 6th Floor, Tower A, 1, Cyber City, Ebane, Mauritius	-	Subsidiary	100.00%	Section 2(87)
121.	GMR Infrastructure (Cyprus) Limited (GICL)	Julia House, 3 , ThemistokliDervis Street, C.Y 1066, Nicosia, Cyprus	-	Subsidiary	100.00%	Section 2(87)
122.	GMR Infrastructure Overseas (Malta) Limited (GIOSL)	Level 2 West, Mercury Tower, The Exchange Financial and Busines Centre, EliaZammit Street, St Julian's STJ 3155, Malta	-	Subsidiary	100.00%	Section 2(87)
123.	GMR Infrastructure (UK) Limited (GIUL)	Paperchase Business Services Ltd, 42, Sydenham Road	-	Subsidiary	100.00%	Section 2(87)
124.	GMR Infrastructure (Global) Limited (GIGL)	Mr.Sean Kevin Dowling Simon Thomas Hugh Cain Nicholas Brian AchilleVerardi	-	Subsidiary	100.00%	Section 2(87)
125.	GMR Energy (Global) Limited (GEGL)	33 37 Athol Street, Douglas, Isle of Man, 1M1 1LB	-	Subsidiary	100.00%	Section 2(87)
126.	GMR Infrastructure Overseas Limited (GIOL)	Abax Corporate Services Limited 6th Floor, Tower A, 1 CyberCity, Ebene, Mauritius	-	Subsidiary	100.00%	Section 2(87)
127.	Jadcherla Expressways Private Limited (JEPL) (formerly known as GMR Jadcherla Expressways Limited (GJEPL))	1st Floor, Babukhan Millennium Centre, Somajiguda, Hyderabad – 500 082 Telangana	U45200TG2005PTC096719	Associate	26.00%	Section 2(6)
128.	Ulundurpet Expressways Private Limited (UEPL)	No. 25/1, Skip House, Museum Road, Bengaluru - 560 025 Karnataka	U45203KA2006PTC038784	Associate	26.00%	Section 2(6)
129.	East Delhi Waste Processing Company Private Limited (EDWPCPL)	4th Floor, Dr Gopal Das Bhawan, 28, Barakhambha Road, New Delhi-110 001	U37100DL2005PLC135148	Associate	48.99%	Section 2(6)

IV. Shareholding Pattern (Equity Share Capital Breakup as percentage of Total Equity):

i) Category-wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual / HUF	6196170	0	6196170	0.16	6196170	0	6196170	0.14	-0.02
b) Central Government	-	-	-	-	-	-	-	-	-
c) State Government (s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	2784643677	0	2784643677	71.54	2859887120	0	2859887120	65.57	-5.96
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any Other	4000	0	4000	0.00	4000	0	4000	0.00	0.00
Sub-Total (A)(1):	2790843847	0	2790843847	71.70	2866087290	0	2866087290	65.72	-5.98
(2) Foreign									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-Total (A)(2):	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoters (A) = (A)(1) + (A)(2)	2790843847	0	2790843847	71.70	2866087290	0	2866087290	65.72	-5.98
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds / UTI	7466575	0	7466575	0.19	105799336	0	105799336	2.43	2.23
b) Banks / FI	283220148	0	283220148	7.28	278097934	0	278097934	6.38	-0.90
c) Central Government	-	-	-	-	-	-	-	-	-
d) State Government (s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	435343297	0	435343297	11.18	527792487	0	527792487	12.10	0.92
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-Total (B)(1):	726030020	0	726030020	18.65	911689757	0	911689757	20.90	2.25
(2) Non-Institutions									
a) Bodies Corporate									
i) Indian	115099054	0	115099054	2.96	175886991	0	175886991	4.03	1.08
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 Lakh	205917187	1070581	206987768	5.32	332827521	1026106	333853627	7.66	2.34
ii) Individual shareholders holding nominal share capital excess of ₹ 1 Lakh	35300495	0	35300495	0.91	51058262	0	51058262	1.17	0.26
c) Others									
i) Trusts	1051350	0	1051350	0.03	33650	0	33650	0.00	-0.03
ii) Non Resident Indians	9138614	0	9138614	0.23	15661689	0	15661689	0.36	0.12
iii) Clearing Members	7983634	0	7983634	0.21	6976113	0	6976113	0.16	-0.05
Sub-Total (B)(2):	374490334	1070581	375560915	9.65	582444226	1026106	583470332	13.38	3.73
Total Public Shareholding (B) = (B)(1) + (B)(2)	1100520354	1070581	1101590935	28.30	1494133983	1026106	1495160089	34.28	5.98
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	3891364201	1070581	3892434782	100.00	4360221273	1026106	4361247379	100.00	0.00

ii) Shareholding of Promoters & Promoters Group

Sl. No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	GMR Holdings Private Limited	2736221862	70.30	45.74	2752091862	63.10	56.66	-7.19
2.	GMR Infra Ventures LLP	31321815	0.80	0.13	31321815	0.72	0.00	-0.09
3.	GMR Enterprises Private Limited	17100000	0.44	0.00	23400000	0.54	0.51	0.10
4.	Mr. Grandhi Mallikarjuna Rao	1731330	0.04	0	1731330	0.04	0	0.00
5.	Mr. Grandhi Varalakshmi	942660	0.02	0.00	942660	0.02	0.00	0.00
6.	Mrs. Grandhi Ragini	638700	0.02	0.00	638700	0.01	0.00	0.00
7.	Mrs. Grandhi Smitha Raju	765500	0.02	0.00	765500	0.02	0.00	0.00
8.	Mr. Grandhi Kiran Kumar	872160	0.02	0.00	872160	0.02	0.00	0.00
9.	Mr. Srinivas Bommidala	451660	0.01	0.00	451660	0.01	0.00	0.00
10.	Mr. Grandhi Butchi Sanyasi Raju	544160	0.01	0.00	544160	0.01	0.00	0.00
11.	Mrs. B Ramadevi	250000	0.01	0.00	250000	0.01	0.00	0.00
12.	Grandhi Buchi Sanyasi Raju and Satyavathi Smitha Trust - Mr. G.B.S. Raju, Trustee^	1000	0.00	0.00	1000	0.00	0.00	0.00
13.	Srinivas Bommidala and Ramadevi Trust - Mr. Srinivas Bommidala, Trustee^	1000	0.00	0.00	1000	0.00	0.00	0.00
14.	Grandhi Kiran Kumar and Ragini Trust - Mr. G. Kiran Kumar, Trustee^	1000	0.00	0.00	1000	0.00	0.00	0.00
15.	Grandhi Varalakshmi Mallikarjuna Rao Trust - Mr. G. Mallikarjuna Rao, Trustee^	1000	0.00	0.00	1000	0.00	0.00	0.00
16.	GMRBusiness and Consultancy LLP	0	0.00	0.00	52973443	1.21	0.97	1.21
17.	Cadence Enterprises Private Limited	0	0.00	0.00	100000	0.00	0.00	0.00
	Total	2790843847	71.70	45.87	2866087290	65.72	58.13	-5.98

^Shares held in the name of trustee

iii) Change in Promoters & Promoters Group Shareholding (Please specify, if there is no change)

Sl. No.	Shareholding at the beginning of the year			Cumulative Shareholding during the year	
	Shareholder's Name	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	GMR Holdings Private Limited				
	At the beginning of the year	2736221862	70.30	2736221862	70.30
	Purchased on 20.03.2015	11500000	0.26	2747721862	63.00
	Purchased on 23.03.2015	4000000	0.09	2751721862	63.09
	Purchased on 24.03.2015	370000	0.01	2752091862	63.10
	At the end of the year			2752091862	63.10
2.	GMR Infra Ventures LLP				
	At the beginning of the year	31321815	0.80	31321815	0.72
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / Sweat equity etc)	-	-	-	-
	At the end of the year			31321815	0.72
3.	GMR Enterprises Private Limited				
	At the beginning of the year	17100000	0.44	17100000	0.44
	Purchased on 16.03.2015	1300000	0.03	23400000	0.54
	At the end of the year			23400000	0.54

Sl. No.	Shareholding at the beginning of the year			Cumulative Shareholding during the year	
	Shareholder's Name	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
4.	Mr.Grandhi Mallikarjuna Rao				
	At the beginning of the year	1731330	0.04	1731330	0.04
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / Sweat equity etc)	-	-	-	-
	At the end of the year			1731330	0.04
5.	Mrs.Grandhi Varalakshmi				
	At the beginning of the year	942660	0.02	942660	0.02
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / Sweat equity etc)	-	-	-	-
	At the end of the year			942660	0.02
6.	Mrs.Grandhi Ragini				
	At the beginning of the year	638700	0.02	638700	0.02
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / Sweat equity etc)	-	-	-	-
	At the end of the year			638700	0.02
7.	Mrs.Grandhi Smitha Raju				
	At the beginning of the year	765500	0.02	765500	0.02
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / Sweat equity etc)	-	-	-	-
	At the end of the year			765500	0.02
8.	Mr.Grandhi Kiran Kumar				
	At the beginning of the year	872160	0.02	872160	0.02
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / Sweat equity etc)	-	-	-	-
	At the end of the year			872160	0.02
9.	Mr.Srinivas Bommidala				
	At the beginning of the year	451660	0.01	451660	0.01
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / Sweat equity etc)	-	-	-	-
	At the end of the year			451660	0.01
10.	Mr.Grandhi Butchi Sanyasi Raju				
	At the beginning of the year	544160	0.01	544160	0.01
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / Sweat equity etc)	-	-	-	-
	At the end of the year			544160	0.01
11.	Mrs. B Ramadevi				
	At the beginning of the year	250000	0.01	250000	0.01
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / Sweat equity etc)	-	-	-	-
	At the end of the year			250000	0.01
12.	Grandhi Buchi Sanyasi Raju and Satyavathi Smitha Trust - Mr. G.B.S. Raju, Trustee^				
	At the beginning of the year	1000	0.00	1000	0.00
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / Sweat equity etc)	-	-	-	-
	At the end of the year			1000	0.00

Sl. No.	Shareholding at the beginning of the year			Cumulative Shareholding during the year	
	Shareholder's Name	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
13.	Srinivas Bommidala and Ramadevi Trust - Mr. Srinivas Bommidala, Trustee^				
	At the beginning of the year	1000	0.00	1000	0.00
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / Sweat equity etc)	-	-	-	-
	At the end of the year			1000	0.00
14.	Grandhi Kiran Kumar and Ragini Trust - Mr. G. Kiran Kumar, Trustee^				
	At the beginning of the year	1000	0.00	1000	0.00
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / Sweat equity etc)	-	-	-	-
	At the end of the year			1000	0.00
15.	Grandhi Varalakshmi Mallikarjuna Rao Trust - Mr. G. Mallikarjuna Rao, Trustee^				
	At the beginning of the year	1000	0.00	1000	0.00
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / Sweat equity etc)	-	-	-	-
	At the end of the year			1000	0.00
16.	GMR Business and Consultancy LLP				
	At the beginning of the year	0	0.00	0	0.00
	Purchased on 18.09.2014	100000	0.00	100000	0.00
	Purchased on 30.09.2014	8500000	0.19	8600000	0.20
	Purchased on 01.10.2014	3500000	0.08	12100000	0.28
	Purchased on 02.12.2014	1300000	0.03	13400000	0.31
	Purchased on 03.12.2014	700000	0.02	14100000	0.32
	Purchased on 08.12.2014	1000000	0.02	15100000	0.35
	Purchased on 09.12.2014	200000	0.00	15300000	0.35
	Purchased on 11.12.2014	285943	0.01	15585943	0.36
	Purchased on 12.12.2014	500000	0.01	16085943	0.37
	Purchased on 15.12.2014	500000	0.01	16585943	0.38
	Purchased on 16.12.2014	13000000	0.30	29585943	0.68
	Purchased on 17.12.2014	1500000	0.03	31085943	0.71
	Purchased on 23.12.2014	200000	0.00	31285943	0.72
	Purchased on 24.12.2014	200000	0.00	31485943	0.72
	Purchased on 26.12.2014	2500	0.00	31488443	0.72
	Purchased on 30.12.2014	200000	0.00	31688443	0.73
	Purchased on 06.01.2015	1225000	0.03	32913443	0.75
	Purchased on 07.01.2015	2500000	0.06	35413443	0.81
	Purchased on 08.01.2015	2100000	0.05	37513443	0.86
	Purchased on 09.01.2015	800000	0.02	38313443	0.88
	Purchased on 12.01.2015	3500000	0.08	41813443	0.96
	Purchased on 13.01.2015	1600000	0.04	43413443	1.00
	Purchased on 14.01.2015	1500000	0.03	44913443	1.03
	Purchased on 15.01.2015	2150000	0.05	47063443	1.08
	Purchased on 06.01.2015	600000	0.01	47663443	1.09
	Purchased on 20.01.2015	400000	0.01	48063443	1.10
	Purchased on 21.01.2015	400000	0.01	48463443	1.11
	Purchased on 23.01.2015	550000	0.01	49013443	1.12
	Purchased on 27.01.2015	460000	0.01	49473443	1.13
	Purchased on 29.01.2015	100000	0.00	49573443	1.14
	Purchased on 17.03.2015	3400000	0.08	52973443	1.21
	At the end of the year			52973443	1.21
17.	Cadence Enterprises Private Limited				
	At the beginning of the year	0	0.00	0	0.00
	Purchased on 28.08.2014	100000	0.00	100000	0.00
	At the end of the year			100000	0.00

iv) Shareholding Pattern of Top Ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the company
1.	CarmignacGestion A\C CarmignacPatrimoine	71132657	1.83	46483563	1.07
2.	CarmignacGestion A\C CarmignacInvestissemEnt	68322650	1.76	44998643	1.03
3.	Life Insurance Corporation of India	68316889	1.76	68316889	1.57
4.	New Leaina Investments Limited	45122179	1.16	0	0.00
5.	LIC of India Market Plus Growth Fund	44160293	1.13	44160293	1.01
6.	Ares Diversified	38309316	0.98	19332815	0.44
7.	Boyance Infrastructure Private Limited	29470000	0.76	31375181	0.72
8.	Canara Bank-Mumbai	25198758	0.65	25198758	0.58
9.	Punjab National Bank	23908490	0.61	23908490	0.55
10.	Boyance Infrastructure Private Limited	22706913	0.58	22920798	0.53

v) Shareholding of Directors and Key Managerial Personnel

Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the company
1. Mr.G.M. Rao (Executive Chairman)				
➢ At the beginning of the year	1731330	0.04	1731330	0.04
➢ Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	-	-	1731330	0.04
➢ At the End of the year			1731330	0.04
2. Mr. Grandhi Kiran Kumar (Managing Director)				
➢ At the beginning of the year	872160	0.02	872160	0.02
➢ Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	-	-	872160	0.02
➢ At the End of the year			872160	0.02
3. Mr. Srinivas Bommidala (Group Director)				
➢ At the beginning of the year	451660	0.01	451660	0.01
➢ Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	-	-	451660	0.01
➢ At the End of the year			451660	0.01
4. Mr. G.B.S. Raju (Group Director)				
➢ At the beginning of the year	544160	0.01	544160	0.01
➢ Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	-	-	544160	0.01
➢ At the End of the year	-	-	544160	0.01
5. Mr. B.V.N. Rao (Group Director)				
➢ At the beginning of the year	150000	0.00	150000	0.00
➢ Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	-	-	150000	0.00
➢ At the End of the year			150000	0.00
6. Mr. O.Bangaru Raju (Director)				
➢ At the beginning of the year	55000	0.00	55000	0.00
➢ Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	-	-	55000	0.00
➢ At the End of the year			55000	0.00
7. Mr. K.V.V. Rao (Director)				
➢ At the beginning of the year	182700	0.00	182700	0.00
➢ Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	-	-	182700	0.00
➢ At the End of the year			182700	0.00

8. Mr.R.S.S.L.N. Bhaskarudu (Independent Director)				
➢ At the beginning of the year	-	-	-	-
➢ Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	-	-	-	-
➢ At the End of the year			-	-
9. Dr. Prakash G. Apte (Independent Director)				
➢ At the beginning of the year	30000	0.00	30000	0.00
➢ Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	-	-	30000	0.00
➢ At the End of the year			30000	0.00
10. Mr. V. Santhanaraman (Independent Director)				
➢ At the beginning of the year	-	-	-	-
➢ Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	-	-	-	-
➢ At the End of the year			-	-
11. Mr. N.C. Sarabeswaran (Independent Director)				
➢ At the beginning of the year	20000	0.00	20000	0.00
➢ Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	-	-	20000	0.00
➢ At the End of the year			20000	0.00
12. Mr.S. Sandilya (Independent Director)				
➢ At the beginning of the year	5000	0.00	5000	0.00
➢ Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	-	-	5000	0.00
➢ At the End of the year			5000	0.00
13. Mr. C.R. Muralidharan (Independent Director)				
➢ At the beginning of the year	-	-	-	-
➢ Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	-	-	-	-
➢ At the End of the year			-	-
14. Mr. S. Rajagopal (Independent Director)				
➢ At the beginning of the year	22000	0.00	22000	0.00
➢ Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	-	-	22000	0.00
➢ At the End of the year			22000	0.00
15. Mrs. Vissa Siva Kameswari (Independent Director)				
➢ At the beginning of the year	-	-	-	-
➢ Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	-	-	-	-
➢ At the End of the year			-	-
16. Mr. Grandhi Kiran Kumar (Managing Director - KMP)				
➢ At the beginning of the year	872160	0.02	872160	0.02
➢ Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	-	-	872160	0.02
➢ At the End of the year			872160	0.02
17. Mr. Madhva Bhimacharya Terdal (CFO - KMP)				
➢ At the beginning of the year	323000	0.01	323000	0.01
➢ Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	-	-	323000	0.01
➢ At the End of the year			323000	0.01
18. Mr. C P Sounderarajan (Company Secretary - KMP)				
➢ At the beginning of the year	1200	0.00	1200	0.00
➢ Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	-	-	1200	0.00
➢ At the End of the year	-	-	1200	0.00

V. Indebtedness:

Indebtedness of the Company including interest outstanding/accrued but not due for payment (Amount ₹ in Crore)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal amount	2,292.02	2,929.33	0.00	5,221.35
ii) Interest due but not paid				0.00
iii) Interest accrued but not due		79.36		79.36
Total (i+ii+iii)	**2,292.02**	**3,008.69**	**0.00**	**5,300.71**
Change in Indebtedness during the financial year				
Addition				0.00
Reduction	252.92	753.56		1,006.48
Net Change	**-252.92**	**-753.56**	**0.00**	**-1,006.48**
Indebtedness at the end of the financial year				
i) Principal amount	2,037.94	2,236.30	0.00	4,274.24
ii) Interest due but not paid				
iii) Interest accrued but not due	1.16	18.83		19.99
Total (i+ii+iii)	**2,039.10**	**2,255.13**	**0.00**	**4,294.23**

VI. Remuneration of Directors and Key Managerial Personnel:

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

Sl. No.	Particulars of Remuneration	Mr. G M Rao - Executive Chairman	Mr. Grandhi Kiran Kumar - Managing Director	Total Amount (₹ in Crore)
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act,1961	0.81	0.00	0.81
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.01	-	0.01
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - as % of profit	-	-	-
5.	Others, please specify (Employer Contribution to PF)	0.01	-	0.01
	Total (A)	**0.84**	**0.00**	**0.84**

B. Remuneration to other Directors:

Sl. No.	Particulars of Remuneration	Name of the Directors								Total Amount (₹ in Crore)
1. Independent Directors										
		Mr. R.S.S.L.N. Bhaskarudu	Dr. Prakash G. Apte	Mr. V. Santhanaraman	Mr. N.C. Sarabeswaran	Mr.S. Sandilya	Mr. C.R. Muralidharan	Mr. S. Rajagopal	Mrs. V. Siva Kameswari	
	Fee for attending board /committee meetings	0.105	0.067	0.06	0.099	0.06	0.06	0.092	0.024	0.567
	Commission	-	-	-	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-	-	-	-
	Total (B)(1)	0.105	0.067	0.06	0.099	0.06	0.06	0.092	0.024	0.567

Sl. No.	Particulars of Remuneration	Name of the Directors					Total Amount (₹ in Crore)
2. Other Non-Executive Directors							
		Mr. Srinivas Bommidala	Mr. G.B.S. Raju	Mr. B.V.N. Rao	Mr. O.B. Raju	Mr. K.V.V. Rao	
	Fee for attending board / committee meetings	-	-	-	-	-	-
	Commission	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-
	Total (B)(2)	**-**	**-**	**-**	**-**	**-**	**-**
	Total (B) = (B)(1) + (B)(2)						**0.567**

C. Remuneration to Key Managerial Personnel other than MD / Manager / WTD:

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount (₹ in Crore)
		Mr.Madhva Bhimacharya Terdal Chief Financial Officer	Mr. C P Sounderarajan Company Secretary and Compliance Officer	
1.	Gross Salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act,1961	3.33	0.69	4.02
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.11	-	0.11
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - as % of profit	-	-	-
5.	Others, please specify (Employer Contribution to PF)	0.08	-	0.08
	Total (C)	**3.52**	**0.69**	**4.21**

VII. Penalties / Punishment / Compounding of Offences:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [RD/NCLT/ Court]	Appeal made, if any (give details)
A. Company					
Penalty		NIL			
Punishment					
Compounding					
B. Directors					
Penalty		NIL			
Punishment					
Compounding					
C. Other Officers in Default					
Penalty		NIL			
Punishment					
Compounding					

ANNEXURE 'G' TO BOARD'S REPORT

Disclosure of Managerial Remuneration

(Ref.: Board's Report under the head "Particulars of Employees and related disclosures")

a) The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year:

Name of the Director	Ratio of Director's remuneration to the median remuneration of the employees of the Company for the financial year
G.M. Rao, Executive Chairman	15.55
Grandhi Kiran Kumar, Managing Director	N.A.
Srinivas Bommidala, Group Director	N.A.
B.V.N. Rao, Group Director	N.A.
G. B. S. Raju, Group Director	N.A.
K.V.V. Rao, Director	N.A.
O. Bangaru Raju, Director	N.A.
N.C. Sarabeswaran, Independent Director*	1.83
Dr. Prakash G. Apte, Independent Director*	1.24
R.S.S.L.N. Bhaskarudu, Independent Director*	1.94
S. Rajagopal, Independent Director*	1.70
S. Sandilya, Independent Director*	1.11
C. R. Muralidharan, Independent Director*	1.11
V. Santhanaraman, Independent Director*	1.11
Mrs. Vissa Siva Kameswari, Independent Director*	0.44

**Sitting fees paid to the Independent Directors*

b) 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 of the Director and Key Managerial Personnel	Percentage increase in remuneration in the financial year
G.M. Rao, Executive Chairman	-90
Grandhi Kiran Kumar, Managing Director	N.A.
Srinivas Bommidala, Group Director	N.A.
B.V.N. Rao, Group Director	N.A.
G. B. S. Raju, Group Director	N.A.
K.V.V. Rao, Director	N.A.
O. Bangaru Raju, Director	N.A.
N.C. Sarabeswaran, Independent Director*	200***
Dr. Prakash G. Apte, Independent Director *	347***
R.S.S.L.N. Bhaskarudu, Independent Director*	200***
S. Rajagopal, Independent Director*	283***
S. Sandilya, Independent Director*	275***
C. R. Muralidharan, Independent Director*	650***
V. Santhana Raman, Independent Director*	500***
Mrs. Vissa Siva Kameswari, Independent Director*	N.A.**
Madhva Bhimacharya Terdal, Chief Financial Officer	67
C P Sounderarajan, Company Secretary	45

**Sitting fees paid to the Independent Directors*

*** Appointed as Director with effect from October 01, 2014*

**** Sitting fees was increased for the Board & Audit Committee Meetings and other committee meetings from 20,000 and 10,000 to 60,000 and 30,000 respectively as approved by the Board at its Meeting held on May 29, 2014*

c) The percentage increase in the median remuneration of employees in the financial year: 19%

d) The number of permanent employees on the rolls of the company as on March 31, 2015: 301

e) The explanation on the relationship between average increase in remuneration and company performance:

Sl. No.	Particulars	Explanation
1	Increase in median remuneration of employees has been 19%	The increase in remuneration has been done pursuant to detailed market study of compensation increase in the industry.

f) Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company:

Sl. No.	Particulars of remuneration for Key Managerial Personnel	Remuneration as % of Revenue (i.e. ₹ 669.22 Crore)	Remuneration as % of PBT [i.e. Loss of (₹ 350.53 Crore)]
1	Grandhi Kiran Kumar, Managing Director	N.A.	N.A.
2	Madhva Bhimacharya Terdal, Chief Financial Officer	0.53	N.A. (in view of losses)
3	C P Sounderarajan, Company Secretary	0.10	N.A.(in view of losses)

g) Market and financial performance related information:

- Variations in the market capitalization of the company (March 31, 2015 vs. March 31, 2014):

  14.88% decrease in market capitalization. The Company focuses on long-term value creation and not on maximization of market capitalization in the short term as it would motivate unhealthy behaviour. No. of shares as on March 31, 2015 was 4,361,247,379 and as on March 31, 2014 was 3,892,434,782.

- Variations in price earnings ratio (March 31, 2015 vs. March 31, 2014):

  Not applicable, as the Company incurred losses during the year ended March 31, 2015

- Percentage increase or decrease in the market quotations of the shares of the company in comparison to the rate at which the company came out with the last public offer:

  20.95% decrease between price on March 31, 2015 (Share Price: ₹ 16.60 for a Face Value of ₹ 1 each) and price of last public offer in 2006 (Offer Price: ₹ 210 for Face Value of ₹ 10)

h) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year, its comparison with the percentile increase in the managerial remuneration, justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year was 8%. No managerial remuneration was paid to the Managing Director. Remuneration paid to the Executive Chairman was decreased by 90%.

i) The key parameters for any variable component of remuneration availed by the directors:

There was no variable component of remuneration availed by the Directors.

j) The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year:

- Mr. Madhva Bhimacharya Terdal (Chief Financial Officer): 1: 4.20
- Mr. Govindarajulu Tata (Chief Financial Officer - Corporate Integration Group): 1: 1.57
- Dr. Raghunathan V (Chief Executive): 1:1.27

Remuneration of Executive Chairman has decreased by 90% during the financial year 2014-15. Therefore the remuneration of the aforesaid employees (who are not directors) was in excess of the remuneration of the Executive Chairman.

k) Affirmation that the remuneration is as per the remuneration policy of the Company:

It is affirmed that the remuneration is as per the 'Remuneration Policy for Directors, Key Managerial Personnel and other employees' adopted by the Company.

Report on Corporate Governance

I. Company's Philosophy on Code of Governance

The chosen vision of your Company is institution in perpetuity. The Company is deeply conscious that, while doing business successfully it will actively cater to building of nation and society around it. The long term interest particularly in infrastructure domain is closely woven with stakeholders alignment. Your Company has large number of stakeholders in all spheres of business and society. It will be our endeavor to constantly promote and enhance the stakeholders legitimate interests.

Ethics / Governance Policies

The Company endeavors to conduct its businesses and strengthen relationships in a manner that is dignified, distinctive and responsible. The Company adheres to ethical standards to ensure integrity, transparency, independence and accountability in dealing with all stakeholders. Therefore, the Company has adopted various codes and policies to carry out our duties in an ethical manner. Some of these codes and policies are:

- Code of Conduct for Board Members
- Code of Conduct for Senior Management
- Code of Conduct for Prohibition of Insider Trading
- Policy on Whistle Blower
- Policy on Related Party Transactions
- Policy on Material Subsidiaries
- Nomination & Remuneration Policy
- Corporate Social Responsibility Policy
- Risk Management Policy
- Code of business conduct and ethics applicable to employees

Report on Corporate Governance and statutory compliances are given below:

II. Board of Directors

a. Board composition and category of Directors

The Company's policy is to maintain optimum combination of Executive and Non-Executive Directors. The composition of the Board and category of Directors are as follows:

Category	Name of the Directors
Promoter Directors	Mr. G. M. Rao (Executive Chairman) Mr. Grandhi Kiran Kumar (Managing Director) Mr. Srinivas Bommidala Mr. G.B.S. Raju
Executive Directors	NIL
Non-Executive Directors	Mr. B.V. N. Rao Mr. O. Bangaru Raju Mr. K. V. V. Rao
Independent Non-Executive Directors	Mr. N. C. Sarabeswaran Dr. Prakash G. Apte Mr. R.S.S.L.N. Bhaskarudu Mr. S. Sandilya Mr. S. Rajagopal Mr. C.R. Muralidharan Mr. V. Santhanaraman Mrs. Vissa Siva Kameswari
Nominee Directors	NIL

Mr. G. M. Rao is the father of Mr. G. B. S. Raju and Mr. Grandhi Kiran Kumar and father-in-law of Mr. Srinivas Bommidala. None of the other directors is related to any other director on the Board.

Selection of Independent Directors

Taking the requirement of skill sets on the Board into consideration, eminent person having an independent standing in their respective field or profession, and who can effectively contribute to the Company's business and policy decisions are considered by the Nomination and Remuneration Committee, for appointment, as Independent Directors on the Board. The Committee considers qualification, positive attributes, area of expertise and number of Directorships and Memberships held in various committees of other companies by such persons in accordance with the Company's Policy for Selection of Directors and determining Directors' independence. The Board considers the Committee's recommendation, takes appropriate decision and recommends to the shareholders for the appointment of the Independent Directors.

Every Independent Director, at the first meeting of the Board in which he participates as a Director and thereafter at the first meeting of the Board in every financial year, gives a declaration that he meets the criteria of independence as provided under the Companies Act, 2013.

Familiarisation programmes for Board Members

The Board members are provided with necessary documents, viz., Company's corporate profile, its Mission, Vision, Values and Beliefs, Organisation Structure, the Company's history and milestones, Annual Reports, a brief background on the business of the Company, Institutional Building and highlights of its performance, major policies of the Company, Code of Conduct, fund raising history etc. Periodic presentations are made to the Board on business and performance updates of the Company, global business environment, risk management, company policies, Subsidiary information and changes in the regulatory environment applicable to the corporate sector and to the industry in which it operates and other relevant issues. The details of such familiarization programmes for Independent Directors are posted on the website of the Company and can be accessed at http://investor.gmrgroup.in/pdf/Familiarisation.pdf.

Meetings of Independent Directors

The Independent Directors of the Company meet at least once in every financial year without the presence of Executive Directors or management personnel. Such meetings enable Independent Directors to discuss matters pertaining to the Company's affairs and matters mentioned in Schedule IV to the Companies Act, 2013. The Independent Directors take appropriate steps to present their views to the Chairman. Two meetings of Independent Directors were held during the year.

Code of Conduct

As per requirement of Clause 49 of the Listing Agreement with the Stock Exchanges, the Board has laid down a Code of Conduct ("the Code") for all Board members and Senior Management Personnel of the Company. The Code is posted on the website of GMR Group (www.gmrgroup.in). All Board members and Senior Management Personnel affirm compliance with the code on an annual basis and the declaration to that effect by Mr. Grandhi Kiran Kumar, Managing Director, is attached to this report.

A Code of business conduct and ethics applicable to all the employees of the Group has been communicated and affirmed by them on an annual basis, which are to be followed in day to day work life which will enable the employees to maintain highest standards of values in their conduct to achieve organizational objectives.

The Company recognizes that sexual harassment violates fundamental rights of gender equality, right to life and liberty and right to work with human dignity as guaranteed by the Constitution of India. To meet this objective, measures have been taken to eliminate and to take necessary penal action for any act of sexual harassment, which includes unwelcome sexually determined behaviour. The Company has taken initiatives to create wide awareness amongst the employees about the policy for prevention of sexual harassment by displaying posters at all the prominent places in the Offices of the Company.

Attendance of Directors at Board Meetings, last Annual General Meeting (AGM) and number of other Directorships and Chairmanships / Memberships of Committees of each Director in various Companies:

Sl. No.	Name of Director	Director Identification Number [DIN]	Category @	Number of other Directorships held in other Public Limited Companies as on 31-03-2015 #		Number of committee Chairmanships / memberships held in other Public Limited Companies as on 31-03-2015 *		Board Meetings during the period April 01, 2014 to March 31, 2015		Whether present at the Previous AGM held on September 18, 2014
				Chairman	Director	Chairman	Member	Held	Attended $	
1.	Mr. G. M. Rao	00574243	Executive Chairman	6	-	-	-	10	9	Yes
2.	Mr. Grandhi Kiran Kumar	00061669	Managing Director	2	4	-	2	10	9	Yes
3.	Mr. Srinivas Bommidala	00061464	NEPD	2	7	-	1	10	5	No
4.	Mr. G.B.S. Raju	00061686	NEPD	2	6	-	7	10	5	Yes
5.	Mr. B.V. N. Rao	00051167	NENID	2	6	1	3	10	9	Yes
6.	Mr. O. Bangaru Raju	00082228	NENID	-	8	-	7	10	9	Yes
7.	Mr. K. V. V. Rao	01165942	NENID	-	1	-	-	10	9	Yes
8.	Mr. N. C. Sarabeswaran	00167868	NEID	-	9	4	6	10	10	Yes
9.	Dr. Prakash G. Apte	00045798	NEID	-	6	-	6	10	10	Yes
10.	Mr. R.S.S.L.N. Bhaskarudu	00058527	NEID	-	7	3	4	10	9	Yes
11.	Mr. S. Sandilya	00037542	NEID	2	2	3	2	10	10	Yes
12.	Mr. S. Rajagopal	00022609	NEID	1	8	5	4	10	10	Yes
13.	Mr. C.R. Muralidharan	02443277	NEID	-	4	1	2	10	10	Yes
14.	Mr. V. Santhanaraman	00212334	NEID	-	9	-	6	10	10	Yes
15.	Mrs. Vissa Siva Kameswari^	02336249	NEID	-	6	-	4	10	4	NA

@ NEPD – Non-Executive Promoter Director, NENID - Non-Executive Non-Independent Director, NEID - Non-Executive Independent Director.
# Other companies do not include directorships of private limited companies, Section 8 companies and foreign companies.
* Committee means Audit Committee and Stakeholders' Relationship Committee.
$ Attendance includes participation through video conference.

^Appointed as Director with effect from October 01, 2014.

Ten Board Meetings were held during the financial year ended March 31, 2015, May 29, 2014, July 2, 2014, July 15, 2014, August 13, 2014, September 16, 2014, September 18, 2014, November 14, 2014, February 14, 2015, February 28, 2015 and March 19, 2015. The maximum gap between two meetings was 91 days.

III. Committees of the Board

1. Audit Committee

a. Composition of Audit Committee:

i. The Audit Committee comprises of the following Independent Directors as members:

Names	Designation
Mr. N. C. Sarabeswaran	Chairman
Mr. S. Rajagopal	Member
Mr. R. S. S. L. N. Bhaskaradu	Member

ii. Previous Annual General Meeting of the Company was held on September 18, 2014. Mr. N. C. Sarabeswaran, Chairman of the Audit Committee has attended the meeting. The composition of the Audit Committee, consisting of only the Independent Directors, meets the requirement of Section 177 of the Companies Act, 2013 and Clause 49 of the Listing Agreement with the Stock Exchanges.

Mr. C. P. Sounderarajan, Company Secretary and Compliance Officer, acted as Secretary to the Audit Committee.

b. Meetings and attendance during the year:

During the financial year ended March 31, 2015, Six Audit Committee meetings were held on May 28, 2014, July 15, 2014, August 12, 2014, November 12, 2014, December 19, 2014 and February 12, 2015.

The attendance of the Audit Committee members is as under:

Names	No. of the Meetings	
	Held	Attended
Mr. N. C. Sarabeswaran	6	6
Mr. S. Rajagopal	6	6
Mr. R. S. S. L. N. Bhaskarudu	6	6

Special meetings of the Committee were held on July 15, 2014 and December 19, 2014 exclusively for considering the matters other than those considered by the Committee on quarterly basis.

c. The terms of reference of the Audit Committee are as under:

i. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

ii. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;

iii. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;

iv. Reviewing, with the management, the annual financial statements and auditors' report thereon before submission to the board for approval, with particular reference to:

(a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013;

(b) Changes, if any, in accounting policies and practices and reasons for the same;

(c) Major accounting entries involving estimates based on the exercise of judgment by management;

(d) Significant adjustments made in the financial statements arising out of audit findings;

(e) Compliance with listing and other legal requirements relating to financial statements;

(f) Disclosure of any related party transactions; and

(g) Qualifications in the draft audit report.

v. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;

vi. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;

vii. Review and monitor the auditor's independence and performance, and effectiveness of audit process;

viii. Approval or any subsequent modification of transactions of the company with related parties;

ix. Scrutiny of inter-corporate loans and investments;

x. Valuation of undertakings or assets of the company, wherever it is necessary;

xi. Evaluation of internal financial controls and risk management systems;

xii. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

xiii. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

xiv. Discussion with internal auditors of any significant findings and follow up there on;

xv. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;

xvi. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

xvii. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

xviii. To review the functioning of the Whistle Blower mechanism;

xix. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate.

2. Nomination and Remuneration Committee

a. Composition of Nomination and Remuneration Committee:

The Nomination and Remuneration Committee comprises of the following Directors as members:

Names	Designation
Mr. R. S. S. L. N. Bhaskarudu (Independent Director)	Chairman
Mr. B.V.N. Rao (Non-Executive Non Independent Director)	Member
Dr. Prakash G. Apte (Independent Director)	Member
Mr. N.C. Sarabeswaran (Independent Director)	Member

Mr. C. P. Sounderarajan, Company Secretary and Compliance Officer, acted as the Secretary to the Nomination and Remuneration Committee.

b. Meetings and Attendance during the year:

During the financial year ended March 31, 2015, three meetings of the Committee were held on May 29, 2014, July 15, 2014 and September 16, 2014.

The attendance of the Nomination and Remuneration Committee members are as under:

Names	No. of the Meetings	
	Held	Attended
Mr. R. S. S. L. N. Bhaskarudu	3	3
Mr. B.V.N. Rao	3	2
Dr. Prakash G. Apte	3	3
Mr. N.C. Sarabeswaran	3	3

c. The terms of reference of the Nomination and Remuneration Committee are as under:

i. Identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every director's performance;

ii. Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.

iii. Formulation of criteria for evaluation of Independent Directors and the Board;

iv. Devising a policy on Board diversity;

v. Ensuring that the Board comprises of a balanced combination of Executive Directors and Non-Executive Directors;

vi. All information about the Directors / Managing Directors / Whole time Directors / Key Managerial Personnel i.e., background details, past remuneration, recognition or awards, job profile shall be considered and disclosed to shareholders, where required;

vii. The Committee shall take into consideration and ensure the compliance of provisions under Schedule V of the Companies Act, 2013 for appointing and fixing remuneration of Managing Directors / Whole time Directors;

viii. While approving the remuneration, the Committee shall take into account financial position of the Company, trend in the industry, qualification, experience and past performance of the appointee;

ix. The Committee shall be in a position to bring about objectivity in determining the remuneration package while striking the balance between the interest of the Company and the shareholders.

d. Nomination and Remuneration Policy

In terms of the provisions of Section 178 of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Nomination and Remuneration Committee (NRC) is responsible for formulating the criteria for determining qualification, positive attributes and independence of a Director. The NRC is also responsible for recommending to the Board a policy relating to the remuneration of the Directors, Key Managerial Personnel and senior management. In line with this requirement, the Board has adopted the Nomination and Remuneration Policy. The Policy is annexed as **Annexure 'C'** to the Board's Report.

e. Details of remuneration paid during the financial year ended March 31, 2015 to the Directors are furnished hereunder:

Name	Category @	Salary & Commission (₹)	Perquisites (₹)	Sitting Fees (₹)	Total (₹)	No. of shares held
Mr. G. M. Rao	Executive Chairman	83,94,152	-	-	83,94,152	17,31,330
Mr. Grandhi Kiran Kumar	Managing Director	-	-	-	-	8,72,160
Mr. Srinivas Bommidala	NEPD	-	-	-	-	4,51,660
Mr. G. B. S. Raju	NEPD	-	-	-	-	5,44,160
Mr. B. V. N. Rao	NENID	-	-	-	-	1,50,000
Mr. O. Bangaru Raju	NENID	-	-	-	-	55,000
Mr. K. V. V. Rao	NENID	-	-	-	-	1,82,700
Mr. N. C. Sarabeswaran	NEID	-	-	9,90,000	9,90,000	20,000
Dr. Prakash G Apte	NEID	-	-	6,70,000	6,70,000	30,000
Mr. R.S.S.L.N. Bhaskarudu	NEID	-	-	10,50,000	10,50,000	Nil
Mr. S. Sandilya	NEID	-	-	6,00,000	6,00,000	5,000
Mr. S. Rajagopal	NEID	-	-	9,20,000	9,20,000	22,000
Mr. C.R. Muralidharan	NEID	-	-	6,00,000	6,00,000	Nil
Mr. V. Santhanaraman	NEID	-	-	6,00,000	6,00,000	Nil
Mrs. Vissa Siva Kameswari*	NEID	-	-	2,40,000	2,40,000	Nil

@ NEPD – Non-Executive Promoter Director, NENID – Non-Executive Non-Independent Director, NEID – Non-Executive Independent Director

* Appointed as Directors with effect from October 01, 2014.

Note: The remuneration paid to Executive Chairman does not include provision for gratuity, superannuation and premium for personal accident policy, as the same are determined for the company as a whole.

The Company does not have any stock option plan or performance-linked incentive for the Director(s)

3. Stakeholders Relationship Committee

a. Composition of the Committee:

The Stakeholders Relationship Committee comprises of the following Directors as members:

Names	Designation
Mr. R.S.S.L.N. Bhaskarudu (Independent Director)	Chairman
Mr. B. V. N. Rao (Non-Executive Non Independent Director)	Member
Mr. G.B.S. Raju (Non-Executive Promoter Director)	Member
Mr. K.V.V. Rao (Non-Executive Non Independent Director)	Member

The composition of the Committee meets the requirement of Clause 49 of the Listing Agreement with the Stock Exchanges.

Mr. C. P. Sounderarajan, Company Secretary and Compliance Officer, acted as Secretary to the Stakeholders Relationship Committee.

b. Meetings and Attendance during the year:

During the financial year ended March 31, 2015, four meetings were held on May 26, 2014, August 13, 2014, November 14, 2014 and February 12, 2015. The attendance of the Stakeholders Relationship Committee members is as under:

Names	No. of the Meetings	
	Held	Attended
Mr. R.S.S.L.N. Bhaskarudu	4	3
Mr. B. V. N. Rao	4	3
Mr. G.B.S. Raju	4	3
Mr. K.V.V. Rao	4	4

c. The terms of reference of the Stakeholders Relationship Committee are as under:

i. Allotment of all types of securities to be issued by the Company;

ii. Transfer, transposition and transmission of securities;

iii. Issuance of duplicate shares or other securities;

iv. Dealing with complaints about non-receipt of declared dividend, non-receipt of Annual Reports, etc.;

v. Investigate into security holders/ other investor's complaints and take necessary steps for redressal thereof;

vi. To perform all functions relating to the interests of shareholders / security holders/ investors of the Company as may be required by the provisions of the Companies Act, 2013, Listing Agreements with the Stock Exchanges and guidelines issued by the SEBI or any other regulatory authority;

vii. Authorise Company Secretary or other persons to take necessary action;

viii. Appointment and fixation of remuneration of the Registrar and Share transfer Agent and Depositories and to review their performance.

The details of the complaints received during the financial year 2014-15 and the status of the same are as below:

Nature of Complaints	No. of Complaints eived	No. of Complaints olved	Pending Complaints
Non-Receipt of Dividend Warrants	200	200	0
Non-Receipt of Share Certificates	4	4	0
SEBI Complaints (SCORES)	5	5	0
Non-Receipt of Annual Reports	110	110	0
Total	319	319	0

4. Management Committee

a. Composition of Management Committee:

The Management Committee comprises of the following Directors as members:

Names	Designation
Mr. G.M. Rao (Executive Chairman)	Chairman
Mr. Grandhi Kiran Kumar (Managing Director)	Member
Mr. Srinivas Bommidala (Non-Executive Promoter Director)	Member
Mr. G.B.S. Raju (Non-Executive Promoter Director)	Member
Mr. B.V. N. Rao (Non-Executive Non Independent Director)	Member

Mr. C. P. Sounderarajan, Company Secretary and Compliance Officer, acted as Secretary to the Management Committee.

b. Meetings and Attendance during the year:

During the financial year ended March 31, 2015, sixteen meetings of the Management Committee were held on April 26, 2014, July 5, 2014, July 8, 2014, July 10, 2014, July 28, 2014, August 26, 2014, September 10, 2014, September 29, 2014, October 17, 2014, November 20, 2014, December 05, 2014, December 17, 2014, December 21, 2014, January 21, 2015, March 5, 2015 and March 30, 2015.

The attendance of members is as under:

Names	No. of the Meetings	
	Held	Attended
Mr. G.M. Rao	16	14
Mr. Grandhi Kiran Kumar	16	8
Mr. Srinivas Bommidala	16	6
Mr. G.B.S. Raju	16	10
Mr. B.V. N. Rao	16	8

c. The terms of reference of the Management Committee are as under:

i. Decision-making relating to operational matters such as investments in new projects, financial matters, borrowings, capital expenditure, purchases and contracts - non-capital (including services), sales and marketing, long-term contracts, stores, HR related matters, establishment and administration, writing-off of assets, etc.

ii. Decision-making relating to private placements/QIP/IPO/Rights issue matters like quantum of issue, issue price, appointment of lead managers and other intermediaries, registrars to the issue, bankers to the issue, listing of shares, execution of all the documents pertaining to IPO, etc.

The Board of Directors from time to time delegates specific powers to the Management Committee.

5. Debentures Allotment Committee

a. Composition of Debentures Allotment Committee:

The Debentures Allotment Committee comprises of the following Directors as members:

Names	Designation
Mr. B.V. N. Rao (Non-Executive Non Independent Director)	Member
Mr. Srinivas Bommidala (Non-Executive Promoter Director)	Member
Mr. G.B.S. Raju (Non-Executive Promoter Director)	Member

Mr. C. P. Sounderarajan, Company Secretary and Compliance Officer, acted as Secretary to the Debentures Allotment Committee.

b. Meetings and Attendance during the year:

No Meeting of Debenture allotment Committee was held during the financial year ended March 31, 2015.

c. The terms of reference of the Debentures Allotment Committee are as under:

Issuance and allotment of debentures on such terms and conditions as may be prescribed from time to time in this regard.

6. Corporate Governance Committee

a. Composition of Corporate Governance Committee:

The Corporate Governance Committee comprises of the following Directors as members:

Names	Designation
Mr. N. C. Sarabeswaran (Independent Director)	Chairman
Dr. Prakash G Apte (Independent Director)	Member
Mr. R. S. S. L. N. Bhaskarudu (Independent Director)	Member

Mr. C. P. Sounderarajan, Company Secretary and Compliance Officer, acted as Secretary to the Corporate Governance Committee.

b. Meetings and Attendance during the year:

No Meeting of Corporate Governance Committee was held during the financial year ended March 31, 2015.

c. The terms of reference of the Corporate Governance Committee are as follows:

i. To review and recommend best Corporate Governance practices including Board processes, disclosure practices, policy on ethics / code of conduct etc.;

ii. To continuously review and reinforce the Corporate Governance practices within the Company;

iii. To lay down process for induction of directors after due diligence;

iv. Any other matter as the Committee may deem appropriate after approval of the Board of Directors or as may be directed by the Board of Directors from time to time.

The Board of Directors in their meeting held on May 29, 2015 dissolved the Corporate Governance Committee, taking into view that the terms of reference of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and CSR Committee overlaps with those of Corporate Governance Committee.

7. Corporate Social Responsibility (CSR) Committee

a. Composition of CSR Committee:

The CSR Committee comprises of the following Directors as members:

Names	Designation
Mr. R. S. S. L. N. Bhaskarudu (Independent Director)	Chairman
Mr. B. V. N. Rao (Non-Executive Non Independent Director)	Member
Mr. O. B. Raju (Non-Executive Non Independent Director)	Member

Mr. C. P. Sounderarajan, Company Secretary and Compliance Officer, acted as Secretary to the CSR Committee.

b. Meetings and Attendance during the year:

During the financial year ended March 31, 2015, one meeting was held on August 13, 2014. The attendance of the CSR Committee members is as under:

Names	No. of the Meetings	
	Held	Attended
Mr. R.S.S.L.N. Bhaskarudu	1	1
Mr. B. V. N. Rao	1	1
Mr. O. B. Raju	1	1

The terms of reference of the CSR Committee are as follows:

1. Preparation of Corporate Social Responsibility Policy for the Company and to recommend the Board for its approval;
2. Recommendation of projects or programmes relating to activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013;
3. To recommend on CSR activities to be undertaken by the Company on its own or in collaboration with any registered trust / society or a company established under Section 25 of the Companies Act, 1956 or under Section 8 of the Companies Act, 2013;
4. To institute a transparent monitoring mechanism for implementation of the CSR projects or programs or activities undertaken by the Company or trust / society / company mentioned in point no.3;
5. To report periodically on the CSR activities of the Company to the Board and in the Board's report;
6. To seek expert advice on CSR activities of the Company that may be appropriate to discharge its responsibilities; and
7. To take up any other roles and responsibilities delegated by the Board from time to time.

IV. General Body Meetings

a. Annual General Meetings

The venue, date and time of the Annual General Meetings held during the preceding three years and the Special Resolutions passed thereat are as under:

Year	Venue	Date & Time	Special Resolutions passed
2013-14	MLR Convention Centre, Brigade Millennium Campus, 7th phase, J.P. Nagar, Bengaluru - 560 078	September 18, 2014 at 3.00 p.m.	1. Increase in the number of directors of the Company from the existing maximum permissible limit of 15 (fifteen) to 16 (sixteen) 2. Issue of securities for an aggregate amount not exceeding ₹ 2,500 Crore
2012-13	Convention Centre,NIMHANS, Hosur Road, Bengaluru – 560 029	September 17, 2013 at 2.30 p.m.	1. Appointment of Mr. G. M. Rao as Executive Chairman and fixing his remuneration 2. Appointment of Mr. Grandhi Kiran Kumar as Managing Director and fixing his remuneration
2011-12	Convention Centre, NIMHANS, Hosur Road, Bengaluru – 560 029	September 11, 2012 at 2.30 p.m.	1. Appointment of Mr. B. V. N. Rao as Managing Director 2. Issue of securities for an aggregate amount not exceeding ₹ 2,500 Crore

b. Extraordinary General Meetings

No Extraordinary General Meetings (EGMs) were held during the preceding three years except in the year ended March 31, 2014. The venue, date and time of the EGM and the Special Resolutions passed thereat are as under:

Year	Venue	Date & Time	Special Resolutions passed
2013-14	Convention Centre, NIMHANS, Hosur Road, Bengaluru - 560 029	March 20, 2014 at 11.00 a.m.	1. Preferential allotment of Compulsorily Convertible Preference Shares (CCPS) 2. Issue of Securities up to ₹ 2,500 Crore or equivalent thereof

c. Special Resolutions passed through postal ballot:

During the year, the members of the Company have approved the following agenda items by passing the Special Resolutions through postal ballot effective August 12, 2014:

- Issue and allotment of 18,00,00,000 number of Warrants to GMR Infra Ventures LLP, promoter group entity, on a preferential basis;
- Borrowing in excess of the paid up share capital and free reserves of the Company under Section 180(1)(c) of the Companies Act, 2013;
- Creation of charge / mortgage over the properties of the Company for the purpose of borrowing under Section 180(1) (a) of the Companies Act, 2013;
- Making investments in securities under Section 186 of the Companies Act, 2013.

The Board had appointed Mr. V. Sreedharan, Practicing Company Secretary, Partner, M/s V. Sreedharan & Associates, Bengaluru as a Scrutinizer to conduct the postal ballot voting process in a fair and transparent manner.

The details of the voting pattern in respect of the Special Resolutions passed for the below mentioned agenda items were as under:

1) Approval to issue and allot 18,00,00,000 number of Warrants to GMR Infra Ventures LLP, promoter group entity, on a preferential basis:

Promoter / Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) =[(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100
Promoter and Promoter Group	2790843847	2790843847	100.00	2790843847	0	100.00	0.00
Public - Institutional holders	742154697	190902618	25.72	189152618	1750000	99.08	0.92
Public -Others	359436238	805078	0.22	609155	195923	75.66	24.34
Total	3892434782	2982551543	76.62	2980605620	1945923	99.93	0.07

2) Approval to borrow in excess of the paid up share capital and free reserves of the Company under Section 180(1)(c) of the Companies Act, 2013:

Promoter / Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) =[(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100
Promoter and Promoter Group	2790843847	2790843847	100.00	2790843847	0	100.00	0.00
Public - Institutional holders	742154697	190902618	25.72	184732359	6170259	96.77	3.23
Public-Others	359436238	804331	0.22	601520	202811	74.79	25.21
Total	3892434782	2982550796	76.62	2976177726	6373070	99.79	0.21

3) Approval to create charge / mortgage over the properties of the Company for the purpose of borrowing in terms of Section 180(1) (a) of the Companies Act, 2013:

Promoter / Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) =[(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100
Promoter and Promoter Group	2790843847	2790843847	100.00	2790843847	0	100.00	0.00
Public - Institutional holders	742154697	190902618	25.72	184732359	6170259	96.77	3.23
Public-Others	359436238	802209	0.22	608581	193628	75.86	24.14
Total	3892434782	2982548674	76.62	2976184787	6363887	99.79	0.21

4) Approval to make investments in securities under Section 186 of the Companies Act, 2013:

Promoter / Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) =[(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100
Promoter and Promoter Group	2790843847	2790843847	100.00	2790843847	0	100.00	0.00
Public – Institutional holders	742154697	188450134	25.39	41377479	147072655	21.96	78.04
Public-Others	359436238	800475	0.22	622764	177711	77.80	22.20
Total	3892434782	2980094456	76.56	2832844090	147250366	95.06	4.94

None of the businesses proposed to be transacted at the ensuing Annual General Meeting require passing a resolution through Postal Ballot.

V. Disclosures

a. **Disclosures on materially significant related party transactions i.e., transactions of the Company of material nature, with its promoters, Directors or their relatives, management, its subsidiaries etc., that may have potential conflict with the interests of the Company at large:**

The transactions with related parties are mentioned in note no. 32 of the financial statements and may be verified in the Annual Report. None of the transactions with related parties were in conflict with the interests of the Company at large.

b. **Details of non-compliance by the Company, penalties and strictures imposed on the Company by the Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets during the last three years:**

There has been no instance of non-compliance by the Company on any matter related to capital markets during the last three years hence no penalties or strictures have been imposed by the Stock Exchanges or SEBI or any statutory authority.

c. **Whistle Blower Policy:**

To maintain high level of legal, ethical and moral standards and to provide a gateway for employees to voice concern in a responsible and effective manner about serious malpractice, impropriety, abuse or wrongdoing within the organisation, the Company has a Whistle Blower Policy in place, applicable to the Company and its subsidiaries.

This mechanism has been communicated to all concerned and posted on the Company's website http://investor.gmrgroup.in/investors/GIL-Policies.html.

The Company has set up an "Ethics Helpline", with a toll free number and entrusted the running of the said helpline to an outside agency so as to address issues relating to protecting the confidentiality of the information and identity of the whistle blower.

d. **Details of compliance with mandatory requirements and adoption of non-mandatory requirements under Clause 49:**

Clause 49 of the Listing Agreement mandates us to obtain a certificate from either the Auditors or Practicing Company Secretaries regarding the compliance to conditions of the corporate governance and attach the certificate with the Board's Report, which is circulated annually to all our shareholders. The certificate has been obtained and is attached as Annexure to the Board's Report. Clause 49 further states that the non mandatory requirements may be implemented as per the company's discretion. However, disclosure of the compliance in this regard shall be made in this section of the Annual Report.

The Company has fulfilled the following non-mandatory requirements as prescribed in Annexure XIII to the Clause 49 of the Listing Agreements entered into with the Stock Exchanges:

- The company has appointed separate persons to the post of Chairman and Managing Director;
- The Internal auditor of the Company is reporting directly to the Audit Committee.

VI. Means of Communication

The Company has been sending Annual Reports, notices and other communications to each household of shareholders through e-mail, post or courier.

The quarterly / annual results of the Company as per the statutory requirement under Clause 41 of the Listing Agreement with the Stock Exchanges are generally published in the 'Business Line and / or Financial Express' and 'Samyukta Karnataka' (a regional daily in Kannada language). Quarterly and Annual Financial Statements, along with segment report and Quarterly shareholding pattern are posted on the GMR Group website (www.gmrgroup.in), BSE website (www.bseindia.com) and NSE website (www.nseindia.com). The presentations made to analysts and others are also posted on the GMR Group website. The shareholding pattern, Reconciliation of Share Capital Audit Report and Corporate Governance disclosures as per the Listing Agreement are filed electronically through Corporate Filing and Dissemination System (CFDS), NSE Electronic Application Processing System (NEAPS), BSE Corporate Compliance & Listing Centre (BSE Listing Centre) and investor complaints are redressed through SEBI Complaints ress System (SCORES).

VII. General Shareholder Information

a. **Date, time and venue of the 19th AGM:**

Wednesday, September 23, 2015 at 3.00 p.m. at MLR Convention Centre, Brigade Millennium, 7th Phase, J. P. Nagar, Bengaluru - 560 078.

b. **Financial Calendar:**

The Financial year is 1st April to 31st March and financial results are proposed to be declared as per the following tentative schedule:

Particulars	Schedule
Financial reporting for the quarter ending June 30, 2015	First fortnight of August 2015
Financial reporting for the quarter / half year ending September 30, 2015	First fortnight of November 2015
Financial reporting for the quarter / nine months ending December 31, 2015	First fortnight of February 2016
Financial reporting for the quarter / year ending March 31, 2016	Second fortnight of May 2016
Annual General Meeting for the year ending March 31, 2016	August / September 2016

c. **Book Closure Date:**

The Register of Members and Share Transfer Books of the Company will be closed from Wednesday, September 16, 2015 to Wednesday, September 23, 2015 (both days inclusive) for the purpose of the 19th Annual General Meeting.

d. **Dividend Payment Date:**

Your Directors have not recommended any dividend for the financial year 2014-15. Preference dividend aggregating to ₹ 1,13,667 for the financial year 2014-15 @ 0.001% per annum on 11,366,704 Compulsorily Convertible Preference Shares (CCPS) of face value of ₹ 1,000/- each has been provided and the same will be paid to the CCPS holders subject to the approval of shareholders at the Annual General Meeting on September 23, 2015.

e. **Listing on Stock Exchanges:**

(i) Equity Shares:

The Company's shares are listed on the following Stock Exchanges with effect from August 21, 2006.

Name of the Stock Exchange	Address	Stock Code
National Stock Exchange of India Limited	Exchange Plaza, Plot No. C/1, G Block, Bandra-Kurla Complex Bandra (E), Mumbai - 400 051.	GMRINFRA
BSE Limited	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001.	532754

The Company had paid Annual listing fees for the year 2015-16 to both the Stock Exchanges.

(ii) Privately placed Debt instruments:

The Company's privately placed debentures allotted to ICICI Bank Limited in FY 2009-10 were listed on National Stock Exchange of India Limited and were fully redeemed on March 20, 2015.

During 2011-12 and 2012-13, 10,000 Secured Non-Convertible Debentures of ₹ 10 lakh each aggregating to ₹ 1,000 Crore were issued to ICICI Bank Limited on a private placement basis, in various tranches. Secured Non-Convertible Debentures were listed on National Stock Exchange of India Limited and were partially redeemed. The face value of secured Non-Convertible Debentures was reduced to ₹ 8.675 lakh from ₹ 9.75 lakh for each debenture. The stock codes of Secured Non-Convertible Debentures are GMRI21, GMRI21A, GMRI21B and GMRI21C.

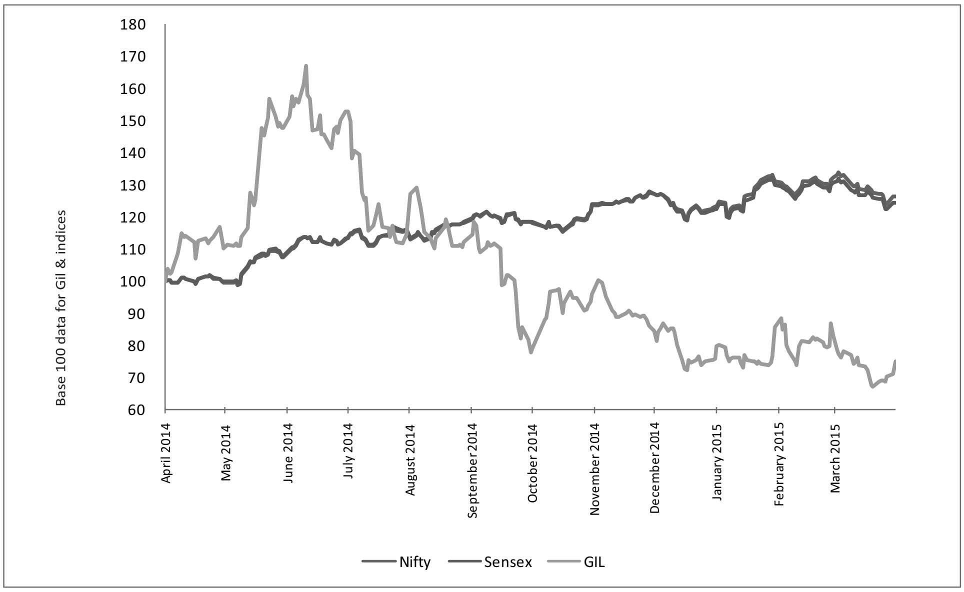
The Company had paid Annual listing fees to the Stock Exchange in respect of the listed debt securities for the above said debentures for the year 2015-16.

f. Stock Market Data relating to Shares Listed

(Amount in ₹)

Month	NSE		BSE	
	High	Low	High	Low
April 2014	26.90	21.60	26.85	21.65
May 2014	38.00	24.70	38.10	24.75
June 2014	38.25	30.80	38.30	30.85
July 2014	34.90	24.60	35.00	24.65
August 2014	29.85	24.00	29.80	24.00
September 2014	27.20	17.15	27.20	17.20
October 2014	22.50	17.50	22.50	17.50
November 2014	23.20	19.05	23.20	19.05
December 2014	19.90	14.80	19.90	15.35
January 2015	19.60	16.35	19.65	16.35
February 2015	20.70	16.40	20.70	16.40
March 2015	19.15	14.65	19.00	14.65

Performance of the share price of the company in comparison to BSE Sensex and S & P CNX Nifty



g. Registrar & Share Transfer Agent (RTA)

Main Office:
Karvy Computershare Private Limited
Unit: GMR Infrastructure Limited
Karvy Selenium Tower B,
Plot 31-32, Gachibowli,
Financial District, Nanakramguda,
Hyderabad - 500 032
Phone : +91 040 6716 1500
Fax : +91 40 23001153
Email ID: einward.ris@karvy.com

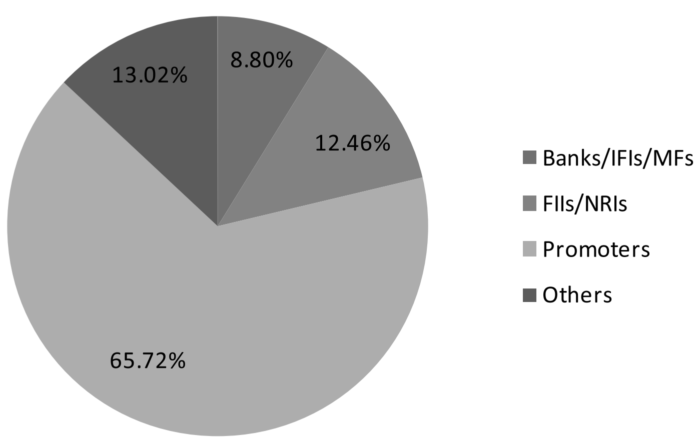
Branch Office:
Karvy Computershare Private Limited
No.59, Skanda,
Puttanna Road,
Basavanagudi,
Bengaluru 560 004 | India
Telephone No.: +91 080 67453236
Fax No.: +91 080 26600786
Email ID: kulashekara.sharma@karvy.com

h. Share Transfer System:

The share transfers which are received in physical form are processed and the share certificates are returned within a period of 7 days from the date of receipt, subject to the documents being valid and complete in all respects. The Board of Directors of the Company has delegated powers of approving transfers and transmission of securities to the Stakeholders Relationship Committee. The Committee has authorised each member of the Committee to approve the transfer of shares up to 20,000 shares per transfer deed, the Company Secretary and other specified executives of the Company to approve the transfer of shares up to 10,000 shares per transfer deed. A summary of the transfer, transmissions / dematerialisation request / rematerialisation requests approved by the Committee / Executives is placed before the Committee. The Company obtains half-yearly certificates from a Company Secretary in Practice on compliance regarding share transfer formalities and submits a copy thereof to the Stock Exchanges in terms of Clause 47(c) of the Listing Agreement.

i. Distribution of equity shareholding as on March 31, 2015

Distribution by category



Description	No. of Cases	Total Shares	% Equity
Banks	22	102528083	2.35
Clearing Members	302	6976113	0.16
Foreign Institutional Investors	107	527792487	12.10
Indian Financial Institutions	27	175569851	4.03
Bodies Corporates	2718	175886991	4.03
Mutual Funds	12	105799336	2.43
Non Resident Indians	4303	15662989	0.36
Promoters	17	2866087290	65.72
HUF	7274	11372037	0.26
Resident Individuals	441893	373538552	8.56
Trusts	11	33650	0.00
Total:	**456686**	**4361247379**	**100.00**

Distribution by size

Sl. No	Range of equity shares held	March 31, 2015				March 31, 2014			
		No. of share holders	%	No. of shares	%	No. of share holders	%	No. of shares	%
1	1 - 500	339900	74.42	61113367	1.40	326589	80.01	55934105	1.44
2	501 - 1000	56965	12.47	46929516	1.08	44184	10.82	35577551	0.91
3	1001 - 2000	30205	6.61	47722074	1.09	20862	5.11	32620964	0.84
4	2001 - 3000	9912	2.17	25833280	0.59	6055	1.48	15609972	0.40
5	3001 - 4000	5277	1.16	19509295	0.45	3362	0.82	12500337	0.32
6	4001 -5000	3914	0.86	18675471	0.43	1992	0.49	9445000	0.24
7	5001 - 10000	5874	1.29	44170857	1.01	2918	0.71	21587546	0.55
8	10001 and above	4639	1.02	4097293519	93.95	2203	0.54	3709159307	95.29
	Total	**456686**	**100.00**	**4361247379**	**100.00**	**408165**	**100.00**	**3892434782**	**100.00**

j. Dematerialisation of Shares and Liquidity

The Company's shares are available for dematerialization with both the Depositories i.e., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). Total 99.98% of shares have been dematerialized as on March 31, 2015.

ISIN: INE776C01039 (Fully Paid Shares)

Description	No. of Shareholders	No. of Shares	% Equity
PHYSICAL	301	1026106	0.02
NSDL	302298	4145006062	95.04
CDSL	154087	215215211	4.93
Total	456686	4361247379	100.00

k. Outstanding GDRs / ADRs / Warrants or any convertible instruments, conversion date and likely impact on equity:

Compulsorily Convertible Preference Shares (CCPS):

56,83,351 Compulsorily Convertible Preference Shares (Series A CCPS) can be converted into such number of equity shares at the expiration of 17 months in accordance with ulation 76(1) of Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure uirements) Regulations, 2009, taking the "relevant date" as the date which is thirty days prior to the date on which the allottees become entitled to apply for conversion of the Series A CCPS to equity shares.

56,83,353 Compulsorily Convertible Preference Shares (Series B CCPS) can be converted into such number of equity shares at the expiration of 18 months in accordance with ulation 76(1) of Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure uirements) Regulations, 2009, taking the "relevant date" as the date which is thirty days prior to the date on which the allottees become entitled to apply for conversion of the Series B CCPS to equity shares.

Accordingly, the shareholders of Series A CCPS and Series B CCPS become entitled to apply for equity shares on August 26, 2015 and September 26, 2015 respectively, being 17 months and 18 months after the date of allotment of CCPS (March 26, 2014) and the equity shares shall be allotted at the minimum price determined under ulation 76(1) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009. Therefore, the total number of shares of the Company on full conversion will be known only 30 days prior to the date when the investors become entitled to apply for conversion of CCPS.

Warrant:

During the year under review, your Company has issued 18,00,00,000 warrants convertible into 18,00,00,000 Equity Shares to GMR Infra Ventures LLP at an issue price of ₹ 31.50 per equity share on August 26, 2014. These warrants are convertible into equity shares within 18 months from the date of their allotment. Your Company has received the proceeds from GMR Infra Ventures LLP on August 26, 2014 amounting to ₹ 141.75 Crore, being 25% of the consideration amount for allotment of the said warrants, as per the requirement of ulation 77 of the SEBI (Issue of Capital and Disclosure uirements) Regulations, 2009.

GDRs / ADRs:

The Company has not issued any GDRs / ADRs in the past and hence as on March 31, 2015, the Company does not have any outstanding GDRs / ADRs.

l. Plant locations:

In view of the nature of the Company's business viz. providing infrastructure facilities, the Company operates from various offices in India and abroad.

The number of international locations where the Company operates are Indonesia, Singapore, Nepal, Philippines (Cebu); and the number of national locations where the Company operates in India are Bengaluru, Hyderabad, Mumbai, Kamalanga (Odisha), Chattisgarh, Chennai, Hospet (Karnataka), Warora (Maharashtra), Jhansi and Allahabad (UP).

m. Address for correspondence:

GMR Infrastructure Limited

Skip House, 25/1, Museum Road, Bengaluru - 560 025

Telephone No. +91 80 40534000 Fax No. +91 80 22279353

Website: www.gmrgroup.in

Company Secretary and Compliance Officer

Skip House, 25/1, Museum Road, Bengaluru - 560 025

Telephone No. +91 80 4053 4281 Fax No. +91 80 22279353

E-mail: Gil.Cosecy@gmrgroup.in

n. Prevention of Insider Trading:

In accordance with the requirements of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has instituted a comprehensive Code of conduct for prevention of insider trading and Code of practices and procedures for fair Disclosure of unpublished price sensitive information in the Company's shares.

o. Reconciliation of Share Capital Audit:

As stipulated by SEBI, a qualified Practicing Company Secretary carries out the Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and paid- up capital. This audit is carried out every quarter and the report there on is submitted to the Stock Exchanges, NSDL and CDSL and is placed before the Stakeholders Relationship Committee of the Board of Directors of the Company. The audit, inter alia, confirms that the total listed and paid-up capital of the Company is in agreement with the aggregate of the total number of shares in dematerialized form held with NSDL and CDSL and total number of shares in physical form.

In addition, Secretarial audit was carried out for ensuring transparent, ethical and responsible governance processes and also proper compliance mechanisms in the Company. M/s. V. Sreedharan & Associates, Company Secretaries, conducted Secretarial Audit of the Company and a Secretarial Audit Report for the financial year ended March 31, 2015, is provided in the Annual Report.

p. Corporate Identity Number (CIN):

Corporate Identity Number (CIN) of the Company, allotted by the Ministry of Corporate Affairs, Government of India is L45203KA1996PLC034805.

q. Compliance Certificate:

Certificate from the Practising Company Secretaries, M/s. V. Sreedharan & Associates, Company Secretaries, confirming compliance with the conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement, is annexed hereinafter.

r. Equity Shares in the Suspense Account:

As per Clause 5A(I) of the Listing Agreement, the registrar to the issue shall send at least three reminders at the address given in the application form as well as captured in depository's database asking for the correct particulars. If no response is received, the unclaimed shares shall be credited to a demat suspense account with one of the Depository Participants, opened by the issuer for this purpose.

Based on the above, M/s. Karvy Computershare Private Limited had sent three reminder notices on June 23, 2009, August 27, 2009 and January 15, 2010.

Since no response was received from any of the shareholders, the Company had opened a demat suspense account on June 7, 2010 in the name and style – "GMR Infrastructure Limited – Unclaimed Securities Suspense Account" with the Depository Participant, M/s. Karvy Stock Broking Limited. The details in respect of equity shares lying in the suspense / escrow account is as under:

Particulars	Number of share holders	Number of equity shares held
Aggregate number of shareholders and the outstanding shares in the suspense /escrow account lying as on April 1, 2014	7	16000
Number of shareholders who approached the Company for transfer of shares from suspense /escrow account during the year	0	0
Number of shareholders to whom shares were transferred from the suspense / escrow account during the year	0	0
Aggregate Number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2015	7	16000

The voting rights on the shares outstanding in the aforesaid suspense account as on March 31, 2015 shall remain frozen till the rightful owner of such shares claims the shares.

As per the provisions of Clause 5A(II) of the Listing Agreement, there was no unclaimed equity shares issued in physical form.

s. Forfeiture of shares:

In August 2014, the Board of Directors of the Company has approved forfeiture of 4,500 partly paid up equity shares of ₹ 1 each, with effect from August 14, 2014, in accordance with the provision of the Articles of Association. Your Company has issued a notice to each of the erstwhile shareholders of 4,500 partly paid up Equity Shares intimating them about the forfeiture.

VIII. Risk Management

Risk is inherent in all aspects of any business, especially in a dynamic industry such as infrastructure. The Company's Enterprise Risk Management philosophy is to integrate the process for managing risk across the organization and throughout its business and lifecycle to enable protection of stakeholder value and ensure an institution in perpetuity.

Company's risk management framework is in line with the current best practices. The framework defines the applicability, risk management organization structure, coverage, processes and linkages. The framework is being implemented with the development of risk registers at the enterprise, sector and key business unit levels. Identified risk-owners are responsible for treatment of top risks at the business unit, sector and enterprise levels. The process of decentralizing risk management is in progress by setting up sector specific risk management teams and embedding risk thinking in the day to day functioning of the businesses.

At the Bid / Opportunity stage, a formal screening framework is firmly in place and both the qualitative as well as quantitative risks are analyzed through financial models and detailed contractual risk review to ensure proactive evaluation of risks and aid decision making.

The ERM inputs are considered by Sectors / Businesses during formulation of their Strategy / Annual Operating Plan.

The internal audit function (Management Assurance Group) takes into account the inputs from ERM function for preparing Annual Audit Plan.

Regular risk newsletters and current risk-related news & analysis are circulated to relevant leadership team / staff members to ensure propagation of a risk-aware culture throughout the organization.

The Company has also strengthened its processes to build resilience to deal with eventualities through Business Continuity Planning (BCP) and Disaster overy Planning (DRP) exercise for its key locations, assets and projects. Besides, a Physical Risk Benchmarking exercise is being initiated to assess the current state of readiness of operating power plants to deal with physical risks.

The Board of Directors of the Company and its subsidiaries are regularly informed on the status of key risks, their assessment and mitigation measures that have been planned, thus ensuring the effectiveness of the frameworks and monitoring mechanism.

IX. Subsidiary Companies

The Company monitors the performance of its subsidiary companies, inter alia, by the following means:

i. The financial statements, in particular the investments made by subsidiary companies, are reviewed by the Audit Committee of the Company periodically;

ii. The minutes of the Board / Audit Committee Meetings of the subsidiary companies are noted at the Board / Audit Committee Meetings respectively of the Company;

iii. The details of significant transactions and arrangements entered into by the material subsidiary companies are placed periodically before the Board of the Company.

Declaration on compliance with Code of Conduct

To

The Members of GMR Infrastructure Limited

Sub: Declaration by the CEO under Clause 49 (II)(E)(2) of the Listing Agreement

I, Grandhi Kiran Kumar, Managing Director of GMR Infrastructure Limited, to the best of my knowledge and belief, declare that all the members of the Board of Directors and Senior Management personnel have affirmed compliance with the code of conduct of the Company for the year ended March 31, 2015.

Place: Bengaluru — Grandhi Kiran Kumar
Date : August 21, 2015 — Managing Director

CEO / CFO certification under Clause 49(IX)

To the Board of Directors
GMR Infrastructure Limited
We hereby certify that:

a) We have reviewed the financial statements and the cash flow statement of the Company for the year ended March 31, 2015 and to the best of our knowledge and belief:

   i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   ii. These statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.

b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

d) We have indicated to the auditors and the Audit Committee (wherever applicable):

   i. Significant changes in internal controls over financial reporting during the year;

   ii. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; wherever applicable; and

   iii. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For GMR Infrastructure Limited	For GMR Infrastructure Limited
Grandhi Kiran Kumar Managing Director	Madhva Bhimacharya Terdal Group CFO

Place: Bengaluru
Date: August 21, 2015

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

Corporate Identity No : L45203KA1996PLC034805
Nominal Capital : ₹ 1,950 Crore

To the Members of
GMR INFRASTRUCTURE LIMITED

We have examined all the relevant records of GMR Infrastructure Limited for the purpose of certifying compliance of the conditions of the Corporate Governance under Clause 49 of the Listing Agreement with BSE Limited and National Stock Exchange of India Ltd., for the year ended March 31, 2015. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of certification.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to the procedure and implementation process adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance.

This certificate 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.

On the basis of our examination of the records, produced and the explanations and information furnished, we certify that the Company has complied with the mandatory conditions of Clause 49 of the Listing Agreement. As regards Annexure XIII relating to Non-Mandatory requirements, the Company has complied with Sl. Nos. 4 and 5 of the same.

For V. Sreedharan & Associates
Company Secretaries

V. Sreedharan
Partner
FCS 2347; C.P. No. 833

Place : Bengaluru
Date : August 21, 2015

Management Discussion and Analysis

Forward-looking Statements

This document contains certain forward-looking statements based on the currently held beliefs and assumptions of the management of GMR Infrastructure Limited, which are expressed in good faith, and in its opinion and judgment, are fairly reasonable. For this purpose, forward-looking statements mean statements remarks or forecasts that address activities, events, conditions or developments that the company expects or anticipates which may occur in the future. Because of the inherent risks and uncertainties in the social and economic scenarios the actual events, results or performances can differ materially and substantially from those indicated by these statements. GMR Infrastructure Limited disclaims any obligation to update these forward-looking statements to reflect future events or developments.

Infrastructure Growth - a new beginning

After inheriting an economy with low sentiments and adverse macroeconomic indicators, the new government has vastly improved the credibility of Indian economy over this fiscal. Inflation has declined by over 6 percentage points since late 2013, and the current account deficit has shriveled from a peak of 6.7 percent of GDP (in Q3, 2012-13) to an estimated 1.0 percent in the coming fiscal year. Foreign portfolio flows (of US$ 38.4 billion since April 2014) have stabilized the rupee, exerting downward pressure on long-term interest rates, reflected in the yield on 10-year government securities, and contributed to the surge in equity prices (31 percent since April in rupee terms, and even more in US dollars, ranking it the highest amongst emerging markets).

The outlook is favourable for the current account and it's financing. A likely surfeit, rather than scarcity, of foreign capital will complicate exchange rate management. Risks from a shift in US monetary policy and turmoil in the Eurozone need to be watched but could remain within control.

Reforms have been initiated in a number of areas and major ones are on the horizon. The macroeconomic response to the favourable terms of trade shock has led to an appropriately prudent mix of increased government savings and private consumption. The government has further decided to address 5 key areas: agricultural income under stress, increasing investment in infrastructure, decline in manufacturing, and resource crunch in view of higher devolution in taxes to states while maintaining fiscal discipline.

With a view to incentivize investment in infrastructure, the Budget announced by honourable FM Arun Jaitley earlier in the year has proposed a number of welcome measures which would kick-start investment in infrastructure. The sector is expected to improve significantly due to these. Some of them are: the Setting up of the National Investment and Infrastructure fund (NIIF), with an annual flow of ₹ 20,000 Crore expected to aid the same while allowance for tax free infrastructure bonds in rail, road and irrigation projects will boost investor sentiment and ease funding gaps if any. Raising the total investment in infra to ₹ 1.25 Lakh Crore out of which ₹ 70,000 Crore is for the current budget. Roads sector is expected to see an investment of ₹ 14031 Crore to sanction 1 Lakh Kilometers, in addition to the existing 1 Lakh Kilometers: A significant announcement as we plan to achieve the ambitious target of 30 KM construction of Roads & Highway per day.

In an ever-changing world, quality of portfolio, profitability and liquidity continue to be the critical differentiators. In such an environment, proactive adaptability still holds the key to sustained financial performance. Having recognized this early on, your company had adopted the Asset Light - Asset Right (ALAR) strategy and has now evolved to a continued focus on asset growth to cash growth.

As a consequence, your company has won the following this year:

- The railway EPC project for Rail Vikas Nigam Limited (RVNL) for 417 km (in 2 packages) in the Mughalsarai - New Bhaupur Section (including) of Eastern Dedicated Freight Corridor (DFCC);
- The railway EPC project for RVNL for the 77 Km (in 3 packages) in Secundarabad and Hyderabad Divisions of South Central Railway, Andhra Pradesh, India from RVNL;
- Won 2 coal blocks, Talabira in Sambalpur district of Orissa with 28.7 MT extractable reserves and Ganeshpur in Latehar district of Jharkhand with extractable reserves of 91.8 MT during recently conducted coal auction.

Sector Outlook and Future Plan

Airport Sector

Indian aviation sector has witnessed a remarkable growth in the last decade and is likely to be the fastest growing aviation market in the world for the next 20 years. Indian airport system is poised to handle 336 million domestic and 85 million international passengers by 2020, from the current level of 137 million domestic and 50 million international passengers, making India the third largest aviation market. Your company recorded an impressive growth in passenger and cargo traffic in 2014-15 and we expected the upward trajectory to continue (albeit a bit moderately) in 2015-16.

The growth in traffic will be aided by the addition of new routes by carriers such as Tata Vistara, Air Asia India, Air Costa as well as recovery by Spicejet subsequent to infusion of funds by the new promoters. In addition, steps being taken by the government to do away with the 5/20 rule and linking overseas flying rights with a points system which rewards airlines for flying on tier II and tier III routes should help improve connectivity both on the domestic and international front. We expect steady growth on the freight front as well given the general improvement in the broader economy and the spurt of growth in e-commerce.

After winning the concession for Mactan Cebu Airport in December of 2013, your company formally signed the concession agreement in April 2014 and took over operational responsibility on 1st November 2014. Having stabilized the operations of Cebu, your company is keenly scouting for new airport opportunities in line with ALAR strategy in South East. Apart from this, your company will be actively pursuing airport privatization opportunities in India and has submitted the pre-qualification documents for all of the airports. Apart from this, your company is also closely monitoring developments pertaining to Goa and Navi Mumbai airport.

On the economic regulation front, the Ministry of civil aviation is working on developing comprehensive guidelines on tariff regulation for the airport sector and has held consultation meetings with various stakeholders. This will be a key value driver for your company and we have shared our views with the Ministry of Civil Aviation. In the meantime, your company is awaiting the constitution of the AERA appellate tribunal so that the appeals filed against the tariff orders of Delhi and Hyderabad airports can be heard.

Indira Gandhi International Airport (DIAL) - Delhi Airport

The overall traffic growth for the financial year 15-16 is expected to be moderate with higher growth expected in domestic passenger segment (pax) and cargo segment. Your company is in the process of making significant changes to the retail product mix at the terminal and expected to increase non aeronautical revenues to increase by 15%. However on an overall basis, there is expected to be a substantial decrease in revenue due to lower aeronautical tariffs which may be implemented during the course of the year. On the cost front, your company expected a rise in Operating Expenses mainly on account of Repairs and Maintenance (R&M) Expenses, Airport Operator Fee and Utility Charges (net of recovery) resulting in a lower EBITDA margin.

Focus Areas for FY 2015-16

To address and contain the fall in revenues measures like maximizing non-aero revenue and enhancing cargo tonnage throughput are being undertaken. In this regard, your company has invested in Air Freight stations in areas like Kanpur and Ludhiana in order to tap cargo volumes outside of NCR.

In order to augment non-aeronautical revenues, an international consultancy firm has been engaged. Based on their inputs, a significant change is being made to the product mix and the passenger path coupled with a refresh of visual merchandize so as to enhance consumer connect.

On the operational front, your company is reworking its processes to further reduce the Minimum Connecting Time (MCT) so as to maximize revenue from transfer passengers.

Apart from P&L related efforts, your company realizes the importance of customer service and has achieved the 1st rank for Air Service Quality in a survey conducted by Airports Council international. In order to sustain our focus, the culture of Business Excellence (BE) and customer focus is being actively nurtured and institutionalized.

Future Growth Plans

IGIA is set to become an international hub for passenger traffic and cargo movement propelled by Air India's entry in Star Alliance. The domestic traffic is also expected to get a fillip by launch of services of Air Vistara and Air Asia India from Delhi.

DIAL has developed a Commercial Property Development (CPD) monetization plan including developing Office space, F&B Districts, Convention Districts and 5 Star Deluxe / Budget Hotel / service Apartments in the remaining 184 acres in four phases in the coming decade.

An Air Cargo Logistic Center is being developed adding air freight stations, road feeder service and TP cargo being provided, Pharma, perishable goods and ecommerce cargo are also being promoted.

To maximize the value from the existing assets DIAL is undertaking a capacity and demand study for T1 and T3 along with a review of the master plan for the airport. The airside infrastructure is also being expanded based on the traffic growth. On the technology front, the Delhi airport team is working towards simplifying the check in process through CUSS (Common Use Self Service) as well check in trough technology / tablet and mobile phones as well as facilities like self-baggage drop and electronic security clearance.

Your company has been lauded by Delhi Government for its efficient water consumption and using recycled water. In line with its environment focus, your company will continue to implement carbon neutral initiatives and focus on rain water harvesting to minimize water consumption.

Rajiv Gandhi International Airport (GHIAL) - Hyderabad Airport

GHIAL Focus Areas for FY 2015-16

During 2014-15, GHIAL's concerted efforts to enhance the airport's connectivity and expand its catchment area succeeded in bringing in 2 new international passenger airlines, 2 new international cargo airlines and 1 new domestic passenger airline to Hyderabad Airport. During FY2015-16, GHIAL intends to build on this platform to add more destinations and airlines in pursuit of its Mission of Turning Hyderabad Airport into South and Central India's Gateway and Hub of Choice.

GHIAL has always been recognized for its excellence in Service Quality as evidenced by the airport's continued success in Airports Council International (ACI) Airport Service Quality (ASQ) rankings where GHIAL has once again been ranked among the Top 3 Airports in the World in its category for the 6th consecutive year. In order to sustain and improve its level of Service Quality and Customer Delight, GHIAL plans to upgrade its passenger facilities to provide enhanced customer experience.

GMR Hyderabad Airport City Development

GHIAL has been working to build a unique and first-of-its-kind 'Airport City' centered on the Hyderabad Airport. Consisting of various theme-based developments which together would form an integrated eco-system linked closely to the global economy through the enabling presence of Hyderabad Airport.

The early phase of infrastructure and facility development at Hyderabad Airport City has already been completed and initial set of tenants are already on-board. During FY 2014-15, Indian Campus of the prestigious Schulich School of Business, Canada was inaugurated within Hyderabad Airport City, marking a major milestone in the development of the planned 'Edu-port'. For FY 2015-16, GHIAL plans to build on the momentum gathered and target a higher level of activity on the landside.

GMR Aviation Private Limited

GMR Aviation Private Limited operates and owns one of the youngest fleets in the country and addresses the growing need for charter services in the country. The operations are managed by professionals with robust processes and systems to ensure highest levels of efficiency and safety. The company has two aircraft (1 Falcon, 1 Hawker) and 1 twin engine Bell 412 helicopter in its fleet. Due to slow down of Indian Economy, the overall business for internal as well as external has come down, which resulted in a loss of ₹ 20.73 Crore.

ENERGY SECTOR OUTLOOK FOR FY15-16 AND FUTURE PLAN

Indian Economy - Power Sector Scenario

The Indian economy in 2014-15 has emerged as one of the largest economies with a promising economic outlook on the back of controlled inflation, rise in domestic demand, increase in investments and decline in oil prices. The industrial growth picture as per the IIP suggests that industrial production which had slowed down since 2011-12, reversed the trend in 2014-15. The overall growth in eight core industries during April-December 2014-15 has improved marginally to 4.4 per cent compared to 4.1 per cent in the same period last year. Electricity (9.7 per cent), coal (9.1 per cent), and cement (7.9 per cent) boosted the performance, while natural gas, fertilizers, crude oil, refinery products and steel accounted for moderation in growth. The improved performance in electricity is due to high growth in thermal generation; in coal mining to higher production by Coal India Ltd. (CIL) and captive mining. With a target of 1023 billion units (BU) and achievement of 1048.40 BU, electricity generation by power utilities has exceeded the target for April'14-March'15.

As on April 01, 2015 total installed capacity in India stands at 267 GW. Conventional energy sources accounted for 189 GW or 70.7% of the total capacity while renewable energy sources accounted for 32 GW.As against the capacity-addition target of 17,830.3 MW in 2014-15 total 22,566.31 MW was added, private sector once again led from the front by adding 13,285 MW (target: 5696 MW) which is 58.8% of the total. Capacity at the end of the 12thplan is expected to be 1.6x times that at the end of the 11thplan. Net capacity of about 61.01 GW has already been added up to March 2015 during the 12thplan, of which conventional energy and renewable energy sources comprise 57.72 GW and 6.08 GW respectively. According to Draft 12thFive Year Plan, of the expected capacity addition, approximately 60% is expected to come from coal based plants, 25% from renewable energy sources, 9% from hydroelectricity, 4% from nuclear energy and around 2% from gas and lignite based thermal plants. Private sector is expected to contribute approximately 53% of the additional capacity from conventional energy sources. From a demand perspective, the incremental peak load requirement is expected to be 69.5 GW and 83.9 GW in the 12th and 13th Five-year Plans respectively:

1. Though the green shoots are visible in the economy but there are some concerns for the power sector;
2. Distribution sector accumulated losses are estimated to be around INR 200,000 Crore (FY13);
3. Commissioned but stranded power capacity stands at more than 33 GW (due to lack of fuel) which will result in non-performing assets with investments of over INR 1 lakh Crore;
4. The Financial Restructuring of the State Distribution Companies scheme announced by the government in 2012 has turned out to be non-starter, owing to non-fulfilment of necessary criteria, by eight states which account for 80% of the aggregate losses.

The government, at the highest levels, has been considering various measures for addressing these issues. Among the policy decisions taken by the government E-Auction of coal blocks andRegassifiedLiquified Natural Gas (RLNG) are noteworthy. Through these steps government has provided fuel security to coal based projects and a lifeline for stranded gas based capacities. The future coal supply scenario is also expected to improve over a period of time in view of the union government setting CIL an ambitious target of One Billion Tonne (BTs) by 2019-20. CIL is introducing a number of systems improvements that would help it in realizing this challenging target. To facilitate evacuation of mined coal, recently Memorandum of Understanding (MoU) was signed between Ministry of Coal, Ministry of Railway and resource rich states like Odisha and Jharkhand recently.

The Country also witnessed a great emphasis on renewable energy by the new government. To accelerate the development of solar capacity, The Ministry of New and Renewable Energy (MNRE) has come up with draft policy for development of solar parks and Ultra Mega Solar Power Projects. MNRE through this scheme plans to set up 25 solar parks, each with a capacity of 500 to 1000 MW and solar power projects with capacity greater than 500 MW; thereby targeting around 20,000 MW of solar power installed capacity. Further, capacity is expected to come up under subsequent Jawaharlal Nehru National Solar Mission (JNNSM) phases.

Development of renewable energy will depend upon both supply side push through right policy measures and demand side pull through cost reduction, enforcement of RPO/SPO and setting up of transmission infrastructure for unhindered power flow in the grid. Creating an enabling environment for all stakeholders will be critical to achieving India's ambitious renewable target.

Transportation and Urban Infrastructure Sector Outlook and Future Plan

Transportation

Highways

With all the projects becoming operational last financial year, the focus of the business was primarily on Asset Management and Operational Excellence. Highways implemented several Continuous Improvement Projects (CIP) under Business Excellence framework to reduce overall operational expenditure.

Keeping in mind the focus on operational excellence, GMR Highways team has won three Awards (as mentioned below) in three different categories in 7th Construction Industry Development Council (CIDC) Vishwakarma Awards 2015:

- GMR Highways Limited has won the "Best Professionally Managed Company" Award;
- GMR OSE Hungund Hospet Highways Pvt. Ltd. has won the "Award in Best Constructed Project";
- CIDC Chairman's commemorative award to CEO - Highways.

Along with this your company won prestigious Dun & Bradstreet's Infra Award 2014 for exemplary performance in CORR project for usage of fly ash during construction of the project.

On operational front your company achieved final Commercial Operations for Hungund Hospet project in last financial year, which further enhanced its revenues as the 3rd Toll Plaza became operational with final COD. Major maintenance works for Tambaram Tindivanam, Tuni Anakapalli, Pochanpalli and Ambala Chandigarh Project as per provisions of Concession Agreement were also completed.

Future outlook - Railways

Nearly all of the infrastructure sectors present excellent opportunities, with roads & highways, airports and railways standing out as particular bright spots, with staggering sums of investment planned in five year plan.

In line with "Asset Light and Asset Right" Strategy of the group, Highways division will continue to pursue 'sweating' of existing assets as well as exploring bidding for good opportunities in both BOT and EPC segment.

Along with this, we will continue to focus on receivables against Change of Scope works in completed projects and our claims in Kishangarh Udaipur Ahmedabad and Chennai Outer Ring Road Project due to delays in approvals from respective clients.

For Railways business, your company will continue to bid for EPC projects in Railways vertical from both DFCC and RVNL.

With Indian Railways also looking for private partners in modernizing railway stations to world-class levels, your company will also explore these opportunities with suitable partner.

Urban Infrastructure

There has been a positive movement in the industrial environment with the campaigns like 'Make in India' and 'Invest India' providing much required impetus on manufacturing in the country.

In Kakinada Special Investment Region (SIR), we started the on-ground development and developed shovel-ready land parcels for industries to set up their operations.

Notable achievements in Kakinada SIR during the FY under review were operationalizing the Rural BPO in association with TATA Business Support Solutions (A TATA Group Company) and providing all related infrastructure to a leading Chinese toy manufacturer in starting its training centre to train the community in toy-making. The Chinese toy manufacturing firm will commence its operations in the FY 16 from the manufacturing facility being developed in Kakinada SIR and will employ these trainees.

In Kakinada SIR, we are also centring our efforts in bringing high end equipment manufacturing companies from China.

We are also planning to conduct Public hearing for our Seaport in Kakinada SIR during FY 16.

In Krishnagiri SIR, during the FY under review, we could handover the developed land parcel to Toyota Boshuko India Limited (TBIL) ahead of the agreed schedule, for the company to develop its facility and commence its operations in Krishnagiri SIR.

Last year, we also stepped up our marketing efforts in reaching out to various leading companies across the geographies to set up their manufacturing facilities in Krishnagiri SIR in line with GoI's thrust on boosting manufacturing ecosystem in the country.

In this FY also, we will continue with our efforts in creating a right ecosystem for leading companies to establish their facilities in Kakinada and Krishnagiri SIRs and contribute to socio-economic development of the respective regions.

Environmental Protection and Sustainability

As the Company operates in an increasingly resource-constrained world, being environmentally conscious and efficient are key to our operations. The Company remains committed to our Corporate Environment, Health, Safety and Quality (EHSQ) Policy to articulate, guide, and adopt an integrated approach towards implementing EHSQ objectives. These established systems certified by reputed certifying agencies have helped to monitor and manage our operations systematically, safely and in environmental friendly manner.

The company continues to abide by regulations concerning the environment by allocating substantial investments and resources on a continuous basis to adopt and implement pollution control measures. Our continual endeavor to go beyond compliance and conserve natural resources helps to march towards attaining excellence in environmental management and efficient & sustainable operations as well. GMR Energy sector has aligned its energy business in alignment with comprehensive "EHS Framework", adopting best manufacturing practices, optimizing energy, natural resources & technology, best available practices, go beyond compliance, etc.

The Company has adopted state of the art systems and measures to control emissions and effluent in design stage itself. Hazardous wastes are being disposed through Central Pollution Control Board authorized agencies. Continuous Emission Monitoring System (CEMS) in all power plant stacks and continuous ambient air quality monitoring systems (CAAQMS) at all power plants have been set for proper monitoring of all vital pollution parameters on real time basis. All parameters like stack emissions, ambient air quality etc is maintained well within the stipulated norms.

The Company has evolved as Sustainability leader by registering 7 CDM Projects with United Nations Framework Convention on Climate Change (UNFCCC). Terminal 3 (T3) of Indira Gandhi International Airport (IGIA) has become the first terminal in the world to have successfully registered its CDM project for its Greenhouse Gas (GHG) emission reduction initiatives with UNFCCC. DIAL is sustaining its "optimization Level" accreditation by ACI for its Carbon Management from 2013. DIAL has been certified as "Green Company" by CII at Gold Level, thus becoming first airport in India to achieve this landmark in March 2015. GVPGL, GREL, Alaknanda hydro project, Bajoli-Holi hydro project, Gujarat solar Power project and Wind power projects at Gujarat and Tamil Nadu are registered as CDM Projects at UNFCCC. GVPGL sold its accumulated CER's of about 3,15,320 to M/s British Petroleum Energy Asia Pte Ltd., Singapore and fetched a revenue of about ₹ 34.89 Lakhs.

GMR Energy Sector has published its first ever Sustainability Report for FY 13-14 as per GRI-G4 guidelines and is made available to all its relevant stakeholders.

Discussion and Analysis of Financial Condition and Operational Performance

The consolidated financial position as at March 31, 2015 and performance of the Company and its subsidiaries/joint ventures and associates during the Financial Year ended on that date are discussed hereunder:

A. Share capital: ₹ 1,572.80 Crore (March 31, 2014: ₹ 1,525.91 Crore)

During the year, the Company issued 468,817,097 equity shares of ₹ 1 each, at an issue price of ₹ 31.50 per equity share (including share premium of ₹ 30.50 per share) aggregating to ₹ 1,476.77 Crore (including share premium of ₹ 1,429.89 Crore) to qualified institutional buyers ('QIB'). Accordingly, share capital has increased by ₹ 46.89 Crore to ₹ 1,572.80 Crore.

B. Reserves and surplus: ₹ 4,305.77 Crore (March 31, 2014: ₹ 6,095.18 Crore)

A summary of reserves and surplus is as follows:

₹ in Crore

Particulars	March 31, 2015	March 31, 2014
Capital reserve on consolidation	125.87	125.87
Capital reserve on acquisition	3.41	3.41
Capital reserve government grant	65.49	65.49
Capital redemption reserve	28.53	28.53
Debenture redemption reserve	175.47	172.36
Employee stock option outstanding	-	0.96
Securities premium	7,468.07	6,460.49
Foreign currency translation reserve	433.85	419.06
Foreign currency monetary items translation difference account	(0.05)	2.37
Special reserve u/s 45IC of RBI Act	12.02	0.20
Sub Total	**8,312.66**	**7,278.74**
Surplus/(Deficit) in the statement of profit and loss	(4,006.89)	(1,183.56)
Total	**4,305.77**	**6,095.18**

The reserve and surplus has decreased from ₹ 6,095.18 Crore as at March 31, 2014 to ₹ 4,305.77 Crore as at March 31, 2015.

Major reasons for changes in reserves and surplus position are as under:

i. Increase of ₹ 1,007.58 Crore in the securities premium account during the year on account of share premium ₹ 1,429.89 Crore received on issue of equity shares to QIB, increase of ₹ 27.89 Croreon account of transfer from minority interest, offset by decrease on account of utilization of ₹ 450.20 Crore towards debenture / share issue expenses and debenture/preference redemption premium and redemption of preference shares issued (net of taxes and MAT Credit) in the Company and its subsidiaries.

ii. Deficit in the statement of profit and loss has increased by ₹ 2,823.33 Crore mainly on account of:

- Loss for the year of ₹ 2,733.29 Crore [exceptional items of ₹ 304.12 Crore on account of provision made for claims recoverable in GKUAEPL, Loss on impairment of assets in SJK, Breakage cost of interest rate swap in DIAL, Loss on impairment of assets in MRO (GAECL & GATL) and Profit on divestment of stake in DCSCPL and DFSPL].
- Redemption premium paid to Preference shareholders of ₹ 13.39 Crore.
- Allocation of loss to minority on dilution of interest in subsidiaries/ joint ventures of ₹ 7.81 Crore.
- Appropriation of preference dividend and dividend distribution tax amounting to ₹ 12.45 Crore on account of declaration of dividend by the subsidiaries.
- Appropriation of ₹ 5.49 Crore towards equity dividend of ₹ 0.10 per equity share and dividend distribution tax applicable thereon, paid pursuant to issuance of equity shares to QIB before the record date, for the year ended March 31, 2014.
- Transfer of Net book value of assets whose useful life have expired as at April 1, 2014 as per Companies Act, 2013 (net) ₹ 36.92 Crore.
- Transferred to special reserve u/s 45-IC of RBI Act: ₹ 11.82 Crore.

iii. Debenture redemption reserve balance has increased on account of additional reserves of ₹ 3.11 Crore (net) by way of transfer from statement of profit and loss in GIL.

iv. Foreign currency translation reserve balance has increased by ₹ 14.79 Crore on account of additions to reserve from consolidation of overseas entities.

C. Money received against share warrants: ₹ 141.75 Crore (March 31, 2014: Nil)

During the year, the Company issued 180,000,000 warrants having an option to apply for and be allotted equivalent number of equity shares of face value of ₹ 1 each on a preferential basis and received an advance of ₹ 141.75 Crore against such share warrants.

D. Share application pending allotment: ₹ 889.66 Crore (March 31, 2014: Nil)

The Company proposed an issue of 93,45,53,010 equity shares of face value of ₹ 1.00 for cash at a price of ₹ 15.00 per equity share (including a premium of ₹ 14.00 per equity share) not exceeding ₹ 1,401.83 Crore on a rights basis to the eligible equity shareholders in the ratio of 3 equity shares for every 14 fully paid-up equity shares held by the eligible equity shareholders and filed the Letter of Offer on March 5, 2015. As on March 31, 2015, the Company had received ₹ 889.66 Crore towards the share application money and subsequently, the issue was successfully concluded in the month of April 2015.

E. Minority interest: ₹ 1,765.50 Crore (March 31, 2014: ₹ 2,008.64 Crore)

The Minority interest decreased by ₹ 243.14 Crore mainly on account of share of losses during the year in GHIAL, GKEL and GEL, offset by current year share of profits to minority in DIAL and DDFS.

F. Long-term borrowings (including current maturities of long term borrowings)

i. Secured loans: ₹ 43,272.88 Crore (March 31, 2014: ₹ 38,087.34 Crore)

The increase of ₹ 5,185.54 Crore is mainly on account of project loan draw downs in projects under construction like GCHEL, additional loans in GEL, GREL, GKEL, EMCO and GHIAL.

ii. Unsecured loans: ₹ 954.25 Crore (March 31, 2014 : ₹ 1,365.22 Crore)

The decrease of ₹ 410.97 Crore is mainly due to restructuring of unsecured loans in GHIAL on account of refinancing and repayment of certain loans by the Company.

G. Other long-term liabilities: ₹ 2,064.07 Crore (March 31, 2014: ₹ 2,398.71 Crore)

The decrease is mainly on account of reduction in retention money payable by GCHEPL and GCORR.

H. Short-term borrowings ₹ 3,511.18 Crore (March 31, 2014: ₹ 5,588.17 Crore)

The decrease of ₹ 2,076.99 Crore is mainly on account of decrease in short term loans of GCHEPL, GREL, DIAL and GHIAL.

I. Fixed assets

A statement of movement in fixed assets is given below:

₹ in Crore

Particulars	March 31, 2015	March 31, 2014
1) Tangible assets	30,455.02	29,440.46
2) Intangible assets		
Goodwill on consolidation	3,844.40	3,561.17
Carriage ways	6,342.21	5,990.18
Others	1,672.59	797.44
Gross Block	**42,314.22**	**39,789.25**
Less: Accumulated depreciation / amortisation / impairment	8,131.47	6,149.99
Net Block	**34,182.75**	**33,639.26**
Add: Capital work in progress	16,838.99	14,908.85
Add: Intangible assets under development	408.45	824.99
Net Fixed Assets	**51,430.19**	**49,373.10**

- Gross block has increased by ₹ 2,524.97 Crore mainly on account of capitalization consequent to additional capital expenditure / commissioning of additional facilities in GKEL, DIAL, ATSCL, MTSCL, GCHEPL, GOSEHHHPL and GSPHPL and acquisition of additional stake in GAEL and DAPSL, partially offset by reduction on account of divestment of DCSCPL and DFSPL.
- Capital work-in-progress has increased due to additions in GCHEPL and GREL.
- Intangible assets under development have decreased on account of capitalization in GOSEHHHPL.

J. Current assets

i. Cash and bank balances: ₹ 3,904.04 Crore (March 31, 2014: ₹ 3,321.19 Crore)

Cash and bank balance has increased mainly on account of receipt of share application money for rights issue.

ii. Other current assets: ₹ 1,077.94 Crore (March 31, 2014: ₹ 2,655.44 Crore)

Other current assets have decreased mainly on account of receipt of proceeds from ISG divestment undertaken during last year.

Overview of our results of operations

The following table sets forth information with respect to our revenue, expenditure and profit/(loss) on a consolidated basis:

₹ in Crore

Particulars	For the year ended March 31,	
	2015	2014
Sales/ income from operations	10,935.25	10,566.97
Other operating income	152.43	86.25
Other income	327.46	315.87
Total Income (Including other income)	**11,415.14**	**10,969.09**
Expenditure		
Revenue share paid/ payable to concessionaire grantors	2,064.86	1,943.69
Consumption of fuel/ raw materials consumed	2,137.87	1,815.12
Purchase of traded goods/Increase in stock	1,024.18	1,030.64
Sub-contracting expenses	565.51	522.87
Employee benefits expenses	619.65	574.22
Other expenses	2,120.97	2,015.09
Finance Costs	3,571.86	2,971.88
Utilisation fees	-	186.18
Depreciation/ Amortisation expense	1,812.53	1,454.99
Exceptional items - (losses) / gains (net)	(304.12)	1,820.25
Total	**14,221.55**	**10,694.43**
(Loss) / profit before tax expenses, minority interest and share of (loss)/ profit of associates	**(2,806.41)**	**274.66**
Tax Expenses:		
Current tax (Including taxes of earlier years)	124.46	217.04
Less: MAT credit availed	(4.64)	(82.87)
Deferred tax	32.99	32.08
Total tax expenses	**152.81**	**166.25**
(Loss) / profit after tax expenses and before minority interest and share of (loss) / profit of associates	**(2,959.22)**	**108.41**
Minority interest - share of (profits)/losses	238.91	(98.40)
Share of (losses)/ profit of associates (net)	(12.98)	-
(Loss) / profit after minority interest and share of (loss) / profit of associates	**(2,733.29)**	**10.01**

Sales/Operating Income

The segment wise break-up of the Sales/Operating Income are as follows:

Particulars	For the year ended March 31			
	2015		2014	
	Amount (₹ in Crore)	% of Total Income	Amount (₹ in Crore)	% of Total Income
Revenue from Operations:				
Airports segment	5,463.73	49.28%	5,996.12	56.28%
Power segment	4,450.58	40.14%	3,342.61	31.38%
Road segment	741.74	6.69%	737.88	6.93%
EPC segment	86.84	0.78%	239.75	2.25%
Others segment	344.79	3.11%	336.86	3.16%
Total Revenue from operations	**11,087.68**	**100.00%**	**10,653.22**	**100.00%**

The total sales/operating income has increased by ₹ 434.46 Crore representing a growth of 4.08%.

There is a healthy distribution of business over various sectors. The detailed analysis on the sectoral revenues is as follows:

Operating income from airport segment

Income from our airport segment consists of income from aeronautical sources (principally consisting of landing and parking, passenger service fees and user development fees charged), non-aeronautical sources (consisting principally of income from rentals, trade concessionaires and ground handling) cargo operations and rentals received in connection with commercial development on land that is part of our airport projects.

Operating income from airport segment decreased by 8.88% from ₹ 5,996.12 Crore in fiscal 2014 to ₹ 5,463.73 Crore in fiscal 2015, primarily as a result of decrease in income due to divestment of ISG, non-levy of UDF in GHIAL, partially offset by increase in income of DIAL on account of increase in traffic.

Operating income from power segment

Income from our power segment consists of fixed and variable components of electricity tariff charged to the state electricity boards and distribution companies as per the terms of the respective power purchase agreements, sale of power on merchant basis, trading of power and sale of coal.

Income from power segment has increased by 33.15 % from ₹ 3,342.61 Crore for fiscal 2014 to ₹ 4,450.58 Crore for fiscal 2015 mainly on account of increased revenues from EMCO and GKEL.

Operating income from road segment

Income from our road operations is derived from annuity payments received from NHAI for our annuity projects and toll charges collected from road users of the toll road projects.

The operating income from road segment has increased by 0.54 % from ₹ 737.88 Crore for fiscal 2014 to ₹ 741.74 Crore for fiscal 2015, primarily on account of increase in traffic, coupled with commissioning of 3rd toll plaza of GOSEHHHPL.

Operating income from EPC sector

Income from our EPC division is derived from the execution of engineering, procurement and construction works in connection with power and road projects under implementation.

During the current year, the EPC sector has contributed ₹ 86.84 Crore to the operating income as against ₹ 239.75 Crore in the previous year. Decrease is mainly on account of completion of the projects during the previous year.

Operating income from Other Sector

Income from other sector includes management services income, investment income and operating income of our aviation and hotel businesses. During the current year, the other sector has contributed ₹ 344.79 Crore to the Operating Income as against ₹ 336.86 Crore in the previous year.

Other income

Other income includes income from investments, profit on sale of investments, reversal of provisions no longer required and other miscellaneous income. Other income has increased by 3.67 % from ₹ 315.87 Crore in fiscal 2014 to ₹ 327.46 Crore in fiscal 2015.

Expenditure

Revenue share paid/payable to concessionaire grantors

The revenue share paid/payable to various concessionaires has increased from ₹ 1,943.69 Crore in fiscal 2014 to ₹ 2,064.86 Crore in fiscal 2015 primarily on account of increase in operating income at DIAL and GHVEPL.

Consumption of fuel/raw materials

The consumption of fuel and raw material increased from ₹ 1,815.12 Crore in fiscal 2014 to ₹ 2,137.87 Crore in fiscal 2015 primarily on account of full year operation of EMCO and GKEL which were commissioned during the previous year.

Subcontracting expenses

Subcontracting expenses increased from ₹ 522.87 Crore in fiscal 2014 to ₹ 565.51 Crore in fiscal 2015, primarily on account of increase in operation & maintenance expense in Power plants and road projects.

Employee benefits expenses

The increase in employee benefit costs is mainly on account of periodic increase in employee expenses.

Other expenses

Following are the components of other expenses:

- Consumption of fuel and lubricants, water, salaries and wages of operational employees, technical consultancy fee, cost of variation works, insurance for plant and machinery, airport operator fee, cargo handling charges, lease rentals and repairs and maintenance to plant and machinery, office rental, travel, insurance, electricity, consultancy and other professional charges, contributions to provident fund, provision for advances, claims and debts, losses on sale of fixed assets and investments, travelling and conveyance, communication, loss on foreign exchange and other miscellaneous expenses.

There is a marginal increase in other expenses.

Financing costs

Financing costs increased mainly on account of full capacity operation of EMCO, GKEL for entire year, operation of 3rd toll plaza of GOSEHHHPL, and operation of ATSCL, MTSCL.

Utilization fees

As ISG was divested during last year, there is no utilization fee in current year.

Depreciation and amortisation expenses

Depreciation and amortisation expenses increased mainly on account of EMCO, GKEL and GCORRPL which were commissioned and capitalized during previous year and capitalization of 3rd toll plaza of GOSEHHHPL, ATSCL and MTSCL during current year.

Exceptional items

In fiscal 2015, we had net loss from exceptional items of ₹ 304.12 Crore, comprising loss of ₹ 35.94 Crore on impairment of assets in a subsidiary (GAEL), loss of ₹ 79.80 Crore on impairment of assets in subsidiaries (SJK & GGSPPL), loss of ₹ 130.99 Crore on account of provision towards claims recoverable in GKUAEPL, loss of ₹ 91.83 Crore on breakage cost of Interest rate swap paid in DIAL, offset by profit of ₹ 34.44 Crore on divestment of stake held in DCSCPL and DFSPL.

In fiscal 2014, we had net gains from exceptional items of ₹ 1,820.25 Crore, comprising profit of ₹ 1,658.93 Crore on sale of our 40% equity stake injointly controlled entities ISG and LGM, profit of ₹ 100.54 Crore on sale of coal minesof HEGL and profit of ₹ 69.73 Crore on divestment of 74% stake held in each of GJEPL and GUEPL.

(Loss) / profit before tax expenses, minority interest and share of (loss) / profit of associates

In fiscal 2015, we have recorded a loss before tax & minority interest of ₹ 2,806.41 Crore as against Profit before tax & minority interest of ₹ 274.66 Crore in fiscal 2014.

Tax expenses

Tax expenses has decreased from ₹ 166.25 Crore in fiscal 2014 to ₹ 152.81 Crore in fiscal 2015, mainly due to the decrease in current taxes by ₹ 92.58 Crore in fiscal 2015, and offset by decrease in MAT credit of ₹ 78.23 Crore during the year.

(Loss) / profit after tax expenses and before minority interest and share of (loss) / profit of associates

In fiscal 2015, we have recorded a loss after tax and before minority interest of ₹ 2,959.22 Crore as against Profit after tax and before minority interest of ₹ 108.41 Crore in fiscal 2014.

Share of (loss) / profit of associates

In fiscal 2015, we have accounted share of losses from associates of ₹ 12.98 Crore as against ₹ Nil during fiscal 2014. The group has Jadcherla expressways, Ulundurpet expressways and East Delhi Waste processing as associate companies during the year ended March 31, 2015.

(Loss) / profit after minority interest and share of (loss) / profit of associates

In fiscal 2015, we have recorded a net loss after minority interest of ₹ 2,733.29 Crore as against net profit after minority interest of ₹ 10.01 Crore in fiscal 2014.

Minority interest represents share of the profits and losses of various subsidiaries which relates to the minority shareholders. The share of loss to minority shareholders for the year 2014-15 amounts to ₹ 238.91 Crore as against profit of ₹ 98.40 Crore for the previous year.

Corporate Social Responsibility

GMR Varalakshmi Foundation (GMRVF) is the corporate social responsibility arm of the GMR Group. Its vision is to make sustainable impact on the human development of under-served communities through initiatives in Education, Health and Livelihoods. GMRVF helps Group companies carry out their CSR mandates.

Towards this, GMRVF works with the communities neighbouring GMR Group's businesses for their economic and social development thus supporting their development, even as the businesses grow. The thrust areas enable the Foundation to develop need-based and locale - specific responses to the needs of the diverse communities it works with.

Currently, the Foundation is working in over 200 villages / urban communities across 23 locations. The locations spread across different states namely Andhra Pradesh, Arunachal Pradesh, Chhattisgarh, Delhi, Himachal Pradesh, Karnataka, Madhya Pradesh, Maharashtra, Odisha, Punjab, Tamil Nadu, Telangana and Uttarakhand.

The activities of GMRVF for FY 14-15 are given below:

Education: Foundation sets up and runs quality educational institutions in under-served areas. It also works with the Government in making quality education accessible to all sections of the community. Towards this end, the Foundation is:

- Running an Engineering College, Degree College and Polytechnic and several schools in the under-served areas. The Foundation's flagship institution, GMR Institute of Technology was ranked 62 in Top 100 Engineering Colleges in India by Dataquest. Further, it has been ranked 64 among top 75 colleges of the country by Outlook. The institute has also graded AAA+ by Careers 360 Magazine in May 2014;
- Several scholarships and freeships are given for poor students from surrounding communities to these institutions;
- In addition, Foundation supports about 350 Government schools with required inputs, ranging from Vidya Volunteers, Teaching and Learning Materials, After-School tuitions to Small infrastructure etc. This benefits about 35,000 children;
- Further, over 250 children have been sponsored to quality English Medium schools under the Gifted Children Scheme. Complete educational expenses of these children are borne by the Foundation;
- Foundation also focuses on quality pre-school education and works with over 180 Anganwadis and BalaBadis benefiting 3500 children;
- Managing 39 IBM Kid Smart Early Learning Centers across different locations to provide technology enabled learning experience to primary school children. 10 of these Centers have been initiated during 2014-15;
- Running 15 Tent Schools for the children of migrant labour which provide quality education, nutrition support and life skills for about 1000 children;

- Several other initiatives are taken up to make quality education accessible to the children which include providing transport support, boarding support, facilitating admissions in quality schools and access to scholarships etc.

Health, Hygiene and Sanitation: With the belief that health is a key dimension of well-being, GMRVF works towards better health and healthy lifestyles of the communities. GMRVF's initiatives in the area of health include:

- Running a 135-bed secondary care hospital in Srikakulam, one of the poorest districts of Andhra Pradesh, to serve the communities in this area by offering quality treatment at affordable prices. A robust concession scheme is in place to help all sections of communities to avail the services;
- Running 28 medical clinics in areas where medical facilities are inaccessible to the communities-offering services to over 7000 people per month;
- Running 3 Mobile Medical Units which take health care to the door steps of about 7000 elders every month;
- Running 3 Ambulances to provide emergency care for the communities;
- Constructed 25 Public Toilets and 14 School Toilet Complexes apart from supporting construction of over 650 Individual Sanitary Lavatories.

Empowerment and Livelihoods: The Foundation lays a major thrust on the economic and social empowerment of women and youth, and towards this it has taken up several initiatives which include:

- Running 8 vocational training centres to provide appropriate market-relevant skills to dropout youth to increase their employability. About 4,500 youth are trained every year through these centers and more than 80% of them are settled in wage or self-employment;
- GMRVF's vocational training initiative works towards bridging the skill gap between employers and those who seek employment. It actively seeks partnerships with different industry leaders for providing best quality training in different market relevant skills;
- Further, Foundation works with about 300 Self Help Groups of women and supports them for taking up income generation activities;
- Foundation initiated EMPOWER (Enabling Marketing of Products of Women Entrepreneurs) program to market the products made by under-privileged women through shops at Delhi and Hyderabad Airports, setting up of stalls and exhibitions, bulk orders for conferences and seminars, and through an online store www.empowershop.org;
- GMRVF also works with rural families to supplement their family incomes through several initiatives such as training in advanced farming practices, input support, skill building and enterprise promotion. Over 1700 families have been supported under this initiative.

Community Development: To meet the different emerging needs of the community, GMRVF takes up various community development initiatives based on the local needs. It runs about 80 community libraries, manages 100 children and youth groups and celebrates different days of significance with the community to improve their awareness on various social issues.

Employee Involvement: Social Responsibility is one of the core values of GMR Group and many of the employees of GMR Group actively participate in community development initiatives. Over the year, over 00 employees and their family members participated in more than 500 programs, contributing over 10,000 person hours of volunteer time and benefiting over 50,000 people.

As recognition for its corporate social responsibility initiatives, GMRVF has received the following awards during the year.

- International Aviation Award for Corporate Social Responsibility Activities at Delhi International Airport Private Limited;
- CSR Best Practice Awards from Think Media Inc. (for the activities implemented around GMR Kamalanga Energy Limited).

Risk and Concerns

The Union Budget 2015-16 has announced measures like increased outlay for the infrastructure sector, lowering of corporate tax, etc., and the improving macro-economic situation will not only improve the ease of doing business in India but also set a clear road-map for double digit growth.

The positive impact of the Budget will take some time to materialize; therefore managing risks in a prudent manner is the mantra for sound development of our Group's businesses.

ERM Process Maturity

The Company has well-defined processes for risk identification, assessment, profiling, treatment and monitoring & review actions thereof. The Enterprise Risk Management (ERM) process has been rolled out with development of risk registers for Sectors, Key Business Units and Corporate functions. The risks for each sector and Group Corporate Services have been arrived at through aggregation and consolidation of the risks of their respective business units and functions.

As we move from project phase to operation phase in many of our businesses, the focus of Risk Management shifts to areas of efficiency, benchmarking, refinancing & asset churning.

The next stage of ERM deployment is in progress through setting up of Sector teams, conducting training programs for Senior Management and all Managers keeping in mind the philosophy of "Every Manager a Risk Manager", utilising support of outsourced Partners on need basis and e-enabling the risk capture and monitoring through a customised IT tool.

The ERM Framework deployment across the Group is independently assessed by Internal Team i.e. Management Assurance Group (MAG).Their inputs and recommendations serve as opportunities for improvements and also help create better alignment and learning across the Group.

Linkages: Strong linkage with Corporate Strategy enables sharper focus on key strategic risks. Detailed risk analysis is carried out during the formulation of the Company's Strategic Plan and Annual Operating plan. List of top risks are revised as a part of the STRAT plan exercise. ERM team also shares the results of its exercise with the Management Assurance Group (MAG) to enable it to draw plans for risk-based audit.

Business Resilience: For organization to quickly adapt to disruptions while maintaining continuous business operations and safeguarding people, assets and overall brand equity, we have detailed Business Continuity Plans (BCP) & Disaster Recovery Plans (DRP) in place for key assets. The plans identify potential vulnerabilities and puts in place appropriate processes & risk treatment plans to respond and minimize impact of disruptive events.

Risk Awareness: To cultivate and enhance the awareness of risk management, the ERM Team engages with businesses in live projects building an environment to challenge assumptions and promoting ownership and accountability, thus improving organization's risk culture. The ERM Team also publishes newsletters and circulates relevant articles and case studies.

Reporting: The ERM Team regularly presents the risk assessment and minimization procedures adopted to assess the reliability of the risk management structure and efficiency of the process to the Management and the Audit Committee of the Board.

Risks and Concerns

Some of the additional emerging risks that the management has taken cognizance of in the recent times, and for which appropriate plans and actions are being taken are as follows:

Macroeconomic Risk factors: The Indian economy is reviving, helped by positive policy actions and lower global oil prices. Macroeconomic factors in India have a significant impact on the operating performance of the Group. Revenue from our airport projects, merchant sale of electricity and our toll road projects are exposed to the changes in the economic environment and market demand. The diversified nature of our portfolio across different sub-sectors within the Infrastructure Sector and our revised strategies would help in mitigating some of these risks.

Regulatory Risk: Being in the Infrastructure Sector, we are extensively exposed to regulatory risks. For example like all other private operators, our Airports business is exposed to changes in regulations which would affect the revenue model assumed.

Fuel availability risks: E-auction of coal blocks have reduced fuel availability risks arising out of a shortfall in availability of domestic coal, by securing captive coal blocks through the auction route. For gas-based power plants, the Government approval to import gas for power generation and supply of such power through subsidy grant would result in optimal use of gas infrastructure. Moving forward, we aim to diversify our fuel mix through focusing on the commissioning of coal-based projects and initiating construction of hydroelectric projects thereby reducing our exposure to a single source of fuel.

Project development, acquisition and management: Based on the portfolio exercise being carried out every year at the Group level and the prevailing external environment, management has taken a conscious decision to follow an "Asset Light and Asset Right" model whereby we would be looking at divesting options for some of our non performing projects/ assets as well as those projects that have created good value for themselves while simultaneously being selective in new bids and acquisition. The focus is, as always, on consolidation of our existing portfolio, sweating of assets and completion of the existing projects within time, cost and quality parameters. The Group has also initiated the outsourcing of some of its non-core activities in Finance, HR, IT and Internal Audit function (Management Assurance Group) so as to gain more management bandwidth, improve productivity and efficiency in the Group's operations.

Ability to finance projects at competitive rates: Infrastructure projects are typically capital-intensive and require high levels of finance in a mix of debt and equity. We are continuously exploring innovative means to finance/ refinance our project with the aim to reduce the overall interest cost. For example, we are exploring and implementing the options of refinancing through bond issue, takeout finance, ECB loans (where we have a natural hedge to reduce the forex exposure) etc. wherever possible at competitive rates.

Credit Risk: Our exposure to merchant sale of electricity to private sector customers and weak financial health of airlines in the airports sector might expose us to credit risk of default in payments. We have developed models to check and regularly monitor the credit-worthiness of our customers. Also, all our receivables are being closely monitored and reviewed frequently by the top management.

Interest Rate Risk: Any increase in interest rate may adversely affect our profitability. We are continuously exploring and implementing innovative means of financing/refinancing our existing loan with the aim of reducing our interest costs Also, with the divestments of some of our assets, we also aim to reduce our debt exposure and thereby the interest cost.

Foreign Currency Exchange Rate Risk: We are exposed to the vagaries of exchange rate risk, as we have some expenditures in foreign currencies for procurement of project equipment, but a majority of revenues are in Indian Rupees (though Airports and other international assets earn some foreign currency). We have in place a mechanism of having regular review of our foreign exposures including the sensitivity of our financials to the movements in exchange rate. However, we hedge our exposures and keep rolling them as a part of a robust foreign exchange risk management policy which is reviewed regularly and approved by the Board.

Internal control systems and their adequacy

The Company has in place adequate systems of internal control. It has documented procedures covering all financial, operating and management functions. These controls have been designed to provide a reasonable assurance with regard to maintaining proper accounting controls, monitoring of operations, protecting assets from unauthorized use or losses, compliances with regulations and for ensuring reliability of financial reporting. The Company has continued its efforts to align all its processes and controls with best practices in these areas as well. All these controls and processes have been embedded and integrated with SAP system which has been implemented across all group companies. Some significant features of the internal control systems include the following:

- A well-established multi-disciplinary internal audit team, which carries out audit of functions across the sectors, report to audit committee, gives assurance and support to management with the objective to add value, improve organization's operations and accomplish its objectives by bringing a systematic, disciplined approach to evaluate and improve the effectiveness of risk management, control and governance processes;
- Delegation of power and responsibility matrix with authority limits defined for incurring capital and revenue expenditure;
- Corporate policies on accounting and major processes;
- Well-defined processes for formulating and reviewing annual and long-term business plans and strategies;
- Preparation and monitoring of annual budgets for all operating activities, projects and service functions;
- Bid documents / records of all new projects including M&A deals are being critically reviewed for probable risks;
- Effective project management and technical audits are being carried out;
- Identifying and mitigating key business and transactional risks through effective risk management process;

- A well-established process to ensure that the Corporate Governance and statutory compliance processes are at the highest levels.

Developments in Human Resources and Organization Development at GMR Group

"Leadership is taking responsibility for hard problems beyond having formal or informal authority" - Ronald A. Heifetz

At the GMR Group we have always believed in Organization building and improving people capability. We continued doing this during the year through an established and robust process which worked around developing and deploying potential leaders in critical positions across the Enterprise. The emphasis was to groom leaders from within rather than hire from outside. The Group initiated an organization-wide job evaluation exercise which aimed at enhancing Organization Effectiveness through a process of realigning the roles to emerging business realities and helped place the right person in the right role.

The content of multi-tier leadership development program, focusing on entry level (Executive) to Senior levels (Vice -President) was redesigned based on GMR Group's Competency Framework.

Focus on Senior Leadership Team development continued through development centres and assessment centres based on which Individual Development Plans (IDPs) for employees were put in place. Senior Leadership Team was encouraged to invest in the development of their next in line functional managers with strong managerial and financial capabilities. A group wide metric based Goal setting process was automated to ensure a Top Down cascading of Goals.

In order to measure the effectiveness of Training we adopted a two pronged approach which focused on Self Development as well as the impact on the business. All across the Group, the focus on measurement of self-development shifted from Training mandays to Training needs identified Vs actual training undergone.

As part of the institutional building process, 'Leader-led Session' was introduced on Values and Beliefs (V&B) across the enterprise - facilitated by Senior Leadership Team (SLT). 171 leaders were developed internally who in turn trained approximately 4000 employees as part of the Humility and Entrepreneurship tenet. Over and above the Leader-led Sessions, e-learning courses on V&B as well as 'Code of Business Conduct and Ethics' were conducted throughout the year as refresher courses. The intent was to ensure that all employees of the organisation attend these two programmes as part of culture building.

240 e-learning modules covering both behavioral as well as Technical programs including O&M capabilities were also developed across the Energy Assets. Basic as well as advanced programs of the O&M modules were developed in house and administered to all the Project based employees. In addition to this a series of CRT programs on O&M were delivered to the Project employees.

Leadership capability building is augmented with equal focus on Commercial and Contracts, Engineering, Procurement, Construction, Operations and Maintenance (CEPCOM) competencies, which are core to GMR as a leading infrastructure player. This year the emphasis has been on building competencies on Operation & Maintenance (O&M) for our Energy business.

With Internal communication being an imperative ingredient required to sustain vibrancy and organisational health, Town Hall meetings were conducted across the Group, where Group Holding Board (GHB) members and CEOs shared the Group's plans with employees and answered several queries. Quarterly newsletter from Group Chairman to all employees regularly brought out the key achievements and opportunities for improvement. Skip Level Meetings, a formal forum for employees to share specific views and opinions about the work environment to their skip level manager, were also conducted across the group.

The Talent Review process was also reviewed to make it outcome based, realizing the goal of creating a robust talent pipeline for current and future requirements of the organisation.

Numerous Team Building and alignment activities in the form of offsite workshops were conducted throughout the year. These programmes helped in induction of new employees into the GMR culture thus improving their understanding and alignment to our core values and beliefs.

Business Responsibility Report

Section A: General Information about the Company

1.	**Corporate Identity Number (CIN) of the Company**	: L45203KA1996PLC034805
2.	**Name of the Company**	: GMR Infrastructure Limited
3.	**Registered address**	: SKIP House, 25/1, Museum Road, Bengaluru - 560 025
4.	**Website**	: www.gmrgroup.in
5.	**E-mail id**	: Gil.Cosecy@gmrgroup.in
6.	**Financial Year reported**	: 2014- 2015
7.	**Sector(s) that the Company is engaged in (industrial activity code-wise)**	: The Company has Engineering, Procurement and Construction (EPC) business and is a holding company for the investments made in Airports, Energy, Transportation and Urban Infrastructure sectors.

NIC Code of the Product / service	Name and Description of main products / services
43900	Engineering, Procurement and Construction (EPC) [Handling of engineering, procurement and construction solutions in Infrastructure Sectors]
66309	Others [Investment Activity and corporate support to various infrastructure SPVs]

8. **List three key products / services that the Company manufactures / provides (as in balance sheet)**

   The Company has Engineering, Procurement and Construction (EPC) business and is a holding company for the investments made in Airports, Energy and Transportation & Urban Infrastructure sectors.

9. **Total number of locations where business activity is undertaken by the Company:**

   i. Number of International Locations (Provide details of major 5): The Group has business activities in Indonesia, Singapore, Nepal, Philippines (Cebu).

   ii. Number of National Locations: The Group has business activities undertaken in more than five states in India, viz., Bengaluru, Hyderabad, Mumbai, Kamalanga (Orissa), Chhattisgarh, Chennai, Hospet (Karnataka), Warora (Maharashtra), Jhansi and Allahabad (UP).

   Number of International and National locations for Subsidiaries, JVs and Associates:

   The International locations of GIL's Subsidiaries / JVs / Associates include, Indonesia, Singapore, Nepal, Philippines (Cebu) and the National locations include Bengaluru, Delhi, Hyderabad, Chennai, Vemagiri, Kakinada and Rajahmundry (Andhra Pradesh), Krishnagiri (Tamil Nadu), Chandigarh, Chamoli (Uttarakhand), Chamba (Himachal Pradesh), Raikheda (Chhattisgarh), Charanka (Gujarat), Rajasthan, Kamalanga (Orissa), Hospet (Karnataka), Warora (Maharashtra), Jhansi and Allahabad (UP).

10. **Markets served by the Company Local / State / National / International:**

    Over the past two decades, GMR Group has grown from a regional to a global infrastructure player.

The international presence of the Company's subsidiaries extends to the following geographies:

- Stakes in international coal assets in Indonesia - PTBSL & Sinarmas;
- Hydro-power projects in Nepal - Under various stages of developing;
- In Airports – Mactan Cebu International Airport in Phllippines.

  On the National level, the Company's subsidiaries own and operate 2 airports on Public Private Partnership (PPP) (New Delhi and Hyderabad), 8 energy assets operating in Tamil Nadu, Andhra Pradesh, Gujarat, Maharashtra, Orissa and 3 projects under construction (including Coal based power plant in Chhattisgarh, Hydro based plant in Himachal Pradesh and Gas based plant in Andhra Pradesh) and 2 transmission projects in Rajasthan and 1 Hydro plant in Uttarakhand are under development, and 9 different highways (two with minority stake) with a balanced mix of toll and annuity at various locations in India - Andhra Pradesh, Karnataka, Punjab and Tamil Nadu.

Section B: Financial Details of the Company

(₹ In Crore)

1.	Paid up Capital (INR)	: 1,572.80
2.	Total Turnover (INR)	: 669.22
3.	Total profit / (loss) after taxes (INR)	: (352.65)
4.	Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%):	

Not applicable (as the Company has reported loss during the financial year ended March 31, 2015). However the Company had spent ₹ 2.92 Crore during the year on CSR.

5. List of activities in which expenditure in 4 above has been incurred:

   The above expenditure has been incurred for promotion of the following activities:

   - Education
   - Health, Hygiene and Sanitation
   - Empowerment and Livelihood

   Education Programs: Running 15 Tent schools for migrant labour children; Support to education of 7 under-privilged students at Mangalore; Support for 40 under-privileged students towards Engineering Education

   Health, Hygiene and Sanitation Programs: Support for specialized and quality services at GMRV Care Hospital, Rajam; Support to Raj Praksash Trust, Bengaluru dor conducting medical camps for under-privileged communities; Support to health care activities of migrant labour communities; Upkeep of Public Toilet at Bengaluru

   Empowerment and Livelihoods Programs: Vocational training and placement support for 400 unemployed youth at Bengaluru; Support to Swarna Jayanthi Institute, Nellore for providing vocational training to 900 unemployed youth, Support to CII Skills Training Centre at Chindwara; Support to Self-Help Groups at Hyderabad and Mangalore.

Section C: Other Details

1. Does the Company have any Subsidiary Company / Companies?

   Yes, the Company has 125 subsidiary Companies, as on March 31, 2015.

2. Do the Subsidiary Company / Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s)

   Yes, the Company along with its subsidiary companies participates in group wide Business Responsibility (BR) initiatives on a wide range of topics. All subsidiaries are aligned to the activities under the aegis of GMRVF, a Corporate Social Responsibility (CSR) arm of the Company, which develops social infrastructure and enhance the quality of life of communities around the locations, where the Company / Subsidiaries have a presence.

3. Do any other entity / entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity / entities? [Less than 30%, 30-60%, More than 60%]

   No. The suppliers / distributors, etc., of the company do not participate in group wise BR initiatives of the company.

Section D: BR Information

1. Details of Director / Directors responsible for BR

a) Details of the Director / Directors responsible for implementation of the BR policy / policies:

- DIN Number : 00061669
- Name : Grandhi Kiran Kumar
- Designation : Managing Director

b) Details of the BR head:

S. No.	Particulars	Details
1.	DIN Number (if applicable)	NA
2.	Name	Adi Seshavataram Cherukupalli
3.	Designation	Company Secretary and Compliance Officer
4.	Telephone number	T: +91-80-4053 4000
5.	e-mail id	Gil.Cosecy@gmrgroup.in

2. Principle-wise (as per NVGs) BR Policy/policies (Reply in Y/N)

The National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business (NVGs) released by the Ministry of Corporate Affairs has adopted nine areas of Business Responsibility. These briefly are as under:

P1 - Businesses should conduct and govern themselves with Ethics, Transparency and Accountability.

P2 - Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle.

P3 - Businesses should promote the well-being of all employees.

P4 - Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized.

P5 - Businesses should respect and promote human rights.

P6 - Businesses should respect, protect, and make efforts to restore the environment.

P7 - Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner.

P8 - Businesses should support inclusive growth and equitable development.

P9 - Businesses should engage with and provide value to their customers and consumers in a responsible manner.

S. No.	Questions	P1	P2**	P3	P4	P5	P6	P7	P8	P9***
1.	Do you have a policy /policies for.....	Y	Y	Y	Y	Y	Y	Y	Y	Y
2.	Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
3.	Does the policy conform to any national /international standards? If yes, specify? (50 words)	#	Y (ISO 14001:EMS & OHSAS 18001 & ISO 9001;QMS)	#	#	#	Y (MoEF, respective State Pollution Control Board and ISO 14001:EMS)	#	#	#
4.	Has the policy being approved by the Board? Is yes, has it been signed by MD/owner/CEO/appropriate Board Director?	Y	Y	Y	Y	Y	Y	Y	Y	Y
5.	Does the company have a specified committee of the Board/ Director/Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	Y	Y	Y
6.	Indicate the link for the policy to be viewed online?	Y*	http://www.gmrgroup.in/Corporate/pdf/EHS-policy.pdf	Y*	Y	Y	http://www.gmrgroup.in/Corporate/pdf/EHS-policy.pdf	Y	Y	Y
7.	Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
8.	Does the company have in-house structure to implement the policy/policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
9.	Does the Company have a grievance redressal mechanism related to the policy /policies to address stakeholders' grievances related to the policy/policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
10.	Has the company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	Y	Y	Y	Y	Y	Y	Y	Y	Y

wherever the Group Policy is not compliant with local laws, they are suitably modified. There is no known non-compliance with international standards.

* The policy is available in Company's intranet.

** The Company and the Subsidiaries wherever applicable have relevant systems and practices in place to implement and adhere as per the principles.

*** The Company and the Subsidiaries have systems in place and have practices as per the Principles and formal policy based upon systems and practices will be placed before the Board for approval.

2a. If answer to S. No. 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

S. No.	Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
1.	The company has not understood the Principles	Not Applicable								
2.	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles									
3.	The company does not have financial or manpower resources available for the task									
4.	It is planned to be done within next 6 months									
5.	It is planned to be done within the next 1 year									
6.	Any other reason (please specify)									

3. **Governance related to BR:**

- Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year.

The BR performance will be assessed on an annual basis.

- Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published ?

  Annual Report containing Business Responsibility Report will be uploaded in Company's website.

Section E: Principle-wise performance

Principle 1: Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

1. Does the policy relating to ethics, bribery and corruption cover only the company? Yes/ No. Does it extend to the Group / Joint Ventures / Suppliers / Contractors / NGOs / Others?

   Yes. The Code of Business Conduct and Ethics policy of the company embodies the Group's Values and Beliefs and endeavour to lay down guidelines for employees of the Group to follow in their day to day work life. The policy applies to all employees on regular rolls of the company including Full Time Directors, Advisors, In-house Consultants, Expatriates and employees on contract.

   As an extension of the Code of Conduct, Company has a Whistle Blower policy which applies to third parties with concerns regarding any serious malpractice or impropriety within the group. Third parties include Vendors, Service providers, Partners, JV employees, and customers. There is also a supplier Code of Conduct and Business Ethics to ensure transparent business governance.

   Company has an Ethics and Intelligence Department to expeditiously investigate and take action to protect the culture and ethical environment.

2. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.

   As specified in the Corporate Governance Report, 319 investors' complaints were received during the financial year 2014-15, which have been fully resolved.

Principle 2: Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

1. **List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and / or opportunities.**

   Environmental Protection and Sustainability

   Since inception, sustainability has remained at the core of our business strategy. Besides economic performance, safe operations, environment conservation and social well-being have always been at the core of our philosophy of sustainable business. In anticipation of upcoming regulations and requirements, the company has invested substantially and allocated other resources to proactively adopt and implement manufacturing / business processes to increase its adherence to environmental standards and enhance its industry safety levels. At GMR Group, the challenges due to the Company's operations related to EHS aspects of the business, employees and society are mapped and mitigated through a series of systematic and disciplined sets of policies and procedures.

The company continues to abide by regulations concerning the environment by allocating substantial investments and resources on a continuous basis to adopt and implement pollution control measures. Our continual endeavor to go beyond compliance and conserve natural resources helps to march towards attaining excellence in environmental management and efficient & sustainable operations as well. As the Company operates in an increasingly resource-constrained world, being environmentally conscious and efficient are key to our operations. The Company remains committed to our Corporate Environment, Health, Safety and Quality (EHSQ) Policy to articulate, guide, and adopt an integrated approach towards implementing EHSQ objectives. These established systems certified by reputed certifying agencies have helped to monitor and manage our operations systematically, safely and in environmental friendly manner. When such practices become institutionalized, they protect environment and reduce costs.

The Company understands the global thrusts for minimizing the effect of developmental projects towards global warming. The Company has developed various projects voluntarily and some of the projects are under development stage, which ultimately reduces GHG emissions into the atmosphere and thus, minimizing the global warming effect. The Company has evolved as Sustainability leader by registering 7 CDM Projects with UNFCCC.

As a responsible corporate citizen, the Company is striving to meet the expectations of neighboring communities around our plants and other locations through GMR Varalakshmi Foundation. The foundation works closely with them and strives to impact the lives of millions of farmers, youth, women and children through numerous programs.

Energy Sector

Energy Sector has continuously ventured to promote cleaner fuel operations and renewable energy. The super critical technology power plant is under development at Chhattisgarh. The 25 MW capacities Solar Photo-Voltaic based power generation and 2.1 MW and 1.25 MW wind turbine generators in the state of Gujarat and Tamil Nadu respectively, with the total capacity of the wind turbine generator being 3.35 MW is fully operational which commitment towards sustainability in terms of clean and renewable energy resource.

GMR Energy sector has aligned its energy business with its comprehensive "EHS Framework", adopting best manufacturing practices, optimizing energy, natural resources & technology, best available practices, go beyond compliance, etc.

All the operating units have all necessary statutory clearances in place and are in compliance with environmental regulations. The Company has adopted state of the art systems and measures to control emissions and effluent in design stage itself. Hazardous wastes management and disposal has been in accordance with Central Pollution Control Board (CPCB) guidelines. Continuous Stack Emission Monitoring System (CEMS) and continuous Ambient Air Quality Monitoring Systems

(CAAQMS) at power plants have been set for monitoring of vital pollution parameters on real time basis. Also, each of the operating units has dedicated Effluent treatment Plant to treat waste water from the units and utilize or discharge in accordance with Pollution Control Board Norms. All parameters like stack emissions, ambient air quality, water quality, noise level etc are maintained well within the stipulated norms. The monitoring reports are submitted periodically to statutory authorities. Internal audits and surveillance audits as per the requirements of ISO certifications are conducted and any observation or non-conformance is dealt with utmost importance. The system is managed by dedicated EHS team and steered frequently at Apex level for quick actions.

Various employee engagement campaigns are conducted at plant by celebrating world environment day, national safety week, national fire awareness week, national cleanliness day, road safety awareness week, energy conservation week, earth day, etc to create awareness and generate ideas for implementation. During mass plantation drive, employees, families, children and nearby villagers are involved. Dense green belt development is under progress.

Systems and processes as per Global Reporting Initiative (GRI-G4) are being implemented across all the power plants. Energy Sector has published its first ever Sustainability Report for FY 13-14 as per GRI-G4 guidelines and made available to all its relevant stakeholders.

EMCO Energy Limited (EEL) has been certified for the Integrated Management System from by M/s BVCI. Approval of Wild Life Conservation plan has been obtained. Three CAAQMS stations and CEMS at stacks have been installed. “Sampoorna Swachhata” a journey of Swachhata campaigning was initiated and being implemented throughout the year. “EMCO Nirmal Jivan” - a series of Wellness Programs for Employee health wellbeing consisting of Yoga, Balanced Diet & Nutrition Counseling, Medical camp on Spirometry are initiated. Safety audits by Cross department teams , trainings on Electrical Safety, Defensive driving, Fire Safety, First Aid, Chemical Safety were conducted. Awareness campaign on Anti-Tobacco, Snakes bite, Swine Flue - Common respiratory problems and Nukkad Natak (Dramas) on Safety, Swachhata were conducted. Mock drills on scenarios such as Release of Hydrogen, Chlorine Leakage, Fire at Coal Conveyor, Fire at ESP were conducted. National Fire Service Day/Week, Earth Day, World Environment Day, Cleanliness Day, National Safety Day were observed. A sustainable farming based greenbelt development consisting of 10,000 Mango trees and 20000 non-Fruit bearing Saplings were planted.

GMR Kamalanga Energy Limited (GKEL) is fully compliant with all the statutory norms of operating parameters. Out of the total ash generation of 1003470 MT, ~ 34 % of ash has been utilized for brick manufacturing, road making and land development. 83,728 number of tree saplings were planted covering an area of about 69 acres in FY 14-15. “Swachhata Abhiyaan” – a cleanliness campaign and “5 S” Housekeeping Drive are being implemented. Besides various EHS initiatives and campaigns, a series of Behavior Based Safety (BBS) trainings were conducted to inculcate positive safety culture amongst workforce.

GMR Chhattisgarh Energy Limited (GCEL) has obtained the amendment for usage of domestic coal from MoEF and Factory License from Inspectorate of Factories. 44,112 number of tree saplings were planted in this financial year covering an area of about 115.5 acres. Following Surveillance Audit of Integrated Management System (IMS), GCEL received ISO 14001:EMS, OHSAS 18001 and ISO 9001:QMS certificates. Various campaigns viz., World Earth Day, World Environment Day, Road Safety Awareness Week, National Safety Day/Week were observed at GCEL.

GMR Power Corporation Limited (GPCL), Chennai planted 190 saplings covering an area of about 3 acres.

GMR Vemagiri Power Generation Limited (GVPGL) and GMR Rajahmundry Energy Limited (GREL) observed World Environment Day, Road Safety Awareness Week and National Safety Week. GVPGL sold its accumulated Certified Emission Reduction (CER) of about 3,15,320 to M/s British Petroleum Energy Asia Pte Ltd, Singapore and fetched a revenue of about ₹ 34.89 Lakhs. 3000 saplings has been planted in GREL premises.

GMR Energy Limited (GEL), Kakinada has achieved 0% LTIFR in this financial year and is fully compliant with all statutory norms and procedures. GEL inaugurated Swattchaa Abhiyan (cleanliness) campaign. GEL celebrated World Environmental Day, Safety Week, Road Safety Week, Fire Service Week. Recertification of ISO 9001:2008, ISO 14001;2004 and OHSAS 18001: 2007 has been done by M/s GL-DNV. Plantation were done by employees in nearby schools.

GMR Bajoli Holi Power Project has achieved 21, 59,079 safe man hours in this financial year and in compliant with all applicable EHS rules and regulations. Following certification audit for Integrated management system (IMS), M/s TUV India granted ISO 9001:2008, ISO 14001;2004 and OHSAS 18001: 2007 certificates. 400 saplings were planted in the colony.

Airport Sector

Airport Sector embraces the concept of sustainability by managing activities in environment friendly manner, minimizing natural resource utilization and maintaining collaborative relationships with the community and stakeholders. Our strategy for long-term stability and continual improvement is focused on cost-effective operation, social responsibility, environment and ecology oriented business approach and practices, which are governed and managed by latest technological processes, improved infrastructure, efficient operational measures, continuous learning and education, effective change management and communication with all possible stakeholders' support.

Environment Sustainable Management is an integral part of our business strategy which helps in achieving social credibility and business sustainability by efficient integration of policy, system, procedures, infrastructure and community support. The Company adopted all possible proactive sustainable approach for the airport to develop an environment friendly posture that accommodates the community's concerns while still meeting all regulatory requirements. Our key environmental & social elements which have direct/indirect impact on society are aircraft noise, emission, air quality, water & wastewater, solid waste and conservation of natural resources. A dedicated team of professionals is deployed to deal with all areas of environmental and social concerns. All the impacts associated with its business aspect are being effectively resolved by working closely with the communities around the airport by proper knowledge sharing forum, media communications, communication to stakeholders and stakeholders meeting, further with the support of regulatory and government agencies.

Air and Water management is ensured by regular monitoring, analysis and following government regulations and guidance. Solid & Hazardous wastes are handled as per the applicable rules. Sewage treatment plant is operational to treat the waste water. Entire treated water is being reused appropriately for the flushing, irrigation purposes.

Delhi International Airport Private Limited (DIAL)

Environment Sustainable Management is an integral part of your company's business strategy It focus highly on natural resource conservation, pollution preventions and skill developments on the part of business sustainability at Delhi Airport by efficient integration of policy, system, procedures, infrastructures and community supports.

DIAL is committed to conduct its business in an environment and social friendly manner by adopting all possible operational and technological measures to minimize the impact of its activities on the environment and society.

DIAL has adopted all possible proactive sustainable approach for the airport to develop an environment friendly posture that accommodates the community's concerns, while still meeting all regulatory requirements.

Some of the recent achievements during this financial year are:

- Green Company Certification by CII at Gold Level, becoming first airport in India to achieve this landmark, March, 2015
- Greentech Environment Excellence Award 2014 - Platinum Level, Jan 2015
- National Energy Excellent Award by CII, Oct, 2014
- Golden Peacock Award for Sustainable Environment Management at DIAL by Institute of Directors, July, 2014
- Developed Standardized Training Package called Leadership in Energy and Environmental Design and operation of Airport Infrastructure along with Aviation Academy and got approved by ICAO, July, 2014
- Founding Member of India GHG Program of CII
- Successfully completed ISO 14001 – Environment Management System recertification audit by M/s. DNV, certified organization and sustaining from 2008
- Sustain "Optimisation Level" accreditation by Airport Council International (ACI) for Carbon Management implemented at IGI Airport from 2013
- Regular Training on Environmental Management and Sustainability Management
- Environment Day celebration & Tree plantation on every World Environment Day events, 5th June

GMR Hyderabad International Airport Limited (GHIAL)

GMR Hyderabad International Airport Ltd. (GHIAL) is complying with the applicable environmental legal requirements of DGCA, APPCB and MoEF.

- Upgradation of the existing "Online Continuous Environmental Monitoring Station" by addition of three new analysers (Carbon monoxide, ozone, and & Hydrocarbons)
- The second "Noise Monitoring Terminal" has been installed and commissioned at AGL substation- East in order to comply with Aviation Environmental Circular No. 3 of 2013 i.e. Aviation Noise Management at Airports
- An environmental portal has been developed to maintain a centralized environmental data base for the airport including stakeholders
- GMR Hyderabad International Airport has received the Confederation of Indian Industries (CII) Award for "Excellent Energy Efficient Unit" during the 15th National Award for Excellence in Energy Management 2014
- RGIA won a first prize in Private Institutions category for the Best Landscape for the Fifth time in a row, in the recently concluded Garden Festival 2015 organized by the Department of Horticulture, Government of Telengana. RGIA also won a First prize for the Best Rotaries and medians. The department of Horticulture organized this garden festival in the month of January 2015
- Hyderabad's Rajiv Gandhi International Airport Cargo has received the Middle East/Indian Subcontinent Airport of the year and Green award at the Payload Asia Awards, 2014
- A noise mapping study has been done in line with DGCA guidelines to predict distribution of noise intensity around the airport
- An Environment Week was organized from 02nd June to 07th June at the Airport. During the week, various environmental promotional activities were conducted:
  - Distribution and display of WED campaign material such as banners, bookmarks etc;
  - Promotion of WED's theme 'Raise your voice, not the sea level' to the airport community, passengers and visitors;
  - Bi-cycling to promote zero pollution and good health;
  - Plantation in the airport;
  - Competitions among the airport community such as poster painting, quiz, innovative solutions to the environmental issues and the best practices etc;
  - Involvement of passengers with environmental promotional activities;
  - Promotion of public transport, carpooling and fuel conservation;
  - Awareness campaigns on food waste control;
  - Promotion of water and energy conservation.
- The airport's carbon intensity has been reduced from 3.14 (year 2013) to 2.60 kg of CO_2 / pax for the calendar year 2014.

2. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional):

i. Reduction during sourcing / production / distribution achieved since the previous year throughout the value chain?

ii. Reduction during usage by consumers (energy, water) has been achieved since the previous year?

3. Does the company have procedures in place for sustainable sourcing (including transportation)? If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.

EPC division of the Company is certified for ISO 9001:2008 [Quality Management system] and for OHSAS 18001:2007 [Occupational Health & Safety Management system]. Green Certification [LEED – India] for DAV School, Rajam has been received . As part of sourcing strategy, priority is given to sourcing of local raw materials like sand, aggregate etc [unless specified otherwise by client] for construction of Roads, Buildings and Power Projects. Also procurement procedures form part of the standard ISO procedures. In addition, EPC division strives to design and construct sustainable Projects which including Water and Energy conservation measures, continuous monitoring of Environmental parameters [like noise, air, water], identify & use of resources that are environment friendly, green technologies and deployment of fuel efficient equipment's and machineries.

The fuel in the Energy Sector subsidiary companies is sourced through pipelines to the plant avoiding wastages like leak, vapourisation etc. The Company and its subsidiaries have a Procurement Policy in place and vendors agree to the GMR Code of Conduct and Business Ethics.

4. Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve their capacity and capability of local and small vendors?

There are several services at the construction sites of the Company for which local people have been given opportunity. These include housekeeping services, photography and Canteen, Mess services, Printing stationary. Apart from that supply of various building material such as sand, aggregate, Fly ash bricks, Moorum etc. has been given to local persons only. Many local people have been appointed and trained in various technical skills for execution of work like quality lab technicians, Plant and Machineries helper, Store assistant, operator for Transits mixture and Tough rider now many of them has been absorbed by our subsidiary, EMCO Energy through their various out sourcing agencies for O&M of Power plant.

For subsidiary companies in Energy Sector: The Companies have a policy of procuring goods and services like horticulture, housekeeping, hospitality support services and the like from nearby suitable sources of supply. The Companies have its internal methodology of procuring above goods and services. GMRVF, the CSR wing of GMR Group helps the Companies for selling the products made by nearby community, trained by GMRVF.

For subsidiary companies in Airport Sector:

(i) Hyderabad Airport (GHIAL): The airport Business Development, FMS, Security, Terminal Operations and several other departments work closely with the CSR team of GHIAL to identify opportunities for getting goods and services from local community. There have been several exclusive and niche services in the airport which are being provided by local community entrepreneurs. For example, the photography services which were allocated to a local photographer for the last 5 years, in this year this service got more opportunity with the opening of visa-on-arrivals, wherein he has now been allocated space inside the airport and provides photos to passengers who come without them for visa. Like this, the barber, tyre inflation, grocery shop, housekeeping, etc. have all being doing good business and expanding the same. In the reporting year, the road barricades placed at the airport road were also made and repaired locally at the training centre. A new initiative of cultivating vegetables through involvement of local community has been initiated by the Landscape Deptt where in the vegetables are being sold to employees as well as staff canteen, hotel, etc. in airport premises. The EMPOWER initiative for selling products made by local women at the airport continued with good sales at airport shops and supply to GHIAL for various events. The women were also engaged for uniform stitching as well as aircraft seat cover stitching at the MRO. The skill training centre in the airport premises continued to run courses in about 7 different disciplines and trained close to 650 candidates with more than 80% placement including some with concessionaires at the airport. A special 'FMS Supervisor Course' was run at the centre this year for in-service and fresh candidates. All the candidates from this course got placements through airport concessionaires.

(ii) Delhi Airport (DIAL): The Company has been procuring Goods & Services from Local & Small producers, traders & service Providers and based on quality of their deliverables, these Agencies are being considered for further opportunities. There are several steps taken to procure services from the communities surrounding place of work at the airport, for which local people have been given exclusive opportunity through the Business Development and CSR team of DIAL. Some of these are as below:

- Continuous efforts are made to develop small entrepreneur's to procure Machine Tools, Blades, Brushes, Public Health related engineered Products, Horticulture Products, Flower Arrangement etc. from small producers and traders;
- Tenders are generally invited from NGO's for providing wild life services.

Apart from these, DIAL CSR works in three sectors through GMR Varalakshmi Foundation to support the community surrounding IGI airport:

EDUCATION

- 122 children of age group 2-4 years were provided Pre-School education support through management of 4 Balbadis. Around 70

Balabadi children of 4-5 years of age enrolled into formal Government Schools;

- Benefitted 600 students from Govt. Schools through creative learning techniques imparted in After School Learning Centers & Kid Smart Center;
- Distributed shoes to more than 2100 school going children at Savda Ghevra and Mehramnagar;
- 61 adult women were made functionally literate through CBFL (Computer Based Functional Literacy) program.

HEALTH, HYGIENE AND SANITATION

- General and gynecological clinics at Savda Ghevra has provided quality medical services to 6500 patients;
- Structured Health awareness program organized through health check-up camps, immunization camps and adolescence awareness sessions and covered 400 persons;
- Through 'Samarth 'program 19 Differently abled persons were helped to get disability certificate from Government. 165 differently abled persons were provided with medical aid & appliances.

EMPOWERMENT AND LIVELIHOODS

- Center For Empowerment & Livelihood – the vocational training center runs 7 different courses in partnership with credible industry partners and provide job oriented skills to the under privileged youth. In FY 2014-15 it has trained total of 720 youth and placed 601 (83.5%) . Till date 2209 youth have been trained with 82 % of job retention. The center also initiated new partnership with Volvo for three month Excavator Operator course;
- Marketing of EMPOWER Products at Terminal 3: Enabling Marketing of Products of Women Entrepreneurs (EMPOWER) is an initiative to market different products made by under-privileged women. To promote products DIAL CSR team also put stalls in different corporate house in different occasions like Raksha Bandhan, Dussehra, Diwali, Christmas and New Year, Holi. DIAL-CSR supported this initiative by supplying these products to one of the concessionaire-India Delite-at Terminal-3. 15 women benefited from the "Stitching Centre" at Mehramnagar. Provided designer support to improve the design and stitching skills;
- Like every year, 7 individuals from Savda community were provided financial support to start self-entrepreneur or to upscale their existing business in order to enhance their family income. Each individual has been supported with the material or equipment cost up to INR. 5,000 to 10,000/-. Their income has been increased up to INR 2,000 to 4,000 per month.

5. **Does the company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.**

   The Company's subsidiaries operate in different business sectors like Energy, Airports, Highways and Urban Infrastructure. The waste water at the power generation plants and Airport is recycled and used for gardening and other cleaning purposes. Also, wastes generated during the operations of the power generation plants are sent to the authorized agencies of CPCB / SPCB for treatment. Ash generated at the power plants is being reused and disposed to Cement and Brick Manufacturers, for Road making and filling in low lying areas / abandoned quarries.

Principle 3: Businesses should promote the wellbeing of all employees

1. **Please indicate the Total number of employees:**

Sl No.	Category of Employees	No. of Employees
1	Managerial Staff (Executive Cadre)	217
2	Operations Staff (Non-Executive Cadre)	84
	Total	301

2. **Please indicate the Total number of employees hired on temporary / contractual / casual basis:**

Sl No.	Category of Employees	No. of Employees
1	Advisors & Consultants	21
2	Sub-Contracted Employees	NIL
3	Casual Employees	NIL
	Total	21

3. **Please indicate the Number of permanent women employees:**

   Number of permanent women employees : 48

4. **Please indicate the Number of permanent employees with disabilities:**

Number of permanent employees with disabilities : NIL

5. **Do you have an employee association that is recognized by management?**

There is no employee association in the Company.

6. **What percentage of your permanent employees is members of this recognized employee association?**

   N.A.

7. **Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.**

S. No.	Category	No of complaints filed during the financial year	No of complaints pending as on end of the financial year
1	Child Labour/forced labour/involuntary labour	NIL	The Company does not hire child labour, forced labour or involuntary labour; hence not applicable.
2	Sexual harassment	NIL	NIL
3	Discriminatory employment	NIL	The company does not discriminate in the recruitment process; hence not applicable.

8. **What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?**

   - Permanent Employees: 100%
   - Permanent Women Employees: 100%
   - Casual / Temporary / Contractual Employees: 100%
   - Employees with Disabilities: N.A.

   All the contractual employees of the Company receive mandatory safety training before entering their premises and receive the job training through the contractor and the Company.

Principle 4: Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized

1. Has the company mapped its internal and external stakeholders? Yes

   Whenever the Company sets up a business, it surveys the surrounding communities and identifies key stakeholders.

2. Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders?

   There is a specific focus on identifying the vulnerable amongst the stakeholders. These include landless, tribal communities, socially and economically backward sections, people with disabilities, women-headed households, etc.

3. Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders. If so, provide details thereof, in about 50 words or so.

   For the Company, community is a major stakeholder of business. Thus, GMR Group works with the under-privileged communities around its business operations for improving their quality of life. A special focus is laid on vulnerable and marginalized sections of the community such as differently-abled persons, elders, tribals, migrant labour etc. GMR Varalakshmi Foundation (GMRVF) initiated Tent School program in Bengaluru for the children of migrant labour communities. About 1000 children get benefit from this Tent School initiative that otherwise had to drop out of education due to migratory nature of their families. At Delhi, the CSR unit is running Samarth program for mainstreaming differently-abled persons through inclusive education, creation of livelihood opportunities, facilitating their rights and entitlements etc. Over 200 persons / children with disabilities benefit from this initiative. To address the health care needs of disadvantaged elderly people, GMRVF is running 3 Mobile Medical Units at different locations which take quality health care to the doorsteps of about 7000 elderly and vulnerable people. At Shahdol (MP), GMRVF partnered with Women and Child Welfare Department to set up Anganwadi centers in tribal hamlets which provide pre-school education, nutrition support etc. for children of 0-5 years age, adolescent girls, pregnant and lactating women. Foundation is also running 9 Nutrition Centers which provide supplementary nutrition, health check-ups and health awareness to pregnant and lactating women from under-privileged families. In the vocational training program of GMRVF also, preference is given to the candidates from disadvantaged backgrounds and special efforts are put to mainstream them through provision of required skills. Further, Foundation has set up Girijan Institute of Rural Entrepreneurship Development in the Seethampet Agency area in Srikakulam district of Andhra Pradesh which provides skill trainings to tribal youth in different vocations. GMRVF also has focused programmes to reach out to women and improve their livelihoods.

Principle 5: Businesses should respect and promote human rights

1. Does the policy of the company on human rights cover only the company or extend to the Group / Joint Ventures /Suppliers / Contractors / NGOs / Others?

   The Company has a policy on Human Rights. Additionally, policies like Code of Conduct, Whistle Blower Policy, Disciplinary Policy, Policy against Sexual Harassment, and Policy on Work Environment coupled with transparent HR processes and practices adequately cover the human rights aspects.

2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?

   There are no reported complaints received during the financial year 2014-15.

Principle 6: Business should respect, protect, and make efforts to restore the environment

1. Does the policy related to Principle 6 cover only the company or extends to the Group / Joint Ventures / Suppliers / Contractors / NGOs / others.

   The policy related to principle 6 is applicable to all the units of GMR Group, its contractors and its employees.

2. Does the company have strategies / initiatives to address global environmental issues such as climate change, global warming, etc? Y/N. If yes, please give hyperlink for webpage etc.

   Yes, the Company and the Group has strategies to address global environmental issues such as Climate Change and Global Warming.

   GMR Group has initiated the process of Clean Development Mechanism (CDM) in 2008 and commenced assessment of Carbon Footprint of its units.

   The Company has evolved as Sustainability leaders by registering 7 CDM Projects with United Nations Framework Convention on Climate Change (UNFCCC). Terminal 3 (T3) of Indira Gandhi International Airport (IGIA) has become the first terminal in the world to have successfully registered with UNFCCC as CDM project for its Greenhouse Gas (GHG) emission reduction initiatives.

   DIAL is accredited by Airport Council International (ACI) for its Carbon Management at IGI Airport to "Optimisation Level". DIAL has installed 2 MW plant at IGI Airport and is the first airport in India having mega solar power plant at airside premises. GHIAL has been accredited for Level 3 (Optimization) 'Airport Carbon Accreditation' by ACI. GHIAL became the 1st Airport in the country and 2nd Airport in the Asia Pacific Region to get this accreditation.

   GMR Vemagiri Power Generation Limited (GVPGL), GMR Renewable Energy Limited (GREL), Alaknanda hydro project, Bajoli-Holi hydro project, Gujarat solar Power project and Wind power projects at Gujarat and Tamil Nadu are registered as CDM Projects at UNFCCC.

3. Does the company identify and assess potential environmental risks? Y/N

   Yes, the company has a procedure to identify and assess potential environmental risk. All operating units have implemented Environmental Management System as ISO 14001 international standard requirements and have been certified by external auditors (except, EMCO is in the process of obtaining external certification).

4. Does the company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?

   Yes, the Company and the Group are actively involved in the development of CDM projects. It has taken the initiative towards developing the projects which are energy efficient, utilizes cleaner fuel, and uses renewable energy resources as fuel. In such endeavor, the Group has registered Seven CDM projects at UNFCCC till date. Also, UNFCCC has issued 3,16,124 certified emission reduction in FY 2013-14. The Group does not have the requirement to file any environmental compliance related to CDM; however, the environmental aspects related to compliance and sustainability are included in the Project design document of CDM. DIAL has successfully registered "Energy efficiency measures at Terminal T3" at UNFCCC in the month of July, 2013.

5. Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc Y/N. If yes, please give hyperlink for web page etc.

   Yes. The Company understands the thrust of achieving energy efficiency, and effectively utilizes the available clean technology and renewable energy resources in all its business developments. Delhi Indira Gandhi International Airport, Terminal 3 has been awarded green building "LEED INDIA GOLD" rating from Indian Green Building Council (IGBC) thereby making it one of the largest Green Buildings in the world[1] . The Rajiv Gandhi International Airport (RGIA) Passenger Terminal Building has 'Leadership in Energy and Environmental Design' (LEED) certification for its unique design, which allows maximum natural lighting, and other features that enable optimal use of energy and water. RGIA is the first airport in the world to be awarded the LEED silver rating for its eco-friendly design[2]. Upcoming thermal power plants projects based on Coal are planned with the latest available technology viz Supercritical Technology and wherever feasible the projects are developed to use Natural Gas, which is the Clean fuel resource. The operating power plants viz. GMR Power Corporation Limited (GPCL) and GMR Vemagiri Power Generation Limited (GVPGL) are already identified as energy efficient power plants as per the Notification [S.O. 687 (E) dated March 30 2012] issued by the Ministry of Power under the Perform, Achieve and Trade (PAT) Mechanism. The Company is involved in developing the projects under renewable portfolio. The Company takes the pride of commissioning 25 MW grid connected Solar Photo Voltaic based power plant at solar park developed by Gujarat Power Corporation Limited, Charanka in Gujarat. The Company has also commissioned the wind mill in Gujarat (2.1 MW Capacity) and Tamil Nadu (1.25 MW Capacity).

   In addition to the above initiatives, DIAL has installed 2 MW plant at IGI Airport and is the first airport in India having mega solar power plant at airside premises. This measure has been taken to promote renewable energy use and reduce associate emission and also to support National Climate Change Action Plan. GHIAL has a proposal for 5 MW Solar Power Plant as part of green energy promotion.

   [1]http://www.newdelhiairport.in/environment.aspx

   [2]http://www.hyderabad.aero/environment.aspx

6. Are the Emissions / Waste generated by the company within the permissible limits given by CPCB / SPCB for the financial year being reported?

   Yes, all the emissions and waste generated by the company including its subsidiaries is well within the permissible limits prescribed by CPCB / SPCB.

7. Number of show cause / legal notices received from CPCB / SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.

   Nil

Principle 7: Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner

1. Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:

   The Company is a member of:

   A. Confederation of Indian Industry (CII), Chennai

   B. The Associated Chambers of Commerce & Industry of India (ASSOCHAM), New Delhi

   C. Federation of Indian Chambers of Commerce & Industry (FICCI), New Delhi

   D. Bengaluru Chamber of Industry & Commerce (BCIC)

   E. Indo-Japanese Chamber of Commerce & Industry (Karnataka) – (IJCCI)

   F. PHD Chamber of Commerce & Industry (PHDCCI), New Delhi

   G. Association of Power Producers

   H. Maharashtra Economic Development Council (MEDC)

   I. Thought Arbitrage Research Institute (TARI)

2. Have you advocated / lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)

   Yes, following are the broad areas:

   (i) Economic Reforms

   (ii) Airport Services

   (iii) Public Utility

   (iv) Energy Sector

Principle 8: Businesses should support inclusive growth and equitable development

1. Does the company have specified programmes / initiatives / projects in pursuit of the policy related to Principle 8? If yes details thereof.

   Yes, GMR Group works with the communities surrounding its business operations with a vision to make sustainable impact on the human development of under-served communities through initiatives in Education, Health and Livelihoods. The programs are designed based on the local needs identified through the baseline studies at each location. Thus, all the programs are sensitive to the needs of local communities and thus ensure a high level of participation from the communities. Under the area of Education, GMR Group is running an Engineering, Degree, Polytechnic and Community colleges in AP apart from several schools. 20% of the seats in all the schools are provided to the children from poor communities free of cost. Group also supports the education of poor students by facilitating Scholarships and Educational loans. About 4000 students have received such support. GMR Group also focuses on improving the infrastructure facilities and quality of education at Government schools and pre-schools, apart from running its own Bala Badis (Pre-schools for children of 3-5 year age group). About 350 Govt. schools are supported reaching out to over 35000 children. About 3500 per school age children in 180 Bala Badis and Anganwadis across the country benefit from the Group's initiatives. Over 250 children have been sponsored to quality English Medium Schools under the Gifted Children Scheme and their complete educational expenses are borne by the Foundation. Technology enabled learning is also facilitated with the setting up of 39 IBM Kid Smart Early Learning Centers across the locations. Tent schools are being run to educate and mainstream about 1000 children of migrant labour. In the area of health, GMR Group is providing health services to under-served communities by running a 135-bed hospital, 28 medical clinics, 3 ambulances and 3 Mobile Medicare Units. The medical clinics of the Foundation are serving over 7000 patients per month. 25 public toilets have been constructed in both rural and urban locations to improve sanitation facilities which are used by about 30000 people per month. Further, over 650 families have been supported for the construction of Individual Sanitary Lavatories. Many awareness programs are organized on health and hygiene related issues which have shown lot of impact on the health status of the communities. Enhancing the livelihoods of the communities is another area of the focus areas, and to achieve this, as part of the CSR, 8 vocational training centers are run in different locations through which about 4500 under-privileged youth are trained every year in different market relevant skills. Over 80% of these trainees are settled in wage or self-employment. The Group also works towards women empowerment by promoting and strengthening Women Self Help Groups. About 300 groups are formed so far with more than 3500 members and are receiving thrift, credit, capacity building and market support. Further, the community development initiatives focus at establishing village libraries, promoting youth and children's clubs and also on generating awareness among communities on key social and environmental issues.

2. Are the programmes / projects undertaken through in-house team / own foundation / external NGO / government structures / any other organization?

   GMR Group implements the community development programs through GMR Varalakshmi Foundation, a Company registered under Section 25 of the Companies Act, 1956. The Foundation is governed by a Board of eminent professionals chaired by the Group Chairman. It has its own professional staff drawn from top academic institutions.

3. Have you done any impact assessment of your initiative?

   Yes, GMRVF conducts impact assessment studies, both external and internal, in its project locations to understand the effectiveness of the programs.

4. What is your company's direct contribution to community development projects - Amount in INR and the details of the projects undertaken?

   The Company and the Group Companies during the year contributed to community development projects to the extent of ₹ 23.78 Crore.

Projects undertaken:

Education:

1) Supporting Govt. schools with Vidya Volunteers, Teaching Learning Materials, After School Learning Centers, Small infrastructure, Teachers' training etc. to improve the quality of education;
2) Supporting Govt. Anganwadis and setting up Bala Badis to provide quality pre-school education;
3) Support to students with coaching for different entrance and competitive examinations, scholarships and loans for pursuing higher education etc.

Health, Hygiene and Sanitation:

1) Running Medical Clinics, Mobile Medical Units and Ambulances where ever there is a gap of such health facilities;
2) Conducting need based general and specialized health check-up camps and school health check-ups;
3) Conducting health awareness programs with special focus on seasonal illnesses, HIV/AIDS etc.
4) Construction of Public Toilets and facilitating construction of Individual Sanitary Lavatories.

Empowerment and Livelihoods:

1) Running 8 vocational training centers for training under-privileged dropout youth in different vocational programs;
2) Promoting and strengthening Self-Help Groups of women and providing training, input and marketing support for them to take up income generation programs;
3) Running community libraries, supporting youth clubs, conducting awareness programs on social issues etc.

5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.

   GMRVF lays great emphasis on involving community in their development process. Towards this, GMRVF conducts wide consultations with the communities before initiating any program and develops programs based on the local needs identified by the communities. Community members are engaged at every stage of the programs and all the systems and procedures have been made accountable and transparent for the communities. For example, in the education programs, GMRVF strengthens School Management Committees, Parents Associations and facilitates parent teacher meetings so that these committees monitor the programs closely and effectively. Where relevant, SHG federations have been formed and strengthened so that they would take the responsibility of facilitating and monitoring the SHGs. Child clubs, Youth clubs, Self Help Groups and other community based institutions are made involved in all the community development programs which help in building ownership of the programs.

Principle 9: Businesses should engage with and provide value to their customers and consumers in a responsible manner

1. What percentage of customer complaints / consumer cases are pending as on the end of financial year?

   NIL

2. Does the company display product information on the product label, over and above what is mandated as per local laws?

   Not Applicable

3. Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.

   NIL

4. Did your company carry out any consumer survey / consumer satisfaction trends?

   As part of Customer focus initiatives, the company at regular intervals captures the Satisfaction levels of its Clients (Internal as well as External) to capture the stated and unstated needs and expectations. The Company measures the Customer Satisfaction at four stages viz during initiation & mobilization, execution, handing over and defect liability period. Customer Satisfaction Survey captures feedback on various criteria like Planning, Execution, Safety and Quality on the scale of 1 to 5 and also captures suggestions / comments if any from the Customer. This information is analyzed to arrive at actionable points to improve our service offerings. Business Balance Score Card (BBSC) and Goal Sheets (of related employees) have weightage to improve Customer feedback and Satisfaction index.

   Road Users Survey at GMR Highways

   GMR Highways conducted its third Road User Satisfaction Survey [RUSS] at all its Assets [both Toll and Annuity] with an objective of understanding and measuring the Road Users' awareness and satisfaction with GMR Highway's facilities, services and other aspects of road users experiences and perceptions. In-house O&M Team at Site & HO along with BE Team and GMRVF Team administered the survey. The survey was carried out for 7 days from 15th -21st Dec'14 at various prominent locations along the highways like truck lay byes, bus lay byes, rest areas, hotels, dhabas, bus stands etc.

   Survey feedback was collected from a random sample size of over 2500 Road Users across all Assets targeting various segments of road users such as Cars, LCVs, Buses, Trucks, MAVs, Two & Three Wheelers. Different set of questions [19 for toll and 13 for annuity based Assets] were asked in the survey covering all important aspects of highways. The feedback was taken on a 5 point scale representing Poor, Average, Good, Very Good and Excellent. A detailed analysis report based on the survey feedback was prepared. All Assets have performed exceedingly well on all the major parameters as compared to last year. Action plans were prepared and implemented wherever gaps were identified to further improve the Road User experience.

   The subsidiaries of the Company i.e. Delhi International Airport Private Limited (DIAL) and GMR Hyderabad International Airport Limited (GHIAL), as per the covenants of the concession agreement, have to regularly conduct passenger surveys in order to evaluate the performance resulting in form of the internationally accepted ASQ scores.

Financial Section

INDEPENDENT AUDITORS' REPORT

To the Members of GMR Infrastructure Limited

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of GMR Infrastructure Limited (hereinafter referred to as 'the Holding Company' or 'GIL'), its subsidiaries, jointly controlled entities and associates (collectively hereinafter referred to as 'the Group') comprising of the consolidated Balance Sheet as at March 31, 2015, the consolidated Statement of Profit and Loss, consolidated Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information (hereinafter referred to as 'the consolidated financial statements').

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 ('the Act') that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the Group 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; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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.

Auditor's Responsibility

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

We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

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

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph, is sufficient and appropriate to provide a basis for our qualified audit opinion on the consolidated financial statements.

Basis for Qualified Opinion

1. As detailed in Note 44(ii)(b) to the accompanying consolidated financial statements for the year ended March 31, 2015, GMR Rajahmundry Energy Limited ('GREL'), a subsidiary of GIL, not audited by us, has capitalised ₹ 424.97 crore and ₹ 1,104.92 crore for the year ended and cumulatively upto March 31, 2015 respectively towards indirect expenditure and borrowing costs (net of income earned during aforementioned period) incurred on a plant under construction where active construction work has been put on hold pending securing supply of requisite natural gas and has approached the Ministry of Corporate Affairs ('MCA') seeking clarification on the applicability of the General Circular 35/2014 dated August 27, 2014 issued by MCA. However, in our opinion, the aforesaid capitalisation of such expenses is not in accordance with the relevant Accounting Standards. Had the aforesaid expenditure not been capitalised, loss after tax and minority interest of the Group for the year ended and cumulatively upto March 31, 2015 would have been higher by ₹ 393.88 crore and ₹ 1,059.62 crore respectively. In respect of the above matter, our audit report for the year ended March 31, 2014 was similarly qualified. In this regard, also refer sub-paragraph 2 and 4 in Emphasis of Matter paragraph.

2. As detailed in Note 43(iii) to the accompanying consolidated financial statements for the year ended March 31, 2015, GMR Kishangarh Udaipur Ahmedabad Expressways Limited ('GKUAEL'), a subsidiary of GIL, not audited by us, issued a notice of intention to terminate the Concession Agreement with National Highways Authority of India ('NHAI') during the earlier year and a notice of dispute to NHAI invoking arbitration provisions of the Concession Agreement during the current year. Both the parties have appointed their arbitrators and the arbitration process is pending commencement.

   As at March 31, 2015, GKUAEL has incurred and capitalised indirect expenditure and borrowing costs of ₹ 130.99 crore (including ₹ 6.56 crore incurred during the year ended March 31, 2015) and has given capital advances of ₹ 590.00 crore to its EPC Contractor. The Group also provided a bank guarantee of ₹ 269.36 crore to NHAI. Pursuant to the notice of dispute, GKUAEL terminated the EPC contract on May 15, 2015, transferred the aforesaid project costs of ₹ 130.99 crore to claims recoverable and consequent to the letter received from National Stock Exchange of India Limited ('NSE'), as referred in note 30 to the accompanying consolidated financial statements, the Group has made a provision of ₹ 130.99 crore towards such claims recoverable including ₹ 124.43 crore pertaining to earlier years.

   The notice of dispute and initiation of arbitration proceedings, indicate the existence of a material uncertainty that may cast a significant doubt about the going concern of the GKUAEL and its impact on the net assets / bank guarantee provided by the Group. Having regard to the uncertainty, we are unable to comment on the final outcome of the matter and its consequential impact on the consolidated financial statements for the year ended March 31, 2015. In respect of the above matter, our audit report for the year ended March 31, 2014 was similarly qualified. In this regard, also refer sub-paragraph 2 in Emphasis of Matter paragraph.

3. As detailed in Note 31(b) and Note 45(i) to the accompanying consolidated financial statements for the year ended March 31, 2015, the Concession Agreement entered into between GMR Male International Airport Private Limited ('GMIAL'), a subsidiary of GIL, not audited by us, Maldives Airport Company Limited ('MACL') and Ministry of Finance and Treasury ('MoFT'), Republic of Maldives for the Rehabilitation, Expansion, Modernization, Operation and Maintenance of Male International Airport ('MIA') for a period of 25 years was declared void ab initio by MACL and MoFT and MACL has taken possession of MIA with effect from December 8, 2012. GMIAL has initiated the arbitration process to

seek remedies under the said agreement and on June 18, 2014, the tribunal delivered its award declaring that the Concession Agreement was not void ab initio and was valid and binding on the parties. However, the quantum of the damages is yet to be decided and accordingly, pending final outcome of the arbitration, GMIAL continues to recognise the assets at their carrying values of ₹ 1,486.96 crore (USD 23.58 crore) as at March 31, 2015 including the claim recoverable of ₹ 1,145.16 crore (USD 18.16 crore) as the management is of the opinion that GMIAL will be able to recover at least the carrying value of the assets.

Further, GMIAL has executed work construction contracts with GADL International Limited ('GADLIL'), a subsidiary of GIL and other service providers for Rehabilitation, Expansion and Modernization of MIA. Pursuant to the aforesaid takeover of the airport by MACL, GMIAL has terminated the contracts with GADLIL and these service providers and has received claims from GADLIL and other service providers towards termination payments. However, no such claims relating to the termination of contracts have been recognised in the accompanying consolidated financial statements for the year ended March 31, 2015.

The takeover of MIA by MACL, initiation of arbitration proceedings and its consequential impact on the operations indicate the existence of a material uncertainty that may cast a significant doubt about the going concern of GMIAL and GADLIL. However, the financial statements of GMIAL and GADLIL as at and for the year ended March 31, 2015 continue to be prepared and consolidated on a going concern basis.

Having regard to the uncertainty in view of the dispute and the final outcome of the matter, we are unable to comment on its impact on the carrying value of the assets in GMIAL and GADLIL and any other consequential impact that may arise in this regard on the consolidated financial statements for the year ended March 31, 2015. In respect of the above matter, our audit report for the year ended March 31, 2014 was similarly qualified.

4. As detailed in Note 31(a) to the accompanying consolidated financial statements for the year ended March 31, 2015, the management of the Group recognized the profit on sale of its investments in Istanbul Sabiha Gokcen Uluslararasi Havalimani Yatirim Yapim ve Isletme Anonim Sirketi ('ISG') and LGM Havalimani Isletmeleri Ticaret Ve Turizm Anonim Sirketi ('LGM') of ₹ 1,658.93 crore (net of cost incurred towards sale of investments) in the consolidated financial statements for the year ended March 31, 2014. In our opinion, since the sale consideration was received, the transfer of shares and certain regulatory approvals were obtained during the year ended March 31, 2015, recognition of the profit on sale of such investments in the consolidated financial statements of the Group for the year ended March 31, 2014 was not in accordance with the relevant Accounting Standards and accordingly, should have been recognized in the consolidated financial statements for the year ended March 31, 2015. Accordingly, profit before tax and minority interest of the Group for the year ended March 31, 2014 and loss before tax and minority interest of the Group for the year ended March 31, 2015 would have been lower by ₹ 1,658.93 crore. In respect of above matter, our audit report for the year ended March 31, 2014 was similarly qualified.

Qualified Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for the effect of the matters described in sub-paragraphs 1 and 4 and the possible effect of the matters described in sub-paragraphs 2 and 3 in the Basis for Qualified Opinion paragraph, 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 Group as at March 31, 2015, its consolidated losses and its consolidated cash flows for the year ended on that date.

Emphasis of Matter

We draw attention to the following matters in the notes to the accompanying consolidated financial statements for the year ended March 31, 2015:

1. Note 44(vi) which indicate that the entire matter relating to claims / counter claims arising out of the Power Purchase Agreement ('PPA') and Land Lease Agreement, filed by GMR Power Corporation Limited ('GPCL'), a subsidiary of GIL not audited by us and Tamil Nadu Generation and Distribution Corporation Limited ('TAGENDCO') is sub-judice before the Hon'ble Supreme Court of India and has not attained finality. However, pending the resolution of matter, no adjustments have been made in the accompanying consolidated financial statements for the year ended March 31, 2015. Considering that substantial amount, though under protest, has been received, GPCL, based on an expert opinion, offered the amount of claims received upto March 31, 2013 as income in its income tax returns and has claimed the deduction under Section 80IA of the Income Tax Act, 1961.

2. Note 30 regarding the receipt of a letter by GIL from NSE whereby Securities and Exchange Board of India ('SEBI') has directed NSE to advise GIL to restate the consolidated financial statements of the Group for the year ended March 31, 2013 for qualifications in the Auditor's Report referred in the aforementioned note, within the period specified and in terms of clause 5(d)(ii) of the SEBI Circulars dated August 13, 2012 and June 5, 2013. The Group has made adjustments in these consolidated financial statements with regard to the matter described in note 43(iii) to the accompanying consolidated financial statements. With regard to the matter described in note 44(ii)(b) to the accompanying consolidated financial statements, the Hon'ble High Court of Delhi, while hearing the writ petition filed by the Group, directed SEBI not to insist on restatement of accounts till the next hearing date. Also refer sub-paragraphs 1 and 2 in Basis for Qualified Opinion paragraph.

3. Note 43(i) regarding the carrying value of net assets of ₹ 208.50 crore (after providing for losses till date of ₹ 181.02 crore) as regards investment in GMR Ambala Chandigarh Expressways Private Limited ('GACEPL'), a subsidiary of GIL, not audited by us. Though GACEPL has been incurring losses since the commencement of commercial operations and the matter is currently under arbitration, based on management's internal assessment and legal opinion obtained by the management of GACEPL, the management of the Group is of the opinion that the carrying value of the net assets (after providing for losses till date) of GACEPL as at March 31, 2015 is appropriate.

4. Note 44(ii)(a) regarding (i) cessation of operations and the losses including cash losses incurred by GMR Energy Limited ('GEL') and GMR Vemagiri Power Generation Limited ('GVPGL'), subsidiaries of GIL, and the consequent erosion of net worth resulting from the unavailability of adequate supply of natural gas; and (ii) rescheduling of the commercial operation date and the repayment of certain project loans by GREL, pending linkage of natural gas supply. Continued uncertainty exists as to the availability of adequate supply of natural gas which is necessary to conduct operations at varying levels of capacity in the future and the appropriateness of the going concern assumption is dependent on the ability of the aforesaid entities to establish consistent profitable operations as well as raising adequate finance to meet their short term and long term obligations. The accompanying consolidated financial statements for the year ended March 31, 2015 do not include any adjustments that might result from the outcome of this significant uncertainty.

5. Note 46(iv)(a) regarding the extension of the validity of the approvals obtained by Kakinada SEZ Private Limited ('KSPL'), a subsidiary of GIL, not audited by us, from the Government of India for part of the area to set up a Special Economic Zone ('SEZ'). The management of KSPL is confident of obtaining further extension of the approvals, as necessary and also getting the balance area notified for SEZ development as per the applicable regulations.

6. Note 43(ii) regarding the claims filed by GMR Hyderabad Vijayawada Expressways Private Limited ('GHVEPL'), a subsidiary of GIL, not audited by us. GHVEPL has been incurring losses since the commencement of commercial operations. Based on a valuation assessment, a legal opinion and for reasons explained in the said note, the management of GHVEPL is of the opinion that the carrying value of the net assets (after providing for losses till date) of ₹ 453.60 crore in GHVEPL as at March 31, 2015 is appropriate.

7. Note 44(xi) regarding 300 MW hydro based power plant on Alaknanda river, Uttarakhand being constructed by GMR (Badrinath) Hydro Power Generation Private Limited ('GBHPL'), a subsidiary of GIL, not audited by us. The Hon'ble Supreme Court of India ('the Supreme Court'), while hearing a civil appeal in the matters of a hydro power company, directed vide its order dated May 7, 2014 that no further construction work shall be undertaken by any of the 24 projects until further orders. The management of the Group is confident of obtaining the requisite clearances and based on a business plan and valuation assessment is of the opinion that the carrying value of the net assets of ₹ 277.49 crore in GBHPL as at March 31, 2015 is appropriate.

8. Note 44 (viii) regarding uncertainties in the key assumptions made in the valuation assessment of GMR Chhattisgarh Energy Limited ('GCHEPL'), a subsidiary of GIL, not audited by us. In the opinion of the management of the

Group, no adjustments to the carrying value of net assets of GCHEPL are considered necessary in the accompanying consolidated financial statements for the year ended March 31, 2015 for the reasons explained in the said note.

9. Note 42 (iii) regarding costs related to residential quarters for Central Industrial Security Force ('CISF') deployed at the Rajiv Gandhi International Airport, Hyderabad, operated by GMR Hyderabad International Airport Limited ('GHIAL'), a subsidiary of GIL, jointly audited by us, and other costs which continue to be adjusted against PSF (SC) fund pending the final instructions from the Ministry of Civil Aviation and final decision from the Hon'ble High Court at Hyderabad for the State of Telangana and State of Andhra Pradesh.

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ('the Order'), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, based on the comments in the auditor's reports of the Holding company, its subsidiaries, associates and jointly controlled entities incorporated in India, to whom the Order applies, we give in the Annexure 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, to the extent applicable, that:

   (a) We /the other auditors whose reports we have relied upon have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated 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) Except for the effect of the matters described in sub-paragraphs 1 and 4 and the possible effect of the matters described in sub-paragraphs 2 and 3 in the Basis for Qualified Opinion paragraph, in our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

   (e) The matters described in the Basis for Qualified Opinion paragraph, the matters in sub-paragraphs 2 to 9 in the Emphasis of Matter paragraph above and the matters described in paragraphs (viii) and (ix) of Annexure I, in our opinion, may have an adverse effect on the functioning of the Group;

   (f) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2015 taken on record by the Board of Directors of the Holding Company and the reports of the other statutory auditors of its subsidiaries, jointly controlled entities and associates incorporated in India, none of the directors of the companies incorporated in India is disqualified as on March 31, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.

   (g) The qualifications relating to the maintenance of accounts and other matters connected therewith are as stated in the Basis for Qualified Opinion paragraph above;

   (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 – Refer note 30, 31(b), 34, 37, 39(i), 39(iii), 39(iv), 39(vi), 42(i), 42(iii), 42(iv), 43(i), 43(ii), 43(iii), 44(ii)(b), 44(vi), 44(x), 44(xi), 44(xii) and 46(iv)(b) to the consolidated financial statements;

      ii. Except for the possible effect of the matters described in sub-paragraphs 2 and 3 in the Basis for Qualified Opinion paragraph, the Group did not have any material foreseeable losses on long-term contracts including derivative contracts.

      iii. There have been no delays in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, its subsidiaries, jointly controlled entities and associates incorporated in India.

Other Matters

1. The financial statements and other financial information of 2 subsidiaries, with total assets of ₹ 13,326.76 crore as at March 31, 2015, total revenue (including other income) of ₹ 4,220.82 crore, total loss of ₹ 438.35 crore and net cash inflow amounting to ₹ 56.12 crore for the year then ended (after adjustments on consolidation) have been audited by us jointly with other auditors.

2. We did not audit the financial statements and other financial information of (i) 107 subsidiaries with total assets of ₹ 42,116.91 crore as at March 31, 2015, total revenue (including other income) of ₹ 4,715.05 crore, total loss of ₹ 1,843.62 crore and net cash outflow amounting to ₹ 258.20 crore for the year then ended (after adjustments on consolidation); (ii) 19 jointly controlled entities (including 12 jointly controlled entities consolidated for the period January 1, 2014 to December 31, 2014 and 1 jointly controlled entity consolidated for the period January 13, 2014 to December 31, 2014) whose financial statements include the Group's share of total assets of ₹ 4,239.26 crore as at March 31, 2015, total revenue (including other income) of ₹ 864.32 crore, total profit of ₹ 10.01 crore and net cash inflow amounting to ₹ 6.71 crore for the year then ended (after adjustments on consolidation); and (iii) 3 associates with Group's share of total loss of ₹ 12.98 crore (after adjustments on consolidation). These financial statements and other financial information for these subsidiaries, jointly controlled entities and associates 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) and sub-section (11) of Section 143 of the Act, to the extent applicable, is based solely on the reports of such other auditors.

3. We did not audit the financial statements and other financial information of (i) 1 subsidiary (consolidated for the period January 1, 2014 to December 31, 2014) with total assets of ₹ 2.50 crore as at March 31, 2015, total revenue (including other income) of ₹ 0.23 crore, total loss of ₹ 24.36 crore and net cash outflow amounting to ₹ 4.38 crore for the year then ended (after adjustments on consolidation); and (ii) 3 jointly controlled entities (including 1 jointly controlled entity consolidated for the period April 1, 2014 to February 10, 2015) whose financial statements include the Group's share of total assets of ₹ 1.51 crore as at March 31, 2015, total revenue (including other income) of ₹ 27.91 crore, total profit of ₹ 10.49 crore and net cash outflow amounting to ₹ 2.65 crore for the year then ended (after adjustments on consolidation). These financial statements and other financial information for these subsidiaries and jointly controlled entities are unaudited and 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 and jointly controlled entities and our report in terms of sub-section (3) and sub-section (11) of Section 143 of the Act, to the extent applicable, is based solely on such unaudited financial statements and other financial information as certified by the management. In our opinion and according to the information and explanations given to us by the management, these financial statements and other financial information are not material to the Group.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements above, is not qualified 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 and other financial information certified by the management.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W

per Sunil Bhumralkar
Partner
Membership Number: 35141

Place: Bengaluru
Date: May 30, 2015

Annexure referred to in paragraph 1 of the section on 'Report on Other Legal and Regulatory requirements' of our report of even date

GMR Infrastructure Limited ('Holding Company') and its subsidiaries, jointly controlled entities and associates incorporated in India and to whom the provisions of the Order apply (together referred to as the 'Covered entities' in this report). Refer Annexure A for the list of Covered entities. Our reporting, hereunder, in so far as it relates to the aforesaid subsidiaries, jointly controlled entities and associates, not audited by us, is based solely on the reports of the other auditors who audited the financial statements / financial information of these subsidiaries, jointly controlled entities and associates.

(i) (a) In our opinion and as reported by the other auditors who audited the financial statements / financial information of the Covered entities, these entities have maintained proper records showing full particulars, including quantitative details and situation of fixed assets wherever applicable, except in case of GCHEPL, wherein the auditor of GCHEPL has reported that GCHEPL is in the process of updating the fixed asset register in respect of buildings capitalised during the year.

(b) All fixed assets have not been physically verified by the management of the Covered entities during the year but there is a regular programme of verification which, in our opinion and as reported by the other auditors who audited the financial statements / financial information of the Covered entities, is reasonable having regard to the size of the Covered entities and the nature of their assets. No material discrepancies were noticed on such verification except in case of:

- Delhi International Airport Private Limited ('DIAL'), a subsidiary jointly audited by us, discrepancies noticed on physical verification of previous year have been properly dealt with in the books of account of DIAL during the current year, and
- GMR Hyderabad Aviation SEZ Limited ('GHASL'), the auditor of GHASL has reported that discrepancies identified on such verification have been properly dealt with in the books of account of GHASL.

(ii) (a) The inventories have been physically verified by the management of the Covered entities during the year, wherever applicable. In our opinion and as reported by the other auditors who audited the financial statements / financial information of the other Covered entities, the frequency of verification is reasonable.

(b) Read with (ii)(a) above, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Covered entities and the nature of their businesses.

(c) Read with (ii)(a) above, the Covered entities are maintaining proper records of inventory and no material discrepancies were noticed on physical verification.

(iii) (a) According to the information and explanations given to us and as reported by the other auditors who audited the financial statements / financial information of certain Covered entities, these Covered entities have not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Act. Accordingly, the provisions of clause 3(iii)(a) and (b) of the Order are not applicable to such Covered entities and hence not commented upon. As reported by the other auditors who audited the financial statements / financial information, certain other Covered entities have granted loans to entities covered in the register maintained under section 189 of the Act. In respect of these loans granted, repayment of the principal amount is as stipulated and payment of interest has been regular except in case of GPCL, in case of a loan granted in the earlier year, the fresh renewal has been given by extending the time for repayment of principal and interest.

(b) Read with (iii)(a) above, there is no overdue amount more than Rupees one lakh of loans granted by certain Covered entities to companies, firms or other parties listed in the register maintained under section 189 of the Act except in case of GPCL reasonable steps have been taken by GPCL for the regularisation of principal and interest.

(iv) In our opinion and according to the information and explanations given to us and as reported by other auditors who audited the financial statements / financial information of certain Covered entities and considering that certain items of inventories and fixed assets purchased by these Covered entities are of proprietary / specialized nature, there is an adequate internal control system commensurate with the size of the Covered entities and the nature of their businesses for the purchase of inventory and fixed assets and for the sale of goods and services, wherever applicable, except that:

- In case of GHIAL, there have been delays in case of renewal of certain revenue contracts with concessionaires.
- In case of GMR Aero Technic Limited ('GATL'), there have been certain instances of purchases of inventory where purchases are made without inviting comparative quotations.
- In case of GIL, the periodic review and update of cost estimates of the Engineering, Procurement and Construction projects needs to be further strengthened.

During the course of our audit and as reported by the other auditors who audited the financial statements / financial information of certain Covered entities, no major weaknesses were observed or a continuing failure to correct any major weakness in the internal control system of the Covered entities in respect of these areas.

(v) According to the information and explanation given to us and as reported by other auditors who audited the financial statements / financial information of certain Covered entities, these entities have not accepted any deposits from the public.

(vi) We / other auditors have broadly reviewed the books of account maintained by certain Covered entities, to the extent applicable and relevant, pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Act and are of the opinion that prima facie, the specified accounts and records have been made and maintained. The detailed examination of the same have not been made by us or such other auditors. To the best of our knowledge and as explained and as reported by the other auditors who audited the financial statements / financial information of certain other Covered entities, the Central Government has not specified the maintenance of cost records under clause 148(1) of the Act, for the product/ services of these entities.

(vii) (a) According to the information and explanation given to us, and as reported by other auditors who audited the financial statements / financial information of certain Covered entities, undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth-tax, service tax, customs duty, excise duty, value added tax, cess and other material statutory dues have generally been regularly deposited with the appropriate authorities though there have been slight delays in a few cases in respect of certain Covered entities and serious delays in remittance of income tax in case of one Covered entity.

According to the information and explanation given to us, and as reported by other auditors who audited the financial statements / financial information of certain Covered entities, there were no undisputed dues in respect of provident fund, employees' state insurance, income-tax, wealth-tax, service tax, sales-tax, custom duty, excise duty, value added tax, cess and other material statutory dues which were outstanding, at the year end, for a period of more than six months from the date of they become payable, except as detailed below:

Name of the entity	Name of the statute	Nature of the dues	Amount (₹ in crore)	Period to which the amount relates	Date of payment
GMR Kamalanga Energy Limited ('GKEL'), a subsidiary	Odisha Value Added Tax Act, 2004	Value added tax	0.00 (₹ 37,000)	FY 2014 - 15	Not paid
		VAT TDS	0.12	FY 2013 - 14	Not paid
GHIAL	Andhra Pradesh Municipalities Act, 1965	Property tax	4.72[1]	April 2013 to September 2014	Not paid
GMR Airports Limited ('GAL'), a subsidiary	Income Tax Act, 1961 ('IT Act')	Tax payable and interest thereon under section 234C of IT Act	6.21	April 2014 to September 2014	Not paid

1. The amount includes penal interest of ₹1.25 crore.

(b) According to the records of the Covered entities and as reported by other auditors who audited the financial statements / financial information of certain Covered entities, the dues outstanding of income-tax, sales-tax, wealth-tax, service tax, customs duty, excise duty, value added tax and cess on account of any dispute, are as follows:

Name of the entity	Name of the Statute	Nature of the dues	Amount (₹ in crore)	Period to which the amount relates	Forum where dispute is pending
GIL	Finance Act, 1994	Service tax	41.42	October 2007 to March 2014	Commissioner of Service Tax, Bangalore
	Karnataka Value Added Tax Act, 2003	Value added tax	49.08	FY 2011-12 to 2013-14	Additional Commissioner of Commercial Taxes
	Central Excise Act, 1944	Central excise duty (including penal charges and excluding interest)	1.03	March 2011 to December 2012	Office of the Commissioner of Customs, Central Excise and Service Tax, Hyderabad-III Commissionerate
	IT Act	Income taxes	5.83	FY 2007-08	Commissioner of Income Tax (Appeals)
GEL	The Customs Act, 1962	Customs duty on imported spares including interest thereon	11.36[1]	April 2003 to September 2011	Hon'ble Supreme Court of India, Civil Appellate Jurisdiction
GEL	Karnataka Value Added Tax Act, 2003	Value added tax	0.66[2]	FY 2010-11	Hon'ble High Court of Karnataka
	Andhra Pradesh Electricity Duty Act, 1939	Electricity duty	11.06	June 2010 to December 2011	Hon'ble High Court of Judicature, Andhra Pradesh
	Finance Act, 1994	Service tax	638.90	FY 2007-08 to 2011-12 and 2013-14	Commissioner of Service Tax
GPCL	IT Act	Disallowance of interest expenses u/s 57 of the IT Act	1.17	FY 2008-09	Income Tax Appellate Tribunal
GVPGL	The Customs Act, 1962	Customs duty	59.11	January 2004 to September 2006	Hon'ble Supreme Court of India
	Andhra Pradesh Electricity Duty Act and Rules, 1939	Electricity duty	48.21	September 2006 to November 2011	Chief Electrical Inspectorate, Government of Andhra Pradesh
GKEL	Odisha Entry Tax Act, 1999	Entry tax levied on imported materials	139.07[3]	August 2008 to July 2012	Hon'ble Supreme Court of India and Commissioner of Commercial Taxes, Odisha
			32.55	August 2012 to June 2013 and August 2013 to June 2014	Commissioner of Commercial Taxes, Odisha
	IT Act	Disallowance of certain expenses	1.10	FY 2009-10, FY 2010-11 and FY 2012-13	Commissioner of Income Tax (Appeals) ('CIT (A)'), Bangalore
	IT Act	Short deduction of tax at source and late payment of interest	1.10	FY 2008-09, FY 2011-12, FY 2013-14 and FY 2014-15	Assessing Officer (TDS)

Name of the entity	Name of the Statute	Nature of the dues	Amount (₹ in crore)	Period to which the amount relates	Forum where dispute is pending
Ulunderpet Expressways Private Limited (‘UEPL’), an associate	Tamil Nadu Value Added Tax Act, 2006	Sales tax	0.07	FY 2011-12	Hon’ble High Court of Tamil Nadu
	Tamil Nadu Value Added Tax Act, 2006	Sales tax	0.85	FY 2013-14	VAT Officer
GHIAL	Finance Act, 1994	Reversal of CENVAT credit including penalty	55.65[4]	Various dates	Customs Excise and Service Tax Appellate Tribunal, Hyderabad
	Finance Act, 1994	Penalty equivalent to service tax on User Development Fee	7.43	April 2008 to December 2008	The Commissioner of Customs, Central Excise and Service Tax, Hyderabad
	Building and Other Construction Workers’ Welfare Cess Act, 1996	Cess on building	25.20	Various dates	Hon’ble High Court at Hyderabad for the State of Telangana and for the State of Andhra Pradesh
	Finance Act, 1994	Non- payment of service tax on import of services	0.73	Various dates	The Commissioner of Customs, Central Excise and Service Tax, Hyderabad
	Finance Act, 1994	Non- payment of service tax for supply of water and electricity to concessionaires and irregular availment of CENVAT	3.20[5]	October 2008 to June 2010	Customs Excise and Service Tax Appellate Tribunal, Hyderabad
	Finance Act, 1994	Irregular availment of CENVAT credit on chartering of aircrafts and IDBI Trustship services	1.24[6]	October 2011 to March 2013	Customs Excise and Service Tax Appellate Tribunal, Hyderabad
Gateways for India Airports Private Limited (‘GFIAL’), a subsidiary	Finance Act, 1994	Interest on service tax delayed payment	0.63	FY 2006-08	Appellate Tribunal
Hyderabad Menzies Air Cargo Private Limited (‘HMACPL’), a subsidiary	IT Act	Income tax including interest	7.29[7]	FY 2008-09, FY 2009-10 and FY 2010-11	Income Tax Appellate Tribunal, Hyderabad
	IT Act	Income tax including interest	2.54[8]	FY 2011-12	CIT (A), Hyderabad
Hyderabad Menzies Air Cargo Private Limited (‘HMACPL’), a subsidiary	IT Act	Income tax	0.85	FY 2007-08	Deputy Commissioner of Income Tax, Hyderabad
	Finance Act, 1994	Service tax	5.92[9]	March 2008 to June 2010	Customs, Excise and Service tax Appellate Tribunal, Bengaluru
	Finance Act, 1994	Service tax	0.15[10]	April 2007 to March 2012	Customs, Excise and Service tax Appellate Tribunal, Bengaluru
GMR Airport Developers Limited (‘GADL’), a subsidiary	IT Act	Additional tax demand and interest	0.78[11]	FY 2009-10	CIT (A)
	Finance Act, 1994	Irregular availment of CENVAT	0.10[12]	FY 2010-11 and FY 2011-12	Customs, Excise and Service Tax Appellate Tribunal, Bengaluru

Name of the entity	Name of the Statute	Nature of the dues	Amount (₹ in crore)	Period to which the amount relates	Forum where dispute is pending
GMR Hotels and Resorts Limited ('GHRL'), a subsidiary	Andhra Pradesh Value Added Tax Act, 2005	Value added tax	0.60	FY 2010-11 to FY 2013-14	Commercial Taxes Department, Andhra Pradesh
	IT Act	Income tax	0.56	FY 2009-10 and FY 2010-11	CIT (A)
	Andhra Pradesh Entertainment Tax Act, 1939	Entertainment tax	0.01[13]	FY 2010-11 to FY 2012-13	Commercial Taxes Department, Andhra Pradesh
Laqshya Hyderabad Airport Media Private Limited ('Laqshya'), a jointly controlled entity	Andhra Pradesh Value Added Tax Act, 2005	Sales tax	0.10	April 2008 to March 2009	Appellate Tribunal
	IT Act	Income tax	0.01	FY 2010-11	Deputy Commissioner of Income Tax
DIAL	IT Act	Taxability of Passenger Service Fee (Security Component), taxability of upfront fee, disallowance on account of capital expenditure, disallowances under section 14A of IT Act, disallowance of payment of gratuity, disallowance under section 40(a)(ia) of IT Act on issues related to non-deduction of TDS, disallowance of club expenses, Issue of SFIS duty credit scrips.	100.20	FY 2006-07 to FY 2009-10	CIT (A)
	IT Act	Disallowance on account of capital expenditure, disallowance under section 40(a)(ia) on issue related to non- deduction of tax deducted at source, Disallowance under Section 14A of the IT Act.	2.03	FY 2009-10	Income Tax Appellate Tribunal ('ITAT')
	IT Act	Tax deducted at source/ Tax collected at source	0.07	FY 2007-08 to 2014-15	Deputy Commissioner of Income Tax (New Delhi).
	Finance Act, 1994	Service tax on development fees (DF) receipts	275.64	March 2009 to September 2013	Commissioner Service Tax
	Finance Act, 1994	Non-payment of service tax under reverse charge mechanism for the 'Management or Business Consultants', wrong and excess utilization of CENVAT credit and non-payment of service tax on license fees/lease rentals	36.22	FY 2006-07 to 2009-10	Commissioner Service Tax, New Delhi
	Finance Act, 1994	Non-payment of Service tax on license fees / lease rentals	7.74	FY 2010-11	Commissioner of Service Tax, New Delhi.

Name of the entity	Name of the Statute	Nature of the dues	Amount (₹ in crore)	Period to which the amount relates	Forum where dispute is pending
DIAL	Finance Act, 1994	Wrong availment of service tax on the payment made towards employees' medical insurance.	0.11	FY 2011- l2	Additional Commissioner of Service Tax, New Delhi.
	Delhi Value Added Tax Act, 2004 ('DVAT')	Denial of input VAT credit taken by DIAL (including penalty)	2.31	FY 2013- l4	DVAT Department, Delhi
	Finance Act, 1994	Service tax on the supply of electricity and water and denial of CENVAT on CISF related expenses.	25.22	FY 2009 -10 to 2013- 14	Commissioner of Service tax
	Finance Act, 1994	Non-payment of service tax on Advance Development Costs	59.91	FY 2010-11 to 2011 -12	Commissioner of Service tax
	Finance Act, 1994	Service tax non charging of service tax by DIAL	0.22	FY 2007- 08	Additional Commissioner of Service Tax, New Delhi.
Travel Food Services Delhi (T3) Private Limited ('TFS'), a Jointly controlled entity	DVAT	Disallowance of VAT input credit in respect of raw material purchased from suppliers	0.04	2012-2013	Assessing officer
Delhi Duty Free Services Private Limited ('DDFS'), a subsidiary	IT Act	Income tax	0.10	FY 2010 - 11 and 2011 – 12	CIT (A)
Wipro Airport IT Services Limited ('WAISL'), a Jointly controlled entity	IT Act	Income Tax	1.10	FY 2010-11	CIT (A)
Delhi Airport Parking Services Private Limited ('DAPSL'), a subsidiary	Finance Act, 1994	Service tax demand on various income	0.42	August 2012 to March 2013	Additional Commissioner of Service Tax, Service Tax Commissioner
	IT Act	Short deduction of tax deducted at source	0.06	FY 2011 - 12 and 2012 – 13	The Assessing Officer, Centralised Processing Cell-TDS
TIM Delhi Airport Advertising Private Limited ('TIM'), a Jointly controlled entity	DVAT	Value added tax	40.75	FY 2010-11 and 2011-12	Hon'ble High Court of Delhi
GMR Aviation Private Limited ('GAPL'), a subsidiary	Customs Act, 1962	Customs duty	32.00	2008-09	Custom Excise Service Tax Appellate Tribunal

Name of the entity	Name of the Statute	Nature of the dues	Amount (₹ in crore)	Period to which the amount relates	Forum where dispute is pending
KSPL	IT Act	Income tax	4.99[14]	FY 2006-07 and FY 2007-08	Hon'ble High Court of Hyderabad for the State of Telangana and for Andhra Pradesh
	IT Act	Income tax	2.65[15]	FY 2007-08 and FY 2008-09	Appellate tribunal
	IT Act	Income tax	0.10[16]	FY 2009-10 and FY 2010-11	CIT (A)
Delhi Cargo Service Centre Private Limited (DCSCPL), a Jointly controlled entity	IT Act	Income tax	0.09	FY 2009-10[17]	Commissioner (Appeals)

In case of jointly controlled entities and associates, the amounts reported in the above table are amounts as reported by the respective auditors, who audited the financial statements / financial information of the respective companies and are not based on proportionate shareholding of the Group.

1. Includes amount paid under protest of ₹11.36 crore
2. Includes amount paid under protest of ₹ 0.33 crore
3. Includes amount paid under protest of ₹ 23.62 crore
4. Includes amount paid under protest of ₹ 12.20 crore. Further, includes penalty of ₹ 31.13 crore.
5. Includes amount paid under protest of ₹ 0.15 crore. Further, includes penalty of ₹ 1.67 crore.
6. Includes penalty of ₹ 0.62 crore.
7. Includes amount paid under protest of ₹ 6.82 crore
8. Includes amount paid under protest of ₹ 2.54 crore.
9. Includes penalty of ₹ 2.96 crore.
10. Includes amount paid under protest of ₹ 0.07 crore. Further, includes penalty of ₹ 0.07 crore.
11. Includes amount paid under protest of ₹ 0.78 crore
12. Includes amount paid under protest of ₹ 0.05 crore
13. Includes amount paid under protest of ₹ 0.01 crore
14. Includes amount paid under protest of ₹ 4.07 crore. Further, includes penalty of ₹ 1.11 crore.
15. Includes amount paid under protest of ₹ 0.57 crore. Further, includes penalty of ₹ 2.07 crore.
16. Includes amount paid under protest of ₹ 0.10 crore.
17. The amount has been adjusted against refund.

(c) According to the information and explanation given to us and as reported by other auditors who audited the financial statements / financial information of certain Covered entities, there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Covered entities in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made thereunder.

(viii) Without considering the consequential effect of the matters stated in sub-paragraphs 1, 2, 3 and 4 in the Basis for Qualified Opinion paragraph of our report and reports of other auditors on the financial statements / financial information of certain Covered entities, we report that:

a) certain Covered entities have been incorporated for less than five years and hence auditors of these entities have not commented upon the requirements of clause (viii) of the Order;

b) certain Covered entities do not have accumulated losses;

c) certain Covered entities have accumulated losses less than fifty percent of their respective net worth while the other Covered entities have accumulated losses not less than fifty percent of their respective net worth;

d) certain Covered entities have not incurred cash losses both in the current and immediately preceding financial years while certain Covered entities have incurred cash losses both in the current and immediately preceding financial years;

e) certain Covered entities have incurred cash losses in either the current year or in the immediately preceding financial year.

(ix) Based on our audit procedures and as per the information and explanations given by the management and as reported by the other auditors who audited the financial statements / financial information of certain Covered entities, there have been defaults in repayment of dues to financial institutions, banks and debenture holders during the year, as follows:

Name of the entity	Particulars	Amount (₹ in crore)	Period of default
GIL	Unsecured, redeemable and non-convertible debentures (including redemption premium)	199.43	0-30 days
	Redemption Premium payable on Secured, redeemable and non-convertible debentures	35.16	0-30 days
	Interest payable to banks	19.07	0-30 days
	Interest payable to a financial institution	43.71	0-30 days
GEL	Redemption of preference share capital from a bank (including redemption premium)	281.75	0-30 days
	Unsecured, redeemable and non -convertible debentures (including redemption premium)	56.91	0-30 days
	Interest payable to a financial institution	20.71	0-30 days
GAEL	Opening balance of interest payable	7.54[7]	61 days and above
	Opening balance of principal amount of loan payable	2.90[7]	61 days and above
	Payment of interest	4.94[7]	31-60 days
	Repayment of principal amount of loan	4.06[7]	31-60 days
GPCL	Dues to banks	86.83[1]	0-30 days
EMCO	Principal due on loans from banks and financial institution	13.92[2]	31-60 days
GCHEPL	Dues to banks and financial institutions	61. 43[3]	0-30 days
		93.04[3]	31-60 days
		56.94[3]	61 days and above
GKEL	Principal amount and interest due on loans from banks and financial institutions	101.86[4]	0-30 days
		113.98[4]	31-60 days
DCSCPL	Interest on loans from banks	0.47	61 days and above
GOHHHPL	Interest on loans from banks and financial institutions	6.54[5]	0-30 days
GHVEPL	Interest on loans from banks and financial institutions	5.74[6]	0-30 days
GREL	Interest on loans from banks and financial institutions	6.20[8]	31-60 days
		18.66[8]	61 days and above
KSPL	Interest on loans from banks	3.36[9]	31-60 days

1. Out of the above, ₹ 65.41 crore has been paid subsequent to March 31, 2015 till the date of adoption of the financial statements of GPCL.
2. The amount was outstanding as at March 31, 2015.
3. Out of the above, ₹ 131.19 crore was outstanding as at March 31, 2015.
4. Out of the above, ₹ 78.91 crore was outstanding as at March 31, 2015.
5. As at the balance sheet date, there is a difference of ₹ 0.15 crore between books of account of GOHHHPL and balances as per lenders for which the other auditor is unable to comment on as to whether there is a default in respect of this amount, as GOHHHPL is in the process of resolving the same with the lenders.
6. As at the balance sheet date, there is a difference of ₹ 2.90 crore between books of account of GHVEPL and balances as per lenders for which the other auditor is unable to comment on as to whether there is a default in respect of this amount, as GHVEPL is in the process of resolving the same with the lenders.
7. The payment and other terms pertaining to these loans were restructured during the year ended March 31, 2015.
8. Certain terms with regard to the payment of the above interest were restructured subsequent to the year ended March 31, 2015 whereby the lenders have agreed to finance the interest obligations.
9. Out of the above, ₹ 3.36 crore was outstanding as at March 31, 2015.

(x) According to the information and explanations given to us and based on the reports of the other auditors who audited the financial statements / financial information of other Covered entities, certain Covered entities have given guarantee for loans taken by others from banks and financial institutions, the terms and conditions whereof, in our opinion, are not prima-facie prejudicial to the interest of such Covered entities except that:

a) GIL has given guarantees in respect of a loan taken by a group company from a bank in respect of which it has not charged any commission nor was any adequate explanation provided to us of the benefit to GIL for giving such guarantees. However these guarantees have been extinguished during the year on repayment of the loan by the group company.

b) In case of KSPL, not audited by us, the auditor of KSPL has reported that KSPL has pledged its assets as security for the loans taken by group companies from banks and financial institutions amounting to ₹ 1,950 crore. Considering the uncertainties in KSPL in terms of time overrun and the resultant cost overruns towards implementation of its project and pending achievement of financial closure which among many matters generally requires unencumbered assets of KSPL being provided as security for any financial assistance. Hence the auditor of KSPL is unable to express an opinion whether providing security over the project's assets to banks and financial institutions in respect of loans availed by group companies is prima-facie prejudicial to the interest of KSPL or not.

There are no other guarantees given by other Covered entities for loans taken by others from banks or financial institutions.

(xi) Based on the information and explanations given to us by the management and the report of the other auditors who audited the financial statements / financial information of certain Covered entities, to the extent applicable, term loans were applied for the purpose for which the loans were obtained.

(xii) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the consolidated financial statements and as per the information and explanations given by the management and reports of the other auditors who audited the financial statements of certain Covered entities, which we have relied upon, we report that no fraud on or by the Covered entities have been noticed or reported during the year except:

a) In case of UEPL, an associate, a cheque amounting to ₹ 0.03 crore issued by UEPL to a vendor has been fraudulently altered and encashed by some unscrupulous person. UEPL has raised the issue with its banker, who has assured refund of the same. The matter is under investigation by the bankers.

b) In case of DIAL, the management noticed certain cases of fraudulent acts done by the employees /contractual employees of DIAL. In one such case, an employee committed a fraud resulting in the financial loss amounting to ₹ 0.14 crore to DIAL. The concerned employee has been terminated and the management is in the process of recovering the amount from the vendors. In other cases, the management has informed that there has not been any financial loss to DIAL and appropriate remedial actions have been taken against those employees/ contractual employees/ vendors.

c) In case of GADL, the management noticed certain cases of fraudulent acts done by the employees of GADL deputed at a customer location. The management has informed that there has not been any financial loss as the customer has not raised any claim against GADL, and appropriate remedial actions have been taken against those employees.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W

per Sunil Bhumralkar
Partner
Membership Number: 35141

Place: Bengaluru
Date: May 30, 2015

Annexure A

Sl. No.	Name of the entity	Nature of relationship
1	GMR Infrastructure Limited	Holding Company
2	GMR Energy Limited	Subsidiary
3	GMR Power Corporation Limited	Subsidiary
4	GMR Vemagiri Power Generation Limited	Subsidiary
5	GMR (Badrinath) Hydro Power Generation Private Limited	Subsidiary
6	GMR Mining & Energy Private Limited	Subsidiary
7	GMR Kamalanga Energy Limited	Subsidiary
8	GMR Energy Trading Limited	Subsidiary
9	GMR Consulting Services Private Limited	Subsidiary
10	GMR Coastal Energy Private Limited	Subsidiary
11	GMR Bajoli Holi Hydropower Private Limited	Subsidiary
12	GMR Londa Hydropower Private Limited	Subsidiary
13	GMR Kakinada Energy Private Limited	Subsidiary
14	GMR Chhattisgarh Energy Limited	Subsidiary
15	GMR Rajahmundry Energy Limited	Subsidiary
16	SJK Powergen Limited	Subsidiary
17	EMCO Energy Limited	Subsidiary
18	GMR Maharashtra Energy Limited	Subsidiary
19	GMR Bundelkhand Energy Private Limited	Subsidiary

Sl. No.	Name of the entity	Nature of relationship
20	GMR Uttar Pradesh Energy Private Limited	Subsidiary
21	GMR Hosur Energy Limited	Subsidiary
22	GMR Gujarat Solar Power Private Limited	Subsidiary
23	GMR Indo-Nepal Energy Links Limited	Subsidiary
24	GMR Indo-Nepal Power Corridors Limited	Subsidiary
25	GMR Renewable Energy Limited	Subsidiary
26	Aravali Transmission Service Company Limited	Subsidiary
27	Maru Transmission Service Company Limited	Subsidiary
28	GMR Power Infra Limited	Subsidiary
29	GMR Highways Limited	Subsidiary
30	GMR Tambaram Tindivanam Expressways Limited	Subsidiary
31	GMR Tuni Anakapalli Expressways Limited	Subsidiary
32	GMR Ambala Chandigarh Expressways Private Limited	Subsidiary
33	GMR Pochanpalli Expressways Limited	Subsidiary
34	GMR Hyderabad Vijayawada Expressways Private Limited	Subsidiary
35	GMR Chennai Outer Ring Road Private Limited	Subsidiary
36	GMR OSE Hungund Hospet Highways Private Limited	Subsidiary
37	GMR Kishangarh Udaipur Ahmedabad Expressways Limited	Subsidiary
38	GMR Highways Projects Private Limited	Subsidiary
39	GMR Hyderabad International Airport Limited	Subsidiary
40	Gateways for India Airports Private Limited	Subsidiary
41	Hyderabad Menzies Air Cargo Private Limited	Subsidiary
42	Hyderabad Airport Security Services Limited	Subsidiary
43	GMR Hyderabad Airport Resource Management Limited	Subsidiary
44	GMR Hyderabad Aerotropolis Limited	Subsidiary
45	GMR Hyderabad Aviation SEZ Limited	Subsidiary
46	GMR Hyderabad Multiproduct SEZ Limited	Subsidiary
47	GMR Aerospace Engineering Limited	Subsidiary
48	GMR Aero Technic Limited	Subsidiary
49	Hyderabad Duty Free Retail Limited	Subsidiary
50	GMR Airport Developers Limited	Subsidiary
51	GMR Airport Handling Services Company Limited	Subsidiary
52	GMR Hotels and Resorts Limited	Subsidiary
53	GMR Hyderabad Airport Power Distribution Limited	Subsidiary
54	Delhi International Airport Private Limited	Subsidiary
55	Delhi Aerotropolis Private Limited	Subsidiary
56	Delhi Duty Free Services Private Limited	Subsidiary
57	Delhi Airport Parking Services Private Limited	Subsidiary
58	GMR Airports Limited	Subsidiary
59	GMR Aviation Private Limited	Subsidiary
60	GMR Krishnagiri SEZ Limited	Subsidiary
61	Advika Properties Private Limited	Subsidiary
62	Aklima Properties Private Limited	Subsidiary
63	Amartya Properties Private Limited	Subsidiary
64	Baruni Properties Private Limited	Subsidiary

Sl. No.	Name of the entity	Nature of relationship
65	Bougainvillea Properties Private Limited	Subsidiary
66	Camelia Properties Private Limited	Subsidiary
67	Deepesh Properties Private Limited	Subsidiary
68	Eila Properties Private Limited	Subsidiary
69	Gerbera Properties Private Limited	Subsidiary
70	Lakshmi Priya Properties Private Limited	Subsidiary
71	Honeysuckle Properties Private Limited	Subsidiary
72	Idika Properties Private Limited	Subsidiary
73	Krishnapriya Properties Private Limited	Subsidiary
74	Larkspur Properties Private Limited	Subsidiary
75	Nadira Properties Private Limited	Subsidiary
76	Padmapriya Properties Private Limited	Subsidiary
77	Prakalpa Properties Private Limited	Subsidiary
78	Purnachandra Properties Private Limited	Subsidiary
79	Shreyadita Properties Private Limited	Subsidiary
80	Pranesh Properties Private Limited	Subsidiary
81	Sreepa Properties Private Limited	Subsidiary
82	Radhapriya Properties Private Limited	Subsidiary
83	Asteria Real Estates Private Limited	Subsidiary
84	GMR Hosur Industrial City Private Limited	Subsidiary
85	Namitha Real Estates Private Limited	Subsidiary
86	Honey Flower Estates Private Limited	Subsidiary
87	GMR Hosur EMC Private Limited	Subsidiary
88	GMR SEZ and Port Holdings Private Limited	Subsidiary
89	East Godavari Power Distribution Company Private Limited	Subsidiary
90	Suzone Properties Private Limited	Subsidiary
91	GMR Utilities Private Limited	Subsidiary
92	Lilliam Properties Private Limited	Subsidiary
93	GMR Corporate Affairs Private Limited	Subsidiary
94	Dhruvi Securities Private Limited	Subsidiary
95	Kakinada SEZ Private Limited	Subsidiary
96	GMR Business Process and Services Private Limited	Subsidiary
97	Asia Pacific Flight Training Academy Limited	Jointly controlled entity
98	Laqshya Hyderabad Airport Media Private Limited	Jointly controlled entity
99	Delhi Aviation Services Private Limited	Jointly controlled entity
100	Travel Food Services (Delhi Terminal 3) Private Limited	Jointly controlled entity
101	Delhi Aviation Fuel Facility Private Limited	Jointly controlled entity
102	Celebi Delhi Cargo Terminal Management India Private Limited	Jointly controlled entity
103	Wipro Airport IT Services Limited	Jointly controlled entity
104	TIM Delhi Airport Advertising Private Limited	Jointly controlled entity
105	Delhi Cargo Service Centre Private Limited	Jointly controlled entity
106	Jadcherla Expressways Private Limited	Associate
107	Ulundurpet Expressways Private Limited	Associate
108	East Delhi Waste Processing Company Private Limited	Associate

Consolidated balance sheet as at March 31, 2015

	Notes	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Equity and Liabilities			
Shareholders' funds			
Share capital	3	1,572.80	1,525.91
Reserves and surplus	4	4,305.77	6,095.18
Money received against share warrants	3 (g)	141.75	-
		6,020.32	7,621.09
Preference shares issued by subsidiaries	40	984.25	1,155.60
Share application pending allotment		889.66	-
Minority interest		1,765.50	2,008.64
Non-current liabilities			
Long-term borrowings	5	38,690.38	33,599.28
Deferred tax liability (net)	50	73.36	73.27
Trade payables	6	21.03	20.97
Other long-term liabilities	6	2,064.07	2,398.71
Long-term provisions	7	59.39	78.45
		40,908.23	36,170.68
Current liabilities			
Short-term borrowings	8	3,511.18	5,588.17
Trade payables	9	2,035.08	1,759.31
Other current liabilities	9	10,357.52	10,547.84
Short-term provisions	7	271.20	290.52
		16,174.98	18,185.84
Total		**66,742.94**	**65,141.85**
Assets			
Non-current assets			
Fixed assets			
Tangible assets	10	23,760.52	24,338.61
Intangible assets	11	10,422.23	9,300.65
Capital work-in-progress	32 (a)	16,838.99	14,908.85
Intangible assets under development	32 (b)	408.45	824.99
Non-current investments	12	210.86	104.22
Deferred tax asset (net)	50	19.04	44.57
Long-term loans and advances	13	2,384.75	2,441.08
Trade receivables	14	97.16	171.76
Other non-current assets	15	3,900.83	3,802.93
		58,042.83	55,937.66
Current assets			
Current investments	16	1,201.82	775.35
Inventories	17	304.85	358.92
Trade receivables	14	1,624.27	1,600.14
Cash and bank balances	18	3,904.04	3,321.19
Short-term loans and advances	13	587.19	493.15
Other current assets	15	1,077.94	2,655.44
		8,700.11	9,204.19
Total		**66,742.94**	**65,141.85**
Summary of significant accounting policies	2.1		

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

As per our report of even date

For S. R. Batliboi & Associates LLP
ICAI Firm registration number: 101049W
Chartered Accountants

For and on behalf of the Board of Directors of
GMR Infrastructure Limited

per Sunil Bhumralkar
Partner
Membership number: 35141

Grandhi Kiran Kumar
Managing Director

B. V. N. Rao
Director

Madhva Bhimacharya Terdal
Group CFO

C. P. Sounderarajan
Company Secretary

Place: Bengaluru
Date: May 30, 2015

Place: Bengaluru
Date: May 30, 2015

Consolidated statement of profit and loss for the year ended March 31, 2015

	Notes	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Income			
Revenue from operations:			
Sales / income from operations	19	10,935.25	10,566.97
Other operating income	20	152.43	86.25
Other income	21	327.46	315.87
Total (A)		**11,415.14**	**10,969.09**
Expenses			
Revenue share paid / payable to concessionaire grantors		2,064.86	1,943.69
Consumption of fuel		2,091.06	1,754.47
Cost of materials consumed	22	46.81	60.65
Purchase of traded goods	23	1,044.18	1,045.06
(Increase) / decrease in stock in trade	24	(20.00)	(14.42)
Sub-contracting expenses		565.51	522.87
Employee benefits expenses	25	619.65	574.22
Other expenses	26	2,120.97	2,015.09
Utilisation fees	38	-	186.18
Depreciation and amortisation expenses	27	1,812.53	1,454.99
Finance costs	28	3,571.86	2,971.88
Total (B)		**13,917.43**	**12,514.68**
(Loss) / profit before exceptional items, tax expenses, minority interest and share of (loss) / profit of associates (A-B)		**(2,502.29)**	**(1,545.59)**
Exceptional items - (losses) / gains (net)	29	(304.12)	1,820.25
(Loss) / profit before tax expenses, minority interest and share of (loss)/ profit of associates		**(2,806.41)**	**274.66**
(Loss) / profit from continuing operations before tax expenses, minority interest and share of (loss) / profit of associates		(2,814.84)	(1,416.66)
Tax expenses of continuing operations			
Current tax		125.93	168.90
Tax adjustments for prior years		(1.53)	(1.72)
Less: MAT credit entitlement		(4.80)	(37.67)
Deferred tax expense / (credit)		32.96	32.09
(Loss) / profit from continuing operations after tax expenses and before minority interest and share of (loss) / profit of associates		**(2,967.40)**	**(1,578.26)**
Share of (loss) / profit of associates (net)		(12.98)	-
Minority interest - share of loss / (profit) from continuing operations		242.45	(115.27)
(Loss) / profit after minority interest and share of (loss)/ profit of associates from continuing operations (C)		**(2,737.93)**	**(1,693.53)**
Profit / (loss) from discontinuing operations before tax expenses and minority interest	31(i)	8.43	1,691.32
Tax expenses of discontinuing operations			
Current tax		0.01	51.18
Tax adjustments for prior years		0.05	(1.32)
Less: MAT credit written off / (entitlement)		0.16	(45.20)
Deferred tax expense / (credit)		0.03	(0.01)
Profit / (loss) from discontinuing operations after tax expenses and before minority interest		**8.18**	**1,686.67**
Minority interest - share of loss / (profit) from discontinuing operations		(3.54)	16.87
Profit / (loss) after minority interest from discontinuing operations (D)		**4.64**	**1,703.54**
(Loss) / profit after minority interest and share of (loss) / profit of associates from continuing and discontinuing operations (C+D)		**(2,733.29)**	**10.01**
Earnings per equity share (₹) - Basic and diluted (per equity share of ₹ 1 each)	33	(6.46)	0.03
Earnings per equity share (₹) from continuing operations - Basic and diluted (per equity share of ₹ 1 each)	33	(6.47)	(4.35)
Earnings per equity share (₹) from discontinuing operations - Basic and diluted (per equity share of ₹ 1 each)	33	0.01	4.38
Summary of significant accounting policies	2.1		

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

As per our report of even date

For S. R. Batliboi & Associates LLP
ICAI Firm registration number: 101049W
Chartered Accountants

per Sunil Bhumralkar
Partner
Membership number: 35141

Place: Bengaluru
Date: May 30, 2015

For and on behalf of the Board of Directors of
GMR Infrastructure Limited

Grandhi Kiran Kumar
Managing Director

B. V. N. Rao
Director

Madhva Bhimacharya Terdal
Group CFO

C. P. Sounderarajan
Company Secretary

Place: Bengaluru
Date: May 30, 2015

Consolidated cash flow statement for the year ended March 31, 2015

	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
CASH FLOW FROM / (USED IN) OPERATING ACTIVITIES		
(Loss) / profit from continuing operations before tax expenses, minority interest and share of (loss) / profit of associates	(2,814.84)	(1,416.66)
Profit / (loss) from discontinuing operations before tax expenses and minority interest	8.43	1,691.32
Profit / (loss) before tax expenses and minority interest	**(2,806.41)**	**274.66**
Adjustments to reconcile profit / (loss) before tax to net cash flows		
Depreciation / amortisation of continuing operations	1,806.78	1,355.17
Depreciation / amortisation of discontinuing operations	5.75	99.82
Adjustments to the carrying amount of current investments	3.72	5.29
Adjustments to the carrying amount of long term investments	0.05	-
Loss on derivative contracts (including provisions for mark-to-market loss)	27.25	-
Loss on account of provision towards claims recoverable	130.99	-
Provisions no longer required, written back	(21.45)	(14.67)
Amortisation of ancillary borrowing costs	168.81	68.08
Impairment / other write off of tangible / intangible assets pertaining to continuing operations	122.16	47.02
Impairment / other write off of tangible / intangible assets pertaining to discontinuing operations	-	0.04
(Profit) / loss on sale of fixed assets	(2.03)	(114.37)
Provision / write off of doubtful advances and trade receivables	33.64	34.81
Effect of changes in exchange rates	10.93	90.00
Net gain on sale of investments / jointly controlled entities / subsidiaries	(95.51)	(1,772.63)
Finance costs	3,403.05	2,903.80
Breakage cost of interest rate swap	91.83	-
Interest income	(291.07)	(229.63)
Dividend income on current investments	(0.04)	(0.06)
Operating profit before working capital changes	**2,588.45**	**2,747.33**
Movements in working capital :		
Increase / (decrease) in trade payables and other liabilities	529.12	290.27
(Increase) / decrease in trade receivables	41.45	26.02
(Increase) / decrease in inventories	37.22	(62.51)
Decrease / (increase) in other assets	(18.64)	(90.70)
Decrease / (increase) in loans and advances	(35.93)	(84.07)
Increase / (decrease) in provisions	(19.01)	(13.88)
Cash generated from operations	**3,122.66**	**2,812.46**
Direct taxes paid (net of refunds)	(207.84)	(222.40)
Net cash flow from operating activities (A)	**2,914.82**	**2,590.06**
CASH FLOW FROM / (USED IN) INVESTING ACTIVITIES		
Purchase of fixed assets and cost incurred towards assets under construction / development	(3,805.09)	(5,602.70)
Proceeds from sale of fixed assets	5.70	336.37
Advance proceeds from sale of stake in jointly controlled entities	-	66.15
Proceeds from sale of stake in jointly controlled entities (net)	1,560.18	-
Purchase of long term investments	(0.56)	-
Sale / (purchase) of current investments (net)	(437.79)	(433.21)
Proceeds from sale / dilution of stake in subsidiaries / jointly controlled entities	-	416.62
Loans given to / (repaid by) others	25.75	146.83
Purchase consideration paid on acquisition /additional stake in subsidiary companies / jointly contolled entities	(97.06)	(128.51)
(Investments) / redemption of bank deposits (net) (having original maturity of more than three months)	(704.79)	(414.11)
Interest received	289.13	190.83
Dividend received	0.04	0.06
Net cash flow used in investing activities (B)	**(3,164.49)**	**(5,421.67)**

Consolidated cash flow statement for the year ended March 31, 2015 (Contd.)

	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
CASH FLOW FROM / (USED IN) FINANCING ACTIVITIES		
Proceeds from issue of equity shares (including securities premium and net of related securities issue expenses)	1,441.56	-
Proceeds from issue of share warrants / share application pending allotment	1,031.41	-
Proceeds from issue of preference shares (including securities premium)	-	1,169.17
Redemption of preference shares (including redemption out of securities premium)	(329.59)	(1,181.99)
Redemption premium on debentures, preference shares and related security issue expenses	(312.47)	(336.34)
Issue of common stock in consolidated entities (including share application money)	14.68	199.83
Proceeds from borrowings	11,481.53	10,785.05
Repayment of borrowings	(9,277.87)	(6,836.60)
Finance costs paid	(3,448.95)	(3,109.72)
Breakage cost of interest rate swap	(91.83)	-
Dividend paid (including dividend distribution taxes)	(60.15)	(55.84)
Net cash flow from financing activities (C)	**448.32**	**633.56**
Net increase / (decrease) in cash and cash equivalents (A + B + C)	198.65	(2,198.05)
Cash and cash equivalents as at April 1,	1,494.31	3,783.11
Cash and cash equivalents on acquisitions during the year	0.95	22.83
Cash and cash equivalents on account of sale of subsidiaries / jointly controlled entities during the year	(2.91)	(122.51)
Effect of exchange differences on cash and cash equivalents held in foreign currency	7.12	8.93
Cash and cash equivalents as at March 31,	**1,698.12**	**1,494.31**
COMPONENTS OF CASH AND CASH EQUIVALENTS		
Cash on hand / credit card collection	9.81	11.11
Cheques / drafts on hand	8.49	14.13
With banks:		
- on current account	1,206.26	822.12
- on deposit account (having original maturity of less than or equal to three months)	473.56	646.95
Total cash and cash equivalents	**1,698.12**	**1,494.31**

Notes:

1. The above consolidated cash flow statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard - 3 on 'Cash Flow Statements' as notified under section 133 of the Companies Act, 2013, read with paragraph 7 of the Companies (Accounts) Rules 2014.
2. The above consolidated cash flow statement has been compiled from and is based on the consolidated balance sheet as at March 31, 2015 and the related consolidated statement of profit and loss for the year ended on that date.
3. Refer note 5 and note 8 as regards restriction on balances with banks arising in connection with the borrowings made by the Group.
4. Current account includes balances in Exchange Earner's Foreign Currency ('EEFC') Accounts.
5. Current account includes unclaimed dividend of ₹ 0.27 crore (March 31, 2014: ₹ 0.14 crore) and ₹ 9.91 crore (March 31, 2014: ₹ 11.17 crore) towards DSRA maintained by the Company with a bank. Includes ₹ 347.65 Crore (March 31, 2014: ₹ Nil) towards share application money for issue of rights shares. The funds are received in an escrow account and are restricted till the allotment of equity shares pursuant to the right issue. Refer note 3(f).
6. Refer note 5 and 8 for certain refinancing done by the Group during the years ended March 31, 2015 and March 31, 2014. Such refinancing have not been considered in the above cash flow statement.
7. Previous year figures have been regrouped and reclassified to conform to those of the current year. Refer note 58.

As per our report of even date

For S. R. Batliboi & Associates LLP
ICAI Firm registration number: 101049W
Chartered Accountants

per Sunil Bhumralkar
Partner
Membership number: 35141

Place: Bengaluru
Date: May 30, 2015

For and on behalf of the Board of Directors of
GMR Infrastructure Limited

Grandhi Kiran Kumar
Managing Director

B. V. N. Rao
Director

Madhva Bhimacharya Terdal
Group CFO

C. P. Sounderarajan
Company Secretary

Place: Bengaluru
Date: May 30, 2015

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 1 CORPORATE INFORMATION

GMR Infrastructure Limited ('GIL' or 'the Company') and its subsidiaries, associates and jointly controlled entities (hereinafter collectively referred to as 'the Group') are mainly engaged in generation of power, mining and exploration activities, development of highways, infrastructure development such as development and maintenance of airports and special economic zones, construction business including Engineering, Procurement and Construction ('EPC') contracting activities and operation of airports and special economic zones.

Power sector

Certain entities of the Group are involved in the generation of power. These are separate Special Purpose Vehicles ('SPV') which have entered into Power Purchase Agreements ('PPA') with the electricity distribution companies of the respective state governments / other government authorities (either on the basis of Memorandum of Understanding or through a bid process) or short term power supply agreements to generate and sell power directly to consumers as a merchant plant. Certain entities of the Group are involved in the mining and exploration activities and the Group is also involved in energy trading activities through one of its subsidiaries.

Airport sector

Certain entities of the Group are engaged in development and operation of airport infrastructure such as greenfield international airport at Hyderabad and modernisation and operation of international airports at Delhi, Male, Cebu and Istanbul (refer note 31(a) and note 31(b) with regard to discontinuance of operations) on build, own, operate and transfer basis.

Development of Highways

Certain entities of the Group are engaged in development of highways on build, operate and transfer model on annuity or toll basis. These are SPV's which have entered into concessionaire agreements with National Highways Authority of India ('NHAI') or the respective state governments for carrying out these projects.

Construction business

Certain entities of the Group are in the business of construction including as an EPC contractor. These entities are engaged in handling of EPC solution in the infrastructure sector.

Others

Entities of the Group which cover all residual activities of the Group that include special economic zones, operations of hotels, investment activities and management / technical consultancy.

NOTE 2 PRINCIPLES OF CONSOLIDATION

The consolidated financial statements include accounts of the subsidiaries (accounted as per Accounting Standard ('AS') 21), associates (accounted as per AS 23) and jointly controlled entities (accounted as per AS 27). Subsidiary undertakings are those entities in which the Company, directly or indirectly, has an interest of more than one half of voting power or otherwise controls the composition of the Board / Governing Body so as to obtain economic benefits from its activities. Subsidiaries are consolidated from the date on which effective control is transferred to the Group till the date such control ceases. The consolidated financial statements have been prepared to comply in all material respects with the accounting standards specified under Section 133 of the Companies Act, 2013 ("the Act"), read with Rule 7 of the Companies (Accounts) Rules, 2014. The consolidated financial statements have been prepared under the historical cost convention on an accrual basis. The accounting policies have been consistently applied by the Group as in the previous year.

The consolidated financial statements of the Group have been prepared based on a line-by-line consolidation of the balance sheets, the statements of profit and loss and the cash flow statements of the Company and its subsidiaries. All inter-company transactions, balances and unrealised surpluses and deficits on transactions between the entities in the Group are eliminated unless cost cannot be recovered.

The excess of the cost to the Company of its investments in subsidiaries, over its proportionate share in equity of the investee Company as at the date of acquisition is recognised in the consolidated financial statements as goodwill and disclosed under intangible assets. In case the cost of investment in subsidiaries is less than the proportionate share in equity of the investee Company as on the date of investment, the difference is treated as capital reserve and shown under reserves and surplus.

The gains arising from the dilution of interest on issue of additional shares to third parties, without loss of control is recorded as capital reserve. Gains or losses arising on the direct sale by the Company of its investment in its subsidiaries are transferred to the statement of profit and loss. Such gains or losses are the difference between the sale proceeds and the net carrying values of the investments.

The consolidated financial statements have been prepared using uniform policies for like transactions and other events in similar circumstances and are presented to the extent possible in the same manner as the Company's separate financial statements.

Investments in the associates have been accounted in the consolidated financial statements as per AS 23 on "Accounting for Investments in Associates". Investments in associates, which have been made for temporary purposes, have not been considered for consolidation.

Investments in the jointly controlled entities have been accounted using proportionate consolidation method whereby the Group includes its share of the assets, liabilities, income and expenses of the jointly controlled entities in its consolidated financial statements as per AS 27 on "Financial Reporting of Interests in Joint Ventures."

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 2 PRINCIPLES OF CONSOLIDATION (Contd.)

The entities consolidated in the consolidated financial statements are listed below:

(₹ in crore)

Sl. No.	Name of the entity	Country of incorporation	Relationship as at March 31, 2015	Percentage of effective ownership interest held (directly and indirectly) as at		Percentage of voting rights held as at		Net assets * As at				Net profit / (loss) * For the year ended			
				March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	As at March 31, 2015	As % of consolidated net assets	March 31, 2014	As % of consolidated net assets	March 31, 2015	As % of consolidated profit or loss	March 31, 2014	As % of consolidated profit or loss
1	GMR Infrastructure Limited (GIL)	India	Holding Company					(2,650.29)	(27.44%)	(3,329.66)	(30.87%)	(453.18)	15.31%	88.76	81.87%
2	GMR Energy Limited (GEL)	India	Subsidiary	92.60%	92.60%	92.60%	92.60%	(2,428.98)	(25.15%)	(1,379.28)	(12.79%)	(366.56)	12.39%	(198.15)	(182.78%)
3	GMR Power Corporation Limited (GPCL)	India	Subsidiary	47.23%	47.23%	51.00%	51.00%	(250.47)	(2.59%)	(283.06)	(2.62%)	(75.83)	2.56%	57.89	53.40%
4	GMR Vemagiri Power Generation Limited (GVPGL)	India	Subsidiary	92.60%	92.60%	100.00%	100.00%	622.36	6.44%	638.08	5.92%	(38.05)	1.29%	(56.48)	(52.10%)
5	GMR (Badrinath) Hydro Power Generation Private Limited (GBHPL)	India	Subsidiary	92.60%	92.60%	100.00%	100.00%	274.97	2.85%	457.88	4.25%	(13.33)	0.45%	(0.47)	(0.43%)
6	GMR Mining & Energy Private Limited (GMEL)	India	Subsidiary[1]	87.41%	92.23%	100.00%	99.60%	(0.13)	0.00%	(0.14)	0.00%	(0.35)	0.01%	(0.01)	(0.01%)
7	GMR Kamalanga Energy Limited (GKEL)	India	Subsidiary[2]	79.63%	77.82%	85.99%	84.04%	1,468.14	15.20%	2,057.39	19.08%	(1,071.90)	36.22%	(567.29)	(523.28%)
8	Himtal Hydro Power Company Private Limited (HHPPL)	Nepal	Subsidiary	75.93%	75.93%	82.00%	82.00%	51.03	0.53%	50.62	0.47%	(0.23)	0.01%	(0.56)	(0.52%)
9	GMR Energy (Mauritius) Limited (GEML)	Mauritius	Subsidiary	92.97%	92.97%	100.00%	100.00%	39.52	0.41%	40.33	0.37%	(0.32)	0.01%	(0.82)	(0.76%)
10	GMR Lion Energy Limited (GLEL)	Mauritius	Subsidiary	92.97%	92.97%	100.00%	100.00%	0.10	0.00%	0.08	0.00%	(1.32)	0.04%	(0.14)	(0.13%)
11	GMR Upper Karnali Hydropower Limited (GUKPL)	Nepal	Subsidiary	67.87%	67.87%	73.00%	73.00%	45.91	0.48%	39.75	0.37%	(0.31)	0.01%	(0.21)	(0.19%)
12	GMR Energy Trading Limited (GETL)	India	Subsidiary	98.59%	98.59%	100.00%	100.00%	(166.83)	(1.73%)	(83.14)	(0.77%)	340.15	(11.49%	357.98	330.21%
13	GMR Consulting Services Private Limited (GCSPL)	India	Subsidiary	91.67%	91.67%	99.00%	99.00%	0.65	0.01%	1.59	0.01%	(7.53)	0.25%	(0.49)	(0.45%)
14	GMR Coastal Energy Private Limited (GCEPL)	India	Subsidiary	92.60%)	92.60%	100.00%	100.00%	3.13	0.03%	3.07	0.03%	(0.02)	0.00%	(0.01)	(0.01%)
15	GMR Bajoli Holi Hydropower Private Limited (GBHHPL)	India	Subsidiary	92.60%	92.60%	100.00%	100.00%	428.35	4.43%	429.88	3.99%	(0.78)	0.03%	(1.33)	(1.23%)
16	GMR Londa Hydropower Private Limited (GLHPPL)	India	Subsidiary	92.60%)	92.60%	100.00%	100.00%	55.48	0.57%	51.34	0.48%	(0.05)	0.00%	(0.13)	(0.12%)
17	GMR Kakinada Energy Private Limited (GKEPL)	India	Subsidiary	92.60%)	92.60%	100.00%	100.00%	0.29	0.00%	0.27	0.00%	(0.01)	0.00%	(0.01)	(0.01%)
18	Rampia Coal Mine and Energy Private Limited (RCMEPL)	India	Jointly controlled entity	16.10%	16.10%	17.39%	17.39%	(0.58)	(0.01%)	2.27	0.02%	(0.02)	0.00%	(0.09)	(0.08%)
19	GMR Chhattisgarh Energy Limited (GCHEPL)	India	Subsidiary	92.60%	92.60%	100.00%	100.00%	2,701.85	27.97%	2,084.07	19.32%	(65.53)	2.21%	(2.30)	(2.12%)
20	GMR Energy (Cyprus) Limited (GECL)	Cyprus	Subsidiary	92.97%	92.97%	100.00%	100.00%	(1.19)	(0.01%)	2.41	0.02%	(5.04)	0.17%	(0.02)	(0.02%)

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 2 PRINCIPLES OF CONSOLIDATION (Contd.)

(₹ in crore)

Sl. No.	Name of the entity	Country of incorporation	Relationship as at March 31, 2015	Percentage of effective ownership interest held (directly and indirectly) as at		Percentage of voting rights held as at		Net assets * As at				Net profit / (loss) * For the year ended			
				March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	As at March 31, 2015	As % of consolidated net assets	March 31, 2014	As % of consolidated net assets	March 31, 2015	As % of consolidated profit or loss	March 31, 2014	As % of consolidated profit or loss
21	GMR Energy (Netherlands) B.V. (GENBV)	Netherlands	Subsidiary	92.97%	92.97%	100.00%	100.00%	(180.05)	(1.86%)	(80.16)	(0.74%)	(7.70)	0.26%	(14.11)	(13.02%)
22	PT Dwikarya Sejati Utma (PTDSU)	Indonesia	Subsidiary	92.97%	92.97%	100.00%	100.00%								
23	PT Duta Sarana Internusa (PTDSI)	Indonesia	Subsidiary	92.97%	92.97%	100.00%	100.00%	455.33	4.71%	288.19	2.67%	(1.71)	0.06%	(3.60)	(3.32%)
24	PT Barasentosa Lestari (PTBSL)	Indonesia	Subsidiary	92.97%	92.97%	100.00%	100.00%								
25	GMR Rajahmundry Energy Limited (GREL)	India	Subsidiary	92.60%	92.60%	100.00%	100.00%	1,143.88	11.84%	967.75	8.97%	(4.33)	0.15%	(2.52)	(2.32%)
26	SJK Powergen Limited (SJK)	India	Subsidiary	64.82%	64.82%	70.00%	70.00%	136.81	1.42%	201.47	1.87%	(62.99)	2.13%	(1.10)	(1.01%)
27	PT Unsoco (PT)	Indonesia	Subsidiary	92.97%	92.97%	100.00%	100.00%	0.12	0.00%	0.13	0.00%	-	0.00%	-	0.00%
28	EMCO Energy Limited (EMCO)	India	Subsidiary	92.60%	92.60%	100.00%	100.00%	222.82	2.31%	593.40	5.50%	(482.78)	16.31%	(810.10)	(747.26%)
29	Homeland Energy Group Limited (HEGL)	Canada	Subsidiary	51.60%	51.60%	55.72%	55.72%								
30	Homeland Energy Corporation (HEC)	Mauritius	Subsidiary[3]	-	51.60%	-	100.00%								
31	Homeland Mining & Energy SA (Pty) Limited (HMES)	South Africa	Subsidiary[3]	-	51.60%	-	100.00%								
32	Homeland Coal Mining (Pty) Limited (HCM)	South Africa	Subsidiary[3]	-	51.60%	-	100.00%	1.53	0.02%	11.84	0.11%	(24.36)	0.82%	64.12	59.15%
33	Nhalalala Mining (Pty) Limited (NML)	South Africa	Jointly controlled entity[4]	-	25.80%	-	50.00%								
34	Corpclo 331 (Pty) Limited (CPL)	South Africa	Subsidiary[3]	-	51.60%	-	100.00%								
35	Ferret Coal (Kendal) (Pty) Limited (FCK)	South Africa	Subsidiary[3]	-	38.18%	-	74.00%								
36	GMR Maharashtra Energy Limited (GMAEL)	India	Subsidiary	92.60%	92.60%	100.00%	100.00%	7.13	0.07%	7.10	0.07%	(0.02)	0.00%	(0.01)	(0.01%)
37	PT Golden Energy Mines Tbk (PTGEMS)	Indonesia	Jointly controlled entity	27.89%	27.89%	30.00%	30.00%								
38	PT Roundhill Capital Indonesia (RCI)	Indonesia	Jointly controlled entity	27.62%	27.62%	29.70%	29.70%								
39	PT Borneo Indobara (BIB)	Indonesia	Jointly controlled entity	27.36%	27.36%	29.43%	29.43%								
40	PT Kuansing Inti Makmur (KIM)	Indonesia	Jointly controlled entity	27.89%	27.89%	30.00%	30.00%								

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 2 PRINCIPLES OF CONSOLIDATION (Contd.)

(₹ in crore)

Sl. No.	Name of the entity	Country of incorpora-tion	Relationship as at March 31, 2015	Percentage of effective ownership interest held (directly and indirectly) as at		Percentage of voting rights held as at		Net assets * As at				Net profit / (loss) * For the year ended			
				March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	As at March 31, 2015	As % of consolidated net assets	March 31, 2014	As % of consolidated net assets	March 31, 2015	As % of consolidated profit or loss	March 31, 2014	As % of consolidated profit or loss
41	PT Karya Cemerlang Persada (KCP)	Indonesia	Jointly controlled entity	27.89%	27.89%	30.00%	30.00%								
42	PT Bungo Bara Utama (BBU)	Indonesia	Jointly controlled entity	27.89%	27.89%	30.00%	30.00%								
43	PT Bara Harmonis Batang Asam (BHBA)	Indonesia	Jointly controlled entity	27.89%	27.89%	30.00%	30.00%	3,029.14	31.36%	2,942.71	27.28%	(10.62)	0.36%	23.80	21.95%
44	PT Berkat Nusantara Permai (BNP)	Indonesia	Jointly controlled entity	27.89%	27.89%	30.00%	30.00%								
45	PT Tanjung Belit Bara Utama (TBBU)	Indonesia	Jointly controlled entity	27.89%	27.89%	30.00%	30.00%								
46	PT Trisula Kencana Sakti (TKS)	Indonesia	Jointly controlled entity	19.52%	19.52%	21.00%	21.00%								
47	GEMS Trading Resources Pte Limited (GEMSCR) (Formerly known as GEMS Coal Resources Pte Limited)	Singapore	Jointly controlled entity	27.89%	27.89%	30.00%	30.00%								
48	PT Bumi Anugerah Semesta (BAS)	Indonesia	Jointly controlled entity[13]	22.31%	27.89%	24.00%	30.00%								
49	GMR Bundelkhand Energy Private Limited (GBEPL)	India	Subsidiary	92.60%	92.60%	100.00%	100.00%	11.93	0.12%	11.92	0.11%	(0.56)	0.02%	(0.01)	(0.01%)
50	GMR Uttar Pradesh Energy Private Limited (GUPEPL)	India	Subsidiary	92.60%	92.60%	100.00%	100.00%	0.16	0.00%	0.16	0.00%	(0.01)	0.00%	(0.01)	(0.01%)
51	GMR Hosur Energy Limited (GHOEL)	India	Subsidiary	92.60%	92.60%	100.00%	100.00%	3.59	0.04%	2.73	0.03%	(0.68)	0.02%	(0.01)	(0.01%)
52	GMR Gujarat Solar Power Private Limited (GGSPPL)	India	Subsidiary	92.60%	92.60%	100.00%	100.00%	93.28	0.97%	111.13	1.03%	(11.27)	0.38%	5.16	4.76%
53	Karnali Transmission Company Private Limited (KTCPL)	Nepal	Subsidiary	92.97%	92.97%	100.00%	100.00%	1.49	0.02%	1.07	0.01%	(0.01)	0.00%	(0.01)	(0.01%)
54	Marsyangdi Transmission Company Private Limited (MTCPL)	Nepal	Subsidiary	92.97%)	92.97%	100.00%	100.00%	2.11	0.02%	(0.45)	0.00%	(0.01)	0.00%	(0.01)	(0.01%)
55	GMR Indo-Nepal Energy Links Limited (GINELL)	India	Subsidiary	92.60%	92.60%	100.00%	100.00%	0.20	0.00%	0.20	0.00%	(0.01)	0.00%	(0.01)	(0.01%)
56	GMR Indo-Nepal Power Corridors Limited (GINPCL)	India	Subsidiary	92.60%	92.60%	100.00%	100.00%	0.34	0.00%	0.34	0.00%	(0.01)	0.00%	(0.01)	(0.01%)
57	GMR Renewable Energy Limited (GREEL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	11.78	0.12%	11.58	0.11%	(0.21)	0.01%	(0.27)	(0.25%)

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 2 PRINCIPLES OF CONSOLIDATION (Contd.)

(₹ in crore)

Sl. No.	Name of the entity	Country of incorporation	Relationship as at March 31, 2015	Percentage of effective ownership interest held (directly and indirectly) as at		Percentage of voting rights held as at		Net assets * As at				Net profit / (loss) * For the year ended			
				March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	As at March 31, 2015	As % of consolidated net assets	March 31, 2014	As % of consolidated net assets	March 31, 2015	As % of consolidated profit or loss	March 31, 2014	As % of consolidated profit or loss
58	Aravali Transmission Service Company Limited (ATSCL)	India	Subsidiary	92.60%	92.60%	100.00%	100.00%	26.74	0.28%	27.24	0.25%	0.33	(0.01%)	(8.40)	(7.75%)
59	Maru Transmission Service Company Limited (MTSCL)	India	Subsidiary	92.60%	92.60%	100.00%	100.00%	67.28	0.70%	47.45	0.44%	1.29	(0.04%)	(1.51)	(1.39%)
60	GMR Energy Projects (Mauritius) Limited (GEPML)	Mauritius	Subsidiary	100.00%	100.00%	100.00%	100.00%	1.30	0.01%	2.12	0.02%	(0.54)	0.02%	(0.96)	(0.89%
61	GMR Infrastructure (Singapore) Pte Limited (GISPL)	Singapore	Subsidiary	100.00%	100.00%	100.00%	100.00%	(494.47)	(5.12%)	68.20	0.63%	(21.05)	0.71%	(3.09)	(2.85%)
62	GMR Coal Resources Pte Limited (GCRPL)	Singapore	Subsidiary	92.97%	92.97%	100.00%	100.00%	(2,379.79)	(24.64%)	(2,682.82)	(24.87%)	(140.71)	4.75%	(146.58)	(135.21%)
63	GMR Power Infra Limited (GPIL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	5.84	0.06%	6.19	0.06%	(0.63)	0.02%	0.09	0.08%
64	GMR Highways Limited (GMRHL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	(35.00)	(0.36%)	(15.83)	(0.15%)	(64.52)	2.18%	(86.04)	(79.37%)
65	GMR Tambaram Tindivanam Expressways Limited (GTTEPL)	India	Subsidiary	85.75%	85.75%	100.00%	100.00%	(72.09)	(0.75%)	(71.65)	(0.66%)	14.63	(0.49%)	7.94	7.32%
66	GMR Tuni Anakapalli Expressways Limited (GTAEPL)	India	Subsidiary	85.75%	85.75%	100.00%	100.00%	(36.91)	(0.38%)	(53.36)	(0.49%)	4.54	(0.15%)	4.88	4.50%
67	GMR Ambala Chandigarh Expressways Private Limited (GACEPL)	India	Subsidiary	98.08%	98.08%	100.00%	100.00%	210.06	2.17%	225.21	2.09%	(44.41)	1.50%	(27.55)	(25.41%)
68	Jadcherla Expressways Private Limited (JEPL) (formerly known as GMR Jadcherla Expressways Limited (GJEPL))	India	Associate[18]	25.98%	25.98%	26.00%	26.00%	-	0.00%	-	0.00%	-	0.00%	10.21	9.42%
69	GMR Pochanpalli Expressways Limited (GPEPL)	India	Subsidiary	99.96%	99.96%	100.00%	100.00%	95.64	0.99%	131.10	1.22%	(20.20)	0.68%	19.80	18.26%
70	Ulundurpet Expressways Private Limited (UEPL) (formerly known as GMR Ulundurpet Expressways Private Limited (GUEPL))	India	Associate[18]	25.97%	25.97%	26.00%	26.00%	-	0.00%	(5.48)	(0.05%)	-	0.00%	44.44	40.99%
71	GMR Hyderabad Vijayawada Expressways Private Limited (GHVEPL)	India	Subsidiary	90.00%	90.00%	90.00%	90.00%	460.91	4.77%	479.51	4.45%	(88.68)	3.00%	(90.86)	(83.81%)
72	GMR Chennai Outer Ring Road Private Limited (GCORRPL)	India	Subsidiary	89.26%	89.26%	90.00%	90.00%	183.29	1.90%	160.68	1.49%	(20.87)	0.71%	(16.78)	(15.48%)

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 2 PRINCIPLES OF CONSOLIDATION (Contd.)

(₹ in crore)

Sl. No.	Name of the entity	Country of incorporation	Relationship as at March 31, 2015	Percentage of effective ownership interest held (directly and indirectly) as at		Percentage of voting rights held as at		Net assets * As at				Net profit / (loss) * For the year ended			
				March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	As at March 31, 2015	As % of consolidated net assets	March 31, 2014	As % of consolidated net assets	March 31, 2015	As % of consolidated profit or loss	March 31, 2014	As % of consolidated profit or loss
73	GMR OSE Hungund Hospet Highways Private Limited (GOSEHHHPL)	India	Subsidiary	51.00%	51.00%	51.00%	51.00%	164.60	1.70%	202.08	1.87%	(42.70)	1.44%	(23.17)	(21.37%)
74	GMR Kishangarh Udaipur Ahmedabad Expressways Limited (GKUAEL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	602.99	6.24%	729.40	6.76%	(130.62)	4.41%	(0.18)	(0.17%)
75	GMR Highways Projects Private Limited (GHPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.01	0.00%	-	0.00%	-	0.00%	-	0.00%
76	GMR Hyderabad International Airport Limited (GHIAL)	India	Subsidiary	61.20%	61.20%	63.00%	63.00%	3.33	0.03%	174.80	1.62%	(246.94)	8.34%	77.58	71.56%
77	Gateways for India Airports Private Limited (GFIAL)	India	Subsidiary	86.49%	86.49%	86.49%	86.49%	2.11	0.02%	1.66	0.02%	0.42	(0.01%	0.12	0.11%
78	Hyderabad Menzies Air Cargo Private Limited (HMACPL)	India	Subsidiary	31.21%	31.21%	51.00%	51.00%	56.45	0.58%	53.77	0.50%	38.68	(1.31%	35.50	32.75%
79	Hyderabad Airport Security Services Limited (HASSL)	India	Subsidiary	61.20%	61.20%	100.00%	100.00%	(25.24)	(0.26%)	(40.90)	(0.38%)	0.03	0.00%	0.02	0.02%
80	GMR Hyderabad Airport Resource Management Limited (GHARML)	India	Subsidiary	61.20%	61.20%	100.00%	100.00%	0.04	0.00%	0.10	0.00%	-	0.00%	(0.18)	(0.17%)
81	GMR Hyderabad Aerotropolis Limited (HAPL)	India	Subsidiary	61.20%	61.20%	100.00%	100.00%	31.96	0.33%	31.90	0.30%	0.25	(0.01%	(0.47)	(0.43%)
82	GMR Hyderabad Aviation SEZ Limited (GHASL)	India	Subsidiary	61.20%	61.20%	100.00%	100.00%	35.96	0.37%	40.68	0.38%	(5.97)	0.20%	(1.99)	(1.84%)
83	GMR Hyderabad Multiproduct SEZ Limited (GHMSL)	India	Subsidiary	61.20%	61.20%	100.00%	100.00%	0.01	0.00%	0.01	0.00%	-	0.00%	-	0.00%
84	GMR Aerospace Engineering Limited (GAEL) formerly known as MAS GMR Aerospace Engineering Company Private Limited)	India	Subsidiary[5]	61.20%	30.60%	100.00%	50.00%	(228.17)	(2.36%)	(37.65)	(0.35%)	(31.04)	1.05%	(19.36)	(17.86%
85	GMR Aero Technic Limited (GATL) (formerly known as MAS GMR Aero Technic Limited)	India	Subsidiary[6]	61.20%	30.60%	100.00%	50.00%	179.76	1.86%	31.12	0.29%	(16.63)	0.56%	(12.89)	(11.89%)
86	Hyderabad Duty Free Retail Limited (HDFRL)	India	Subsidiary	61.20%	61.20%	100.00%	100.00%	24.78	0.26%	18.54	0.17%	22.36	(0.76%	21.34	19.68%
87	GMR Airport Developers Limited (GADL)	India	Subsidiary	97.15%	97.15%	100.00%	100.00%	(81.72)	(0.85%)	(85.38)	(0.79%)	(62.37)	2.11%	(49.21)	(45.39%)
88	GMR Airport Handling Services Company Limited (GAHSCL)	India	Subsidiary	61.20%	61.20%	100.00%	100.00%	0.03	0.00%	0.03	0.00%	-	0.00%	-	0.00%

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 2 PRINCIPLES OF CONSOLIDATION (Contd.)

(₹ in crore)

Sl. No.	Name of the entity	Country of incorporation	Relationship as at March 31, 2015	Percentage of effective ownership interest held (directly and indirectly) as at		Percentage of voting rights held as at		Net assets * As at				Net profit / (loss) * For the year ended			
				March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	As at March 31, 2015	As % of consolidated net assets	March 31, 2014	As % of consolidated net assets	March 31, 2015	As % of consolidated profit or loss	March 31, 2014	As % of consolidated profit or loss
89	Asia Pacific Flight Training Academy Limited (APFT)	India	Jointly controlled entity	24.51%	24.51%	40.04%	40.04%	(0.02)	0.00%	1.29	0.01%	(1.22)	0.04%	(1.81)	(1.67%)
90	GADL International Limited (GADLIL)	Isle of Man	Subsidiary	97.15%	97.15%	100.00%	100.00%	11.93	0.12%	7.09	0.07%	(3.25)	0.11%	(39.80)	(36.71%)
91	GADL (Mauritius) Limited (GADLML)	Mauritius	Subsidiary	97.15%	97.15%	100.00%	100.00%	0.46	0.00%	0.62	0.01%	(0.18)	0.01%	(0.04)	(0.04%)
92	GMR Hotels and Resorts Limited (GHRL)	India	Subsidiary	61.20%	61.20%	100.00%	100.00%	31.28	0.32%	45.04	0.42%	(18.69)	0.63%	(19.60)	(18.08%)
93	Laqshya Hyderabad Airport Media Private Limited (Laqshya)	India	Jointly controlled entity	29.99%	29.99%	49.00%	49.00%	17.56	0.18%	16.94	0.16%	13.04	(0.44%)	9.51	8.77%
94	GMR Hyderabad Airport Power Distribution Limited (GHAPDL)	India	Subsidiary	61.20%	61.20%	100.00%	100.00%	0.03	0.00%	0.03	0.00%	-	0.00%	(0.01)	(0.01%)
95	Delhi International Airport Private Limited (DIAL)	India	Subsidiary	52.46%	52.46%	54.00%	54.00%	1,870.15	19.36%	1,645.89	15.26%	(168.17)	5.68%	(15.56)	(14.35%)
96	Delhi Aviation Services Private Limited (DASPL)	India	Jointly controlled entity	26.23%	26.23%	50.00%	50.00%	10.72	0.11%	10.18	0.09%	2.76	(0.09%)	4.63	4.27%
97	Delhi Aerotropolis Private Limited (DAPL)	India	Subsidiary	52.46%	52.46%	100.00%	100.00%	0.09	0.00%	0.10	0.00%	(0.01)	0.00%	(0.04)	(0.04%)
98	East Delhi Waste Processing Company Private Limited (EDWPCPL)	India	Associate	25.70%	25.70%	48.99%	48.99%	0.04	0.00%	-	0.00%	-	0.00%	-	0.00%
99	Travel Food Services (Delhi Terminal 3) Private Limited (TFS)	India	Jointly controlled entity	20.98%	20.98%	40.00%	40.00%	1.02	0.01%	0.65	0.01%	6.08	(0.21%)	3.26	3.01%
100	Devyani Food Street Private Limited (DFSPL)	India	Jointly controlled entity[7, 17]	-	20.98%	-	40.00%	-	0.00%	0.34	0.00%	15.86	(0.54%)	2.93	2.70%
101	Delhi Select Services Hospitality Private Limited (DSSHPL)	India	Jointly controlled entity[8]	-	20.98%	-	40.00%	-	0.00%	(0.71)	(0.01%)	-	0.00%	1.12	1.03%
102	Delhi Duty Free Services Private Limited (DDFS)	India	Subsidiary	42.72%	42.72%	66.93%	66.93%	(11.97)	(0.12%)	(20.27)	(0.19%)	345.56	(11.68%)	293.34	270.58%
103	Delhi Aviation Fuel Facility Private Limited (DAFF)	India	Jointly controlled entity	13.64%	13.64%	26.00%	26.00%	16.51	0.17%	11.29	0.10%	10.77	(0.36%)	11.91	10.99%
104	Celebi Delhi Cargo Terminal Management India Private Limited (CDCTM)	India	Jointly controlled entity	13.64%	13.64%	26.00%	26.00%	22.54	0.23%	16.66	0.15%	40.60	(1.37%)	35.87	33.09%
105	Delhi Cargo Service Center Private Limited (DCSCPL)	India	Jointly controlled entity[7, 17]	-	13.64%	-	26.00%	-	0.00%	6.20	0.06%	11.10	(0.38%)	5.04	4.65%

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NOTE 2 PRINCIPLES OF CONSOLIDATION (Contd.)

(₹ in crore)

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106	Wipro Airport IT Services Limited (WAISL)	India	Jointly controlled entity	13.64%	13.64%	26.00%	26.00%	1.48	0.02%	2.71	0.03%	(10.13)	0.34%	(9.80)	(9.04%)
107	Delhi Airport Parking Services Private Limited (DAPSL)	India	Subsidiary[9]	66.28%	26.18%	90.00%	49.90%	113.07	1.17%	40.91	0.38%	6.47	(0.22%)	6.43	5.93%
108	TIM Delhi Airport Advertising Private Limited (TIM)	India	Jointly controlled entity	26.18%	26.18%	49.90%	49.90%	12.57	0.13%	5.78	0.05%	65.17	(2.20%)	55.02	50.75%
109	GMR Airports Limited (GAL)	India	Subsidiary	97.15%	97.15%	97.15%	97.15%	556.83	5.76%	502.77	4.66%	23.37	(0.79%)	43.61	40.23%
110	GMR Male International Airport Private Limited (GMIAL)	Maldives	Subsidiary	76.99%	76.99%	77.00%	77.00%	65.38	0.68%	34.12	0.32%	(12.66)	0.43%	(46.21)	(42.63%)
111	GMR Male Retail Private Limited (GMRPL)	Maldives	Subsidiary	96.66%	96.66%	99.50%	99.50%	0.04	0.00%	0.05	0.00%	(0.01)	0.00%	(0.01)	(0.01%)
112	GMR Airports (Malta) Limited (GMRAML)	Malta	Subsidiary	97.15%	97.15%	100.00%	100.00%	0.10	0.00%	0.08	0.00%	(1.97)	0.07%	3.84	3.54%
113	GMR Airport Global Limited (GAGL)	Isle of Man	Subsidiary	97.15%	97.15%	100.00%	100.00%	8.92	0.09%	1.69	0.02%	0.87	(0.03%)	(14.14)	(13.04%)
114	GMR Airports (Mauritius) Limited (GALM)	Mauritius	Subsidiary	97.15%	97.15%	100.00%	100.00%	(29.28)	(0.30%)	(12.08)	(0.11%)	(25.52)	0.86%	(12.48)	(11.51%)
115	GMR Megawide Cebu Airport Corporation (GMCAC)	Philippines	Joint controlled entity[10]	40.00%)	-	40.00%	-	299.52	3.10%	-	0.00%	(4.16)	0.14%	-	0.00%
116	GMR Aviation Private Limited (GAPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	127.55	1.32%	119.95	1.11%	(25.46)	0.86%	(6.38)	(5.89%)
117	GMR Krishnagiri SEZ Limited (GKSEZ)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	344.80	3.57%	315.91	2.93%	(0.31)	0.01%	(0.24)	(0.22%)
118	Advika Properties Private Limited (APPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	6.98	0.07%	6.99	0.06%	(0.01)	0.00%	-	0.00%
119	Aklima Properties Private Limited (AKPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	4.12	0.04%	4.03	0.04%	(0.01)	0.00%	-	0.00%
120	Amartya Properties Private Limited (AMPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	7.52	0.08%	7.72	0.07%	0.13	0.00%	-	0.00%
121	Baruni Properties Private Limited (BPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	5.56	0.06%	5.57	0.05%	(0.01)	0.00%	-	0.00%
122	Bougainvillea Properties Private Limited (BOPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	6.10	0.06%	6.12	0.06%	(0.01)	0.00%	-	0.00%
123	Camelia Properties Private Limited (CPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	5.87	0.06%	31.17	0.29%	(0.04)	0.00%	1.75	1.61%
124	Deepesh Properties Private Limited (DPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	7.99	0.08%	5.81	0.05%	(0.01)	0.00%	-	0.00%
125	Eila Properties Private Limited (EPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	8.44	0.09%	7.64	0.07%	(0.01)	0.00%	-	0.00%

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 2 PRINCIPLES OF CONSOLIDATION (Contd.)

(₹ in crore)

Sl. No.	Name of the entity	Country of incorpora-tion	Relationship as at March 31, 2015	Percentage of effective ownership interest held (directly and indirectly) as at		Percentage of voting rights held as at		Net assets * As at				Net profit / (loss) * For the year ended			
				March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	As at March 31, 2015	As % of consolidated net assets	March 31, 2014	As % of consolidated net assets	March 31, 2015	As % of consolidated profit or loss	March 31, 2014	As % of consolidated profit or loss
126	Gerbera Properties Private Limited (GPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	6.60	0.07%	32.35	0.30%	0.02	0.00%	1.78	1.64%
127	Lakshmi Priya Properties Private Limited (LPPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	7.28	0.08%	7.28	0.07%	(0.01)	0.00%	-	0.00%
128	Honeysuckle Properties Private Limited (HPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	7.75	0.08%	7.34	0.07%	(0.01)	0.00%	-	0.00%
129	Idika Properties Private Limited (IPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	6.33	0.07%	6.37	0.06%	(0.02)	0.00%	-	0.00%
130	Krishnapriya Properties Private Limited (KPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	6.30	0.07%	5.93	0.05%	(0.03)	0.00%	(0.01)	(0.01%)
131	Larkspur Properties Private Limited (LAPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	6.28	0.07%	6.33	0.06%	(0.13)	0.00%	(0.46)	(0.42%)
132	Nadira Properties Private Limited (NPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	6.59	0.07%	6.76	0.06%	-	0.00%	1.13	1.04%
133	Padmapriya Properties Private Limited (PAPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	19.26	0.20%	18.20	0.17%	0.04	0.00%	0.46	0.42%
134	Prakalpa Properties Private Limited (PPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	6.89	0.07%	6.88	0.06%	(0.01)	0.00%	1.11	1.02%
135	Purnachandra Properties Private Limited (PUPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	6.54	0.07%	6.57	0.06%	(0.04)	0.00%	(0.02)	(0.02%)
136	Shreyadita Properties Private Limited (SPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	5.24	0.05%	5.13	0.05%	(0.02)	0.00%	(0.02)	(0.02%)
137	Pranesh Properties Private Limited (PRPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	7.13	0.07%	7.14	0.07%	(0.02)	0.00%	0.11	0.10%
138	Sreepa Properties Private Limited (SRPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	5.06	0.05%	5.32	0.05%	0.09	0.00%	-	0.00%
139	Radhapriya Properties Private Limited (RPPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	8.17	0.08%	4.60	0.04%	(0.01)	0.00%	-	0.00%
140	Asteria Real Estates Private Limited (AREPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	3.97	0.04%	9.10	0.08%	0.25	(0.01%)	(0.01)	(0.01%)
141	GMR Hosur Industrial City Private Limited (GHICL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	9.20	0.10%	7.59	0.07%	(0.03)	0.00%	-	0.00%
142	Namitha Real Estates Private Limited (NREPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	8.23	0.09%	7.01	0.06%	(0.01)	0.00%	(0.02)	(0.02%)
143	Honey Flower Estates Private Limited (HFEPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	40.10	0.42%	37.69	0.35%	(0.85)	0.03%	(0.51)	(0.47%)
144	GMR Hosur EMC Private Limited (GHEMCPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	5.25	0.05%	2.19	0.02%	(0.05)	0.00%	-	0.00%
145	GMR SEZ and Port Holdings Private Limited (GSPHPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	156.37	1.62%	111.35	1.03%	(2.45)	0.08%	1.06	0.98%
146	East Godavari Power Distribution Company Private Limited (EGPDCPL)	India	Subsidiary[11]	100.00%	-	100.00%	-	0.01	0.00%	-	0.00%	-	0.00%	-	0.00%

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 2 PRINCIPLES OF CONSOLIDATION (Contd.)

(₹ in crore)

Sl. No.	Name of the entity	Country of incorporation	Relationship as at March 31, 2015	Percentage of effective ownership interest held (directly and indirectly) as at		Percentage of voting rights held as at		Net assets * As at				Net profit / (loss) * For the year ended			
				March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	As at March 31, 2015	As % of consolidated net assets	March 31, 2014	As % of consolidated net assets	March 31, 2015	As % of consolidated profit or loss	March 31, 2014	As % of consolidated profit or loss
147	Suzone Properties Private Limited (SUPPL)	India	Subsidiary[11]	100.00%	-	100.00%	-	8.00	0.08%	-	0.00%	(0.01)	0.00%	-	0.00%
148	GMR Utilities Private Limited (GUPL)	India	Subsidiary[12]	100.00%	-	100.00%	-	0.01	0.00%	-	0.00%	-	0.00%	-	0.00%
149	Lilliam Properties Private Limited (LPPL)	India	Subsidiary[11]	100.00%	-	100.00%	-	4.09	0.04%	-	0.00%	(0.01)	0.00%	-	0.00%
150	GMR Corporate Affairs Private Limited (GCAPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	15.09	0.16%	157.74	1.46%	(0.21)	0.01%	(2.85)	(2.63%)
151	Dhruvi Securities Private Limited (DSPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	556.00	5.76%	323.57	3.00%	27.98	(0.95%)	14.43	13.31%
152	Kakinada SEZ Private Limited (KSPL)	India	Subsidiary	51.00%	51.00%	51.00%	51.00%	617.70	6.39%	477.50	4.43%	(0.42)	0.01%	(0.14)	(0.13%)
153	GMR Business Process and Services Private Limited (GBPSPL)	India	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.91	0.01%	2.73	0.03%	(0.91)	0.03%	(0.01)	(0.01%)
154	GMR Infrastructure (Mauritius) Limited (GIML)	Mauritius	Subsidiary	100.00%	100.00%	100.00%	100.00%	31.15	0.32%	(286.94)	(2.66%)	(20.10)	0.68%	(9.09)	(8.38%)
155	GMR Infrastructure (Cyprus) Limited (GICL)	Cyprus	Subsidiary	100.00%	100.00%	100.00%	100.00%	611.47	6.33%	833.41	7.73%	5.67	(0.19%)	(2.47)	(2.28%)
156	GMR Infrastructure Overseas (Malta) Limited (GIOSL)	Malta	Subsidiary	100.00%	100.00%	100.00%	100.00%	4.41	0.05%	742.03	6.88%	9.71	(0.33%)	507.19	467.84%
157	GMR Infrastructure (UK) Limited (GIUL)	United Kingdom	Subsidiary	100.00%	100.00%	100.00%	100.00%	19.56	0.20%	48.38	0.45%	(23.46)	0.79%	(8.41)	(7.76%)
158	TVS GMR Aviation Logistics Limited (TVS GMR)	India	Jointly controlled entity[14, 17]	-	-	-	-	-	-	-	-	-	-	1.44	1.33%
159	Istanbul Sabiha Gokcen Uluslarasi Havalimani Yatirim Yapum Ve Isletme Sirketi (ISG)	Turkey	Jointly controlled entity[15, 17]	-	-	-	-	-	-	-	-	-	-	494.64	456.27%
160	Istanbul Sabiha Gokcen Uluslararasi Hvalimani YerHizmetleri Anonim Sirketi (SGH)	Turkey	Jointly controlled entity[16, 17]	-	-	-	-	-	-	-	-	-	-	47.78	44.07%
161	LGM Havalimani Isletmeleri Ticaret Ve Turizm Anonim Sirketi (LGM)	Turkey	Jointly controlled entity[15, 17]	-	-	-	-	-	-	-	-	-	-	20.33	18.75%
162	Limak GMR Construction JV (CJV)	Turkey	Jointly controlled entity	50.00%	50.00%	50.00%	50.00%	0.47	0.00%	0.62	0.01%	(0.46)	0.02%	(0.65)	(0.60%)

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 2 PRINCIPLES OF CONSOLIDATION (Contd.)

(₹ in crore)

Sl. No.	Name of the entity	Country of incorporation	Relationship as at March 31, 2015	Percentage of effective ownership interest held (directly and indirectly) as at		Percentage of voting rights held as at		Net assets * As at				Net profit / (loss) * For the year ended			
				March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	As at March 31, 2015	As % of consolidated net assets	March 31, 2014	As % of consolidated net assets	March 31, 2015	As % of consolidated profit or loss	March 31, 2014	As % of consolidated profit or loss
163	GMR Infrastructure (Global) Limited (GIGL)	Isle of Man	Subsidiary	100.00%	100.00%	100.00%	100.00%	(0.39)	0.00%	62.82	0.58%	(0.63)	0.02%	59.74	55.11%
164	GMR Energy (Global) Limited (GEGL)	Isle of Man	Subsidiary	100.00%	100.00%	100.00%	100.00%	0.28	0.00%	0.29	0.00%	(0.02)	0.00%	(0.24)	(0.22%)
165	GMR Infrastructure Overseas Limited (GIOL)	Mauritius	Subsidiary	100.00%	100.00%	100.00%	100.00%	3.93	0.04%	0.19	0.00%	(0.16)	0.01%	(0.14)	(0.13%)

* Net assets means total assets minus total liabilities. The balances have been considered after eliminating all inter-company balances and transactions. Net profit / (loss) is profit / (loss) after exceptional items and tax but before minority interest and share of loss from associates.

The reporting dates of the subsidiaries and jointly controlled entities coincide with that of the parent Company except in case of HEGL and its subsidiaries and jointly controlled entities (refer Sl. No. 29 to 35 above), PTGEMS and its subsidiaries and jointly controlled entities (refer Sl. No. 37 to 48 above) and GMCAC (refer Sl. No. 115 above) whose financial statements for the year ended on and as at December 31, 2014 were considered for the purpose of consolidated financial statements of the Group. The amounts for net assets / (liabilities) and net profit / (loss) of HEGL and its subsidiaries and jointly controlled entities, PTDSU and its subsidiaries (refer Sl. No. 22 to 24 above) and PTGEMS and its subsidiaries and jointly controlled entities have been presented on a consolidated basis.

The financial statements of other subsidiaries / jointly controlled entities/ associates have been drawn up to the same reporting date as of the Company, i.e. March 31, 2015.

Notes:

1 Decrease in effective ownership consequent to change in holding structure of the subsidiary during the year.

2 Increase in percentage of voting right consequent to additional investment in GKEL.

3 Subsidiaries disposed off during the year consequent to sale agreement entered by HEGL/ wound up during the year.

4 Joint controlled entity disposed off during the year consequent to sale agreement entered by HEGL/ wound up during the year.

5 Consequent to acquisition of additional equity stake from the minority shareholder, GAEL has ceased to be a jointly controlled entity and became a subsidiary during the year.

6 Increase in effective ownership consequent to note 5 above.

7 Jointly controlled entities sold during the year. Refer note 31(g) and 31(h). Also refer note 17 below.

8 Jointly controlled entity merged with DFSPL.

9 Consequent to acquisition of additional equity stake from the minority shareholder, DAPSL has ceased to be a jointly controlled entity and became a subsidiary during the year.

10 Joint controlled entity incorporated during the year.

11 Subsidiaries acquired during the year.

12 Subsidiaries incorporated during the year.

13 Dilution of stake in BAS by PTGEMS.

14 Joint Venture agreement annulled during the previous year. Refer note 17 below.

15 Jointly controlled entities sold during the previous year. Refer note 17 below.

16 Ceased to be a jointly controlled entity pursuant to note 15 above. Refer note 17 below.

17 The amounts disclosed with respect to net profit / (loss) in the table above comprises of the net profit / (loss) from the operations of such entities till the date of disposal and net profit / (loss) (including adjustments on account of consolidation) from such disposal.

18 Consequent to dilution of stake during the year ended March 31, 2014, JEPL and UEPL ceased to be subsidiaries and became associates. The amounts disclosed with respect to net profit / (loss) in the table above for JEPL and UEPL comprises of the net profit / (loss) from the operations of such entities till the dilution of stake by the Group and net profit / (loss) (including adjustments on account of consolidation) pursuant to dilution of such stake.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 2.1. SIGNIFICANT ACCOUNTING POLICIES

a) Use of estimates

The preparation of consolidated financial statements in conformity with generally accepted accounting principles in India ('Indian GAAP') requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

b) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised.

Power sector business:

In case of power generating and trading companies, revenue from energy units sold as per the terms of the PPA and Letter Of Intent ('LOI') (collectively hereinafter referred to as 'the PPAs') is recognised on an accrual basis and includes unbilled revenue accrued up to the end of the accounting year. Revenue from energy units sold on a merchant basis is recognised in accordance with billings made to customers based on the units of energy delivered and the rate agreed with the customers. Revenue/charges from unscheduled interchange for the deviation in generation with respect to scheduled generation are recognized/ charged at rates notified by CERC from time to time as revenue from sale of energy and adjusted with revenue from sale of energy.

Revenue from electrical energy transmission charges is recognized on an accrual basis in accordance with the provisions of transmission service agreements.

Revenue from sale of coal is recognised when the risks and rewards of ownership passes to the purchaser in accordance with the terms of sale, including delivery of the product, the selling price is fixed or determinable, and collectability is reasonably assured. Revenue earned in the pre-production stage and related operating costs have been recorded against the carrying value of mining and exploration and development properties.

Claims for delayed payment charges and any other claims, which the Group is entitled to under the PPAs, are accounted for in the year of acceptance by the customers.

Development of highways:

In case of companies involved in construction and maintenance of roads, toll revenue from operations is recognised on an accrual basis which coincides with the collection of toll from the users of highways. In annuity based projects, revenue recognition is based on annuity accrued on time basis in accordance with the provisions of the concessionaire agreement entered into with NHAI or with respective State Governments. Claims raised on NHAI under concessionaire agreement are accounted for in the year of acceptance.

Revenue share paid/ payable to concessionaire grantors:

Revenue share paid / payable to concessionaire / grantors as a percentage of revenues, pursuant to the terms and conditions of the relevant agreement for development, construction, operation and maintenance of the respective carriageways has been disclosed as revenue share paid / payable to concessionaire grantors in the statement of profit and loss.

Airport sector business:

In case of airport infrastructure companies, aeronautical and non-aeronautical revenue is recognised on an accrual basis and is net of service tax, applicable discounts and collection charges, when services are rendered and it is possible that an economic benefit will be received which can be quantified reliably. Revenue from aeronautical operations include user development fees, fuel farm, passenger service charges, landing and parking charges of aircraft, operation and maintenance of passenger boarding and other allied services. Revenue from non-aeronautical operations include granting rights to use land and space primarily for catering to the needs of passengers, air traffic services, air transport services and Maintenance, Repair and Overhaul facility (MRO) of aircrafts and allied services.

In case of cargo handling revenue, revenue from outbound cargo is recognised at the time of acceptance of cargo with respect to non-airline customers and at the time of departure of aircraft with respect to airline customers and revenue from inbound cargo is recognised at the time of arrival of aircraft in case of airline customers and at the point of delivery of cargo in case of non-airline customers. Interest on delayed receipts from customers is recognised on acceptance.

Revenue from commercial property development rights granted to concessionaires is recognised on accrual basis, as per the terms of the agreement entered into with the customers.

Revenue from sale of goods at the duty free outlets operated by the Group is recognised at the time of delivery of goods to customers which coincides with transfer of risks and rewards to its customers. Sales are stated net of returns and discounts.

Revenue from hotel operations comprises of income by way of hotel room rent, sale of food, beverages and allied services relating to the hotel and is recognised net of taxes and discounts as and when the services are provided and products are sold.

Revenue from sale of fuel is recognised when fuel is transferred to the customers and is measured based on the consideration received or receivable, net of returns and trade discounts.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 2.1. SIGNIFICANT ACCOUNTING POLICIES (Contd.)

Revenue from developing, operating, maintaining and managing the sites at the airport for display of advertisements is recognised on pro-rata basis over the period of display of advertisements, net of taxes and rebates.

Revenue from flight training operations related to aircraft flying hour's fee is recognized on accrual basis based on actual flying hours of flying training imparted during the period and revenue from fees for other training courses is recognized on accrual basis across the training period on straight line basis.

Revenue from MRO contracts is recognised as and when services are rendered.

Revenue share paid/ payable to concessionaire grantors:

Revenue share paid / payable to concessionaire / grantors as a percentage of revenues, pursuant to the terms and conditions of the relevant agreement for development, construction, operation and maintenance of the respective airports has been disclosed as revenue share paid/ payable to concessionaire grantors' in the statement of profit and loss.

Construction business:

Construction revenue and costs are recognised by reference to the stage of completion of the construction activity at the balance sheet date, as measured by the proportion that contract costs incurred for work performed to date bear to the estimated total contract costs. Where the outcome of the construction cannot be estimated reliably, revenue is recognised to the extent of the construction costs incurred if it is probable that they will be recoverable. In the case of contracts with defined milestones and assigned price for each milestone, revenue is recognised on transfer of significant risks and rewards which coincides with achievement of milestone and its acceptance by its customer. Provision is made for all losses incurred till the balance sheet date. Any further losses that are foreseen in bringing contracts to completion are also recognised. Variations in contract work, claims and incentive payments are recognised to the extent that it is probable that they will result in revenue and they are capable of being reliably measured.

Others:

i. Dividend income is recognised when the right to receive dividend is established by the reporting date.

ii. Income from management / technical services is recognised as per the terms of the agreement on the basis of services rendered.

iii. Interest income is recognised on a time proportion basis taking into account the amount invested and the applicable interest rate. Interest income is included under the head 'other operating income' for companies engaged in investing activities and under the head 'other income' for other companies in the statement of profit and loss.

iv. Benefits arising out of duty free scrips utilised for the acquisition of fixed assets or inventory are recognised as income once it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured.

v. On disposal of current investments, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss. Such income is included under the head 'other operating income' for companies engaged in investing activities and under the head 'other income' for other companies in the statement of profit and loss.

vi. Revenue from certified emission reductions is recognised as per the terms and conditions agreed with the customers on sale of the certified emission reduction units, when the risks and rewards are passed on to the customer.

vii. Insurance claim is recognised on acceptance of the claims by the insurance company.

viii. Revenue from charter services is recognised based on services provided as per the terms of the contracts with the customers.

Revenue earned in excess of billings has been included under 'other assets' as unbilled revenue and billings in excess of revenue has been disclosed under 'other liabilities' as unearned revenue.

Expenditure including pre-operative and other incidental expenses incurred by the Group on projects that are in the process of commissioning, being recoverable from the respective SPVs / subsidiaries incorporated for carrying out these projects, are not charged to the statement of profit and loss and are treated as advances to the respective entities.

c) Operation and maintenance contracts

Certain entities engaged in power generation have entered into a Long Term Service Agreements ('LTSAs'), Technical Service Agreement ('TSA') for maintenance of the power plants, Operations and Maintenance Agreement ('OMA') for regular and major maintenance and Long Term Assured Parts Supply Agreement ('LTAPSA'), Repair Work Supply Agreement ('PRWST') for supply of parts for planned and unplanned maintenance over the term of the agreements. Amounts payable under the LTSAs / TSA are charged to the statement of profit and loss based on actual factored fired hours of the gas turbines during the year on the basis of average factored hour cost including customs duty applicable at the current prevailing rate. Periodical minimum payments are accounted for as and when due. Amounts payable under PRWST are charged to the statement of profit and loss on an accrual basis.

OMAs have been entered by certain subsidiaries in the road sector for operations, regular and major maintenance of the highways. Amounts payable under such agreements are charged to the statement of profit and loss on an accrual basis.

d) Fixed assets

Fixed assets are stated at cost, net of accumulated depreciation / amortization and accumulated impairment losses, if any. The cost comprises of purchase price and freight, duties, levies and borrowing costs if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 2.1. SIGNIFICANT ACCOUNTING POLICIES (Contd.)

Subsequent expenditure related to an item of fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing tangible assets, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses 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 the Ministry of Corporate Affairs (MCA) circular dated August 09, 2012, exchange differences adjusted to the cost of fixed 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.

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

Tangible assets under installation or under construction as at balance sheet are shown as capital work-in-progress, intangible assets under development as at balance sheet date are shown as intangible assets under development and the related advances are shown as loans and advances.

In case of airport infrastructure companies, amounts in the nature of upfront fee and other costs incurred pursuant to the terms of the respective concession agreements are recognised as intangible assets.

Carriageways represents commercial rights to collect toll fee in relation to roads projects and to receive annuity in the case of annuity based projects which has been accounted at the cost incurred on the project activity towards reconstruction, strengthening, widening, rehabilitation of the roads on build, operate and transfer basis. It includes all direct material, labour and subcontracting costs, inward freight, duties, taxes, obligation towards negative grant payable to concessionaires, if any, and any directly attributable expenditure on making the commercial right ready for its intended use.

Research and development cost:

Research costs are expensed as incurred. Development expenditure incurred on an individual project is recognised as an 'intangible asset' when all of the below conditions are met:

i. The technical feasibility of completing the intangible asset so that it will be available for use or sale
ii. The Group's intention to complete the asset
iii. The Group's ability to use or sell the asset
iv. The asset will generate future economic benefits
v. The availability of adequate resources to complete the development and to use or sell the asset
vi. The ability to measure reliably the expenditure attributable to the intangible asset during development.

e) Exploration and evaluation expenditure / mining properties under construction and production

Exploration and evaluation expenditure

Exploration and evaluation expenditure incurred for potential mineral reserves and related to the project are recognised and classified as part of 'intangible assets under development' when one of the below conditions are met:

i. Such costs are expected to be either recouped in full through successful exploration and development of the area of interest or alternatively by its sale, or
ii. When exploration and evaluation activities in the area of interest have not yet reached a stage which permits a reasonable assessment of the existence or otherwise of economically available reserves and active and significant operations in relation to the area are continuing or are planned for future.

These expenditure include materials and fuel used, surveying costs, drilling, general investigation, administration and license, geology and geophysics expenditure, stripping costs and payments made to contractors before the commencement of production stage.

Ultimate recoupment of the exploration expenditure carried forward is dependent upon a successful development and commercial exploitation, or alternatively, sale of the respective area. Deferred exploration costs shall be assessed for impairment when facts and circumstances suggest that the carrying amount of an exploration and evaluation asset may exceed its recoverable amount.

Exploration and evaluation assets are transferred to 'Mines under construction' in the 'Mines properties' account after the mines are determined to be economically viable to be developed.

Expenditure on mines under construction

Expenditure for mines under construction and incorporated costs in developing an area of interest subsequent to the transfer from exploration and evaluation assets but prior to the commencement of production stage in the respective area, are capitalised to 'Mines under construction' as long as they meet the capitalization criteria.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 2.1. SIGNIFICANT ACCOUNTING POLICIES (Contd.)

Producing mines

The Group assesses the stage of each mine under construction to determine when a mine reaches the production phase. This occurs when the mine is substantially complete and ready for its intended use. Upon completion of mine construction and commencement of production stage, the 'Mines under construction' are transferred to 'Producing mines' in the 'Mines properties' account, which are stated at cost, less depletion and accumulated impairment losses.

Intangible assets under development include expenditure incurred on exploration and evaluation of assets, expenditure incurred on mines under construction.

f) Stripping costs

Stripping costs are the costs of removing overburden from a mine. Stripping costs incurred in the development of a mine before production commences are capitalized as part of the cost of developing the mine, and are subsequently depreciated or amortized using a unit-of-production method on the basis of proven and probable reserves, once production starts.

Stripping activity conducted during the production phase may provide two benefits: (i) ore that is processed into inventory in the current period and (ii) improved access to the ore body in future periods. To the extent that benefit from the stripping activity is realized in the form of inventory produced, the Group accounts for the costs of that stripping activity. To the extent the benefit is improved access to ore, the Group recognizes these costs as a stripping activity asset, if, and only if, all the following criteria are met; it is probable that the future economic benefits (improved access to the ore body) associated with the stripping activity will flow to the entity; the entity can identify the component of the ore body for which access has been improved; and the costs relating to the stripping activity associated with that component can be measured reliably.

The stripping activity asset is initially measured at cost, which is the accumulation of costs directly incurred to perform the stripping activity that improves access to the identified component of ore body, plus an allocation of directly attributable overhead costs. If incidental operations are occurring at the same time as the production stripping activity, but are not necessary for the production stripping activity to continue as planned, the costs associated with these incidental operations are not included in the cost of the stripping activity asset.

When the costs of the stripping activity asset and the inventory produced are not separately identifiable, the Group uses an allocation basis that is based on a relevant production measure. This production measure is calculated for the identified component of the ore body, and is used as a benchmark to identify the extent to which the additional activity of creating a future benefit has taken place. The Group uses the actual versus expected volume of waste extracted.

Subsequently, the stripping activity asset is carried at cost less depreciation or amortization and any impairment losses, if any. The stripping activity asset is depreciated or amortized using the units of production method over the expected useful life of the identified component if the ore body that becomes more accessible as a result of the stripping activity unless another method is appropriate.

g) Leases

For lessee:

Finance leases, which effectively transfer to the Group substantially all the risks and benefits incidental to ownership of the leased item, are capitalised at the inception of the lease term at the lower of the fair value of the leased property and present value of minimum lease payments. Lease payments are apportioned between the 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 recognised as finance costs in the statement of profit and loss. Lease management fees, legal charges and other initial direct costs of lease are capitalised.

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 capitalised asset is depreciated on a straight-line basis over the shorter of the estimated useful life of the asset or the lease term.

Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.

For lessor:

Leases in which the Group transfers substantially all the risks and benefits of ownership of the asset are classified as finance leases. Assets given under finance lease are recognised as a receivable at an amount equal to the net investment in the lease. After initial recognition, the Group apportions lease rentals between the principal repayment and interest income so as to achieve a constant periodic rate of return on the net investment outstanding in respect of the finance lease. The interest income is recognised in the statement of profit and loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognised immediately in the statement of profit and loss.

Leases in which the Group does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Assets subject to operating leases are included in fixed assets. Lease income on an operating lease is recognised in the statement of profit and loss on a straight-line basis over the lease term. Costs, including depreciation, are recognised as an expense in the statement of profit and loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognised immediately in the statement of profit and loss.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 2.1. SIGNIFICANT ACCOUNTING POLICIES (Contd.)

h) Depreciation on tangible assets

In case of entities under Central Electricity Regulatory Commission ('CERC') Regulations:

Depreciation on plant and machinery is provided using straight line method at the rate of 5.28% per annum. After a period of 12 years from the date of commencement of commercial operations, the remaining written down value shall be depreciated over the balance useful life of the asset estimated by the management or in the manner prescribed under Central Electricity Regulatory Commission (Terms and Conditions of Tariff) Regulations, 2009 in terms of MCA Circular No: 31/2011 dated May 31, 2011 ('CERC regulations').

Other tangible assets are depreciated using straight line method at the rates specified in the CERC regulations, which is estimated by the management to be the estimated useful lives of the fixed assets, except for fixed assets individually costing ₹ 5,000 or less, which are fully depreciated in the year of acquisition. The management has estimated the useful lives of asset individually costing ₹ 5,000 or less to be less than one year, which is lower than those indicated in Schedule II.

Sl. No.	Block	Rate of depreciation
1	Buildings:	
	- Factory and office	3.34%
2	Office equipments	
	- Computers	15.00%
	- Others	6.33%
3	Vehicles	9.50%
4	Furniture and fixtures	6.33%

Other entities:

For other domestic subsidiaries, jointly controlled entities and associates in the energy sector, the depreciation on the tangible fixed assets is calculated on a straight-line basis using the rates arrived at, based on useful lives estimated by the management, which coincides with the lives prescribed under Schedule II of the Act except in case of plant and machinery where the life of the asset is considered as 25 years as prescribed by Central Electricity Regulatory Commission ('CERC') being the regulatory authority in the energy sector, as against 40 years as per Schedule II of the Act.

On June 12, 2014, the Airport Economic Regulatory Authority ('the Authority') has issued a consultation paper whereby it proposes to lay down, to the extent required, the depreciation rates for certain airport assets. Pending issuance of final notification by the Authority on the useful lives of airport specific assets, the Group has continued to depreciate these assets over their estimated useful lives as determined by the management of the Group based on technical evaluation.

For entities other than aforesaid domestic subsidiaries, jointly controlled entities and associates, the depreciation on the tangible fixed assets is calculated on a straight-line basis using the rates arrived at, based on useful lives estimated by the management, which coincides with the lives prescribed under Schedule II of the Act.

Leasehold land is amortised over the tenure of the lease except in case of power plants where it is amortised from the date of commercial operation. Leasehold improvements are amortised over the primary period of the lease or estimated useful life whichever is shorter.

Depreciation on adjustments to the historical cost of the assets on account of foreign exchange fluctuations is provided prospectively over the residual useful life of the asset.

For overseas subsidiaries, jointly controlled entities and associates, the Group provides depreciation based on estimated useful lives of the fixed assets as determined by the management of such subsidiaries, jointly controlled entities and associates. In view of different sets of environment in which such foreign subsidiaries, jointly controlled entities and associates operate in their respective countries, depreciation is provided based on local laws and management estimates. These entities follow straight line method of depreciation spread over the useful life of each individual asset. It is practically not possible to align rates of depreciation of such subsidiaries, jointly controlled entities and associates with those of the domestic subsidiaries, jointly controlled entities and associates.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 2.1. SIGNIFICANT ACCOUNTING POLICIES (Contd.)

The estimated useful lives of the assets considered by such overseas entities are as follows:

Asset category	Useful life in years	
	Minimum	Maximum
Lease hold improvements	3	16
Buildings	3	20
Plant and machinery	3	15
Furniture and fixtures	3	20
Computer equipments, office equipment	3	20
Motor vehicles	4	8
Other tangible fixed assets	5	10

i) Amortisation of intangible assets

Goodwill arising on consolidation is not amortised but tested for impairment except in case of goodwill paid for the acquisition of entities which owns mining reserves where goodwill attributable to mining reserves is amortised based on quantum of actual production during the year to the total estimated mining reserves which are re-assessed on a yearly basis and goodwill attributable to the other benefits derived by the Group are amortised based on other benefits received during the year to the total other estimated benefits.

Technical know-how is amortised over five years from the date of issuance of certificate from a competent authority.

Intangible assets representing upfront fees and other payments made to concessionaires of the respective airports, pursuant to the terms and conditions of concession agreements are amortised on a straight line method over the initial and extended periods of concession agreements, as applicable.

Carriageways related to annuity based projects are amortised over the period of the respective Concessionaire Agreements on a straight line basis.

Carriageways related to toll based road projects are amortised based on proportion of actual revenue received during the accounting year to the total projected revenue till the end of the concession period in terms of MCA notification dated April 17, 2012 and in terms of the amendments to the Schedule II of the Act vide MCA notification dated March 31, 2014.

The total projected revenue for the entire useful life is reviewed at the end of each financial year for expected changes in traffic and adjusted to reflect any changes in the estimate which will lead to actual collection at the end of useful life.

Intangible assets representing carriageways and airport concessionaire rights are amortised over the concession period, ranging from 17.5 to 25 years and 25 to 60 years respectively, which is beyond the maximum period of 10 years as specified in AS 26 on Intangible Assets, as the economic benefits from the underlying assets would be available to the Group over such period as per the respective concessionaire agreements.

Depletion of producing mines are based on using unit-of-production method from the date of commencement of commercial production of the respective area of interest over the lesser of the life of the mine or the terms of the coal contracts of work or mining business license.

Software is amortised based on the useful life of six years on a straightline basis as estimated by the management.

j) Impairment of tangible and intangible 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 units ('CGU') net selling price and its value in use. The 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 net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

The Group bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations are generally covering 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.

Impairment losses including impairment on inventories, are recognised in the statement of profit and loss, except for previously revalued tangible fixed assets, where the revaluation was taken to revaluation reserve. In this case, the impairment is also recognised in the revaluation reserve upto the amount of any previous revaluation.

After impairment, depreciation / amortisation is provided on the revised carrying amount of the asset over its remaining useful life.

An assessment is made at each reporting date as to whether there is any indication that previously recognised 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 recognised 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

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 2.1. SIGNIFICANT ACCOUNTING POLICIES (Contd.)

recognised. 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 determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss unless the asset is carried at a revalued amount, in which case the reversal is treated as a revaluation increase.

k) Investments

Investments, which are readily realisable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. If an investment is acquired, or partly acquired, by the issue of shares or other securities, the acquisition cost is the fair value of the securities issued. If an investment is acquired in exchange for another asset, the acquisition is determined by reference to the fair value of the asset given up or by reference to the fair value of the investment acquired, whichever is more clearly evident.

Current investments are carried in the consolidated financial statements at lower of cost or fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognise a decline other than temporary in nature in the value of the investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

l) Inventories

Inventories are valued as follows:

<u>Raw materials, components, stores and spares:</u>

Raw materials, components, stores and spares are valued at lower of cost and net realisable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost is determined on a weighted average basis and includes all applicable costs in bringing goods to their present locations and condition.

<u>Contract work-in-progress:</u>

Costs incurred that relate to future activities on the contract are recognised as contract work-in-progress. Contract work-in-progress comprises of construction cost and other directly attributable overheads and are measured at lower of cost and net realisable value.

<u>Traded / Finished goods:</u>

Traded goods are valued at lower of cost and net realisable value. Cost is determined on a weighted average basis and includes all applicable costs incurred in bringing goods to their present location and condition.

Self-generated certified emission reductions are recognised on grant of credit by United Nations Framework Convention on Climate Change and are measured at lower of cost and net realisable value.

Net realisable 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) Employee benefits

i. Defined contribution plans

Retirement benefits in the form of provident fund, pension fund and superannuation fund etc. are defined contribution schemes except in case of certain entities, wherein only pension fund and superannuation fund form part of the defined contribution scheme. The Group has no obligation, other than the contributions payable to the defined contribution schemes. The Group recognises contribution payable to the defined contribution schemes as an expenditure, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

ii. Defined benefit plans

The liability as at the balance sheet date is provided for based on the actuarial valuation, based on projected unit credit method at the balance sheet date, carried out by an independent actuary. Actuarial gains and losses comprise experience adjustments and the effect of changes in the actuarial assumptions and are recognised immediately in the statement of profit and loss as an income or expense.

Retirement benefit in the form of provident fund is a defined benefit scheme in DIAL. DIAL contributes a portion of contribution to DIAL Employees Provident Fund Trust ('the Trust'). DIAL has an obligation to make good the shortfall, if any, between the return from the investments of the Trust and the notified interest rate which is determined by actuary and accounted by the DIAL as provident fund cost.

iii. Other long term employee benefits

The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 2.1. SIGNIFICANT ACCOUNTING POLICIES (Contd.)

year-end. Actuarial gains / losses are immediately taken to the statement of profit and loss and are not deferred. The Group presents the entire leave as a current liability in the balance sheet, since it does not have an unconditional right to defer its settlement for twelve months after the reporting date.

iv. Short term employee benefits

Accumulated leave, which is expected to be utilised within the next twelve months, is treated as short-term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

n) Foreign currency transactions

Foreign currency transactions and balances

i. Initial recognition

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

ii. Conversion

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

iii. Exchange differences

The Group accounts for exchange differences arising on translation/ settlement of foreign currency monetary items as below:

1. Exchange differences arising on a monetary item that, in substance, forms part of the Group's net investment in a non-integral foreign operation is accumulated in the foreign currency translation reserve until the disposal of the net investment. On the disposal of such net investment, the cumulative amount of the exchange differences which have been deferred and which relate to that investment is recognised as income or as expenses in the same period in which the gain or loss on disposal is recognised.
2. Exchange differences arising on long-term foreign currency monetary items related to acquisition of a fixed asset are capitalised and depreciated over the remaining useful life of the asset.
3. Exchange differences arising on other long-term foreign currency monetary items are accumulated in the 'Foreign Currency Monetary Item Translation Difference Account' and amortised over the remaining life of the concerned monetary item.
4. All other exchange differences are recognised as income or as expenses in the period in which they arise.

For the purpose of 2 and 3 above, the Group treats a foreign currency monetary item as 'long-term foreign currency monetary item' if it has a term of 12 months or more at the date of its origination. In accordance with MCA circular dated August 9, 2012, exchange differences for this purpose, are total differences arising on long-term foreign currency monetary items 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 difference.

iv. Forward exchange contracts entered into to hedge foreign currency risk of an existing asset / liability

The premium or discount arising at the inception of forward exchange contract is amortised and recognised as an expense/ income over the life of the contract. Exchange differences on such contracts, except the contracts which are long-term foreign currency monetary items, are recognised in the statement of profit and loss in the period in which the exchange rates change. Any profit or loss arising on cancellation or renewal of such forward exchange contract is also recognised as income or as expense for the period. Any gain/ loss arising on forward contracts which are long-term foreign currency monetary items is recognised in accordance with paragraph (iii)(2) and (iii)(3) above.

v. Translation of integral and non-integral foreign operations

The Group classifies all its foreign operations as either 'integral foreign operations' or 'non-integral foreign operations'.

The financial statements of an integral foreign operations are translated as if the transactions of the foreign operations have been those of the Company itself.

The assets and liabilities of non-integral foreign operations are translated into the reporting currency at the exchange rate prevailing at the reporting date. Their statement of profit and loss are translated at exchange rates prevailing at the dates of transactions or weighted average rates, where such rates approximate the exchange rate at the date of transaction. The exchange differences arising on translation are accumulated in the foreign currency translation reserve. On disposal of a non-integral foreign operations, the accumulated foreign currency translation reserve relating to that foreign operation is recognised in the statement of profit and loss.

When there is a change in the classification of foreign operations, the translation procedures applicable to the revised classification are applied from the date of the change in the classification.

Any goodwill or capital reserve arising on acquisition of non-integral operations is translated at closing rate.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 2.1. SIGNIFICANT ACCOUNTING POLICIES (Contd.)

o) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average numbers of equity shares outstanding during the period are adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) 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 net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

p) Government grants and subsidies

Grants or subsidies including airport development fee from the government or any regulatory authority are recognised when there is reasonable assurance that the grant / subsidy will be received and all conditions attached to the grant / subsidy will be complied with.

When the grant or subsidy relates to revenue, it is recognised as income on a systematic basis in the statement of profit and loss over the periods necessary to match them with the related costs, which they are intended to compensate.

Where the grant or subsidy relates to an asset, the grant or subsidy amount (net of direct amount incurred to earn aforesaid grant or subsidy) is deducted from the gross value of the asset concerned in arriving at the carrying amount of the related asset.

Government grants of the nature of promoters' contribution are credited to capital reserve and treated as a part of shareholders' funds.

q) Taxes on income

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961 ('IT Act') enacted in India and tax laws prevailing in the respective tax jurisdictions where the entities in the Group operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss.

Deferred tax liabilities are recognised for all taxable timing differences. Deferred tax assets are recognised for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the entities in the Group have unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits.

In the situations where the entities in the Group are entitled to a tax holiday under IT Act enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognised in respect of timing differences which reverse during the tax holiday period, to the extent the entity's gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of timing differences which reverse after the tax holiday period is recognised in the year in which the timing differences originate. However, the entities in the Group restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realised. For recognition of deferred taxes, the timing differences which originate first are considered to reverse first.

At each reporting date, the entities in the Group re-assess unrecognised deferred tax assets. It recognises unrecognised deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realised.

The carrying amount of deferred tax assets are reviewed at each reporting date. The entities in the Group writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

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

Minimum Alternate Tax ('MAT') paid in a year is charged to the statement of profit and loss as current tax. The entities in the Group recognises MAT credit available as an asset only to the extent that there is convincing evidence that the entities in the Group will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the entities in the Group recognises MAT credit as an asset in accordance with the Guidance Note on 'Accounting for Credit Available in respect of Minimum Alternative Tax' under IT Act, the said asset is created by way of credit to the statement of profit and loss and shown as 'MAT credit entitlement'. The entities in the Group reviews the 'MAT credit entitlement' asset at each reporting date and writes down the asset to the extent the entities in the Group does not have convincing evidence that it will pay normal tax during the specified period.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 2.1. SIGNIFICANT ACCOUNTING POLICIES (Contd.)

r) Segment reporting policies

Identification of segments:

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

Inter segment transfers:

The Group accounts for intersegment sales / transfers at cost plus appropriate margins.

Allocation of common costs:

Common allocable costs are allocated to each segment according to the relative contribution of each segment to the total common costs.

Unallocated items:

Unallocated items include general corporate income and expense items, which are not allocated to any business segment. It includes income tax, deferred tax charge or credit and the related tax liabilities and tax assets, interest expense or interest income and related interest generating assets, interest bearing liabilities, which are not allocated to any business segment.

Segment accounting policies:

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

s) Provisions

A provision is recognised when the Group has a present obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Where the Group expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of profit and loss net of any reimbursement.

t) Derivative instruments

In accordance with the Institute of Chartered Accountants of India ('ICAI') announcement, derivative contracts, other than foreign currency forward contracts covered under AS 11, are marked to market on a portfolio basis, and the net loss, if any, after considering the offsetting effect of gain on the underlying hedged item, is charged to the statement of profit and loss. Net gain, if any, after considering the offsetting effect of loss on the underlying hedged item, is ignored.

u) Shares/ debentures issue expenses and premium on redemption

Shares issue expenses incurred are adjusted in the year of issue and debenture issue expenses and redemption premium payable on preference shares / debentures are adjusted over the term of preference shares / debentures. These are adjusted to the securities premium account, net of taxes, as permitted/prescribed under Section 78 of the Companies Act, 1956/ Section 52 of the Companies Act, 2013 to the extent of balance available in premium account.

v) Cash and cash equivalents

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

w) Borrowing costs

Borrowing cost includes interest, amortisation of ancillary costs incurred in connection with the arrangement of borrowings.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

x) 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 recognised 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 recognised because it cannot be measured reliably. The Group does not recognise a contingent liability but discloses its existence in the consolidated financial statements.

y) Corporate Social Responsibility (CSR) expenditure

The Group has charged its CSR expenditure during the year to the consolidated statement of profit and loss.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 3 SHARE CAPITAL

	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Authorised shares		
7,500,000,000 (March 31, 2014: 7,500,000,000) equity shares of ₹ 1 each	750.00	750.00
6,000,000 (March 31, 2014: 6,000,000) Compulsorily Convertible Preference Shares ('CCPS' or 'preference shares') of ₹ 1,000 each ('Series A CCPS')	600.00	600.00
6,000,000 (March 31, 2014: 6,000,000) CCPS of ₹ 1,000 each ('Series B CCPS')	600.00	600.00
Issued, subscribed and fully paid-up shares		
4,361,247,379 (March 31, 2014: 3,892,430,282) equity shares of ₹ 1 each	436.13	389.24
5,683,351 (March 31, 2014: 5,683,351) Series A CCPS of ₹ 1,000 each	568.33	568.33
5,683,353 (March 31, 2014: 5,683,353) Series B CCPS of ₹ 1,000 each	568.34	568.34
Issued, subscribed but not fully paid-up shares		
Nil (March 31, 2014: 4,500) equity shares of ₹ 1 each not fully paid-up [₹ Nil (March 31, 2014: ₹ 2,250)]	-	0.00
Forfeiture of shares		
4,500 (March 31, 2014: Nil) equity shares of ₹ 1 each not fully paid-up [₹ 2,250 (March 31, 2014: ₹ Nil)]	0.00	-
Total issued, subscribed and paid-up share capital	**1,572.80**	**1,525.91**

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

Equity Shares	March 31, 2015		March 31, 2014	
	Number	₹ in crore	Number	₹ in crore
At the beginning of the year	3,892,434,782	389.24	3,892,434,782	389.24
Add: Issued during the year (refer note 3(h))	468,817,097	46.89	-	-
Less: Forfeited during the year [₹ 2,250 (March 31, 2014: ₹ Nil)]	(4,500)	(0.00)	-	-
Outstanding at the end of the year	**4,361,247,379**	**436.13**	**3,892,434,782**	**389.24**

Preference Shares	March 31, 2015		March 31, 2014	
	Number	₹ in crore	Number	₹ in crore
At the beginning of the year				
a) Series A CCPS of ₹ 1,000 each	5,683,351	568.33	-	-
b) Series B CCPS of ₹ 1,000 each	5,683,353	568.34	-	-
Add: Issued during the year				
a) Series A CCPS of ₹ 1,000 each	-	-	5,683,351	568.33
b) Series B CCPS of ₹ 1,000 each	-	-	5,683,353	568.34
Outstanding at the end of the year				
a) Series A CCPS of ₹ 1,000 each	5,683,351	568.33	5,683,351	568.33
b) Series B CCPS of ₹ 1,000 each	5,683,353	568.34	5,683,353	568.34

(b) Terms / rights attached to equity shares:

The Company has only one class of equity shares having a par value of ₹ 1 per share. Every member holding equity shares therein shall have voting rights in proportion to the member's share of the paid up equity share capital. The Company declares and pays dividend 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 Company, the holders of equity shares would be entitled to receive remaining assets of the Company, after distribution of all the preferential amounts. The distribution will be in proportion to the number of equity shares held by the equity shareholders.

(c) Terms / rights attached to CCPS:

During the year ended March 31, 2014, pursuant to the equity shareholders' approval obtained on March 20, 2014, the Company issued 11,366,704 CCPS of face value of ₹ 1,000 each comprising of (a) 5,683,351 Series A CCPS each fully paid up, carrying a coupon rate of 0.001% per annum ('p.a.') and having a term of 17 months from the date of allotment and (b) 5,683,353 Series B CCPS each fully paid up, carrying a coupon rate of 0.001% p.a. and having a term of 18 months from the date of allotment, to IDFC Limited, Dunearn Investments (Mauritius) Pte Limited, GKFF Ventures, Premier Edu-Infra Solutions Private Limited and Skyron Eco-Ventures Private Limited. The Series A CCPS and Series B CCPS shall be converted into equity shares upon the expiry of their respective terms in accordance with the provisions of Chapter VII of the SEBI (Issue of Capital Disclosure Requirements) Regulations, 2009, as amended ('ICDR Regulations'). The number of equity shares allotted to the Investors upon conversion of the Investor Securities shall be on the basis of the minimum permissible price, computed in accordance with Regulation 76 read with Regulation 71(b) of the SEBI ICDR Regulations on the conversion date.

The preference shareholders have a right to attend General Meetings of the Company and vote on resolutions directly affecting their interest. In the event of winding up, the Company would repay the preference share capital in priority to the equity shares of the Company but it does not confer any further right to participate either in profits or assets of the Company.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 3 SHARE CAPITAL (Contd.)

(d) Shares held by the Holding Company / Ultimate Holding Company and / or their subsidiaries / associates:

Out of the equity shares issued by the Company, shares held by its Holding Company, Ultimate Holding Company and their subsidiaries / associates are as below:

	March 31, 2015 Number	March 31, 2014 Number
GMR Holdings Private Limited ('GHPL'), the Holding Company		
Equity shares of ₹ 1 each, fully paid up	2,752,091,862	2,736,221,862
GMR Infra Ventures LLP ('GIVLLP'), an associate of the Holding Company		
Equity shares of ₹ 1 each, fully paid up	31,321,815	31,321,815
GMR Enterprises Private Limited ('GEPL'), an associate of the Holding Company		
Equity shares of ₹ 1 each, fully paid up	23,400,000	17,100,000
Welfare Trust of GMR Infra Employees ('GWT'), an associate of the Holding Company		
Equity shares of ₹ 1 each, fully paid up	17,999,800	17,999,800
GMR Business and Consulting LLP ('GBC'), an associate of the Holding Company		
Equity shares of ₹ 1 each, fully paid up	52,973,443	-
Cadence Retail Private Limited ('CRPL'), a subsidiary of the Holding Company		
Equity shares of ₹ 1 each, fully paid up	100,000	-

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

	March 31, 2015		March 31, 2014	
	Number	% holding in the class	Number	% holding in the class
Equity shares of ₹ 1 each fully paid				
GHPL	2,752,091,862	63.10%	2,736,221,862	70.30%
Series A CCPS of ₹ 1,000 each				
Dunearn Investments (Mauritius) Pte Limited	3,944,084	69.40%	3,944,084	69.40%
IDFC Limited*	209,550	3.69%	209,550	3.69%
GKFF Ventures*	272,415	4.79%	272,415	4.79%
Premier Edu-Infra Solutions Private Limited*	209,550	3.69%	209,550	3.69%
Skyron Eco Ventures Private Limited*	1,047,752	18.43%	1,047,752	18.43%
Series B CCPS of ₹ 1,000 each				
Dunearn Investments (Mauritius) Pte Limited	3,944,085	69.40%	3,944,085	69.40%
IDFC Limited*	209,550	3.69%	209,550	3.69%
GKFF Ventures*	272,416	4.79%	272,416	4.79%
Premier Edu-Infra Solutions Private Limited*	209,550	3.69%	209,550	3.69%
Skyron Eco Ventures Private Limited*	1,047,752	18.43%	1,047,752	18.43%

* Joint investors under the same share subscription and shareholders agreement.

As per records of the Company, including its register of shareholders / members, the above shareholding represents both legal and beneficial ownership of shares.

(f) Pursuant to the approval of the Management Committee of the Board of Directors dated April 18, 2015, the Company approved the allotment of 934,553,010 equity shares of face value of ₹ 1 each at a price of ₹ 15 per equity share (including share premium of ₹ 14 per equity share) for an amount aggregating to ₹ 1,401.83 crore to the existing equity shareholders of the Company on rights basis in the ratio of 3 equity shares for every 14 equity shares held by equity shareholders under chapter IV of the ICDR Regulations and provisions of all other applicable laws and regulations.

(g) On July 02, 2014, the Board of Directors of the Company have approved an issue and allotment of up to 180,000,000 warrants having an option to apply for and be allotted equivalent number of equity shares of face value of ₹ 1/- each on a preferential basis under chapter VII of the ICDR Regulations and provisions of all other applicable laws and regulations and accordingly the Company has received an advance of ₹ 141.75 crore against such share warrants. The Shareholders have approved the aforesaid issue of warrants through postal ballot on August 12, 2014.

(h) Pursuant to the approval of the Management Committee of the Board of Directors dated July 10, 2014, the Company issued 468,817,097 equity shares of ₹ 1 each, at an issue price of ₹ 31.50 per equity share (which is at a discount of ₹ 1.64 per equity share on the floor price of ₹ 33.14 per equity share and including ₹ 30.50 per share towards share premium) aggregating to ₹ 1,476.77 crore to qualified institutional buyers ('QIB') under chapter VIII of the ICDR Regulations and provisions of all other applicable laws and regulations. The Shareholders had approved the aforesaid issue of equity shares by way of a special resolution dated March 20, 2014.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 4 RESERVES AND SURPLUS

Particulars	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Capital reserve on consolidation (as per the last financial statements)	**125.87**	**125.87**
Capital reserve on acquisition (as per the last financial statements) [refer note 4(a)]	**3.41**	**3.41**
Capital reserve (government grant) (as per the last financial statements) [refer note 4(e)]	**65.49**	**65.49**
Capital redemption reserve (as per the last financial statements)	**28.53**	**28.53**
Debenture redemption reserve		
Balance as per the last financial statements	172.36	158.62
Add: Amount transferred from (deficit) / surplus in the statement of profit and loss	49.36	122.49
Less: Amount transferred to (deficit) / surplus in the statement of profit and loss on redemption of debentures	(46.25)	(108.75)
Closing balance	**175.47**	**172.36**
Employee stock option outstanding		
Balance as per the last financial statements	0.96	0.96
Less: Employee stock compensation for options forfeited during the year	(0.96)	-
Closing balance	**-**	**0.96**
Securities premium account		
Balance as per the last financial statements	6,460.49	6,926.79
Add: Received during the year on issue of preference shares / equity shares	1,429.89	23.88
Less: Utilised towards debenture / share issue expenses, debenture / preference shares redemption premium and redemption of preference shares (net of taxes and MAT credit)	(450.20)	(339.04)
Add / (less): Transfer from / (transfer to) minority interest	27.89	(151.14)
Closing balance	**7,468.07**	**6,460.49**
Foreign currency translation reserve		
Balance as per the last financial statements	419.06	337.91
Movement during the year	14.79	81.15
Closing balance	**433.85**	**419.06**
Foreign currency monetary items translation difference account		
Balance as per the last financial statements	2.37	(2.51)
Movement during the year [Refer note 36(ii)]	(2.42)	4.88
Closing balance	**(0.05)**	**2.37**
Special Reserve u/s 45-IC of Reserve Bank of India ('RBI') Act [refer note 4(b) and 4(c)]		
Balance as per the last financial statements	0.20	0.20
Add: Amount transferred from surplus / (deficit) in the statement of profit and loss	11.82	-
Closing balance	**12.02**	**0.20**
(Deficit) / surplus in the statement of profit and loss		
Balance as per the last financial statements	(1,183.56)	(756.33)
(Loss)/ profit for the year	(2,733.29)	10.01
Appropriations		
Add: Transfer from debenture redemption reserve	46.25	108.75
Less: Transfer to debenture redemption reserve	(49.36)	(122.49)
Less: Redemption premium to preference shareholders [refer note 40(i) and 40(ii) respectively]	(13.39)	(464.17)

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 4 **RESERVES AND SURPLUS** (Contd.)

Particulars	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Add / (less): Transfer of (profit) / loss to minority on dilution of interest in subsidiaries / jointly controlled entities	(7.81)	98.27
Less: Proposed equity dividend [refer note 4(d)]	-	(38.92)
Less: Tax on proposed equity dividend (March 31, 2014: includes tax on equity dividend of ₹ 0.30 crore for the year ended March 31, 2013))	-	(6.92)
Less: Equity dividend [refer note 4(f)]	(4.69)	-
Less: Tax on equity dividend	(0.80)	-
Less: Net book value of assets whose useful life have expired as at April 1, 2014 as per the Companies Act, 2013 (net of deferred tax of ₹ 7.35 crore) [Refer note 10(7)(i)]	(36.92)	-
Less: Transferred to special reserve u/s.45-IC of RBI Act	(11.82)	-
Less: Proposed preference share dividend [refer note 4(d)] [March 31, 2014: ₹ 1,868]	(0.01)	(0.00)
Less: Dividend distribution tax on proposed preference share dividend [refer note 4(d)] [March 31, 2015: ₹ 23,139; March 31, 2014: ₹ 318]	(0.00)	(0.00)
Less: Preference share dividend declared by a subsidiary	(2.16)	(2.16)
Less: Dividend distribution tax on preference share dividend declared by a subsidiary	(10.29)	(9.60)
Add: Employee stock compensation for options forfeited during the year	0.96	-
Net (deficit) / surplus in the statement of profit and loss	**(4,006.89)**	**(1,183.56)**
Total reserves and surplus	**4,305.77**	**6,095.18**

NOTE 4(a)

GAPL purchased the aircraft division of GMR Industries Limited ('GIDL') under slump sale on October 01, 2008 for a purchase consideration of ₹ 29.00 crore on a going concern basis and the transaction was concluded in the month of March 2009. Accordingly, an amount of ₹ 3.41 crore being the excess of net value of the assets acquired (based on a valuation report) over the purchase consideration has been recognised as capital reserve on acquisition.

NOTE 4(b)

As required by section 45-1C of the RBI Act, 20% of DSPL and GAL's net profit of the year is transferred to special reserve. The said reserve can be used only for the purpose as may be specified by the RBI from time to time.

NOTE 4(c)

During the year ended March 31, 2014, GAL has made an application to the RBI for granting a certificate of registration to carry on the business of Non-Banking Financial Institution i.e. Systematically Important Core Investment Company ('CIC-ND-SI'). During the year ended March 31, 2015, the RBI vide its letter reference DNBS (BG) No. 912/08.01.018/2013-14 dated April 22, 2014 has granted certificate of registration to GAL to commence and carry on the business of a CIC-ND-SI.

NOTE 4(d)

The Board of Directors of the Company have recommended a dividend of ₹ Nil (March 31, 2014: ₹ 0.10) per equity share of ₹ 1 (March 31,2014: ₹ 1) each for the year ended March 31, 2015 and dividend on preference shares at the rate of 0.001% (March 31,2014: 0.001% on a prorata basis) on Series A CCPS and Series B CCPS for the year ended March 31, 2015.

NOTE 4(e)

During the year ended March 31, 2006, GHIAL had received a grant of ₹ 107.00 crore from Government of Telangana ['formerly Government of Andhra Pradesh ('GoAP')] towards Advance Development Fund Grant, as per the State Support Agreement. This is in the nature of financial support for the project and accordingly, the Group's share amounting to ₹ 67.41 crore as at April 1, 2011 was included in Capital reserve (government grant). During the year ended March 31, 2012, pursuant to dilution in Group's effective holding in GHIAL, ₹ 1.92 crore was transferred to minority interest.

NOTE 4(f)

During the year ended March 31,2015 pursuant to the issue of shares to QIB before the record date, dividend of ₹ 0.10 per equity share of ₹ 1 each for the year ended March 31,2014 was paid to QIB.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 5 LONG-TERM BORROWINGS

	Non-current portion		Current maturities	
	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Bonds / debentures				
Debentures (secured)	2,111.54	2,249.27	212.73	48.88
Debentures (unsecured)	-	-	-	175.00
Foreign currency senior notes (secured)	1,820.86	-	-	-
Term loans				
Indian rupee term loans from banks (secured)	21,942.12	16,960.33	1,571.04	1,334.32
Indian rupee term loans from financial institutions (secured)	7,290.68	6,380.57	452.55	738.18
Indian rupee term loans from others (secured)	0.18	0.23	0.05	0.04
Foreign currency loans from banks (secured)	3,998.31	6,061.62	2,499.65	2,693.60
Foreign currency loans from financial institutions (secured)	636.91	483.92	-	-
Indian rupee term loans from banks (unsecured)	62.50	198.72	125.00	123.08
Indian rupee term loans from financial institutions (unsecured)	0.14	244.64	-	109.41
Indian rupee term loans from others (unsecured)	13.76	10.41	1.65	7.25
Foreign currency loans from banks (unsecured)	312.08	-	3.15	-
Foreign currency loans from others (unsecured)	6.51	6.25	-	-
Indian rupee term loans against development fees (secured)	89.06	493.89	456.20	435.76
Supplier's credit (secured)	37.11	53.40	18.56	17.80
Supplier's credit (unsecured)	48.00	109.00	-	-
Other loans				
Bills discounted (secured)	-	-	134.70	134.70
Finance lease obligation (secured)	0.32	0.52	0.31	0.31
Negative grant (unsecured) (Refer note 37)	5.25	31.46	61.16	34.95
From the State Government of Telangana (unsecured)	315.05	-	-	-
From the State Government of Andhra Pradesh (unsecured)	-	315.05	-	-
	38,690.38	**33,599.28**	**5,536.75**	**5,853.28**
The above amount includes				
Secured borrowings	37,927.09	32,683.75	5,345.79	5,403.59
Unsecured borrowings	763.29	915.53	190.96	449.69
Amount disclosed under the head 'Other current liabilities' (note 9)	-	-	(5,536.75)	(5,853.28)
Net amount	**38,690.38**	**33,599.28**	**-**	**-**

1 During the year ended March 31, 2012, GEL has issued 8,000 secured, redeemable and non-convertible debentures ('NCD') of ₹ 0.10 crore (₹ 1,000,000) each to ICICI Bank Limited ('ICICI'). The debentures are secured by way of first ranking: (a) pari passu charge on the fixed assets of GVPGL; (b) pari passu pledge over 30% of fully paid-up equity shares of ₹ 10 each of GEL held by GREEL; (c) pari passu pledge over 30% of fully paid-up equity shares of ₹ 10 each of GVPGL held by GEL; (d) pari passu charge over GVPGL's excess cash flow account, as defined in the subscription agreement executed between GEL and ICICI; and (e) exclusive charge over Debt Service and Reserve Account ('DSRA') maintained by GEL with ICICI. These debentures are redeemable at a premium yielding 14.25% p.a. till March 25, 2013 and after March 25, 2013 with a yield of base rate of ICICI plus 4.25% p.a. in thirty seven quarterly unequal instalments commencing from March 2012. As at March 31, 2015, GEL has partially redeemed these debentures and the revised face value of these debentures after redemption is ₹ 0.10 crore (₹ 967,500) (March 31, 2014: ₹ 0.10 crore (₹ 977,500)) per debenture. These secured, redeemable and non-convertible debentures are listed on the Wholesale Debt Segment of National Stock Exchange of India Limited.

2 During the year ended March 31, 2012, the Company had entered into an agreement to issue 7,000 secured, redeemable, non-convertible debentures of ₹ 0.10 crore each to ICICI ('Tranche 1'). During the year ended March 31, 2013, the Company had further entered into an agreement with ICICI to issue 3,000 secured, redeemable, non-convertible debentures of ₹ 0.10 crore each ('Tranche 2'). These debentures are secured by way of first ranking: (a) pari passu charge on the fixed assets of GVPGL; (b) pari passu pledge over 30% of fully paid-up equity shares of ₹ 10 each of GEL held by GREEL; (c) pari passu pledge over 30% of fully paid-up equity shares of ₹ 10 each of GVPGL held by GEL; (d) pari passu charge over GVPGL's excess cash flow account, as defined in the subscription agreement executed between the Company and ICICI; and (e) exclusive charge over DSRA maintained by the Company with ICICI. These debentures are redeemable at a premium yielding 14.50% p.a. till March 25, 2013 and after March 25, 2013 with a yield of base rate of ICICI plus 4.50% p.a. The Tranche 1 is redeemable in thirty seven quarterly unequal instalments commencing from March 25, 2012 and Tranche 2 is redeemable in thirty six quarterly unequal instalments commencing from June 2012. As at March 31, 2015, the Company has partially redeemed these debentures and the revised face value of these debentures after redemption is ₹ 0.10 crore (₹ 967,500) (March 31, 2014: ₹ 0.10 crore (₹ 977,500)) per debenture.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 5 LONG-TERM BORROWINGS (Contd.)

3 Secured, redeemable and non-convertible debentures of ₹ 0.10 crore each issued by GPEPL amounting to ₹ 507.77 crore (March 31, 2014: ₹ 538.65 crore) bear an interest of 9.38% p.a. and are secured by way of first charge over all assets of GPEPL, both movable (including future annuity receivable) and immovable properties, both present and future, excluding project assets (unless permitted by National Highways Authority of India ('NHAI') under the Concession agreement). These debentures are redeemable in 34 unequal half yearly instalments commencing from April 2010 and ending in October 2026.

4 Secured, redeemable and non-convertible debentures of ₹ 0.10 crore each issued by EMCO amounting to ₹ 75.00 crore (March 31, 2014: ₹ Nil) are secured by way of first pari-passu charge by way of mortgage on all the immovable properties and hypothecation of movable assets including plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles and other movable assets and further secured by first charge/ hypothecation of book debts, operating cash flows, receivables, other current assets, revenues whatsoever in nature, present and future, assignment on all project related documents, all benefits incidental to the project as well as rights under letter of credit or such other security to be provided by the procurer of power under the terms of PPA and pledge of shares representing 51% of the total paid up equity share capital of EMCO. These debentures carry an interest rate of 12.15% p.a. These debentures are repayable in 3 equal instalments in September 2022, September 2023 and November 2023.

5 During the year ended March 31, 2010, the Company had issued 5,000 unsecured redeemable, non-convertible debentures of ₹ 0.10 crore each to a bank which were redeemable at a premium yielding 14.00% p.a. and were repayable in 5 annual unequal instalments commencing from April 2011. The Company has redeemed these debentures in full during the year ended March 31, 2015.

6 During the year ended March 31, 2015, DIAL has issued 6.125% Senior Secured Foreign Currency Notes ('Notes') of ₹ 1,820.86 crore from International capital market carrying a fixed interest rate of 6.125% p.a. plus applicable withholding tax. The Notes are due for repayment in February 2022. The notes are secured by a first rank pari-passu charge on all the future revenues, receivables, Trust and Retention account ('TRA'), any other reserve, other bank accounts and insurance proceeds of DIAL and all the rights, titles, interests, permits in respect of the project documents as detailed in the lenders agreements, to the extent permissible under Operation Management and Development Agreement ('OMDA').

7 Secured Indian rupee term loan from a bank of ₹ 208.33 crore (March 31, 2014: ₹ 250.00 crore) of KSPL is secured by pari passu first charge on land and buildings appurtenant thereon and first ranking exclusive charge over DSRA. Further, secured by an irrevocable and unconditional guarantee given by the Company. The loan is repayable in 12 equal quarterly instalments commencing from the end of 27 months from the first drawdown date i.e. October 2014 and carries an interest rate of 10.00% p.a. plus spread of 5.50% p.a. (March 31, 2014: 10.00% p.a. plus spread of 4.50% p.a.).

8 Secured Indian rupee term loan from a bank of ₹ 179.75 crore (March 31, 2014: ₹ 188.00 crore) of the Company is secured by a first charge over certain immovable properties, aircrafts, lien marked fixed deposit and an exclusive charge on loans and advances provided by the Company out of this loan facility, charge over 30% shares held by GHPL in GMR Sports Private Limited ('GSPL') and non-disposable undertaking with regard to 19% of shareholding of GHPL in GSPL. The loan carries interest rate at base rate of lender plus spread of 1.50% p.a. and is repayable in 8 equal quarterly instalments commencing from June 2016.

9 Secured Indian rupee term loan from a bank of ₹ 50.00 crore (March 31, 2014: ₹ 250.00 crore) of the Company is secured by 10% of cash margin on the outstanding amount in form of lien on fixed deposits in favour of lender and an exclusive charge on loans and advances provided by the Company created out of this facility. The loan carries an interest rate of base rate of lender plus spread of 0.85% p.a. (March 31, 2014: base rate of lender plus spread of 1.50% p.a.) and is repayable in 6 equal quarterly instalments commencing from March 2014.

10 Secured Indian rupee term loans from banks of ₹ 131.79 crore (March 31, 2014: ₹ 136.34 crore) of GHRL are secured by first pari passu charge by way of equitable mortgage of GHRL's immovable properties pertaining to the hotel project (including assignment of leasehold rights in the case of leasehold land, if any) and assets of the project consisting of land admeasuring 5.37 acres together with all the buildings, structures etc. on such land; further secured by first pari passu charge on the whole of stocks of raw materials, goods-in-process, semi-finished goods and finished goods, consumable stores and spares, book debts, bills, movable plant and machinery, machinery spares, tools and accessories and other movables, whole of equipments including its spares, tools and accessories, software, whether installed or not and whether in the possession or under the control of GHRL or not, all bank accounts (whether escrow and no lien or otherwise) and all estate, rights, title, interest, benefits, claims and demands, trade receivables, all cash flows and receivables and proceeds of GHRL. Further the loan is secured by corporate guarantee given by GHIAL. The loan carries an interest rate of 12.75% p.a. (March 31, 2014: 12.65% to 12.75% p.a.). The loan is repayable in 48 unequal quarterly instalments commencing from December 2012.

11 Secured Indian rupee term loans from banks and financial institutions of ₹ 1,679.39 crore (March 31, 2014: ₹ 1,684.72 crore) of GHVEPL are secured by way of pari passu first charge over GHVEPL's movable properties, both present and future, including plant and machinery. Further secured by the rights, title, interest, benefit, claims of GHVEPL in respect of the project agreements executed / to be executed, insurance policies both present and future, and all rights, title, interest, benefit, claims, demands of GHVEPL in respect of monies lying to the credit of TRA and other accounts and substitution agreements and collection of tolls unless restricted by NHAI under the concession agreement and by pledge of 1,300,000 equity shares and 7,733,000 preference shares held by GMRHL in GHVEPL. The loans carry an interest rate of 11.25% p.a. (March 31, 2014: 11.75% p.a. till June 2013 and 11.25% p.a. thereafter) and are repayable in 46 unequal quarterly instalments commencing from April 2013.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 5 LONG-TERM BORROWINGS (Contd.)

12 Secured Indian rupee term loans from a bank of ₹ 35.00 crore (March 31, 2014: ₹ 35.00 crore) of GHVEPL is secured by way of first pari passu charge on the same securities offered as security for the Project Loan mentioned in point 11 above and is repayable in 36 monthly instalments commencing after 24 months from the date of first disbursement i.e., March 2014. The loan carries an interest rate of 2.75% over bank's base rate.

13 Secured Indian rupee term loans from banks of ₹ 255.25 crore (March 31, 2014: ₹ 263.77 crore) of GACEPL are secured by way of pari passu first charge over GACEPL's movable properties, both present and future, including plant and machinery. Further secured by the rights, title, interest, benefit, claims of GACEPL in respect of the project agreements executed / to be executed, insurance policies both present and future, and all rights, title, interest, benefit, claims, demands of GACEPL in respect of monies lying to the credit of TRA and other accounts. Further secured by way of pledge of 2.33 crore and 2.42 crore equity shares of GACEPL held by the Company and GEL respectively. The loans carry an interest at banks base rate plus spread as approved by the lenders and are repayable in 48 unequal quarterly instalments commencing from August 2010.

14 Secured Indian rupee term loans from banks of ₹ 205.33 crore (March 31, 2014: ₹ 241.30 crore) of GTTEPL are secured by way of mortgage of all the present and future immovable fixed assets of GTTEPL, hypothecation of movable fixed assets of the GTTEPL and the annuity / receivables, investments made out of the balance lying in TRA, assignment of all contractor guarantee, performance bond guarantee and liquidated damages, assignment of all the rights, titles, interest in the assets of the project and all project documents, assignment of all insurance policies, pledge of 51% of equity shares of GTTEPL, assignment of revolving letter of credit issued by NHAI, corporate guarantee by GHPL to cover any short fall in the amount payable in respect of the facility in the event of termination due to any event of default other than NHAI event of default. The loans carry an interest rate of 7.50% p.a. ±10% spread, now fixed at 8.25% p.a. and are repayable in 29 unequal half yearly instalments commencing from November 2005.

15 Secured Indian rupee term loans from banks of ₹ 695.25 crore (March 31, 2014: ₹ 716.00 crore) of GCORRPL are secured by way of first charge on all immovable and movable properties of GCORRPL, both present and future; assignment of all rights, titles and interests in respect of all assets (as permitted by Concession Agreement) and a first charge on all revenues and receivables and by way of pledge of 26% of paid up equity capital of GCORRPL held by the shareholders. The loans carry an interest of 11.25% p.a. (March 31, 2014: 11.75% p.a.) subject to reset from time to time. During the year ended March 31, 2015, GCORRPL has undertaken negotiation with the lenders pursuant to which, the repayment of the aforesaid loans has been rescheduled. The loans are repayable in 27 unequal half yearly instalments commencing from June 2014.

16 Secured Indian rupee term loans from banks of ₹ 159.20 crore (March 31, 2014: ₹ 186.86 crore) of GTAEPL are secured by way of mortgage of all the present and future immovable fixed assets of GTAEPL, hypothecation of movable fixed assets of GTAEPL and the annuity / receivables, investments made out of the balance lying in TRA, assignment of all contractor guarantee, performance bond guarantee and liquidated damages, assignment of all the rights, titles, interest in the assets of the project and all project documents, assignment of all insurance policies, pledge of 51% of equity shares of GTAEPL, assignment of revolving LC issued by NHAI, corporate guarantee from GHPL to cover any short fall in the amount payable in respect of the facility in the event of termination due to any event of default other than NHAI event of default. The loans carry an interest of 7.50% p.a. ±10% spread, now fixed at 8.25% p.a. and are repayable in 29 unequal half yearly instalments commencing from November 2005.

17 Secured Indian rupee term loans from banks and financial institutions of ₹ 1,080.00 crore (March 31, 2014: ₹ 1,061.73 crore) of GOSEHHHPL are secured by way of hypothecation of all movable assets of GOSEHHHPL both present and future, first charge / assignment on all intangible assets of GOSEHHHPL but not limited to goodwill, right and undertakings, both present and future, uncalled capital of GOSEHHHPL both present and future, GOSEHHHPL's bank accounts including debt service escrow accounts and first charge / assignment / security interest on GOSEHHHPL's rights, title and interest in the project documents including the substitution agreement. Further these loans are secured by way of pledge of 51% of the equity shares of GOSEHHHPL held by its shareholders. The loans carry an interest rate ranging from 11.15% to 11.25% p.a. (March 31, 2014: 11.25% to 11.75% p.a.) with annual reset and are repayable in 46 unequal quarterly instalments from July 2015 to October 2026.

18 Secured Indian rupee term loans from banks and financial institutions of ₹ 2,971.97 crore (March 31, 2014: ₹ 2,979.56 crore) of DIAL are secured by first rank pari passu charge on all the future revenues, receivables, TRA, DSRA, major maintenance reserve, any other reserve, other bank accounts and insurance proceeds of DIAL and all the rights, titles, interests, permits in respect of the project documents as detailed in the lenders agreements, to the extent permissible under OMDA and further by the pledge of requisite shares of DIAL held by GAL, Malaysia Airports (Mauritius) Private Limited ('MAMPL') and Fraport AG Frankfurt Airport Services Worldwide ('FAG') (shareholders of DIAL). The rupee term loans from banks and financial institutions carry an interest rate at base rate plus agreed spread, which is subject to reset at the end of agreed interval. The interest rate during the period ranges from 10.70% to 11.75% p.a. (March 31, 2014: 10.90% to 11.75% p.a.). During the year ended March 31, 2015, DIAL has undertaken negotiation with the lenders pursuant to which the repayment of the aforesaid loans has been rescheduled. Indian rupee term loans from banks and financial institutions of ₹ 2,175.97 crore are repayable in 52 quarterly unequal instalments commencing from June 2015 till March 2028 and ₹ 796.00 crore is repayable in 36 quarterly unequal instalments from June 2015 to March 2024.

19 Secured Indian rupee term loan from a bank of ₹ 173.15 crore (March 31, 2014: ₹ 188.40 crore) of DDFS is secured by hypothecation of DDFS's entire stock of raw materials, semi-finished and finished goods, consumable stores and spares and such other movables including book debts, bills whether documentary or clean, outstanding monies, receivables both present and future in a form and manner satisfactory to the banks. Further secured by a first charge on movable fixed assets of DDFS, both present and future (except those financed by other financial institutions) and pledge of 30% of sponsors' shareholding

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 5 LONG-TERM BORROWINGS (Contd.)

held in DDFS and an escrow agreement between the lenders and DDFS for first and exclusive charge on receivables. The rate of interest is 11.75% p.a. (March 31, 2014: 13.50% p.a.). The loan of ₹ 172.40 crore is repayable in 36 unequal quarterly instalments commencing from December 2011 to September 2020 and the balance loan of ₹ 0.75 crore is repayable in 11 equal quarterly instalments commencing from June 2015 to December 2017.

20 Secured Indian rupee term loans from banks and financial institutions and foreign currency loans including the interest rate swap ('IRS') arrangement from banks of ₹ 1,733.43 crore (March 31, 2014: ₹ 1,402.90 crore) of GHIAL are secured by mortgage of leasehold right, title, interest and benefit in respect of leasehold land (to the extent of 2,044 acres and 29 guntas) and first pari passu charge on all movable and immovable assets, operating cash flows, book debts, receivables, intangibles and revenues, both present and future, as well as assignment of all right, title, interest, benefits, claims and demands available under the concession agreement and other project documents, security interest in the TRA, DSRA and further secured by pledge of 16.41 crore and 2.87 crore equity shares, both present and future, held or to be held, upto 51% of the paid up share capital of GHIAL, as the case may be, by both, GAL and MAHB (Mauritius) Private Limited respectively. The foreign currency loans from banks of ₹ 574.16 crore (March 31, 2014: ₹ 604.90 crore) carry an interest rate of LIBOR plus agreed spread; however GHIAL has entered into an IRS arrangement to convert floating rate of interest into fixed rate of interest, as per the terms of the loan agreement. The effective weighted average interest rate is 8.30% p.a. The Indian rupee term loans from banks and financial institutions of ₹ 1,159.27 crore (March 31, 2014: ₹ 798.00 crore) carry interest at base rate plus agreed spread, which is subject to reset at the end of agreed interval. The interest rate ranges from 10.90% to 11.40% p.a. (March 31, 2014: 10.65% to 11.65% p.a.). The secured Indian rupee term loan from banks and financial institutions were refinanced with a moratorium of two years in repayment of loans beginning from September 2014. Out of the above, Indian rupee term loans from banks and financial institutions are repayable in 52 quarterly instalment beginning from July 2016 as against 56 quarterly instalments beginning from July 2010. The secured foreign currency loan from a bank is repayable in 56 quarterly instalments beginning from July 2010.

21 Secured Indian rupee term loan from a bank of ₹ 32.32 crore (March 31, 2014: ₹ 39.78 crore) of CDCTM is secured against charge on fixed assets and surplus account in accordance with an escrow agreement entered with the bank. The loan carries an interest rate of base rate plus 1.25% to 1.50% plus term premia. The loan is partially repayable in 28 equal quarterly instalments commencing from June 2012 and the balance portion is repayable in 20 equal quarterly instalments commencing from September 2014.

22 Secured Indian rupee term loans from banks and financial institutions of ₹ 3,042.58 crore (March 31, 2014: ₹ 2,616.57 crore) of GREL are secured by first charge on all movable, immovable properties including stock of raw material and consumables, all book debts, cash flows receivables, TRA, DSRA, other reserves and any other bank accounts of GREL, both present and future. These loans are further secured by way of assignments / hypothecation of security interest of all the rights, title, interest, benefits, claims and demands of GREL in the project documents including all insurance contracts and clearances and all benefits incidental thereto and further secured by way of book debt, commissions, revenues of whatsoever nature and wherever arising, present and future, intangibles, goodwill and uncalled capital, present and future, secured by way of pledge of 52.00 crore equity shares of GREL held by GEL. The rate of interest for loans from banks is the base rate of lead bank plus 3.50% to 3.75% p.a. and the rate of interest on loans from financial institution is 12.84% to 13.39% p.a. As per the amendment agreement dated March 27, 2015, the secured Indian rupee term loans from banks of ₹ 2,339.87 crore (March 31, 2014: ₹ 2,073.89 crore) are repayable in 46 quarterly instalments commencing from October 2015. Further, as per additional facility agreement dated March 27, 2015, the secured Indian rupee term loans from banks of ₹ 139.54 crore (March 31, 2014: ₹ Nil) are repayable in 36 quarterly instalments commencing from June 2018 till March 2027. Secured Indian rupee term loans from financial institutions of ₹ 563.17 crore (March 31, 2014 ₹ 542.69 crore) are repayable in 50 quarterly instalments commencing from October 2016. As at March 31, 2015, GREL has defaulted on the payment of interest of ₹ 24.86 crore (March 31, 2014: ₹ Nil) for the months from November 2014 to February 2015.

23 Secured Indian rupee term loans from banks and financial institutions of ₹ 3,880.13 crore (March 31, 2014: ₹ 3,305.95 crore) of GKEL are secured by first mortgage and charge by way of registered mortgage in favour of the lenders / security trustees of all the immovable properties of GKEL, present and future / a first charge by way of hypothecation of all GKEL's movable fixed assets including movable plant and machinery, machinery spares, tools and accessories, present and future, GKEL's stock of raw materials, semi-finished and finished goods and consumable goods, a first charge on the book debts, operating cash flows, receivables, commissions, revenues of whatsoever nature and wherever arising present and future, intangibles, goodwill, uncalled capital, present and future / first charge on the TRA including the DSRA and other reserves and any other bank accounts, wherever maintained present and future first charge by way of assignment or creation of charge of all the right, title, interest, benefits, claims and demands whatsoever of GKEL in the project documents / in the clearances / in any letter of credit, guarantee, performance bond provided by any party to the project documents and all insurance contracts / insurance proceeds, pledge of shares (in the demat form) representing a minimum of 81.44% (March 31, 2014: 51%) of the total paid up equity share capital of GKEL. From the date of repayment of cost over-run funding of ₹ 550.00 crore, the number of shares under the pledge may be reduced to 51% of the paid up equity share capital of GKEL held by GEL. All the securities set out above shall rank pari passu amongst the lenders of the project for an aggregate rupee term loans including foreign currency loans and working capital lenders for an amount acceptable to the lenders. The interest rate ranges from 12.65% to 14.10% p.a. (March 31, 2014: 12.75% to 14.50 % p.a.). During the year ended March 31, 2015, GKEL has undertaken negotiation with the lenders pursuant to which the repayment of the aforesaid loans has been rescheduled. The loans (excluding cost overrun funding) are repayable in 47 equal quarterly instalments commencing from April 2015, in line with the revised schedule date of commercial operations. Further, cost overrun funding is repayable in 48 structured quarterly instalments from April 2016. As at March 31, 2015, GKEL has defaulted on the payment of interest of ₹ 78.91 crore (March 31, 2014: ₹ Nil) for the months February 2015 and March 2015.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 5 LONG-TERM BORROWINGS (Contd.)

24 Secured Indian rupee term loan from a financial institution of ₹ Nil (March 31, 2014: ₹ 300.00 crore) of GKEL was secured by way of hypothecation of all GKEL's movable assets, including movable plant and machinery, machinery spares, tools and accessories, present and future, stock of raw materials, semi-finished and finished goods and consumable goods. Further, secured by charge on book debts, operating cash flows, receivables, commissions, revenue of whatsoever nature and intangibles, goodwill, uncalled capital, all rights, title, interest, benefits, claims and demand whatsoever in the project documents, clearance, letter of credit, guarantee, performance bond provided to any party to the project documents, all insurance contracts/insurance proceeds, charge on escrow account, TRA, DSRA and any other bank account, pledge of shares held by the sponsor in dematerialised form in equity share capital representing 30.44% of the total paid up equity capital and pledge of shares held by the sponsor in a dematerialised form in the equity share capital of GGSPPL representing 49% of its total paid up equity capital. The loan carried an interest rate of 13.15% to 13.20% p.a. (March 31, 2014: 13.15% to 13.20% p.a.) and was repayable in a single bullet instalment on the date falling at the expiry of 13 months from the date of first disbursement of the loan. During the year ended March 31, 2015, the entire loan has been repaid.

25 Secured Indian rupee term loans from banks and financial institutions of ₹ 5,996.85 crore (March 31, 2014: ₹ 2,022.35 crore) of GCHEPL are secured by first ranking charge by way of assignment / mortgage / hypothecation / security interest on pari passu basis on, all GCHEPL's immovable properties, all the movable properties including plant and machinery, machine spares, tools and accessories, furniture, fixtures, vehicle and other movable assets, intangible goodwill, uncalled capital, both present and future in relation to the project, all the book debts, operating cash flows, receivables, commission, revenues of whatsoever nature wherever arising including Clean Development Mechanism ('CDM') revenue of GCHEPL both present and future and all insurance policies, performance bonds, contractors guarantees and any letter of credit provided by any party under the project documents, all the rights, titles, permits, clearances, licenses, approvals, consents, all intellectual property, interests and demands of GCHEPL in respect of the project documents and the escrow account, DSRA and any other bank accounts of GCHEPL and other rights, claims, etc. and pledge of shares held by the promoters / sponsors constituting 51% of preference and equity shares of GCHEPL (March 31, 2014: 51% of equity shares of GCHEPL), which shall be reduced to 26% of shares on repayment of half of the loans subject to the compliance of conditions put forth by the consortium of rupee lenders and foreign currency lender. All the security described above shall rank pari passu among all the rupee lenders, foreign currency lender and the lenders participating in the bank borrowings for the working capital requirements (fund and non-fund based) to the extent of ₹ 1,340 crore and second charge basis with lenders providing customs / excise bank guarantee and loan equivalent risk limits of ₹ 1,233 crore. The loans carry an interest rate of 13.40% p.a. (March 31, 2014: 13.50% p.a.) except for one lender which charges the rate prevailing at each rupee disbursement. During the year ended March 31, 2015, GCHEPL has undertaken negotiation with the lenders pursuant to which the repayment of the aforesaid loans has been rescheduled. GCHEPL shall repay 70% of the loans in 40 equal quarterly instalments commencing from March 2016 and the balance 30% by way of a single instalment on April 2026, except for one lender to whom the loan is to be repaid in 60 equal quarterly instalments commencing from April 2016 to January 2031. As at March 31, 2015, GCHEPL has defaulted on the payment of interest of ₹ 131.19 crore (March 31, 2014: ₹ Nil) for period from January 2015 to March 2015.

26 Secured Indian rupee term loans from banks and financial institutions of ₹ 3,115.56 crore (March 31, 2014: ₹ 2,644.10 crore) of EMCO are secured by way of a first charge by registered mortgage of all the immovable properties (present and future) and by hypothecation of movable assets including plant and machinery, machinery spares, tools and accessories, stock of raw materials, semi finished goods and consumable goods. Further, secured by way of a first charge on book debts, operating cash flows, receivables, revenues whatsoever in nature, present and future, retention account, escrow account, DSRA and any other bank account, assignment / hypothecation on all rights, titles, interest, profit, benefits, claims, demand whatsoever of the borrower in the project documents/ clearances pertaining to the project / letter of credit / guarantee / performance bond/ corporate guarantee/ bank guarantee / provided by any party to the project documents as amended from time to time. Further, the loan is secured by pledge of equity shares representing 51% of the total paid up equity share capital of EMCO. The beneficial interest in the security shall rank pari passu among all the rupee lenders and the lenders participating in the bank borrowings for the working capital requirements / bank guarantee facility to the extent as approved by the rupee lenders and secured bond holders. During the year ended March 31, 2015, EMCO has undertaken refinancing of existing loans, pursuant to which loans amounting to ₹ 2,011.39 crore, are repayable after a moratorium of 18 months with first instalment due in June 2016, further 72% of the loan is repayable in 54 unequal structured quarterly instalments and balance 28% is repayable in September 2029. Certain banks / financial institution which did not participate in refinancing of existing loan amounting to ₹ 999.17 crore, would be repaid to the extent of 70.09% in 43 equal quarterly instalments commencing from the end of the moratorium period i.e. August 2014 and the balance of 29.91% by way of single instalment in May 2025. Further, loan from a bank amounting to ₹ 105.00 crore, is repayable in 20 equal quarterly instalments and first instalment shall commence after a moratorium period of 18 months. These loans carry an interest rate ranging from 12.15% to 13.75% p.a. (March 31, 2014: 13.25% to 14.25% p.a.). As at March 31, 2015, in case of few lenders, EMCO has defaulted in the payment of principal amount of loans of ₹ 13.92 crore (March 31, 2014: ₹ Nil) for the month of February 2015.

27 Secured Indian rupee term loans from banks and financial institutions of ₹ 215.13 crore (March 31, 2014: ₹ 195.95 crore) of GGSPPL except in case of one bank are secured by way of pledge of shares aggregating 51% of the total paid up capital of GGSPPL and first charge by way of mortgage of immovable properties of GGSPPL. Further, rupee term loan from the remaining one bank is secured by a subservient charge/ hypothecation/ mortgage/ assignment/ security interest on all movable and immovable assets present and future in favour of lender or security trustee The rate of interest in case of loans from banks ranges from 12.50% to 13.00% p.a. and in case of loans from financial institution, the rate ranges from 12.00% to 12.62% p.a. (March 31, 2014: loans from banks 12.50% p.a. and loans from financial institution, 12.62% p.a.). During the year ended March 31, 2015, GGSPPL has undertaken negotiation with the lenders pursuant to which the repayment of the aforesaid loans has been rescheduled. The loans from banks and financial institutions are repayable in 47 unequal quarterly instalments commencing from July 2012 to January 2024, except in case of one bank, which is repayable by March 2024.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 5 LONG-TERM BORROWINGS (Contd.)

28 Secured Indian rupee term loans from banks of ₹ 92.35 crore (March 31, 2014: ₹ 85.99 crore) of MTSCL are secured by way of a first ranking mortgage / hypothecation / assignment/ security interest/ pledge on immovable property comprising of land and building both present and future acquired; movable current assets both present and future; pledge of shares representing 30% of the total equity shares of MTSCL and all rights, titles, permits and interests of MTSCL in respect of all the assets, project documentation including all insurance contracts and clearances. The loan carries interest rate in the range of base rate plus spread of 2.75% to 3.00% p.a. (March 31, 2014: base rate plus spread of 2.75% p.a.). Rupee term loan of ₹ 75.35 crore (March 31, 2014: ₹ 85.99 crore) is repayable in 28 equated quarterly instalments commencing from March 2014 and new loan of ₹ 17.00 crore is repayable in 48 quarterly un-equal instalments commencing from June 2015.

29 Secured Indian rupee term loans from banks of ₹ 23.87 crore (March 31, 2014: ₹ 13.93 crore) of ATSCL are secured by way of a first ranking mortgage / hypothecation / assignment / security interest / pledge on the immovable property comprising of land and building both present and future acquired; movable current assets both present and future; pledge of shares representing 30% of the total equity share capital of ATSCL and all rights, titles, permits, and interests of ATSCL in respect of all the assets, project documentation including all insurance contracts and clearances. The loan carries interest rate in the range of base rate plus spread of 2.75% p.a. to 3.00% p.a. (March 31, 2014: base rate plus spread of 2.75% p.a.). Rupee term loan of ₹ 11.87 crore is repayable in 28 equated quarterly instalments commencing from March 2014 and new loan of ₹ 12.00 crore is repayable in 48 quarterly un-equal instalment commencing from June 2015.

30 Secured Indian rupee term loans from banks of ₹ 18.70 crore (March 31, 2014: ₹ 23.10 crore) of DASPL are secured by first charge on DASPL's escrow accounts (i.e. after payment of statutory dues and payment of concession fee to DIAL). The loans carry interest rate at BPLR minus 2.75% p.a., which is subject to reset at the end of agreed interval. The loans are repayable in 32 quarterly instalments commencing from July 2011 till April 2019.

31 Secured Indian rupee term loans from banks of ₹ 26.56 crore (March 31, 2014: ₹ 40.84 crore) of HASSL are secured by an equitable mortgage of leasehold right and title in respect of leasehold land belonging to GHIAL and other immovable properties and first charge on all movables, including movable machinery, machinery spares, tools, accessories, furniture, fixtures, vehicles and other movable assets, book debts, operating cash flows, receivables, intangibles, uncalled capital, commissions, revenues, present and future and assignment of all claims and demands from insurance, TRA, DSRA of HASSL and further secured by pledge of 0.37 crore equity shares of HASSL held by GHIAL. The loan carries interest rate at RBI Prime Lending Rate ('PLR') plus 3.00% p.a. The loan is repayable in 21 equal quarterly instalments commencing from March 2012.

32 Secured Indian rupee term loans from banks of ₹ 49.78 crore (March 31, 2014: ₹ 56.44 crore) of GHASL are secured by mortgage of leasehold right, title, interest and benefit in respect of leasehold land and an exclusive charge on all movable and immovable assets, operating cash flows, book debts, receivables, commissions, revenue of whatsoever nature, both present and future, and an exclusive charge on all bank accounts of the project, including TRA, escrow accounts etc. During the year the rupee term loan has been restructured at an interest rate of 11.00 % p.a. as against an earlier rate of 12.00% p.a. Further, on account of restructuring, GHASL got the additional term loan facility by way of additional funded interest term loan ('FITL'). Further, GHASL also got the moratorium of two years for repayment of loans (term loan and FITL) repayable over 32 unequal quarterly instalments beginning from June 2017 as against an earlier repayment term of over 40 unequal quarterly instalments beginning from November 2013.

33 Secured Indian rupee term loans (including FITL) from banks of ₹ 257.53 crore (March 31, 2014: ₹ 116.00 crore) of GAEL are secured by first pari-passu charge by way of (a) equitable mortgage of leasehold rights of land of GAEL and GATL to the extent of 16.46 acres on which MRO facilities are constructed with all the buildings, structures, etc. on such land; (b) hypothecation of all the movable assets of the GAEL and the subsidiary, GATL, including, but not limited to plant and machinery, machinery spares, tools and accessories, current assets; (c) book debts, operating cash flows, receivables, commissions, revenue of whatsoever nature and wherever arising, present and future of GAEL and GATL; (d) all rights, title, interests, benefits, claims and demands whatsoever of GAEL and GATL, with respect to the insurance contracts; (e) on all the bank accounts of GAEL and GATL; (f) pledge of 51% of paid up share capital of GAEL held by GHIAL; and (g) un-conditional and irrevocable corporate guarantee of GHIAL pari passu among the lenders for their respective term loans and funded interest term loan. The loans carry interest rate of 11.00% p.a. (March 31, 2014: 12.00% p.a. to 13.00% p.a.). During the year ended March 31, 2015, rupee term loans from banks were restructured with a moratorium period of two years in repayment of loan. The loans are repayable in 40 quarterly unequal instalments beginning from June 2016 as against earlier repayment term of 40 quarterly unequal instalments beginning from February 2014. Further, the interest for a period of 25 months commencing from March 2014 will be converted into FITL and the FITL is repayable in 28 quarterly unequal instalments beginning from June 2016. GAEL has made continuing default in payment of interest of ₹ Nil (March 31, 2014: ₹ 3.76 crore) and principal amount of ₹ Nil (March 31, 2014: ₹ 1.45 crore) on these loans taken. The period of default till March 31, 2015 in respect of interest is Nil (March 31, 2014: 92 days) and principal amount is Nil (March 31, 2014: 38 days).

34 Secured Indian rupee term loans from banks of ₹ Nil (March 31, 2014: ₹ 3.32 crore) of DFSPL were secured against an exclusive charge on receivables of DFSPL through an escrow account maintained by DFSPL, non-disposal undertaking from Devyani International Limited ('DIL') for 60% shareholding in DFSPL, escrow receivables of DFSPL and corporate guarantee of DIL. The loan carried interest at base rate of the lender plus 2.25% p.a. The loans were taken in two tranches, the first tranche was repayable in 28 equal quarterly instalments commencing from September 2011 and the second tranche was repayable in 24 equal quarterly instalments commencing from September 2012. Pursuant to the divestment as detailed in note 31, DFSPL ceased to be a jointly controlled entity during the year ended March 31, 2015 and accordingly the Group has not consolidated financial statements of DFSPL in these consolidated financial statements.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 5 LONG-TERM BORROWINGS (Contd.)

35 Secured Indian rupee term loans from banks of ₹ Nil (March 31, 2014: ₹ 2.40 crore) of DSSHPL were secured by way of a charge on furniture and fixtures and equipments of DSSHPL installed at various outlets and security deposit of ₹ 0.80 crore given by DSSHPL to DIAL. The loan carried interest at base rate of the lender plus agreed premium minus 1.50% p.a. The loan was repayable in 25 unequal quarterly instalments commencing from March 2011 and ending in March 2017. During the year ended March 31, 2015, DSSHPL was merged with DFSPL and pursuant to the divestment of it's stake in DFSPL as detailed in note 31, the Group has not consolidated the financial statements of DFSPL in these consolidated financial statements.

36 Secured Indian rupee term loans from banks of ₹ 33.93 crore (March 31, 2014: ₹ 38.05 crore) of DAFF are secured by a charge on receivables / cash flows / revenue under escrow account, both present and future, after payment of statutory dues and license fees payable to DIAL. The rate of interest is base rate of the lender plus 0.05% to 0.30% p.a. (March 31, 2014: base rate of the lender plus 0.05% to 0.25% p.a.). The loans were taken in two tranches, the first tranche is repayable in 48 quarterly instalments commencing from July 2011 and the second tranche is repayable in 20 quarterly instalments, calculated based on actual disbursements.

37 Secured Indian rupee term loans from banks of ₹ 139.86 crore (March 31, 2014: ₹ 74.31 crore) of DAPSL are secured by way of an exclusive first charge on the revenue, profit, receivables, book debts, outstanding monies, recoverable claims and cash flows, both present and future and by way of pledge of 30% of the issued and paid up capital of DAPSL, to be pledged at all the times during the tenure of loan. The loans carry interest rate ranging from 11.25% to 12.25% p.a. (March 31, 2014: 12.00% to 12.25 % p.a.) subject to reset at the end of every 12 months from the date of first disbursement. The loans were earlier repayable in 36 unequal quarterly instalments commencing from April 2011, however pursuant to refinancing the loans are repayable in 38 quarterly structured instalments commencing from October 2015.

38 Secured Indian rupee term loans from banks of ₹ Nil (March 31, 2014: ₹ 43.26 crore) of DCSCPL were secured by first charge by way of hypothecation of all the current assets, all the movables and intangible assets, rights under concession agreement and pledge of 30% of the shares of DCSCPL held by one of its shareholders. The rate of interest was BPLR minus 2.50% on floating basis. The loans were repayable in 30 unequal quarterly instalments commencing from October 2012. Pursuant to the divestment as detailed in note 31, DCSCPL ceased to be a jointly controlled entity during the year ended March 31, 2015 and accordingly the Group has not consolidated financial statements of DCSCPL in these consolidated financial statements.

39 Secured Indian rupee term loans from banks of ₹ 3.72 crore (March 31, 2014: ₹ 4.86 crore) of TFS are secured by pledge of 30% of the shareholding in TFS and by way of lien on escrow account. The rate of interest ranges from 11.25% to 13.00% p.a. The loans are repayable in 28 equal quarterly instalments commencing from July 2011.

40 Secured Indian rupee term loans from a bank of ₹ 5.40 crore (March 31, 2014: ₹ 7.90 crore) of HDFRL is secured by current assets including stock and such other movables, book debts, movable assets, software, whether installed or not and whether in possession or under the control of HDFRL or not, all bank accounts and pledge of 30% of shares of total equity held by GHIAL. As on March 31, 2015, HDFRL has pledged 0.51 crore equity shares as per the sanction terms. The rate of interest is base rate plus agreed spread, which is subject to reset at the end of agreed interval. The loan carries interest rate ranging from 11.75% to 12.50% p.a. (March 31, 2014: 12.40% to 12.50% p.a.). The loan is repayable in 22 unequal quarterly instalments commencing from March 2012 till March 2017.

41 Secured Indian rupee term loans from banks of ₹ 6.66 crore (March 31, 2014: ₹ 8.61 crore) of TIM are secured by a charge on entire book debts of TIM, bills whether documentary or clean, outstanding monies and receivables of TIM, both present and future, under escrow account. TIM has also given an undertaking to the bank for first right on security deposit of ₹ 17.47 crore (given to DIAL) so released by DIAL for appropriation towards dues of the lender, if any. The loans carry interest rate of 11.75% p.a. (March 31, 2014: 11.50% to 12.50% p.a.) The loans were taken in two tranches, the first tranche is repayable in 24 equal quarterly instalments commencing from December 2011 and the second tranche is repayable in 16 equal quarterly instalments commencing from May 2014.

42 Secured Indian rupee term loans from banks and financial institutions of ₹ 245.12 crore (March 31, 2014: ₹ 45.69 crore) of GBHHPL are secured by first charge on all movable, immovable properties including stock of raw material and consumables, all book debts, cash flows receivables, TRA, DSRA and other reserves and any other bank accounts of GBHHPL both present and future. Further secured by way of assignments / hypothecation of security interest of all the rights, title, interest, benefits, claims and demands of GBHHPL in the project documents. Further secured by way of pledge of 51% of its equity shares held by GEL. The loans from banks carry interest rate of base rate of the respective lender, plus 300 bbps to 330 bbps (March 31, 2014: base rate of respective lender plus 300 bbps) and the loans from financial institutions carry interest rate of PLR of the respective lender minus 225 bbps except in case of one financial institution, which charges interest rate as per the respective lenders interest rate. The loans are repayable in 54 unequal quarterly instalments commencing from July 2019.

43 Secured Indian rupee term loan from a bank of ₹ Nil (March 31, 2014: ₹ 21.61 crore) of GEL was secured by way of an equitable mortgage of immovable properties comprising of land and building acquired with the loan proceeds. The loan was repayable in 120 equated instalments of ₹ 0.74 crore each till August 2011. Further, with effect from September 2011, the loan was repayable in 87 equated monthly instalments of ₹ 0.41 crore each. The rate of interest was BPLR minus 1.00% p.a. During the year ended March 31, 2015, GEL has prepaid the loan in full.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 5 LONG-TERM BORROWINGS (Contd.)

44 Secured Indian rupee term loan from a bank of ₹ Nil (March 31, 2014: ₹ 260.00 crore) of EMCO was secured by a second pari passu charge on all the assets of EMCO, a corporate guarantee provided by GEL and pledge of 26% equity shares of EMCO held by GEL. The beneficial interest in the security were ranked pari passu among all the rupee lenders and the lenders participating in the bank borrowings for the working capital requirements / bank guarantee facility to the extent as approved by the rupee lenders and secured bond holders. The loan carried an interest rate of 13.15% p.a. (March 31, 2014: 13.25% p.a.) and was repayable at the end of three years from the date of drawdown through a single instalment. However, in case of refinancing of part / entire quantum of term loan, the loan is to be repaid immediately. During the year ended March 31, 2015, the entire loan has been prepaid in full.

45 Secured Indian rupee term loan from a bank of ₹ 92.50 crore (March 31, 2014: ₹ 97.50 crore) of GADL is secured by first exclusive charge on GADL's loans and advances, current assets, cash flows and interest on inter corporate deposits/ sub debt including corporate guarantee from the Company and GAL. The loan is repayable in 28 quarterly instalments commencing from December 2013 and carries an interest rate of 12.25% p.a.

46 Secured Indian rupee term loan from a bank of ₹ 800.00 crore (March 31, 2014: ₹ 900.00 crore) of the Company is secured by (a) subservient charge on the immovable properties and movable assets of EMCO both present and future; (b) subservient charge on non-agricultural land in the State of Andhra Pradesh ('AP') of KSPL; (c) pledge of 46 crore equity shares of the Company, held by GHPL; (d) pledge of 23% equity shares of EMCO held by GEL; (e) pledge of 30% equity shares of GCHEPL held by GEL; (f) pledge of 30% of equity shares of GEL held by GREEL; and (g) subservient charge on immovable properties situated in the State of Gujarat (both present and future) and all movable assets of GGSPPL. The loan carries an interest rate of base rate of lender plus spread of 4.75% p.a. The loan is repayable in 32 structured quarterly instalments commencing from April 2016 and ending in January 2024. There are certain mandatory prepayment events agreed with the bank including divestment of shareholding in ISG (refer note 31), thus leading to a mandatory prepayment of ₹ 200.00 crore in the current year. The Company proposes to further prepay ₹ 300 crore from the funds received from the issue of right shares as detailed in note 3(f) and hence the same has been shown as current maturities of long term borrowings.

47 Secured Indian rupee term loan from a bank of ₹ 250.00 crore (March 31, 2014: ₹ 500.00 crore) of the Company is secured by (a) residual charge over all current assets and movable fixed assets both present and future; (b) first charge over loans and advances both present and future (excluding EPC division) to provide minimum cover of 1.25 times of the facility outstanding; (c) second charge over cash flows both present and future of GMRHL; (d) exclusive charge over rights and interest of the Group in IBC Knowledge Park property at Bengaluru and (e) pledge of 30% shares of GMRHL. The loan carries interest rate of base rate of lender plus spread of 1.05% p.a. (March 31, 2014: base rate of lender plus spread of 1.50% p.a.) and is repayable in 8 equal quarterly instalments after a moratorium of 39 months from the date of first disbursement. There are certain mandatory prepayment events agreed with the bank including divestment of shareholding in ISG and UEPL (refer note 31) and further issue of equity shares and accordingly the Company has prepaid ₹ 150.00 crore on account of divestment of shareholding in ISG and UEPL and ₹ 100.00 crore out of the proceeds from issue of equity shares on account of QIP. Additionally, the Company has to prepay ₹ 100.00 crore from the funds received from the issue of right shares as detailed in note 3(f) and hence the same has been shown as current maturities of long term borrowings.

48 Secured Indian rupee term loan from a bank of ₹ 225.00 crore (March 31, 2014: ₹ Nil) of GEL is secured by (a) exclusive charge on assets created out of the loan facility; (b) cash margin of 10% of outstanding facility amount in the form of fixed deposits lien marked in favour of the lenders; (c) pledge of shares of GEL, valued at ₹ 300.00 crore; and (d) non disposable undertaking of the shares of the Company held by GHPL of ₹ 60.00 crore. The loan carries interest of bank's base rate plus 1.00% p.a. and is repayable in 16 unequal quarterly instalments commencing after 15 months from the date of first disbursement. The bank has a put option for full or part of the facility amount at the end of 36 months from the date of first disbursement and every 3 months thereafter.

49 Secured Indian rupee term loan from a bank of ₹ 330.00 crore (March 31, 2014: ₹ Nil) of GEL is secured by (a) exclusive charge on assets created out of the loan facility; (b) cash margin of 10% of outstanding facility amount in the form of fixed deposit lien marked in favour of the lenders; (c) pledge of shares of GEL, valued at ₹ 210.00 crore; (d) corporate guarantee of the Company; (e) exclusive charge by way of mortgage on immovable fixed assets owned by GEL or any associate Company/ Group Company/ promoters, such that a cover of 0.5x of the outstanding facility amount (net of fixed deposit margin) is maintained throughout the tenure of the facility; and (f) pledge of 25% equity shares of GVPGL held by GEL. The loan carries interest rate of bank's base rate plus 1.00% p.a. and is repayable in 16 unequal quarterly instalments commencing after 15 months from the date of first disbursement. The bank has a put option for full or part of the facility amount at the end of 24 months from the date of first disbursement and every 3 months thereafter.

50 Secured Indian rupee term loan from a bank of ₹ 475.00 crore (March 31, 2014: ₹ Nil) of GEL is secured by (a) exclusive charge on assets created out of the loan facility; (b) 10% DSRA of outstanding facility amount in the form of fixed deposit lien marked in favour of the lenders; (c) pledge of shares of GEL valued at ₹ 260.00 crore; (d) corporate guarantee of the Company; (e) exclusive charge by way of mortgage on office space at Bandra Kurla complex, Mumbai; (f) pledge of 30% shares of GPCL; and (g) non-disposable undertaking of 21% shareholding of GPCL held by GEL. The loan carries interest rate of bank's base rate plus 1.25% p.a. and is repayable in 16 unequal quarterly instalments commencing after 15 months from the date of first disbursement. The lender has a put option for full or part of the facility amount at the end of 36 months from the date of first disbursement and every 3 months thereafter.

51 Secured Indian rupee term loan from a bank of ₹ 150.00 crore (March 31, 2014: ₹ Nil) of GEL is secured by pledge of total paid up equity share capital of GEL held by the Company for an amount equivalent to the loan facility, subject to Banking Regulation Act, 1949 and corporate guarantee by the Company guaranteeing the repayment of the loan and payment of interest and other charges thereon. The loan carries interest rate of base rate of the bank plus 2.00% floating spread with reset option as stipulated by the lender from time to time and is repayable after 3 years from the drawdown date.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 5 LONG-TERM BORROWINGS (Contd.)

52 Secured Indian rupee term loan from a bank of ₹ Nil (March 31, 2014: ₹ 250.00 crore) of the Company was secured by an exclusive first mortgage and charge on non-agricultural lands of NREPL, Sri Varalakshmi Jute Twine Mills Private Limited ('SVJTMPL') and Neozone Properties Private Limited ('NPPL'). The loan carried an interest rate of base rate of lender plus 1.50% p.a. and was repayable in 5 equated monthly instalments commencing from November 2014. During the year ended March 31, 2015, the entire loan has been prepaid.

53 Secured loan from a bank of ₹ 0.50 crore (March 31, 2014: ₹ 0.61 crore) of the Company are secured on certain vehicles of the Company. The loan carries an interest rate of 10.00% p.a. (March 31, 2014: 10.00% p.a.). The loan is repayable in 60 equal monthly instalments commencing from October 2013.

54 Secured Indian rupee term loan from a financial institution of ₹ 700.00 crore (March 31, 2014: ₹ 800.00 crore) of the Company is secured by an exclusive first charge on barge mounted plant of GEL and pledge of 3.32 crore (March 31, 2014: 13.32 crore) equity shares of ₹ 1 each of the Company, held by GHPL. The loan carries an interest rate of 11.75% p.a. and is repayable in 10 equated annual instalments commencing from December 2012.

55 Secured Indian rupee term loans from financial institutions of ₹ 250.00 crore (March 31, 2014: ₹ 250.00 crore) of GMRHL are secured by way of a pledge of 26% equity shares of GMRHL held by the Company. This term loan carries an interest rate of 13% p.a. for the first 13 months from the date of disbursement; 14% p.a. for the next 12 months from the end of 13 months from the date of first disbursement; 15% p.a. for the rest of the tenure of loan and the principle is repayable in a lumpsum within 37 months from the date of agreement i.e. March 2013.

56 Secured Indian rupee term loans from financial institutions of ₹ 20.72 crore (March 31, 2014: ₹ 25.59 crore) of GAPL are secured by way of hypothecation of aircrafts of GAPL and guarantee issued by the Company. The rate of interest ranges from 10.97% to 12.39% p.a. (March 31, 2014: 10.94% to 13.06% p.a.). The loan is repayable in quarterly instalments of ₹ 1.22 crore each with an option to preclose at the end of year 1 and thereafter on every interest reset date with 30 days written notice to the lender without any prepayment premium.

57 Secured Indian rupee term loan from a financial institution of ₹ 700.00 crore (March 31, 2014: ₹ 700.00 crore) of GEL is secured by way of first pari-passu charge on the land of KSPL and corporate guarantee given by the Company. The loan carries an interest of 12.00% p.a. (March 31, 2014: 12.00% p.a.) and is repayable in 6 equal instalments after the fifth year from the date of first disbursement. The loan was taken during the year ended March 31, 2013.

58 Secured Indian rupee term loan from a financial institution of ₹ 150.00 crore (March 31, 2014: ₹ 150.00 crore) of the Company is secured by exclusive first charge on land held by GKSEZ. The loan carries interest rate of 12.00% p.a. (March 31, 2014: 12.00% p.a.). The loan is repayable in 7 equal annual instalments commencing from the end of four years from the date of first disbursement.

59 Secured Indian rupee term loan from a financial institution of ₹ 36.93 crore (March 31, 2014: ₹ 44.00 crore) of the Company is secured by a charge on the assets of the Company. The loan carries interest rate of 14.75% p.a. linked with lender's base rate on reducing balance and is repayable in 57 monthly instalments commencing from April 2014.

60 Secured Indian rupee term loan from a financial institution of ₹ 195.00 crore (March 31, 2014: ₹ 195.00 crore) of the Company is secured by way of (a) first mortgage and charge on non-agriculture lands of SJK; (b) pledge of 2 crore equity shares of ₹ 1 each of the Company, held by GHPL and (c) pledge of such number of equity shares of ₹ 10 each of GEL having book value of minimum of ₹ 400.00 crore held by the Company and in case of default in repayment of loan, the lender has the right to convert the loan into equity. The loan carries an interest rate of 14.25% p.a. and is repayable in 18 quarterly instalments commencing from October 2016.

61 Secured Indian rupee term loan from a financial institution of ₹ 260.00 crore (March 31, 2014: ₹ Nil) of the Company is secured by exclusive first charge on certain immovable properties located in the State of AP owned by NREPL, Corporate Infrastructure Services Private Limited, a fellow subsidiary, SVJTMPL, Vijay Niwas Real Estates Private Limited and Smt. G. Varalakshmi. The loan carries an interest rate of 12.15% p.a. The loan is repayable in 6 equal annual instalments commencing at the end of five years from the date of first disbursement.

62 Secured Indian rupee term loan from a bank of ₹ 70.00 crore (March 31, 2014: ₹ Nil) of the Company is secured by (a) 10% of cash margin on the outstanding amount in the form of lien on fixed deposits in favour of the lender; (b) exclusive charge on assets provided by the Company created out of this facility; (c) pledge of 6.71 crore equity shares of ₹ 1 each of the Company, held by GHPL and (d) Corporate guarantee of GHPL. The loan carries an interest rate of base rate of lender plus spread of 0.85% p.a. and is repayable in 16 unequal quarterly instalments commencing after 15 months from the date of first disbursement. The bank has a put option for full or part of the facility amount at the end of 36 months from the date of first disbursement and every 3 months thereafter.

63 Secured Indian rupee term loan from a bank of ₹ 120.00 crore (March 31, 2014: ₹ Nil) of the Company is secured by (a) 10% of cash margin on the outstanding amount in the form of lien on fixed deposits in favour of the lender; (b) exclusive charge on assets provided by the Company created out of this facility; (c) pledge of shares of the Company on completion of 18 months from the date of first disbursement to cover the outstanding amount of loan facility less amount of fixed deposit as stated aforesaid on such date; and (d) cross collaterization with existing securities of the Company with the lender. The loan carries an interest rate of base rate of lender plus spread of 1.50% p.a. The loan is repayable in 16 unequal quarterly instalments commencing after 39 months from the date of first disbursement. The bank has a put option for full or part of the facility amount at the end of 18 months from the date of first disbursement and every 3 months thereafter.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 5 LONG-TERM BORROWINGS (Contd.)

64 Secured Indian rupee term loan from a bank of ₹ 90.00 crore (March 31, 2014: ₹ Nil) of the Company is secured by (a) 10% of cash margin on the outstanding amount in the form of lien on fixed deposits in favour of the lender; (b) cross collaterization with existing securities available to the lender under various facilities extended to the Group by the lender; (c) pledge over 8.3% shareholding of GEL held by the Company; (d) exclusive charge on assets created out of underlying facility by GISPL in favour of lender approved correspondent bank; (e) pledge on CCPS invested by GISPL in GCRPL in favour of lender approved correspondent bank; (f) cash flows of GISPL from the underlying contract with the Company or its subsidiaries to be escrowed / charged in favour of lender approved correspondent bank; (g) exclusive charge on loans given to GEL, and / or exclusive charge on all the movable/immovable fixed assets of Raxa Securities Services Private Limited ('RSSL') and / or charge on other assets acceptable to the lender to cover the outstanding loan amount; and (h) DSRA covering interest payment for the first 3 months. The loan carries an interest rate of base rate of lender plus spread of 1.25% p.a. The loan is repayable in 14 unequal semi-annual instalments commencing after 12 months from the date of first disbursement.

65 Secured Indian rupee term loan from a bank of ₹ 171.01 crore (March 31, 2014: ₹ 300.00 crore) of the Company is secured by an exclusive first mortgage and charge on (a) residential property of Mr. G.B.S Raju at Bengaluru; (b) certain immovable properties of Boyance Infrastructure Private Limited ('BIPL'); (c) non-agricultural land of Hyderabad Jabilli Properties Private Limited ('HJPPL') at AP; (d) certain immovable property owned by D G Buildwell Private Limited ('DGBPL') in New Delhi; (e) office space of Grandhi Enterprises Private Limited ('GREPL') at Mumbai; (f) an irrevocable and unconditional guarantee of GREPL, BIPL, DGBPL and HJPPL limited to the extent of the value of their property as stated aforesaid; (g) non-agricultural lands of Mr. G. M. Rao; (h) commercial apartment owned by HFEPL; and (i) an irrevocable and unconditional guarantee of GHPL, BIPL and HFEPL and demand promissory note equal to principal amount of the loan and interest payable on the loan. The loan carries an interest rate of base rate of lender plus applicable spread of 3.25% p.a. and is repayable in 13 equal quarterly instalments commencing from July 2015 as per the revised agreement dated April 10, 2015. The Company proposes to prepay ₹ 60.79 crore from the funds received from issue of right shares as detailed in note 3(f) and hence the same has been shown as current maturities of long term borrowings, along with the quarterly instalments.

66 Secured loan from others of ₹ 0.23 crore (March 31, 2014: ₹ 0.27 crore) of the Company is secured by certain vehicles of the Company. The loan carries an interest rate of 10.33% p.a. (March 31, 2014: 10.33% p.a.) and is repayable in 60 equal monthly instalments commencing from April 2014.

67 Secured foreign currency loans from banks of ₹ 346.07 crore (March 31, 2014: ₹ 335.36 crore) of GKEL are secured by first ranking charge/ assignment / mortgage / hypothecation / security interest on pari passu basis on all the immovable (including land) and movable properties (excluding mining equipment's) including plant and machinery, machine spares, tools and accessories, furniture, fixtures, vehicles and other movable assets of GKEL, both present and future in relation to the project, all the tangible and intangible assets including but not limited to its goodwill, undertaking and uncalled capital, both present and future in relation to the project, all insurance policies, performance bonds, contractors guarantees and any letter of credit provided by any person under the project documents, all the rights, titles, permits, clearances, approvals and interests of GKEL in, to and in respect of the project documents and all contracts relating to the project, all the book debts, operating cash flows, receivables, all other current assets, commission, revenues of GKEL, both present and future in relation to the project and all the accounts and all the bank accounts of GKEL in relation to the project and pledge of shares (in the demat form) held by GEL, constituting 51% of the shares which shall be reduced to 26% of shares on repayment of half the loans subject to the compliance of conditions put forth by the lenders. All the securities set out above shall rank pari passu amongst the lenders of the project for an aggregate rupee term loans including foreign currency loans and working capital lenders for an amount acceptable to the lenders. The rate of interest for each interest period is the rate p.a. which is aggregate of six months LIBOR and the applicable margin calculated at two business days prior to the relevant interest period. GKEL has to repay 1% p.a. of the total foreign currency loans drawdown amount commencing 12 months from the initial drawdown date for first four years and thereafter the balance amount is to be paid in 32 quarterly instalments from fifth year onwards.

68 Secured foreign currency loans from a bank of ₹ 144.81 crore (March 31, 2014: ₹ 311.63 crore) of GIML is secured by way of pledge of shares of GISPL held by GIML and further secured by way of corporate guarantee given by the Company. The rate of interest is LIBOR plus 6.45% (March 31, 2014: LIBOR plus 3.50% to 6.45%). The loan is repayable in 3 equal annual instalments commencing from August 2013.

69 Secured foreign currency loan from a bank of ₹ 104.84 crore (March 31, 2014: ₹ 100.57 crore) of MTSCL is secured by way of first ranking mortgage / hypothecation / assignment / security interest / pledge on (a) the immovable property comprising of land and building both present and future; (b) movable current assets both present and future; (c) pledge of shares representing 30% of the total equity shares of MTSCL held by GEL; and (d) all rights, titles, permits and interests of MTSCL in respect of all the assets, project documentation including all insurance contracts and clearances. The loan carries an interest at LIBOR plus 4.50% p.a. MTSCL has entered into a contract to hedge the interest rate risk related to LIBOR and has entered into an IRS arrangement to convert floating rate of interest into fixed rate of interest. The effective rate of interest is 11.20% p.a. The entire foreign currency loan is repayable as a single instalment in May 2018.

70 Secured foreign currency loans from banks of ₹ 575.39 crore (March 31, 2014: ₹ 2,443.14 crore) of DIAL are secured by first rank pari-passu charge on all the future revenues, receivables, TRA, DSRA, major maintenance reserve, any other reserve, other bank accounts and insurance proceeds of DIAL and all the rights, titles, interests, permits in respect of the project documents as detailed in the lenders agreements, to the extent permissible under OMDA and further secured by the pledge of requisite shares held by the consortium of GAL, MAMPL and FAG (shareholders of DIAL). The loans carry an interest at 6 months

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 5 LONG-TERM BORROWINGS (Contd.)

LIBOR plus agreed spread of 480 bbps. However, DIAL had entered into an IRS arrangement to convert floating rate of interest into fixed rate of interest, as per terms of the loan agreement. During the year ended March 31, 2015, DIAL has undertaken negotiation with the lenders pursuant to which the repayment of the aforesaid loans has been rescheduled. The loans are repayable in 23 unequal half yearly instalments commencing from December 2013 to December 2024.

71 Secured foreign currency loans from banks of ₹ 84.10 crore (March 31, 2014: ₹ 80.67 crore) of GENBV are secured by pledge of shares of GENBV, pledge of 100% shares of PTDSU, PTDSI, and PT, non-disposal undertaking from PTDSI and PT for their entire shareholding in PTBSL, non-disposal undertaking from GEL for its shareholding in GEML and non disposal undertaking of 100% shareholding of GEML in GECL and undertaking by the Group to retain 51% direct ownership and control in GEL. Further secured by way of an irrevocable and unconditional guarantee by the Company and charge over escrow of cash flows from PTDSU, PTDSI, PTBSL, and PT including dividends and cash sweeps. The rate of interest is LIBOR plus 550 bbps. The loan was repayable in 3 equal annual instalments commencing from February 2013 and ending in February 2015. GENBV has defaulted in repayment of final instalment which was due in February 2015 and the same is outstanding as at March 31, 2015.

72 Secured foreign currency loan from a bank of ₹ 104.62 crore (March 31, 2014: ₹ 100.35 crore) of ATSCL is secured by way of first ranking mortgage / hypothecation / assignment / security interest / pledge on (a) the immovable property comprising of land and building, both present and future acquired; (b) movable current assets both present and future; (c) pledge of shares representing 30% of the total equity shares of ATSCL; and (d) all rights, titles, permits and interest of ATSCL in respect of all the assets, project documentation, including all insurance contracts and clearances. The loan carries an interest at LIBOR plus 4.50% p.a. ATSCL has entered into a contract to hedge the interest rate risk related to LIBOR and has entered into an IRS arrangement to convert floating rate of interest into fixed rate of interest. The effective rate of interest is 10.71% p.a. The entire foreign currency loan is repayable as a single instalment in December 2017.

73 Secured foreign currency loans from banks of ₹ 2,388.46 crore (March 31, 2014: ₹ 2,697.74 crore) of GCRPL are secured by a charge over all tangible and intangible assets of GCRPL and a charge over the shares of GCRPL held by GEL and the Company. Further, secured by way of guarantee by the Company and a non-disposable undertaking with respect to shares held in PTGEMS by GCRPL. The loan carries interest rate of six month LIBOR plus 4.25% p.a. The term loans are repayable in 4 instalments of 5% of the loans within 24 months from the first utilisation date i.e. in October 2011, 10% within 36 months from the first utilisation date, 10% within 48 months from the first utilization date and the final instalment of 75% on the maturity date i.e. in October 2016.

74 Secured foreign currency loans from banks amounting to ₹ 1,008.96 crore (March 31, 2014: ₹ 967.84 crore) of GMIAL are secured by first charge / assignment of all revenues and receivables of GMIAL from the project or otherwise, first charge of existing and future movable properties, all banks accounts including without limitation, the escrow accounts and each of the other accounts required to be created by GMIAL under any project document or contract, all intangible assets including but not limited to the goodwill, undertaking, uncalled capital and intellectual property rights, assignments of all the rights, titles, and interests of GMIAL from all contractors, insurances, licenses in, to, and under all assets of the project, all project documents, which GMIAL is a party to including contractor guarantees, liquidated damages and all other contracts relating to the project, a first charge or assignment of all the rights, titles, interests, benefits, claims and demands whatsoever of GMIAL in any letter of credit, guarantee, performance bonds, provided by EPC contractors, or any party to the project documents, lender's security package listed in the project documents, including substitution rights and termination payments due in respect of the project in specified circumstances and pledge of 51% of the equity share capital of GMIAL. As per the direct agreement signed between Maldives Airport Company Limited ('MACL'), Government of Maldives ('GoM'), lenders and GMIAL, GoM has guaranteed the loan of GMIAL to the lenders. All the securities created would be shared on pari passu basis amongst the lenders participating in the facility and the lenders providing the operations and maintenance bonds, works bonds, capex LCs, working capital facilities and interest and currency hedge providers. The rate of interest is six months LIBOR plus 375 bbps. The loan was originally repayable in half yearly instalments commencing from June 2015. However, pursuant to the takeover of control of Ibrahim Nasir International Airport ('Male airport') by MACL/GoM, the bank has served a notice of events default on December 7, 2012 and has recalled the total loan outstanding. Accordingly, the loans have been classified as current maturities of long term borrowings. However, GMIAL is in the process of negotiating with the bank to defer the loan repayment till the process of arbitration is complete. During the year ended March 31, 2015, GMIAL has undertaken negotiation with the lenders pursuant to which the repayment of the aforesaid loans has been rescheduled. As at March 31, 2015, the bank has extended the repayment of the loans till June 2015.

75 Secured foreign currency loan from a bank of ₹ 252.24 crore (March 31, 2014: ₹ 241.96 crore) of PTBSL is secured by a charge over insurance, inventory, plant and machinery, receivables of PTBSL and further secured by corporate guarantee from the Company. The loan carries an interest rate of LIBOR plus 6.07% p.a. and is repayable in 10 half yearly instalments commencing after 42 months from the first utilisation date.

76 Secured foreign currency loans from banks of ₹ 6.25 crore (March 31, 2014: ₹ Nil) of GUKPL is secured by mortgage of land and building existing or to be created in future owned by GUKPL in favor of the lender. Further, secured by way of letter of comfort in favor of the lender by GEL and also secured by way of acknowledgment letter from Government of Nepal through Investment Board of the Government of Nepal, as per Section 14.1 of Project Development Agreement of GUKPL's assignment/transfer of GUKPL's rights or benefits. Further secured by way of assignment of rights and benefits as per Section 14.1 of Project Development Agreement and hypothecation of entire work in progress. The bridge gap loan is for three years from the first disbursement date (i.e. December 2014) or till three months after financial closure whichever is earlier. The loan carries interest rate at 8.50 % p.a. The interest rate shall be reviewed semi-annually.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 5 LONG-TERM BORROWINGS (Contd.)

77 Secured foreign currency loan from a financial institution of ₹ 636.91 crore (March 31, 2014: ₹ 483.92 crore) of GCHEPL is secured by first ranking charge by way of assignment / mortgage / hypothecation / security interest on pari passu basis on all GCHEPL's immovable and movable properties including plant and machinery, machine spares, tools and accessories, furniture, fixtures, vehicle and other movable assets, goodwill, uncalled capital, both present and future in relation to the project, all the book debts, operating cash flows, receivables, commission, revenues of whatsoever nature and wherever arising including CDM revenue of GCHEPL both present and future and all insurance policies, performance bonds, contractors guarantees and any letter of credit provided by any party under the project documents, all the rights, titles, permits, clearances, licenses, approvals, consents, all intellectual property, interests and demands of GCHEPL in respect of the project documents and the escrow account, DSRA and any other bank accounts of GCHEPL and other rights, claims, etc. and pledge of shares held by promoters / sponsors constituting 51% of preference and equity shares of GCHEPL (March 31, 2014: 51% of equity shares of GCHEPL), which shall be reduced to 26% on repayment of half of the loans subject to compliance of conditions put forth by the consortium of rupee term lenders and foreign currency lenders. All the security described above shall rank pari passu among all the rupee lenders, foreign currency lender and the lenders participating in the bank borrowings for the working capital requirements (fund and non-fund based) and second charge basis with lenders providing customs / excise bank guarantee and loan equivalent risk limits. The loan carries an interest rate of six months USD LIBOR plus margin that ranges from 215 bbps to 410 bbps (March 31, 2014: rate of six months USD LIBOR plus margin of 215 bbps). During the year ended March 31, 2015, GCHEPL has undertaken negotiation with the lenders pursuant to which the repayment of the aforesaid loans has been rescheduled to be repaid in 68 unequal quarterly instalments commencing from May 2016 to February 2033. (March 31, 2014: April 2015 and ending in January 2032).

78 Unsecured Indian rupee term loan from a bank of ₹ 187.50 crore (March 31, 2014: ₹ 250.00 crore) of GPCL is to be secured by second charge over all current assets (inventory, book debts, bank accounts and investments) and an exclusive charge over DSRA of GPCL subject to receipt of no objection from the existing working capital lenders. Pending receipt of no objection certificate from the existing lenders, the loan has been classified as unsecured during the current year ended March 31, 2015. The above term loan is repayable in 8 equal quarterly instalments commencing from the end of 15 months from the date of first disbursement i.e. July 2013 and carries an interest rate of 14.60% p.a. (March 31, 2014: 13.35% to 14.60% p.a.).

79 Unsecured Indian rupee loans from banks of ₹ Nil (March 31, 2014: ₹ 221.80 crore) of GHIAL were guaranteed by the Company. The rate of interest was base rate plus agreed spread, which was subject to reset at the end of agreed interval. The interest rate during the year was 12.00% p.a. (March 31, 2014: 11.75% to 12.00% p.a.). The loans were repayable in 43 unequal quarterly instalments commencing from October 2012. During the year ended March 31, 2015, the loans were refinanced and converted into secured term loans from banks.

80 Unsecured Indian rupee term loan from a bank of ₹ Nil (March 31, 2014: ₹ 100.00 crore) of GEL carried an interest rate of base rate of the bank plus 1.75% p.a. and was repayable in four equal quarterly instalments from the end of 15 months from the date of first disbursement. During the year ended March 31, 2015, GEL has repaid the loan in full.

81 Unsecured Indian rupee term loan from a financial institution of ₹ Nil (March 31, 2014: ₹ 183.33 crore) of the Company was secured by way of corporate guarantee issued by GHPL and pledge of Nil (March 31, 2014: 26.92 crore) equity shares of ₹ 1 each of the Company, held by GHPL. The loan carried periodic rates of interest as agreed with the lenders. The loan was repayable in 3 equated annual instalments commencing from August 2013; however the entire loan has been prepaid during the year ended March 31, 2015

82 Unsecured Indian rupee loan from a financial institution of ₹ Nil (March 31, 2014: ₹ 170.36 crore) of GHIAL was guaranteed by the Company. The rate of interest was base rate plus agreed spread and was subject to reset at the end of agreed interval, which was 11.65% p.a. The loan was repayable in 41 quarterly instalments commencing from March 2013. During the year ended March 31, 2015, the loan was refinanced and converted into secured term loans from banks and financial institutions.

83 Unsecured Indian rupee loans from a financial institution of ₹ 0.14 crore (March 31, 2014: ₹ 0.36 crore) of WAISL carry an interest rate of 10.50% p.a. The loan is repayable in 72 equal monthly instalments commencing from January 2012 to December 2017.

84 Unsecured Indian rupee term loan from others of ₹ Nil (March 31, 2014: ₹ 0.91 crore) of DCSCPL was interest free. The loan was payable after 48 months from the date of disbursement. Pursuant to the divestment as detailed in note 31, DCSCPL ceased to be a jointly controlled entity during the year ended March 31, 2015 and accordingly the Group has not consolidated financial statements of DCSCPL in these consolidated financial statements.

85 Unsecured Indian rupee term loan from others of ₹ 14.51 crore (March 31, 2014: ₹ 14.51 crore) of Laqshya is interest free. The loan is repayable in 6 unequal annual instalments commencing from the year 2015 to 2021.

86 Unsecured Indian rupee term loan from others of ₹ 0.90 crore (March 31, 2014: ₹ 1.00 crore) of HMACPL is interest free. The loan is repayable in 15 equal annual instalments of ₹ 0.10 crore each commencing from April 2009.

87 Unsecured Indian rupee term loan from others of ₹ Nil (March 31, 2014: ₹ 1.25 crore) of DSSHPL carried an interest rate of base rate plus 2.5% p.a. Loans of ₹ 0.56 crore were repayable in 45 equal monthly instalments commencing from November 2011 and loans of ₹ 0.69 crore were repayable in 8 equal quarterly instalments after completion of one year of moratorium period. During the year ended March 31, 2015, DSSHPL was merged with DFSPL and pursuant to the divestment of the it's stake in DFSPL as detailed in note 31, the Group has not consolidated the financial statements of DFSPL in these consolidated financial statements.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 5 LONG-TERM BORROWINGS (Contd.)

88 Unsecured foreign currency loan from a bank of ₹ 315.23 crore (March 31, 2014: ₹ Nil) of GISPL is secured by an irrecoverable and unconditional standby letter of credit up to a limit of USD 5.00 crore guaranteed by the Company. The loan carries an interest at 6 months LIBOR plus margin of 3.07% p.a. and is repayable over a period of 5 years over 9 instalments of 1% within 12 months from the first utilisation date, 1% within 18 months from the first utilisation date, 1.25% within 24 months from the first utilisation date, 2.50% within 30 months from the first utilisation date, 7.50% within 36 months from the first utilisation date, 9.25% within 42 months from the first utilisation date, 9.50% within 48 months from the first utilisation date, 9.50% within 54 months from the first utilisation date and a final instalment of 58.50% on the maturity period of 60 months.

89 Secured foreign currency loan from a bank of ₹ 908.06 crore (March 31, 2014: ₹ 871.06 crore) of GIML is secured by certain fixed deposits of GIML and by way of corporate guarantee given by the Company. The rate of interest is LIBOR plus 200 bbps. The loan is repayable in July 2015.

90 Unsecured foreign currency loans from others of ₹ 6.51 crore (March 31, 2014: ₹ 6.25 crore) of CDCTM carries an interest rate of six month LIBOR rate plus spread of 500 bbps and is repayable in a single instalment on maturity i.e. May 2018.

91 Secured Indian rupee term loans from banks and financial institutions against development fees receipts of ₹ 545.26 crore (March 31, 2014: ₹ 929.65 crore) of DIAL are secured by pari passu first charge on development fees. The loans are repayable from collection of development fees receipts and the repayment commitments are as per the loan agreement. The loans carry fixed rate of interest at 11.50% p.a.

92 Secured suppliers' credit of ₹ 55.67 crore (March 31, 2014: ₹ 71.20 crore) of GAPL is secured by way of hypothecation of aircrafts, guarantee issued by the Company and a bank guarantee given by GAPL. The rate of interest is six months LIBOR plus spread of 115 bbps. The interest rate is hedged at 3.66% p.a. The loan is repayable in 16 equal half yearly instalments commencing from April 2010.

93 Unsecured suppliers' credit of ₹ Nil (March 31, 2014: ₹ 61.00 crore) of GVPGL was interest free and was repayable in a single instalment on December 31, 2018. The rights, benefits and obligations under this suppliers' credit were assigned to Grandhi Enterprises Private Limited ('GREPL'), on terms accepted by GVPGL. Further, GREPL had assigned the credit facilities to Prolific Finvest Private Limited ('assignee') ('PFPL'). The assignee on acceptance by GVPGL had an option to convert the above facility into fully convertible debentures at par to be issued by GVPGL. During the year ended March 31, 2015, GVPGL has settled the Supplier's credit in full.

94 Unsecured suppliers' credit of ₹ 48.00 crore of GGSPPL (March 31, 2014: ₹ 48.00 crore) represents interest free retention money repayable after 15 years i.e. within December 2026.

95 Bills discounted of ₹ 134.70 crore (March 31, 2014: ₹ 134.70 crore) of GEL are secured by first charge over the current assets of GEL and second charge over the entire fixed assets of GEL. The securities are shared on a pari passu basis with existing charge holders. The amount was repayable in April 2015 and has been further renewed till May 2015 and GEL has applied for further extension.

96 Finance lease obligations of ₹ 0.63 crore (March 31, 2014: ₹ 0.84 crore) of GPCL are secured by underlying assets taken on finance lease arrangement. The lease term is of 4 to 5 years and it carries an interest of 10.00% p.a. (March 31, 2014: 8.50% to 10.00% p.a.).

97 Negative grant of ₹ 66.41 crore (March 31, 2014: ₹ 66.41 crore) of GACEPL is interest free. Negative grant is repayable in unequal yearly instalments over the next 5 years. As at March 31, 2015, an amount of ₹ 34.95 crore (March 31, 2014: ₹ 17.48 crore) is due and GACEPL has obtained an interim stay order from the arbitration tribunal against the recovery of the negative grant till further orders. Refer note 37.

98 Interest free loan from others of ₹ 315.05 crore (March 31, 2014: ₹ 315.05 crore) of GHIAL received from the State Government of Telangana (March 31, 2014: erstwhile State Government of Andhra Pradesh) is repayable in 5 equal instalments commencing from 16th anniversary of the commercial operations date of GHIAL i.e. March 2008.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 6 OTHER LONG-TERM LIABILITIES

Particulars	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Trade payables	21.03	20.97
	21.03	**20.97**
Others		
Advance / deposits received from customers	252.82	290.33
Unearned revenue	17.37	22.14
Deposits / advances from concessionaires	6.66	3.21
Deposits / advances from commercial property developers	1,471.51	1,471.51
Concession fee payable	157.88	140.16
Non-trade payable (including retention money)	157.83	471.36
	2,064.07	**2,398.71**
	2,085.10	**2,419.68**

NOTE 7 PROVISIONS

Particulars	Long-term		Short-term	
	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Provision for employee benefits				
Provision for gratuity (refer note 48)	6.89	2.91	0.55	0.42
Provision for leave benefits	-	-	64.74	46.13
Provision for voluntary retirement compensation (refer note 51)	52.50	70.76	18.26	18.72
Provision for other employee benefits	-	-	34.96	51.09
	59.39	**73.67**	**118.51**	**116.36**
Other provisions				
Provision for taxation (net)	-	-	38.41	45.55
Provision for wealth tax	-	-	0.01	0.01
Provision for debenture redemption premium	-	-	4.81	9.52
Provision for preference shares redemption premium	-	-	-	11.62
Provision for mark to market losses on derivate contracts	-	-	45.99	-
Provision for operation and maintenance (net of advances) (refer note 51)	-	4.78	56.39	58.18
Proposed equity dividend	-	-	-	38.92
Provision for tax on proposed equity dividend	-	-	6.42	9.73
Proposed preference dividend	-	-	0.55	0.54
Provision for tax on proposed preference dividend	-	-	0.11	0.09
	-	**4.78**	**152.69**	**174.16**
	59.39	**78.45**	**271.20**	**290.52**

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 8 SHORT TERM BORROWINGS

Particulars	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Secured:		
Cash credit and overdraft from banks	436.27	490.21
Letters of credit/ bills discounted	201.35	3,158.25
Indian rupee short term loans from banks	802.16	950.92
Foreign currency short term loans from banks	650.62	323.31
Indian rupee short term loans from financial institutions	388.76	160.56
Unsecured:		
Foreign currency short term loan from banks	772.48	414.36
Letters of credit / bills discounted	-	61.76
Indian rupee short term loans from banks	258.50	-
Indian rupee short term loans from others	1.04	28.80
	3,511.18	**5,588.17**
The above amount includes		
Secured borrowings	2,479.16	5,083.25
Unsecured borrowings	1,032.02	504.92
	3,511.18	**5,588.17**

1 Cash credit from a bank of ₹ 0.03 crore (March 31, 2014: ₹ 47.67 crore) of GHIAL is secured by way of first pari passu charge on all movable and immovable assets, operating cash flows, book debts, receivables, intangibles and revenues, both present and future and a second ranking charge by way of mortgage of leasehold right title, interest and benefit in respect of leasehold land (to an extent of 2,044 acres and 29 guntas) but not limited to documents of title to the goods. The rate of interest is 12.75% p.a. (March 31, 2014: 12.50% p.a.).

2 Cash credit from a bank of ₹ 0.02 crore (March 31, 2014: ₹ Nil) of HDFRL is secured by way of pari passu charge on current assets including stock, book debts, movable assets, software, whether installed or not and whether in possession or under the control of HDFRL or not, all bank accounts, a pledge of 30% of shares of total equity share capital of HDFRL held by GHIAL. The rate of interest is ranging from 11.75% to 12.50% p.a. (March 31, 2014: 12.40% to 12.50% p.a.).

3 Cash credit from a bank of ₹ 0.54 crore (March 31, 2014: ₹ Nil) of TIM is secured by charge on entire book debts of TIM, bills whether documentary or clean, outstanding monies and receivables of TIM both present and future under escrow account. TIM has also given an undertaking to the bank for first right on security deposit of ₹ 17.47 crore (given to DIAL) so released by DIAL for appropriation towards dues of the lenders, if any. The rate of interest is 12.25% p.a. (March 31, 2014: 12.00% to 12.50% p.a.).

4 Cash credit from a bank of ₹ Nil (March 31, 2014: ₹ 125.19 crore) of DIAL is secured by first rank pari passu charge on all the future revenues / receivables (excluding dues to Airports Authority of India ('AAI')) and all insurance policies, contractors' guarantees and liquidated damages and all the rights, titles, interests, permits in respect of the project documents as permissible under the Project documents of DIAL, to the extent permissible under OMDA. The facility is further secured by the pledge of requisite shares held by consortium of GAL, MAMPL and FAG (shareholders of DIAL). The rate of interest is base rate plus spread of 2.00% p.a. (March 31, 2014: base rate plus spread of 2.75% p.a.), which is subject to reset at the end of agreed interval.

5 Cash credit from a bank of ₹ 2.95 crore (March 31, 2014: ₹ Nil) of GETL is secured by exclusive charge on current assets of GETL and an unconditional and irrevocable corporate guarantee by GEL and the Company. The rate of interest is 13.03% p.a.

6 Cash credit from a bank of ₹ 0.18 crore (March 31, 2014: ₹ 0.36 crore) of GAPL is secured by way of a corporate guarantee from the Company and a charge over current assets of GAPL. The rate of interest is 14.35% p.a. (March 31, 2014: 14.35% p.a.).

7 Cash credit from a bank of ₹ 22.41 crore (March 31, 2014: ₹ 8.11 crore) of GATL is secured by first charge on entire current assets and cash flows including stocks, receivables, bank balances etc., first pari passu charge by way of extension of equitable mortgage of leasehold rights of land to the extent of 16.46 acres registered in the name of GAEL on which MRO facilities have been created along with all the buildings and structures, first pari passu charge by way of hypothecation of all the movable assets belonging to GATL and GAEL and including but not limited to plant and machinery, machinery spares, tools and accessories and corporate guarantee from GAEL. The rate of interest is base rate of the bank plus 4.00% p.a. (March 31, 2014: base rate of the bank plus 4.00% p.a.).

8 Cash credit from a bank of ₹ 4.96 crore (March 31, 2014: ₹ 4.98 crore) of GHRL is secured by way of first pari passu charge on entire current assets and cash flows including stocks, receivables, bank balances etc. with existing term lenders and collateral first pari passu charge by way of extension of equitable mortgage of the immovable properties and assets pertaining to the hotel project (including assignment of leasehold rights in the case of leasehold land, if any) and assets of the project consisting of land admeasuring 5.37 acres together with all the buildings, structures etc. on such land. The rate of interest is ranging from base rate of the lender plus 2.50% to 3.80% p.a. (March 31, 2014: base rate of the lender plus 2.50% p.a.).

9 Cash credit from banks of ₹ 60.17 crore (March 31, 2014: ₹ 42.13 crore) of GKEL are secured by way of first charge and registered mortgage of all the immovable properties and movables including plant and machinery, machinery spares, tools and accessories, stock of raw materials, semi-finished goods

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 8 SHORT-TERM BORROWINGS (Contd.)

and consumable goods and by book debts, operating cash flows, receivables, revenues whatsoever in nature, present and future. Further, they are secured by pledge of shares representing 51% of the total paid up equity share capital of GKEL held by GEL. The beneficial interest in the security shall rank pari passu among all the rupee lenders and the lenders participating in the bank borrowings for the working capital requirements / bank guarantee facility to the extent as approved by the rupee lenders. The rate of interest is ranging from 12.50% to 13.50% p.a. (March 31, 2014: 12.50% to 13.20% p.a.).

10 Cash credit from banks of ₹ 148.58 crore (March 31, 2014: ₹ 96.07 crore) of EMCO are secured by way of a first charge and registered mortgage of all the immovable properties and movables including plant and machinery, machinery spares, tools and accessories, stock of raw materials, semi-finished goods and consumable goods and by book debts, operating cash flows, receivables, revenues whatsoever in nature, present and future. Further, they are secured by pledge of shares representing 51% of the total paid up equity share capital of EMCO. The beneficial interest in the security shall rank pari passu among all the rupee lenders and the lenders participating in the bank borrowings for the working capital requirements/ bank guarantee facility to the extent as approved by the rupee lenders and secured bond holders. The rate of interest is ranging from base rate of the lender plus 2.25% to 2.75% p.a. (March 2014: base rate of the lender plus 2.25% p.a.).

11 Cash credit from a bank of ₹ 0.28 crore (March 31, 2014: ₹ Nil) of DASPL is secured by way of first charge on DASPL escrow account after payment of statutory dues and dues to DIAL. The rate of interest is bank prime lending rate minus 2.25%, which is subject to reset at the end of agreed interval.

12 Cash credit from banks of ₹ 24.68 crore (March 31, 2014: ₹ 8.19 crore) of DDFS are secured by first charge by way of hypothecation on DDFS's entire stocks of raw materials, semi-finished and finished goods, consumable stores and spares and such other movables including book-debts, bills whether documentary or clean, outstanding monies, receivables, both present and future, in a form and manner satisfactory to the bank and first charge on movable fixed assets of DDFS, both present and future (except those financed by other financial institution), in a form and manner satisfactory to the bank and pledge of 30% of sponsors' shareholding in DDFS worth ₹ 24.00 crore in accordance with section 19(2) and 19(3) of the Banking Regulation Act and escrow agreement between the bank and DDFS for first and exclusive charge on receivables. The rate of interest is 13.25% p.a. (March 31, 2014: 13.25% p.a.).

13 Bank overdraft of ₹ 93.44 crore (March 31, 2014: ₹ 20.87 crore) of GPCL is secured by way of first charge on current assets (inventories and book debts) and second charge on movable assets (other than current assets) of GPCL. The beneficial interest in the security shall rank pari passu among rupee lender and lenders participating in the bank borrowings for the working capital requirements. The rate of interest is ranging from 13.00% to 15.50% p.a. (March 31, 2014: 13.00% to 14.75% p.a.).

14 Bank overdraft of ₹ 78.03 crore (March 31, 2014: ₹ 136.64 crore) of the Company is secured by a first charge on current assets of the EPC division of the Company and a lien on fixed deposits with banks amounting to ₹ 20.55 crore of the Company and the rate of interest is ranging from 13.00% to 13.75% p.a. (March 31, 2014: 13.50% p.a.)

15 Domestic letters of credit of ₹ 201.35 crore (March 31, 2014: ₹ 1,695.53 crore) and foreign letters of credit of ₹ Nil (March 31, 2014: ₹ 1,462.72 crore) of GCHEPL are sub limit to rupee term loans as per the facility agreement entered into by GCHEPL and are secured in the same manner and terms and conditions as that of rupee term loans of GCHEPL. The security details of the rupee term loans have been disclosed in note 5. These letters of credit have been discounted with banks. Rate of interest of domestic letters of credit is ranging from 9.65% to 11.75% p.a. and foreign letters of credit is ranging from 0.92% to 1.01% p.a. (March 31, 2014: 0.82% to 1.25% p.a.).

16 Secured Indian rupee short term loans from banks and financial institutions of ₹ 494.81 crore (March 31, 2014: ₹ 422.08 crore) of KSPL are secured by way of a charge on fixed deposits of the Company and other group companies. The rate of interest is interest rate on fixed deposit plus 1.00% p.a. or base rate whichever is higher. As at March 31, 2015, KSPL has defaulted in the payment of interest of ₹ 3.36 crore (March 31, 2014: ₹ 1.38 crore) for the months of February 2015 and March 2015.

17 Secured Indian rupee short term loan from a bank of ₹ 2.94 crore (March 31, 2014: ₹ Nil) of GCAPL is secured against fixed deposits of GCAPL. The rate of interest is 10.25% p.a.

18 Secured Indian rupee short term loan from a bank of ₹ 130.00 crore (March 31, 2014: ₹ 280.00 crore) of GEL is secured by 10% cash margin in the form of fixed deposit lien marked in favour of the bank. The rate of interest is base rate plus 1.25% p.a. and is repayable in eight equal quarterly instalments commencing from the end of 36th month from the date of first disbursement. GEL has prepaid loan aggregating to ₹ 50.00 crore and ₹ 150.00 crore during the years ended March 31, 2014 and March 31, 2015 respectively. Further, the bank has a put option for full or part of the facility amount at the end of 4.5 months from the date of first disbursement and every 3 months thereafter.

19 Secured Indian rupee short term loan from a bank of ₹ 2.20 crore (March 31, 2014: ₹ 2.21 crore) of CDCTM is secured against trade receivables including unbilled revenue. The rate of interest is ranging from 11.50% to 12.00% p.a.

20 Secured Indian rupee short term loan from a bank of ₹ 5.15 crore (March 31, 2014: ₹ Nil) of GETL is secured by an exclusive charge over the current assets of GETL and an unconditional and irrevocable corporate guarantee by GEL and the Company. The rate of interest is 12.82% p.a.

21 Secured Indian rupee short term loans from a bank of ₹ Nil (March 31, 2014: ₹ 1.14 crore) of DAFF was secured by way of charge on receivables / cash flows / revenue under escrow account, both present and future, after payment of statutory dues and license fees payable to DIAL and rate of interest was 10.30% p.a. (March 31, 2014: 10.25% p.a.).

22 Secured Indian rupee short term loan from banks of ₹ 140.79 crore (March 31, 2014: ₹ 140.79 crore) of GETL are secured against GPCL's bank deposits. The interest rate is ranging from 10.00% to 10.65% p.a. (March 31, 2014: 10.25% to 10.65% p.a.).

23 Secured Indian rupee short term loans from banks of ₹ 189.99 crore (March 31, 2014: ₹ 189.99 crore) of GEL are secured against fixed deposits of GPCL and GVPGL and the rate of interest is ranging from 9.75% to 12.00% p.a.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 8 SHORT-TERM BORROWINGS (Contd.)

24 Secured Indian rupee short term loans from banks of ₹ 68.29 crore (March 31, 2014: ₹ 75.27 crore) of DSPL are secured against fixed deposits of certain Group Companies. The rate of interest is ranging from 10.25% to 11.30% p.a. (March 31, 2014: 10.25% to 10.50% p.a.).

25 Secured foreign currency short term loans from banks of ₹ Nil (March 31, 2014: ₹ 314.46 crore) of GREL were sub limit to rupee term loans as per the facility agreement entered into by GREL and were secured in the same manner and terms and conditions as that of rupee term loans of GREL. The security details of the rupee term loans have been disclosed in note 5. The rate of interest is 6 months LIBOR plus 350 bbps. During the year ended March 31, 2015, these loans were partially converted into long term rupee term loans and the remaining portion was repaid.

26 Secured foreign currency short term loan from a bank of ₹ 9.55 crore (March 31, 2014: ₹ 8.85 crore) of PTGEMS bears an interest rate ranging from 5.25% to 5.50% p.a. (March 31, 2014: 5.50% p.a.) and is secured against trade receivables / inventories and margin money deposits of PTGEMS.

27 Secured foreign currency short term loans from a bank of ₹ 641.07 crore (March 31, 2014: ₹ Nil) of GMCAC is secured against the collateral security of all monies standing in the project debt accounts, all receivables under loans and advances extended by the assignor to GMCAC, all termination payments payable to GMCAC and sponsors under the concession agreement, the proceeds, products and fruits of all the foregoing and the 100% of the total issued and the outstanding capital of GMCAC. The rate of interest is 3.75% p.a.

28 Secured Indian rupee short term loans from a financial institution of ₹ 156.75 crore (March 31, 2014: ₹ Nil) of GEL is secured against (a) exclusive charge by way of pledge on 100% equity shares of GPEL; (b) exclusive charge by way of pledge on 49% equity shares of GTAEPL; (c) exclusive charge by way of pledge on 49% equity shares of GTTEPL; (d) exclusive charge by way of pledge on 26% equity shares of GHVEPL; (e) cross collateralisation with existing securities (including pledge of the Company's shares, mortgage of properties, DSRA deposits and others at the sole discretion of the financial institution) offered for the existing facilities extended to the Group by the lender under the existing loan agreements; (f) corporate guarantee of GMRHL and (g) DSRA deposit of 1 quarter principal and interest obligations on roll over basis. The lender at the end of 6 months from the initial drawdown date and every 12 months thereafter has an option to require GEL to repay the entire loan. The rate of interest is lender's benchmark rate plus 4.00% p.a. spread. The loan is repayable unequally over a period of four years, after a moratorium period of six months.

29 Unsecured foreign currency short term loan from a bank of ₹ 340.52 crore (March 31, 2014: ₹ Nil) of GISPL is secured by a standby letter of credit provided by the Group, up to a limit of USD 5.50 crore and bears interest at 3 months LIBOR plus margin of 1.25% p.a.

30 Unsecured foreign currency short term loans from a bank of ₹ 431.96 crore (March 31, 2014: ₹ 414.36 crore) of GALM is secured through corporate guarantee by GAL. The rate of interest upto March 10, 2015 was 3 months LIBOR plus 375 bbps and from March 11, 2015 the rate of interest has been reduced to 1 month LIBOR plus 125 bbps.

31 Bills of ₹ Nil (March 31, 2014: ₹ 61.76 crore) of PTGEMS carried an interest rate of 2.25% p.a.

32 Unsecured Indian rupee short term loans from banks of ₹ 70.00 crore (March 31, 2014: ₹ Nil) of GETL carry an interest rate of 11.30% p.a.

33 Unsecured Indian rupee short term loans from a bank of ₹ 188.50 crore (March 31, 2014: ₹ Nil) of GBHPL carries an interest rate of 11.30% p.a.

34 Unsecured short term loans from others of ₹ Nil (March 31, 2014: ₹ 28.80 crore) of GETL carried an interest rate of 13.00% p.a.

35 Unsecured short term loans from others of ₹ 1.04 crore (March 31, 2014: ₹ Nil) of WAISL taken from Wipro Limited, carries an interest rate of 10.00% p.a.

NOTE 9 OTHER CURRENT LIABILITIES

Particulars	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Trade payables (including acceptances)	2,035.08	1,759.31
	2,035.08	**1,759.31**
Other liabilities		
Current maturities of long-term borrowings (refer note 5)	5,536.75	5,853.28
Deposits / advances from concessionaires	11.68	15.10
Deposits / advances from commercial property developers	93.41	98.14
Interest accrued but not due on borrowings	202.13	299.86
Interest accrued and due on borrowings	238.32	5.14
Others		
Advances / deposits from customers	1,380.00	1,305.23
Non trade payables (including retention money)	2,583.71	2,618.70
Statutory dues payable	81.12	69.31
Unearned revenue	72.13	59.01
Development fee accrued (to the extent not utilised) (refer note 41)	41.17	150.04
Book Overdraft	22.76	2.36
Other liabilities	94.34	71.67
	10,357.52	**10,547.84**
	12,392.60	**12,307.15**

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE | 10 | TANGIBLE ASSETS

(₹ in crore)

	Freehold land	Leasehold land	Runways, taxiways, aprons etc.	Buildings (including roads)	Bridges, Culverts, Bunders etc.	Plant and machinery	Leasehold improvements	Office equipments (including computers)	Furniture and fixtures (including electrical installations and equipments)	Vehicles and aircrafts	Leased assets - plant and machinery	Leased assets - office equipments	Leased assets - vehicles	Total
Gross block														
Cost or Valuation														
As at April 1, 2013	267.80	123.53	2,685.38	8,224.22	-	9,415.02	259.36	587.64	343.44	334.67	2.46	5.39	0.07	22,248.98
Additions	5.34	79.47	9.69	492.37	-	6,160.42	13.90	12.95	17.36	171.75	-	-	-	6,963.25
Additions on inclusion / additional stake in subsidiaries / jointly controlled entities	17.55	-	-	23.14	-	3.82	9.52	1.58	6.16	0.12	-	-	-	61.89
Disposals	-	-	-	(8.46)	-	(3.46)	(0.27)	(4.19)	(2.34)	(187.25)	-	-	-	(205.97)
Deletions on disposal / dilution of stake in subsidiaries / jointly controlled entities	-	-	-	(1,307.66)	-	(9.33)	(6.56)	(1.09)	(16.32)	(0.99)	-	-	-	(1,341.95)
Adjustments against development fund ('DF')	-	-	0.33	1.56	-	0.97	-	-	0.04	-	-	-	-	2.90
Exchange differences	0.02	(4.50)	37.35	362.80	-	413.34	4.60	5.31	11.93	7.91	-	-	-	838.76
Borrowing costs	-	-	-	66.36	-	816.63	-	-	-	-	-	-	-	882.99
Other adjustments	-	4.76	6.82	43.54	-	(78.03)	-	(0.38)	14.17	4.12	-	(5.39)	-	(10.39)
As at March 31, 2014	**290.71**	**203.26**	**2,739.57**	**7,897.87**	**-**	**16,719.38**	**280.55**	**601.82**	**374.44**	**330.33**	**2.46**	**-**	**0.07**	**29,440.46**
Reclassification	-	18.74	(160.54)	(355.12)	394.19	(777.06)	(18.74)	(229.25)	1,127.22	-	-	-	-	(0.56)
Additions	81.81	27.62	7.01	55.99	-	505.80	5.87	16.44	19.23	2.91	-	-	-	722.68
Additions on inclusion / additional stake in subsidiaries / jointly controlled entities	9.57	-	-	176.89	-	58.68	-	2.81	13.49	0.10	-	-	-	261.54
Disposals	(4.30)	(1.00)	-	(2.16)	-	(3.74)	(1.66)	(23.35)	(5.90)	(6.08)	-	-	-	(48.19)
Deletions on disposal / dilution of stake in subsidiaries / jointly controlled entities	-	-	-	(37.48)	-	(12.82)	(6.42)	(1.68)	(5.85)	-	-	-	-	(64.25)
Adjustments against development fund ('DF')	-	-	0.56	2.50	0.11	1.26	-	-	0.44	-	-	-	-	4.87
Exchange differences	0.01	0.37	15.35	63.19	2.17	55.31	(1.18)	2.14	11.84	2.79	-	-	-	151.99
Borrowing costs	-	-	-	2.37	-	88.19	-	-	-	-	-	-	-	90.56
Other adjustments	-	-	-	(28.56)	-	(75.52)	-	-	-	-	-	-	-	(104.08)
As at March 31, 2015	**377.80**	**248.99**	**2,601.95**	**7,775.49**	**396.47**	**16,559.48**	**258.42**	**368.93**	**1,534.91**	**330.05**	**2.46**	**-**	**0.07**	**30,455.02**
Accumulated depreciation														
As at April 1, 2013	-	-	355.79	989.81	-	2,362.29	26.57	255.37	108.99	76.21	1.98	5.39	0.07	4,182.47
Charge for the year	-	5.24	101.35	329.23	-	636.59	10.88	53.45	39.09	25.78	0.48	-	-	1,202.09
Additions on inclusion / additional stake in subsidiaries / jointly controlled entities	-	-	-	1.05	-	1.80	2.20	0.81	3.31	0.08	-	-	-	9.25
Disposals	-	-	-	(2.06)	-	(0.29)	-	(3.13)	(1.28)	(9.35)	-	-	-	(16.11)
Deletions on disposal / dilution of stake in subsidiaries / jointly controlled entities	-	-	-	(300.50)	-	(4.09)	(1.53)	(0.45)	(11.38)	(0.50)	-	-	-	(318.45)
Exchange differences	-	(0.98)	-	38.88	-	0.31	1.22	0.41	1.68	0.02	-	-	-	41.54
Other adjustments	-	6.34	0.58	4.22	-	(7.58)	-	(0.31)	2.42	0.78	-	(5.39)	-	1.06
As at March 31, 2014	**-**	**10.60**	**457.72**	**1,060.63**	**-**	**2,989.03**	**39.34**	**306.15**	**142.83**	**93.02**	**2.46**	**-**	**0.07**	**5,101.85**
Reclassification	-	-	(9.77)	(53.27)	60.79	(182.06)	0.53	(47.25)	230.55	-	-	-	-	(0.48)
Charge for the year	-	8.41	107.87	330.38	13.17	791.69	14.28	39.91	196.10	24.69	-	-	-	1,526.50
Additions on inclusion / additional stake in subsidiaries / jointly controlled entities	-	-	-	27.59	-	10.17	-	1.16	4.05	0.03	-	-	-	43.00
Disposals	-	(0.03)	-	(0.35)	-	(1.01)	(1.62)	(16.94)	(4.04)	(4.30)	-	-	-	(28.29)
Deletions on disposal / dilution of stake in subsidiaries / jointly controlled entities	-	-	-	(4.92)	-	(5.76)	(2.65)	(1.11)	(2.28)	-	-	-	-	(16.72)
Exchange differences	-	0.01	-	(0.57)	-	0.11	(0.50)	(0.02)	0.11	(0.01)	-	-	-	(0.87)
Other adjustments	-	-	-	-	-	2.24	-	41.42	0.05	0.16	-	-	-	43.87
As at March 31, 2015	**-**	**18.99**	**555.82**	**1,359.49**	**73.96**	**3,604.41**	**49.38**	**323.32**	**567.37**	**113.59**	**2.46**	**-**	**0.07**	**6,668.86**
Accumulated impairment														
As at April 1, 2013	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Charge for the year	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2014	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Charge for the year	-	-	-	-	-	18.00	-	-	-	-	-	-	-	18.00
Other adjustments	-	-	-	-	-	7.64	-	-	-	-	-	-	-	7.64
As at March 31, 2015	**-**	**-**	**-**	**-**	**-**	**25.64**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**25.64**
Net Block														
As at March 31, 2014	**290.71**	**192.66**	**2,281.85**	**6,837.24**	**-**	**13,730.35**	**241.21**	**295.67**	**231.61**	**237.31**	**-**	**-**	**-**	**24,338.61**
As at March 31, 2015	**377.80**	**230.00**	**2,046.13**	**6,416.00**	**322.51**	**12,929.43**	**209.04**	**45.61**	**967.54**	**216.46**	**-**	**-**	**-**	**23,760.52**

Notes:

1. Buildings with a gross book value of ₹ 7,165.88 crore (March 31, 2014: ₹ 6,919.74 crore), runways, taxiways, aprons, bridges, culverts, bunders etc.are on leasehold land.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 10 **TANGIBLE ASSETS** (Contd.)

2. Additions on inclusion / additional stake in subsidiaries / jointly controlled entities includes:
   a. Gross block of ₹ 99.98 crore and accumulated depreciation of ₹ 12.67 crore pertaining to GAEL during the year ended March 31, 2015.
   b. Gross block of ₹ 16.89 crore and accumulated depreciation of ₹ 2.47 crore pertaining to GATL during the year ended March 31, 2015.
   c. Gross block of ₹ 135.10 crore and accumulated depreciation of ₹ 27.86 crore pertaining to DAPSL during the year ended March 31, 2015.
   d. Gross block of ₹ 3.08 crore pertaining to LPPL during the year ended March 31, 2015.
   e. Gross block of ₹ 6.49 crore pertaining to SUPPL during the year ended March 31, 2015.
   f. Gross block of ₹ 34.94 crore and accumulated depreciation of ₹ 1.10 crore pertaining to HFEPL during the year ended March 31, 2014.
   g. Gross block of ₹ 6.83 crore pertaining to NREPL during the year ended March 31, 2014.
   h. Gross block of ₹ 20.12 crore and accumulated depreciation of ₹ 8.15 crore pertaining to DDFS during the year ended March 31, 2014.
3. Deletions on disposal / dilution of subsidiaries / jointly controlled entities includes:
   a. Gross block of ₹ 52.96 crore and accumulated depreciation of ₹ 11.71 crore pertaining to DCSCPL during the year ended March 31, 2015.
   b. Gross block of ₹ 11.29 crore and accumulated depreciation of ₹ 5.01 crore pertaining to DFSPL during the year ended March 31, 2015.
   c. Gross block of ₹ 1,334.24 crore and accumulated depreciation of ₹ 314.86 crore pertaining to ISG during the year ended March 31, 2014.
   d. Gross Block of ₹ 7.71 crore and accumulated depreciation of ₹ 3.59 crore pertaining to SGH, LGM, UEPL, EDWPCPL and TVS GMR during the year ended March 31, 2014.
4. Disposals in Gross block includes ₹ 5.33 crore (March 31, 2014: ₹ 6.39 crore) pertaining to reversal of outstanding liabilities related to project construction which are no longer payable in case of GHIAL and reversal of accumulated depreciation thereon amounting to ₹ 5.08 crore (March 31, 2014: ₹ 1.18 crore)has been adjusted with the depreciation for the year ended March 31, 2015.
5. DF collection charges of ₹ 4.87 crore (March 31, 2014: ₹ 2.90 crore) paid towards development of aeronautical assets in DIAL is capitalised. Refer note 41(ii)(a).
6. During the year ended March 31, 2015, the Group has reclassified some of its assets to new categories pursuant to the introduction of Schedule II of the Companies Act, 2013.
7. Other adjustments / reclassifications in the gross block and accumulated depreciation includes:
   a. Adjustments in gross block of ₹ 24.47 crore (March 31, 2014: ₹ 4.70 crore) and accumulated depreciation of Nil (March 31, 2014: ₹ 0.55 crore)of DIAL towards reduction in liability in final settlement with vendors in respect of Terminal 3. The corresponding depreciation has been adjusted with the depreciation charge for the year ended March 31, 2015.
   b. Adjustments in gross block of ₹ Nil (March 31, 2014: ₹ 4.70 crore) and accumulated depreciation of ₹ Nil (March 31, 2014: ₹ 0.08 crore) of GHASL on reversal of outstanding liabilities pertaining to project construction which are no longer payable.
   c. Adjustments in gross block of ₹ 34.00 crore (March 31, 2014: ₹ Nil) in plant and machinery of GVPGL towards reduction in liability of ₹ 61.00 crore on final settlement of interest free 'Supplier's credit' for ₹ 27.00 crore. As the facility was originally provided by the EPC contractor, the Group has adjusted the difference of ₹ 34.00 crore towards 'Plant and machinery'. The corresponding depreciation has been adjusted with the depreciation charge for the year ended March 31, 2015.
   d. Reclassification of gross block ₹ 0.56 crore (March 31, 2014: ₹ 0.36 crore) and accumulated depreciation of ₹ 0.48 crore (March 31, 2014: ₹0.36 crore) from tangible assets to intangible assets.
   e. Adjustments in gross block of ₹ Nil(March 31, 2014: ₹ 8.47 crore) and in accumulated depreciation of ₹ Nil(March 31, 2014: ₹ 6.34 crore)in leasehold land on account of reclassification of leasehold land from prepaid expenses in a jointly controlled entity.
   f. De-capitalisation in EMCO of ₹ 26.08 crore (March 31, 2014: ₹ Nil) in plant and machinery on account of settlement with a capital vendor and refund received of ₹ 15.40 crore (March 31, 2014: ₹ Nil) from Power Grid Corporation of India Limited ('PGCIL') in respect of point of connection charges paid earlier and refund received from Maharashtra Industrial Development Corporation ('MIDC') in respect of lease hold land ₹ Nil (March 31, 2014: ₹ 3.71 crore). The corresponding depreciation has been adjusted with the depreciation charge for the year ended March 31, 2015.
   g. Adjustments in gross block of ₹ 4.13 crore (March 31, 2014: ₹ Nil) of GAEL on reversal of outstanding liabilities which are no longer payable. The corresponding depreciation has been adjusted with the depreciation charge for the year ended March 31, 2015.
   h. Other adjustments of ₹ 5.39 crore in gross block and ₹ 5.39 crore in accumulated depreciation of leased office equipments during the year ended March 31, 2014 represents represent deletion of leased office equipments pursuant to the completion of finance lease period in GEL.
   i. Other adjustments in accumulated depreciation includes:
      i. In accordance with the provisions of Schedule II of the Companies Act, 2013, the Group has revised the estimated useful lives of its fixed assets of its domestic companies with effect from April 01, 2014 except for certain power sector companies (as detailed in note 10(7)(i)(ii) below) which are following the rates prescribed as per the Central Electricity Regulatory Commission (Terms and Conditions of Tariff) Regulations,

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 10 TANGIBLE ASSETS (Contd.)

2009 and certain assets in Companies in airport sector as stated in note 10(7)(i)(iii) below. Accordingly, the net book value of the fixed assets as at April 01, 2014, is being depreciated on a prospective basis over the remaining useful life, wherever applicable. This change in accounting estimate has resulted in increase in depreciation and amortization expenses for the year ended March 31, 2015 by ₹ 245.69 crore. Further, in case of fixed assets whose useful life on such reassessment had expired as of April 01, 2014, net book value of ₹ 44.27 crore (including deferred tax charge of ₹ 7.35 crore) (including tangible assets ₹ 43.87 crore and intangible assets ₹ 0.40 crore) is adjusted with the deficit in the consolidated statement of profit and loss as of April 01, 2014.

ii. The Group has revised the estimated useful lives of its fixed assets with effect from April 01, 2014 from the rates prescribed as per the Central Electricity Regulatory Commission (Terms and Conditions of Tariff) Regulations, 2009 to the provisions of Schedule II of the Companies Act, 2013, in case of certain domestic power sector Companies, except in case of plant and machinery for which useful life is considered as 25 years as prescribed by Central Electricity Regulatory Commission being the regulatory authority in the energy sector. Accordingly, the net book value of the fixed assets as at April 01, 2014, is being depreciated on a prospective basis over the remaining useful life, wherever applicable. This change in accounting estimate has resulted in decrease in depreciation and amortization expenses for the year ended March 31, 2015 by ₹ 53.69 crore with an corresponding increase in the net block of tangible assets.

iii. On June 12, 2014, the Airport Economic Regulatory Authority ('the Authority') has issued a consultation paper whereby it proposes to lay down, to the extent required, the depreciation rates for certain airport assets. Pending issuance of final notification by the Authority on the useful lives of airport specific assets, the Group has continued to depreciate these assets over their estimated useful lives as determined by the management of the Group based on technical evaluation.

8. Foreign exchange differences in gross block:
   a. Foreign exchange gain of ₹ 4.65 crore (March 31, 2014: ₹ 230.53 crore) on account of the effect of translation of assets held by foreign entities which are consolidated as non-integral foreign operations as per the requirements of AS - 11.
   b. Foreign exchange loss of ₹ 147.34 crore (March 31, 2014: ₹ 608.23 crore) in respect of exchange differences arising on foreign currency monetary items relating to the acquisition of depreciable assets. Refer note 36(i)
9. Depreciation for the year includes ₹ 11.66 crore (March 31, 2014: ₹ 3.88 crore) relating to certain consolidated entities in the project stage, which are included in capital work-in-progress in note 32(a) and intangible assets under development in note 32 (b).
10. Foreign exchange differences in accumulated depreciation represents foreign exchange gain of ₹ 0.87 crore (March 31, 2014: ₹ 41.54 crore foreign exchange loss) on account of the effect of translation of assets held by foreign entities which are consolidated as non-integral foreign operations as per the requirements of AS - 11.
11. Disposals from vehicles and aircraft during the year ended March 31, 2014 include sale of two aircrafts with gross block of ₹ 182.71 crore and accumulated depreciation of ₹ 7.15 crore.
12. EMCO has declared commercial operations of first phase of project on March 19, 2013 and second phase of the project on September 01, 2013. Accordingly the tangible assets and intangible assets have been capitalised on these dates based on the completion certified by the technical team of EMCO. Claims / Counter claims arising out of the project related EPC contracts and non-EPC contracts on account of delays in commissioning of the project and other reasons is pending settlement/ negotiations with the respective vendors. The management believes that any adjustments on account of aforesaid claims/counter claims by the vendors would be adjusted to the cost of the fixed assets in the year of settlement / crystallisation.
13. GKEL has declared commercial operation of Phase 1 of the project constituting Unit 1, 2 and 3 of 350 MW each on April 29, 2013, November 11, 2013 and March 24, 2014 respectively. Accordingly the tangible assets and intangible assets have been capitalised on the dates based on the completion certified by the technical team of GKEL. Certain common items of Phase 2, consisting of Unit 4, which is put to use along with Phase 1 have also been capitalised. Claims/ Counter claims arising out of the project related contracts including EPC contracts and Non-EPC vendors on account of delays in commissioning of the project or any other reasons is pending settlement / negotiations with concerned vendors. GKEL has considered its best estimate of cost on the work completed based on the contract, work and purchase orders issued where the final bills are pending to be received /approved. Any adjustment on account of these contracts / bills would be adjusted to the cost of fixed asset in the year of settlement / crystallisation.
14. Impairment of plant and machinery of ₹ 25.64 crore (including ₹ 7.64 crore during the year ended March 31, 2014 transferred from capital work-in-progress), represents impairment of plant and machinery of ATSCL and GGSPPL. For details, refer note 44(iv) and note 44(v).
15. Additions to plant and machinery include trial run costs of ₹ Nil (March 31, 2014: ₹ 217. 89 crore of GKEL and ₹ 34.61 crore of EMCO).
16. During the year ended March 31, 2014, MTSCL has completed all the works and requested Rajasthan Rajya Vidyut Prasaran Nigam Limited ('RRVPNL') for issue of Commercial Operation Date ('COD') for the project to commence operations. However, RRVPNL have accepted 70% completion w.e.f December 16, 2013. Accordingly, MTSCL had capitalised 70% of the cost incurred in respect of tangible assets during the previous year. During the year ended March 31, 2015, MTSCL has capitalised balance 30% of the cost incurred in respect of tangible assets, pending approval from RRVPNL and the management of the Group is confident of obtaining the pending approval for the remaining 30% of the project.
17. Also refer note 2.1 for changes in useful lives/ depreciation rates of tangible assets.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 11 INTANGIBLE ASSETS

(₹ in crore)

Particulars	Goodwill on consolidation	Airport concessionaire rights	Capitalised software	Carriageways	Mining properties (including deferred exploration and stripping costs)	Technical know-how	Total
Gross block							
Cost or Valuation							
As at April 1, 2013	3,261.84	508.48	103.46	6,145.13	228.20	17.03	10,264.14
Additions	77.90	1.13	4.09	765.44	54.41	-	902.97
Additions on inclusion / additional stake in subsidiaries / jointly controlled entities	-	-	1.08	-	-	-	1.08
Disposals	-	-	(0.51)	(0.26)	-	-	(0.77)
Disposals of the assets impaired in earlier years	-	-	-	-	(98.76)	-	(98.76)
Deletions on disposal / dilution of stake in subsidiaries / jointly controlled entities	-	(11.87)	-	(1,012.10)	-	-	(1,023.97)
Exchange differences	221.43	1.74	(0.39)	-	(11.01)	-	211.77
Borrowing costs	-	-	-	98.22	-	-	98.22
Other adjustments	-	-	0.36	(6.25)	-	-	(5.89)
As at March 31, 2014	**3,561.17**	**499.48**	**108.09**	**5,990.18**	**172.84**	**17.03**	**10,348.79**
Reclassification	-	-	0.56	-	-	-	0.56
Additions	188.82	789.89	3.09	282.53	60.95	0.58	1,325.86
Additions on inclusion / additional stake in subsidiaries / jointly controlled entities	-	-	4.40	-	-	17.60	22.00
Disposals	-	-	(0.01)	-	-	-	(0.01)
Deletions on disposal / dilution of stake in subsidiaries / jointly controlled entities	-	(1.30)	(0.43)	-	-	-	(1.73)
Exchange differences	94.41	27.80	0.04	-	3.05	-	125.30
Borrowing costs	-	-	-	70.43	-	-	70.43
Other adjustments	-	-	-	(0.93)	(27.22)	(3.85)	(32.00)
As at March 31, 2015	**3,844.40**	**1,315.87**	**115.74**	**6,342.21**	**209.62**	**31.36**	**11,859.20**
Accumulated amortization							
As at April 1, 2013	-	49.63	58.14	660.53	24.76	4.90	797.96
Charge for the year	-	9.52	17.85	189.59	36.56	4.08	257.60
Additions on inclusion / additional stake in subsidiaries / jointly controlled entities	-	-	0.94	-	-	-	0.94
Disposals	-	-	(0.43)	-	-	-	(0.43)
Deletions on disposal / dilution of stake in subsidiaries / jointly controlled entities	-	(6.69)	-	(100.91)	-	-	(107.60)
Exchange differences	-	0.94	(0.17)	-	(1.48)	-	(0.71)
Other adjustments	-	-	0.36	-	-	-	0.36
As at March 31, 2014	**-**	**53.40**	**76.69**	**749.21**	**59.84**	**8.98**	**948.12**
Reclassification	-	-	0.48	-	-	-	0.48
Charge for the year	38.56	13.78	14.24	200.06	28.98	2.80	298.42
Additions on inclusion / additional stake in subsidiaries / jointly controlled entities	-	-	2.96	-	-	10.58	13.54
Deletions on disposal / dilution of stake in subsidiaries / jointly controlled entities	-	(1.30)	(0.38)	-	-	-	(1.68)
Exchange differences	-	0.18	-	-	1.05	-	1.23
Other adjustments	-	-	0.40	-	(21.30)	-	(20.90)
As at March 31, 2015	**38.56**	**66.06**	**94.39**	**949.27**	**68.57**	**22.36**	**1,239.21**
Accumulated impairment							
As at April 1, 2013	98.71	-	-	-	98.76	-	197.47
Charge for the year	1.31	-	-	-	-	-	1.31
Disposals	-	-	-	-	(98.76)	-	(98.76)
As at March 31, 2014	**100.02**	**-**	**-**	**-**	**-**	**-**	**100.02**
Charge for the year	97.74	-	-	-	-	-	97.74
As at March 31, 2015	**197.76**	**-**	**-**	**-**	**-**	**-**	**197.76**
Net Block							
As at March 31, 2014	**3,461.15**	**446.08**	**31.40**	**5,240.97**	**113.00**	**8.05**	**9,300.65**
As at March 31, 2015	**3,608.08**	**1,249.81**	**21.35**	**5,392.94**	**141.05**	**9.00**	**10,422.23**

Notes:

1. Additions in goodwill for the year ended March 31, 2015 represents :
   a. Deferred Consideration ₹ 120.22 crore to the erstwhile shareholders of PTDSU as per share purchase agreement.Refer note 44(i).
   b. ₹ 32.66 crore arising out of acquisition of additional stake in DAPSL by GISPL.
   c. ₹ 35.94 crore arising out of acquisition of additional stake in GAEL and GATL by GHIAL

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE | 11 | INTANGIBLE ASSETS (Contd.)

2. Additions in goodwill for the year ended March 31, 2014 represents goodwill on acquisition of additional stake in DDFS ₹ 75.45 crore and acquisition of NREPL and HFEPL ₹ 2.45 crore.
3. Additions in airport concessionaire rights during the year ended March 31, 2015 represents bid premium paid by GMCAC to the Mactan-Cebu International Airport Authority and Department of Transportation and Communication, Republic of the Philippines for the Mactan-Cebu International Airport Project.
4. Additions on inclusion / additional stake in subsidiaries / jointly controlled entities in capitalised software and technical know-how, as applicable, include:
    a. Gross block of ₹ 0.01 crore and accumulated amortisation of ₹ 0.01 crore pertaining to GAEL during the year ended March 31, 2015.
    b. Gross block of ₹ 21.85 crore and accumulated amortisation of ₹ 13.51 crore pertaining to GATL during the year ended March 31, 2015.
    c. Gross block of ₹ 0.14 crore and accumulated amortisation of ₹ 0.02 crore pertaining to DAPSL during the year ended March 31, 2015.
    d. Gross block of ₹ 0.90 crore and accumulated amortisation of ₹ 0.82 crore pertaining to DDFS during the year ended March 31, 2014.
    e. Gross block of ₹ 0.18 crore and accumulated amortisation of ₹ 0.12 crore pertaining to HFEPL during the year ended March 31, 2014.
5. Deletions on disposal / dilution of stake in subsidiaries / jointly controlled entities during the year ended March 31, 2015 in airport concessionaire rights and capitalised software include:
    a. Gross block of ₹ 1.44 crore and accumulated amortisation of ₹ 1.39 crore pertaining to DCSCPL.
    b. Gross block of ₹ 0.29 crore and accumulated amortisation of ₹ 0.29 crore pertaining to DFSPL.
6. Deletions on disposal / dilution of equity stake in subsidiaries / jointly controlled entities in carriageways during the year ended March 31, 2014 represents divestment of shareholding in UEPL. For details, refer note 31(e).
7. Deletions on disposal / dilution of equity stake in subsidiaries / jointly controlled entities in Airport concessionaire rights during the year ended March 31, 2014 represents divestment of shareholding in ISG and LGM. For details, refer note 31(a).
8. Impairment of goodwill represents:
    a. ₹ 61.80 crore of SJK during the year ended March 31, 2015. For details refer note 44(ix).
    b. ₹ 35.94 crore of GAEL and GATL during the year ended March 31, 2015. For details, refer note 42(ii).
    c. ₹ 1.31 crore of MTSCL and ATSCL during the year ended March 31, 2014. For details, refer 44(iv).
9. Exchange difference in goodwill on consolidation represents foreign exchange gain of ₹ 94.41 crore (March 31, 2014: ₹ 221.43 crore) on account of effect of translation of goodwill arising out of consolidation of foreign subsidiaries / jointly controlled entities which are consolidated as non integral foreign operations as per the requirements of AS - 11.
10. Foreign exchange differences in gross block includes foreign exchange gain of ₹ 30.89 crore (March 31, 2014: foreign exchange loss of ₹ 9.66 crore) on account of the effect of translation of intangible assets held by foreign entities which are consolidated as non integral foreign operations as per the requirements of AS - 11.
11. Amortisation for the year includes ₹ 0.73 crore (March 31, 2014: ₹0.82 crore) relating to certain consolidated entities in the project stage, which are included in capital work-in-progress in note 32(a) and intangible assets under development in note 32(b).
12. Foreign exchange differences in accumulated amortisation represents foreign exchange loss of ₹ 1.23 crore (March 31, 2014: exchange gain of ₹ 0.71 crore) on account of the effect of translation of intangible assets held by foreign entities which are consolidated as non integral foreign operations as per the requirements of AS - 11.
13. During the year ended March 31, 2015, the Group has reclassified gross block of ₹ 0.56 crore and accumulated amortisation of ₹ 0.48 crore from tangible assets to intangible assets.
14. Other adjustments in the gross block and accumulated amortisation includes:
    a. Gross block of ₹ 27.22 crore of PTGEMS and accumulated amortisation of ₹ 21.30 crore pertaining to PTGEMS as a result of change in the method of amortisation of stripping costs during the year ended March 31, 2015. Refer note 2.1(f)
    b. Reclassification of gross block ₹ Nil (March 31, 2014: ₹ 0.36 crore) and accumulated amortisation ₹ Nil (March 31, 2014: ₹ 0.36 crore) of GIL from tangible assets to intangible assets.
    c. Gross block of ₹ Nil (March 31, 2014: ₹ 6.25 crore) of GACEPL on account of consideration from NHAI towards settlement of dues incurred for additional works undertaken by GACEPL during construction of carriageways.
    d. Gross block of ₹ 3.85 crore (March 31, 2014: ₹ Nil) of GATL on reversal of outstanding liabilities which are no longer payable. The corresponding amortisation of ₹ 2.76 crore (March 31, 2014: ₹ Nil) has been adjusted with the amortisation for the current year.
    e. Gross block of ₹ 0.93 crore (March 31, 2014: ₹ Nil) of GHVEPL on reversal of outstanding liabilities which are no longer payable. The corresponding amortisation of ₹ 0.03 crore (March 31, 2014: ₹ Nil) has been adjusted with the amortisation for the current year.
    f. Refer note 10(7)(i) regarding the changes in the estimates of depreciation and amortisation expenses during the year ended March 31, 2015.
15. During the year ended March 31, 2015, GOSEHHHPL have capitalised carriageways of ₹ 352.96 crore (including borrowing cost) pursuant to completion of construction of the remaining part of its carriageways.
16. During the year ended March 31, 2014, GHVEPL and GPEPL have capitalised carriageways of ₹ 16.24 crore and ₹ 2.07 crore respectively on account of further construction activities.Further,additions in carriageways during the year ended March 31, 2014 includes ₹ 845.35 crore (including borrowing costs) in gross block of GCORRPL.
17. During the year ended March 31, 2014, the sale transaction towards divestment of the key coal mines in HEGL have been completed pursuant to which the Group have disposed mines of ₹ 98.76 crore which were impaired during the year ended March 31, 2013.
18. Considering the fluctuation in coal prices globally, the management has decided to amortise goodwill pertaining to mining reserves on a systematic basis during the year ended March 31, 2015. Refer 2.1(i).
19. Also refer note 10 (12) and 10 (13) of tangible assets.
20. Also refer note 2.1 for changes in useful lives/ amortisation rates of intangible assets.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 12 NON-CURRENT INVESTMENTS

Particulars		March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Long term - at cost, unquoted			
A. In Equity shares of companies - Trade			
Vemagiri Power Services Limited			
[5,000 (March 31, 2014: 5,000) equity shares of ₹ 10 each, fully paid up]		0.01	0.01
Power Exchange India Limited			
[4,000,000 (March 31, 2014: 4,000,000) equity shares of ₹ 10 each, fully paid up]		4.00	4.00
Indian Highways Management Company Limited			
[565,370 (March 31, 2014: Nil) equity shares of ₹ 10 each, fully paid up]		0.56	-
B. Investment in equity shares of associates - Trade #			
JEPL* (net off share of losses amounting to ₹ 7.29 crore till the date on which JEPL ceased to be a subsidiary and became an associate) [49,117,388 (March 31, 2014: Nil#) equity shares of ₹ 10 each, fully paid up]	41.83		
Less: Share of losses	(12.50)	29.33	-
UEPL* (net off share of losses amounting to ₹ 11.53 crore till the date on which UEPL ceased to be a subsidiary and became an associate) [68,783,615 (March 31, 2014: Nil#) equity shares of ₹ 10 each, fully paid up]	77.28		
Less: Share of losses	(0.48)	76.80	-
EDWPCPL (net off share of losses amounting to ₹ 0.01 crore till the date) [7,839 (March 31, 2014: 7,839) equity shares of ₹ 10 each, fully paid up]	0.07		
Less: Share of losses	(0.01)	0.06	0.06
C. In Equity shares of body corporates - Trade			
GMR Holding (Malta) Limited ('GHML')			
[58 (March 31, 2014: 58) equity shares of EURO 1 each] (₹ 3,924 (March 31, 2014: ₹ 3,924))		0.00	0.00
PT DSSP Power Sumsel			
[125 (March 31, 2014: 125) equity shares with nominal value of Indonesia Rupiah 1,000,000 each, Group's share being 30%]		0.01	0.01
PT Manggala Alam Lestari ('MAL')			
[12,939 (March 31, 2014: 12,939) equity shares with nominal value of Indonesia Rupiah 1,000,000 each, Group's share being 30%]		0.03	0.03
D. In Debentures of companies - Trade			
Kakinada Infrastructure Holdings Private Limited ('KIHPL') **			
[100 (March 31, 2014: 100) 0.10% cumulative optionally convertible Debentures of ₹ 10,000,000 each]		100.00	100.00
E. In Equity shares of companies - Other than trade			
Business India Publications Limited			
[5,000 (March 31, 2014: 5,000) equity shares of ₹ 10 each, fully paid up]		0.01	0.06
Ujjivan Financial Services Private Limited			
[50,000 (March 31, 2014: 50,000) equity shares of ₹ 10 each, fully paid up]		0.05	0.05
Total (A+B+C+D+E)		**210.86**	**104.22**
Less: Current portion of non-current investments (₹ 3,924) (refer note 16)		(0.00)	-
		210.86	**104.22**

Pursuant to the divestments of its investments in JEPL, UEPL and EDWPCPL by the Group during the year ended March 31, 2014, these entites ceased to be subsidiaries and have become associates. Further, the Group had entered into definitive sale agreements with private equity investors for divestment of its stake in JEPL and UEPL, pursuant to which the management had classified the investment as 'current investments' during the year ended March 31, 2014. During the year ended March 31, 2015, since the term for the transfer of the balance shares under the said agreement has expired, these investments have been reclassified as 'long term investments'.

* Refer note 31 (d) and 31(e) for details of definitive sale agreements entered by the Group for divestment of stake in JEPL and UEPL.

** During the year ended March 31, 2011, GSPHPL had invested ₹ 100 crore in KIHPL, a shareholder in KSPL, through cumulative optionally convertible debentures with coupon rate of 0.10% p.a.

GSPHPL is entitled to exercise the option of conversion of the aforesaid debentures into equity shares of KIHPL at a mutually agreed valuation at any time not exceeding 36 months from the date of execution of the debenture agreement (March 18, 2011). This period has been extended by 18 months with effect from March 18, 2014. In the event GSPHPL does not exercise the option to convert the debentures into shares within the said period, the debentures shall be compulsorily converted by KIHPL into equity shares on expiry of the aforementioned period.

Notes:

1. Aggregate amount of non-current unquoted investments - ₹ 210.86 crore (March 31, 2014: ₹ 104.22 crore)
2. Aggregate provision for diminution in the value of non current investments - ₹ 0.05 crore (March 31, 2014: ₹ Nil)

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 13 Loans and advances

	Non-current		Current	
	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Capital advances				
Unsecured, considered good	1,221.64	1,282.79	-	-
(A)	**1,221.64**	**1,282.79**	**-**	**-**
Security deposit				
Unsecured, considered good	64.40	216.39	49.04	38.07
Unsecured, considered doubtful	0.31	0.31	-	-
	64.71	**216.70**	**49.04**	**38.07**
Provision for doubtful deposits	(0.31)	(0.31)	-	-
(B)	**64.40**	**216.39**	**49.04**	**38.07**
Advances recoverable in cash or kind				
Unsecured, considered good	211.79	216.31	362.45	281.85
Unsecured, considered doubtful[1]	16.24	3.18	1.96	0.43
	228.03	**219.49**	**364.41**	**282.28**
Provision for doubtful advances	(16.24)	(3.18)	(1.96)	(0.43)
(C)	**211.79**	**216.31**	**362.45**	**281.85**
Other loans and advances				
Unsecured, considered good				
Advance income-tax (net), including paid under protest	299.40	225.43	-	-
MAT credit entitlement	153.00	145.44	-	0.65
Prepaid expenses	9.70	6.21	70.28	76.23
Loan to others	209.40	238.74	47.43	43.84
Loans to employees	3.40	5.59	9.17	11.16
Deposits / balances with statutory / government authorities	212.02	104.18	48.82	41.35
	886.92	**725.59**	**175.70**	**173.23**
Unsecured, considered doubtful				
Loans to others	49.32	49.32	-	-
Balances with statutory / government authorities	6.23	6.23	-	-
	55.55	**55.55**	**-**	**-**
Provision for doubtful advances	(55.55)	(55.55)	-	-
(D)	**886.92**	**725.59**	**175.70**	**173.23**
Total (A+B+C+D)	**2,384.75**	**2,441.08**	**587.19**	**493.15**

Notes:

1.The Group has given an advance of ₹ 15.00 crore towards investment in Dheeru Powergen Limited. In view of the Orders of the Court as referred in Note 34(b)(xv), the Group has made a provision towards such an advance of ₹ 15.00 crore during the year ended March 31, 2015.

Capital advances includes advances to related parties:				
GMR Projects Private Limited ('GPPL')	690.00	690.00	-	-
Polygon Enterprises Private Limited ('Polygon')	22.90	22.90	-	-
Security deposit includes deposits with related parties:				
GMR Family Fund Trust ('GFFT')	7.75	13.00	31.24	19.08
GMR Bannerghatta Properties Private Limited ('GBPPL')	-	1.12	-	-
GMR Hebbal Towers Private Limited ('GHTPL')	-	135.00	-	-
Corporate Infrastructure Services Limited ('CISL')	8.59	8.59	-	-
Raxa Security Services Limited ('RSSL')	6.13	6.87	0.60	0.48
APFT	-	-	-	0.08
G Varalakshmi	0.09	-	-	-
B Ramadevi	0.02	-	-	-
GPPL	0.02	-	-	-
Advances recoverable in cash or kind includes advances to related parties:				
Airport Authority of India ('AAI')	-	-	9.05	0.94
Asia Pacific Flight Training Sdn Bhd ('APFTSB')	-	-	-	0.26
GFFT	-	-	0.21	-
GHPL	-	-	2.87	0.41
GBPPL	1.11	-	-	-
RSSL	-	-	1.18	-

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 13 Loans and advances (Contd.)

	Non-current		Current	
	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
GPPL	-	-	0.53	-
WAISL	2.09	-	0.52	-
GMCAC	-	-	0.21	-
GEOKNO India Private Limited ('GEOKNO')	-	-	0.37	-
Laqshya	-	-	-	0.06
Celebi Ground Handling Delhi Private Limited ('CELBI GHDPL')	-	-	-	0.33
Cambata Aviation Private Limited ('CAPL')	-	-	-	2.17
Bird World Wide Flight Services India Private Limited ('BWWFSIPL')	-	-	-	1.41
DAFF	-	-	0.11	-
TIM	-	-	0.04	-
CDCTM	-	-	0.05	-
DASPL	-	-	0.04	-
TFS	-	-	0.04	-
Yalorvin Limited (YL)	-	-	0.23	-
Loan to others includes loans to related parties:				
GWT	115.00	115.00	-	-
GPPL	10.00	10.00	-	-
Limak Insaat San. Ve Ticaret A.S. (LISVT)	-	-	0.24	-
RSSL	-	-	1.16	-
UEPL	74.43	74.43	-	-
JEPL	4.50	-	-	-
GMR Varalakshmi Foundation ('GVF')	-	-	8.64	20.34
Laqshya	4.55	5.10	0.55	-
Crossridge Investments Limited ('CIL')	-	2.45	-	-
GMR Holdings Mauritius Limited ('GHLM')	-	-	-	6.43
AAI	-	-	-	7.80
DASPL	-	-	-	0.05
DSSHPL	-	-	-	0.02
DAPSL	-	-	-	1.33
TFS	-	-	-	0.12
WAISL	-	-	-	2.09
DAFF	-	-	-	0.11
CDCTM	-	-	-	0.06
GAEL	-	10.20	-	-

NOTE 14 TRADE RECEIVABLES

Particulars	Non-current		Current	
	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Outstanding for a period exceeding six months from the date they are due for payment				
Unsecured, considered good	47.33	69.13	545.82	586.78
Unsecured, considered doubtful	7.64	3.96	31.97	32.45
	54.97	**73.09**	**577.79**	**619.23**
Provision for doubtful trade receivables	(7.64)	(3.96)	(31.97)	(32.45)
(A)	**47.33**	**69.13**	**545.82**	**586.78**
Other receivables				
Unsecured, considered good	49.83	102.63	1,078.45	1,013.36
Unsecured, considered doubtful	-	-	0.04	0.03
	49.83	**102.63**	**1,078.49**	**1,013.39**
Provision for doubtful trade receivables	-	-	(0.04)	(0.03)
(B)	**49.83**	**102.63**	**1,078.45**	**1,013.36**
Total (A+B)	**97.16**	**171.76**	**1,624.27**	**1,600.14**

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 15 OTHER ASSETS

Particulars	Non-current		Current	
	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Unsecured, considered good unless stated otherwise				
Non-current bank balances (refer note 18)	2,283.68	1,894.24	-	-
(A)	**2,283.68**	**1,894.24**	**-**	**-**
Unamortised expenditure				
Ancillary cost of arranging the borrowings	424.86	397.70	116.56	84.76
(B)	**424.86**	**397.70**	**116.56**	**84.76**
Others, unsecured considered good unless stated otherwise				
Interest accrued on fixed deposits	7.67	9.74	65.51	59.38
Interest accrued on current investments	-	-	0.18	2.30
Development fund receivable (refer note 41)	106.35	511.18	456.20	435.76
Non trade receivables	1,078.27	985.20	70.06	1,756.39
Non trade receivables, considered doubtful	130.99	-	27.27	27.27
Grant receivable from authorities	-	-	0.04	0.04
Unbilled revenue	-	4.87	369.39	316.81
	1,323.28	**1,510.99**	**988.65**	**2,597.95**
Provision for doubtful non trade receivables [refer note 43(iii)]	(130.99)	-	(27.27)	(27.27)
(C)	**1,192.29**	**1,510.99**	**961.38**	**2,570.68**
Total (A+B+C)	**3,900.83**	**3,802.93**	**1,077.94**	**2,655.44**

NOTE 16 CURRENT INVESTMENTS

Particulars	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Other than trade, quoted (valued at lower of cost and fair value)		
A. Investment in equity shares of companies		
Caracara Silver Inc.		
[2,116,451 (March 31, 2014: 2,116,451) unlimited common shares without par value]	0.06	0.25
Western Uranium Corporation		
[14,861 (March 31, 2014: Nil) common shares without par value]	0.36	-
Karur Vysya Bank Limited		
[Nil (March 31, 2014: 27,126) equity shares of ₹ 10 each, fully paid up]	-	1.03
Decimal Software Limited [Formerly known as Aviva Corporation Limited]		
[Nil (March 31, 2014: 4,000,000) common shares without par value]	-	3.09
(i)	**0.42**	**4.37**
Trade, unquoted		
A. Investment in equity shares of associates (refer note 12 for details)		
JEPL [Nil (March 31, 2014: 49,117,388) equity shares of ₹ 10 each, fully paid up]	-	41.83
UEPL [Nil (March 31, 2014: 68,783,615) equity shares of ₹ 10 each, fully paid up]	-	77.28
B. In Equity shares of body corporates		
GHML (refer note 12)	0.00	-
(ii)	**0.00**	**119.11**
Other than trade, unquoted		
A. Investment in mutual funds		
ICICI Prudential - Super Institutional Plan - Growth Option		
[352,962 (March 31, 2014: 30,507) units of ₹ 100 each]	7.30	0.58
Birla Sunlife Cash Plus - Institutional Premium Growth		
[879,921 (March 31, 2014: 3,908,327) units of ₹ 100 each]	19.72	80.32
Birla Sunlife Cash Plus - Growth - Regular Plan		
[1,273,179 (March 31, 2014: 776,693) units of ₹ 100 each]	28.41	15.94
IDFC Cash Fund - Growth - Regular Plan		
[259,782 (March 31, 2014: 1,093) units of ₹ 1,000 each]	44.03	0.17
SBI Premier Liquid Fund - Regular Plan - Growth		
[572,784 (March 31, 2014: 92,502) units of ₹ 1,000 each]	125.49	18.61
Axis Liquid Fund Growth		
[686,364 (March 31, 2014: Nil) units of ₹ 1,000 each]	106.09	-

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 16 **CURRENT INVESTMENTS** (Contd.)

Particulars	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
ICICI Prudential Liquid Regular Plan Growth		
[1,230,627 (March 31, 2014: Nil) units of ₹ 100 each]	25.40	-
IDFC Cash Fund-Super Institutional Plan C-Daily Dividend		
[577,587 (March 31, 2014: Nil) units of ₹ 1,000 each]	95.00	-
Tata Liquid Fund Plan A - Growth		
[62,345 (March 31, 2014: Nil) units of ₹ 1,000 each]	16.04	-
Baroda Pioneer Liquid Fund - Plan A - Growth Option		
[285,607 (March 31, 2014: Nil) units of ₹ 1,000 each]	45.67	-
Axis Liquid Institutional - Growth Option		
[Nil (March 31, 2014: 70,511) units of ₹ 1,000 each]	-	10.00
Birla Sunlife Infrastructure Fund - Plan - Dividend - Payout		
[Nil (March 31, 2014: 4,720,000) units of ₹ 10 each]	-	5.54
IDFC Cash Fund Super Institutional Plan C - Growth		
[Nil (March 31, 2014: 7,722) units of ₹ 1,000 each]	-	1.20
IDBI Liquid Fund - Regular Plan - Growth		
[Nil (March 31, 2014: 137,495) units of ₹ 1,000 each]	-	18.86
Reliance Liquidity Fund Growth Plan		
[Nil (March 31, 2014: 163,297) units of ₹ 1,000 each]	-	30.86
Sundaram Money Fund - Regular Growth		
[3,974,725 (March 31, 2014: 1,853,722) units of ₹ 10 each]	11.70	5.01
TATA Liquid Super High Investment Fund - Appreciation		
[Nil (March 31, 2014: 65,871) units of ₹ 1,000 each]	-	15.57
UTI Liquid Fund - Cash Plan - Institutional Growth		
[Nil (March 31, 2014: 143,654) units of ₹ 1,000 each]	-	30.13
B. Investments in venture capital funds:		
Faering Capital India Evolving Fund		
[90,358 (March 31, 2014: 56,855) units of ₹ 1,000 each]	9.15	4.84
Bharat Nirman Fund		
[1,500,000 (March 31, 2014: Nil) units of ₹ 100 each]	15.00	-
C. Investment in hedge funds:		
Haussmann Holdings		
[32 (March 31, 2014: 36) units of USD 2,555 each]	0.52	0.57
Star Emerging Asia Fixed Income Fund		
[9,998 (March 31, 2014: Nil) units of USD 1,000 each]	63.06	-
Ilya Multisector Strategy Fund		
[100,000 (March 31, 2014: Nil) units of USD 100 each]	63.06	-
D. Investment in other funds:		
CNC Global Opportunities Fund SPC		
[63,500 (March 31, 2014: 63,500) units of USD 1,000 each]	400.43	384.11
Harrington Master		
[4,863 (March 31, 2014: 4,898) units of USD 1,000 each]	30.74	29.56
Shs Global Emerging Strategies Fund Limited		
[50,000 (March 31, 2014: Nil) units of USD 100 each]	31.53	-
Capital Emerging Markets Bond Fund		
[9,998 (March 31, 2014: Nil) units of USD 1,000 each]	63.06	-
(iii)	**1,201.40**	**651.87**
Total - (iv) = (i)+(ii)+(iii)	**1,201.82**	**775.35**

Notes:

1. Aggregate market value of current quoted investments - ₹ 0.42 crore (March 31, 2014: ₹ 4.37 crore)
2. Aggregate amount of current unquoted investments - ₹ 1,201.40 crore (March 31, 2014: ₹ 770.98 crore)
3. Aggregate provision for diminution in the value of current investments - ₹ 0.80 crore (March 31, 2014: ₹ 1.11 crore)

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 17 INVENTORIES (VALUED AT LOWER OF COST AND NET REALISABLE VALUE)

	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Raw materials	95.08	114.02
Work-in-progress	-	82.11
Traded goods / finished goods	127.70	107.70
Stores, spares and components	82.07	55.09
	304.85	**358.92**

NOTE 18 CASH AND BANK BALANCES

	Non-current		Current	
	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Cash and cash equivalents				
Cheques / drafts on hand	-	-	8.49	14.13
Cash on hand / credit card collection	-	-	9.81	11.11
Balances with banks:				
- On current accounts ^^ **	10.18	11.31	1,206.26	822.12
- Deposits with less than three months maturity	-	-	473.56	646.95
	10.18	**11.31**	**1,698.12**	**1,494.31**
Other bank balances				
- Deposits with maturity for more than 12 months	11.39	15.33	15.38	24.88
- Deposits with maturity for more than 3 months but less than 12 months	-	15.18	822.39	279.31
- Restricted deposits * ^	2,262.11	1,852.42	1,368.15	1,522.69
	2,273.50	**1,882.93**	**2,205.92**	**1,826.88**
Amount disclosed under non-current assets (refer note 15)	**2,283.68**	**1,894.24**	**-**	**-**
	-	**-**	**3,904.04**	**3,321.19**

* Includes fixed deposits in GICL of ₹ 609.15 crore (March 31, 2014: ₹ 832.78 crore) with Eurobank, Cyprus. The Republic of Cyprus is presently facing economic difficulties. The management is of the view that in spite of such economic difficulties the amount held as fixed deposit with Eurobank is good for recovery though withdrawal of the amount from the Republic of Cyprus would be subject to restriction as may be imposed by the Central Bank of Cyprus. Accordingly, the amount of deposit has been considered as non current.

** Includes balances in Exchange Earner's Foreign Currency ('EEFC') Accounts

^^ Includes unclaimed dividend of ₹ 0.27 crore (March 31, 2014: ₹ 0.14 crore) and ₹ 9.91 crore (March 31, 2014: ₹ 11.17 crore) towards DSRA maintained by the Company with ICICI. Includes ₹347.65 crore (March 31, 2014: ₹ Nil) towards share application money for issue of rights shares. The funds are received in an escrow account and are restricted till the allotment of equity shares pursuant to the right issue. Refer note 3(f).

^ Restricted deposits includes margin money deposit and deposits with banks that are pledged by the Group with the Government and other authorities and with lenders against long-term and short-term borrowings availed by the Group.

Refer note 5 and note 8 as regards restriction on balances with banks arising in connections with the borrowings made by the Group.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 19 SALES / INCOME FROM OPERATIONS

Particulars	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Sale of products		
Power segment:		
Income from sale of electrical energy	3,067.99	2,287.77
Income from mining activities	455.70	266.70
	3,523.69	**2,554.47**
Traded goods		
Power segment:		
Income from sale of electrical energy	532.56	353.77
Income from coal trading	337.80	426.15
	870.36	**779.92**
Airport segment:		
Non-aeronautical		
Fuel trading	-	203.44
Duty free items	859.65	706.56
	859.65	**910.00**
Sale of services / others		
Power segment:		
Electrical energy transmission charges	56.53	8.22
	56.53	**8.22**
Airport segment:		
Aeronautical	2,905.58	3,331.45
Non-aeronautical	1,263.44	1,364.92
Cargo operations	326.70	287.37
Income from commercial property development	108.36	102.38
	4,604.08	**5,086.12**
Roads segment:		
Annuity income from expressways	366.82	342.33
Toll income from expressways	374.92	395.55
	741.74	**737.88**
EPC segment:		
Construction revenue	86.84	239.75
	86.84	**239.75**
Others segment:		
Income from hospitality services	49.70	106.34
Income from management and other services	142.66	144.27
	192.36	**250.61**
Sales / income from operations	**10,935.25**	**10,566.97**

NOTE 20 OTHER OPERATING INCOME

Particulars	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Interest income on		
Bank deposits	116.37	73.04
Current investments	6.61	6.51
Sale of certified emission reductions	0.35	-
Dividend income on current investments	0.04	0.06
Net gain on sale of current investments	24.58	6.64
Others	4.48	-
	152.43	**86.25**

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 21 OTHER INCOME

Particulars	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Interest income on		
Bank deposits	136.49	124.73
Current investments	-	0.03
Others	31.60	25.32
Provisions no longer required, written back	21.45	14.67
Net gain on sale of current investments	36.49	37.33
Exchange differences (net)	-	29.12
Profit on sale of fixed assets (net)	2.03	13.83
Lease income	8.51	3.77
Income from management fees	41.00	39.86
Miscellaneous income [net of expenses directly attributable to such income are of ₹ Nil (March 31, 2014: ₹ Nil)]	49.89	27.21
	327.46	**315.87**

NOTE 22 COST OF MATERIALS CONSUMED

Particulars	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Inventory at the beginning of the year	114.02	68.95
Add: Purchases	27.87	105.72
	141.89	**174.67**
Less: Inventory at the end of the year	95.08	114.02
	46.81	**60.65**

NOTE 23 PURCHASE OF TRADED GOODS

Particulars	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Purchase of electrical energy	427.45	306.12
Purchase of fuel	-	170.58
Purchase of coal for trading	257.31	280.75
Purchase of duty free items	359.42	287.61
	1,044.18	**1,045.06**

NOTE 24 (INCREASE) / DECREASE IN STOCK IN TRADE

Particulars	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Stock as at April 1,	107.70	73.18
Add: Stock on acquisition of subsidiary during the year	-	35.21
Less: Transferred at cost *	-	7.83
Less: Stock on disposal of a jointly controlled entity during the year	-	7.28
Less: Stock as at March 31,	127.70	107.70
	(20.00)	**(14.42)**

* Transfer at cost on account of takeover of Male International Airport ('MIA') by MACL. Refer note 31(b).

NOTE 25 EMPLOYEE BENEFITS EXPENSES

Particulars	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Salaries, wages and bonus	544.18	506.08
Contribution to provident and other funds	36.69	32.73
Gratuity expenses	8.20	3.01
Staff welfare expenses	30.58	32.40
	619.65	**574.22**

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 26 OTHER EXPENSES

Particulars	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Consumption of stores and spares	64.93	42.50
Electricity and water charges	207.37	212.29
Prompt payment rebate	26.32	20.33
Open access charges paid	107.02	51.01
Airport service charges / operator fees	128.42	107.68
Cargo handling charges	14.36	12.81
Freight	20.73	18.56
Rent [includes land lease rentals of ₹ 10.20 crore (March 31, 2014: ₹ 6.95 crore)]	84.33	111.80
Rates and taxes	76.24	143.97
Insurance	42.32	37.04
Repairs and maintenance		
Plant and machinery	160.71	117.68
Buildings	31.99	51.37
Others	138.28	132.18
Manpower charges	52.24	49.89
Advertising and sales promotion	32.13	44.02
Transmission and distribution charges	169.49	127.65
Travelling and conveyance	54.13	50.10
Communication costs	9.99	10.18
Printing and stationery	6.08	6.69
Legal and professional fees	356.10	372.56
Directors' sitting fees	1.96	1.60
Adjustments to the carrying amount of current investments	3.72	5.29
Adjustments to the carrying amount of long term investments	0.05	-
Loss on derivative contracts (including provisions for mark-to-market loss)	27.25	-
Provision / write off of doubtful advances and trade receivables	33.64	34.81
Exchange differences (net)	52.90	-
Donation (includes corporate social responsibility expenditure)	40.18	22.26
Fixed assets written off / loss on sale of fixed assets (net)	4.05	38.11
Office maintenance	39.68	51.96
Security expenses	30.91	54.76
Logo fees	5.00	9.91
Impairment of intangible assets under development (note 34(b)(xv))	2.37	-
Miscellaneous expenses	96.08	76.08
	2,120.97	**2,015.09**

NOTE 27 DEPRECIATION AND AMORTISATION EXPENSES

Particulars	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Depreciation of tangible assets	1,514.84	1,198.21
Amortisation of intangible assets	297.69	256.78
	1,812.53	**1,454.99**

NOTE 28 FINANCE COSTS

Particulars	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Interest	3,255.34	2,828.54
Bank charges	147.71	75.26
Amortisation of ancillary borrowing costs	168.81	68.08
	3,571.86	**2,971.88**

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 29 EXCEPTIONAL ITEMS - (LOSSES)/ GAINS

Particulars	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Profit on dilution in subsidiaries [refer note 31(d) and 31(e)]	-	69.73
Loss on impairment of assets in subsidiaries [refer note 42(ii)]	(35.94)	-
Profit on sale of assets (consists of exchange differences amounting to ₹ Nil (March 31, 2014: ₹ 63.52 crore))[refer note 31(c)]	-	100.54
Profit on sale of jointly controlled entities (net of expenses directly attributable to such income of ₹ Nil (March 31, 2014: ₹ 164.98 crore)) [refer note 31 (a), 31 (g) and 31 (h)]	34.44	1,658.93
Breakage cost of interest rate swap [refer note 42(ix)]	(91.83)	-
Loss on account of provision towards claims recoverable (including prior period expenditure of ₹ 124.43 crore) [refer note 43(iii)]	(130.99)	-
Loss on impairment of assets in subsidiaries [refer note 44(iv), 44(v) and 44(ix)]	(79.80)	(8.95)
	(304.12)	**1,820.25**

NOTE 30

During the year ended March 31, 2015, the Company received a letter from National Stock Exchange of India Limited ('NSE') whereby Securities and Exchange Board of India ('SEBI') directed NSE to advise the Company to restate the consolidated financial statements of the Group for the year ended March 31, 2013 for the qualifications in the Auditor's Report for the year then ended in respect of the matters stated in the Paragraph 1 and 2 of 'Basis for Qualified Opinion' in the said Auditor's Report, pursuant to the Paragraph 5(d)(ii) of the SEBI Circular CIR/CFD/DIL/7/2012 dated August 13, 2012. Further, SEBI vide Circular CIR/CFD/DIL/9/2013 dated June 5, 2013 had clarified that restatement of books of account indicated in Paragraph 5 of the aforesaid circular shall mean that the Company is required to disclose the effect of revised financial accounts by way of revised pro-forma financial results immediately to the shareholders through Stock Exchanges. However, the financial effects of the revision may be carried out in the annual accounts of the subsequent financial year as a prior period item.

In response to its representations made, the Company received a letter from SEBI dated April 27, 2015, whereby SEBI has re-iterated its earlier advice for restatement of financial results, in terms of the aforementioned circulars. Further, SEBI has advised the Company to restate financial results for financial year 2012-13 and 2013-14 and the effect of these restatement adjustments may be carried out in the annual accounts of the financial year 2014-15, as a prior period item in terms of the aforementioned circulars. With regard to matter described in note 43(iii), the Group made adjustments in these consolidated financial statements for the year ended March 31, 2015. With regard to the matter described in note 44(ii)(b), the Hon'ble High Court of Delhi, while hearing the writ petition filed by the Group in this regard, directed SEBI not to insist on restatement of accounts till the next hearing date, which is scheduled on September 04, 2015. Further, the High Court of Delhi directed the Company that if the accounts for 2014-15 are prepared, the aforementioned issue will be reflected in the accounts and the effect of both capitalisation and non-capitalisation on the net worth will also be disclosed in due prominence, in the financial accounts prepared by the Company. Refer note 44(ii)(b) for the disclosure of such effects.

NOTE 31 DISCONTINUING OPERATIONS

a) During the year ended March 31, 2014, the Company along with its subsidiaries GIGL and GIOL had entered into a definitive agreement ('SPA') with Malaysia Airports MSC Sdn Bhd ('the buyer') for sale of their 40% equity stake in jointly controlled entities ISG and LGM for a sale consideration of Euro 20.90 crore (net of equity gap adjustment of Euro 1.60 crore and subject to debt and other working capital adjustments). The management represented that no further working capital adjustments were made on account of the aforesaid sale transaction. The management based on its internal assessment and a legal opinion was of the view that all 'Conditions Precedent' were either fulfilled or waived or agreed to be not applicable as at March 31, 2014 except for the buyer to obtain approval from Bank Negara Malaysia which was obtained on April 3, 2014. Subsequently after receipt of the sale consideration, the shares were transferred to the buyer on April 30, 2014, in view of which, the Group recognized the profit on the sale of its shares in ISG (net of costs of ₹ 164.98 crore incurred towards such sale) of ₹ 1,658.93 crore, which was disclosed as an 'exceptional item' in these consolidated financial statements of the Group for the year ended March 31, 2014.

   Further, pursuant to the SPA entered with the buyer, the Group has provided a guarantee of Euro 4.50 crore towards claims, as specified in the SPA for a period till December 2015 and in respect of tax claims, if any, the guarantee period is upto May 2019.

   The statement disclosed in note 31(i) of these consolidated financial statements includes the revenue, expenses and cash flows of discontinuing operations with regard to ISG, LGM and SGH.

b) GMIAL entered into an agreement on June 28, 2010 with MACL and Ministry of Finance and Treasury ('MoFT'), Republic of Maldives for the Rehabilitation, Expansion, Modernization, Operation and Maintenance of MIA for a period of 25 years ('the Concession Agreement'). On November 27, 2012, MACL and MoFT issued notices to GMIAL stating that the Concession agreement was void ab initio and that neither MoFT nor MACL had authority under the laws of Maldives to enter into the agreement. It was also stated that MACL would take over the possession and control of MIA within 7 days of the said letter.

   Though GMIAL denied that the contract was void ab initio, MACL took over the possession and control of the MIA and GMIAL vacated the airport effective December 8, 2012. This has resulted in GMIAL's principal activity becoming impossible from the date of takeover. The matter is currently under arbitration and the procedural meeting was held on April 10, 2013. On June 18, 2014, the tribunal delivered its award declaring that the Concession agreement was not void ab initio and is valid and binding on the parties. Further, the tribunal declared that the Government of Maldives ('GoM') and MACL are jointly and severally liable to GMIAL for loss caused by repudiation of the contract. The quantum of the damages is yet to be decided and the damages are limited to the sum which would have been recovered under clause 19.4.3(b) had the Concession Agreement been terminated on grounds of public interest pursuant

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 31 DISCONTINUING OPERATIONS (Contd.)

to clause 19.2.1(h). On November 21, 2014 GMIAL served its schedule of loss on the tribunal and on GoM and MACL together with the termination date claim report and the expert report quantifying the losses incurred by GMIAL and which GMIAL assert are recoverable on account of the tribunal's award. Further, GoM and MACL, on November 26, 2014, served a letter on the tribunal and on GMIAL asserting that the parties to the arbitration have different interpretations of the limitation in Paragraph 167(1)(g) of the aforesaid award of the tribunal ('preliminary issue') and the timetable was agreed by the parties for hearing of the preliminary issue in the first half of 2015. Accordingly, after the tribunal has decided in respect of the preliminary issue, a timetable will be set for the hearing on the substantive quantum of the award. The final outcome of the arbitration is pending as at March 31, 2015. In view of the aforesaid matter, GMIAL continues to reflect assets amounting to ₹ 1,486.96 crore (USD 23.58 crore) including claim recoverable of ₹ 1,145.16 crore (USD 18.16 crore) at their carrying values as at March 31, 2015, net of assets written off of ₹ 202.61 crore during the year ended March 31, 2013. GMIAL's ability to continue its future business operations and consequential impact on net assets / guarantees given by the Company and GIML is solely dependent on the outcome of arbitration and / or a negotiated settlement. However, financial statements of GMIAL as at and for the year ended March 31, 2015 have been prepared and accordingly consolidated on a going concern basis.

Further, GMIAL had executed work construction contracts with GADLIL and other service providers for rehabilitation, expansion, modernization of MIA. Pursuant to the aforesaid takeover of airport, GMIAL has terminated the contracts with GADLIL and these service providers. As per the terms of contracts, in the event of discontinuation of construction, GMIAL is required to pay termination payment to the service providers. GMIAL has received claims of around USD 8.00 crore as at March 31, 2015 from GADLIL and other service providers. However, no such claims relating to the termination of contracts have been recognised in these consolidated financial statements as at March 31, 2015 since the amounts payable are not certain.

Based on the aforesaid award by the tribunal, internal assessment and a legal opinion obtained by GMIAL, the management of the Group is confident that GMIAL would be entitled for compensation under the Concession agreement atleast to the extent of the carrying value of the assets taken over by the GoM / MACL and the subsequent expenditure incurred by GMIAL as at March 31, 2015 and accordingly these consolidated financial statements of the Group do not include any adjustments that might result from the outcome of this uncertainty.

The statement disclosed in note 31(i) of these consolidated financial statements includes the revenue and expenses, the carrying amounts of the total assets and liabilities and cash flows of discontinuing operations with regard to GMIAL.

c) GEL has an investment of ₹ 167.94 crore and granted a loan of ₹ 221.89 crore to HEGL which is outstanding as at March 31, 2015. During the year ended March 31, 2013 the Group had entered into agreements for divestment of the key coal mines held by certain subsidiaries and jointly controlled entities of HEGL subject to obtaining necessary approvals. During the year ended March 31, 2014, the sale transaction was completed for the coal mines of HEGL after obtaining the requisite approvals and the Group had realised a profit of ₹ 37.02 crore on sale of one of such mines, which was disclosed as an 'exceptional item' in these consolidated financial statements of the Group for the year ended March 31, 2014. On account of the disposal of the shares in the entities having the abovementioned mining rights, the Group had recognised foreign exchange gain (inclusive of Foreign Currency Translation Reserve) of ₹ 63.52 crore for the year ended March 31, 2014, which has been disclosed as an 'exceptional item' in these consolidated financial statements of the Group for the year ended March 31, 2014. During the year ended March 31, 2015, the Group has entered into a conditional Share Purchase Agreement for sale of its entire stake in HEGL for CAD 100, subject to obtaining necessary approvals from the relevant authorities.

   The statement disclosed in note 31(i) of these consolidated financial statements includes the revenue and expenses, the carrying amounts of the total assets and liabilities and cash flows of discontinuing operations with regard to HEGL and its subsidiaries.

d) During the year ended March 31, 2013, the Group had entered into definitive sale agreements for divestment of 74% stake in JEPL, an erstwhile subsidiary of the Company to Macquarie SBI Infrastructure Investments Pte Limited and SBI Macquarie Infrastructure Trustee Limited. During the year ended March 31, 2014, the sale transaction was completed and the Group had realised a profit of ₹ 55.08 crore on such sale of shares which was disclosed as an 'exceptional item' in these consolidated financial statements of the Group for the year ended March 31, 2014.

   The statement disclosed in note 31(i) of these consolidated financial statements includes the revenue, expenses and cash flows of discontinuing operations with regard to JEPL.

e) During the year ended March 31, 2014, the Group divested 74% of its stake in UEPL and realised a profit of ₹ 14.65 crore on such divestment, which was disclosed as an 'exceptional item' in the consolidated financial statements of the Group for the year ended March 31, 2014. Further, as at March 31, 2015, the Group has provided a loan of ₹ 74.43 crore to UEPL carrying an interest rate of 0.01% p.a. The loan is repayable by January 22, 2027.

   The statement disclosed in note 31(i) of these consolidated financial statements includes the revenue, expenses and cash flows of discontinuing operations with regard to UEPL.

f) During the year ended March 31, 2014, the Group sold its entire stake of 49% in TVS GMR to the joint venture partner, TVS Logistics Services Limited ('TVSLSL') for ₹ 0.00 crore (₹ 10,000) and terminated the joint venture agreement entered into with TVSLSL.

   The statement disclosed in note 31(i) of these consolidated financial statements includes the revenue, expenses and cash flows of discontinuing operations with regard to TVS GMR.

g) DSSHPL has been merged with DFSPL w.e.f. April 1, 2013, pursuant to a scheme of merger approved by Hon'ble High Court of Delhi. Further, during the year ended March 31, 2015, the Group divested its entire stake of 40 % in DFSPL and realised a profit of ₹ 8.17 crore on such divestment, which has been disclosed as an 'exceptional item' in the consolidated financial statements of the Group for the year ended March 31, 2015.

   The statement disclosed in note 31(i) of these consolidated financial statements includes the revenue and expenses, the carrying amounts of the total assets and liabilities and cash flows of discontinuing operations with regard to DFSPL.

h) During the year ended March 31, 2015, the Group divested its entire stake of 26% in DCSCPL and realised a profit of ₹ 26.27 crore on such divestment, which has been disclosed as an 'exceptional item' in the consolidated financial statements of the Group for the year ended March 31, 2015.

   The statement disclosed in note 31(i) of these consolidated financial statements includes the revenue and expenses, the carrying amounts of the total assets and liabilities and cash flows of discontinuing operations with regard to DCSCPL.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE | 31 | DISCONTINUING OPERATIONS (Contd.)

i) 1) Profit / (loss) from discontinuing operations

(₹ in crore)

Particulars	DCSCPL		DFSPL		HEGL		GMIAL		TVS GMR	ISG	SGH	LGM	UEPL	Consolidation adjustments		Total	
	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2014	March 31, 2014	March 31, 2014	March 31, 2014	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014
Income																	
Revenue from operations:																	
Sales / income from operations	25.10	23.39	16.27	14.34	-	-	-	0.77	-	646.75	-	63.12	82.14	-	-	41.37	830.51
Other income	0.24	1.27	1.44	2.09	0.23	0.54	25.05	0.74	-	2.95	5.97	2.94	1.23	-	-	26.96	17.73
Total	**25.34**	**24.66**	**17.71**	**16.43**	**0.23**	**0.54**	**25.05**	**1.51**	**-**	**649.70**	**5.97**	**66.06**	**83.37**	**-**	**-**	**68.33**	**848.24**
Expenses																	
Cost of materials consumed	-	-	3.87	3.85	-	-	-	-	-	-	-	7.40	-	-	-	3.87	11.25
Purchase of traded goods	-	-	-	-	-	-	-	-	-	170.58	-	-	-	-	-	-	170.58
(Increase) / decrease in stock in trade	-	-	-	-	-	-	-	-	-	(1.05)	-	-	-	-	-	-	(1.05)
Sub-contracting expenses	-	-	-	-	-	-	-	-	-	-	-	-	1.81	-	-	-	1.81
Employee benefits expenses	5.79	5.21	2.78	2.92	0.84	4.19	7.92	8.67	-	33.11	0.17	4.47	1.33	-	-	17.33	60.07
Other expenses	4.70	4.58	2.97	3.46	23.68	29.90	29.63	39.36	0.07	160.95	0.06	29.15	8.80	-	-	60.98	276.33
Utilisation fees	-	-	-	-	-	-	-	-	-	186.18	-	-	-	-	-	-	186.18
Depreciation and amortisation expenses	4.50	4.30	1.14	1.23	-	0.20	0.11	0.08	0.01	70.31	0.10	0.50	23.09	-	-	5.75	99.82
Finance costs	5.80	5.81	0.53	1.35	0.07	2.68	0.01	0.07	-	118.25	2.10	4.33	46.54	-	-	6.41	181.13
Total	**20.79**	**19.90**	**11.29**	**12.81**	**24.59**	**36.97**	**37.67**	**48.18**	**0.08**	**738.33**	**2.43**	**45.85**	**81.57**	**-**	**-**	**94.34**	**986.12**
Profit/ (loss) before exceptional items, tax expenses and minority interest	**4.55**	**4.76**	**6.42**	**3.62**	**(24.36)**	**(36.43)**	**(12.62)**	**(46.67)**	**(0.08)**	**(88.63)**	**3.54**	**20.21**	**1.80**	**-**	**-**	**(26.01)**	**(137.88)**
Exceptional items - (losses)/ gains																	
Profit on dilution in subsidiaries [refer note 31(d) and 31(e)]	-	-	-	-	-	-	-	-	-	-	-	-	-	-	69.73	-	69.73
Profit on sale of assets (consists of exchange differences amounting to ₹ Nil (March 31, 2014: ₹ 63.52 crore)) [refer note 31(c)]	-	-	-	-	-	100.54	-	-	-	-	-	-	-	-	-	-	100.54
Profit on sale of jointly controlled entities (net of expenses directly attributable to such income of ₹ Nil (March 31, 2014: ₹ 164.98 crore)) [refer note 31 (a), 31 (g) and 31 (h)]	-	-	-	-	-	-	-	-	-	-	-	-	-	34.44	1,658.93	34.44	1,658.93
Profit/ (loss) before tax expenses and minority interest	**4.55**	**4.76**	**6.42**	**3.62**	**(24.36)**	**64.11**	**(12.62)**	**(46.67)**	**(0.08)**	**(88.63)**	**3.54**	**20.21**	**1.80**	**34.44**	**1,728.66**	**8.43**	**1,691.32**
Tax expenses																	
Current taxes	-	-	-	-	-	-	0.01	-	-	-	-	-	-	-	51.18	0.01	51.18
Tax adjustments for prior years	0.05	(0.27)	-	-	-	-	-	(0.46)	-	-	-	(0.59)	-	-	-	0.05	(1.32)
Less: MAT credit written off / (entitlement)	0.16	-	-	-	-	-	-	-	-	-	-	-	-	-	(45.20)	0.16	(45.20)
Deferred tax expenses/ (credit)	-	-	-	-	-	-	0.03	(0.01)	-	-	-	-	-	-	-	0.03	(0.01)
Profit/ (loss) after tax expenses and before minority interest	**4.34**	**5.03**	**6.42**	**3.62**	**(24.36)**	**64.11**	**(12.66)**	**(46.20)**	**(0.08)**	**(88.63)**	**3.54**	**20.80**	**1.80**	**34.44**	**1,722.68**	**8.18**	**1,686.67**
Minority interest - share of (profit) / loss	(1.56)	(1.78)	(4.89)	(0.61)	-	-	2.91	19.26	-	-	-	-	-	-	-	(3.54)	16.87
Net Loss / (Profit) after minority interest	**2.78**	**3.25**	**1.53**	**3.01**	**(24.36)**	**64.11**	**(9.75)**	**(26.94)**	**(0.08)**	**(88.63)**	**3.54**	**20.80**	**1.80**	**34.44**	**1,722.68**	**4.64**	**1,703.54**

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 31 DISCONTINUING OPERATIONS (Contd.)

2) The carrying amount of the total assets and liabilities attributable to the discontuning operations are as follows:

(₹ in crore)

Particulars	DCSCPL		DFSPL		HEGL		GMIAL		TVS GMR	ISG	SGH	LGM	UEPL	Total	
	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2014	March 31, 2014	March 31, 2014	March 31, 2014	March 31, 2014	March 31, 2015	March 31, 2014
Total Assets	-	54.58	-	10.51	2.50	19.87	1,122.35	1,043.22	-	-	-	-	-	1,124.85	1,128.18
Total Liabilities	-	48.38	-	10.88	0.98	8.05	1,057.00	1,009.10	-	-	-	-	-	1,057.98	1,076.41
Net Assets	**-**	**6.20**	**-**	**(0.37)**	**1.52**	**11.82**	**65.35**	**34.12**	**-**	**-**	**-**	**-**	**-**	**66.87**	**51.77**

3) Net cash flows attributable to the discontinuing operations are as tabulated below

Particulars	DCSCPL		DFSPL		HEGL		GMIAL		TVS GMR	ISG	SGH	LGM	UEPL	Total	
	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2014	March 31, 2014	March 31, 2014	March 31, 2014	March 31, 2014	March 31, 2015	March 31, 2014
Cash flow from / (used in) operating activities	2.66	8.07	(2.41)	3.04	(3.95)	(57.56)	(59.82)	(50.67)	(1.82)	51.59	(0.77)	6.10	60.68	(63.52)	18.66
Cash flow from / (used in) investing activities	(1.09)	(2.99)	(0.06)	(1.01)	(4.30)	176.34	(15.26)	0.72	-	(20.43)	(0.03)	3.63	5.93	(20.71)	162.16
Cash flow from / (used in) financing activities	(0.89)	(10.75)	2.35	(2.09)	(2.09)	(126.72)	36.86	(0.07)	1.47	(1.12)	0.89	(7.77)	(72.98)	36.23	(219.14)
Net cash inflows/ (outflows)	**0.68**	**(5.67)**	**(0.12)**	**(0.06)**	**(10.34)**	**(7.94)**	**(38.22)**	**(50.02)**	**(0.35)**	**30.04**	**0.09**	**1.96**	**(6.37)**	**(48.00)**	**(38.32)**

1) The disclosures with regard to net cashflows attributable to the discontinuing operations do not include net cash inflow on sale of stake in these entities.
2) The disclosures with regard to profit/ (loss) from discontinuing operations do not include share of loss from associates recognised during the year ended March 31, 2015.
3) The diclosures with regard to TVS GMR, ISG, LGM and UEPL have not been provided for the year ended March 31, 2015 as these entities have been disposed during the year ended March 31, 2014.Further with the disposal of ISG, SGH has ceased to be a jointly controlled entity as at March 31, 2014.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 32 (a) CAPITAL WORK IN PROGRESS

Particulars	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Capital expenditure incurred on tangible assets	11,358.04	16,384.09
Salaries, allowances and benefits to employees	364.07	466.25
Contribution to provident and other funds	23.21	28.72
Staff welfare expenses	16.75	25.14
Rent [includes land lease rentals of [₹ 2.29 crore (March 31, 2014: ₹ 1.64 crore)]	98.43	120.77
Repairs and maintenance		
Buildings	5.65	7.56
Others	36.91	68.34
Rates and taxes	42.76	51.76
Insurance	37.74	64.62
Legal and professional fees	552.79	560.94
Travelling and conveyance	140.86	187.18
Communication costs	10.16	12.74
Depreciation of tangible assets	19.85	17.03
Amortisation of intangible assets	4.95	4.37
Interest costs	4,108.70	3,703.73
Amortisation of ancillary borrowing costs	87.50	56.34
Bank charges	299.00	408.31
Printing and stationery	3.68	4.72
Exchange differences (net)	190.10	500.61
Trial run costs	117.25	294.62
Power and Fuel	8.42	21.29
Brokerage and commission	-	7.31
Community development expenses	22.05	28.43
Security charges	29.33	23.08
Miscellaneous expenses	63.48	95.31
(i)	**17,641.68**	**23,143.26**
Less: Other income		
Interest income on bank deposits	150.94	123.61
Net gain on sale of current investments	40.99	53.04
Revenue from sale of infirm power	-	42.11
Miscellaneous income [net of expenses directly attributable to such income ₹ Nil (March 31, 2014: ₹ Nil)]	11.29	10.08
(ii)	203.22	228.84
Total - (iii) = (i) - (ii)	**17,438.46**	**22,914.42**
Less: Apportioned over the cost of tangible assets	598.16	7,816.67
Less: Provision for impairment during the year [refer note 44(iv)]	-	7.64
Less: Sale of jointly controlled entities during the year	1.31	-
Less: Dilution in a subsidiary, consequent to which the subsidiary became an associate as at the balance sheet date	-	181.26
(iv)	**599.47**	**8,005.57**
Total - (v) = (iii) - (iv)	**16,838.99**	**14,908.85**

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 32 (b) INTANGIBLE ASSETS UNDER DEVELOPMENT

Particulars	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Capital expenditure incurred on intangible assets	623.03	1,576.13
Salaries, allowances and benefits to employees	120.92	114.61
Contribution to provident and other funds	5.34	6.32
Staff welfare expenses	6.78	5.20
Rent	3.64	7.51
Repairs and maintenance		
Others	5.28	7.36
Rates and taxes	3.79	3.31
Insurance	1.63	4.97
Legal and professional fees	128.65	124.63
Travelling and conveyance	19.06	18.64
Communication costs	3.25	2.87
Depreciation of tangible assets	0.83	0.27
Amortisation of intangible assets	0.20	0.36
Interest costs	108.03	165.67
Amortisation of ancillary borrowing costs	14.44	3.91
Bank charges	17.37	24.59
Printing and stationery	0.17	0.22
Miscellaneous expenses	29.62	54.83
(i)	**1,092.03**	**2,121.40**
Less: Other income		
Interest income on bank deposits	0.10	0.34
Net gain on sale of current investments	1.48	2.34
Miscellaneous income [net of expenses directly attributable to such income ₹ Nil (March 31, 2014: ₹ Nil)]	0.03	0.04
(ii)	**1.61**	**2.72**
Total - (iii) = (i) - (ii)	**1,090.42**	**2,118.68**
Less: Government grant received [refer note 32(b)(i) and 32(b)(ii) below]	177.13	420.99
Less: Apportioned over the cost of intangible assets (net of grant adjusted)	414.01	872.70
Less: Impairment during the year	2.37	-
Less: Transferred to claims recoverable	88.43	-
Less: Sale of jointly controlled entities during the year	0.03	-
(iv)	**681.97**	**1,293.69**
Total - (v) = (iii) - (iv)	**408.45**	**824.99**

Note 32(b)(i) - GOSEHHHPL is entitled to a grant of ₹ 340.92 crore as cash support by way of an outright grant for meeting the project cost from NHAI subject to the satisfaction of the conditions as per Article 25 of the Concession Agreement. The grant is to be deposited in escrow account and is to be utilised towards the project cost. As at March 31, 2015, GOSEHHHPL has received a grant of ₹ 340.92 crore (March 31, 2014: ₹ 319.01 crore) against the aforesaid sanction and the same has been deducted from the cost of carriageways under intangible assets. Further, out of the grant amount of ₹319.01 crore received as at March 31, 2014, ₹174.03 crore was deducted from Carriageways under intangible assets and ₹144.98 crore was deducted from the cost of intangible assets under development.

Note 32(b)(ii) - GCORRPL is entitled to a grant of ₹ 300.00 crore as project support fund by way of a grant, which is to be disbursed on a quarterly basis based on the progress of the project and the expenditure incurred by the concessionaire on the civil works as per the disbursement methodology of the project fund as specified in clause 30.2.1 of the concession agreement entered into by GCORRPL with the Government of Tamil Nadu ('GoTN'). As at March 31, 2015, GCORRPL has received a grant of ₹ 280.96 crore (March 31, 2014: ₹ 276.01 crore) against the aforesaid sanction. Out of the grant amount of ₹ 280.96 crore received as at March 31, 2015, ₹ 270.72 crore has been deducted from carriageways under intangible assets and ₹ 10.24 crore has been deducted from the cost of intangible assets under development.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 33 EARNINGS PER SHARE (EPS)

Particulars	March 31, 2015	March 31, 2014
Nominal value of equity shares (₹ per share)	1.00	1.00
Weighted average number of equity shares used in computing earnings per share	4,232,805,171	3,892,432,532
Profit / (loss) after minority interest from continuing and discontinuing operations (₹ in crore)	(2,733.29)	10.01
EPS - Basic and diluted (₹ per share)	(6.46)	0.03
Profit / (loss) after minority interest from continuing operations (₹ in crore)	(2,737.93)	(1,693.53)
EPS - Basic and diluted (₹ per share)	(6.47)	(4.35)
Profit / (loss) after minority interest from discontinuing operations (₹ in crore)	4.64	1,703.54
EPS - Basic and diluted (₹ per share)	0.01	4.38

Notes:

1. ₹Nil (March 31, 2014: ₹ 2,250) was receivable towards equity shares and for the computation of weighted average number of equity shares outstanding during the year ended March 31, 2014, these shares were considered as partly paid-up shares. These shares have been forfeited during the year ended March 31, 2015.
2. Considering that the Group has incurred loss during the year ended March 31, 2015, the allotment of shares against share warrants and share application money pending allotment would decrease the loss per share for the year ended March 31, 2015 and accordingly has been ignored for the purpose of calculation of diluted earnings per share.
3. Refer note 3(c) pertaining to the terms / rights attached to CCPS.
4. Refer note 3(h) as regards further issue of shares during the year ended March 31, 2015.

NOTE 34 CONTINGENT LIABILITIES

a) Contingent Liabilities:

Particulars	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Corporate guarantees	3,118.17	4,274.37
Bank guarantees/ Letter of credit outstanding	2,106.74	1,988.90
Land lease rent payable	0.50	-
Bond issued to custom authorities	112.00	112.00
Fixed deposits pledged against loans taken by enterprises where key management personnel and their relatives exercise significant influence	21.00	15.00
Fixed deposits pledged against loans taken by Welfare trust for GMR Group Employees ('WTGGE')	130.50	125.50
Claims against the Group not acknowledged as debts	730.05	668.70
Matters relating to income tax under dispute	116.06	85.29
Matters relating to indirect taxes duty under dispute	848.47	783.65
Arrears of cumulative dividends on preference share capital issued by a subsidiary	55.52	33.85

b) Others in addition to 34(a) above:

i. During the year ended March 31, 2010, GVPGL was granted a refund of customs duty of ₹ 69.10 crore which was paid earlier towards the import of plant and machinery. Considering that the cost of plant and machinery included the customs duty, the refund was adjusted to the cost of the asset and related depreciation expense of ₹ 11.19 crore, charged from the date of capitalisation till the date of grant of such refund, was credited to the statement of profit and loss during the year ended March 31, 2010. GVPGL received a refund of ₹ 59.11 crore.

a. During the year ended March 31, 2011, GVPGL had received an intimation from the Office of the Joint Director General of Foreign Trade ('DGFT') for cancellation of duty drawback refund order received in 2009-10 to the extent of ₹ 9.99 crore, in view of which, GVPGL had restored the capitalisation of customs duty and adjusted the cost of the asset and the related depreciation expense of ₹ 2.39 crore, chargeable from the date of capitalisation till the date of cancellation of such refund, was adjusted with the depreciation for the year ended March 31, 2011.

b. During the year ended March 31, 2012, GVPGL had received a further intimation from DGFT for cancellation of duty drawback refund order of ₹ 59.11 crore received in 2009-10, thereby seeking refund of the amount GVPGL received earlier. Based on an expert's opinion, the management of the Group is confident that the duty drawback refund granted earlier was appropriate and that the cancellation of the duty drawback refund is not tenable. Accordingly, no adjustment has been made with regard to the refund of ₹ 59.11 crore already received by GVPGL in these consolidated financial statements of the Group.

c. GVPGL has filed a writ petition with the Hon'ble High Court of Delhi in November 2011. During the year ended March 31, 2015, the matter has been transferred to the Hon'ble Supreme Court of India and will be concluded along with other similar cases.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 34 CONTINGENT LIABILITIES (Contd.)

ii. During the year ended March 31, 2011, GPCL had received a refund of customs duty of ₹ 29.57 crore which was paid earlier towards the import of the plant and machinery and which was passed on to Tamil Nadu Generation and Distribution Corporation Limited ('TAGENDCO') (formerly known as Tamil Nadu Electricity Board 'TNEB') as a pass through as per the terms of PPA. During the year ended March 31, 2012, GPCL had received an intimation for cancellation of the duty draw back refund received earlier. The Group does not foresee any liability in respect of the same demand as a liability, if any, is to be recovered from TAGENDCO, the ultimate beneficiary of the refund received earlier. However pending settlement of the matter, the same has been considered as a contingent liability in these consolidated financial statements of the Group.

iii. During the year ended March 31, 2015, in respect of matter detailed in note 44(vi), TAGENDCO has claimed ₹ 285.00 crore before Tamil Nadu Electricity Regulatory Commission ('TNERC') against GPCL.

iv. During the year ended March 31, 2012, GVPGL had received a demand of ₹ 48.21 crore for the period September 2006 to November 2011 from the Chief Electrical Inspectorate, GoAP, whereby GoAP had imposed electricity duty on generation and sale of electrical energy calculated at the rate of six paise for each electricity unit generated by GVPGL since commencement of commercial operations. Based on an internal assessment and an expert opinion, the management of the Group is confident that the provisions of Electricity Duty Act and Rules, 1939 ('Electricity Rules') in respect of payment of electricity duty are not applicable to GVPGL. Accordingly electricity duty liability of ₹ 58.30 crore (March 31, 2014: ₹ 58.30 crore) for the period September 2006 to March 2015 has been considered as a contingent liability in these consolidated financial statements of the Group.

v. During the year ended March 31, 2012, GEL received an intimation from the Chief Electrical Inspectorate, GoAP, whereby GoAP had demanded electricity duty on generation and sale of electrical energy amounting to ₹ 11.06 crore calculated at the rate of six paise for each electricity unit generated by GEL for the period from June 2010 to December 2011. GEL filed a writ petition with the Hon'ble High Court of Judicature of Andhra Pradesh at Hyderabad against the intimation by GoAP and it was granted a stay order on deposit of 1/3rd of the duty demanded within a stipulated time. GEL had not made the requisite deposit and accordingly the interim stay was automatically vacated.

However, based on an internal assessment and a legal opinion obtained by GEL, the management is confident that the provisions of Electricity Rules in respect of payment of electricity duty are not applicable to GEL and accordingly electricity duty liability of ₹ 14.61 crore (March 31, 2014: ₹ 14.61 crore) for the period from June 2010 to March 2015 has been considered as a contingent liability and accordingly no adjustments have been made in these consolidated financial statements of the Group.

vi. As at March 31, 2015, the South Delhi Municipal Corporation ('SDMC') (earlier known as Municipal Corporation of Delhi ('MCD')) had demanded property tax of ₹ 105.18 crore on the land and properties at Indira Gandhi International Airport, New Delhi ('Delhi Airport'). DIAL had filed a writ petition in the Hon'ble High Court of Delhi challenging the applicability of the Delhi Municipal Corporation (Amendment) Act, 1957 on the land and properties at the Delhi Airport and had deposited an amount of ₹ 16.98 crore (in addition to ₹ 13.68 crore paid during earlier years) under protest against these demands. SDMC has brought the 'Airports & Airports properties' within the purview of property tax w.e.f the financial year 2013-14. Accordingly, an amount of ₹ 5.83 crore and ₹ 6.94 crore has been paid by DIAL towards property tax for the year 2014-15 and 2013-14 respectively as per self-assessment, which has been charged to the statement of profit and loss on time proportionate basis.

The Hon'ble High Court of Delhi vide its order dated September 13, 2013, directed DIAL to make a proposal to the SDMC for settlement of property tax dues. Consequently, SDMC vide its order dated February 10, 2015, revised its demand of property tax to ₹ 60.96 crore and also levied interest of ₹ 24.99 crore for assessment years 2006-07 to 2012-13.

DIAL provided for ₹ 60.96 crore and interest of ₹ 24.99 crore making the total provision of ₹81.87 crore (net of self-assessment tax paid of ₹ 4.08 crore till the year ended March 31, 2013) as at March 31, 2015 (March 31, 2014: ₹ 57.75 crore). DIAL is still contesting on the tax and interest demand. The matter is pending with the Hon'ble High Court of Delhi and is now listed for hearing on September 17, 2015.

Accordingly no further adjustments have been made to these consolidated financial statements of the Group.

vii. GEL had entered into a Power Purchase Agreement ('PPA') with Karnataka Power Transmission Corporation Limited for supply of energy during the period December 15, 1997 to July 7, 2008. GEL had a Fuel Supply Agreement ('FSA') with a fuel supplier towards purchase of Naptha for generation of electricity during the aforementioned period. The FSA provided for payment of liquidated damages to the fuel supplier in the event that there was a shortfall in the purchase of the annual guaranteed quantity.

During the year ended March 31, 2013, GEL received a notice for Good Faith Negotiation under erstwhile FSA entered into between GEL and the fuel supplier with respect to dispute regarding liquidated damages amounting to ₹ 296.16 crore along with an interest of ₹ 5.55 crore towards failure of GEL to purchase the annual guaranteed quantity for the period from November 21, 2001 to June 6, 2008. GEL vide its letter dated October 31, 2012 had disputed the demand from the fuel supplier towards the aforementioned damages.

During the year ended March 31, 2014, the fuel supplier had filed a petition in the Hon'ble High Court of Karnataka seeking appointment of a sole arbitrator for the resolution of the dispute. GEL filed its reply on January 8, 2014, and as per the High Court order dated September 11, 2014 arbitrators have been appointed. During the year ended March 31, 2015, the fuel supplier submitted its statement of claim amounting to ₹ 272.63 crore (after adjusting dues of ₹ 29.08 crore payable to GEL) towards liquidated damages and interest at the rate of 15% per annum on such liquidated damages. Further, GEL filed its statement of defense and counter claim amounting to ₹ 35.96 crore along with interest at the rate of 18% per annum. The final outcome of the arbitration is pending conclusion. However based on its internal assessment and a legal opinion, the management of the

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 34 CONTINGENT LIABILITIES (Contd.)

Group is confident that the claim of the fuel supplier towards such liquidated damages is not tenable and accordingly no adjustments have been made in these consolidated financial statements of the Group and the claim from the fuel supplier has been considered as a contingent liability as at March 31, 2015.

viii. In case of DIAL, w.e.f. June 1, 2007, the AAI has claimed service tax on the monthly annual fee payable to them considering the same as rental from immovable property w.e.f June 1, 2007. DIAL has disputed the grounds of the levy under relevant provisions of the OMDA and based on a legal opinion obtained in this regard, is of the view that transaction between AAI and DIAL is neither a franchisee agreement nor a renting of immovable property, which are specified taxable services under Section 65(105) of Finance Act. DIAL has filed a writ petition with Hon'ble High Court of Delhi and is pending for hearing as at March 31, 2015. Based on an internal assessment and legal opinion obtained, the management of the Group is of the view that no adjustments are required in these consolidated financial statements of the Group.

ix. DIAL and GHIAL have been utilizing Passenger Service Fees (Security Component) ('PSF (SC)') towards capital expenditure and cost of maintenance of such capital asset as per the provisions of Standard Operating Procedure ('SOP'), guidelines and clarifications issued by Ministry of Civil Aviation ('MoCA') from time to time. MoCA has issued the order vide order no. AV 13024 /03/2011-AS (Pt. I) dated February 18, 2014 requiring the airport operators to reverse the expenditure since inception to till date, towards procurement and maintenance of security systems / equipments and on creation of fixed assets out of PSF (SC) escrow account opened and maintained by DIAL and GHIAL in a fiduciary capacity.

As at March 31, 2015, DIAL and GHIAL have incurred ₹ 296.90 crore and ₹ 91.26 crore (excluding related maintenance expenses and interest thereon), respectively towards capital expenditure out of the PSF (SC) escrow account as per SOPs, guidelines and clarification issued by MoCA from time to time on the subject of utilisation of PSF (SC) funds.

In the opinion of the management of DIAL and GHIAL, the above order is contrary to and inconsistent with SOPs, guidelines and clarification issued by MoCA from time to time in this regard and as such had challenged the said order before Hon'ble High court of Delhi and Hon'ble High Court of Judicature of Andhra Pradesh respectively. In case of DIAL, the Hon'ble High Court, vide its order dated March 14, 2014, stayed recovery of amount already utilized by DIAL from PSF (SC) Escrow Account till date. The matter is pending for hearing as at March 31, 2015. In case of GHIAL, the Hon'ble High Court of Hyderabad, vide its Order dated March 3, 2014 followed by further clarification dated April 8, 2014 and December 24, 2014 stayed the MoCA order with an undertaking that, in the event the decision of the writ petition goes against GHIAL, it shall reverse all the expenditure incurred from PSF (SC).

Based on an internal assessment, the management of the Group is of the view that no adjustments are required to be made to these consolidated financial statements for the year ended March 31, 2015.

x. MoCA issued a Circular No.AV 13028/001/2009-AS dated January 8, 2010, giving fresh guidelines regarding the expenditure which could be met out of the PSF(SC) and was subsequently clarified by MoCA vide order dated April 16, 2010. Based on the said circular, DIAL is not debiting aforesaid security expenditure to PSF (SC) escrow account. Further, vide circular No.AV 13024/43/2003-SS (AD) dated May 17, 2012, it was further directed that any such expenditure already debited was required to be credited back to PSF (SC) account. However, security expenditure amounting to ₹ 24.48 crore was already incurred prior to April 16, 2010 and was debited to PSF (SC) account.

DIAL has filed a writ petition with the Hon'ble High Court of Delhi challenging the applicability of the said circulars/letters issued by MoCA. The Hon'ble High Court of Delhi, vide its order dated December 21, 2012 has restrained MoCA from taking any coercive measures in the form of initiation of criminal proceedings against DIAL and the matter is pending for hearing as at March 31, 2015.

Based on an internal assessment and the aforesaid order of the Hon'ble High Court, the management is confident that no liability in this regard would be payable and as such no provision has been made in these consolidated financial statements of the Group.

xi. The Director General of Central Excise Intelligence, New Delhi has issued a Show Cause Notice F. NO. 574/CE/41/2014/Inv./PT.II/11327 dated October 10, 2014 on DIAL, proposing a demand of service tax of ₹ 59.91 crore (excluding interest and penalty) considering Advance Development Costs ('ADC') collected by DIAL from the Commercial Property Developers under the service tax category 'Renting of Immovable Property'. However, based on an internal assessment and legal opinions obtained by DIAL in this regard, the management is of the view that service tax is not leviable on ADC as these are collected for development of certain infrastructure facilities for the common use and not for the exclusive use of any developer.

Further, the management of DIAL has replied to the show cause notice referred to above with appropriate authority on April 17, 2015 and is of the view that no adjustments are required to be made to these consolidated financial statements for the year ended March 31, 2015.

xii. HMACPL has accrued customs officers' salaries stationed at air cargo terminal based on debit notes raised by the customs department on GHIAL as the ultimate cost has to be borne by the custodian i.e. HMACPL. GHIAL had filed a writ petition under Article 226 of the Constitution of India in the Hon'ble High Court of Judicature of Andhra Pradesh at Hyderabad against the demand raised by customs department. During the year ended March 31, 2013, GHIAL had received an order from the Hon'ble High Court of Judicature of Andhra Pradesh at Hyderabad (Single Judge), stating that the grounds on which the levy was made by customs department were wholly unsustainable and accordingly, HMACPL had reversed the accrued cost of custom's authorities amounting to ₹ 14.02 crore for the period from March 23, 2008 to March 31, 2012.

Subsequent to the above order, the customs department preferred an appeal against the same and on November 2, 2012, a bench of two judges of the Hon'ble High Court of Judicature of Andhra Pradesh at Hyderabad passed an order for interim suspension of the said order passed by the Hon'ble

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 34 CONTINGENT LIABILITIES (Contd.)

Single Judge. The management, based on internal assessment/legal opinion, is confident that there is no financial impact of this interim suspension order and accordingly, no further adjustment has been made to these consolidated financial statements of the Group.

xiii. In respect of ongoing land acquisition process of KSPL, there are claims of different types pending before various judicial forums. These claims are subject to judicial verdicts as at March 31, 2015 which are pending settlement and accordingly, no adjustments have been made to these consolidated financial statements of the Group for the year ended March 31, 2015.

xiv. The Deputy Commissioner of Commercial Taxes, Bhubaneshwar demanded ₹ 171.61 crore (March 31, 2014: ₹ 152.83 crore) for non-payment of entry tax on imported plant and machinery from outside India as per Orissa Entry Tax Act, 1999. GKEL has deposited ₹ 23.62 crore (March 31, 2014: ₹ 23.17 crore) under protest and has filed an appeal before Appellate authorities and Special Leave Petition ('SLP') before Hon'ble Supreme Court of India. However, based on an internal assessment, the management of the Group is of the view that the demand of entry tax is not tenable and accordingly, no further adjustments have been made in these consolidated financial statements and the same has been considered as a contingent liability as at March 31, 2015.

xv. Pursuant to a writ petition filed before the Hon'ble Supreme Court of India ('the Court'), the Court through its Orders dated August 25, 2014 and September 24, 2014 ('the Orders') cancelled the allocations of all but four coal blocks made between 1993 and 2010 as the Court has considered the allocations being arbitrary and illegal under the applicable laws. The allocation of the Rampia coal mine to RCMEPL was cancelled by the aforesaid Orders. The Group has made a provision for carrying value of its net assets in RCMEPL amounting to ₹ 2.37 crore during the year ended March 31, 2015. Further, the Group has provided bank guarantees of ₹ 22.18 crore on behalf of RCMEPL to the Ministry of Coal ('MoC'). The management of the Group has been legally advised that the invocation of the bank guarantee of ₹ 22.18 crore provided by Group is highly unlikely as the coal allocation has been cancelled by the Court. Considering that RCMEPL has not commenced production, the management of the Group is of the view that no penalties can be levied and accordingly the aforesaid Orders of the Court do not have any further consequential impact on these consolidated financial statements of the Group for the year ended March 31, 2015.

xvi. A search under Section 132 of the IT Act was carried out at the premises of the Company and certain entities of the Group by the Income Tax Authorities on October 11, 2012, followed by search closure visits on various dates during the year ended March 31, 2013, to check the compliance with the provisions of the IT Act. The Income Tax Department has subsequently sought certain information / clarifications. During the year ended March 31, 2015, block assessments have been completed for some of the companies of the Group and appeals have been filed with the Income Tax department against the disallowances made in the assessment orders. The management of the Group believes that it has complied with all the applicable provisions of the IT Act with respect to its operations.

xvii. Also refer note 31(a) as regards guarantees provided to the buyer of ISG & LGM as per the terms of SPA.

xviii. Refer note 40(ii) for details of contingent liabilities on issue of non-cumulative compulsorily convertible non-participatory preference shares by GAL to Investor I and Investors II.

xix. Refer note 40(i) for details of contingent liabilities on issue of fully paid up compulsorily convertible cumulative preference shares ('CCCPS') by GEL.

c) **Litigations provided for:**

i. Provision for customs duty including interest thereon on imports made by the Group ₹ 11.36 crore (March 31, 2014: ₹ 11.36 crore).

ii. Provision made in respect of disputes towards utilisation of duty entitlement pass book scrips ₹ 0.21 crore (March 31, 2014: ₹ Nil).

iii. Provision made for excise duty being disputed by the central excise authorities with regard to refund of excise duty ₹ 4.60 crore (March 31, 2014: ₹ 4.60 crore).

iv. Provision made for value added tax ('VAT') being disputed by VAT authorities ₹ 0.66 crore (March 31, 2014: ₹ 0.66 crore).

v. Provision made with regard to service tax matters ₹.2.44 crore (March 31, 2014 : ₹ 2.43 crore).

vi. Refer note 34(b)(vi) with regard to provision of property tax in case of DIAL.

NOTE 35 CAPITAL COMMITMENTS

a) Capital commitments

Particulars	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
Estimated value of contracts remaining to be executed on capital account, not provided for (net of advances)	2,003.47*	7,771.46

*Includes ₹ 111.90 crore payable towards certain coal mines allocated to the Group in terms of the Coal Mines (Special Provision) Ordinance 2014 read with Coal Mines (Special Provision) Second Ordinance, 2014 promulgated and the Coal Mines (Special Provision) Rules, 2014 framed for auction and allotment of coal blocks.

b) Other commitments

i. Entities in roads sectors have entered into various Concession agreements with concessionaires for periods ranging from 17.5 years to 25 years from achievement of date of COD / Appointed Date as defined in the respective Concession agreements, whereby these entities have committed to comply with certain key terms and conditions pertaining to construction of roads / highways in accordance with the timelines and milestones as defined in the respective Concession agreements, COD as per the respective Concession agreements, construction, management, payment of fees (including revenue share), operation and maintenance of roads / highways in accordance with the respective Concession agreements, performance of the

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 35 (b) OTHER COMMITMENTS (Contd.)

obligations under the respective financing agreements, non-transfer or change in ownership without the prior approval of the concessionaire and transfer of the roads / highways projects on termination of relevant agreements or in case of defaults as defined in the respective Concession agreements and utilisation of grants received as per the requirements of the respective concession agreements.

ii. Entities in airports sector have entered into various agreements with Concessionaires for periods ranging from 25 years to 30 years extendable by another 30 years in certain cases on satisfaction of certain terms and conditions of respective Concession agreements from dates as defined in the respective agreements for development, rehabilitation, expansion, modernisation, operation and maintenance of various airports in and outside India. Pursuant to these agreements, these entities have committed to comply with various terms of the respective agreements which pertains to payment of fees (including revenue share), development / expansion of Airports in accordance with the timelines and milestones as defined in the respective agreements, achievement of COD as per the respective agreements, development, management, operation and maintenance of airports in accordance with the respective agreements, performance of various obligations under the respective financing agreements, non-transfer or change in ownership without the prior approval of respective airport concessionaires, compliance with the applicable laws and permits as defined in the respective agreements, transfer of airports on termination of agreements or in case of defaults as defined in the respective agreements.

iii. Certain entities in power sector have entered into PPAs with customers, pursuant to which these entities have committed to sell power of contracted capacity as defined in the respective PPAs, make available minimum Plant Load Factor ('PLF') over the period of tariff year as defined in the respective PPAs. The PPAs contain provision for disincentives and penalties in case of certain defaults.

iv. Certain entities in power sector have entered into fuel supply agreements with suppliers whereby these entities have committed to purchase and suppliers have committed to sell contracted quantity of fuel for defined period as defined in the respective fuel supply agreements, including the fuel obtained through the suppliers outside India.

v. One of the overseas entities in power sector and the Government of Indonesia (Government) have entered into Coal Sale agreement for a defined period pursuant to which the entity is required to pay to the Government, amount equivalent to a specified percentage of proceeds from sale of the coal by the entity. Further, based on a regulation of the Government, all Companies holding mining rights have an obligation to pay an exploitation fee equivalent to certain percentage, ranging from 3% - 5% of sales, net of selling expenses.

vi. One of the overseas entities in power sector (as the buyer) and its jointly controlled entity (as the seller) in power sector have entered into a Coal Sales Agreement for Sale and Purchase of Coal, whereby the buyer entity and seller entity have committed to, respectively, take delivery and to deliver, minimum specified percentage of the Annual Tonnage as specified in the Agreement for each Delivery Year, based on the agreed pricing mechanism. The buyer entity is also committed to use the coal for the Agreed Use, provided that it shall not sell any Coal to any person domiciled or incorporated in the country in which the seller entity operates.

vii. Certain entities in the power sector have entered into Long Term Assured Parts Supply and Maintenance Agreements with sub-contractors whereby these entities have committed to pay fixed charges in addition to variable charges based on operating performance as defined in the agreements. The entities have also committed to pay incentives on attainment of certain parameters by the sub-contractors.

viii. One of the entities in airports sector is committed to pay every year a specified percent of previous year's gross revenue as operator fee to the airport operator for the period specified in the Airport operator agreement.

ix. One of the entities in airports sector has entered into a tripartite Master Service Agreement ('MSA') with the service provider and the holding company of the service provider, whereby this entity is committed to pay annually to the service provider if the receivable of the service provider falls short of subsistence level (as defined in the said MSA). Also in case of delay in payment of dues from customers to the service provider, this entity would fund the deficit on a temporary basis till the time the service provider collects the dues from aforementioned customers.

As at March 31, 2015, this entity has funded ₹ 9.62 crore (March 31, 2014: ₹ 8.58 crore) towards shortfall in collection from the customers.

x. The Group has entered into agreements with the lenders of certain subsidiaries wherein it has committed to hold at all times at least 51% of the equity share capital of these subsidiaries and not to sell, transfer, assign, dispose, pledge or create any security interest except pledge of shares to the respective lenders as covered in the respective agreements with the lenders.

xi. The Group has provided commitment to fund the cost overruns over and above the estimated project cost or cash deficiency, if any, to the lenders of its project stage subsidiaries, to the extent as defined in the agreements executed with the respective lenders.

xii. Certain entities in power sector have made a commitment towards expenditure on corporate social responsibilty activities amounting to ₹ 71.05 crore (March 31, 2014: ₹ 72.79 crore) and towards land lease rentals as per the long term land lease agreements entered into by the entities amounting to ₹ 9.84 crore (March 31, 2014: ₹ 10.30 crore).

xiii. In respect of Group's investments in certain jointly controlled entities, other joint venture partners have the first right of refusal in case any of the joint venture partners intend to sell its stake subject to other terms and conditions of respective joint venture agreements.

xiv. In respect of Group's investments in jointly controlled entities, the Group cannot transfer / dispose its holding for a period as specified in the respective joint venture agreements.

xv. During the year ended March 31, 2015, the Group has been allocated certain coal mines for GCHEPL. The Group has undertaken not to pass on certain mining cost to the customers.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 35 (b) OTHER COMMITMENTS (Contd.)

xvi. Refer note 44(i) as regards deferred consideration payable to the erstwhile shareholders of PTDSU.

xvii. Refer note 49 for commitments relating to lease arrangements.

xviii. Refer note 37 as regards negative grant payable to concessionaries of road entities.

xix. Refer note 40 for commitments arising out of convertible preference shares.

xx. Shares of the certain subsidiaries / jointly controlled entities have been pledged as security towards loan facilities sanctioned to the Group.

NOTE 36 FOREIGN CURRENCY TRANSACTIONS

The MCA, Government of India ('GoI') vide its Notification No GSR 225 (E) dated March 31, 2009 prescribed certain changes to AS - 11 on 'The Effects of Changes in Foreign Exchange Rates'.

The Group has, pursuant to adoption of such prescribed changes to the said Standard, exercised the option of recognizing the exchange differences arising in reporting of foreign currency monetary items at rates different from those at which they were recorded earlier, in the original cost of such depreciable assets in so far such exchange differences arose on foreign currency monetary items relating to the acquisition of depreciable assets. Accordingly,

i. Exchange loss amounting to ₹ 147.34 crore (March 31, 2014: ₹ 608.23 crore) have been adjusted to the cost of depreciable assets in these consolidated financial statements of the Group.

ii. Exchange loss of ₹ 2.42 crore (March 31, 2014: exchange gain of ₹ 4.88 crore), net of amortisation, on long term monetary asset has been accumulated in the 'Foreign currency monetary item translation difference account' and is being amortised in the statement of profit and loss over the balance period of such long term monetary asset. The unamortised balance as at March 31, 2015 amounts to exchange loss of ₹ 0.05 crore (March 31, 2014: exchange gain of ₹ 2.37 crore).

NOTE 37 NEGATIVE GRANT

In accordance with the terms of the Concession agreement entered into with NHAI by GACEPL dated November 16, 2005, GACEPL has an obligation to pay an amount of ₹ 174.75 crore by way of Negative Grant to NHAI. GACEPL has paid an amount of ₹ 108.34 crore (March 31, 2014: ₹ 108.34 crore) and the balance amount of ₹ 66.41 crore (March 31, 2014: ₹ 66.41 crore) has been disclosed as negative grant under 'Long term borrowings' in these consolidated financial statements of the Group. Refer note 43(i) regarding the details of arbitration pursuant to which the arbitration tribunal has stayed the payment of negative grant of GACEPL during the years ended March 31, 2014 and March 31, 2015.

(₹ in crore)

Name of the subsidiary	Date of Concession Agreement	Total negative grant	Repayment details	Payable as at March 31, 2015	Payable as at March 31, 2014
GACEPL	November 16, 2005	174.75	Unequal yearly installments over next 3 years	66.41	66.41

NOTE 38 UTILISATION FEES

In case of ISG, pursuant to the implementation agreement between Under secretariat for Defense Industries (Administration) and consortium consisting of LISVT, the Company and Malaysia Airports Holding Berhad (MAHB), utilisation fee of Euro 193.20 crore was payable in annual installments over the final 17 years of the 20 year concession period, starting from 2011. The concession period was extended by a total of 665 days through February 2030 for an additional concession fee totaling approximately Euro 24.40 crore. The utilisation fees was accounted as below:

i. Utilisation fee was charged as per units of usage method, based on revenue projections with a corresponding credit to utilisation fees liability.

ii. During the year ended March 31, 2014, the Group entered into a SPA for sale of their entire equity stake in ISG and accordingly, the utilisation fees receivable/payable have not been reflected in these consolidated financial statements as at March 31, 2014 and March 31, 2015 (also refer note 31(a)).

NOTE 39 TRADE RECEIVABLES

i. The Government of Karnataka vide its Order No. EN 540 NCE 2008 dated January 1, 2009 ('the Order') invoked Section 11 of the Electricity Act, 2003 ('the Electricity Act') and directed GEL to supply power to the State Grid during the period January 1, 2009 to May 31, 2009 at a specified rate. The period was subsequently extended up to June 5, 2009 vide Order No. EN 325 NCE 2009 dated September 22, 2009. GEL had a contract with a buyer till January 31, 2009 at a selling rate higher than such specified rate and, as such, filed a petition before the Hon'ble High Court of Karnataka challenging the Order. Revenue in respect of power supplied during January 2009 has been recognised in the books as per the original contracted rate, based on a legal opinion. The differential revenue, so recognised in the books, amounts to ₹ 44.76 crore.

   Based on the interim directions of the Hon'ble High Court of Karnataka in the month of March 2009, Karnataka Electricity Regulatory Commission ('KERC') has recommended a higher band of tariff than the specified rate in the Order. However, revenue for the four months period ended June 05, 2009 has been recognised, on a prudent basis, as per the rate specified in the Order.

   The Hon'ble High Court of Karnataka, in its order dated March 26, 2010, dismissed the petition of GEL challenging the Order by invoking section 11(1) of the Electricity Act with a direction that if the Order had any adverse financial impact on GEL, then a remedy is provided to GEL to approach the appropriate commission under the Electricity Act empowered to offset the adverse financial impact in such manner as it considers appropriate. GEL had filed a SLP

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 39 TRADE RECEIVABLES (Contd.)

before the Hon'ble Supreme Court of India to appeal against the said Order of the Hon'ble High Court of Karnataka, and had sought ex-parte ad-interim order staying the operation of the said Order and to direct Electricity Supply Commissions ('ESCOMs') to pay minimum rate prescribed by KERC. Additionally, GEL filed a petition before KERC to decide on the adverse financial impact suffered by GEL because of invoking of powers u/s 11(1), in reply to which the Government of Karnataka undertakings ('respondents') filed their reply on April 26, 2012 contesting GEL's claim of ₹ 166.75 crore and had made a counter claim of ₹ 223.53 crore against GEL on account of adverse impact suffered by the respondents. In response to counter claim made by the respondent, GEL filed an updated petition with KERC on September 6, 2012.

In reply to the petition filed by GEL, KERC, vide their order dated November 30, 2012 through majority judgment directed for a tariff of ₹ 6.90 per Kwh for the entire period for which the Order was in force to offset the adverse financial impact suffered by GEL. GEL has filed an appeal before the APTEL, New Delhi challenging the KERC's order to the limited extent that KERC has failed to fully offset the adverse financial impact suffered by GEL. Further, during the year ended March 31, 2013, GEL has withdrawn its SLP filed before the Hon'ble Supreme Court of India. During the year ended March 31, 2014, respondents filed a review petition before KERC against the majority judgment passed by it, which was rejected by KERC.

During the year ended March 31, 2015, GEL received an order dated May 23, 2014 from APTEL allowing the tariff at ₹ 6.90 per unit for all electricity supplied from January 1, 2009 to May 31, 2009 and directed the respondents to pay interest at the rate of 12% from the date of KERC order. The respondents have filed a civil appeal before the Hon'ble Supreme Court of India against APTEL order and GEL has filed an execution petition seeking execution of the above mentioned order of APTEL.

In view of the Orders received from KERC and APTEL and a legal opinion, the management of GEL is confident that there will not be any adverse financial impact on the Group with regard to these transactions and accordingly, no adjustment has been made in these consolidated financial statements pending final resolution of the matter.

ii. As at March 31, 2015, the power segment companies have receivables (including unbilled revenue) from TAGENDCO aggregating to ₹ 320.83 crore (March 31, 2014: ₹ 336.43 crore). Based on an internal assessment, collections by the Group from TAGENDCO during the year ended March 31, 2015 and various discussions that the Group had with TAGENDCO, the management of the Group is confident of recovery of such receivables and accordingly, no adjustment has been made in these consolidated financial statements of the Group.

iii. As at March 31, 2015, GVPGL has total receivables of ₹ 10.98 crore (March 31, 2014: ₹10.98 crore) towards MAT reimbursement claim recognised by GVPGL. MAT reimbursement claim has not been acknowledged by the customer of GVPGL. During the year ended March 31, 2013, Andhra Pradesh Electricity Regulatory Commission ('APERC') had issued an order whereby APERC had directed the customer to pay the MAT reimbursement claim along with interest after validation of payment of MAT by GVPGL. Pursuant to the said order, GVPGL had submitted the copies of bank challans.

During the year ended March 31, 2014, GVPGL had filed an application in APERC for early enforcement of the aforesaid order passed by APERC. The customer had filed an appeal in APTEL against the said order of APERC along with an application for condonation of delay in filing the appeal. However, the said condonation of delay and the appeal have been dismissed by APTEL.

During the year ended March 31, 2015, the customer has approached Hon'ble Supreme Court of India against the aforementioned order of APERC. Hon'ble Supreme Court of India has admitted the appeal and has directed APERC to assess the amount due to GVPGL within a month from March 13, 2015 and on completion of such assessment, the customer shall secure half of amount due by way a of bank guarantee on any nationalised bank and the remaining shall be paid directly to GVPGL within a month thereafter. APERC is in the process of assessment of the amount due to GVPGL.

Based on an internal assessment, the management of the Group is confident of recovery of such receivables and accordingly, no provision towards such receivables has been made in these consolidated financial statements of the Group.

iv. During the year ended March 31, 2015, GKEL recognised revenue of ₹ 313.13 crore based on a provisional tariff, pending petition filed with CERC for 'Tariff Determination' and ₹340.96 crore as revenue based on PPA tariff for which GKEL filed petition with CERC for Tariff Review. In addition, during the year ended March 31, 2014, GKEL recognized revenue of ₹ 96.07 crore based on a provisional tariff basis in view of 'Tariff Determination Petition" and 'Tariff Review Petition' filed by GKEL pending before CERC and APTEL.

Based on an internal assessment, the management of the Group is confident of recovery of such receivables and accordingly, no provision towards such receivables has been made in these consolidated financial statements of the Group.

v. DIAL has a receivable (including unbilled revenue) of ₹ 405.57 crore as at March 31, 2015 (March 31, 2014: ₹ 444.12 crore) from Air India and its subsidiaries. In view of continuing "Airport Enhancement and Financing Service Agreement" with The International Air Transport Association for recovery of dues from Air India and its subsidiaries, DIAL considers its dues from Air India and its subsidiaries as good and fully recoverable.

vi. During the year ended March 31, 2015, EMCO has recognised an income of ₹ 14.19 crore as per the terms of PPA, in respect of sale of energy to Maharashtra State Electricity Distribution Company Limited ('MSEDCL'). MSEDCL has disputed the revenue of EMCO, however APTEL vide its order dated May 08, 2015 has rejected the claim of MSEDCL and accordingly no adjustments have been made in these consolidated financial statement.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 40 PREFERENCE SHARES ISSUED BY SUBSIDIARIES

Preference shares issued by subsidiaries include the following:

Particulars	March 31, 2015 ₹ in crore	March 31, 2014 ₹ in crore
CCCPS issued by GEL	588.07	588.07
Non-cumulative compulsorily convertible non-participatory preference shares issued by GAL	396.18	404.63
0.0001% non-cumulative redeemable preference shares issued to ICICI by GEL	-	162.90
Total	**984.25**	**1,155.60**

i. During the year ended March 31, 2011, GEL had issued 13,950,000 CCCPS of ₹ 1,000 each. These preference shares were held by Claymore Investments (Mauritius) Pte Limited, IDFC Private Equity Fund III, Infrastructure Development Finance Company Limited, IDFC Investment Advisors Limited, Ascent Capital Advisors India Private Limited and Argonaut Ventures (collectively called as Investors). These preference shares were convertible upon the occurrence of Qualifying Initial Public Offering ('QIPO') of equity shares of GEL. In case of non-occurrence of QIPO within 3 years of the closing date, as defined in the terms of share subscription and shareholders agreement between the parties, investors had the right to require GIL to purchase the preference shares or if converted, the equity shares in GEL at an agreed upon internal rate of return ('IRR'). In case GIL failed to purchase the preference shares within 180 days from the date of notice by the Investors, the CCCPS holder had the sole discretion to exercise the various rights under clause 11.18 of the share subscription and shareholders agreement including the conversion of CCCPS into equity shares of GEL / buyback of the converted shares by GEL.

During the year ended March 31, 2014, GEL entered into an amended and restated share subscription and shareholders agreement ('Amended SSA') with the investors, GIL and other GMR group companies. The Investors continue to hold 6,900,000 CCCPS in GEL and a new investor GKFF Capital subscribed to additional 325,000 CCCPS of ₹ 1,000 each (collectively referred to as 'Portion B securities').

As per the Amended SSA and Share Purchase Agreement between the investors, GEL and other Group Companies, 7,050,000 CCCPS with a face value of ₹ 705.00 crore ('Portion A securities') have been bought by GREEL and GEPML for a consideration of ₹ 1,169.17 crore and accordingly an amount of ₹464.17 crore representing consideration paid in excess of face value of Portion A securities has been adjusted against accumulated deficit in the statement of profit and loss in the consolidated financial statements for the year ended March 31, 2014. Portion A securities shall be converted into equity shares of GEL as per the terms prescribed in clause 5 of the SPA not later than the date of conversion of Portion B securities. As defined in the terms of Amended SSA, GEL has to provide an exit to the Portion B Securities investors within 30 months from last return date (November 29, 2013) at the agreed price of ₹ 1,278.67 crore ('Investor exit amount'). In case of non-occurrence of QIPO within 24 months from the last return date, GMR Group may give an exit to Portion B securities investors at investor exit amount by notifying them the intention to purchase the preference shares within 30 days from the expiry of the 24th month. In case of non-occurrence of QIPO or no notification from GMR group companies as stated aforesaid, the Portion B securities investors have the sole discretion to exercise the various rights under clause 10 of the Amended SSA.

Further on March 27, 2014, GEL has converted 1,344,347 Portion B securities into 110,554,848 equity shares of ₹ 10 each at a premium of ₹ 2.16 per share as per the terms of clause 4.2 of the Amended SSA so as to enable the Portion B securities investors to participate in proposed QIPO by way of an offer for sale whenever such QIPO is made.

ii. During the year ended March 31, 2011, GAL issued 2,298,940 non-cumulative compulsory convertible non-participatory preference shares ('CCPS 1') bearing 0.0001% dividend on the face value of ₹ 1,000 each fully paid up amounting to ₹ 229.89 crore at a premium of ₹ 2,885.27 each totaling to ₹ 663.31 crore to Macquaire SBI Infrastructure Investments 1 Limited, ('Investor I') for funding and consolidation of airport related investments by the Group. Further, during the year ended March 31, 2012 GAL issued 1,432,528 non-cumulative compulsory convertible non-participatory preference shares ('CCPS 2') bearing 0.0001% dividend on the face value of ₹ 1,000 each fully paid up amounting to ₹ 143.25 crore at a premium of ₹ 3,080.90 each totaling to ₹ 441.35 crore to Standard Chartered Private Equity (Mauritius) III Limited, JM Financial - Old Lane India Corporate Opportunities Fund I Limited, JM Financial Trustee Company Private Limited and Build India Capital Advisors LLP ('Investors II'). The Company and GAL have provided Investor I and Investors II various conversion and exit options at an agreed internal rate of return as per the terms of the Restructuring Options Agreements and Investment agreements executed between the Company, GAL, Investor I and Investors II.

During the year ended March 31, 2015, DSPL purchased 84,398 CCPS 2 from one of the Investors for a consideration of ₹ 47.83 crore and accordingly an amount of ₹13.39 crore representing consideration paid in excess of face value of CCPS 2 has been adjusted against accumulated deficit in the statement of profit and loss in the consolidated financial statements for the year ended March 31, 2015.

Further , as per the terms of CCPS 1 and CCPS 2, these were either convertible into equity shares on or before April 6,2015 or the Company had an option to exercise the call options anytime between July 5,2014 to April 5,2015 requiring the investors to transfer these shares in favour of the Company. On the basis of the Investor Agreement, the Company, vide its letter dated April 01, 2015 has exercised the call Option to acquire CCPS 1 and CCPS 2, at a Call Price to be computed in the manner provided in the respective agreements entered between the investors and the Company. The completion of transaction is pending receipt of requisite approvals from the relevant authorities.

iii. During the year ended March 31, 2010, GEL issued 200,000,000 0.0001% non-cumulative redeemable preference shares of ₹ 10 each fully paid up amounting to ₹ 200.00 crore along with securities premium of ₹ 100.00 crore to ICICI Bank Limited. GEL has agreed to redeem 5% of the subscription amount outstanding under each tranche on the completion of 13th, 24th, 36th and 48th month from the date on which the subscription money was

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 40 PREFERENCE SHARES ISSUED BY SUBSIDIARIES (Contd.)

remitted and remaining outstanding amount was to be redeemed on December 31, 2014. The applicable yield was 14% p. a. for tranches subscribed prior to December 31, 2010 and for tranches subscribed on or after January 1, 2011 onwards, the applicable yield was 14% p.a. or ICICI Bank Benchmark Advance Rate plus the applicable liquidity premium plus 0.25% p. a, whichever is higher. The holders were entitled to dividend, if dividend is paid to other class of preference shareholders. The preference shareholders had a right to attend General Meetings of GEL and vote on resolutions directly affecting their interest. In the event of winding up, GEL had to repay the preference share capital in priority to the equity shares of GEL but it did not confer any further right to participate either in profits or assets of GEL. During the year ended March 31, 2014 and March 31, 2015, GEL redeemed these preference shares out of the proceeds of fresh issue of equity shares to GEPML and hence no transfer of ₹ 8.57 crore and ₹ 162.90 crore has been made to capital redemption reserve in accordance with the requirements of the Companies Act, 1956 and the Companies Act, 2013 respectively, as applicable for the respective years.

NOTE 41 DEVELOPMENT FUND (DF) ORDER

Airport Economic Regulatory Authority ('AERA') DF Order No. 28/2011-12, 30/ 2012-13 and AERA tariff order No. 03/2012-13 on determination of Aeronautical Tariff; issued on November 14, 2011, April 24, 2012 and December 28, 2012 respectively.

i. DIAL has accrued DF amounting to ₹ 350.00 crore during the year ended March 31, 2013 earmarked for construction of Air Traffic Control ('ATC') tower, which is currently under progress as at March 31, 2015. DF amounting to ₹ 308.83 crore (March 31, 2014: ₹ 199.96 crore) has been adjusted against the expenditure on construction of ATC tower incurred till March 31, 2015 and balance DF amounting to ₹ 41.17 crore (March 31, 2014: ₹150.04 crore), pending utilisation, has been disclosed under 'other current liabilities'.

ii. While calculating such additional DF amount:

   a) In accordance with the earlier Standard Operating Procedure ('SOP') approved and issued by the AAI dated February 19, 2009 read with the MoCA order dated February 9, 2009, DIAL was adjusting collection charges against DF receipts. However, AERA vide its subsequent order no. 28/2011-12 issued on November 14, 2011 has observed that in terms of Section 22A of the AAI Act, 1994 (amended from time to time) as well as Section 13(1)(b) of the AERA Act, 2008, the function of AERA is limited only to determining the rate/amount of DF and manner of collection and administration cost incurred thereupon is an issue, which has already been prescribed by way of rules by the Central Government. In view of the fact that DF rules notified by the MoCA dated August 2, 2011 do not prescribe adjustment of collection charges from the DF receipts; DIAL has capitalized DF collection charges aggregating to ₹ 22.06 crore till the year ended March 31, 2015 (March 31, 2014: ₹ 17.19 crore).

   b) AERA has passed an order vide Order No 03/2012-13 dated December 28, 2012 in respect of levy of Development fee at Delhi Airport. As per the said order, the rate of Airport Development Fee ('ADF') has been reduced from ₹ 200 to ₹ 100 and from ₹ 1,300 to ₹ 600 per embarking domestic and international passenger respectively. Further, as per the said order, such revised rates have come into force with effect from January 1, 2013 and estimated DF collection period has been extended up to April 2016.

NOTE 42 MATTERS RELATED TO CERTAIN AIRPORT SECTOR ENTITIES

i. In case of GHIAL, AERA, vide its powers conferred by section 13(1) (a) of AERA Act, 2008, passed an Aeronautical tariff order No.38 issued on February 24, 2014, in respect of control period from April 1, 2011 to March 31, 2016. As per the aforesaid order, there will be no Passenger Service Fee (Facilitation Component) (PSF (FC)) for embarking passengers and the same will be considered as part of User Development Fee (UDF). Further, the UDF for the period from April 1, 2014 to March 31, 2016 has been determined to be ₹ Nil. Accordingly, revenue from operations, for the year ended March 31, 2015, does not comprise any income from PSF (FC) and UDF.

   This has significantly impacted the profitability and cash flows of GHIAL for the year ended on March 31, 2015 and will continue to have significant impact on the profitability and cash flows of GHIAL for the period from April 01, 2015 to March 31, 2016. GHIAL has filed an appeal challenging the aforesaid AERA order with the AERA Tribunal. Due to non-constitution of Airports Economic Regulatory Authority Appellate Tribunal ('AERAAT') bench, AERA Tribunal has refused to hear the appeal and hence GHIAL has filed a writ petition with the Hon'ble High Court at Hyderabad and undertaken certain steps towards strategic cash management. During the year ended March 31, 2015, GHIAL completed the refinancing of its rupee term loans, whereby GHIAL has received the moratorium period of two years for repayment of such loans and accordingly, the first instalment of these loans is payable on July 31, 2016. Further, with the expected UDF commencing in the next tariff cycle, the financial position is expected to improve thereafter. GAL, the Holding Company of GHIAL, has agreed to provide necessary financial support, should the necessity arise and the Company has also provided a corporate guarantee to the lenders of GHIAL towards servicing of GHIAL's debt.

ii. During the year ended March 31, 2015, GATL has incurred a net loss of ₹ 68.66 crore and has accumulated losses of ₹ 295.13 crore as at March 31, 2015, which has resulted in erosion of entire net worth of GATL. The Group entered into a definitive agreement with the joint venture partner of GAEL, the Holding Company of GATL, for termination of the joint venture agreement and towards purchase of the remaining equity stake in GAEL for a purchase consideration of USD 1, consequent to which, the Group has made a provision of ₹ 35.94 crore during the year ended March 31, 2015 towards impairment in the carrying value of net assets which has been disclosed as an 'exceptional item' in the consolidated financial statements of the Group for the year ended March 31, 2015.

   GATL has incurred net loss/net cash loss in the current and previous years and, GATL's current liabilities exceeded its current assets as at the balance sheet date. Further, the management of the Group expects that there will be a significant increase in the operations of GATL that will lead to improved cash flows and long term sustainability. The Group has undertaken to provide such financial support as necessary, to enable GATL to meet the operational requirements as they arise and to meet its liabilities as and when they fall due. Accordingly these financial statements of the Group do not include any

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 42 MATTERS RELATED TO CERTAIN AIRPORT SECTOR ENTITIES (Contd.)

adjustments relating to the recoverability and classification of carrying amount of assets or the amounts and classification of liabilities that may be necessary if the entity is unable to continue as a going concern.

iii. As per the advice from the Ministry of Home Affairs and the Standard Operating Procedures ('SOP') issued by the Ministry of Civil Aviation (MoCA) on March 06, 2002, GHIAL, through its wholly owned subsidiary, HASSL constructed residential quarters for Central Industrial Security Forces ('CISF') deployed at the Hyderabad airport. After completion of such construction, the total construction cost including the cost of land amounting to ₹ 69.91 crore was debited to the Passenger Service Fee (Security Component) Fund [PSF(SC) Fund] with intimation to MoCA. The CAG, during their audits of PSF (SC) Fund, observed that, GHIAL had not obtained prior approval from MoCA for incurring such cost from the PSF (SC) Fund as required by the guidelines dated January 8, 2010 and April 16, 2010 issued by MoCA. However, management of the Group is of the opinion that these guidelines were issued subsequent to the construction of the said residential quarters and approached MoCA for approval to debit such costs to the PSF (SC) Fund account and also, made an application for increase in PSF (SC) tariff to recover these dues and to meet the shortfall in discharging other liabilities from PSF (SC) Fund. During the year ended March 31, 2015, MoCA responded that, it is not in a position to consider the request for enhancement in the PSF (SC) tariff. As a result, GHIAL requested MoCA to advice the AERA for considering the cost of land/ construction and other related costs with regard to the aforesaid residential quarters in determination of Aeronautical Tariff for the Hyderabad airport. Pending final conclusion of the same, residential quarters continue to be accounted under the PSF (SC) Fund and no adjustments have been made to these consolidated financial statements.

iv. DIAL has accumulated losses of ₹741.95 crore as at March 31, 2015 (March 31, 2014: ₹969.86 crore) which have resulted in part erosion of net worth of DIAL as at the year end. However DIAL has earned profits during the year ended March 31, 2015 and March 31, 2014 respectively and has met all its obligations as at March 31, 2015.

AERA vide its powers conferred by Section 13(1)(a) of the AERA Act, 2008 passed an Aeronautical tariff order viz. 03/2012-13 issued on April 24, 2012 which determined the Aeronautical tariff to be levied at Delhi Airport for the fourth and fifth year of tariff period of first five year control period (i.e. 2009 - 2014). The first five year control period referred to above ended on March 31, 2014. Pending determination of the final Aeronautical tariff (s) for the second control period i.e. from 2014 to 2019, AERA vide its order 13/2014-15 dated October 14, 2014, extended the operation of tariff order issued on April 24, 2012 up to January 31, 2015 or until the final determination of the tariff for the second control period (i.e. 2014 - 2019), whichever is earlier.

In addition, DIAL had also filed a writ petition before the Hon'ble High Court of Delhi seeking extension of existing tariff as allowed vide AERA order 03/2012-13 issued on April 24, 2012 following the extension granted by AERA vide its order 04/2014-15 dated May 2, 2014 till disposal of DIAL's appeal pending with AERAAT. Subsequently, the Hon'ble High Court of Delhi vide its final order dated January 22, 2015 ordered that the tariff determined by AERA for the First Control Period vide Tariff Order No.03/2012-13 dated April 20, 2012 be continued till the disposal of the appeals pending against the said Tariff Order, by AERAAT.

AERA issued consultation paper on January 28, 2015 for determination of Aeronautical tariff in respect of Delhi Airport for the second control period (i.e. 2014 - 2019). The consultation paper suggests that tariff for aeronautical revenue be reduced by 78.24% of the existing tariff (i.e. tariff as compared to the first control period). DIAL filed its reply to AERA with regard to the consultation paper on April 10, 2015. However, in view of Hon'ble High Court of Delhi judgement dated January 22, 2015, AERA vide its public notice No. 16/2014-15 dated January 29, 2015 extended the tariff till the disposal of the appeals pending against the first control period tariff order, by AERAAT. The revenue so collected by DIAL during this interim period shall be adjusted from the aggregate revenue requirement for the second control period w.e.f. April 1, 2014.

Based on the above, the profit earned over the last three financial years, DIAL's business plans, and cash flow projections prepared by the management for the next one year, the management expects to earn cash profits during 2015-16; and do not foresee any difficulty in continuing its business / operations and meeting its financial obligations. Accordingly, financial statements of DIAL for the year ended March 31, 2015 have been prepared and accordingly consolidated on a going concern basis.

v. DIAL received advance development costs of ₹ 653.13 crore (March 31, 2014: ₹ 653.13 crore) from various developers at Commercial Property District towards facilitating the development of common infrastructure there in. As per the terms of the agreement, DIAL will facilitate the development of common infrastructure upon receipt of advance towards development cost in accordance with the instructions and specifications in the agreements. Further, DIAL has no right to escalate the development cost and in case any portion of the advance development cost is not utilized by DIAL towards development of any infrastructure facility, the same shall be returned to the developers upon earlier of the expiry of the initial term of agreement or upon termination of the development agreement. As at March 31, 2015, DIAL has incurred development expenditure of ₹ 383.87 crore (March 31, 2014: ₹ 318.50 crore) which has been adjusted against the aforesaid advance and balance amount is disclosed under long term and current liabilities.

vi. DIAL is collecting 'Marketing Fund' at a specified percentage from various concessionaires as per the agreements with the respective concessionaires and to be utilised towards sales promotional activities as defined in such agreements in accordance with the Marketing Fund policy adopted by DIAL. The financials statements of such marketing fund are being audited by one of the joint statutory auditors. As at March 31, 2015, DIAL had billed ₹ 51.86 crore (March 31, 2014: ₹ 36.97 crore) towards such Marketing Fund and has incurred expenditure amounting to ₹ 26.27 crore (net of income on temporary investments) till March 31, 2015 (March 31, 2014: ₹ 7.22 crore) from the amount so collected. The balance amount of ₹ 25.59 crore as at March 31, 2015 (March 31, 2014: ₹ 29.75 crore) pending utilisation, against such sales promotion activities is included under 'Other Liabilities' as a specific fund to be used for the purposes to be approved by the Marketing Fund Committee constituted for this purpose.

vii. a) The consolidated financial statements of the Group do not include accounts for PSF (SC) of DIAL and GHIAL as the same are maintained separately in the fiduciary capacity by these entities on behalf of GoI and are governed by SOP issued vide letter number AV/13024/047/2003-SS/AD dated January 19, 2009 issued by MoCA, GoI.

b) The consolidated financial statements of the Group do not include billing to Airlines for DF by DIAL, as the management of the Group believes that

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 42 MATTERS RELATED TO CERTAIN AIRPORT SECTOR ENTITIES (Contd.)

DIAL's responsibility is restricted only to the billing on behalf of AAI in accordance with the provisions of AAI (Major Airports) Development Fee Rules, 2011 and DF SOP.

viii. The Comptroller and Auditor General of India ('CAG') had conducted the performance audit of Public Private Partnership ('PPP') project of AAI at Delhi Airport for the period 2006 to 2012. CAG had presented its report before the Rajya Sabha on August 17, 2012 wherein they had made certain observations on DIAL. The Public Accounts Committee ('PAC'), constituted by the Parliament of India, has examined the CAG report and submitted its observations and recommendations to Lok Sabha vide its ninety fourth report in February 2014. The management of the Group is of the opinion that the observations in the CAG report and the PAC report do not have any financial impact on these consolidated financial statements of the Group.

ix. During the year ended March 31, 2015, DIAL has issued 6.125% senior secured notes due 2022 of USD 28.88 crore on February 3, 2015 to refinance its existing external commercial borrowings of USD 28.88 crore. As a result of such refinancing, certain Interest rate swap (IRS) which were outstanding on the existing external commercial borrowings of USD 28.88 crore prior to refinancing, were cancelled and DIAL paid ₹ 91.83 crore towards such cancellation of IRS. The same has been disclosed as an 'exceptional item' in these consolidated financial statements of the Group for the year ended March 31, 2015.

NOTE 43 MATTERS RELATED TO CERTAIN ROAD SECTOR ENTITIES

i. The Group has an investment of ₹ 389.52 crore (including loans of ₹ 149.93 crore, and interest accrued thereon and investment in equity/ preference shares of ₹ 239.59 crore made by the Company and its subsidiaries) in GACEPL as at March 31, 2015. GACEPL has been incurring losses since the commencement of commercial operations. The management of the Group believes that these losses are primarily attributable to the loss of revenue arising as a result of diversion of partial traffic on parallel roads. The matter is currently under arbitration and the arbitration tribunal has passed an interim order staying the payment of negative grant which was due during the years ended March 31, 2014 and March 31, 2015 till further orders. Based on an internal assessment and a legal opinion, the management of the Group is confident that it will be able to claim compensation from relevant authorities for the loss it has suffered due to such diversion of traffic and accordingly the carrying value of net assets of ₹ 208.50 crore (after providing for losses till date of ₹ 181.02 crore) as regards investment in GACEPL as at March 31, 2015 is appropriate.

ii. The Company along with its subsidiary has an investment of ₹ 663.65 crore (including loans of ₹ 361.12 crore and investment in equity / preference shares of ₹ 302.53 crore made by the Company and its subsidiary) in GHVEPL. GHVEPL has been incurring losses since the commencement of its commercial operations. The management of the Group believes that these losses are primarily due to loss of revenue arising as a result of drop in commercial traffic on account of bifurcation of State of Andhra Pradesh and ban imposed on sand mining in the region. The management based on its internal assessment and a legal opinion, believes that these events constitute a Change in Law as per the Concession Agreement and GHVEPL is entitled to claim losses suffered on account of the aforementioned reasons and has accordingly filed its claim till the year ended March 31, 2014 with NHAI. Based on the aforementioned internal assessment, legal opinion and the claim filed, the management of the Group is confident that the carrying value of net assets of ₹ 453.60 crore (after providing for losses till date of ₹ 210.05 crore) as regards investment in GHVEPL as at March 31, 2015 is appropriate.

iii. The Company along with its subsidiary has an investment of ₹ 729.43 crore (including loans of ₹ 29.43 crore and investment in equity/preference shares of ₹ 700.00 crore made by the Company and its subsidiary) in GKUAEL which is primarily utilised towards payment of capital advance of ₹ 590.00 crore to its EPC contractors and ₹ 130.99 crore (including ₹ 6.56 crore during the year ended March 31, 2015) towards indirect expenditure attributable to the project and borrowing costs ('project expenses'). The Group has also provided a bank guarantee of ₹ 269.36 crore to NHAI. GKUAEL had entered into a Concession Agreement with NHAI on November 30, 2011 for six laning of Kishangarh-Udaipur-Ahmedabad section of National Highways 79A, 79, 76 and 8. Pursuant to non-fulfillment of the mandatory 'Conditions Precedent' specified under the Concession Agreement within the due date, GKUAEL issued a notice to NHAI dated December 21, 2012 of its intention to terminate the Concession Agreement. In response, NHAI vide their letter dated January 1, 2013 termed the notice not maintainable both in law and in facts. NHAI in their letter dated January 17, 2013 to GKUAEL also indicated of making good the alleged defaults of NHAI within the cure period of 90 days. The management of GKUAEL had submitted the proposal for the continuance of the project subject to certain modifications in the financial and other terms in the Concession Agreement and held discussions with NHAI for revival of the project. Considering that the efforts for revival of the project did not succeed, GKUAEL issued a notice of dispute to NHAI dated February 16, 2015 invoking arbitration provisions of the Concession Agreement. Both the parties have appointed their arbitrators and the arbitration process is pending commencement.

Pursuant to the issue of notice of dispute, GKUAEL transferred the aforesaid project costs of ₹ 130.99 crore to claims recoverable. Based on its internal assessment and in view of the letter received from NSE, as detailed in note 30, the Group made a provision for such claims recoverable and has disclosed the same as an 'exceptional item' in these consolidated financial statements of the Group for the year ended March 31, 2015 including ₹124.43 crore incurred prior to the year ended March 31, 2015, which is considered as a 'prior period item' in these consolidated financial statements.

In addition, GKUAEL awarded the EPC contract to GPPL to whom GKUAEL has given an advance of ₹ 590.00 crore as stated above. Pursuant to the issue of notice of dispute as stated above, GKUAEL terminated the contract on May 15, 2015. GKUAEL is yet to receive any claim from the EPC contractor and no such claim relating to the termination of contract has been recognized by GKUAEL as at March 31, 2015 as the amounts payable are not certain. The termination of concession agreement with NHAI, initiation of arbitration proceedings and its consequential impact on the operations, indicate the existence of a material uncertainty that may cast a significant doubt about the going concern of the GKUAEL and the consequential impact on the net assets / bank guarantee given by the Group and is solely dependent on the outcome of arbitration. Based on an internal assessment and a legal opinion, the management of GKUAEL is confident that it will be able to claim compensation from NHAI for the loss it has suffered due to termination of contract for reasons as stated aforesaid and accordingly considers that, no further adjustments have been considered necessary as at March 31, 2015.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 44 MATTERS RELATED TO CERTAIN POWER SECTOR ENTITIES

i. The Company through its subsidiaries has an investment of ₹ 499.58 crore (USD 7.92 crore) including loan and interest accrued thereon in PTDSU as at March 31, 2015. The Group acquired PTDSU for a consideration of USD 4.00 crore and a deferred consideration to be determined and paid on achievement of certain conditions as specified in the share purchase agreement. PTDSI, a step down subsidiary of PTDSU had pledged 60% shares of PTBSL with the sellers of PTDSU. The achievement of aforementioned conditions for settlement of deferred consideration had been under dispute and the matter was under arbitration and PTDSI had initiated a civil suit seeking direction to the sellers of PTDSU not to act on the pledge agreement provided as security earlier. Pursuant to a settlement agreement dated June 25, 2014, the Group has agreed to pay USD 2.00 crore towards the deferred consideration to the sellers of PTDSU. As per the settlement agreement, the Group has paid USD 0.50 crore and the balance USD 1.50 crore are to be repaid in 16 equal quarterly instalments commencing from June 30, 2015. Further the Group has pledged 35% shares of PTBSL as a security towards the payment of the balance instalments.

The consolidated financial statements of PTDSU and its subsidiaries PTBSL and PTDSI as at March 31, 2015 have accumulated deficit of ₹ 31.62 crore (USD 0.50 crore). PTBSL, a coal property company has commenced coal production and achieved 28,000 M.T. during the year ended March 31, 2015 and PTDSU and its subsidiaries plan to ramp up the production to 2.5 million M.T. in a two year time frame. PTDSU and its subsidiaries are dependent for financial support from the Group. The management of PTDSU is not aware of any material uncertainties that may cast significant doubt upon these entities' ability to continue as a going concern. Based on these factors and a valuation assessment carried out by an external expert, the Group believes that the carrying value of the net assets in PTDSU and its subsidiaries as at March 31, 2015 is appropriate.

ii. a) The Group is engaged in the business of generation and sale of electrical energy from its two gas based power plants of 220MW and 387MW situated at Kakinada and Vemagiri respectively. Further, the Group has investments in a subsidiary, GREL, which is constructing a gas based power plant. In view of lower supplies / availability of natural gas to the power generating companies in India, the Group is facing shortage of natural gas supply and delays in securing gas linkages. As a result, GEL and GVPGL have not generated and sold electrical energy since April 2013 and May 2013 respectively till the year ended March 31, 2015 and have been incurring losses including cash losses on account of the aforesaid shortage of natural gas supply, thereby resulting in erosion of networth. GREL has not yet commenced commercial operations pending linkages of natural gas supply. The Group is actively pursuing / making representations with various government authorities to secure the natural gas linkage / supply as the natural gas supplies from KG D6 basin have dropped significantly from September 2011 onwards. The Group, for its 768 MW gas based power plant, which is under construction at Rajahmundry, has applied for allocation of gas and the Ministry of Petroleum and Natural Gas ('MoPNG') is yet to allocate the gas linkage. The consortium of lenders approved the re-schedulement of Commercial Operation Date ('COD') of the plant under construction and repayment of project loans. GREL in the absence of gas linkage sought further extension of COD. The project lenders have agreed for further funding of ₹ 457.00 crore to GREL to meet its cost overruns on account of delays in commissioning of the plant. During March 2015, the Ministry of Power, Government of India ('GoI') has issued a scheme for utilization of the gas based power generation capacity for the years ended March 31, 2016 and 2017. The scheme envisages supply of imported spot RLNG 'e-bid RLNG' to the stranded gas based plants as well as plants receiving domestic gas, upto the target plant load factor ('PLF'), selected through a reverse e-bidding process and also intervention / sacrifices to be collectively made by all stakeholders. The aforementioned gas based power plants of the Group are included in the list of stranded gas based power plants and are entitled to participate in the e-bidding process. GVPGL and GREL have emerged as successful bidders in the auction process organised by the Ministry of Power in May 2015 and have been awarded the Letter of Intent for gas allocation for 4 months from June to September, 2015 which would facilitate the commissioning of GREL and operations of both GREL and GVPGL at 25% PLF. The Group and the Association of Power Producers continue to monitor the macro situation and are evaluating various approaches / alternatives to deal with the situation and the management of the Group is confident that GoI would take further necessary steps / initiatives in this regard to improve the situation regarding availability of natural gas from alternate sources in the foreseeable future. The management of the Group carried out valuation assessment by an external expert of these gas based companies which includes certain assumptions relating to availability and pricing of gas, future tariff and other operating parameters, which management of the Group believes reasonably reflect the future expectations from these projects. The management of the Group will monitor these aspects closely and take actions as is considered appropriate and is confident that these gas based entities will be able to generate sufficient profits in future years and meet their financial obligations as they arise. Based on the aforementioned reasons, business plans and valuation assesment, the management of the Group considers that the going concern assumption and the carrying value of the net assets of the aforesaid entities as at March 31, 2015 is appropriate and these consolidated financial statements of the Group do not include any adjustments that might result from the outcome of this uncertainty. In the meantime, the Company has also committed to provide necessary financial support to these companies as may be required by these companies for continuance of their normal business operations.

b) In respect of plant under construction at Rajahmundry, pending securing supply of requisite natural gas, the Group has put on hold active construction work of the plant. The management of the Group believes that the indirect expenditure attributable to the construction of the project and borrowing costs incurred during the period of uncertainty around securing gas supplies qualifies for capitalisation under paragraphs 9.3 and 9.4 of AS -10 and paragraphs 18 and 19 of AS -16. The subsidiary setting up the plant had approached the Ministry of Corporate Affairs ('MCA') seeking clarification / relaxation on applicability of the aforementioned paragraphs to the gas availability situation referred in note 44(ii)(a) above. MCA vide its General Circular No. 35/2014 dated August 27, 2014 on capitalisation under AS-10 and capitalisation of borrowing cost during extended delay in commercial production has clarified that only such expenditure which increases the worth of the assets can be capitalised to the cost of the fixed assets as prescribed by AS 10 and AS 16. Further the circular states that cost incurred during the extended delay in commencement of commercial production after the plant is otherwise ready does not increase the worth of fixed assets and therefore such costs cannot be capitalised. The Group approached MCA seeking further clarification on the applicability of the said Circular to its Rajahmundry plant and pending receipt of requisite clarification, the Group has continued the capitalisation of the aforesaid expenses of ₹ 1,104.92 crore (including ₹ 424.97 crore for the current year) cumulatively upto March 31, 2015. Further as detailed in note 30 above, during the year ended March 31, 2015, the Company received a letter from NSE whereby SEBI

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 44 MATTERS RELATED TO CERTAIN POWER SECTOR ENTITIES (Contd.)

has directed NSE to advise the Company to restate the consolidated financial statements of the Group for the year ended March 31, 2013 as regards the qualification on continuance of capitalization as stated aforesaid, post cessation of active construction work. SEBI advised the Company that the effect of these restatement adjustments may be carried out in the annual accounts of the financial year 2014-15, as a prior period item. The Company filed a writ petition with the Hon'ble High Court of Delhi in this regard. In response to the writ petition filed by the Company, the Hon'ble High Court of Delhi directed the Company that if the accounts for 2014-2015 are prepared, the aforementioned issue will be reflected in the accounts and the effect of both capitalisation and non-capitalisation on the networth will also be disclosed in due prominence, in the financial accounts prepared by the Company. Accordingly the effect of charging off the above expenses to the consolidated statement of profit and loss on the net worth of the Group is disclosed below:

Particulars	March 31, 2015 (₹ in crore)	March 31, 2014 (₹ in crore)
Share capital	1,572.80	1,525.91
Reserves and surplus	4,305.77	6,095.18
Money received against share warrants	141.75	-
Net worth/ shareholders' funds*	**6,020.32**	**7,621.09**
Less: Adjustment on account of charging off certain expenses as per the order stated above (after minority interest)	(1,059.62)	(665.74)
Revised net worth/ Revised shareholders' funds*	**4,960.70**	**6,955.35**

* Net worth has been calculated as per the definition of net worth in Guidance Note on "Terms used in Financial Statements" issued by the Institute of Chartered Accountants of India.

iii. The Company through its subsidiary has an investment of ₹ 1,195.45 crore (including investments in equity share capital, debentures, subordinate loans and interest accrued thereon) in EMCO, a subsidiary of the Company, as at March 31, 2015 and has also provided corporate / bank guarantee towards loan taken by EMCO from the project lenders. EMCO is engaged in the business of generation and sale of electrical energy from its coal based power plant of 600MW situated at Warora. EMCO has accumulated losses of ₹ 926.11 crore which has resulted in erosion of EMCO's entire net worth. EMCO has achieved the COD of Unit I in March 2013 and of Unit II in September 2013 and hence is in the stabilization phase of its operations. EMCO has tied up entire power supplies capacity with customers and has substantially completed the refinancing of its term and other loans with the lenders. Though the net worth of EMCO is fully eroded, the management of EMCO expects that the plant will generate sufficient profits in the future years, and as such the financial statements of EMCO for the year ended March 31, 2015 have been prepared on a going concern basis and based on business plans and a valuation assessment by an external expert, the management of the Group considers that the carrying value of the net assets in EMCO as at March 31, 2015 is appropriate.

iv. During the year ended March 31, 2014, based on a valuation assessment of its investments including unsecured loans in ATSCL and MTSCL, the Group has made an impairment provision of ₹ 8.95 crore towards the carrying value of the net assets of ATSCL and MTSCL which was disclosed as an 'exceptional item' in the consolidated financial statements of the Group for the year ended March 31, 2014.

v. During the year ended March 31, 2015, based on a valuation assessment of its investments including unsecured loans in GGSPPL, the Group has made an impairment provision of ₹ 18.00 crore towards the carrying value of the net assets of GGSPPL, which has been disclosed as an 'exceptional item' in the consolidated financial statements of the Group for the year ended March 31, 2015.

vi. GPCL approached TNERC to resolve the claims / counterclaims arising out of the PPA and Land Lease Agreement ('LLA') in respect of the dues recoverable from TAGENDCO on account of sale of energy including reimbursement towards interest on working capital, MAT, rebate, start/ stop charges and payment of land lease rentals to TAGENDCO. GPCL received a favourable Order from TNERC on April 16, 2010 and in pursuance of the Order, GPCL filed its claim on April 30, 2010 amounting to ₹ 481.68 crore and recognised ₹ 79.55 crore as income in the books of account.

TAGENDCO filed a petition against TNERC Order in APTEL. In terms of an interim Order on November 19, 2010 from APTEL, TAGENDCO deposited ₹ 537.00 crore including interest on delayed payment of the claim amount. APTEL vide its Order dated February 28, 2012, upheld the claim of GPCL and further directed GPCL to verify and pay counter claims of TAGENDCO in respect of the benefits earned if any, by GPCL with regard to the delayed payment towards fuel supply that are not as per the terms of the FSA. GPCL had appealed to the Hon'ble Supreme Court in Civil Appeals seeking certain interim relief with respect to the benefits pointed out by APTEL on credit period of Fuel Supplies in terms of the FSA. The legal counsel handling the matter has confirmed that on April 24, 2014, the Hon'ble Supreme Court has disposed off the appeal of TAGENDCO and directed GPCL and TAGENDCO to file their respective claim / account statement before TNERC. GPCL and TAGENDCO have filed their respective petitions before TNERC during August 2014.

GPCL was availing tax holiday under Section 80IA of the IT Act in respect of its income from power generation. Considering that the substantial amount, though under protest, has been received by GPCL, based on an expert opinion, GPCL offered the claims upto March 31, 2013 as income in its tax returns and claimed the deduction as available under Section 80IA of the IT Act.

In accordance with the above, the amount received towards the above mentioned claims after the date of Order is being disclosed as advance from the customer in the books of account. Further, GPCL has been legally advised that pending adjudication of petition, the entire matter is now sub-judice and has not attained the finality.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 44 MATTERS RELATED TO CERTAIN POWER SECTOR ENTITIES (Contd.)

Hence, in accordance with the Group's accounting policy, pending acceptance of claims by TAGENDCO and pending adjudication of petition before the Hon'ble Supreme Court, the Group has not recognised such balance claim in the books of account.

vii. The Company through its subsidiary has an investment of ₹ 164.98 crore in the equity share capital of GPCL. The PPA entered into by GPCL with TAGENDCO for 15 years expired on February 14, 2014 and was extended till February 14, 2015. There has been no further renewal of the PPA post the aforementioned date and as a result GPCL has not generated and sold electricity subsequent to February 14, 2015. The going concern assumption of GPCL is significantly dependent upon its PPA arrangements, achievement of business plans and continued availability of funds. The management of GPCL is in discussion with TAGENDCO and several industrial consumers for the supply of its power and is confident entering into power supply agreements and obtaining financial assistance from GEL to meet its financial commitments. In view of these aspects and a valuation assessment by an external expert, the management of the Group believes that the carrying value of the net assets in GPCL as at March 31, 2015 is appropriate.

viii. The Company through its subsidiary has an investment of ₹ 2,760.39 crore (March 31, 2014: ₹ 2,117.74 crore) (including investments in equity/preference share capital, share application money pending allotment, subordinate loans and interest accrued thereon) in GCHEPL as at March 31, 2015 and has also provided corporate / bank guarantee towards loan taken by GCHEPL from the project lenders. GCHEPL is in the advanced stage of construction of 1,370 MW coal based thermal power plant at Raipur district, Chhattisgarh. GCHEPL has obtained provisional Mega Power status certificate from the Ministry of Power, GoI vide letter dated September 8, 2011 and accordingly has availed an exemption of customs and excise duty against bank guarantees and pledge of deposits. The management of the Group is certain of obtaining Mega Power status, pending which cost of customs and excise has not been considered as cost of the project.

GCHEPL has experienced certain delays in the completion of construction and incurred costs overruns including additional claims from the EPC contractor which are pending settlement as at March 31, 2015. As per the management of GCHEPL, the additional claims are not expected to be material and expect to complete the development of the project within the revised costs approved by the lenders. GCHEPL is in active discussion with the lenders to restructure its loans. During the year ended March 31, 2015, GCHEPL has been allotted two coal mines to meet its fuel requirements. GCHEPL does not have a PPA currently and is taking steps to tie up the power supply through power supply agreements on a long/medium term basis with various customers including State Electricity Boards and is expected to commence generation of power during the earlier part of the ensuing financial year. Due to these reasons, the financial statements of GCHEPL have been prepared on a going concern basis and based on business plans and valuation assessment by an external expert, the management of the Group is of the view that the carrying value of its net assets in GCHEPL as at March 31, 2015 is appropriate. In estimating the future cash flows, the management has, in the absence of PPA's made certain key assumptions relating to the future revenues based on externally available information, restructuring of loans to the lenders and operating parameters which the management believes reasonably reflect the future expectations of these items. The Group will monitor these assumptions closely on a periodic basis and take action as is considerd appropriate.

ix. The Group through its subsidiary has investments of ₹ 65.00 crore (including goodwill of ₹ 61.80 crore) in equity share capital of SJK as at March 31, 2015. SJK is in the early stage of developing a 2*660 MW imported coal based power plant at Village Lalapur, Madhya Pradesh. During the year ended March 31, 2015, based on an internal assessment, the Group has provided for impairment in the value of goodwill in full and has disclosed the same as an 'exceptional item' in the consolidated financial statements of the Group.

x. The Company through its subsidiary has an investment of ₹ 2,485.10 crore (including investments in equity share capital, subordinate loans and interest accrued thereon) in GKEL as at March 31, 2015 and also provided corporate / bank guarantee towards loan taken by GKEL from the project lenders. GKEL is engaged in development and operation of 3*350 MW under Phase I and 1*350 MW under Phase II, coal based power project in Kamalanga village, Orissa and has commenced commercial operation of Phase I of the project. GKEL has a fuel supply agreement for 500 MW with Mahanadi Coal Fields Limited, a subsidiary of Coal India Limited. GKEL has accumulated losses of ₹ 1,343.36 crore which has resulted in substantial erosion of GKEL's net worth due to operational difficulties faced during the early stage of its operations. GKEL is in active discussion with the lenders to restructure its loans. GKEL's petition for 'Tariff Determination' in case of PPA with GRIDCO Limited and 'Tariff Revision' in case of PPA with PTC India Limited is pending before CERC for disposal. GKEL is hopeful of a favourable order in due course. In view of these matters, business plans and valuation assessment by an external expert and continuing financial support by GEL, the financial statements of GKEL have been prepared on a going concern basis and the management of the Group is of the view that the carrying value of the net assets in GKEL as at March 31, 2015 is appropriate.

xi. As at March 31, 2015, the Company along with its subsidiary has an investment of ₹ 343.53 crore (including investment in equity share capital of ₹5.00 crore and subordinate loan of ₹ 338.53 crore) in GBHPL. GBHPL is in the process of setting up 300 MW hydro based power plant in Alaknanda river, Chamoli District of Uttarakhand. The Hon'ble Supreme Court of India, while hearing a civil appeal in the matters of Alaknanda Hydro Power Company Limited, directed vide its order dated May 7, 2014 that no further construction work shall be undertaken by the 24 projects coming up on the Alaknanda and Bhagirathi basins until further orders. Based on its internal assessment and a legal opinion, the management of the Group is confident of obtaining the requisite clearances and based on business plans and a valuation assessment by an external expert, the management of the Group is of the view that the carrying value of net assets of ₹ 277.49 crore of GBHPL is appropriate.

xii. During the year ended March 31, 2015, GKEL has invoked the bank guarantees of its EPC Contractors (herein after called "party") amounting to ₹ 579.26 crore on November 12, 2014 for liquidated damages, non-payment of debit notes issued by GKEL and outstanding liabilities to sub-contractors of EPC contractor. The matter is presently sub-judice with District Court, Dhenkenal, and High Court of Odisha, Cuttack. The said amount and accruals if any, have been disclosed under the current liabilities pending settlement of the litigation.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 45 MATTERS RELATED TO CERTAIN EPC SECTOR ENTITIES

i. GADLIL is re-registered in the Republic of Maldives for upgrading of existing terminal and construction of new terminal at the MIA. As per the work construction contract dated October 25, 2010 entered into with GMIAL, the expected substantial completion date of the construction was July 01, 2014, and GADLIL's registration in the Republic of Maldives is valid till December 31, 2016. However, pursuant to the takeover of MIA by MACL, GMIAL has terminated the work construction contract with GADLIL on December 10, 2012. These conditions indicate the existence of a material uncertainty about the going concern of GADLIL, which is fully dependent on the outcome of the arbitration process between GMIAL and GoM and MACL. However, based on internal assessment and business plans the financial statements of GADLIL as at and for the year ended March 31, 2015 have been prepared and accordingly consolidated on a going concern basis.

NOTE 46 MATTERS RELATED TO CERTAIN OTHER SECTOR ENTITIES

i. The Company has given an interest free loan of ₹ 115.00 crore to Welfare Trust of GMR Infra Employees ('GWT') during the year ended March 31, 2011 for the purpose of an employee benefit scheme. Based on the confirmation received from GWT, the trust has utilised the proceeds of the loan received from the Company in the following manner:

Particulars	March 31, 2015 (₹ in crore)	March 31, 2014 (₹ in crore)
Equity shares of GIL	101.55	101.55
Equity shares of GAL	11.28	11.28
Others	2.17	2.17
Total	**115.00**	**115.00**

SEBI had issued Circular CIR/CFD/DIL/3-2013 dated January 17, 2013 prohibiting listed companies from framing any employee benefit scheme involving acquisition of its own securities from the secondary market. SEBI had issued Circular CIR/CFD/POLICYCELL/14/2013 dated November 29, 2013 extending the date of compliance to June 30, 2014. The management of the Company submitted the details of the GWT to the stock exchanges. SEBI has issued a Notification dated October 28, 2014 notifying "The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014" whereby companies having existing schemes to which these regulations apply are required to comply with these regulations within one year of the effective date of the regulations and the trusts holding shares, for the purposes of implementing general employee benefit schemes, which exceed ten percent of the total value of the assets of the trusts, shall have a period of five years to bring down trusts' holding in such shares to the permissible limits. The Company will ensure compliance with the new regulations within the permissible time period, including obtaining of shareholders' approval by passing a special resolution in the forthcoming annual general meeting of the Company. Further, as per the trust deed, GWT is constituted for undertaking only employee benefit schemes and hence the Group has not consolidated the financial statements of GWT in these consolidated financial statements of the Group.

ii. During the year ended March 31, 2015, GHRL has incurred net loss of ₹ 20.65 crore (March 31, 2014: ₹ 20.73 crore) and has accumulated losses of ₹ 129.19 crore (March 31, 2014: ₹ 105.76 crore) which has resulted in substantial erosion of GHRL's net worth. GHRL has incurred cash loss during the current year and previous years and, GHRL's current liabilities exceeded its current assets as at balance sheet date. The management of the Group expects that there will be significant increase in the operations of GHRL that will lead to improved cash flows and long term sustainability. The Group has undertaken to provide such financial support as necessary, to enable GHRL to meet the operational requirements as they arise and to meet its liabilities as and when they fall due. Accordingly, these consolidated financial statements of the Group do not include any adjustments relating to the recoverability and classification of carrying amount of assets or the amounts and classification of liabilities that may be necessary if GHRL were unable to continue as a going concern.

iii. As at March 31, 2015, GICL has fixed deposits of ₹ 609.16 crore (March 31, 2014: ₹ 832.78 crore) with Eurobank, Cyprus. The Republic of Cyprus is presently facing economic difficulties. The management is of the view that inspite of such economic difficulties the amount held as fixed deposit with Eurobank is good for recovery though withdrawal of the amount from the Republic of Cyprus would be subject to restriction as may be imposed by the Central Bank of Cyprus. Accordingly, the amount of deposit has been considered as restrictive deposits and disclosed under 'Other non-current assets' in these consolidated financial statements of the Group.

iv. a) KSPL is acquiring land for implementing a Multi-Product Special Economic Zone within the meaning of Special Economic Zone Act, 2005. KSPL has obtained an initial notification from the Ministry of Commerce, GoI vide notification no. 635(E) dated April 23, 2007 to the extent of 1,035.67 hectares, the formal approval for which was initially granted for three years from June 2006. The said formal approval has been extended till August 2015. KSPL, has obtained further notification from GoI vide notification no. 342(E) dated February 6, 2013 to the extent of 1,013.64 hectares and the formal approval was initially granted for 3 years from February 2012, which on application by KSPL has been extended further by one year upto February 2016. KSPL upon completion of acquisition of the desired land plans to apply for an appropriate notification, pending which the entire land that has been acquired till date by KSPL is treated as land acquired for the purpose of implementation of Special Economic Zone awaiting notification. The management is confident of obtaining further extensions of the aforesaid consents, if necessary and also getting the balance area notified for SEZ development as per the required regulations.

b) KSPL has acquired land for development of Special Economic Zone and initiated various rehabilitation and resettlement initiatives thereafter for relocating the inhabitants residing on the land acquired. The amount of expenditure incurred by KSPL towards rehabilitation and resettlement initiatives amounting to ₹ 65.88 crore (March 31, 2014: ₹63.69 crore) has been treated as part of the land acquisition cost and is classified under

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 46 MATTERS RELATED TO CERTAIN OTHER SECTOR ENTITIES (Contd.)

capital work-in-progress. Considering that the negotiations with the beneficiaries towards obtaining possession of land necessitating the rehabilitation is in progress, no further provision has been made towards the potential cost that is likely to be incurred.

c) Land acquisition for SEZ project comprises direct purchases, land acquired from Andhra Pradesh Industrial Infrastructure Corporation Limited and land awarded by GoAP through notification. The land acquired through awards by GoAP includes, payment towards structures, standing crops, solatium and interest from the date of notification till the date of award. All the above costs are treated as part of land acquisition cost.

NOTE 47 DERIVATIVE INSTRUMENTS

a. IRS outstanding as at the balance sheet date:

i. In case of DIAL, as per the conditions precedent to disbursement of External Commercial Borrowing ('ECB') loan, DIAL has entered into an IRS agreement from floating rate of interest to fixed rate of interest against its foreign currency loan of USD 9.02 crore (March 31, 2014: USD 40.09 crore).

Particulars of Derivatives	Purpose			
IRS outstanding as at balance sheet date: USD 9.02 crore (March 2014: USD 40.09 crore)	Hedge of variable interest outflow on ECB. Swap to pay fixed rate of interest as mentioned below tranche wise and receive a variable rate equal to 6 months' LIBOR:			
	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014
	ECB amount (USD in crore)	ECB amount (USD in crore)	Interest Rate	Interest rate
	9.02	9.02	1.94%	1.94%
	-	8.88	-	4.99%
	-	6.65	-	2.76%
	-	8.88	-	0.87%
	-	6.65	-	0.86%

However these IRS of USD 9.02 crore (1.94% p.a. on notional amount payable semi-annually and receive USD 6 months LIBOR, semi-annually) are effective from June 30, 2015.

Since the critical terms of the IRS and the principal terms of the loan are same, based on the internal assessment carried out by the management of the Group, the net impact of the mark to market valuation of the IRS, net of gain / loss on the underlying loan is not expected to be material and accordingly no adjustment has been made in these consolidated financial statements of the Group.

ii. GAPL has entered into an IRS contract from floating rate of interest to fixed rate of interest against its foreign currency loan amounting to USD 0.88 crore (March 31, 2014: USD 1.18 crore) covering the period from October 12, 2010 to October 06, 2017. Based on the internal assessment carried out by the management of the Group, the net impact of the mark to market valuation of the IRS, net of gain/ loss on the underlying loan is not expected to be material and accordingly no adjustment has been made in these consolidated financial statements of the Group.

iii. In case of GHIAL, as per the conditions precedent to disbursement of foreign currency loan of USD 12.50 crore (March 31, 2014: USD 12.50 crore), GHIAL has entered into swap agreement from floating rate of interest to fixed rate of interest covering the period of the foreign currency loan from September 10, 2007 to April 01, 2024. The outstanding balance of foreign currency loan as at March 31, 2015 is ₹574.16 crore (March 31, 2014: ₹604.90 crore). Since the critical terms of the IRS and the principal terms of the loan are same, based on the internal assessment carried out by the management of the Group, the net impact of the mark to market valuation of the IRS, net of gain / loss on the underlying loan is not expected to be material and accordingly no adjustment has been made in these consolidated financial statements of the Group.

iv. During the year ended March 31, 2013, ATSCL has entered into an IRS contract from floating rate of interest to fixed rate of interest against its foreign currency loan amounting to USD 1.66 crore covering the period from December 7, 2012 to December 7, 2017. The outstanding balance of foreign currency loan as at March 31, 2015 is ₹104.62 crore (March 31, 2014: ₹100.35 crore). Since the critical terms of the IRS and the principal terms of the loan are same, based on the internal assessment carried out by the management of the Group, the net impact of the mark to market valuation of the IRS, net of gain / loss on the underlying loan is not expected to be material and accordingly no adjustment has been made in these consolidated financial statements of the Group.

v. During the year ended March 31, 2014, MTSCL has entered into an IRS contract from floating rate of interest to fixed rate of interest against its foreign currency loan amounting to USD 1.66 crore covering the period from May 8, 2013 to May 8, 2018. The outstanding balance of foreign currency loan as at March 31, 2015 is ₹104.84 crore (March 31, 2014: ₹100.57 crore). Since the critical terms of the IRS and the principal terms of the loan are same, based on the internal assessment carried out by the management of the Group, the net impact of the mark to market valuation of the IRS, net of gain / loss on the underlying loan is not expected to be material and accordingly no adjustment has been made in these consolidated financial statements of the Group.

vi. During the year ended March 31, 2014, GKEL has entered into an IRS from floating rate of interest to fixed rate of interest and a cross currency swap contract against its foreign currency loan amounting to USD 5.48 crore covering the period from October 1, 2014 to December 1, 2017. The outstanding balance of foreign currency loan as at March 31, 2015 is ₹346.07 crore (March 31, 2014: ₹ 335.36 crore). Based on the internal assessment carried

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 47 DERIVATIVE INSTRUMENTS (Contd.)

out by the management of the Group, the net impact of the mark to market valuation of the IRS, net of gain/ loss on the underlying loan is not expected to be material and accordingly no adjustment has been made in these consolidated financial statements of the Group.

vii. GMIAL has entered into IRS agreement for swapping floating rate of interest to fixed rate of interest against the loan of USD 14.50 crore (March 31, 2014: USD 14.50 crore) covering the period December 31, 2011 to December 31, 2015. The outstanding balance of foreign currency loan as at March 31, 2015 is ₹ 914.37 crore (March 31, 2014: ₹ 877.11 crore)

Since the critical terms of the IRS and the underlying foreign currency loan are the same, based on the internal assessment carried out by the management of the Group, the impact of the mark to market valuation of the IRS, net of gain / loss on the underlying loan, is considered to be immaterial and accordingly no adjustment has been made in these consolidated financial statements of the Group.

b. Un-hedged foreign currency exposure for monetary items is as follows:

(Foreign currencies and Indian ₹ in crore)

Currency	Cash and bank balances	Fixed assets, non - current investments and current investments	Trade receivables, Inventories, long-term and short-term advances and other non-current and current assets	Trade payables, other long term and current liabilities and long term and short term provisions	Long-term borrowings, short term borrowings and current maturities of long term borrowings
Canadian Dollar	0.01	0.01	0.01	0.02	-
	(0.24)	(0.08)	(0.02)	(0.14)	-
Swiss Franc	0.00	-	0.01	0.03	-
	-	-	(0.00)	(0.00)	-
Chinese Yuan	0.00	-	-	-	-
	(0.00)	-	(0.01)	(0.18)	-
Euro	0.03	0.00	0.06	0.12	-
	(0.86)	(0.01)	(20.40)	(1.54)	0.00
Great British Pound	0.03	0.12	0.10	0.13	-
	(0.00)	(0.13)	(0.10)	(0.24)	(3.12)
Indonesian Rupiah	18,463.83	36,830.14	16,965.18	9,434.48	-
	(16,382.10)	(37,879.90)	(18,385.71)	(6,171.09)	-
Nepalese Rupee	3.40	168.36	0.33	1.12	10.00
	(0.45)	(114.87)	(0.23)	(1.35)	-
Singapore Dollar	0.02	-	0.09	0.02	-
	(0.01)	(0.05)	(0.04)	(0.11)	-
Turkish Lira	0.05	-	-	-	-
	(0.05)	-	(0.07)	(0.01)	-
Philippines Pesos	5.93	599.65	79.17	23.03	451.73
	-	-	-	-	-
United States Dollar	28.21	64.01	23.05	29.44	156.27
	(32.21)	(58.57)	(20.94)	(33.77)	(172.23)
Australian Dollar	-	-	-	0.02	-
	-	-	-	-	-
Maldive Rufiyaa	0.69	-	-	-	-
	-	-	-	-	-
Amount in ₹	1,894.38	5,191.84	1,671.82	1,962.07	10,501.52
	(2,120.14)	(3,939.09)	(3,062.72)	(2,243.01)	(10,729.76)

Note: Previous year figures are mentioned in brackets.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 47 DERIVATIVE INSTRUMENTS (Contd.)

Forward contract outstanding as at balance sheet date:

Particulars	Entity	Currency	Amount in foreign currency in crore	
			March 31, 2015	March 31, 2014
Forward cover for hedging of loan availed	MTSCL	USD	1.66	1.66
	ATSCL	USD	1.66	1.66
	GCHEPL	USD	0.72	-
	GREL	USD	-	5.20
Forward contract for hedging the supplier credit	GAPL	USD	-	0.08

NOTE 48 EMPLOYEE BENEFITS

a) Defined contribution plan

Contributions to provident and other funds included in capital work-in-progress (note 32(a)), intangible assets under development (note 32(b)) and employee benefits expenses (note 25) are as under:

(₹ in crore)

Particulars	March 31, 2015	March 31, 2014
Contribution to provident fund	20.20	20.32
Contribution to superannuation fund	12.06	13.39
	32.26	**33.71**

b) Defined benefit plan

Provident Fund

Contribution to provident fund by DIAL included in capital work in progress (note 32(a)) and employee benefits expenses (note 25) are as under:

(₹ in crore)

Particulars	March 31, 2015	March 31, 2014
Contribution to provident fund	5.66	3.95
	5.66	**3.95**

The Guidance on Implementing of Accounting Standard 15, Employee Benefits (revised 2005) issued by Accounting Standard Board (ASB) of the Institute of Chartered Accountants of India, states that benefits involving employer established provident funds, which require interest shortfalls to be re-compensated, are to be considered as defined benefit plans.

The details of the fund and plan asset position are as follows: (₹ in crore)

Particulars	March 31, 2015	March 31, 2014
Plan assets at the year end, at fair value	76.41	65.35
Present value of benefit obligation at the year end	76.41	65.35
Net (liability) / asset recognized in the balance sheet	-	-

Assumptions used in determining the present value obligation of the interest rate guarantee under the Deterministic Approach:

Particulars	March 31, 2015	March 31, 2014
Discount Rate	7.80%	9.25%
Fund Rate	9.30%	9.30%
EPFO Rate	8.60%	8.60%
Withdrawal Rate	5.00%	5.00%
Mortality	Indian Assured Lives Mortality (2006-08) (modified)Ult *	Indian Assured Lives Mortality (2006-08) (modified)Ult *

*As published by Insurance Regulatory and Development Authority ('IRDA') and adopted as Standard Mortality Table as recommended by the Institute of Actuaries of India effective April 1, 2013

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE | 48 | EMPLOYEE BENEFITS (Contd.)

Gratuity Plan

The Group has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. The scheme is funded with an insurance Company in the form of a qualifying insurance policy.

The following tables summaries the components of net benefit expenses recognised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet for gratuity benefit.

Statement of profit and loss

Net employee benefits expenses (₹ in crore)

Particulars	March 31, 2015	March 31, 2014
Current service cost	6.02	7.01
Interest cost on defined benefit obligation	2.74	2.22
Expected return on plan assets	(2.89)	(2.61)
Net actuarial (gain) / loss recognised	4.72	(3.37)
Net benefit expenses	10.59	3.25

(₹ in crore)

Particulars	March 31, 2015	March 31, 2015
Actual return on plan assets	1.84	2.20

Balance sheet (₹ in crore)

Particulars	March 31, 2015	March 31, 2014
Present value of defined benefit obligation	40.12	30.45
Fair value of plan assets	32.68	27.12
Plan asset / (liability)	(7.44)	(3.33)

Changes in the present value of the defined benefit obligation (₹ in crore)

Particulars	March 31, 2015	March 31, 2014
Opening defined benefit obligation	30.45	28.30
New acquisitions	0.42	0.27
Interest cost	2.74	2.22
Current service cost	6.02	7.01
Benefits paid	(2.69)	(3.57)
Adjustment on transfer from related parties	(0.49)	-
Actuarial (gains) / losses on obligation	3.67	(3.78)
Closing defined benefit obligation	40.12	30.45

Changes in the fair value of plan assets (₹ in crore)

Particulars	March 31, 2015	March 31, 2014
Opening fair value of plan assets	27.12	27.01
New acquisitions	0.72	-
Expected return on plan assets	2.89	2.61
Contributions by employer	5.69	1.48
Benefits paid	(2.69)	(3.57)
Actuarial gains / (losses) on plan assets	(1.05)	(0.41)
Closing fair value of plan assets	32.68	27.12

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 48 EMPLOYEE BENEFITS (Contd.)

The Group expects to contribute ₹ 4.73 crore (March 31, 2014: ₹ 1.58 crore) towards gratuity fund in next year.

The major category of plan assets as a percentage of the fair value of total plan assets are as follows:

Particulars	March 31, 2015	March 31, 2014
Investments with insurer managed funds	100%	100%

The principal assumptions used in determining gratuity obligation:

Particulars	March 31, 2015	March 31, 2014
Discount rate	7.80%	9.25%
Expected rate of return on assets	9.40%	9.40%
Expected rate of salary increase	6.00%	6.00%
Employee turnover	5.00%	5.00%
Mortality Rate	Refer note (iii) below	Refer note (iii) below

Notes :

i. The long term estimate of the expected rate of return on fund assets has been arrived at based on the prevailing yields on these assets. Assumed rate of return on assets is expected to vary from year to year reflecting the returns on matching government bonds.

ii. The estimates of future increase in compensation levels, considered in the actuarial valuation, have been taken on account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

iii. As per Indian Assured Lives Mortality (2006-08) (modified) Ult. (March 31, 2014: As per Indian Assured Lives Mortality (2006-08) (modified) Ult)

Amounts for the current and previous four years are as follows: (₹ in crore)

Particulars	Gratuity				
	March 31, 2015	March 31, 2014	March 31, 2013	March 31, 2012	March 31, 2011
Present value of defined benefit obligation	40.12	30.45	28.30	21.08	13.48
Fair value of plan assets	32.68	27.12	27.01	16. 36	12.91
Surplus / (deficit)	(7.44)	(3.33)	(1.29)	(4.72)	(0.57)
Experience adjustments on plan liabilities	3.67	(3.78)	1.01	2.64	(0.37)
Experience adjustments on plan assets	(1.05)	(0.41)	0.09	0.38	0.09

Other defined post-employment benefits:

Certain entities in the Group located outside India have defined unfunded post-employment benefits for its employees.

The following tables summaries the components of net benefit expenses recognised in the statement of profit and loss and amounts recognised in the balance sheet for these defined post-employment benefits.

(₹ in crore)

Particulars	March 31, 2015	March 31, 2014
Current service cost	1.80	2.51
Interest cost on benefit obligation	0.50	0.42
Net actuarial (gains) / losses recognised	(1.77)	(1.16)
Net benefit expenses	0.53	1.77

(₹ in crore)

Particulars	March 31, 2015	March 31, 2014
Opening defined benefit obligation	8.28	7.18
Interest cost	0.50	0.42
Current service cost	1.80	2.51
Benefits paid	(0.42)	(0.67)
Actuarial (gains) / losses on obligation	(1.77)	(1.16)
Closing defined benefit obligation	8.39	8.28

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 49 LEASES

a. Finance lease

The Group has entered into finance lease arrangements (as lessee) in respect of certain assets for periods of 3 to 5 years. The lease has a primary period, which is non-cancellable. The agreements provide for revision of lease rental in the event of changes in taxes, if any, leviable on the lease rentals. There are no exceptional/ restrictive covenants in the lease agreements.

(₹ in crore)

Particulars	Minimum lease payments	Present value of minimum lease	Minimum lease payments	Present value of minimum lease
	As at March 31, 2015		As at March 31, 2014	
(i) Payable not later than 1 year	0.34	0.31	0.34	0.31
(ii) Payable later than 1 year and not later than 5 years	0.41	0.32	0.65	0.52
(iii) Payable later than 5 years	-	-	-	-
Total – (i)+(ii)+(iii) = (iv)	0.75	0.63	0.99	0.83
Less: Future finance charges (v)	0.12	-	0.16	-
Present value of minimum lease payments [(iv) – (v)]	0.63	-	0.83	-

Lease payment made during the year ₹ 0. 24 crore (March 31, 2014: ₹ 0.66 crore)

b. Operating leases

The Group has entered into certain cancellable operating lease agreements mainly for office premises and hiring equipments and certain non-cancellable operating lease agreements towards office premises and hiring office equipments. The lease rentals received during the year (included in note 21) and charged during the year (included in note 32(a), note 32(b) and note 26) and the maximum obligation on the long term non-cancellable operating lease payable as per the agreements are as follows:

(₹ in crore)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Payment		
Lease rentals under cancellable and non-cancellable leases	86.88	120.88
Receipt		
Lease rentals under cancellable leases	8.51	3.77
Obligations on non-cancellable leases:		
Not later than one year	12.59	13.54
Later than one year and not later than five years	32.45	33.22
Later than five years	20.02	26.64

NOTE 50 DEFERRED TAX

Deferred tax (liability) / asset comprises mainly of the following:

Sl.No.	Particulars	March 31, 2015		March 31, 2014	
		Deferred tax Asset (₹ in crore)	Deferred tax Liability (₹ in crore)	Deferred tax Asset (₹ in crore)	Deferred tax Liability (₹ in crore)
	Deferred tax liability :				
1	Depreciation	-	2,360.32	-	1,999.41
2	Carry forward losses / unabsorbed depreciation	2,166.14	-	1,810.62	-
3	Intangibles (Airport concession rights)	77.73	-	80.70	-
4	Others	43.09	-	34.82	-
	Sub - total (A)	**2,286.96**	**2,360.32**	**1,926.14**	**1,999.41**
	Deferred tax liability (net)		73.36		73.27

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 50 DEFERRED TAX (Contd.)

Sl.No.	Particulars	March 31, 2015		March 31, 2014	
		Deferred tax Asset (₹ in crore)	Deferred tax Liability (₹ in crore)	Deferred tax Asset (₹ in crore)	Deferred tax Liability (₹ in crore)
	Deferred tax asset:				
1	Depreciation	-	0.05	-	162.28
2	Carry forward losses / unabsorbed depreciation	12.54	-	189.31	-
3	Others	6.55	-	17.54	
	Sub - total (B)	**19.09**	**0.05**	**206.85**	**162.28**
	Deferred tax asset (net)	19.04		44.57	
	Total (A+B)	**2,306.05**	**2,360.37**	**2,132.99**	**2,161.69**
	Deferred tax asset / (Deferred tax liability) (net)	(54.32)		(28.70)	
	Change for the year		25.62		31.42
	Foreign currency translation reserve		0.02		(0.40)
	Deferred tax adjusted with the deficit in the statement of profit and loss [refer note 10(7)(i)(i)]		7.35		
	Deferred tax asset/(liability) on account of acquisition during the year		-		1.06
	Charge/(credit) during the year		32.99		32.08

i. In case of certain entities, as the timing differences are originating and reversing within the tax holiday period under the provisions of section 80-IA of the IT Act, deferred tax has not been recognised by these companies.

ii. In case of certain entities, deferred tax asset has not been recognized on unabsorbed losses on the grounds of prudence in view of the management's assessment of future profitability.

iii. In case of certain entities, the Group has recognized deferred tax asset on unabsorbed depreciation and carried forward losses as at March 31, 2015, only to the extent of deferred tax liability as at March 31, 2015 as a matter of prudence.

NOTE 51 PROVISIONS

(₹ in crore)

Particulars	As at April 1, 2014	Provision made during the year	Amount written back during the year (inclusive of exchange differences)	Amount used during the year	Deletion on disposal of subsidiaries	As at March 31, 2015
Provision for operations and maintenance (net of advances)	62.96	29.67	-	30.07	6.17	56.39
	(81.01)	(27.45)	(12.89)	(32.61)	-	(62.96)
Provision for voluntary retirement compensation	89.48	-	-	18.72	-	70.76
	(108.56)	-	-	(19.08)	-	(89.48)

Notes:

i. Previous year figures are mentioned in brackets.

ii. DIAL provided ₹ 288.82 crore (March 31, 2014: ₹288.82 crore) towards reimbursement of voluntary retirement compensation payable to AAI on expiry of the initial operational support period as per the terms and conditions of OMDA. It has been recognised and amortised over the initial and extended period of OMDA.

iii. The balance of provision for operations and maintenance as at March 31, 2015 includes ₹ 2.04 crore (March 31, 2014: ₹ 1.96 crore) for which commercial invoices have been received by GVPGL from the service provider.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 52 INFORMATION ON JOINTLY CONTROLLED ENTITIES AS PER AS - 27

Name of the jointly controlled entities	Country of incorporation	Percentage of effective ownership (directly or indirectly) as on	
		March 31, 2015	March 31, 2014
CJV	Turkey	50.00%	50.00%
RCMEPL	India	16.10%	16.10%
GAEL*	India	-	30.60%
GATL**	India	-	30.60%
TFS	India	20.98%	20.98%
DAFF	India	13.64%	13.64%
TIM	India	26.18%	26.18%
DAPSL***	India	66.28%	26.18%
DFSPL^	India	-	20.98%
DSSHPL^^	India	-	20.98%
WAISL	India	13.64%	13.64%
CDCTM	India	13.64%	13.64%
DCSCPL^	India	-	13.64%
DASPL	India	26.23%	26.23%
NML^^^	South Africa	-	25.80%
Laqshya	India	29.99%	29.99%
APFT	India	24.51%	24.51%
GMCAC ****	Philippines	40.00%	-
PTGEMS	Indonesia	27.89%	27.89%
RCI	Indonesia	27.62%	27.62%
BIB	Indonesia	27.36%	27.36%
KIM	Indonesia	27.89%	27.89%
KCP	Indonesia	27.89%	27.89%
BBU	Indonesia	27.89%	27.89%
BHBA	Indonesia	27.89%	27.89%
BNP	Indonesia	27.89%	27.89%
TBBU	Indonesia	27.89%	27.89%
TKS	Indonesia	19.52%	19.52%
BAS #	Indonesia	22.31%	27.89%
GEMSCR	Indonesia	27.89%	27.89%

* Consequent to acquisition of additional equity stake from the minority shareholder, GAEL has ceased to be a jointly controlled entity and became a subsidiary during the year.

** Became a subsidiary consequent to change in ownership by GAEL

***Consequent to acquisition of additional stake from the minority shareholder, DAPSL has ceased to be a jointly controlled entity and has become a subsidiary during the year.

**** Jointly controlled entity incorporated during the year.

^ Jointly controlled entities sold during the year

^^ Jointly controlled entity merged with DFSPL.

^^^ Joint controlled entity disposed off during the year consequent to sale agreement entered into by HEGL.

\# Dilution of stake in BAS by PTGEMS

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 52 INFORMATION ON JOINTLY CONTROLLED ENTITIES AS PER AS - 27 (Contd.)

The Group's aggregate share of each of the assets, liabilities, income and expenses, etc. (after elimination of the effect of transactions between the Group and the jointly controlled entities) related to its interests in the joint ventures, as included in these consolidated financial statements of the Group are as follows:

Particulars	March 31, 2015 (₹ in crore)	March 31, 2014 (₹ in crore)
Non-current assets		
Tangible and intangible assets (including goodwill)	3,860.11	3,172.62
Capital work-in-progress and intangible assets under development	26.00	80.80
Non-current investments	0.04	0.04
Deferred tax asset (net)	9.45	6.17
Long-term loans and advances	122.48	42.83
Other non-current assets	6.68	6.65
Current assets		
Inventories	21.12	36.27
Trade receivables	133.18	157.15
Cash and bank balances	150.17	148.11
Short-term loans and advances	57.11	35.73
Other current assets	4.26	5.17
Non-current liabilities		
Long-term borrowings	93.58	325.73
Trade payables	2.24	-
Deferred tax liabilities (net)	11.62	9.73
Other long-term liabilities	2.68	0.97
Long-term provisions	4.33	4.74
Current liabilities		
Short-term borrowings	654.68	82.05
Trade payables	149.22	121.88
Other current liabilities	55.64	83.84
Short-term provisions	5.68	11.61
Income		
Sales and operating income	965.94	1,627.18
Other income	23.90	51.44
Expenses		
Sub-contracting expenses	359.85	288.41
Cost of materials consumed	8.16	15.36
Purchase of traded goods	232.17	478.92
(Increase) / decrease in stock-in-trade	3.99	(7.39)
Employee benefits expenses	58.10	102.02
Other expenses	152.73	335.84
Utilisation fees	-	186.18
Finance cost	47.95	178.15
Depreciation and amortisation expenses	121.91	155.40
Tax expenses	19.57	21.58
(Loss) / profit after tax	(14.59)	(75.85)
Other matters		
Capital commitments	0.59	23.90

Contingent Liabilities:

i. Group's share of contingent liabilities of the jointly controlled entities ₹ 17.37 crore (March 31, 2014: ₹ 30.15 crore).

ii. Refer note 34(b)(xv) regarding the details of de-allocation of coal blocks of RCMEPL and bank guarantees provided by the Group on behalf of the jointly controlled entities.

Refer note 31(a), 31(g) and 31(h) regarding the details of profit on sale of certain jointly controlled entities during the year ended March 31, 2015 and March 31, 2014 by the Group, which have been disclosed as exceptional items.

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 53 SEGMENT REPORTING

a) The segment reporting of the Group has been prepared in accordance with AS 17 on Segment Reporting, notified under section 133 of the Companies Act, 2013.

b) For the purpose of reporting, business segments are primary segments and the geographical segments are secondary segments.

c) The business segments of the Group comprise of the following:

Segment	Description of activity
Airports	Development and operation of airports
Power	Generation of power and provision of related services and exploration and mining activities
Roads	Development and operation of roadways
EPC	Handling of engineering, procurement and construction solution in the infrastructure sector
Others	Urban Infrastructure and other residual activities

d) Geographical segments are categorised as 'India' and 'Outside India' and are based on the domicile of the customers.

e) Various business segments comprise of the following companies:

Power Segment	
GEL	CPL
GPCL	FCK
GVPGL	GMAEL
GBHPL	GBEPL
GMEL	GUPEPL
GKEL	GHOEL
HHPPL	GGSPPL
GEML	KTCPL
GLEL	MTCPL
GUKPL	GINELL
GETL	GINPCL
GCSPL	GREEL
GCEPL	ATSCL
GBHHPL	MTSCL
GLHPPL	GEPML
GKEPL	GISPL
RCMEPL	EDWPCPL
GCHEPL	GPIL
GECL	GCRPL
PTDSU	RCI
PTDSI	BIB
PTBSL	KIM
GREL	KCP
SJK	BBU
PT	BHBA
EMCO	BNP
HEGL	TBBU
HEC	TKS
HMES	GEMSCR
HCM	BAS
NML	PTGEMS
GENBV	

Roads Segment	
GMRHL	UEPL
GTTEPL	GHVEPL
GTAEPL	GCORRPL
GACEPL	GOSEHHHPL
JEPL	GKUAEL
GPEPL	GHPPL

EPC Segment	
GADL	GADLML
GADLIL	CJV
GIL - EPC Segment	

Airport Segment	
GHIAL	DFSPL
GFIAL	DSSHPL
HMACPL	DDFS
HASSL	DAFF
GHARML	CDCTM
HAPL	DCSCPL
GHASL	DAPSL
GHMSL	TIM
GAEL	ISG
TVS GMR	SGH
HDFRL	GAL
GATL	GMRAML
GAHSCL	GMIAL
APFT	GMRPL
DIAL	Laqshya
DASPL	GAGL
DAPL	GHAPDL
TFS	GALM
GMCAC	

Others Segment	
WAISL	PRPPL
GHRL	SRPPL
GAPL	GSPHPL
GKSEZ	GCAPL
APPL	DSPL
AKPPL	KSPL
AMPPL	GIML
BPPL	GICL
BOPPL	GIOSL
CPPL	GIUL
DPPL	GIGL
EPPL	GEGL
GPL	LGM
LPPPL	GIOL
PPPL	HFEPL
HPPL	RPPL
IPPL	GBPSPL
KPPL	AREPL
LAPPL	GHICL
NPPL	GHEMCPL
PAPPL	NREPL
PUPPL	GIL - Others Segment
SPPL	SUPPL
EGPDCPL	LPPL
GUPL	

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 53 SEGMENT REPORTING (Contd.)

f. The details of segment information is given below

Business segment

(₹ in crore)

Particulars	Power		Roads		Airports		EPC		Others		Discontinuing operations		Inter Segment and Inter Operations		Unallocated		Total	
	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014
Revenue																		
Revenue from operations	4,450.58	3,342.61	766.98	655.74	5,421.44	5,310.88	86.66	239.75	168.22	187.48	41.37	830.51	-	-	-	-	10,935.25	10,566.97
Other operating revenue	3.91	-	-	-	-	-	-	-	148.52	86.25	-	-	-	-	-	-	152.43	86.25
Inter segment revenue	-	-	-	-	5.83	2.49	78.23	228.92	390.33	231.26	-	-	(474.39)	(462.67)	-	-	-	-
Total revenue (a)	**4,454.49**	**3,342.61**	**766.98**	**655.74**	**5,427.27**	**5,313.37**	**164.89**	**468.67**	**707.07**	**504.99**	**41.37**	**830.51**	**(474.39)**	**(462.67)**	**-**	**-**	**11,087.68**	**10,653.22**
Other income (excluding interest income) (b)	65.42	84.46	3.55	4.79	46.96	43.27	9.72	3.43	7.62	21.44	26.28	9.32	(0.18)	(0.92)	-	-	159.37	165.79
Expenditure																		
Revenue share paid/ payable to concessionaire grantors	-	-	79.34	72.08	1,985.52	1,871.61	-	-	-	-	-	-	-	-	-	-	2,064.86	1,943.69
Consumption of fuel	2,083.08	1,743.93	-	-	-	-	-	-	8.02	11.12	-	-	(0.04)	(0.58)	-	-	2,091.06	1,754.47
Cost of materials consumed	-	-	-	-	4.29	4.11	33.30	92.08	5.35	4.34	3.87	11.25	-	(51.13)	-	-	46.81	60.65
Purchase of traded goods and (increase) / decrease in stock in trade	688.63	582.14	-	-	335.55	278.97	-	-	-	-	-	169.53	-	-	-	-	1,024.18	1,030.64
Sub -contracting expenses	362.22	291.70	189.95	63.86	0.73	-	90.85	308.62	-	-	-	4.28	(78.24)	(145.59)	-	-	565.51	522.87
Employee benefits expenses	167.15	122.45	34.63	27.50	301.37	250.00	17.59	58.57	80.70	81.50	17.33	60.07	0.88	(25.87)	-	-	619.65	574.22
Other expenses	905.97	570.39	56.23	53.25	1,080.77	1,040.34	19.20	46.25	100.29	118.36	60.98	397.96	(102.47)	(211.46)	-	-	2,120.97	2,015.09
Utilisation fees	-	-	-	-	-	-	-	-	-	-	-	186.18	-	-	-	-	-	186.18
Depreciation/amortisation expenses	691.85	521.02	201.79	167.70	856.49	623.10	16.85	7.42	39.87	36.89	5.75	99.82	(0.07)	(0.96)	-	-	1,812.53	1,454.99
Total expenditure (c)	**4,898.90**	**3,831.63**	**561.94**	**384.39**	**4,564.72**	**4,068.13**	**177.79**	**512.94**	**234.23**	**252.21**	**87.93**	**929.09**	**(179.94)**	**(435.59)**	**-**	**-**	**10,345.57**	**9,542.80**
Segment results (a)+(b)-(c)	**(378.99)**	**(404.56)**	**208.59**	**276.14**	**909.51**	**1,288.51**	**(3.18)**	**(40.84)**	**480.46**	**274.22**	**(20.28)**	**(89.26)**	**(294.63)**	**(28.00)**	**-**	**-**	**901.48**	**1,276.21**
Unallocated income/(expense)																		
Finance cost	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(3,571.86)	(2,971.88)	(3,571.86)	(2,971.88)
Interest income	-	-	-	-	-	-	-	-	-	-	-	-	-	-	168.09	150.08	168.09	150.08
Interest expenses(net)	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**(3,403.77)**	**(2,821.80)**	**(3,403.77)**	**(2,821.80)**
Exceptional items											-	-			-	-		
Profit on dilution in subsidiaries [refer note 31(d) and 31(e)]	-	-	-	-	-	-	-	-	-	-	-	69.73	-	-	-	-	-	69.73
Profit on sale of assets (consists of exchange differences amounting to ₹ Nil (March 31, 2014: ₹ 63.52 crore))[refer note 31(c)]	-	-	-	-	-	-	-	-	-	-	-	100.54	-	-	-	-	-	100.54
Profit on sale of jointly controlled entities (net of expenses directly attributable to such income of ₹ Nil (March 31, 2014: ₹ 164.98 crore)) [refer note 31 (a), 31 (g) and 31 (h)]	-	-	-	-	-	-	-	-	-	-	34.44	1,658.93	-	-	-	-	34.44	1,658.93
Loss on impairment of assets in subsidiaries [refer note 44(iv), 44(v) & 44(ix)]	(79.80)	(8.95)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(79.80)	(8.95)
Loss on impairment of assets in subsidiaries [refer note 42(ii)]	-	-	-	-	(35.94)	-	-	-	-	-	-	-	-	-	-	-	(35.94)	-
Loss on account of provision towards claims recoverable (including prior period expenditure of ₹ 124.43 crore) [refer note 43(iii)]	-	-	(130.99)	-	-	-	-	-	-	-	-	-	-	-	-	-	(130.99)	-
Breakage cost of interest rate swap [refer note 42(ix)]	-	-	-	-	(91.83)	-	-	-	-	-	-	-	-	-	-	-	(91.83)	-
Segment result/profit/(loss) before tax expenses and minority interest	**(458.79)**	**(413.51)**	**77.60**	**276.14**	**781.74**	**1,288.51**	**(3.18)**	**(40.84)**	**480.46**	**274.22**	**14.16**	**1,739.94**	**(294.63)**	**(28.00)**	**(3,403.77)**	**(2,821.80)**	**(2,806.41)**	**274.66**
Tax expenses	-	-	-	-	-	-	-	-	-	-	-	-	-	-	152.81	166.25	152.81	166.25
Segment result/profit/(loss) before minority interest and share of (loss) / profit of associates	**(458.79)**	**(413.51)**	**77.60**	**276.14**	**781.74**	**1,288.51**	**(3.18)**	**(40.84)**	**480.46**	**274.22**	**14.16**	**1,739.94**	**(294.63)**	**(28.00)**	**(3,556.58)**	**(2,988.05)**	**(2,959.22)**	**108.41**
Other information																		
Segment assets	36,487.96	33,652.96	6,966.21	7,397.82	16,184.72	15,815.54	814.22	1,060.04	17,598.99	16,444.28	1,511.62	1,522.75	(13,671.42)	(11,573.12)	-	-	65,892.30	64,320.27

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 53 SEGMENT REPORTING (Contd.)

(₹ in crore)

Particulars	Power		Roads		Airports		EPC		Others		Discontinuing operations		Inter Segment and Inter Operations		Unallocated		Total	
	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014
Unallocated segment assets	-	-	-	-	-	-	-	-	-	-	-	-	-	-	850.64	821.58	850.64	821.58
Total Assets	**36,487.96**	**33,652.96**	**6,966.21**	**7,397.82**	**16,184.72**	**15,815.54**	**814.22**	**1,060.04**	**17,598.99**	**16,444.28**	**1,511.62**	**1,522.75**	**(13,671.42)**	**(11,573.12)**	**850.64**	**821.58**	**66,742.94**	**65,141.85**
Segment liabilities	7,772.40	6,727.96	1,718.69	1,529.40	1,752.80	2,086.40	536.14	674.93	1,022.99	1,361.29	184.63	237.84	(5,993.48)	(5,530.68)	-	-	6,994.17	7,087.14
Unallocated segment liabilities	-	-	-	-	-	-	-	-	-	-	-	-	-	-	50,089.04	47,269.38	50,089.04	47,269.38
Total Liabilities	**7,772.40**	**6,727.96**	**1,718.69**	**1,529.40**	**1,752.80**	**2,086.40**	**536.14**	**674.93**	**1,022.99**	**1,361.29**	**184.63**	**237.84**	**(5,993.48)**	**(5,530.68)**	**50,089.04**	**47,269.38**	**57,083.21**	**54,356.52**
Capital expenditure	2,473.37	3,895.59	2.59	191.64	1,310.93	207.31	2.58	-	233.98	278.97	-	55.93	-	-	-	-	4,023.45	4,629.44
Depreciation/amortisation expenses	691.85	521.02	201.79	167.70	856.49	623.10	16.85	7.42	39.87	36.89	5.75	99.82	(0.07)	(0.96)	-	-	1,812.53	1,454.99
Other non cash expenses	105.32	36.27	131.08	0.61	78.26	48.11	-	-	0.64	160.82	-	13.47	-	(131.25)	-	-	315.30	128.03

The segment wise details of revenue, expenses, results, assets and liabilities of the discontinuing operations disclosed above are as below:

Discontinuing operations

(₹ in crore)

Particulars	Power		Roads		Airports		Others		Total	
	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014
Total revenue	-	-	-	82.14	41.37	685.25	-	63.12	41.37	830.51
Other income (excluding interest income)	0.22	0.50	-	1.07	26.06	7.75	-	-	26.28	9.32
Total expenditure	24.52	34.28	-	37.50	63.41	815.79	-	41.52	87.93	929.09
Segment results	(24.30)	(33.78)	-	45.71	4.02	(122.79)	-	21.60	(20.28)	(89.26)
Segment assets	2.50	19.87	-	-	1,509.12	1,502.88	-	-	1,511.62	1,522.75
Segment liabilities	0.98	8.05	-	-	183.65	229.79	-	-	184.63	237.84

The Group has two geographical segments: India and outside India

Geographical segments

(₹ in crore)

Particulars	Revenue		Assets		Capital expenditure	
	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014
Continuing Operations:						
India	10,245.22	9,121.72	58,081.54	56,899.33	3,035.62	4,425.39
Outside India	801.09	700.99	7,536.55	7,108.03	987.83	147.81
Discontinuing Operations:						
India	41.37	119.87	-	71.40	-	0.31
Outside India	-	710.64	1,124.85	1,063.09	-	55.93
Total	11,087.68	10,653.22	66,742.94	65,141.85	4,023.45	4,629.44

Notes to the consolidated cinancial statements for the year ended March 31, 2015

NOTE 54 DISCLOSURE IN TERMS OF AS - 7: CONSTRUCTION CONTRACTS

(₹ in crore)

Sl. No.	Particulars	March 31, 2015	March 31, 2014
1	Contract revenue recognised during the year	86.84	239.75
2	Aggregate cost incurred and recognised profits (less recognised losses) up to the reporting date for contracts in progress	1,562.05	1,529.33
3	Amount of customer advances outstanding for contracts in progress	63.77	74.54
4	Retention money due from customers for contracts in progress	51.57	131.04
5	Gross amount due from customers for contract works as an asset	81.80	65.74
6	Gross amount due to customers for contract works as a liability	-	0.57

NOTE 55 ACQUISITIONS AND DISPOSALS DURING THE YEAR

a. The Group has the acquired following subsidiaries / jointly controlled entities during the year ended March 31, 2015:

o LPPL	o SUPPL
o EGPDCPL	

b. The Group had acquired following subsidiaries / jointly controlled entities during the year ended March 31, 2014:

o HFEPL	o NREPL

c. The effect of the acquisition of subsidiaries / jointly controlled entities on the financial position for the respective years at the reporting date and the results for the reporting period. (₹ in crore)

Particulars	March 31, 2015	March 31, 2014
Reserves and surplus	(0.02)	-
Trade payables	-	0.21
Short-term provisions (₹ 5,000)(March 31, 2014: ₹ Nil)	0.00	-
Other current liabilities	0.01	0.76
Goodwill on consolidation	-	2.26
Tangible assets	9.57	40.33
Intangible assets	-	0.03
Capital work-in-progress	-	0.74
Long-term loans and advances	2.50	3.74
Cash and bank balances	0.02	0.06
Short-term loans and advances	0.01	-
Other current assets	-	0.75
Other expenses	0.02	-
Finance costs (₹ 974)(March 31, 2014: ₹ Nil)	0.00	-
Profit / (loss) before and after tax	(0.02)	-

d. DAPSL, GAEL and GATL have become subsidiaries from jointly controlled entities on account of additional share acquired during the year and DDFS had become a subsidiary from a jointly controlled entity on account of additional share acquired in the previous year. The impact of the same has not been considered in the table above.

e. Disposals during the year:

i. The Group has disposed following subsidiaries and jointly controlled entities during the year ended March 31, 2015:

O DFSPL *	O DCSCPL

* During the year ended March 31, 2015, DSSHPL, a jointly controlled entity got merged with DFSPL. Subsequently DFSPL got disposed off during the year, refer note 31(g).

ii. The Group had disposed off following subsidiaries and jointly controlled entities during the year ended March 31, 2014:

O TVS GMR	O JEPL
O UEPL	O Tshedza Mining Resource (TMR)
O ISG	O LGM
O EDWPCPL	O SGH

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 55 ACQUISITIONS AND DISPOSALS DURING THE YEAR (Contd.)

iii. The financial position as at the date of sale of these entities and the results of these entities for the reporting period from the beginning of the financial year till the date of disposals for the respective years were as follows:

(₹ in crore)

Particulars	March 31, 2015	March 31, 2014
Long-term borrowings	45.69	2,056.94
Short-term borrowings	-	61.98
Other long-term liabilities	0.01	178.69
Long-term provisions	0.14	5.30
Short-term provisions	0.08	31.35
Trade payables	-	18.60
Other current liabilities	12.94	597.66
	58.86	**2,950.52**
Tangible assets	47.48	1,112.44
Intangible assets	0.05	1,396.01
Capital work-in-progress	0.34	181.26
Intangible assets under development	0.03	-
Current investments	-	1.70
Long term loans and advances	3.08	99.08
Other non-current assets	1.09	12.77
Inventories	0.53	9.16
Trade receivables	2.65	36.72
Cash and bank balances	2.91	122.51
Short-term loans and advances	0.75	431.11
Other current assets	0.18	25.35
	59.09	**3,428.11**
Sales and operating income	41.37	792.00
Other income	1.68	13.10
Cost of materials consumed	3.87	7.40
(Increase) / decrease in stock in trade	-	(1.05)
Sub-contracting expenses	-	1.81
Employee benefits expenses	8.57	39.08
Purchase of traded goods	-	170.58
Other expenses	7.67	199.49
Utilisation fees	-	186.18
Finance costs	6.33	171.29
Depreciation and amortisation expenses	5.64	94.01
Profit / (loss) before tax expenses	10.97	(63.69)
Tax expenses	0.21	(0.47)
Profit / (Loss) after tax	**10.76**	**(63.22)**

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 56 RELATED PARTY TRANSACTIONS

a. Names of the related parties and description of relationship:

Sl. No.	Relationship	Name of the parties
(i)	Holding Company	GHPL
(ii)	Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates	AAI
		African Spirit Trading 307 (Proprietary) Limited
		APFTSB
		Arcelormittal India Limited (AIL)
		Bharat Petroleum Corporation Limited (BPCL)
		Brindaban Man Pradhang
		BWWFSIPL
		CAPL
		Cargo Service Center India Private Limited (CSCIPL)
		CELEBI GHDPL
		Celeebi Hava Servisis A.S. (CHSAS)
		DIL
		FAG
		GMR Institute of Technology (GMRIT)
		GoAP
		GoT
		Greenwich Investments Limited (GRIL)
		Homeland Energy Management Limited
		IDFS Trading Private Limited (IDFSTPL)
		IL & FS Environmental Infrastructure and Services Limited (IEISL)
		IIF
		IL & FS Financials Services limited (IL&FS)
		IL&FS Energy Development Company Limited (ILFSEDCL)
		IL&FS Urban Infrastructure Services Limited (IUISL)
		ILFS Renw
		Indian Oil Corporation Limited (IOCL)
		Infrastructure Development Finance Company Limited (IDFC)
		Infrastructure Leasing and Financial Services Limited (IL&FS Limited)
		Kakinada Refinery& Petrochemicals Private Limited (KRPPL)
		KIHPL
		Lanco Group Limited (LGL)
		Laqshya Event IP Private Limited (LEIPL)
		LGM Guvenik (LGMG)
		Limak Yatrim (LY)
		LISVT
		Laqshya Media Private Limited (LMPL)
		M/S G.S.Atwal & Co.
		MAHB
		Malaysia Airport (Labuan) Private Limited (MALPL)
		Malaysia Airports Consultancy Services SDN Bhd (MACS)
		Malaysian Aerospace Engineering Sdn. Bhd. (MAE)
		Malaysian Airline System Bhd. (MAS)
		MAMPL
		Megawide Construction Corporation (MCC)
		Mehment Senk Aipsoy (MSA)
		Menzies Aviation Bobba (Bangalore) Private Limited (MABBPL)
		Menzies Aviation Cargo (Hyderabad) Limited (MACHL)
		Menzies Aviation India Private Limited (MAIPL)
		Menzies Aviation PLC (UK) (MAPUK)
		Menzies Bobba Ground Handling Services Private Limited (MBGHSPL)

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 56 RELATED PARTY TRANSACTIONS (Contd.)

Sl. No.	Relationship	Name of the parties
		Macquarie SBI Infrastructure Investments PTE Limited (MSIF)
		NAPC Limited (NAPC)
		Navabharat Power Private Limited (NBPPL)
		Nepal Electricity Authority (NEA)
		Odeon Limited (OL)
		Oriental Structures Engineers Private Limited (OSEPL)
		Oriental Tollways Private Limited (OTPL)
		PT Dian Swastatika Sentosa Tbk (PT Dian)
		PT Sinar Mas Cakrawala
		Reliance Industries Limited (RIL)
		Riverside Park Trading 164 (Pty) Limited (RPTL)
		Rushil Construction (India) Private Limited
		Somerset India Fund (SIF)
		Sterlite Energy Limited (SEL)
		Tenega Parking Services (India) Private Limited (TPSIPL)
		Times Innovative Media Limited (TIML)
		Tottenham Finance Limited (TFL)
		Travel Foods Services (Delhi) Private Limited (TFSDPL)
		TVS Communications Solutions Limited (TVSCSL)
		TVS Sundram Iyengar & Sons limited
		TVSLSL
		UE Development India Private Limited (UEDIPL)
		Veda Infra-Holdings (India) Private Limited (VIHIPL)
		Wipro Limited (WL)
		WTGGE
		YL
(iii)	Enterprises where key management personnel and their relatives exercise significant influence	CISL
		GEPL
		GFFT
		GIVLLP
		GMR Estate Private Limited (GMREPL)
		GMR Varalakshmi DAV Public School (GVDPS)
		GREPL
		GVF
		GWT
		GMR Business and Consultancy LLP (GBC)
		Polygon
		Rajam Enterprises Private Limited (REPL)
(iv)	Fellow subsidiary companies (where transactions have taken place)	CIL
		GBPPL
		GEOKNO India Private Limited (GEOKNO)
		GHLM
		GHML
		GHTPL
		GMR Holdings (Overseas) Limited (GHOL)
		GMR Infrastructure Malta Limited (GIMTL)
		GPPL
		GSPL
		Ravi Verma Realty Private Limited (RRPL)
		RSSL

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 56 RELATED PARTY TRANSACTIONS (Contd.)

Sl. No.	Relationship	Name of the parties
(v)	Jointly controlled entities	APFT
		BAS
		BBU
		BHBA
		BIB
		BNP
		CDCTM
		CJV
		DAFF
		DAPSL**
		DASPL
		DCSCPL*
		DDFS****
		DFSPL*
		DSSHPL#
		GAEL**
		GATL**
		GEMSCR
		GMCAC
		ISG***
		KCP
		KIM
		Laqshya
		LGM***
		NML*
		PTGEMS
		RCI
		RCMEPL
		SGH***
		TBBU
		TFS
		TIM
		TKS
		TMR***
		TVS GMR***
		WAISL
(vi)	Associates	EDWPCPL
		JEPL
		UEPL
(vii)	Key management personnel and their relatives	Mr. G.M. Rao (Chairman)
		Mrs. G.Varalakshmi
		Mr. G.B.S.Raju (Director)

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 56 RELATED PARTY TRANSACTIONS (Contd.)

Sl. No.	Relationship	Name of the parties
		Mr. Grandhi Kiran Kumar (Director) (Managing Director w.e.f. July 28, 2013)
		Mr. Srinivas Bommidala (Director)
		Mr. K.V.V.Rao
		Mr. B.V.N. Rao (Resigned as Managing Director w.e.f. July 28, 2013)
		Mr. O Bangaru Raju (Director)
		Mr. C.P. Sounderarajan (Company Secretary)
		Mr. Madhva Bhimacharya Terdal (Group CFO)
		Mrs. B.Ramadevi

* Ceased to be jointly controlled entity during the year ended March 31, 2015, and accordingly has not been considered as a related party as at March 31, 2015

** Consequent to acquisition of additional stake from the minority shareholders, DAPSL, GAEL and GATL have ceased to be a jointly controlled entity and became a subsidiary during the year.

*** Ceased to be a jointly controlled entity during the previous year ended March 31, 2014 and accordingly has not been considered as a related party as at March 31, 2014

**** Consequent to acqusition of additional stake from the minority shareholders, DDFS has ceased to be a jointly controlled entities and became a subsidiary during the previous year ended March 31, 2014.

\# Jointly controlled entity merged with DFSPL.

b. Summary of transactions with the above related parties are as follows: **(₹ in crore)**

Nature of Transaction	March 31, 2015	March 31, 2014
Purchase of investment in equity shares		
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
GRIL	65.31	-
Sale of investments in equity shares		
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
DIL	4.12	-
IIF	28.60	-
Sale of investments in Preference shares		
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
DIL	0.80	-
Renounciation of right issue entitlement by GHPL in favour of GBC		
- Enterprises where key management personnel and their relatives exercise significant influence		
GBC	215.00	-
Share application money received against rights issue		
- Enterprises where key management personnel and their relatives exercise significant influence		
GBC	674.57	-
Money received against share warrants		
- Enterprises where key management personnel and their relatives exercise significant influence		
GIVLLP	141.75	-

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 56 RELATED PARTY TRANSACTIONS (Contd.) (₹ in crore)

Nature of Transaction	March 31, 2015	March 31, 2014
Allotment of equity shares		
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
MAE	-	8.28
GRIL	-	0.60
TPSIPL	-	0.15
TVSLSL	-	0.50
APFTSB	-	0.95
Share application money received		
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
GRIL	-	0.60
MAE	-	8.28
MALPL	16.31	8.35
Share application money paid		
- Jointly controlled entities		
GAEL	-	10.20
Loans/ advances repaid by		
- Fellow Subsidiaries		
GHML	12.61	131.33
GHLM	-	692.76
- Jointly controlled entities		
APFT	-	0.75
- Enterprises where key management personnel and their relatives exercise significant influence		
GVF	11.70	9.66
REPL	-	3.20
Loans/ advances given to		
- Holding company		
GHPL	0.01	0.01
- Enterprises where key management personnel and their relatives exercise significant influence		
REPL	-	3.20
GVF	-	0.55
GVDPS	0.72	1.49
- Associates		
JEPL	4.50	-
UEPL	-	70.98

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 56 RELATED PARTY TRANSACTIONS (Contd.)

(₹ in crore)

Nature of Transaction	March 31, 2015	March 31, 2014
- Fellow Subsidiaries		
GHLM	-	692.76
GHML	12.61	4.32
Loans taken from		
- Holding company		
GHPL	215.00	-
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
WL	1.04	-
CSCIPL	-	1.72
- Enterprises where key management personnel and their relatives exercise significant influence		
GEPL	-	1.20
- Fellow Subsidiaries		
GPPL	-	20.00
Loans repaid		
- Holding company		
GHPL	-	5.40
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
MAIPL	0.10	0.10
CSCIPL	-	5.90
- Enterprises where key management personnel and their relatives exercise significant influence		
GEPL	-	1.20
- Fellow Subsidiaries		
GPPL	-	37.00
Conversion of loans into share application money		
- Holding company		
GHPL	215.00	-
Liability written back		
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
MAE	3.85	-
Sale of fixed assets		
- Holding company		
GHPL	0.96	-
- Jointly controlled entities		
WAISL	0.60	9.95

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 56 RELATED PARTY TRANSACTIONS (Contd.)

(₹ in crore)

Nature of Transaction	March 31, 2015	March 31, 2014
Purchase of fixed assets		
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
DIL	-	0.13
WL [Amounting to ₹Nil (March 31, 2014: ₹ 36,660)]	-	0.00
- Fellow Subsidiaries		
RSSL	0.12	0.05
GPPL	0.27	-
Deposit received		
- Fellow Subsidiaries		
RSSL	-	0.51
- Jointly controlled entities		
DAFF	1.68	-
DCSCPL	0.02	-
Laqshya	0.12	-
TIM	-	0.23
DASPL	-	0.02
DFSPL*	-	0.05
Deposit repaid		
- Associates		
JEPL	0.20	-
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
APFTSB	0.06	-
- Jointly controlled entities		
TIM	-	1.25
Deposits given		
- Key management personnel and their relatives		
Mrs. B. Ramadevi	0.02	-
Mrs. G.Varalakshmi	0.09	-
- Fellow Subsidiaries		
RSSL	-	0.02
GPPL	-	0.02
- Enterprises where key management personnel and their relatives exercise significant influence		
GFFT	18.36	-

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 56 RELATED PARTY TRANSACTIONS (Contd.)

(₹ in crore)

Nature of Transaction	March 31, 2015	March 31, 2014
Deposit refund received		
- Enterprises where key management personnel and their relatives exercise significant influence		
GFFT	11.08	3.14
- Fellow Subsidiaries		
GHTPL	135.00	-
RSSL	0.08	0.17
Equity dividend declared by the Company		
- Holding company		
GHPL	-	27.36
- Enterprises where key management personnel and their relatives exercise significant influence		
GIVLLP	-	0.30
GWT	-	0.05
GEPL	-	0.18
- Key management personnel and their relatives		
Mr. G.M. Rao	-	0.01
Mrs. G.Varalakshmi	-	0.01
Mr. G.B.S.Raju	-	0.01
Mr. Grandhi Kiran Kumar	-	0.01
Mr. Srinivas Bommidala [March 31, 2014: ₹ 45,116]	-	0.00
Equity dividend paid by subsidiaries / jointly controlled entities		
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
IDFSTPL	-	1.63
YL	5.29	9.52
MACHL	5.00	4.25
Preference dividend paid by subsidiaries		
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
MACHL	2.16	2.15
Revenue from operations		
- Holding company		
GHPL	0.59	-
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
AAI	3.09	2.64
LMPL	3.43	2.09
TIML	4.03	2.31
- Fellow Subsidiaries		
GSPL [Amounting to ₹ 9,673]	0.00	0.04
GEOKNO	0.20	-
GPPL [March 31, 2014: ₹ 19,127]	0.11	0.00

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE | 56 | RELATED PARTY TRANSACTIONS (Contd.) (₹ in crore)

Nature of Transaction	March 31, 2015	March 31, 2014
- Associates		
JEPL	21.33	2.32
UEPL	4.37	-
- Jointly controlled entities		
DDFS	-	31.05
Laqshya	10.99	8.90
GATL	1.88	6.02
GAEL	0.97	2.27
TIM	52.07	57.07
DCSCPL	22.61	19.89
DAFF	11.07	10.29
CDCTM	102.79	99.55
TFS	8.19	7.48
DAPSL	5.16	4.89
DASPL	2.24	2.52
DFSPL*	6.64	6.90
GMCAC	2.25	-
APFT	0.56	0.47
Fees received for services rendered		
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
CELEBI GHDPL	3.06	3.37
BWWFSIPL	3.14	3.61
CAPL	9.28	6.06
LISVT	-	0.90
APFTSB [Amounting to ₹Nil (March 31, 2014: ₹ 45,776)]	-	0.00
- Jointly controlled entities		
PTGEMS	38.70	38.36
GMCAC	0.65	-
TIM	1.65	-
ISG	-	2.25
LGM	-	4.57
- Fellow Subsidiaries		
RSSL [March 31, 2014: ₹ 25,090]	0.02	0.00
Fee paid for services received		
- Holding company		
GHPL	0.14	-

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 56 RELATED PARTY TRANSACTIONS (Contd.) (₹ in crore)

Nature of Transaction	March 31, 2015	March 31, 2014
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
WL	9.58	9.42
AAI	-	0.08
CELEBI GHDPL	-	0.04
GoT	0.08	-
- Enterprises where key management personnel and their relatives exercise significant influence		
GFFT (₹ 25,468)	0.00	0.01
Interest income		
- Associates		
UEPL	0.01	-
JEPL	0.09	-
- Enterprises where key management personnel and their relatives exercise significant influence		
REPL	-	0.07
- Jointly controlled entities		
ISG	-	0.10
DAFF	0.60	1.15
CDCTM	-	2.21
DASPL	-	0.51
DFSPL*	1.71	-
DCSCPL	3.60	-
APFT	-	0.03
- Fellow Subsidiaries		
GHML	0.03	0.34
CIL	-	0.21
GHLM	-	6.59
GPPL	1.00	0.70
Airport operator fees		
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
FAG	119.90	100.07
Loans and advances / receivables		
- Jointly controlled entities		
DCSCPL	-	3.08
DFSPL*	-	1.09
WAISL	-	2.09
Revenue share paid/payable to concessionaire grantors		
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
AAI	1,967.80	1,838.06

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE | 56 | RELATED PARTY TRANSACTIONS (Contd.) (₹ in crore)

Nature of Transaction	March 31, 2015	March 31, 2014
Rental expenses		
- Enterprises where key management personnel and their relatives exercise significant influence		
GFFT	21.14	20.62
GREPL	0.14	-
- Fellow Subsidiaries		
RRPL	0.03	-
- Jointly controlled entities		
ISG	-	0.51
- Key management personnel and their relatives		
Mrs. B. Ramadevi	0.15	-
Mr. G.B.S.Raju	0.28	-
Managerial remuneration to		
- Key management personnel and their relatives		
Mr. G.M. Rao	5.00	10.10
Mr. G.B.S.Raju	6.25	7.03
Mr. Srinivas Bommidala	4.23	3.09
Mr. B.V. N. Rao	3.07	2.76
Mr. Grandhi Kiran Kumar	2.25	4.04
Mr. O. Bangaru Raju	3.58	2.42
Mr. C.P. Sounderarajan	0.69	-
Mr. Madhva Bhimacharya Terdal	3.33	-
Mr. K.V.V.Rao	2.24	-
Logo fee paid/payable to		
- Holding company		
GHPL	5.01	9.91
Technical and consultancy fees		
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
AAI	-	0.16
FAG	0.43	1.39
DIL	-	0.27
MACS	2.83	2.80
TIML	1.85	1.68
MAPUK	6.06	5.33
APFTSB	0.27	0.37
- Jointly controlled entities		
ISG	-	0.12
CJV	-	0.65

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 56 RELATED PARTY TRANSACTIONS (Contd.) (₹ in crore)

Nature of Transaction	March 31, 2015	March 31, 2014
- Fellow Subsidiaries		
RSSL [March 31, 2014: ₹ 49,926]	0.66	0.00
Other expenses - others		
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
AAI	0.12	0.31
TPSIPL	1.02	0.99
MAPUK	0.64	0.65
BPCL	0.06	-
APFTSB	0.01	-
DIL	1.32	1.09
LEIPL	0.07	-
LMPL	0.42	0.45
BWWFSIPL	0.85	0.68
TIML	0.54	0.13
TVSCSL	-	1.47
YL	5.50	5.00
- Jointly controlled entities		
WAISL	41.97	42.17
Laqshya	0.15	0.10
ISG	-	0.02
- Fellow Subsidiaries		
RSSL	76.35	69.30
GPPL	-	0.01
GSPL	2.54	0.10
Purchase of fuel		
- Jointly controlled entities		
BIB	16.12	41.33
Reimbursement of expenses incurred on behalf of the Group		
- Holding company		
GHPL	4.13	5.88
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
CHSAS	0.04	0.07
MAIPL	0.18	-
MAPUK	0.08	-
CSCIPL	-	0.18
LMPL [Amounting to ₹ 232]	0.00	0.01
YL	0.09	0.28

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 56 RELATED PARTY TRANSACTIONS (Contd.) (₹ in crore)

Nature of Transaction	March 31, 2015	March 31, 2014
CELEBI GHDPL	0.06	0.02
APFTSB	0.01	0.01
- Jointly controlled entities		
CDCTM	-	0.01
DCSCPL	0.03	0.06
TFS	0.03	0.05
DAFF	-	0.03
WAISL	-	0.01
- Fellow Subsidiaries		
GSPL	0.07	-
RSSL	0.02	0.18
GPPL	0.01	-
- Enterprises where key management personnel and their relatives exercise significant influence		
GVF	1.02	0.95
Expenses incurred by the Group on behalf of		
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
AAI	13.26	13.41
CELEBI GHDPL	0.01	0.02
WL [Amounting to ₹ 44,528 (March 31, 2014: ₹ 15,441)]	0.00	0.00
LMPL [Amounting to ₹ 45,794]	0.00	0.01
CSCIPL	0.03	-
YL	-	0.27
- Jointly controlled entities		
WAISL	-	0.16
DAPSL	1.26	1.43
DASPL	3.33	5.10
DCSCPL	2.65	2.27
CDCTM	10.96	10.36
TIM	1.76	1.43
DAFF [Amounting to ₹ 46,689]	0.00	0.01
TFS	2.37	1.90
DFSPL*	1.51	1.54
Laqshya	0.50	0.49
APFT	0.12	0.10
CJV	1.28	-
GMCAC	5.04	-
GATL	1.27	0.03

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 56 RELATED PARTY TRANSACTIONS (Contd.) (₹ in crore)

Nature of Transaction	March 31, 2015	March 31, 2014
- Fellow Subsidiaries		
RSSL	0.97	-
GEOKNO	0.37	-
GSPL	-	0.51
GBPPL	0.01	0.19
- Enterprises where key management personnel and their relatives exercise significant influence		
GVF	0.14	0.21
Donations		
- Enterprises where key management personnel and their relatives exercise significant influence		
GVF	29.57	11.41
Employee benefit expenses		
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
AAI	2.77	3.55
TIML	-	0.03
DIL [Amounting to ₹ 29,177]	0.00	0.01
Lease income		
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
AAI	-	0.04
CELEBI GHDPL	0.15	0.16
IOCL [Amounting to ₹ 31,200 (March 31, 2014: ₹ 28,860)]	0.00	0.00
BPCL	0.02	0.02
- Fellow Subsidiaries		
RSSL	0.56	0.20
Cargo handling charges paid		
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
CELEBI GHDPL	0.21	0.24
BWWFSIPL	0.21	0.23
CAPL	0.35	0.27
Interest expenses		
- Holding company		
GHPL [March 31, 2014: ₹ 17,753]	4.47	0.00
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
AAI	-	1.80
CHSAS	0.35	0.35
WL	0.05	-

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 56 RELATED PARTY TRANSACTIONS (Contd.) (₹ in crore)

Nature of Transaction	March 31, 2015	March 31, 2014
DIL	0.23	0.14
IIF	0.01	-
- Enterprises where key management personnel and their relatives exercise significant influence		
GEPL [Amounting to ₹ Nil (March 31, 2014: ₹ 3,945)]	-	0.00
- Fellow Subsidiaries		
GPPL	-	6.49
Provisions created for receivables		
- Enterprises where key management personnel and their relatives exercise significant influence		
CIL	2.45	-
Advances adjusted against inventories		
- Fellow Subsidiaries		
GPPL	29.19	-
Corporate guarantee given on behalf of		
- Fellow Subsidiaries		
GHML	-	19.35
- Jointly controlled entities		
GATL	-	8.11
ISG	-	572.46
- Associates		
UEPL	-	450.67
Corporate guarantee extinguished		
- Fellow Subsidiaries		
GHML	205.66	-
- Jointly controlled entities		
ISG	-	1,240.29
- Associates		
UEPL	350.05	-
Bank guarantees given on behalf of		
- Fellow Subsidiaries		
GEOKNO	-	8.77
- Associates		
UEPL	-	17.50
JEPL	-	12.50
Bank guarantees extinguished		
- Fellow Subsidiaries		
GEOKNO	6.29	-

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 56 RELATED PARTY TRANSACTIONS (Contd.)

(₹ in crore)

Nature of Transaction	March 31, 2015	March 31, 2014
Pledge of fixed deposit given on behalf of		
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
WTGGE	5.00	17.50
- Enterprises where key management personnel and their relatives exercise significant influence		
GREPL	6.00	-
Pledge of fixed deposit extinguished		
- Enterprises where key management personnel and their relatives exercise significant influence		
GREPL	-	5.00
REPL	-	50.00
Arrears of cumulative dividends on preference share capital issued by a subsidiary		
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
OL	21.67	17.80
Balance Payable / (receivable)		
- Holding company		
GHPL	5.64	11.31
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
AAI	109.41	119.06
FAG	55.01	50.11
APFTSB [Amounting to ₹ 804]	(0.00)	(0.26)
MAE	-	2.35
LISVT	0.18	0.39
MACS	7.29	4.21
MALPL	24.66	8.35
DIL	-	1.59
TIML	(0.68)	0.71
CSCIPL	-	1.03
WL	6.65	7.37
LMPL	12.60	13.41
LEIPL	0.04	-
OSEPL	0.31	0.31
MAIPL	0.92	1.00
MAPUK	0.60	1.11
GoAP	-	315.05
GoT	315.13	-
CHSAS	6.55	6.76
TPSIPL	0.82	0.48
CELEBI GHDPL	(0.85)	(0.33)
BWWFSIPL	(1.49)	(1.41)

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 56 RELATED PARTY TRANSACTIONS (Contd.)

(₹ in crore)

Nature of Transaction	March 31, 2015	March 31, 2014
CAPL	(3.93)	(2.17)
YL	2.47	4.84
KRPPL	-	(0.01)
- Enterprises where key management personnel and their relatives exercise significant influence		
GFFT	(36.25)	(26.81)
GVF	(7.74)	(19.33)
CISL	(8.59)	(8.59)
GWT	(115.00)	(115.00)
GREPL	0.13	-
GEPL	-	0.17
GVDPS	2.21	1.49
GIVLLP	-	0.30
Polygon	(22.90)	(22.90)
- Fellow Subsidiaries		
GPPL	(691.44)	(660.49)
CIL	-	(2.45)
GEOKNO	(0.42)	-
GSPL	0.15	0.12
RSSL	6.02	8.48
GHTPL	-	(135.00)
GBPPL	(1.17)	(1.18)
RRPL	0.01	-
GHLM	-	(6.43)
- Jointly controlled entities		
PTGEMS	7.22	6.92
GEMSCR	15.01	14.40
BIB	0.58	0.11
GMCAC	(7.40)	-
CJV	(1.76)	(1.24)
GAEL	-	(9.84)
GATL	-	(0.20)
Laqshya	(7.27)	(9.40)
APFT	(0.39)	0.05
DASPL	7.04	7.08
TFS	(3.79)	(3.35)
DFSPL*	-	(7.64)
DAFF	117.29	115.62
CDCTM	86.65	86.59
DCSCPL	-	(6.71)

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 56 RELATED PARTY TRANSACTIONS (Contd.) (₹ in crore)

Nature of Transaction	March 31, 2015	March 31, 2014
WAISL	(2.57)	(0.93)
DAPSL	-	(1.23)
TIM	7.55	14.01
- Associates		
UEPL	(74.43)	(74.43)
JEPL	(6.81)	(5.52)
EDWPCPL	-	(0.01)
- Key management personnel and their relatives		
Mr. G.M. Rao	2.03	7.91
Mrs. G.Varalakshmi	(0.09)	
Mrs. B. Ramadevi	(0.02)	-
Mr. G.B.S.Raju	0.04	-
Mr. Grandhi Kiran Kumar	-	2.49
Outstanding corporate guarantees		
- Fellow Subsidiaries		
GHML	-	205.67
- Jointly controlled entities		
GATL	-	8.11
- Associates		
JEPL	353.48	353.48
UEPL	696.87	1,046.92
Outstanding bank guarantees		
- Fellow Subsidiaries		
GEOKNO	2.48	8.77
- Associates		
UEPL	17.50	17.50
JEPL	12.50	12.50
Outstanding pledge of fixed deposits		
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
WTGGE	130.50	125.50
- Enterprises where key management personnel and their relatives exercise significant influence		
GREPL	21.00	15.00
Share application money pending allotment		
- Enterprises where key management personnel and their relatives exercise significant influence		
GBC	889.57	-
Money received against share warrants		
- Enterprises where key management personnel and their relatives exercise significant influence		
GIVLLP	141.75	-

Notes to the consolidated financial statements for the year ended March 31, 2015

NOTE 56 RELATED PARTY TRANSACTIONS (Contd.) (₹ in crore)

Nature of Transaction	March 31, 2015	March 31, 2014
Arrears of cumulative dividends on preference share capital issued by a subsidiary		
- Shareholders having substantial interest / enterprises exercising significant influence over the subsidiaries or jointly controlled entities or associates		
OL	55.52	33.85

* DSSHPL has been merged with DFSPL w.e.f. April 1, 2013, pursuant to scheme of merger approved by Hon'ble High Court of Delhi and hence previous year figures of DSSHPL have been included in DFSPL.

Notes:

1. The Group has provided securities by way of pledge of investments for loans taken by certain companies.
2. Certain Key management personnel have extended personal guarantees as security towards borrowings of the Group and other body corporates. Similarly, GHPL and certain fellow subsidiaries have pledged certain shares held in the Company as security towards the borrowings of the Group.
3. Remuneration to key managerial personal does not include provision for gratuity, superannuation and premium for personal accidental policy, as the same are determined for the Company as a whole
4. Certain bank guarantees and corporate guarantees given on behalf of subsidaries have not been considered in the above transactions and outstanding balances.

NOTE 57

Certain amounts (currency value or percentages) shown in the various tables and paragraphs included in the consolidated financial statements of the Group have been rounded off or truncated as deemed appropriate by the management of the Group.

NOTE 58

Previous year's figures have been regrouped and reclassified, wherever necessary, to conform to those of the current year's classification. Further, the previous year's figures are not comparable with those of current year's to the extent of discontinuing operations, refer note 31.

As per our report of even date

For S.R. Batliboi & Associates LLP
ICAI firm registration number: 101049W
Chartered Accountants

per Sunil Bhumralkar
Partner
Membership number: 35141

Place: Bengaluru
Date: May 30, 2015

For and on behalf of the Board of Directors of
GMR Infrastructure Limited

Grandhi Kiran Kumar
Managing Director

B. V. N. Rao
Director

Madhva Bhimacharya Terdal
Group CFO

C.P. Sounderarajan
Company Secretary

Place: Bengaluru
Date: May 30, 2015

Independent Auditor's Report on the Standalone financial statements of GMR Infrastructure Limited

To the Members of GMR Infrastructure Limited

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of GMR Infrastructure Limited ('the Company'), which comprise the Balance Sheet as at March 31, 2015, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the Act') with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatement.

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

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

Basis for Qualified Opinion

1. As detailed in Note 13(7) to the accompanying standalone financial statements for the year ended March 31, 2015, the Company through its subsidiary, GMR Infrastructure (Mauritius) Limited ('GIML') has investments of ₹ 228.21 Crore (USD 3.62 Crore) (including equity share capital of ₹ 145.67 Crore and share application money pending allotment of ₹ 82.54 Crore) towards 77% equity shareholding in GMR Male International Airport Private Limited ('GMIAL'). Further GIML has placed fixed deposits of ₹ 908.06 Crore (USD 14.40 Crore) with lenders towards loan taken by GMIAL and the Company has given a corporate guarantee of ₹ 2,475.11 Crore(USD 39.25 Crore) to the lenders in connection with the borrowings made by GMIAL. The Concession Agreement entered into between GMIAL, Maldives Airport Company Limited ('MACL') and Ministry of Finance and Treasury ('MoFT'), Republic of Maldives for the Rehabilitation, Expansion, Modernization, Operation and Maintenance of Male International Airport ('MIA') for a period of 25 years was declared void ab initio by MACL and MoFT and MACL has taken possession of MIA with effect from December 8, 2012. GMIAL has initiated the arbitration process to seek remedies under the said agreement and on June 18, 2014, the tribunal delivered its award declaring that the Concession Agreement was not void ab initio and was valid and binding on the parties. However, the quantum of the damages is yet to be decided and accordingly, pending final outcome of the arbitration, such investment has been carried at cost in the standalone financial statements as at March 31, 2015 as the management is of the opinion that GMIAL will be able to recover at least the carrying value of the assets of ₹ 1,486.96 Crore (USD 23.58 Crore) including claim recoverable of ₹ 1,145.16 Crore (USD 18.16 Crore) as at March 31, 2015.

   Further, GMIAL has executed work construction contracts with GADL International Limited ('GADLIL'), a subsidiary of the Company and other service providers for Rehabilitation, Expansion, and Modernization of MIA. Pursuant to the aforesaid takeover of the airport by MACL, GMIAL has terminated the contracts with GADLIL and these service providers and has received claims from GADLIL and other service providers towards termination payments. However, no such claims relating to the termination of contracts have been recognised in the standalone financial statements of GMIAL as at March 31, 2015. The takeover of MIA by MACL, initiation of arbitration proceedings and its consequential impact on the operations indicate the existence of a material uncertainty that may cast a significant doubt about the going concern of GMIAL and GADLIL.

   Having regard to the uncertainty in view of the dispute and the final outcome of the matter, we are unable to comment on its impact on the carrying value of the investment pertaining to the aforesaid entities and any other consequential impact that may arise in this regard on the standalone financial statements for the year ended March 31, 2015. In respect of the above matter, our audit report for the year ended March 31, 2014 was similarly qualified. In this regard also refer sub-paragraph (f) in the Emphasis of Matter paragraph.

2. As detailed in Note 13[13(b)] to the accompanying standalone financial statements for the year ended March 31, 2015, the Company along with its subsidiary has made an investment of ₹ 729.43 Crore in GMR Kishangarh Udaipur Ahmedabad Expressways Limited ('GKUAEL'), a subsidiary of the Company (including loans of ₹ 29.43 Crore and investment in equity shares and preference shares of ₹ 700.00 Crore), which is primarily utilised by GKUAEL towards payment of capital advance of ₹ 590.00 Crore to its EPC contractor and ₹ 130.99 Crore towards indirect expenditure attributable to the project and borrowing costs ('project expenses'). GKUAEL has also given a bank guarantee of ₹ 269.36 Crore to National Highways Authority of India ('NHAI'). GKUAEL issued a notice of intention to terminate the Concession Agreement during the earlier year and a notice of dispute to NHAI invoking arbitration provisions of the Concession Agreement during the current year. Both the parties have appointed their arbitrators and the arbitration process is pending commencement. Pursuant to the notice of dispute, GKUAEL terminated the EPC contract on May 15, 2015.

   As a result, based on internal assessment, the management of the Company made a provision for diminution in the value of investments/ advances amounting to ₹ 130.99 Crore during the year ended March 31,2015. However, the notice of dispute and initiation of arbitration proceedings indicate the existence of a material uncertainty that may cast a significant doubt about the going concern of the GKUAEL. Having regard to this uncertainty, we are unable to comment on the final outcome of the matter and its consequential impact on the carrying value of the Company's investment in GKUAEL in the standalone financial statements of the Company for the year ended March 31, 2015.

3. As detailed in Note 26(2) to the accompanying standalone financial statements for the year ended March 31, 2015, the management of the Company recognised the profit on sale of its investments in Istanbul Sabiha Gokcen Uluslararasi Havalimani Yatirim Yapim Ve Isletme Anonim Sirketi ('ISG') of ₹ 458.78 Crore (net of cost incurred towards sale of investments) in the standalone financial statements for the year ended March 31, 2014. In our opinion, since the sale consideration was received, the transfer of shares and certain regulatory approvals were obtained during the year ended March 31, 2015, recognition of the profit on sale of such investments in the standalone financial statements of the Company for the year ended March 31, 2014 was not in accordance with the relevant Accounting Standards and accordingly, should have

been recognised in the standalone financial statements for the year ended March 31, 2015. Accordingly, profit before tax for the year ended March 31, 2014 and loss before tax for the year ended March 31, 2015 would have been lower by ₹ 458.78 Crore. In respect of the above matter, our audit report for the year ended March 31, 2014 was similarly qualified.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effect of the matters described in sub-paragraph (1) and (2) and the effect of the matter described in sub-paragraph (3) in the Basis for Qualified Opinion paragraph, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2015,its loss and its cash flows for the year ended on that date.

Emphasis of Matter

We draw attention to the following matters in the notes to the accompanying standalone financial statements for the year ended March 31, 2015:

a) Note 13(8) regarding an investment of ₹ 389.52 Crore (including loans of ₹ 149.33 Crore, and interest accrued thereon and investment in equity / preference shares of ₹ 239.59 Crore made by the Company and its subsidiaries) as at March 31, 2015 in GMR Ambala Chandigarh Expressways Private Limited ('GACEPL'), a subsidiary of the Company. Though GACEPL has been incurring losses since the commencement of commercial operations and the matter is currently under arbitration, based on management's internal assessment and a legal opinion such investment has been carried at cost. Accordingly, no provision for diminution in the value of investments has been made in the accompanying standalone financial statements for the year ended March 31, 2015.

b) Note 13[13(a)] regarding an investment of ₹ 663.15 Crore (including loans of ₹ 361.12 Crore and investment in equity / preference shares of ₹ 302.03 Crore) by the Company along with its subsidiary as at March 31, 2015 in GMR Hyderabad Vijayawada Expressways Private Limited ('GHVEPL'), a subsidiary of the Company. GHVEPL has been incurring losses since the commencement of commercial operations and based on a valuation assessment, the Company made a provision of ₹ 131.41 Crore for the diminution in the value of these investments as at March 31, 2015. In the opinion of the management of the Company,no further provision for diminution in the value of investments is considered necessary in the accompanying standalone financial statements as at March 31, 2015 for reasons explained in the said note.

c) Note 13(16) regarding the extension of the validity of the approvals obtained by Kakinada SEZ Private Limited ('KSPL'), a subsidiary of the Company from the Government of India for part of the area to set up a Special Economic Zone ('SEZ'). The management of KSPL is confident of obtaining further extension of the approvals, as necessary and also getting the balance area notified for SEZ development as per the applicable regulations.

d) Note 13(9) regarding (i) cessation of operations and the losses, including cash losses incurred by GMR Energy Limited ('GEL') and GMR Vemagiri Power Generation Limited ('GVPGL'), subsidiaries of the Company and the consequent erosion of net worth resulting from the unavailability of adequate supply of natural gas and (ii) rescheduling of the commercial operation date and the repayment of certain project loans by another subsidiary of the Company, GMR Rajahmundry Energy Limited ('GREL'), pending linkage of natural gas supply. Continued uncertainty exists as to the availability of adequate supply of natural gas which is necessary to conduct operations at varying levels of capacity in the future and the appropriateness of the going concern assumption is dependent on the ability of the aforesaid entities to establish consistent profitable operations as well as raising adequate finance to meet their short term and long term obligations. The accompanying standalone financial statements of the Company for the year ended March 31, 2015 do not include any adjustments that might result from the outcome of this significant uncertainty.

e) Note 13(10) regarding uncertainties in the key assumptions made in the valuation assessment of the investment in GMR Chhattisgarh Energy Limited ('GCHEPL'), a subsidiary of the Company. In the opinion of the management of the Company, no provision for diminution in the value of investments (including loans) is considered necessary in the accompanying standalone financial statements for the year ended March 31, 2015 for the reasons explained in the said note.

f) Note 39 regarding receipt of a letter by the Company from National Stock Exchange of India Limited ('NSE') whereby Securities and Exchange Board of India ('SEBI') has directed NSE to advise the Company to rectify the qualification in the Auditors' Report for the year ended March 31, 2013, within the period specified in clause 5(d) (iii) of the SEBI Circular dated August 13, 2012. The Company is in the process of seeking clarifications from NSE in this regard.In this regard also refer sub-paragraph (1) in the Basis for Qualified Opinion paragraph.

Our opinion is not qualified in respect of these aforesaid matters.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's report) Order, 2015 ('the Order') issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure I 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 purpose of our audit;
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
   (c) The Balance Sheet, 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) Except for the matters described in the Basis for Qualified Opinion paragraph, in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
   (e) The matters described in the Basis of Qualified Opinion paragraph,Emphasis of Matter paragraph and paragraph (viii) in Annexure I, in our opinion, may have an adverse effect on the functioning of the Company;
   (f) On the basis of written representations received from the directors as on March 31, 2015, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015, from being appointed as a director in terms of section 164 (2) of the Act;
   (g) The qualifications relating to the maintenance of accounts and other matters connected therewith are as stated in the Basis for Qualified Opinion paragraph above.
   (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
      i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements - Refer Note 13(7), 13(8), 13[13](a), 13[13](b), 13(14), 13(17), 13(18) and 34 to the standalone financial statements;
      ii. Except for the possible effect of the matters described in sub-paragraphs 1 and 2 in the Basis for Qualified Opinion paragraph, the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
      iii. There have been no delays in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

ICAI Firm Registration Number: 101049W

per Sunil Bhumralkar

Partner

Membership Number: 35141

Place: Bengaluru

Date: May 30, 2015

Annexure I referred to in clause 1 of paragraph on the report on other legal and regulatory requirements of our report of even date

Re: GMR Infrastructure Limited

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) All fixed assets were physically verified by the management in the previous years in accordance with a planned programme of verifying them once in three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year.

(b) The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.

(c) The Company is maintaining proper records of inventory. Discrepancies noted on physical verification of inventories were not material and have been properly dealt with in the books of account.

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

(iv) In our opinion and according to the information and explanations given to us and having regard to the explanation that purchase of certain items of fixed assets and inventory are of proprietary nature for which alternative sources are not available to obtain comparable quotations, there is an adequate internal control system commensurate with the size of the Company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of services except that the internal control system with regard to the periodic review and update of cost estimates of the Engineering, Procurement and Construction ('EPC') projects needs to be further strengthened. The activities of the Company do not involve sale of goods. During the course of our audit, we have not observed any major weakness or continuing failure to correct any major weakness in the internal control system of the Company in respect of these areas.

(v) The Company has not accepted any deposits from the public.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Act, related to the construction activities and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

(vii) (a) Undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth-tax, service tax, customs duty, excise duty, value added tax, cess and other material statutory dues as applicable to the Company, have generally been regularly deposited with the appropriate authorities.

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

(b) According to the records of the Company, the dues outstanding of income-tax, sales-tax, wealth-tax, service tax, customs duty, excise duty, value added tax and cess on account of any dispute, are as follows:

Name of the statute	Nature of dues	Amount (₹ in Crore)	Period for which amounts relates to	Forum where dispute is pending
Finance Act, 1994	Service tax	41.42	October 2007 to March 2014	Commissioner of Service Tax, Bangalore
Karnataka Value Added Tax Act, 2003	Value added tax	49.08	FY 2011-12 to 2013-14	Additional Commissioner of Commercial Taxes
Central Excise Act, 1944	Central excise duty (including penal charges and excluding interest)	1.03	March 2011 to December 2012	Office of the Commissioner of Customs, Central Excise and Service Tax, Hyderabad-III Commissionerate
Income Tax Act, 1961	Income Taxes	5.83	FY 2007-08	Commissioner of Income Tax (Appeals)

(c) There were no amounts which were required to be transferred to the investor education and protection fund by the Company in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made thereunder during the year.

(viii) Without considering the consequential effects of the matters stated in Basis for Qualified Opinion paragraph of our auditor's report, the Company has no accumulated losses at the end of the financial year but it has incurred cash losses in the current financial year. In the immediately preceding financial year, the Company had not incurred cash losses.

(ix) Based on our audit procedures and as per the information and explanations given by the management, the Company has defaulted in repayment of dues to financial institutions, banks and debenture holders, the details of which are provided as below:

Particulars	Amount (₹ in Crore)	Due date	Date of payment
Unsecured, redeemable and non-convertible debentures (including redemption premium)	199.43	March 2, 2015	March 20, 2015
Redemption premium payable on Secured, redeemable and non-convertible debentures	35.16	December 25, 2014	December 31, 2014
Interest payable to a Bank	10.02	January 31, 2015	February 21, 2015
Interest payable to a Bank	9.05	February 28, 2015	March 20, 2015
Interest payable to a financial institution	43.71	March 10, 2015	March 13, 2015

(x) The Company had given guarantees in respect of a loan taken by a group company from a bank in respect of which it has not charged any commission nor was any adequate explanation provided to us of the benefit to the Company for giving such guarantees. However, the aforesaid guarantee was extinguished during the year on repayment of the loan by the group company. In respect of other guarantees given by the Company for loans taken by others from banks and financial institutions, the terms and conditions whereof, in our opinion, are not prima facie prejudicial to the interest of the Company.

(xi) Based on the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.

(xii) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the standalone financial statements and as per the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the year.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W

per Sunil Bhumralkar
Partner
Membership Number: 35141

Place: Bengaluru
Date: May 30, 2015

Balance Sheet as at March 31, 2015

	Notes	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Equity and liabilities			
Shareholders' funds			
Share capital	3	1,572.80	1,525.91
Reserves and surplus	4	7,883.47	6,874.74
Money received against share warrants	3(g)	141.75	-
		9,598.02	**8,400.65**
Share application money pending allotment		889.66	-
Non-current liabilities			
Long-term borrowings	5	3,365.98	3,778.43
Other long-term liabilities	7	22.72	2.88
Long-term provisions	8	1.74	1.35
		3,390.44	**3,782.66**
Current liabilities			
Short-term borrowings	9	146.03	215.64
Trade payables	10	160.80	206.95
Other current liabilities	10	988.86	1,651.78
Short-term provisions	8	12.79	64.23
		1,308.48	**2,138.60**
Total		**15,186.60**	**14,321.91**
Assets			
Non-current assets			
Fixed assets			
Tangible assets	11	80.29	100.44
Intangible assets	12	2.99	4.01
Non-current investments	13	9,025.56	9,519.39
Deferred tax assets (net)	6	-	2.12
Long-term loans and advances	14	4,125.24	2,306.78
Trade receivables	15.1	52.40	102.63
Other non-current assets	15.2	761.42	656.60
		14,047.90	**12,691.97**
Current assets			
Current investments	16	100.00	15.54
Inventories	17	4.55	91.03
Trade receivables	15.1	147.95	145.86
Cash and bank balances	18	398.64	4.30
Short-term loans and advances	14	228.18	338.15
Other current assets	15.2	259.38	1,035.06
		1,138.70	**1,629.94**
Total		**15,186.60**	**14,321.91**
Summary of significant accounting policies	2.1		

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

As per our report of even date

For S.R. Batliboi & Associates LLP
ICAI firm registration number: 101049W
Chartered Accountants

per Sunil Bhumralkar
Partner
Membership number: 35141

Place: Bengaluru
Date: May 30, 2015

For and on behalf of the Board of Directors of
GMR Infrastructure Limited

Grandhi Kiran Kumar
Managing Director

B. V. N. Rao
Director

Madhva Bhimacharya Terdal
Group CFO

C.P. Sounderarajan
Company Secretary

Place: Bengaluru
Date: May 30, 2015

Statement of profit and loss for the year ended March 31, 2015

	Notes	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Income			
Revenue from operations	19	649.74	786.29
Other income	20	19.48	4.77
Total (i)		**669.22**	**791.06**
Expenses			
Cost of materials consumed	21	33.30	92.08
Subcontracting expenses		90.83	308.55
Employee benefit expenses	22	25.03	69.72
Other expenses	23	50.87	55.04
Depreciation and amortisation expenses	24	20.03	8.42
Finance costs	25	537.29	408.71
Total (ii)		**757.35**	**942.52**
(Loss) before exceptional items and tax expenses [(i)-(ii)]		**(88.13)**	**(151.46)**
Exceptional items (net)	26	(262.40)	339.54
(Loss)/Profit before tax		**(350.53)**	**188.08**
Tax expenses			
Current tax		5.92	51.18
Less: Minimum Alternate Tax ('MAT') credit entitlement		(5.92)	(45.20)
Reversal of current tax of earlier years		(0.79)	-
MAT credit written off		0.79	-
Deferred tax charge / (credit)		2.12	16.20
Total tax expenses		**2.12**	**22.18**
(Loss)/Profit for the year		**(352.65)**	**165.90**
Earnings per equity share [nominal value of share ₹ 1 each (March 31, 2014: ₹ 1)]			
Basic and diluted	27	(0.83)	0.43
Summary of significant accounting policies	2.1		

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

As per our report of even date

For S.R. Batliboi & Associates LLP
ICAI firm registration number: 101049W
Chartered Accountants

per Sunil Bhumralkar
Partner
Membership number: 35141

Place: Bengaluru
Date: May 30, 2015

For and on behalf of the Board of Directors of
GMR Infrastructure Limited

Grandhi Kiran Kumar
Managing Director

B. V. N. Rao
Director

Madhva Bhimacharya Terdal
Group CFO

C.P. Sounderarajan
Company Secretary

Place: Bengaluru
Date: May 30, 2015

Cash flow statement for the year ended March 31, 2015

	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
CASH FLOW FROM OPERATING ACTIVITIES		
(Loss)/Profit before tax	(350.53)	188.08
Adjustment to reconcile (loss)/profit before tax to net cash flows		
Depreciation and amortisation expenses	20.03	8.42
Provisions no longer required, written back	(10.56)	(1.31)
Exchange adjustment on sale of investments	(6.72)	-
Provision for diminution in the value of investment/advances in subsidiaries	262.40	-
Provision for diminution in the value of investment in a jointly controlled entity	-	1.27
Profit on sale of current investment (others)	(20.25)	(3.04)
Profit on sale of investment in a subsidiary	-	(13.28)
Profit on sale of investment in a jointly controlled entity	-	(471.21)
Loss on redeemable preference shares	-	131.25
Dividend income [(₹ 10,732 (March 31, 2014: ₹ 10,732)]	(0.00)	(0.00)
Interest income	(441.73)	(304.68)
Finance costs	537.29	408.71
Operating profit before working capital changes	**(10.07)**	**(55.79)**
Movement in working capital:		
(Increase)/ decrease in inventories	57.29	(3.81)
(Increase)/ decrease in loans and advances	(23.98)	101.95
(Increase)/ decrease in other assets	11.94	45.52
(Increase)/ decrease in trade receivables	48.14	69.69
Increase/ (decrease) in trade payables, other current liabilities and provisions	(164.38)	33.17
Cash generated (used in)/ from operations	**(81.06)**	**190.73**
Direct taxes paid (net of refunds)	(31.16)	(33.18)
Net cash (used in)/ from operating activities	**(112.22)**	**157.55**
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of fixed assets, including intangible assets, capital work-in-progress and capital advances	(4.10)	(2.40)
Proceeds from sale of fixed assets	0.02	0.04
Purchase of non-current investments (including share application money)	(12.03)	(2,059.01)
Proceeds from sale of non-current investments (including refund of share application money)	961.02	1,076.48
Sale / (Purchase) of current investments (net)	25.79	2.10
Investment in bank deposit (having original maturity of more than three months)	(99.88)	(199.33)
Loans given to subsidiary companies	(2,628.88)	(3,083.47)
Loans repaid by subsidiary companies	980.42	2,048.36
Interest received	407.26	343.72
Dividend received [(₹ 10,732 (March 31, 2014: ₹ 10,732)]	0.00	0.00
Net cash (used in)/ from investing activities	**(370.38)**	**(1,873.51)**

Cash flow statement for the year ended March 31, 2015 (Contd.)

	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from long term borrowings	643.00	1,992.24
Repayment of long term borrowings	(1,520.50)	(472.53)
Proceeds from short term borrowings	-	11.00
Repayment of short term borrowings	(69.61)	(546.56)
Proceeds from shares allotted to PE investors	-	1,136.67
Proceeds from share application money pending allotment & issue of share warrants	1,031.41	-
Proceeds from issue of shares pursuant to Qualified Institutional Placement (net)	1,441.56	-
Dividend paid on Equity shares	(43.34)	(38.78)
Tax on equity dividend paid	(7.43)	(6.61)
Payment of debenture redemption premium	(24.46)	(48.90)
Financial costs paid	(573.72)	(510.15)
Net cash (used in)/ from financing activities	**876.91**	**1,516.38**
Net increase/ (decrease) in cash and cash equivalents	**394.31**	**(199.58)**
Cash and cash equivalents at the beginning of the year	**4.23**	**203.81**
Cash and cash equivalents at the end of the year	**398.54**	**4.23**
Components of cash and cash equivalents		
Cash on hand	0.06	0.05
Cheques on hand	0.10	-
Balances with scheduled banks		
- On current accounts	398.38	4.18
Total cash and cash equivalents (Note 18)	**398.54**	**4.23**

1. The above cash flow statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard 3 on Cash Flow Statements, notified under section 133 of the Companies Act, 2013, read with rule 7 of the Companies (Accounts) Rules, 2014.
2. The above cash flow statement has been compiled from and is based on the balance sheet as at March 31, 2015 and the related statement of profit and loss for the year ended on that date.
3. Previous year's figures have been regrouped and reclassified, wherever necessary to conform to those of the current year's classification. Refer note 42
4. Balance with scheduled banks- on current accounts includes ₹ 347.65 Crore (March 31, 2014: ₹ Nil) towards share application money for issue of rights shares. The funds are received in an escrow account and are restricted till the allotment of equity shares pursuant to the right issue. Refer note 3(f).
5. (Loss)/Profit before tax includes ₹ 2.92 Crore on account of expenditure incurred on Corporate Social Responsibilty activities.

As per our report of even date

For S.R. Batliboi & Associates LLP
ICAI firm registration number: 101049W
Chartered Accountants

per Sunil Bhumralkar
Partner
Membership number: 35141

Place: Bengaluru
Date: May 30, 2015

For and on behalf of the Board of Directors of
GMR Infrastructure Limited

Grandhi Kiran Kumar
Managing Director

B. V. N. Rao
Director

Madhva Bhimacharya Terdal
Group CFO

C.P. Sounderarajan
Company Secretary

Place: Bengaluru
Date: May 30, 2015

Notes to the financial statements for the year ended March 31, 2015

NOTE 1 CORPORATE INFORMATION

GMR Infrastructure Limited ('GIL' or 'the Company') is a public limited Company domiciled in India. Its equity shares are listed on two stock exchanges in India. The Company carries its business in the following business segments:

a. Engineering Procurement Construction (EPC)

The Company is engaged in handling EPC solutions in the infrastructure sector.

b. Others

The Company's business also comprises of investment activity and corporate support to various infrastructure Special Purpose Vehicles (SPV).

NOTE 2 BASIS OF PREPARATION

The financial statements of the Company have been prepared in accordance with the generally accepted accounting principles in India ('Indian GAAP'). The Company has prepared these financial statements to comply in all material respects with the accounting standards notified under section 133 of the Companies Act 2013 ('the Act'), read with paragraph 7 of the Companies (Accounts) Rules 2014. The financial statements have been prepared on an accrual basis and under the historical cost convention.

The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

NOTE 2.1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a Use of estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

b Tangible fixed assets

Tangible fixed assets are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Subsequent expenditure related to an item of tangible fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing tangible fixed assets, including day to day repairs and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses 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 tangible asset and depreciates the same over the remaining life of the asset. In accordance with the Ministry of Corporate Affairs ('MCA') circular dated August 09, 2012, exchange differences adjusted to the cost of tangible fixed 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.

Gains or losses arising from derecognition of tangible fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the tangible fixed assets and are recognised in the statement of profit and loss when the tangible fixed asset is derecognised.

c Depreciation on tangible fixed assets

Depreciation on tangible fixed assets is calculated on a straight-line basis using the rates arrived at, based on the useful lives estimated by the management, which coincides with the lives prescribed under Schedule II of the Act .The Company has used the following useful lives to provide depreciation on its tangible fixed assets.

Tangible fixed assets**	Useful lives estimated by the management (in years)		Rate of depreciation (straight line basis)
	2014-15	2013-14	2013-14
Plant and equipments	4 to 15 *	21.05	4.75%
Office equipments	5	21.05	4.75%
Furniture and fixtures	10	15.80	6.33%
Vehicles	8 to 10	10.53	9.50%
Computers	3	6.17	16.21%

* The management has estimated , supported by technical evaluation and past experience , the useful lives of plant and equipments.
** The management has estimated the useful lives of asset individually costing ₹ 5,000 or less to be less than one year, which is lower than those indicated in Schedule II.

Notes to the financial statements for the year ended March 31, 2015

NOTE | 2.1. | SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Contd.)

d Intangible assets and amortisation

Intangible assets (Computer software) acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any.

Computer software is amortised based on the useful life of 6 years on a straight line basis as estimated by the management.

Gains or losses arising from derecognition of intangible assets are measured as the difference between the net disposal proceeds and the carrying amount of the intangible assets and are recognised in the statement of profit and loss when the intangible asset is derecognised.

e Impairment of tangible/ intangible 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) net selling price and its value in use. The 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 net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

The Company bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Company's cash-generating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering 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.

Impairment losses of operations, including impairment on inventories, are recognised in the statement of profit and loss, except for previously revalued tangible fixed assets, where the revaluation was taken to revaluation reserve. In this case, the impairment is also recognised in the revaluation reserve up to the amount of any previous revaluation.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

An assessment is made at each reporting date as to whether there is any indication that previously recognised 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 recognised 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 recognised. 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 determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss unless the asset is carried at a revalued amount, in which case the reversal is treated as a revaluation increase.

f Leases

Where the Company is lessee

Finance leases, which effectively transfer to the Company substantially all the risks and benefits incidental to the ownership of the leased item, are capitalised at the inception of the lease term at the lower of the fair value of the leased property and present value of the minimum lease payments. Lease payments are apportioned between the 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 recognised as finance costs in the statement of profit and loss. Lease management fees, legal charges and other initial direct costs of lease are capitalised.

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 capitalised asset is depreciated on a straight-line basis over the shorter of the estimated useful life of the asset or the lease term.

Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term.

g Borrowing costs

Borrowing costs include interest, amortisation of ancillary costs incurred in connection with the arrangement of borrowings.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

Notes to the financial statements for the year ended March 31, 2015

NOTE | 2.1. | SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Contd.)

h Investments

Investments, which are readily realisable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. If an investment is acquired, or partly acquired, by the issue of shares or other securities, the acquisition cost is the fair value of the securities issued. If an investment is acquired in exchange for another asset, the acquisition is determined by reference to the fair value of the asset given up or by reference to the fair value of the investment acquired, whichever is more clearly evident.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognise a decline other than temporary in the value of the investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

i Inventories

Raw materials, components, stores and spares are valued at lower of cost and net realisable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost of raw materials, components and stores and spares is determined on a weighted average basis.

Net realisable 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.

Costs incurred that relate to future activities on the contract are recognised as "Contract work in progress".

Contract work in progress comprising construction costs and other directly attributable overheads is valued at lower of cost and net realisable value.

j Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised:

<u>Revenue from construction activity</u>

Construction revenue and costs are recognised by reference to the stage of completion of the construction activity at the balance sheet date, as measured by the proportion that contract costs incurred for work performed to date bear to the estimated total contract costs. Where the outcome of the construction cannot be estimated reliably, revenue is recognised to the extent of the construction costs incurred if it is probable that they will be recoverable. In the case of contracts with defined milestones and assigned price for each milestone, it recognises revenue on transfer of significant risks and rewards which coincides with achievement of milestone and its acceptance by its customer. Provision is made for all losses incurred to the balance sheet date. Any further losses that are foreseen in bringing contracts to completion are also recognised. Variations in contract work, claims and incentive payments are recognised to the extent that it is probable that they will result in revenue and they are capable of being reliably measured. Contract revenue earned in excess of billing has been reflected as unbilled revenue and billing in excess of contract revenue has been reflected as unearned revenue.

<u>Dividends</u>

Dividend income is recognised when the Company's right to receive dividend is established by the reporting date.

<u>Income from management/ technical services</u>

Income from management/ technical services is recognised as per the terms of the agreement on the basis of services rendered.

<u>Interest</u>

Interest on loans, investments and bank deposits are recognised on a time proportion basis taking into account the amounts invested and the rate applicable.

k Foreign currency translation

Foreign currency transactions and balances

(i) Initial recognition

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

Notes to the financial statements for the year ended March 31, 2015

NOTE | 2.1. | SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Contd.)

(ii) Conversion

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

(iii) Exchange differences

The Company accounts for exchange differences arising on translation/ settlement of foreign currency monetary items as below:

1. Exchange differences arising on long-term foreign currency monetary items related to acquisition of a fixed asset are capitalised and depreciated over the remaining useful life of the asset.
2. Exchange differences arising on other long-term foreign currency monetary items are accumulated in the “Foreign Currency Monetary Item Translation Difference Account” and amortised over the remaining life of the concerned monetary item.
3. All other exchange differences are recognised as income or as expenses in the period in which they arise.

For the purpose of (iii)(1) and (iii)(2) above, the Company treats a foreign monetary item as “long-term foreign currency monetary item”, if it has a term of twelve months or more at the date of its origination. In accordance with MCA circular dated August 09, 2012, exchange differences for this purpose, are total differences arising on long-term foreign currency monetary items 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.

l Retirement and other employee benefits

(i) Defined contribution plans

Retirement benefit in the form of provident fund, superannuation fund and pension fund are defined contribution schemes. The Company has no obligation, other than the contributions payable to the provident fund, pension fund and superannuation fund. The Company recognizes contribution payable to the provident fund, pension fund and superannuation fund schemes as an expenditure, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset to the extent that the pre payment will lead to, for example, a reduction in future payment or a cash refund.

(ii) Defined benefit plan

Gratuity liability is a defined benefit obligation and is provided on the basis of actuarial valuation, based on projected unit credit method at the balance sheet date, carried out by an independent actuary. Actuarial gains and losses comprise experience adjustments and the effect of changes in the actuarial assumptions and are recognised in full in the period in which they occur in the statement of profit and loss as an income or expense.

(iii) Other long term employee benefits

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year end. Actuarial gains/ losses are immediately taken to the statement of profit and loss and are not deferred. The Company presents the entire leave as a current liability in the balance sheet, since it does not have an unconditional right to defer its settlement for twelve months after the reporting date.

(iv) Short term employee benefits

Accumulated leave, which is expected to be utilised within the next twelve months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

m Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events

Notes to the financial statements for the year ended March 31, 2015

NOTE | 2.1. | SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Contd.)

such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) 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 net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all potential dilutive equity shares.

n Income taxes

Tax expense comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income tax Act, 1961 (the 'IT Act') enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss.

Deferred tax liabilities are recognised for all taxable timing differences. Deferred tax assets are recognised for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits.

At each reporting date, the Company re-assesses unrecognised deferred tax assets. It recognises unrecognised deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realised.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

Minimum Alternate Tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognises MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognises MAT credit as an asset in accordance with the Guidance Note on Accounting for credit available in respect of MAT under the IT Act, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT credit entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

o Segment reporting

Identification of segments

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

Allocation of common costs

Common allocable costs are allocated to each segment according to the relative contribution of each segment to the total common costs.

Unallocated items

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

Segment accounting policies

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

p Shares/ debentures issue expenses and premium on redemption

Shares issue expenses incurred are adjusted in the year of issue and debenture issue expenses and redemption premium payable on debentures are adjusted over the term of debentures to the securities premium account, net of taxes, as permitted/prescribed under Section 78 of the Companies Act, 1956/Section 52 of the Companies Act, 2013 to the extent of balance available in premium account.

Notes to the financial statements for the year ended March 31, 2015

NOTE | 2.1. | SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Contd.)

q Provisions

A provision is recognised when the Company has a present 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. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Where the Company expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of profit and loss net of any reimbursement.

r 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 recognised 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 recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the financial statements.

s Cash and cash equivalents

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

t Corporate Social Responsibility (CSR) expenditure

The Company has charged its CSR expenditure during the year to the statement of profit and loss.

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Notes to the financial statements for the year ended March 31, 2015

NOTE 3 SHARE CAPITAL

Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Authorised shares		
7,500,000,000 (March 31, 2014: 7,500,000,000) equity shares of ₹ 1 each	750.00	750.00
6,000,000 (March 31, 2014: 6,000,000) Compulsorily Convertible Preference Shares ('CCPS' or 'preference shares') of ₹ 1,000 each ('Series A CCPS')	600.00	600.00
6,000,000 (March 31, 2014: 6,000,000) CCPS of ₹ 1,000 each ('Series B CCPS')	600.00	600.00
Issued, subscribed and fully paid-up shares		
4,361,247,379 (March 31, 2014: 3,892,430,282) equity shares of ₹ 1 each	436.13	389.24
5,683,351 (March 31, 2014: 5,683,351) Series A CCPS of ₹ 1,000 each	568.33	568.33
5,683,353 (March 31, 2014: 5,683,353) Series B CCPS of ₹ 1,000 each	568.34	568.34
Issued, subscribed but not fully paid-up shares		
Nil (March 31, 2014: 4,500) equity shares of ₹ 1 each not fully paid-up [₹ Nil (March 31, 2014: ₹ 2,250)]	-	0.00
Forfeiture of shares		
4,500 (March 31, 2014: Nil) equity shares of ₹ 1 each not fully paid-up [₹ 2,250 (March 31, 2014: ₹ Nil)]	0.00	-
Total issued, subscribed and paid-up share capital	**1,572.80**	**1,525.91**

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

Equity Shares	March 31, 2015		March 31, 2014	
	Number	₹ in Crore	Number	₹ in Crore
At the beginning of the year	3,892,434,782	389.24	3,892,434,782	389.24
Add: Issued during the year (refer note 3(h))	468,817,097	46.89	-	-
Less: Forfeited during the year [₹ 2,250 (March 31, 2014: ₹ Nil)]	(4,500)	(0.00)	-	-
Outstanding at the end of the year	4,361,247,379	436.13	3,892,434,782	389.24

Preference Shares	March 31, 2015		March 31, 2014	
	Number	₹ in Crore	Number	₹ in Crore
At the beginning of the year	-	-	-	-
a) Series A CCPS of ₹ 1,000 each	5,683,351	568.33	-	-
b) Series B CCPS of ₹ 1,000 each	5,683,353	568.34	-	-
Add: Issued during the year				
a) Series A CCPS of ₹ 1,000 each	-	-	5,683,351	568.33
b) Series B CCPS of ₹ 1,000 each	-	-	5,683,353	568.34
Outstanding at the end of the year				
a) Series A CCPS of ₹ 1,000 each	5,683,351	568.33	5,683,351	568.33
b) Series B CCPS of ₹ 1,000 each	5,683,353	568.34	5,683,353	568.34

b) Terms / rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 1 per share. Every member holding equity shares therein shall have voting rights in proportion to the member's share of the paid up equity share capital. The Company declares and pays dividend 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 Company, the holders of equity shares would be entitled to receive remaining assets of the Company, after distribution of all the preferential amounts. The distribution will be in proportion to the number of equity shares held by the equity shareholders.

c) Terms / rights attached to CCPS

During the year ended March 31, 2014, pursuant to the equity shareholders' approval obtained on March 20, 2014, the Company issued 11,366,704 CCPS of face value of ₹ 1,000 each comprising of (a) 5,683,351 Series A CCPS each fully paid up, carrying a coupon rate of 0.001% per annum ('p.a.') and having a term of 17 months from the date of allotment and (b) 5,683,353 Series B CCPS each fully paid up, carrying a coupon rate of 0.001% p.a. and having a term of 18 months from the date of allotment, to IDFC Limited, Dunearn Investments (Mauritius) Pte Limited, GKFF Ventures, Premier Edu-Infra Solutions Private Limited and Skyron Eco-Ventures Private Limited. The Series A CCPS and Series B CCPS shall be converted into equity shares upon the expiry of their respective terms in accordance with the provisions of Chapter VII of the SEBI (Issue of Capital Disclosure Requirements) Regulations, 2009, as amended ('ICDR Regulations'). The number of equity shares allotted to the Investors upon conversion of the Investor Securities shall be on the basis of the minimum permissible price, computed in accordance with Regulation 76 read with Regulation 71(b) of the SEBI ICDR Regulations on the conversion date.

The preference shareholders have a right to attend General Meetings of the Company and vote on resolutions directly affecting their interest. In the event of winding up, the Company would repay the preference share capital in priority to the equity shares of the Company but it does not confer any further right to participate either in profits or assets of the Company.

Notes to the financial statements for the year ended March 31, 2015

NOTE 3 SHARE CAPITAL (Contd.)

(d) Shares held by the Holding Company / Ultimate Holding Company and / or their subsidiaries / associates

Out of the equity shares issued by the Company, shares held by its Holding Company, Ultimate Holding Company and their subsidiaries / associates are as below:

Particulars	March 31, 2015 Number	March 31, 2014 Number
GMR Holdings Private Limited ('GHPL'), the Holding Company		
Equity shares of ₹ 1 each, fully paid up	2,752,091,862	2,736,221,862
GMR Infra Ventures LLP ('GIVLLP'), an associate of the Holding Company		
Equity shares of ₹ 1 each, fully paid up	31,321,815	31,321,815
GMR Enterprises Private Limited ('GEPL'), an associate of the Holding Company		
Equity shares of ₹ 1 each, fully paid up	23,400,000	17,100,000
Welfare Trust of GMR Infra Employees ('GWT'), an associate of the Holding Company		
Equity shares of ₹ 1 each, fully paid up	17,999,800	17,999,800
GMR Business and Consulting LLP ('GBC'), an associate of the Holding Company		
Equity shares of ₹ 1 each, fully paid up	52,973,443	-
Cadence Retail Private Limited ('CRPL'), a subsidiary of the Holding Company		
Equity shares of ₹ 1 each, fully paid up	100,000	-

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

Particulars	March 31, 2015		March 31, 2014	
	Number	% holding in the class	Number	% holding in the class
Equity shares of ₹ 1 each fully paid				
GHPL	2,752,091,862	63.10%	2,736,221,862	70.30%
Series A CCPS of ₹ 1,000 each				
Dunearn Investments (Mauritius) Pte Limited	3,944,084	69.40%	3,944,084	69.40%
IDFC Limited*	209,550	3.69%	209,550	3.69%
GKFF Ventures*	272,415	4.79%	272,415	4.79%
Premier Edu-Infra Solutions Private Limited*	209,550	3.69%	209,550	3.69%
Skyron Eco Ventures Private Limited*	1,047,752	18.43%	1,047,752	18.43%
Series B CCPS of ₹ 1,000 each				
Dunearn Investments (Mauritius) Pte Limited	3,944,085	69.40%	3,944,085	69.40%
IDFC Limited*	209,550	3.69%	209,550	3.69%
GKFF Ventures*	272,416	4.79%	272,416	4.79%
Premier Edu-Infra Solutions Private Limited*	209,550	3.69%	209,550	3.69%
Skyron Eco Ventures Private Limited*	1,047,752	18.43%	1,047,752	18.43%

* Joint investors under the same share subscription and shareholders agreement.

As per records of the Company, including its register of shareholders / members, the above shareholding represents both legal and beneficial ownership of shares.

(f) Pursuant to the approval of the Management Committee of the Board of Directors dated April 18, 2015, the Company approved the allotment of 934,553,010 equity shares of face value of ₹ 1 each at a price of ₹ 15 per equity share (including share premium of ₹ 14 per equity share) for an amount aggregating to ₹ 1,401.83 Crore to the existing equity shareholders of the Company on rights basis in the ratio of 3 equity shares for every 14 equity shares held by equity shareholders under chapter IV of the ICDR Regulations and provisions of all other applicable laws and regulations.

(g) On July 02, 2014, the Board of Directors of the Company have approved an issue and allotment of up to 180,000,000 warrants having an option to apply for and be allotted equivalent number of equity shares of face value of ₹ 1/- each on a preferential basis under chapter VII of the ICDR Regulations and provisions of all other applicable laws and regulations and accordingly the Company has received an advance of ₹ 141.75 Crore against such share warrants. The Shareholders have approved the aforesaid issue of warrants through postal ballot on August 12, 2014.

(h) Pursuant to the approval of the Management Committee of the Board of Directors dated July 10, 2014, the Company issued 468,817,097 equity shares of ₹ 1 each, at an issue price of ₹ 31.50 per equity share (which is at a discount of ₹ 1.64 per equity share on the floor price of ₹ 33.14 per equity share and including ₹ 30.50 per share towards share premium) aggregating to ₹ 1,476.77 Crore to qualified institutional buyers ("QIB") under chapter VIII of the ICDR Regulations and provisions of all other applicable laws and regulations. The Shareholders had approved the aforesaid issue of equity shares by way of a special resolution dated March 20, 2014.

Notes to the financial statements for the year ended March 31, 2015

NOTE 4 RESERVES AND SURPLUS

Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
(a) Securities premium account		
Balance as per the last financial statements	6,286.53	6,328.34
Add: received during the year on issue of equity shares (refer note 3(h))	1,429.89	-
Less: utilised towards provision for debenture redemption premium (net of taxes and MAT credit)	(22.49)	(41.21)
Less: utilised towards share issue expenses	(35.22)	(0.60)
Closing balance	**7,658.71**	**6,286.53**
(b) Debenture redemption reserve		
Balance as per the last financial statements	118.22	118.47
Add: amount transferred from the surplus balance in the statement of profit and loss	49.36	108.50
Less: amount transferred to the surplus in the statement of profit and loss	(46.25)	(108.75)
Closing balance	**121.33**	**118.22**
(c) General reserve		
Balance as per the last financial statements	40.62	40.62
Closing balance	**40.62**	**40.62**
(d) Surplus in the statement of profit and loss		
Balance as per last financial statements	429.37	309.06
(Loss)/Profit for the year	(352.65)	165.90
Add: Amount transferred from debenture redemption reserve	46.25	108.75
Less: Depreciation adjusted against surplus in the statement of profit and loss (refer note 11)	(5.30)	-
Less: Appropriations		
Proposed equity dividend[1]	-	(38.92)
Tax on proposed equity dividend[1] (March 31, 2014: includes tax on equity dividend of ₹ 0.30 Crore for the year ended March 31, 2013))	-	(6.92)
Equity dividend[2]	(4.69)	-
Tax on equity dividend[2]	(0.80)	-
Proposed preference dividend[1] (March 31, 2014: ₹ 1,868))	(0.01)	(0.00)
Tax on preference dividend[1] ₹ 23,139 (March 31, 2014: ₹ 318)	(0.00)	(0.00)
Transfer to debenture redemption reserve	(49.36)	(108.50)
Net surplus in the statement of profit and loss	**62.81**	**429.37**
Total reserves and surplus (a+b+c+d)	**7,883.47**	**6,874.74**

1. The Board of Directors of the Company have recommended a dividend of ₹ Nil (March 31, 2014: ₹ 0.10) per equity share of ₹ 1 (March 31, 2014: ₹ 1) each for the year ended March 31, 2015 and dividend on preference shares at the rate of 0.001% (March 31,2014: 0.001% on a prorata basis) on Series A CCPS and Series B CCPS for the year ended March 31, 2015.
2. During the year ended March 31,2015 pursuant to the issue of shares to QIB before the record date, dividend of ₹ 0.10 per equity share of ₹ 1 each for the year ended March 31,2014 was paid to QIB.

NOTE 5 LONG-TERM BORROWINGS

Particulars	Non-current portion		Current maturities	
	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Debentures				
10,000 (March 31, 2014: 10,000) 0% secured, redeemable and non-convertible debentures of ₹ 967,500 each (March 31, 2014: ₹ 977,500)[1]	867.50	967.50	100.00	10.00
Nil (March 31, 2014: 5,000) 0% unsecured, redeemable and non-convertible debentures of ₹ Nil each (March 31, 2014: ₹ 350,000)[2]	-	-	-	175.00
Term loans				
Indian rupee term loan from financial institutions (secured)[18,19]	223.75	231.92	8.18	7.08
Indian rupee term loan from a financial institution (unsecured)[3,4,5,6]	1,010.00	941.66	100.00	191.67
Indian rupee term loan from banks (secured)[8,9,10,11,12,13,14]	606.59	588.50	153.66	350.11
Indian rupee term loan from banks (unsecured)[7,15,16]	575.39	961.22	395.62	488.78
Other loans and advances				
Loan from a group company (unsecured)[17] (refer note 32)	82.57	87.40	4.72	4.60
Loan from others (secured)[20]	0.18	0.23	0.05	0.04
	3,365.98	**3,778.43**	**762.23**	**1,227.28**
The above amount includes				
Secured borrowings	1,698.02	1,788.15	261.89	367.23
Unsecured borrowings	1,667.96	1,990.28	500.34	860.05
Amount disclosed under the head “other current liabilities” (refer note 10)	-	-	(762.23)	(1,227.28)
Net amount	**3,365.98**	**3,778.43**	**-**	**-**

Notes to the financial statements for the year ended March 31, 2015

NOTE 5 LONG-TERM BORROWINGS (Contd.)

1. During the year ended March 31, 2012, the Company had entered into an agreement to issue 7,000 secured, redeemable, non convertible debentures of ₹ 1,000,000 each to ICICI Bank Limited ('ICICI') ('Tranche 1'). During the year ended March 31, 2013 the Company had further entered into an agreement with ICICI to issue 3,000 secured, redeemable, non convertible debentures of ₹ 1,000,000 each ('Tranche 2'). These debentures are secured by way of first ranking (i) pari passu charge on the fixed assets of GMR Vemagiri Power Generation Limited ('GVPGL'); (ii) pari passu pledge over 30% of fully paid-up equity shares of ₹ 10 each of GMR Energy Limited ('GEL') held by GMR Renewable Energy Limited ('GREEL'); (iii) pari passu pledge over 30% of fully paid-up equity shares of ₹ 10 each of GVPGL held by GEL; (iv) pari passu charge over GVPGL excess cash flow account, as defined in the subscription agreement executed between the Company and ICICI; (v) an exclusive charge over Debt Service and Reserve Account ('DSRA') maintained by the Company with ICICI. These debentures are redeemable at a premium yielding 14.50% p.a. till March 25, 2013 and after March 25, 2013 with a yield of base rate of ICICI plus 4.50% p.a. The Tranche 1 is redeemable in thirty seven quarterly unequal instalments commencing from March 25, 2012 and Tranche 2 is redeemable in thirty six quarterly unequal instalments commencing from June 25, 2012. As at March 31, 2015, the Company has partially redeemed these debentures and the revised face value of these debentures after redemption is ₹ 967,500 (March 31, 2014: ₹ 977,500) per debenture.
2. During the year ended March 31, 2010, the Company had issued 5,000 unsecured redeemable, non convertible debentures of ₹ 1,000,000 each to ICICI which are redeemable at a premium yielding 14.00% p.a. (March 31, 2014: 14.00% p.a.) and were repayable in five annual unequal instalments commencing from April 2011. The Company has redeemed these debentures in full during the year ended March 31, 2015.
3. Indian rupee term loan from a financial institution of ₹ 150.00 Crore (March 31, 2014: ₹ 150 Crore) carries interest at 12.00% p.a. (March 31, 2014: 12.00% p.a) payable on a quarterly basis. The loan is repayable in seven equal annual instalments commencing at the end of four years from the date of first disbursement. The loan is secured by an exclusive first charge on land held by GMR Krishnagiri SEZ Limited ('GKSEZ').
4. Indian rupee term loan from a financial institution of ₹ Nil (March 31, 2014: ₹ 183.33 Crore) carried periodic rates of interest as agreed with the lenders and is payable on a yearly basis. The loan was repayable in three equated annual instalments commencing from August 2013, however the entire loan has been prepaid during the year ended March 31, 2015. The loan was secured by way of a corporate guarantee issued by GHPL and pledge of Nil (March 31, 2014: 269,238,300) equity shares of ₹ 1 each of the Company, held by GHPL.
5. Indian rupee term loan from a financial institution of ₹ 700.00 Crore (March 31, 2014: ₹ 800.00 Crore) carries interest at 11.75% p.a. (March 31, 2014 : 11.75% p.a.) payable on a half yearly basis. The loan is repayable in ten equated annual instalments commencing from December 2012. The loan is secured by an exclusive first charge on barge mounted plant of a subsidiary Company and pledge of 33,198,216 (March 31, 2014: 133,198,216) equity shares of ₹ 1 each of the Company, held by GHPL.
6. Indian rupee term loan from a financial institution of ₹ 260.00 Crore (March 31, 2014: ₹ Nil) carries interest at 12.15% p.a. (March 31, 2014: Nil) payable on a quarterly basis. The loan is repayable in six equal annual instalments commencing at the end of five years from the date of first disbursement. The loan is secured by an exclusive first charge on certain immovable properties located in the State of Andhra Pradesh ('AP') owned by Namitha Real Estate Private Limited ('NREPL'), a subsidiary of the Company, Corporate Infrastructure Services Private Limited, a fellow subsidiary, Varalaxmi Jute & Twine Mills Private Limited , Vijay Niwas Real Estates Private Limited and Smt. G. Varalakshmi.
7. Indian rupee term loan from a bank of ₹ 1,000.00 Crore (March 31, 2014: ₹ 1,000 Crore) carries interest at base rate of lender plus spread of 4.75% p.a. (March 31, 2014 : 4.75% p.a) payable on a monthly basis. The loan is secured by i) subservient charge on the immovable properties and moveable assets of EMCO Energy Limited ('EMCO') both present and future ii) subservient charge on non agricultural land in AP of Kakinada SEZ Private Limited ('KSPL') iii) pledge of 460,000,000 (March 31, 2014: 460,000,000) equity shares of the Company, held by GHPL iv) pledge of 23% equity shares of EMCO held by GEL v) pledge of 30% equity shares of GMR Chhattisgarh Energy Limited ('GCHEPL') held by GEL vi) pledge over 30% of equity shares of GEL held by GREEL vii) subservient charge on immovable properties situated in the State of Gujarat (both present and future) and all moveable assets of GMR Gujarat Solar Power Private Limited ('GGSPPL'). The loan is repayable in thirty two structured quarterly instalments commencing from April 25, 2016 and ending on January 25, 2024. There are certain mandatory prepayment events agreed with the bank including divestment of shareholding in Istanbul Sabhiha Gokcen Uluslararasi Havalimani Yatirim Yapim Ve Isletme Anonim Sirketi ('ISG'). During the year ended March 31, 2014, the Company along with its subsidiaries had entered into a definitive agreement with Malaysia Airports MSC Sdn Bhd ('Buyer') for sale of their equity stake as detailed in note 26(2), leading to a mandatory prepayment of ₹ 200.00 Crore in the current year and ₹ 800.00 Crore is outstanding as at March 31, 2015 (March 31, 2014: ₹ 900.00 Crore). The Company proposes to further prepay ₹ 300 Crore from the funds received from issue of right shares as detailed in note 3(f) and hence the same has been shown as current maturities of long term borrowings.
8. Indian rupee term loan from a bank of ₹ 50.00 Crore (March 31, 2014: ₹ 250.00 Crore) carries interest at base rate of lender plus spread of 0.85% p.a. (March 31, 2014 : base rate of lender plus spread of 1.50% p.a.) and the interest is payable on a monthly basis. The loan is secured by i) 10% of cash margin on the outstanding amount in the form of lien on fixed deposits in favour of the lender ii) an exclusive charge on loans and advances provided by the Company created out of this facility. The loan is repayable in six equal quarterly instalments commencing from March 31, 2014.
9. Indian rupee term loan from a bank of ₹ 200.00 Crore (March 31, 2014: ₹ 200.00 Crore) carries interest at base rate of lender plus spread of 1.50% p.a. (March 31, 2014 : base rate of lender plus spread of 1.50% p.a.) and interest is payable on a monthly basis. The loan is secured by a first charge over the immovable properties of ₹ 17.70 Crore, aircrafts of ₹ 38.75 Crore, lien marked fixed deposit of ₹ 2.30 Crore and an exclusive charge on loans and advances provided by the Company out of this loan facility, charge over 30% shares held by GHPL in GMR Sports Private Limited ('GSPL') and non-disposable undertaking with regard to 19% of shareholding of GHPL in GSPL. The loan is repayable in eight equal quarterly instalments commencing from June 26, 2016. Of the above ₹ 200.00 Crore, ₹ 179.75 Crore is outstanding as at March 31, 2015 (March 31, 2014: ₹ 188.00 Crore).
10. Indian rupee term loan from a bank of ₹ 250.00 Crore (March 31, 2014: ₹ 500.00 Crore) carries interest at base rate of lender plus spread of 1.05% p.a. (March 31, 2014 : base rate of lender plus spread of 1.50% p.a.) and the interest is payable on a monthly basis. The loan is secured by i) residual charge over all current assets and movable fixed assets both present and future ii) first charge over loans and advances both present and future (excluding EPC division) to provide minimum cover of 1.25 times of the facility outstanding iii) second charge over cash flows both present and future of GMR Highways Limited ('GMRHL') iv) an exclusive charge over the rights and interest of GMR group in IBC Knowledge Park property at Bangalore and v) pledge of 30% shares of GMRHL. The loan is repayable in eight equal quarterly instalments after a moratorium of thirty nine months from the date of first disbursement. There are certain mandatory prepayment events agreed with the bank including divestment of shareholding in ISG and Ulundurpet Expressways Private Limited ('UEPL') (formerly known as GMR Ulundurpet Expressways Private Limited) and further issue of equity shares. Accordingly, the Company has prepaid ₹ 150.00 Crore on account of divestment of shareholding in ISG and UEPL and ₹ 100.00 Crore out of the proceeds from issue of equity shares on account of QIP. Additionally, the Company has to prepay ₹ 100.00 Crore from the funds received from the issue of right shares as detailed in note 3(f) and hence the same has been shown as current maturities of long term borrowings.

Notes to the financial statements for the year ended March 31, 2015

NOTE 5 LONG-TERM BORROWINGS (Contd.)

11. Indian rupee term loan from a bank of ₹ 70.00 Crore (March 31, 2014: ₹ Nil) carries interest at base rate of lender plus spread of 0.85% p.a. (March 31, 2014 : Nil) and the interest is payable on a monthly basis. The loan is secured by i) 10% of cash margin on the outstanding amount in the form of lien on fixed deposits in favour of the lender ii) an exclusive charge on assets provided by the Company created out of this facility iii) pledge of 67,123,287 (March 31, 2014: Nil) equity shares of ₹ 1 each of the Company, held by GHPL and iv) Corporate guarantee of GHPL. The loan is repayable in sixteen unequal quarterly instalments commencing after fifteen months from the date of first disbursement. The bank has a put option for full or part of the facility amount at the end of thirty six months from the date of first disbursement and every three months thereafter.

12. Indian rupee term loan from a bank of ₹ 120.00 Crore (March 31, 2014: ₹ Nil) carries interest at base rate of lender plus spread of 1.50% p.a. (March 31, 2014 : Nil) and interest is payable on a monthly basis. The loan is secured by i) 10% of cash margin on the outstanding amount in the form of lien on fixed deposits in favour of the lender ii) an exclusive charge on assets provided by the Company created out of this facility iii) pledge of shares of the Company on completion of eighteen months from the date of first disbursement to cover the outstanding amount of loan facility less amount of fixed deposit as stated aforesaid on such date iv) Cross Collaterization with existing securities of company with the lender. The loan is repayable in sixteen unequal quarterly instalments commencing after thirty nine months from the date of first disbursement. The bank has a put option for full or part of the facility amount at the end of eighteen months from the date of first disbursement and every three months thereafter.

13. Indian rupee term loan from a bank of ₹ 90.00 Crore (March 31, 2014: ₹ Nil) carries interest at base rate of lender plus spread of 1.25% p.a. (March 31, 2014 : Nil) and the interest is payable on a monthly basis. The loan is secured by i) 10% of cash margin on the outstanding amount in the form of lien on fixed deposits in favour of the lender ii) Cross Collaterization with existing securities available to the lender under various facilities extended to GMR Group by the lender iii) Pledge over 8.3% share holding of GEL held by the Company iv) an exclusive charge on assets created out of underlying facility by GMR Infrastructure Singapore Pte Limited (GISPL) in favour of lender approved correspondent bank v) Pledge on Compulsorily Convertble Preference Shares invested by GISPL in GMR Coal Resources Pte Limited (GCRPL) in favour of lender approved correspondent bank vi) Cash flows of GISPL from the underlying contract with GIL or its subsidiaries to be escrowed / charged in favour of lender approved correspondent bank vii) Exclusive charge on loans given to GEL, and/or exclusive charge on all the moveable/immovable fixed assets of Raxa Securities Services Private Limited ('RSSL') and / or charge on other assets acceptable to the lender to cover the outstanding loan amount viii) DSRA covering interest payment for the first three months. The loan is repayable in fourteen unequal semi-annual instalments commencing after twelve months from the date of first disbursement.

14. Vehicle loan from a bank of ₹ 0.50 Crore (March 31, 2014: ₹ 0.61 Crore) carries interest at 10.00% p.a. (March 31, 2014 : 10.00% p.a) and the same is payable on a monthly basis. The loan is repayable in sixty equal monthly instalments commencing from October 01, 2013 and is secured by the vehicle taken on loan.

15. Indian rupee term loan from a bank of ₹ 500.00 Crore (March 31, 2014: ₹ 500.00 Crore) carries interest at base rate of lender plus applicable spread of 3.25% p.a (March 31, 2014 : base rate of lender plus applicable spread of 3.25% p.a.) and the interest is payable on a monthly basis. The loan is secured by an exclusive first mortgage and charge on i) residential property of Mr. G.B.S Raju at Bangalore ii) certain immovable properties of Boyance Infrastructure Private Limited ('BIPL') iii) non agricultural land of Hyderabad Jabilli Properties Private Limited ('HJPPL') at AP iv) certain immovable property owned by D G Buildwell Private Limited ('DGBPL') in New Delhi v) office space of Grandhi Enterprises Private Limited ('GREPL') at Mumbai vi) an irrevocable and unconditional guarantee of GREPL, BIPL, DGBPL and HJPPL limited to the extent of the value of their property as stated aforesaid vii) non agricultural lands of Mr. G. M. Rao viii) commercial apartment owned by Honey Flower Estates Private Limited ('HFEPL') ix) an irrevocable and unconditional guarantee of GHPL, BIPL and HFEPL and demand promissory note equal to principal amount of the loan and interest payable on the loan. Of the above ₹ 500.00 Crore, ₹ 171.01 Crore (March 31, 2014: ₹ 300.00 Crore) is outstanding as at March 31, 2015. The loan is repayable in thirteen equal quarterly instalments starting July 1, 2015 as per the revised agreement dated April 10, 2015. The Company proposes to prepay ₹ 60.79 Crore from the funds received from issue of right shares as detailed in note 3(f) and hence the same has been shown as current maturities of long term borrowings, along with the quarterly instalments.

16. Indian rupee term loan from a bank of ₹ Nil (March 31, 2014: ₹ 250.00 Crore) carried interest at base rate of lender plus 1.50% p.a. (March 31, 2014: base rate of lender plus 1.50% p.a.) and was payable on a monthly basis. This loan was secured by an exclusive first mortgage and charge on i) NREPL, Sri Varalakshmi Jute Twine Mills Private Limited ('SVJTMPL') and Neozone Properties Private Limited ('NPPL'). The loan was repayable in five equated monthly instalments commencing from November 30, 2014 and the loan has been prepaid in full as at March 31, 2015.

17. Loan from group company of ₹ 100.00 Crore (March 31, 2014: ₹ 100.00 Crore) from its subsidiary, GMR Airport Developers Limited ('GADL') carries an interest at 12.95% p.a. (March 31, 2014: 12.95% p.a) and is payable on a monthly basis. The loan is to be prepaid on the occurrence of any liquidity event as per the terms of the agreement or repayable in twenty eight structured quarterly instalments commencing from December 23, 2013 . Out of the above ₹ 100.00 Crore, ₹ 87.29 Crore is outstanding as at March 31, 2015 (March 31, 2014: ₹ 92.00 Crore).

18. Indian rupee term loan from a financial institution of ₹ 50.00 Crore (March 31, 2014: ₹ 50.00 Crore) carries interest at 14.75% p.a. linked with SBR on reducing balance (March 31, 2014: 14.75% p.a. linked with SBR on reducing balance) and is payable on a monthly basis. The loan is repayable in fifty seven monthly instalments commencing from April, 2014. The loan is secured by a charge on assets of the Company. Of the above ₹ 50.00 Crore, ₹ 36.93 Crore is outstanding as at March 31, 2015 (March 31, 2014: ₹ 44.00 Crore).

19. Indian rupee term loan from a financial institution of ₹ 200.00 Crore (March 31, 2014: ₹ 200.00 Crore) carries interest rate at 14.25% p.a. (March 31,2014: at 14.25% p.a.) and is payable on a monthly basis. The loan is repayable in eighteen quarterly instalments commencing from October, 2016. The loan is secured by way of i) first mortgage and charge on non agriculture lands of SJK Powergen Limited ('SJK') ii) pledge of 20,000,000 (March 31, 2014: 20,000,000) equity shares of ₹ 1 each of the Company, held by GHPL and iii) pledge of such number of equity shares of ₹ 10 each of GEL having book value of minimum ₹ 400.00 Crore (March 31, 2014: ₹ 400.00 Crore) held by the Company and in case of default of repayment of loan, the lender has the right to convert the loan into equity. Of the above ₹ 200.00 Crore, ₹ 195.00 Crore is outstanding as at March 31, 2015 (March 31, 2014: ₹ 195.00 Crore).

20. Vehicle loan from others of ₹ 0.23 Crore (March 31, 2014: ₹ 0.27 Crore) carries interest at 10.33% p.a. (March 31, 2014: at 10.33% p.a) and interest is payable on a monthly basis. The loan is repayable in sixty equal monthly instalments commencing from April, 2014 and is secured by vehicle taken on loan.

Notes to the financial statements for the year ended March 31, 2015

NOTE 6 DEFERRED TAX (ASSET) / LIABILITY (NET)

Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Deferred tax liability		
Fixed assets: Impact of difference between tax depreciation and depreciation / amortisation charged for the financial reporting	6.67	11.06
Gross deferred tax liability	**6.67**	**11.06**
Deferred tax asset		
Impact of expenditure charged to the statement of profit and loss but allowed for tax purposes on payment basis*	6.67	13.18
Gross deferred tax asset	**6.67**	**13.18**
Net deferred tax asset	**-**	**(2.12)**

*In the absence of virtual certainty that sufficient future taxable income would be available against which such deferred tax assets can be realised, the Company has recognised deferred tax assets only to the extent of deferred tax liability as at March 31, 2015

NOTE 7 OTHER LONG-TERM LIABILITIES

Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Advances from customers	22.72	2.88
	22.72	**2.88**

NOTE 8 Provisions

Particulars	Long-term		Short-term	
	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Provision for employee benefits				
Provision for gratuity (refer note 28(a))	1.74	1.35	0.69	-
Provision for leave benefits	-	-	4.94	4.45
Provision for other employee benefits	-	-	4.46	9.58
	1.74	**1.35**	**10.09**	**14.03**
Other provision				
Proposed equity dividend (refer note 4(d))	-	-	-	38.92
Provision for tax on proposed equity dividend (refer note 4(d))	-	-	-	6.62
Proposed preference dividend (refer note 4(d)) (March 31, 2014: ₹ 1,868)	-	-	0.01	0.00
Provision for tax on proposed preference dividend (refer note 4(d)) [₹ 23,139 (March 31, 2014: ₹ 318)]	-	-	0.00	0.00
Provision for debenture redemption premium	-	-	2.69	4.66
	-	**-**	**2.70**	**50.20**
	1.74	**1.35**	**12.79**	**64.23**

Notes to the financial statements for the year ended March 31, 2015

NOTE 9 SHORT-TERM BORROWINGS

Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Bank overdraft (secured)[1]	78.03	136.64
Intercorporate deposits from related parties repayable on demand (unsecured)[2] (refer note 32)	68.00	79.00
	146.03	**215.64**
The above amount includes		
Secured borrowings	78.03	136.64
Unsecured borrowings	68.00	79.00
	146.03	**215.64**

1. Bank overdraft is secured by first charge on current assets of the EPC division of the Company and a lien on fixed deposits with banks amounting to ₹ 20.55 Crore and carries an interest rate ranging between 13.00% to 13.75% p.a. (March 31, 2014: 13.00% to 13.75% p.a.).
2. During the year ended March 31, 2014, the Company had accepted intercorporate deposit of ₹ 11.00 Crore from its subsidiary, GMR Aviation Private Limited ('GAPL') which was repayable on or before April 09, 2014 and carried an interest at 12.50% p.a.(March 31, 2014 : 12.50%) payable on a monthly basis. The loan has been repaid and the loan outstanding as at March 31,2015 is ₹ Nil. During the year ended March 31, 2013, the Company had accepted intercorporate deposit of ₹ 150.00 Crore from its subsidiary, GMR Airports Limited ('GAL') which was repayable within 6 months from the date of first disbursement of deposit and carries an interest at 11.75% p.a (March 31, 2014: 11.75% p.a.) payable on a monthly basis. The loan has been extended upto April 30, 2015. Of the above loan, ₹ 68.00 Crore is outstanding as at March 31, 2015 (March 31, 2014: ₹ 68.00 Crore).

NOTE 10 OTHER CURRENT LIABILITIES

Particulars		March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Trade payable (refer note 32)[1]		160.80	206.95
	(A)	**160.80**	**206.95**
Other liabilities			
Current maturities of long-term borrowings (refer note 5)		762.23	1,227.28
Interest accrued but not due on borrowings (refer note 32)		19.99	79.36
Book Overdraft		22.76	-
Unearned revenue		-	7.77
Advances from customers (refer note 32)		71.44	115.57
Retention money [2]		58.14	71.73
Non trade payable (refer note 32)		46.48	144.71
Unclaimed dividend		0.27	0.14
TDS payable		4.47	4.56
Other statutory dues		3.08	0.66
	(B)	**988.86**	**1,651.78**
Total (A+B)		**1,149.66**	**1,858.73**

1. Based on information available with the Company, there are no suppliers who are registered as micro, small or medium enterprises under 'The Micro, Small and Medium Enterprises Development Act, 2006' as at March 31, 2015 and March 31, 2014.
2. Retention money is payable on the completion of the contracts or after the completion of the defect liability period as defined in the respective contracts.
3. During the year ended March 31, 2014, share application money pending refund of ₹ 0.01 Crore was paid to the investors and ₹ 0.04 Crore due and outstanding for more than seven years had been credited to Investor education and protection fund.

Notes to the financial statements for the year ended March 31, 2015

NOTE 11 TANGIBLE ASSETS (₹ in Crore)

Particulars	Freehold Land	Office Equipments	Computer Equipments	Plant and Equipments	Furniture and Fixtures	Vehicles	Leasehold Improvements	Total
Gross block (at cost)								
As at April 1, 2013	0.08	8.14	8.51	100.91	2.96	6.17	-	126.77
Additions	-	0.24	0.07	0.42	0.01	1.41	-	2.15
Disposals	-	0.04	0.06	-	-	-	-	0.10
As at March 31, 2014	**0.08**	**8.34**	**8.52**	**101.33**	**2.97**	**7.58**	**-**	**128.82**
Additions	-	0.83	0.38	2.46	0.20	-	0.29	4.16
Disposals	-	0.03	-	-	-	-	-	0.03
As at March 31, 2015	**0.08**	**9.14**	**8.90**	**103.79**	**3.17**	**7.58**	**0.29**	**132.95**
Depreciation								
As at April 1, 2013	-	1.21	4.07	12.84	1.15	1.49	-	20.76
Charge for the year	-	0.40	1.31	5.14	0.15	0.68	-	7.68
Disposals	-	0.01	0.05	-	-	-	-	0.06
As at March 31, 2014	**-**	**1.60**	**5.33**	**17.98**	**1.30**	**2.17**	**-**	**28.38**
Charge for the year	-	3.15	1.22	13.31	0.24	1.06	0.01	18.99
Disposals	-	0.01	-	-	-	-	-	0.01
Adjustments	-	1.13	1.88	2.24	0.05	-	-	5.30
As at March 31, 2015	**-**	**5.87**	**8.43**	**33.53**	**1.59**	**3.23**	**0.01**	**52.66**
Net block								
As at March 31, 2014	**0.08**	**6.74**	**3.19**	**83.35**	**1.67**	**5.41**	**-**	**100.44**
As at March 31, 2015	**0.08**	**3.27**	**0.47**	**70.26**	**1.58**	**4.35**	**0.28**	**80.29**

Note:

The Company has revised the estimated useful lives of its fixed assets with effect from April 01, 2014, in accordance with the provisions of Schedule II of the Companies Act, 2013. Accordingly, the net book value of the fixed assets as at April 01, 2014, is being depreciated on a prospective basis over the remaining useful life. This change in accounting estimate has resulted in an increase of ₹ 10.74 Crore in depreciation expenses, with a corresponding decrease in the net block of fixed assets. Further, in case of fixed assets whose useful life on such reassessment had expired as on April 01, 2014, net book value of ₹ 5.30 Crore is adjusted against the surplus in the statement of profit and loss as on April 01, 2014.

NOTE 12 INTANGIBLE ASSETS (₹ in Crore)

Particulars	Computer software	Total
Gross block (at cost)		
As at April 1, 2013	4.47	4.47
Additions	1.86	1.86
Disposals	-	-
As at March 31, 2014	**6.33**	**6.33**
Additions	0.02	0.02
Disposals	-	-
As at March 31, 2015	**6.35**	**6.35**
Amortisation		
As at April 1, 2013	1.58	1.58
Charge for the year	0.74	0.74
Disposals	-	-
As at March 31, 2014	**2.32**	**2.32**
Charge for the year	1.04	1.04
Disposals	-	-
Adjustments	-	-
As at March 31, 2015	**3.36**	**3.36**
Net block		
As at March 31, 2014	**4.01**	**4.01**
As at March 31, 2015	**2.99**	**2.99**

Notes to the financial statements for the year ended March 31, 2015

NOTE 13 NON-CURRENT INVESTMENTS

		March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Trade investments (valued at cost unless stated otherwise)			
Unquoted equity shares			
A.	**In Subsidiary Companies**		
	- Domestic Companies		
	GMR Hyderabad International Airport Limited ('GHIAL')[17]	0.00	0.00
	[1,000 (March 31, 2014: 1,000) equity shares of ₹ 10 each] [₹ 10,000 (March 31, 2014: ₹ 10,000)]		
	GMR Pochanpalli Expressways Limited ('GPEL')	1.38	1.38
	[1,380,000 (March 31, 2014: 1,380,000) equity shares of ₹ 10 each]		
	GMR Ambala Chandigarh Expressways Private Limited ('GACEPL')[1,8]	23.27	23.27
	[23,272,687 (March 31, 2014: 23,272,687) equity shares of ₹ 10 each]		
	Delhi International Airport Private Limited ('DIAL') [6,18]	0.00	0.00
	[100 (March 31, 2014: 100) equity shares of ₹ 10 each] [₹ 1,000 (March 31, 2014: ₹ 1,000)]		
	GMR (Badrinath) Hydro Power Generation Private Limited ('GBHPL') [14]	0.00	0.00
	[4,900 (March 31, 2014: 4,900) equity shares of ₹ 10 each] [₹ 49,000 (March 31, 2014: ₹ 49,000)]		
	GAL[1,17,18]	679.83	679.83
	[340,869,304 (March 31, 2014: 340,869,304) equity shares ₹ 10 each]		
	GAPL	86.44	86.44
	[86,440,000 (March 31, 2014: 86,440,000) equity shares of ₹ 10 each]		
	Gateways for India Airports Private Limited ('GFIAL')	0.01	0.01
	[8,649 (March 31, 2014: 8,649) equity shares of ₹ 10 each]		
	GKSEZ	117.50	117.50
	[117,500,000 (March 31, 2014: 117,500,000) equity shares of ₹ 10 each]		
	GMR SEZ & Port Holdings Private Limited ('GSPHPL')[16]	47.99	47.99
	[47,989,999 (March 31, 2014: 47,989,999) equity shares of ₹ 10 each]		
	GMRHL[1,8,13]	20.00	20.00
	[20,000,000 (March 31, 2014: 20,000,000) equity shares of ₹ 10 each]		
	GMR Hyderabad Vijayawada Expressways Private Limited ('GHVEPL') [13]	2.05	2.05
	[2,050,000 (March 31, 2014: 2,050,000) equity shares of ₹ 10 each]		
	GMR Corporate Affairs Private Limited ('GCAPL')	5.00	5.00
	[4,999,900 (March 31, 2014: 4,999,900) equity shares of ₹ 10 each]		
	GMR Chennai Outer Ring Road Private Limited ('GCORRPL')[1]	9.30	9.30
	[9,300,000 (March 31, 2014: 9,300,000) equity shares of ₹ 10 each]		
	GMR Energy Trading Limited ('GETL')	50.22	50.22
	[50,219,897 (March 31, 2014: 50,219,897) equity shares of ₹ 10 each]		
	Dhruvi Securities Private Limited ('DSPL')[13]	199.70	199.70
	[168,059,694 (March 31, 2014: 168,059,694) equity shares of ₹ 10 each]		
	GMR OSE Hungund Hospet Highways Private Limited ('GOSEHHHPL')[1]	59.80	59.80
	[59,801,692 (March 31, 2014: 59,801,692) equity shares of ₹ 10 each]		
	GREEL[9,10,11,12,14,15]	0.50	0.50
	[500,000 (March 31, 2014: 500,000) equity shares of ₹ 10 each]		
	GMR Power Infra Limited ('GPIL')	0.85	0.85
	[849,490 (March 31, 2014: 849,490) equity shares of ₹ 10 each]		
	GMR Kishangarh Udaipur Ahmedabad Expressways Limited ('GKUAEL') [13]	5.05	5.05
	[5,050,000 (March 31, 2014: 5,050,000) equity shares of ₹ 10 each]		
	GEL[1,3,9,10,11,12,14,15,19]	1,476.46	1,476.46
	[536,894,545 (March 31, 2014: 536,894,545) equity shares of ₹ 10 each]		

Notes to the financial statements for the year ended March 31, 2015

NOTE 13 NON-CURRENT INVESTMENTS (Contd.)

		March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
	- Body Corporates		
	GMR Energy (Mauritius) Limited (‘GEML’)[15]	0.00	0.00
	[5 (March 31, 2014: 5) equity share of USD 1 each] [₹ 202 (March 31, 2014: ₹ 202)]		
	GMR Infrastructure (Mauritius) Limited (‘GIML’) [5,7,9,10,11,12,14,15]	1,477.99	1,477.99
	[320,550,001 (March 31, 2014: 320,550,001) equity share of USD 1 each]		
	GMR Coal Resources Pte Limited (‘GCRPL’)	0.11	0.11
	[30,000 (March 31, 2014: 30,000) equity share of SGD 1 each]		
	GMR Male International Airport Private Limited (‘GMIAL’)[7]	0.00	0.00
	[154 (March 31, 2014: 154) equity share of Mrf 10 each] [₹ 4,917 (March 31, 2014: ₹ 4,917)]		
	GMR Infrastructure (Overseas) Limited (‘GIOL’)	0.00	0.00
	[100 (March 31, 2014: 100] equity shares of USD 1 each] [₹ 4,903 (March 31, 2014: ₹ 4,903)]		
B.	**In Associates**		
	Jadcherla Expressways Private Limited (‘JEPL’) (formerly known as GMR Jadcherla Expressways Limited (GJEPL))[2]	1.18	1.18
	[1,178,250 (March 31, 2014: 1,178,250) equity shares of ₹ 10 each]		
	Ulundurpet Expressways Private Limited (‘UEPL’) (formerly known as GMR Ulundurpet Expressways Private Limited (GUEPL))	1.99	1.99
	[1,987,500 (March 31, 2014: 1,987,500) equity shares of ₹ 10 each]		
C.	**In Jointly controlled entity**		
	GMR Megawide CEBU Airport Corporation (‘GMCAC’) [1]	1.37	-
	[10,000,000 (March 31, 2014: Nil) equity shares of PHP 1 each]		
	(i)	**4,267.99**	**4,266.62**
	Unquoted preference shares		
D.	**In Subsidiary Companies**		
	GPEL	44.50	44.50
	[4,450,000 (March 31, 2014: 4,450,000) 8% non-cumulative redeemable preference shares of ₹ 100 each]		
	GACEPL[8]	0.66	0.66
	[66,000 (March 31, 2014: 66,000) 8% non-cumulative redeemable preference shares of ₹ 100 each]		
	GMRHL[1,13]	706.54	706.54
	[70,654,000 (March 31, 2014: 70,654,000) 8% non-cumulative redeemable preference shares of ₹ 100 each]		
	GCORRPL	21.93	21.93
	[2,192,500 (March 31, 2014: 2,192,500) 6% non-cumulative redeemable convertible preference shares of ₹ 100 each]		
	GCAPL	15.00	15.00
	[15,000,000 (March 31, 2014: 15,000,000) 8% non-cumulative redeemable preference shares of ₹ 10 each]		
	DSPL[13]	210.00	210.00
	[42,000,000 (March 31, 2014: 42,000,000) 8% compulsorily convertible preference shares of ₹ 10 each]		
	GHVEPL[13]	81.53	81.53
	[8,152,740 (March 31, 2014: 8,152,740) 6% non-cumulative redeemable / convertible preference shares of ₹ 100 each]		
	GKUAEL[13]	1.95	1.95
	[195,000 (March 31,2014 : 195,000) 0.1% non cumulative redeemable preference shares of ₹ 100 each]		
	GAL[17,18,20]	-	-
	[10,731,700 (March 31, 2014: 10,731,700) class B compulsorily convertible preference shares of ₹ 1,000 each]		
	GREEL[3,9,10,11,12,14,15]	1,013.44	1,013.44
	[1,013,440,000 (March 31, 2014: 1,013,440,000) 8% compulsorily convertible cumulative preference shares of ₹ 10 each]		
	GREEL[3,9,10,11,12,14,15]	1,103.96	1,103.96
	[11,039,649 (March 31, 2014: 11,039,649) 0.01% compulsorily convertible cumulative preference shares of ₹ 1,000 each]		
	GREEL[3,9,10,11,12,14,15]	495.60	495.60
	[495,602,500 (March 31, 2014: 495,602,500) 0.01% compulsorily convertible cumulative preference shares of ₹ 10 each]		
	Less : provision for diminution in the value of investments	(256.70)	-
	(ii)	**3,438.41**	**3,695.11**

Notes to the financial statements for the year ended March 31, 2015

NOTE | 13 | NON-CURRENT INVESTMENTS (Contd.)

		March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
	Unquoted debentures		
E.	**In Subsidiary Companies**		
	GKSEZ	22.85	22.85
	[22.85 (March 31, 2014: 22.85) 12% unsecured optionally convertible cumulative debentures of ₹ 10,000,000 each]		
	GKSEZ	73.40	73.40
	[734 (March 31, 2014: 734) 12% unsecured optionally convertible cumulative debentures of ₹ 1,000,000 each]		
	GAPL	98.65	98.65
	[9,865 (March 31, 2014: 9,865) 12.50% unsecured optionally convertible debentures of ₹ 100,000 each]		
	GSPHPL[16]	100.00	100.00
	[100 (March 31, 2014: 100) 1% unsecured optionally convertible cumulative debentures of ₹ 10,000,000 each]		
	GSPHPL[16]	129.00	129.00
	[12,900 (March 31, 2014: 12,900) 0.1% unsecured optionally convertible cumulative debentures of ₹ 100,000 each]		
	GSPHPL[16]	14.76	14.76
	[1,476 (March 31, 2014: 1,476) 12% unsecured optionally convertible cumulative debentures of ₹ 100,000 each]		
	GCAPL	-	15.00
	[Nil (March 31, 2014: 1,500,000) 5% unsecured non-convertible redeemable debentures of ₹ 100 each]		
	GCAPL	11.50	135.00
	[1,150,000 (March 31, 2014: 13,500,000) 1% unsecured non-convertible redeemable debentures of ₹ 100 each]		
	Deepesh Properties Private Limited ('DPPL')	1.50	1.50
	[150 (March 31, 2014: 150) 0.1% unsecured optionally convertible cumulative debentures of ₹ 100,000 each]		
	GEL[9,10,11,12,14,15,19]	967.50	977.50
	[10,000 (March 31, 2014: 10,000) 14.50% unsecured non-convertible redeemable debentures of ₹ 967,500 each (March 31, 2014: ₹ 977,500)]		
	Less: Current portion of non-current investments (refer note 16)	(100.00)	(10.00)
	(iii)	**1,319.16**	**1,557.66**
	Unquoted equity shares		
F.	**- In other Body Corporates**		
	GMR Holdings Malta Limited ('GHML')[1]	0.00	0.00
	[58 (March 31, 2014: 58) equity shares of EURO 1 each] [₹ 3,924 (March 31, 2014: ₹ 3,924)]		
	Less: Current portion of non-current investments (refer note 16)	(0.00)	-
	Istanbul Sabiha Gokcen Uluslararasi Havalimani Yer Hizmetleri Anonim Sirketi ('SGH')[1,4]	1.27	1.27
	[4,300 (March 31, 2014: 4,300) equity shares of YTL 100 each]		
	Less: provision for diminution in value of investments[4]	(1.27)	(1.27)
	(iv)	**-**	**0.00**
	Total (i)+(ii)+(iii)+(iv)	**9,025.56**	**9,519.39**
	Aggregate amount of unquoted non-current investments (excluding current portion of non-current investments)	**9,025.56**	**9,519.39**
	Aggregate provision for diminution in the value of non-current unquoted investments	**257.97**	**1.27**

Notes to the financial statements for the year ended March 31, 2015

NOTE 13 NON-CURRENT INVESTMENTS (Contd.)

Notes

1 Details of investments pledged as security in respect of the loans availed by the Company and the investee Companies.

The following unquoted investments included above have been pledged as security in respect of the borrowings of the Company or the investee Companies:

Description	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
GMRHL	15.40	11.20
[15,400,000 (March 31, 2014: 11,200,000) equity shares of ₹ 10 each]		
GACEPL	23.27	23.27
[23,272,687 (March 31, 2014: 23,272,687) equity shares of ₹ 10 each]		
GMCAC	1.36	-
[10,000,000 (March 31, 2014: Nil) equity shares of PHP 1 each]		
GCORRPL	2.42	2.42
[2,418,000 (March 31, 2014: 2,418,000) equity shares of ₹ 10 each]		
GOSEHHHPL	7.99	7.99
[7,988,993 (March 31, 2014: 7,988,993) equity shares of ₹ 10 each]		
GAL	91.23	91.23
[91,226,067 (March 31, 2014: 91,226,067) equity shares of ₹ 10 each]		
GEL	375.75	219.66
[375,752,855 (March 31, 2014: 219,659,528) equity shares of ₹ 10 each]		
GHML	0.00	0.00
[58 (March 31, 2014: 58) equity shares of Euro 1 each] [₹ 3,924 (March 31, 2014: ₹ 3,924]		
GMRHL	183.70	-
[18,370,040 (March 31, 2014: Nil) 8% non-cumulative redeemable preference shares of ₹ 100 each]		
SGH	1.27	1.27
[4,300 (March 31, 2014: 4,300) equity shares of YTL 100 each]		

2 Refer Note 26 (1)

3 During the year ended March 31, 2011, GEL had issued 13,950,000 compulsorily convertible cumulative preference shares ('CCCPS') of ₹ 1,000 each to Claymore Investments (Mauritius) Pte. Limited and IDFC group investors (collectively called as PE Investors). These preference shares were convertible upon the occurrence of Qualifying Initial Public Offering ('QIPO') of equity shares of GEL. During the year ended March 31, 2014, GEL entered into negotiations with the PE investors pursuant to which the Company agreed to convert the loans given to GEL and investment in the preference shares of GEL into equity shares of ₹ 10 each at a premium of ₹ 17.50 per share. Accordingly, the Company converted loans given to GEL aggregating to ₹ 1,476.46 Crore and 1% cumulative and non-cumulative redeemable preference shares aggregating to ₹ 495.60 Crore (excluding redemption premium of ₹ 131.25 Crore) into 717,113,641 equity shares of GEL after obtaining the approval of the Board of Directors of the Company and class holders and shareholders of GEL.

The premium of ₹ 131.25 Crore paid on investment in 1% non- cumulative redeemable preference shares was waived off by the Company and the loss of ₹ 131.25 Crore arising on account of the waiver of premium has been disclosed as an exceptional item in the financial statements for the year ended March 31, 2014. The conversion as stated aforesaid and the premium waiver was done to maintain optimum fair value per share at the time of conversion of CCCPS held by the PE investors. This arrangement enabled GEL and the Company to conclude the Amended and Restated Share Subscription and Shareholders Agreements with PE investors at favourable terms.

Further, with a view to restructure its shareholding in energy business, the Company had made following issues/ transfer of shares during the year ended March 31, 2014.

(a) Out of the total allotment of 717,113,641 equity shares of GEL as stated aforesaid, the Company transferred 180,219,096 equity shares to GREEL, a 100% subsidiary of the Company, at cost. The proceeds of the transfer of shares to GREEL had been utilised for investment in 495,602,500 0.01% compulsorily convertible preference shares of ₹ 10 each of GREEL at par value.

(b) The proceeds of the issue of 11,366,704 CCPS of face value of ₹ 1,000 each to Series A CCPS and Series B CCPS holders as stated in Note 3(c) had been utilised by the Company primarily for investment in 11,039,649 0.01% compulsorily convertible preference shares of ₹ 1,000 each of GREEL at par value.

(c) The Company had also purchased DSPL's investment in 1,013,440,000 8% compulsorily convertible preference shares of ₹ 10 each in GREEL. The purchase consideration had been settled against the loan outstanding from DSPL along with interest accrued thereon of ₹ 610.55 Crore and balance had been paid before the year ended March 31, 2014.

Notes to the financial statements for the year ended March 31, 2015

NOTE 13 NON-CURRENT INVESTMENTS (Contd.)

4 Refer Note 26 (3) as regards provision for diminution in the value of investment of SGH.

5 The Company through GIML has an investment in GMR Infrastructure (Cyprus) Limited, a subsidiary of GIML. GICL has fixed deposits of ₹ 609.16 Crore with Eurobank, Cyprus. The Republic of Cyprus is presently facing economic difficulties. The management of GICL is of the view that inspite of such economic difficulties, the amount held as fixed deposit with Eurobank is good for recovery though withdrawal of the amount from the Republic of Cyprus would be subject to restriction as may be imposed by the Central Bank of Cyprus.

6 During the year ended March 31, 2014, with a view to restructure its shareholdings in airport business, the Company had transferred 244,999,900 equity shares of ₹ 10 each held in DIAL to GAL, a 97.15% subsidiary of the Company, at cost.

7 The Company through its subsidiary GIML has made investments of ₹ 228.21 Crore (USD 3.62 Crore) (including equity share capital of ₹ 145.67 Crore and share application money, pending allotment of ₹ 82.54 Crore) towards 77% holding in GMIAL and GIML has placed fixed deposits of ₹ 908.06 Crore (USD 14.40 Crore) with lenders towards loans taken by GMIAL. Further the Company has given a corporate guarantee of ₹ 2,475.11 Crore (USD 39.25 Crore) to the lenders in connection with the borrowings made by GMIAL.

GMIAL entered into an agreement on June 28, 2010 with Maldives Airports Company Limited ('MACL') and Ministry of Finance and Treasury ('MoFT'), Republic of Maldives for the Rehabilitation, Expansion, Modernization, Operation and Maintenance of Male International Airport ('MIA') for a period of 25 years ("the Concession Agreement"). On November 27, 2012, MACL and MoFT issued notices to GMIAL stating that the Concession Agreement was void ab initio and that neither MoFT nor MACL had authority under the laws of Maldives to enter into the agreement. It was also stated that MACL would take over the possession and control of MIA within 7 days of the said letter. Though GMIAL denied that the contract was void ab initio, MACL took over the possession and control of the MIA and GMIAL vacated the airport effective December 8, 2012. This has resulted in the GMIAL's principal activity becoming impossible from the date of takeover. The matter is currently under arbitration and the procedural meeting was held on April 10, 2013. On June 18, 2014, the tribunal delivered its award declaring that the Concession Agreement was not void ab initio and is valid and binding on the parties. Further, the tribunal declared that the Government of Maldives ('GoM') and MACL are jointly and severally liable to GMIAL for loss caused by repudiation of the contract. The quantum of the damages is yet to be decided and the damages are limited to the sum which would have been recovered under clause 19.4.3 (b) had the Concession Agreement been terminated on grounds of public interest pursuant to clause 19.2.1 (h). On November 21, 2014, GMIAL served its schedule of loss on the tribunal and on GoM and MACL together with the termination date claim report and the expert report quantifying the losses incurred by GMIAL and which GMIAL assert are recoverable on account of the tribunal's award. Further, GoM and MACL, on November 26, 2014, served a letter on the tribunal and on GMIAL asserting that the parties to the arbitration have different interpretations of the limitation in Paragraph 167(1) (g) of the aforesaid award of the tribunal ('preliminary issue') and the timetable had been agreed by the parties for hearing of the preliminary issue in the first half of 2015. Accordingly, after the tribunal has decided in respect of the preliminary issue, a time table will then be set for the hearing on the substantive quantum of the award. The final outcome of the arbitration is pending as at March 31, 2015. In view of the aforesaid matter GMIAL continues to reflect assets amounting to ₹ 1,486.96 Crore (USD 23.58 Crore) including claim recoverable of ₹ 1,145.16 Crore (USD 18.16 Crore) at their carrying values as at March 31, 2015, net of assets written off of ₹ 202.61 Crore during the year ended March 31, 2013. GMIAL's ability to continue its future business operations and consequential impact on investments made / guarantees given by the Company and GIML is solely dependent on the outcome of arbitration and / or a negotiated settlement.

Further, GMIAL had executed work construction contracts with GADL International Limited ('GADLIL') and other service providers for rehabilitation, expansion, modernization of MIA. Pursuant to the aforesaid takeover of airport, GMIAL has terminated the contracts with GADLIL and these service providers. As per the terms of contracts, in the event of discontinuation of construction, GMIAL is required to pay termination payment to the service providers. GMIAL has received claims of around USD 8.00 Crore as at March 31, 2015 from GADLIL and other service providers. However, no such claims relating to the termination of contracts have been recognized as at March 31, 2015 since the amounts payable are not certain.

Based on the aforesaid award by the tribunal, internal assessment and a legal opinion obtained by GMIAL, the management of the Company is confident that GMIAL would be entitled for compensation under the Concession Agreement at least to the extent of the carrying value of the assets taken over by the GoM / MACL and the subsequent expenditure incurred by GMIAL as at March 31,2015 and accordingly, these standalone financial statements of the Company do not include any adjustments that might result from the outcome of this uncertainty.

8 The Company along with its subsidiaries has an investment of ₹ 389.52 Crore (including loans and interest accrued thereon of ₹ 149.93 Crore and investment in equity / preference shares of ₹ 239.59 Crore made by the Company and its subsidiaries) in GACEPL as at March 31,2015. GACEPL has been incurring losses since the commencement of its commercial operations. The management believes that these losses are primarily attributable to loss of revenue arising as a result of diversion of partial traffic on parallel roads. The matter is currently under arbitration and the arbitration tribunal has passed an interim order staying the payment of negative grant which was due during the year ended March 31, 2014 and March 31, 2015 till further orders. Based on an internal assessment and a legal opinion obtained by the management, the management of GACEPL is confident that it will be able to claim compensation from relevant authorities for the loss it has suffered due to such diversion of traffic and accordingly, the investment in GACEPL has been carried at cost and no provision for diminution in the value of investments has been made as at March 31, 2015.

9 The Company's subsidiaries GEL and GVPGL are engaged in the business of generation and sale of electrical energy from its two gas based power plants of 220 MW and 387 MW situated at Kakinada and Vemagiri respectively. Further, GMR Rajahmundry Energy Limited ('GREL') is a subsidiary which is constructing a gas based power plant. In view of lower supplies / availability of natural gas to the power generating companies in India, these aforesaid subsidiaries are facing shortage of natural gas supply and delays in securing gas linkages. As a result, GEL and GVPGL have not generated and sold electrical energy since April 2013 and May 2013 respectively till the year ended March 31, 2015 and accordingly have been incurring losses including cash

Notes to the financial statements for the year ended March 31, 2015

NOTE 13 NON-CURRENT INVESTMENTS (Contd.)

losses on account of the aforesaid shortage of natural gas supply, thereby resulting in erosion of net worth. GREL has not yet commenced commercial operations pending linkages of natural gas supply. These aforesaid companies are actively pursuing / making representations with various government authorities to secure the natural gas linkage / supply as the natural gas supplies from KG D6 basin have dropped significantly from September 2011 onwards. GREL, for its 768 MW gas based power plant, which is under construction at Rajahmundry, has applied for allocation of gas and the Ministry of Petroleum and Natural Gas ('MoPNG') is yet to allocate the gas linkage.

The consortium of lenders approved the reschedulement of Commercial Operation Date ('COD') of the plant under construction to April 1, 2015 and repayment of project loans. GREL in absence of gas linkage sought further extension of COD. The project lenders have agreed for further funding of ₹ 457.00 Crore to GREL to meet its cost overruns on account of delays in commissioning of the plant. During March 2015, the Ministry of Power, Government of India ('GoI') has issued a scheme for utilization of the gas based power generation capacity for the years ended March 31, 2016 and 2017. The scheme envisages supply of imported spot RLNG "e -bid RLNG" to the stranded gas based plants as well as plants receiving domestic gas, upto the target Plant load factor (PLF), selected through a reverse e-bidding process and also intervention / sacrifices to be collectively made by all stakeholders. The gas based power plants of the aforesaid subsidiaries are included in the list of stranded gas based power plants and are entitled to participate in the e- bidding process. GVPGL and GREL have emerged as successful bidders in the auction process organized by the Ministry of Power in May 2015 and have been awarded the Letter of Intent for gas allocation for 4 months from June to September, 2015 which would facilitate the commissioning of GREL and operations of both GREL and GVPGL at 25% PLF. These gas based companies and the Association of Power Producers continue to monitor the macro situation and are evaluating various approaches / alternatives to deal with the situation and the management is confident that GoI would take further necessary steps / initiatives in this regard to improve the situation regarding availability of natural gas from alternate sources in the foreseeable future. The managment of the Group carried out valuation assessment of these gas based companies by an external expert which includes certain assumptions relating to availability and pricing of gas, future tariff and other operating parameters which it believes reasonably reflect the future expectations from these projects. The management of the Company will monitor these aspects closely and take actions as is considered appropriate and is confident that these gas based companies will be able to generate sufficient profits in future years and meet their financial obligations as they arise. Based on the aforementioned reasons, business plans and valuation assessment, the management considers that the going concern assumption and carrying value of the investments (including advances) made by the Company directly or indirectly ('investments'), in these aforesaid gas based companies as at March 31, 2015 is appropriate and these financial statements of the Company do not include any adjustments that might result from the outcome of this uncertainty. In the meantime, the Company has also committed to provide necessary financial support to these companies as may be required for continuance of their normal business operations.

10 As at March 31, 2015, the Company through its subsidairy, GEL, has an investment of ₹ 2,760.39 Crore (including investment in equity share capital, preference share capital, subordinate loans and interest accrued thereon) in GCHEPL and has also provided corporate / bank guarantee towards loan taken by GCHEPL from the project lenders. GCHEPL is in the advanced stage of construction of 1,370 MW coal based thermal power plant at Raipur district, Chhattisgarh. GCHEPL has obtained provisional Mega Power status certificate from the Ministry of Power, GOI, vide letter dated September 8, 2011 and accordingly has availed an exemption of custom and excise duty against bank guarantees and pledge of deposits. The management of GCHEPL is certain of obtaining Mega Power status, pending which cost of custom and excise has not been considered as cost of the project. GCHEPL has experienced certain delays and cost overruns in the completion of the project. As per the management of GCHEPL, the additional claims from EPC contractors are not expected to be material. GCHEPL is in active discussion with the lenders to restructure its loans and funding of cost overruns. During the year ended March 31, 2015, GCHEPL has been allotted two coal mines to meet its fuel requirements. However, GCHEPL does not have a power purchase agreement ('PPA') currently and is taking steps to tie up the power supply through power supply agreements on long / medium term basis with various customers including State Electricity Boards and is expected to commence generation of power in the earlier part of the ensuing financial year. Due to these reasons, the financial statements of GCHEPL have been prepared on a going concern basis and based on business plans and valuation assessment by an external expert, the management is of the view that the carrying value of the investment in GCHEPL as at March 31, 2015 is appropriate. In estimating the future cash flows, the management has, in the absence of PPAs' made certain key assumptions relating to the future revenues based on externally available information, restructuring of loans to the lenders and operating parameters which the management believes reasonably reflect the future expectations of these items. The Company will monitor these assumptions closely on a periodic basis and take action as is considered appropriate.

11 As at March 31, 2015 the Company through its subsidiary, GEL, has an investment of ₹ 1,195.45 crore (including investment in equity share capital and subordinate loans/debentures) in EMCO and has also provided corporate / bank guarantee towards loan taken by EMCO from the project lenders. EMCO is engaged in the business of generation and sale of electrical energy from its coal based power plant of 600 MW situated at Warora. EMCO has accumulated losses of ₹ 926.11 crore which has resulted in erosion of EMCO's entire net worth. EMCO has achieved the COD of Unit I in March 2013 and of Unit II in September 2013 and hence is in the stabilization phase of its operations. EMCO has tied up entire power supplies capacity with customers and has substantially completed the refinancing of its term and other loans with the lenders.Though the networth of EMCO is fully eroded, the management of EMCO expects that the plant will generate sufficient profits in the future years and as such the financial statements of EMCO for the year ended March 31, 2015 have been prepared on going concern basis and based on business plans and valuation assessment by an external expert and continuing financial support by GEL, the management considers that the carrying value of the investment including subordinate loans/debentures in EMCO as at March 31, 2015 is appropriate.

12 The Company through its subsidiary has an investment of ₹ 2,485.10 Crore (including investments in equity share capital, subordinate loans and interest accrued thereon) in GMR Kamalanga Energy Limited ('GKEL') and also provided corporate / bank guarantee towards loan taken by GKEL from the project lenders. GKEL is engaged in development and operation of 3*350 MW under Phase I and 1*350 MW under Phase II, coal based power project in Kamalanga village, Orissa and has commenced commercial operation of Phase I of the project. GKEL has a fuel supply agreement for 500 MW with Mahanadi Coal

Notes to the financial statements for the year ended March 31, 2015

NOTE 13 NON-CURRENT INVESTMENTS (Contd.)

fields Limited, a subsidiary of Coal India Limited. GKEL has accumulated losses of ₹ 1,343.36 Crore which has resulted in substantial erosion of GKEL's net worth due to operational difficulties faced during the early stage of its operations. GKEL is in active discussion with the lenders for restructuring its loans. GKEL's petition for 'Tariff Determination' in case of PPA with GRIDCO Limited and "Tariff Revision" in case of PPA with PTC India Limited is pending before CERC for disposal. GKEL is hopeful of a favourable order in due course. In view of these matters, business plans and valuation assessment by an external expert and continuing financial support by GEL, the management considers that the financial statements of GKEL have been prepared on a going concern basis and that the carrying value of the investment including subordinate loans in GKEL as at March 31, 2015 is appropriate.

13 During the year ended March 31, 2015, based on a valuation assessment of its investments in GMRHL, the Company made a provision for diminution in the value of investments / advances of ₹ 262.40 Crore which is disclosed as an 'exceptional item' in the standalone financial statements of the Company for the year ended March 31, 2015. The diminution in value has primarily arisen on account of the diminution in the value of investments / advances in GHVEPL and GKUAEL for reasons stated in (a) and (b) below.

a) The Company along with its subsidiaries have made an investment of ₹ 663.15 Crore (including loans of ₹ 361.12 Crore and investment in equity / preference shares of ₹ 302.03 Crore made by the Company and its subsidiary) in GHVEPL. GHVEPL has been incurring losses since the commencement of its commercial operations, as a result of which, based on a valuation assessment of GHVEPL, the Company made a provision for diminution in the value of investments in GMRHL amounting to ₹ 131.41 Crore which is disclosed as an exceptional item in the standalone financial statements of the Company for the year ended March 31, 2015.

Further, the management of GHVEPL believes that the said diminution in value is primarily due to loss of revenue arising as a result of drop in commercial traffic on account of bifurcation of State of Andhra Pradesh and ban imposed on sand mining in the region. The management based on its internal assessment and a legal opinion, believes that these events constitute a Change in Law as per the Concession Agreement and GHVEPL is entitled to the claim for losses suffered on account of the aforementioned reasons and accordingly filed its claim for the loss of revenue till the year ended March 31, 2014 with National Highways Authority of India ('NHAI'). The management is confident that it will be able to claim compensation from relevant authorities for the loss it has suffered due to aforementioned reasons and accordingly considers that no further provision for diminution in the value of investment is necessary as at March 31, 2015.

b) The Company along with its subsidiary made an investment of ₹ 729.43 Crore in GKUAEL (including loans of ₹ 29.43 Crore and investment in equity/ preference shares of ₹ 700.00 Crore made by the Company and its subsidiary), which is primarily utilized by GKUAEL towards payment of capital advance of ₹ 590.00 Crore to its EPC contractors and ₹ 130.99 Crore towards indirect expenditure attributable to the project and borrowing costs ('project expenses'). GKUAEL has also provided a bank guarantee of ₹ 269.36 Crore to NHAI. GKUAEL had entered into a Concession Agreement with NHAI on November 30, 2011 for six laning of Kishangarh-Udaipur-Ahmedabad section of National Highways 79A, 79, 76 and 8. Pursuant to non-fulfillment of the mandatory 'Conditions Precedent' specified under the Concession Agreement within the due date, GKUAEL issued a notice to NHAI dated December 21, 2012 of its intention to terminate the Concession Agreement. In response, NHAI vide their letter dated January 1, 2013 termed the notice not maintainable both in law and in facts. NHAI in their letter dated January 17, 2013 to GKUAEL also indicated of making good the alleged defaults of NHAI within the cure period of 90 days. The management of GKUAEL had submitted the proposal for the continuance of the project subject to certain modifications in the financial and other terms in the Concession Agreement and held discussions with NHAI for revival of the project. Considering efforts for revival of the project did not succeed, GKUAEL issued a notice of dispute to NHAI dated February 16, 2015, invoking arbitration provisions of the Concession Agreement. Both the parties have appointed their arbitrators and the arbitration process is pending commencement.

In addition, GKUAEL awarded the EPC contract to GMR Projects Private Limited ('GPPL') and had given an advance of ₹ 590.00 Crore as stated above. Pursant to the notice of dispute, GKUAEL has terminated the contract on May 15, 2015. GKUAEL is yet to receive any claim from the EPC contractor and as such, no such claim relating to the termination of contract has been recognised by GKUAEL as at March 31, 2015 as the amounts payable are not certain.

Due to the termination of concession agreement with NHAI, initiation of arbitration proceedings and its consequential impact on the operations, the management of the Company, based on its internal assessment, has made a provision for diminution in the value of investments/advances amounting to ₹ 130.99 Crore (including advances of ₹ 5.70 Crore) which is disclosed as an exceptional item in the standalone financial statements of the Company for the year ended March 31, 2015.

Further, based on an internal assessment and a legal opinion, the management of GKUAEL is confident that it will be able to claim compensation from NHAI for the loss it has suffered due to termination of contract for reasons as stated aforesaid and accordingly considers that no further provision for dimunition in the value of investments is necessary as at March 31, 2015.

14 As at March 31, 2015, the Company along with its subsidiary has an investment of ₹ 343.53 Crore (including investment in equity share capital of ₹ 5.00 Crore and subordinate loan and interest accrued thereon of ₹ 338.53 Crore) in GBHPL. GBHPL is in the process of setting up 300 MW hydro based power plant in Alaknanda river, Chamoli District of Uttarakhand. The Hon'ble Supreme Court of India ('the Court'), while hearing a civil appeal in the matters of Alaknanda Hydro Power Company Limited, directed vide its order dated May 7, 2014 that no further construction work shall be undertaken by the 24 projects coming up on the Alaknanda and Bhagirathi basins until further orders. Based on its internal assessment and a legal opinion, the management of GBHPL is confident of obtaining the requisite clearances and based on business plan and a valuation assessment by an external expert, the management considers that the carrying value of the investment including subordinate loan in GBHPL as at March 31, 2015 is appropriate.

Notes to the financial statements for the year ended March 31, 2015

NOTE 13 NON-CURRENT INVESTMENTS (Contd.)

15 The Company through its subsidiaries has an investment of ₹ 499.58 Crore (USD 7.92 Crore) (including loan and interest accrued there on) in PT Dwikarya Sejati Utama ('PTDSU') as at March 31, 2015. The Company through its subsidiaries acquired PTDSU for a consideration of USD 4.00 Crore and a deferred consideration to be determined and paid on achievement of certain conditions as specified in the share purchase agreement. PT Duta Sarana Internusa ('PTDSI'), a step down subsidiary of PTDSU had pledged 60% shares of PT Barasentosa Lestari ('PTBSL') with the sellers of PTDSU. The achievement of aforementioned conditions for settlement of deferred consideration had been under dispute and the matter was under arbitration and PTDSI had initiated a civil suit seeking direction to the sellers of PTDSU not to act on the pledge agreement provided as security earlier. Pursuant to a settlement agreement dated June 25, 2014, the Company through its subsidiaries have agreed to pay USD 2.00 Crore towards the deferred consideration to the sellers of PTDSU. As per the settlement agreement, the Company through its subsidiaries has paid USD 0.50 Crore and the balance USD 1.50 Crore are to be paid in 16 equal quarterly instalments, commencing from June 30, 2015. Further, the Company through its subsidiaries have pledged 35% shares of PTBSL as a security towards the payment of the balance instalments. The consolidated financial statements of PTDSU and its subsidiaries PTBSL and PTDSI as at March 31, 2015 have accumulated deficit of ₹ 31.62 Crore (USD 0.50 Crore). PTBSL, a coal property company has commenced coal production and PTDSU and its subsidiaries plan to ramp up the production to 0.25 Crore MT in a two year timeframe. PTDSU and its subsidiaries are dependent on financial support from the Company. The management of PTDSU is not aware of any material uncertainties that may cast significant doubt upon these entities' ability to continue as a going concern. Based on these factors and a valuation assessment carried out by an external expert, the management considers that the carrying value of the investment in PTDSU and its subsidaries as at March 31, 2015 is appropriate.

16 KSPL, a subsidiary of the Company, is acquiring land for implementing a Multi-Product Special Economic Zone within the meaning of Special Economic Zone Act, 2005. KSPL has obtained an initial notification from the Ministry of Commerce, GoI vide notification no. 635(E) dated April 23, 2007 to the extent of 1,035.67 hectares, the formal approval for which was initially granted for three years from June 2006. The said formal approval has been extended till August 2015. KSPL, has obtained further notification from GoI vide notification no. 342(E) dated February 6, 2013 to the extent of 1,013.64 hectares and the formal approval was initially granted for 3 years from February 2012, which on application by KSPL has been extended further by one year upto February 2016. KSPL upon completion of acquisition of the desired land plans to apply for an appropriate notification, pending which the entire land that has been acquired till date by KSPL is treated as land acquired for the purpose of implementation of Special Economic Zone awaiting notification. The management is confident of obtaining further extensions of the aforesaid consents, if necessary and also getting the balance area notified for SEZ development as per the required regulations.

17 In case of GHIAL, the Airport Economic Regulatory Authority ('AERA'), vide its powers conferred by section 13(1)(a) of AERA Act, 2008, passed an Aeronautical tariff order No. 38 issued on February 24, 2014, in respect of control period from April 1, 2011 to March 31, 2016. As per the aforesaid order, there will be no Passenger Service Fee (Facilitation Component) ('PSF (FC)') for embarking passengers and the same will be considered as part of User Development Fee ('UDF'). Further, the UDF for the period from April 1, 2014 to March 31, 2016 has been determined to be ₹ Nil. Accordingly, revenue from operations, for the year ended March 31, 2015, does not comprise of any income from PSF (FC) and UDF.

This has significantly impacted the profitability and cash flows of GHIAL for the year ended March 31, 2015 and will continue to have significant impact on the profitability and cash flows of GHIAL for the period from April 1, 2015 to March 31, 2016. GHIAL has filed an appeal challenging the aforesaid AERA order with the AERA tribunal. Due to non-constitution of Airports Economic Regulatory Authority Appellate Tribunal ('AERAAT') bench, AERA tribunal has refused to hear the appeal and hence, GHIAL has filed a writ petition with the Hon'ble High Court of Hyderabad and undertaken certain steps towards strategic cash management. During the year ended March 31, 2015, GHIAL completed the refinancing of its rupee term loans, whereby GHIAL has received the moratorium period of two years for repayment of such loans and accordingly, the first instalment of these loans is payable on July 31, 2016. With the expected UDF commencing in the next tariff cycle, the financial position is expected to improve thereafter. GAL, the holding Company of GHIAL, has agreed to provide necessary financial support, should the necessity arise and the Company has provided a corporate guarantee to the lenders of GHIAL towards servicing of GHIAL's debt.

18 DIAL has accumulated losses of ₹ 741.95 Crore as at March 31, 2015 (March 31, 2014:₹ 969.86 Crore) which have resulted in part erosion of net worth of DIAL as at March 31, 2015. However, DIAL has earned profits during the years ended March 31, 2015 and March 31, 2014 respectively and has met all its obligations as at March 31, 2015.

AERA vide its powers conferred by Section 13(1)(a) of AERA Act, 2008 passed an Aeronautical tariff order Viz. 03/2012-13 issued on April 24, 2012 which determined the Aeronautical tariff to be levied at Delhi Airport for the fourth and fifth year of tariff period of first five year control period (i.e. 2009 - 2014). The first five year control period referred to above ended on March 31, 2014. Pending determination of the final Aeronautical tariff (s) for the second control period i.e. from 2014 to 2019, AERA vide its order 13/2014-15 dated October 14, 2014, extended the operation of tariff order issued on April 24, 2012 up to January 31, 2015 or until the final determination of the tariff for the second control period (i.e. 2014 - 2019), whichever is earlier.

In addition, DIAL had also filed a writ petition before the Hon'ble High Court of Delhi seeking extension of existing tariff as allowed vide AERA order 03/2012-13 issued on April 24, 2012 following the extension granted by AERA vide its order 04/2014-15 dated May 2, 2014 till disposal of DIAL's appeal pending with AERAAT. Subsequently, the Hon'ble High Court of Delhi vide its final order dated January 22, 2015 ordered that the tariff determined by AERA for the First Control Period vide Tariff Order No.03/2012-13 dated April 20, 2012 be continued till the disposal of the appeals pending against the said Tariff Order, by the AERAAT.

Further, AERA has issued the consultation paper on January 28, 2015 for determination of Aeronautical tariff in respect of Delhi airport for the second control period (i.e. 2014 - 2019). The consultation paper suggests that tariff for aeronautical revenue to be reduced by 78.24% of the existing tariff (i.e. tariff as compared to the first control period). DIAL has filed its reply to AERA with respect to the consultation paper. However, in view of Hon'ble High Court of Delhi judgement dated January 22, 2015, AERA vide its public notice no. 16/2014-15 dated January 29, 2015 extended the tariff till the disposal of

Notes to the financial statements for the year ended March 31, 2015

NOTE 13 NON-CURRENT INVESTMENTS (Contd.)

the appeals pending against the first control period tariff order by AERAAT. The revenue so collected by DIAL during this interim period shall be adjusted from the aggregate revenue requirement for the second control period w.e.f. April 1, 2014.

Based on the above, the profit earned over the last three financial years, DIAL's business plans, and cash flow projections prepared by the management for the next one year, the management expects to earn cash profits during 2015-16; and does not foresee any difficulty in continuing its business / operations and meeting its financial obligations. Accordingly, the financial statements of DIAL continue to be prepared on a going concern basis.

19 The investment by GEL in equity shares/ preference shares of the following subsidiary Companies has been funded by the Company against an agreement to pass on any benefits or losses out of the investments by GEL to the Company and has been approved by the Board of Directors of both the Companies.

(₹ in Crore)

Name of the subsidiaries	March 31, 2015	March 31, 2014
Equity Shares		
JEPL	0.59	0.59
[589,125 (March 31, 2014: 589,125) equity shares of ₹ 10 each fully paid-up]		
GPEL	0.69	0.69
[690,000 (March 31, 2014: 690,000) equity shares of ₹ 10 each fully paid-up]		
DIAL	0.00	0.00
[100 (March 31, 2014: 100) equity shares of ₹ 10 each fully paid-up] [₹ 1,000 (March 31, 2014: ₹ 1,000)]		
UEPL	0.99	0.99
[993,750 (March 31, 2014: 993,750) equity shares of ₹ 10 each fully paid-up]		
GCORRPL	3.00	3.00
[3,000,000 (March 31, 2014: 3,000,000) equity shares of ₹ 10 each fully paid-up]		
GACEPL	24.22	24.22
[24,222,593 (March 31, 2014: 24,222,593) equity shares of ₹ 10 each fully paid-up]		
Preference Shares		
GCORRPL	12.00	12.00
[1,200,000 (March 31, 2014: 1,200,000) preference shares of ₹ 100 each fully paid-up]		

20 GAL has alloted these shares as bonus shares in their allotment and transfer committee meeting held on August 04, 2011.

Notes to the financial statements for the year ended March 31, 2015

NOTE 14 LOANS AND ADVANCES

Particulars		Non-current		Current	
		March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Capital advances					
Unsecured, considered good		0.02	0.10	-	-
	(A)	**0.02**	**0.10**	**-**	**-**
Security deposit					
Unsecured, considered good (refer note 32)		3.80	4.55	23.03	2.50
	(B)	**3.80**	**4.55**	**23.03**	**2.50**
Loan and advances to related parties					
Unsecured, considered good (refer note 32)[2]		3,839.61	2,052.90	189.69	290.40
Unsecured, considered doubtful (refer note 13(13b))		-	-	5.70	-
	(C)	**3,839.61**	**2,052.90**	**195.39**	**290.40**
Advances recoverable in cash or kind					
Unsecured considered good (refer note 32)		-	-	13.74	43.62
	(D)	**-**	**-**	**13.74**	**43.62**
Other loans and advances (unsecured considered good)					
Advance income-tax (net of provision for taxation)		69.54	43.51	-	-
MAT credit entitlement		77.91	72.78	-	-
Prepaid expenses		0.10	0.29	1.59	1.25
Loan to others (refer note 32)[1]		115.00	115.00	-	-
Loans to employees		0.46	0.57	0.13	0.38
Balances with statutory/ government authorities		18.80	17.08	-	-
	(E)	**281.81**	**249.23**	**1.72**	**1.63**
Less: Provision for doubtful loans and advances	**(F)**	**-**	**-**	**(5.70)**	**-**
Total (A+B+C+D+E-F)		**4,125.24**	**2,306.78**	**228.18**	**338.15**

1. The Company has given an interest free loan of ₹ 115.00 Crore (March 31, 2014: ₹ 115.00 Crore) to GWT during the year ended March 31, 2011 for the purpose of employee benefit scheme. Based on the confirmation received from GWT, the trust has utilised the proceeds of the loan received from the Company in the following manner:

Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Equity shares of the Company	101.55	101.55
Equity shares of GAL	11.28	11.28
Others	2.17	2.17
	115.00	**115.00**

SEBI had issued a Circular CIR/CFD/DIL/3-2013 dated January 17, 2013 prohibiting listed companies from framing any employee benefit scheme involving acquisition of its own securities from the secondary market. SEBI had issued Circular CIR/CFD/POLICYCELL/14/2013 dated November 29, 2013 extending the date of compliance to June 30, 2014. The management of the Company submitted the details of the GWT to the stock exchanges. SEBI has issued a Notification dated October 28, 2014 notifying "The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014" whereby Companies having existing schemes to which these regulations apply are required to comply with these regulations within one year of the effective date of the regulations and the trusts holding shares, for the purposes of implementing general employee benefit schemes, which exceed ten percent of the total value of the assets of the trusts, shall have a period of five years to bring down trusts' holding in such shares to the permissible limits. The Company will ensure compliance with the new regulations within the permissible time period, including obtaining of share holders' approval by passing a special resolution in the forth coming annual general meeting of the Company. Further, as per the trust deed, GWT is constituted for undertaking only employee benefit schemes and hence the Company has not consolidated the financial statements of GWT in these standalone financial results of the Company.

2. Refer Note 13(8) to 13(16).

Notes to the financial statements for the year ended March 31, 2015

NOTE 15 TRADE RECEIVABLES AND OTHER ASSETS

15.1 Trade receivable[2]

Particulars	Non-current		Current	
	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Unsecured, considered good				
Outstanding for a period exceeding six months from the date they are due for payment	2.57	-	93.83	13.98
(A)	**2.57**	**-**	**93.83**	**13.98**
Other receivables				
Unsecured, considered good[1]	49.83	102.63	54.12	131.88
(B)	**49.83**	**102.63**	**54.12**	**131.88**
Total (A+B)	**52.40**	**102.63**	**147.95**	**145.86**

1. Includes retention money of ₹ 80.73 Crore (March 31, 2014: ₹ 173.42 Crore)
2. Also refer note 32

15.2 Other assets

Particulars	Non-current		Current	
	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Unsecured, considered good unless stated otherwise				
Non-current bank balances (refer note 18)	684.80	584.95	-	-
(A)	**684.80**	**584.95**	**-**	**-**
Unamortised expenditure				
Ancillary cost of arranging the borrowings	76.62	62.03	22.48	24.51
(B)	**76.62**	**62.03**	**22.48**	**24.51**
Others				
Interest accrued on fixed deposits	-	-	9.61	9.63
Interest accrued on loans and debentures to subsidiaries (refer note 32)	-	-	131.77	97.28
Other than trade - considered good (refer note 26 (2))	-	-	-	805.80
Unbilled revenue (refer note 32)	-	9.62	95.52	97.84
(C)	**-**	**9.62**	**236.90**	**1,010.55**
Total (A+B+C)	**761.42**	**656.60**	**259.38**	**1,035.06**

NOTE 16 CURRENT INVESTMENTS

	Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
	Current portion of long-term investments (valued at cost)		
A	**Unquoted debentures**		
	GEL (refer note 13 & 32)	100.00	10.00
	(i)	**100.00**	**10.00**
B	**Unquoted equity shares**		
	GHML (refer note 13)	0.00	-
	(ii)	**0.00**	**-**
	Investments in Mutual Funds (valued at lower of cost and fair value)		
	Birla Sunlife Infrastructure Fund - Plan - Dividend - Payout #	-	5.54
	[Nil (March 31, 2014: 4,720,000) units of ₹ Nil ((March 31, 2014: ₹ 10 each)]		
	(iii)	-	5.54
	Total (i)+(ii)+(iii)	**100.00**	**15.54**
Aggregate amount of unquoted investments		100.00	15.54
# Aggregate provision for diminution in value of investments		0.00	0.36

Notes to the financial statements for the year ended March 31, 2015

NOTE 17 INVENTORIES (VALUED AT LOWER OF COST AND NET REALIZABLE VALUE)

Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Raw materials	4.55	8.92
Contract work-in-progress	-	82.11
	4.55	**91.03**

NOTE 18 CASH AND BANK BALANCES

Particulars	Non-current		Current	
	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Cash and cash equivalents				
Balances with banks:				
- On current accounts [6,7,8]	10.18	11.31	398.38	4.18
- Deposits with original maturity of less than or equal to 3 months	7.03	11.85	-	-
Cheques on hand	-	-	0.10	-
Cash on hand	-	-	0.06	0.05
	17.21	**23.16**	**398.54**	**4.23**
Other bank balances				
- Deposits with original maturity for more than 3 months but less than or equal to 12 months.	599.53	533.74	-	-
- Deposits with original maturity for more than 12 months	68.06	28.05	0.10	0.07
	667.59	**561.79**	**0.10**	**0.07**
Amount disclosed under non-current assets (refer note 15.2)	(684.80)	(584.95)	-	-
	-	**-**	**398.64**	**4.30**

1. A charge has been created over the deposits of ₹ 82.69 Crore (March 31, 2014: ₹ 95.46 Crore) towards DSRA maintained by the Company for loans availed by the Company from banks and financial institutions (refer note 5).
2. A charge has been created over the deposits of ₹ 20.55 Crore (March 31, 2014: ₹ 20.55 Crore) for working capital facility availed by the Company (refer note 9).
3. A charge has been created over the deposits of ₹ 66.30 Crore (March 31, 2014 : ₹ 30.00 Crore) for loan availed by the Company from a bank.
4. A charge has been created over the deposits of ₹ 2.98 Crore (March 31, 2014: ₹ 2.98 Crore) towards DSRA maintained by the Company with a bank for loan availed by GMRHL.
5. A charge has been created over the deposits of ₹ 502.10 Crore (March 31, 2014: ₹ 424.65 Crore) for loan against deposits availed by KSPL.
6. Includes unclaimed dividend of ₹ 0.27 Crore (March 31, 2014: ₹ 0.14 Crore).
7. Includes ₹ 9.91 Crore (March 31, 2014: ₹ 11.17 Crore) towards DSRA maintained by the Company with ICICI.
8. Includes ₹ 347.65 Crore (March 31, 2014: ₹ Nil) towards share application money for issue of rights shares. The funds are received in an escrow account and are restricted till the allotment of equity shares pursuant to the right issue. Refer note 3(f).

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Notes to the financial statements for the year ended March 31, 2015

NOTE 19 REVENUE FROM OPERATIONS

Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Sale of services		
EPC:		
Construction revenue (refer note 32)	164.89	468.67
	164.89	**468.67**
Other operating revenue		
Others:		
Income from management and other services	22.87	9.90
Dividend income on current investments (other than trade) (gross) [₹ 10,732 (March 31, 2014: ₹ 10,732)] (refer note 32)	0.00	0.00
Interest income (gross)		
- Bank deposits	74.20	48.38
- Long term loans and investments (refer note 32)	366.78	256.30
- Current investments	0.75	-
Profit on sale of current investments (others)	20.25	3.04
	484.85	**317.62**
	649.74	**786.29**

NOTE 20 OTHER INCOME

Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Gain on account of foreign exchange fluctuations (net)	6.67	0.85
Provisions no longer required, written back	10.56	1.31
Other non-operating income	2.25	2.61
	19.48	**4.77**

NOTE 21 COST OF MATERIALS CONSUMED

Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Inventory at the beginning of the year	8.92	16.06
Add: Purchases	28.93	84.94
	37.85	**101.00**
Less: inventory at the end of the year	4.55	8.92
Cost of materials consumed	**33.30**	**92.08**
Detail of materials consumed		
Steel	4.55	17.01
Bitumen	0.27	11.02
High speed diesel	6.31	12.55
Cement	1.36	13.70
Aggregates	6.28	7.31
Granular	0.00	0.71
Sand	0.66	2.03
Boulders	0.03	2.22
Others	13.84	25.53
	33.30	**92.08**

NOTE 22 EMPLOYEE BENEFIT EXPENSES*

Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Salaries, wages and bonus	21.13	61.17
Contribution to provident and other funds	2.31	5.12
Gratuity expense (refer note 28(a)) (March 31, 2014: ₹ 35,293)	0.43	0.00
Staff welfare expenses	1.16	3.43
	25.03	**69.72**

*Employee benefit expenses are net of ₹ 34.15 Crore (March 31, 2014: ₹ 21.29 Crore) cross charged to certain subsidiaries.

Notes to the financial statements for the year ended March 31, 2015

NOTE 23 OTHER EXPENSES**

Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Bidding charges	0.10	-
Lease rental and equipment hire charges	2.71	14.63
Rates and taxes	9.83	6.15
Insurance	1.17	0.66
Repairs and maintenance		
Others	1.58	2.87
Advertising and sales promotion	0.21	0.31
Freight	2.01	3.45
Travelling and conveyance	2.77	2.82
Communication costs	0.28	0.63
Printing and stationery	1.33	1.53
Logo Fees (refer note 32) (March 31, 2015: ₹ 1,055.00)	0.00	3.60
Legal and professional fees	19.84	10.00
Payment to auditors# (refer details below)	2.31	2.39
Directors' sitting fees	0.57	0.16
Meetings and seminars	0.16	0.07
Security expenses	0.90	2.75
Donation	0.08	0.10
Corporate social responsibility expenditure***	2.92	-
Miscellaneous expenses	2.10	2.92
	50.87	**55.04**

** Other expenses are net of ₹ 131.95 Crore (March 31, 2014: ₹ 91.68 Crore) cross charged to certain subsidiaries.

*** Corporate social responsibility (CSR) expenditure:

(a) Gross amount required to be spent by the Company during the year : Nil.

(b) Amount spent during the year under CSR expenditure includes donation to GMR Varalakshmi Foundation ('GVF') of ₹ 2.92 Crore as approved by the CSR committee of the Company.

#Payment to auditors (exclusive of service tax)

Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
As auditors:		
Audit fees (including fees for consolidated financial statements of the Company and quarterly limited reviews)	1.92	1.92
Tax audit fees	0.04	0.04
Other services (including certification fees)*	0.21	0.25
Reimbursement of expenses	0.14	0.18
	2.31	**2.39**

* The above amount excludes payment to auditors amounting to ₹ 0.95 Crore (March 31, 2014:₹ Nil) for services rendered on account of issue of shares to QIB as detailed in note 3(h), which has been adjusted against the securities premium account.

NOTE 24 DEPRECIATION AND AMORTISATION EXPENSES

Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Depreciation of tangible assets	18.99	7.68
Amortisation of intangible assets	1.04	0.74
	20.03	**8.42**

Notes to the financial statements for the year ended March 31, 2015

NOTE 25 FINANCE COSTS***

Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Interest expenses	471.78	376.54
Bank and other finance charges	25.56	11.99
Amortization of ancillary borrowing costs	39.95	20.18
	537.29	**408.71**

*** Finance costs are net of ₹ 0.57 Crore (March 31, 2014: ₹ 0.76 Crore) cross charged to certain subsidiaries.

NOTE 26 EXCEPTIONAL ITEMS (NET)

Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Profit on sale of investment in a subsidiary[1]	-	13.28
Profit on sale of investment in a jointly controlled entity[2]	-	471.21
Provision for diminution in the value of investment in a jointly controlled entity[3]	-	(1.27)
Loss on redeemable preference shares[4]	-	(131.25)
Provision for diminution in the value of investment / advances in subsidiaries [5]	(262.40)	-
	(262.40)	351.97
Less: Expenses attributable towards sale of investment in a jointly controlled entity[2]	-	(12.43)
	(262.40)	**339.54**

1. During the year ended March 31, 2013, the Company and GMRHL, a subsidiary of the Company had entered into a definitive sale agreement for divestment of 74% shareholding in JEPL, a subsidiary of the Company to Macquarie SBI Infrastructure Investments Pte. Limited and SBI Macquarie Infrastructure Trustee Limited.

   During the year ended March 31, 2014, the above transaction had been completed and the profit of ₹ 13.28 Crore on redemption of preference shares held by the Company had been disclosed as an exceptional item in the financial statements of the Company.
2. During the year ended March 31, 2014, the Company along with its subsidiaries had entered into a definitive agreement with Malaysia Airports MSC SdnBhd (Buyer) for the sale of their 40% equity stake in their jointly controlled entities; ISG and LGM Havalimani Isletmeleri Ticaret Ve Turizm Anonim Sirketi ('LGM') for a sale consideration of Euro 20.90 Crore (net of equity gap adjustment of Euro 1.6 Crore and subject to debt and other working capital adjustments). The management has represented that there has been no further working capital adjustments made on account of the aforesaid sale transaction. Further, the management based on its internal assessment and a legal opinion is of the view that all "Conditions Precedent" were either fulfilled or waived or agreed to be not applicable as at March 31, 2014 except for the buyer to obtain an approval from Bank Negara Malaysia which was obtained on April 3, 2014 and subsequently after receipt of the sale consideration, the shares were transferred to the buyer on April 30, 2014, in view of which, the Company had recognized the profit on the sale of its investment in ISG (net of cost incurred towards disposal of ₹ 12.43 Crore) of ₹ 458.78 Crore, which was disclosed as an exceptional item in the standalone financial statements of the Company for the year ended March 31, 2014.

   Further, pursuant to the SPA entered with the buyer, the Company along with its subsidiaries has provided a guarantee of Euro 4.50 Crore towards claims, as specified in the SPA for a period till December 2015 and in respect of tax claims, if any, the guarantee period is upto May 2019
3. Pursuant to the aforesaid SPA as stated in note 2 above, the Company had provided ₹ 1.27 Crore for the diminution in the value of investment of SGH, a subsidiary of ISG.
4. Refer note 13 (3) with regard to loss on redeemable preference shares.
5. Refer note 13 (13(a) and 13(b)) with regard to the provision for diminution in the value of investment / advances made in GMRHL and its subsidiaries.

NOTE 27 EARNINGS PER SHARE (EPS)

Calculation of EPS - (Basic and Diluted)

Particulars	Year ended	
	March 31, 2015	March 31, 2014
Nominal value of equity shares (₹ per share)	1	1
Weighted average number of equity shares outstanding during the year	4,232,805,171	3,892,432,532
Net (loss)/profit after tax for the purpose of EPS (₹ in Crore)	(352.65)	165.90
EPS - Basic and Diluted (₹)	(0.83)	0.43

Notes:

(i) ₹ Nil (March 31, 2014: ₹ 2,250) was receivable towards equity shares and for the computation of weighted average number of equity shares outstanding during the year ended March 31, 2014, these shares were considered as partly paid-up shares. These shares have been forfeited during the year ended March 31, 2015.

(ii) Considering that the Company has incurred loss during the year ended March 31, 2015, the allotment of shares against share warrants and share application money pending allotment would decrease the loss per share for the year ended March 31, 2015 and accordingly has been ignored for the purpose of calculation of diluted earnings per share.

(iii) Refer note 3(c) pertaining to the terms / rights attached to CCPS.

(iv) Refer note 3(h) as regards further issue of shares during the year ended March 31, 2015.

Notes to the financial statements for the year ended March 31, 2015

NOTE 28 (a) GRATUITY AND OTHER POST-EMPLOYMENT BENEFIT PLANS

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. The scheme is funded with Life Insurance Corporation of India in the form of a qualifying insurance policy.

The following tables summaries the components of net benefit expense recognised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet for gratuity benefit.

Statement of profit and loss

Net employee benefit expenses (as recognised in the employee cost)

Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Current service cost	0.64	1.03
Interest cost on defined benefit obligation	0.34	0.31
Expected return on plan assets	(0.22)	(0.23)
Net actuarial (gain) / loss recognised in the year	0.55	(1.11)
Net benefit expenses (March 31,2014: ₹35,293)*	1.31	(0.00)

*Gross of ₹ 0.88 Crore (March 31, 2014: Nil) cross charged to certain subsidiaries.

Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Actual return on plan assets	(0.79)	0.26

Balance Sheet

Benefit asset/liability

Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Present value of defined benefit obligation	3.88	3.78
Fair value of plan assets	1.45	2.43
Plan asset/ (liability)	(2.43)	(1.35)

Changes in the present value of the defined benefit obligation are as follows:

Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Opening defined benefit obligation	3.78	4.08
Interest cost	0.34	0.31
Current service cost	0.64	1.03
Benefits paid	(0.27)	(0.64)
Acquistion Adjustment	(0.15)	0.08
Actuarial (gains)/ losses on defined benefit obligation	(0.46)	(1.08)
Closing defined benefit obligation	3.88	3.78

Changes in the fair value of plan assets are as follows:

Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Opening fair value of plan assets	2.43	2.79
Expected return	0.22	0.23
Acquistion Adjustment	-	0.02
Contributions by employer	0.08	-
Benefits paid	(0.27)	(0.64)
Actuarial gains / (losses) on plan assets	(1.01)	0.03
Closing fair value of plan assets	1.45	2.43

The Company expects to contribute ₹ 0.07 Crore (March 31, 2014: ₹ Nil) towards gratuity fund in 2015-2016.

Notes to the financial statements for the year ended March 31, 2015

NOTE 28 (a) GRATUITY AND OTHER POST-EMPLOYMENT BENEFIT PLANS (Contd.)

The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:

Particulars	March 31, 2015	March 31, 2014
Investments with insurer	100%	100%

The principal assumptions used in determining gratuity benefit obligation for the Company's plans are shown below:

Particulars	March 31, 2015	March 31, 2014
Discount rate	7.80%	9.25%
Expected rate of return on assets	9.40%	9.40%
Expected rate of salary increase	6.00%	6.00%
Employee turnover	5.00%	5.00%
Mortality rate	Refer Note 4 below	Refer Note 4 below

Notes :

1. Plan assets are fully represented by balance with the Life Insurance Corporation of India.
2. The expected return on plan assets is determined considering several applicable factors mainly the composition of the plan assets held, assessed risks of asset management, historical results of the return on plan assets and the Company's policy for plan asset management.
3. The estimates of future salary increase in compensation levels, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.
4. As per Indian Assured Lives Mortality (2006-08) (modified) Ultimate [March 31, 2014- Indian Assured Lives Mortality (2006-08) (modified) Ultimate.]

Amounts for the current and previous four years are as follows:

Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore	March 31, 2013 ₹ in Crore	March 31, 2012 ₹ in Crore	March 31, 2011 ₹ in Crore
Defined benefit obligation	3.88	3.78	4.08	3.20	3.19
Plan assets	1.45	2.43	2.79	2.69	2.53
Surplus/ (deficit)	(2.43)	(1.35)	(1.29)	(0.51)	(0.66)
Experience (gain) / loss on plan liabilities	(0.46)	(1.08)	(0.03)	(0.86)	(0.02)
Experience gain / (loss) on plan assets	(1.01)	0.03	0.00	-	0.03

(b) Defined Contribution Plans
Amount recognised in the statement of profit and loss

Particulars	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
Provident Fund	2.26	4.02
Superannuation Fund	1.76	2.61

* Gross of ₹1.04 Crore (March 31, 2014:₹0.87 Crore) towards contribution to provident fund & ₹0.67 Crore (March 31, 2014:₹0.64 Crore) towards contribution to superannuation fund cross charged to certain subsidiaries.

NOTE 29 LEASES

Office premises and equipments taken by the Company are obtained on operating leases. The Company entered into certain cancellable operating lease arrangements and certain non-cancellable operating lease arrangement towards office premises. The equipments are taken on hire on need basis. There are no escalation clauses in the lease agreements. There are no restrictions imposed by lease arrangements. There are no subleases. The lease rentals charged during the year and maximum obligation on the long term non-cancellable operating leases as per the lease agreement are as follows:

Particulars	March 31, 2015 ₹ in Crore	March 31, 2014 ₹ in Crore
Lease rentals under cancellable leases and non-cancellable leases [net of ₹ 15.16 Crore (March 31, 2014: ₹ 13.81 Crore) cross charged to certain subsidiaries]	2.71	14.63
Obligations on non-cancellable leases:		
Not later than one year	0.18	2.26
Later than one year and not later than five years	-	0.08
Later than five years	-	-

Notes to the financial statements for the year ended March 31, 2015

NOTE 30 INFORMATION ON JOINTLY CONTROLLED ENTITY AS PER ACCOUNTING STANDARD-27

The Company directly holds 0.21% (March 31, 2014: Nil) of the equity shares of GMCAC and 39.79% (March 31, 2014: Nil) of the equity shares of GMCAC through its subsidiary company. GMCAC is incorporated in Phillipines and is involved in development and operation of airport infrastructure.

The Company directly held 27.55% of the equity shares of ISG and 12.45% of the equity shares of ISG through its subsidiary company. ISG is incorporated in Turkey and is involved in development and operation of airport infrastructure. During the year ended March 31, 2014, the Company along with its subsidiaries had entered into a definitive agreement with Malaysia Airports MSC Sdn Bhd (Buyer) for sale of their 40% equity stake in their jointly controlled entities; ISG and LGM, as detailed in note 26(2).

The Company's ownership and voting power of GMCAC and ISG along with its share in the assets, liabilities, income, expenses, contingent liabilities and commitments are as follows:

Name of Jointly controlled entity	Country of incorporation	Percentage of effective ownership (directly or indirectly) as on	
		March 31, 2015	March 31, 2014
ISG	Turkey	-	-
GMCAC	Phillipines	40.00%	-

Particulars	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
(1) Contingent liabilities - Company has incurred in relation to jointly controlled entity	807.86	950.83
(2) Company's share of contingent liabilities of jointly controlled entity	-	-
(3) Company's share of capital commitments of the jointly controlled entity	-	-
(4) Aggregate amount of Company's share in each of the following:		
(a) Current assets	0.16	-
(b) Non current assets	4.94	-
(c) Current liabilities	3.61	-
(d) Non current liabilities (₹ 38,016)	0.00	-
Equity (a+b-c-d)	**1.49**	**-**
(e) Income		
1. Revenue	0.06	462.25
2. Other income (₹ 2,688)	0.00	2.03
(i) Total revenue	**0.06**	**464.28**
(f) Expenses		
1. Purchase of traded goods	-	117.49
2. Increase/ (decrease) in traded goods	-	(0.72)
3. Employee benefit expense	0.01	24.32
4. Other expenses	0.03	112.63
5. Utilisation fees	-	128.23
6. Depreciation and amortisation expenses	0.03	48.43
7. Finance costs (₹ 48,177)	0.00	82.28
(ii) Total expenses	**0.07**	**512.66**
(g) Losses before tax [(i)-(ii)]	(0.01)	(48.38)
8. Income tax expenses	-	-
(h) Losses after tax	**(0.01)**	**(48.38)**

Note:

1 Disclosure of financial data as per Accounting Standard - 27 'Financial Reporting of Interest in the Joint Venture' has been done based on the audited financial statements of GMCAC for the period ended December 31, 2014 and ISG for the year ended March 31, 2014.

NOTE 31 SEGMENT INFORMATION

The segment reporting of the Company has been prepared in accordance with Accounting Standard 17 on Segment Reporting, notified under section 133 of the Companies Act, 2013, read with rule 7 of the Companies (Accounts) Rules, 2014. The primary segment reporting format is determined to be business segment as the Company's risk and rates of return are affected predominantly by difference in the services provided. Secondary information is reported geographically.

The business segments of the Company comprise of the following:

Segment	Description of Activity
EPC	Handling of engineering, procurement and construction activities in Infrastructure Sector.
Others	Investment activity and corporate support to various infrastructure SPVs.

Notes to the financial statements for the year ended March 31, 2015

NOTE 31 SEGMENT INFORMATION (Contd.)

Business segment

(₹ in Crore)

Particulars	EPC		Others		Unallocated		Inter Segment		Total	
	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014
Revenue										
Revenue	164.89	468.67	484.85	317.62	-	-	-	-	649.74	786.29
Inter segment revenue	-	-	-	-	-	-	-	-	-	-
Segment Revenue	**164.89**	**468.67**	**484.85**	**317.62**	**-**	**-**	**-**	**-**	**649.74**	**786.29**
Other income	8.04	1.56	11.44	3.21	-	-	-	-	19.48	4.77
Total income	**172.93**	**470.23**	**496.29**	**320.83**	**-**	**-**	**-**	**-**	**669.22**	**791.06**
Expenses									-	-
Cost of materials consumed	33.30	92.08	-	-	-	-	-	-	33.30	92.08
Subcontracting expenses	90.83	308.55	-	-	-	-	-	-	90.83	308.55
Employee benefit expenses	17.60	57.03	7.43	12.69	-	-	-	-	25.03	69.72
Other expenses	15.84	36.58	35.03	18.46	-	-	-	-	50.87	55.04
Depreciation and amortisation expenses	16.85	6.44	3.18	1.98	-	-	-	-	20.03	8.42
Segment result	**(1.49)**	**(30.45)**	**450.65**	**287.70**	**-**	**-**	**-**	**-**	**449.16**	**257.25**
Finance costs	-	-	-	-	537.29	408.71	-	-	537.29	408.71
Exceptional items (refer note 26)										
Profit on sale of investment in a subsidiary	-	-	-	13.28	-	-	-	-	-	13.28
Profit on sale of investment in a jointly controlled entity (net of expenses attributable towards sale of investment in a jointly controlled entity)	-	-	-	458.78	-	-	-	-	-	458.78
Loss on redeemable preference shares	-	-	-	(131.25)	-	-	-	-	-	(131.25)
Provision for diminuition in the value of investment in a jointly controlled entity	-	-	-	(1.27)	-	-	-	-	-	(1.27)
Provision for dimunition in value of investments/ advances in subsidiaries	-	-	(262.40)	-	-	-	-	-	(262.40)	-
(Loss)/Profit before tax	**(1.49)**	**(30.45)**	**188.25**	**627.24**	**-**	**-**	**-**	**-**	**(350.53)**	**188.08**
Tax expenses									-	-
Curent tax	-	-	-	-	5.92	51.18	-	-	5.92	51.18
Less: MAT credit entitlement	-	-	-	-	(5.92)	(45.20)	-	-	(5.92)	(45.20)
Charge/ (reversal) of current tax of earlier years	-	-	-	-	(0.79)	-	-	-	(0.79)	-
MAT credit written off	-	-	-	-	0.79	-	-	-	0.79	-
Deferred tax charge / (credit)	-	-	-	-	2.12	16.20	-	-	2.12	16.20
(Loss)/Profit after tax	**(1.49)**	**(30.45)**	**188.25**	**627.24**			**-**	**-**	**(352.65)**	**165.90**
Other information										
Segment assets	394.08	597.36	14,430.98	13,404.60	361.54	319.95	-	-	15,186.60	14,321.91
Segment liabilities	216.40	362.79	150.20	207.56	4,332.32	5,350.91	-	-	4,698.92	5,921.26
Capital expenditure	2.58	0.45	1.52	1.95	-	-	-	-	4.10	2.40
Depreciation and amortisation expenses	16.85	6.44	3.18	1.98	-	-	-	-	20.03	8.42
Other non-cash expenses	-	-	262.40	132.52	-	-	-	-	262.40	132.52

Geographical segment

The following table represents revenue and certain assets information regarding the Company's geographical segment:

(₹ in Crore)

Particulars	Segment revenue (including exceptional items)		Segment assets		Capital expenditure	
	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014
India	627.62	789.67	13,688.75	12,038.01	4.10	2.40
Outside India (net of expenses attributable towards sale of investment in a jointly controlled entity)	22.12	468.68	1,497.85	2,283.90	-	-

Notes to the financial statements for the year ended March 31, 2015

NOTE 32 RELATED PARTIES

a) Names of related parties and description of relationship:

Description of relationship	Name of the related parties
Holding Company	GMR Holdings Private Limited (GHPL)
Subsidiary Companies	GMR Renewable Energy Limited (GREEL)
	GMR Energy Limited (GEL)
	GMR Power Corporation Limited (GPCL)
	GMR Vemagiri Power Generation Limited (GVPGL)
	GMR Energy Trading Limited (GETL)
	GMR (Badrinath) Hydro Power Generation Private Limited (GBHPL)
	GMR Mining and Energy Private Limited (GMEL)
	GMR Kamalanga Energy Limited (GKEL)
	GMR Consulting Services Private Limited (GCSPL)
	GMR Rajahmundry Energy Limited (GREL)
	SJK Powergen Limited (SJK)
	GMR Coastal Energy Private Limited (GCEPL)
	GMR Bajoli Holi Hydropower Private Limited (GBHHPL)
	GMR Chhattisgarh Energy Limited (GCHEPL)
	GMR Londa Hydropower Private Limited (GLHPPL)
	GMR Kakinada Energy Private Limited (GKEPL)
	EMCO Energy Limited (EMCO)
	Delhi International Airport Private Limited (DIAL)
	Delhi Aerotropolis Private Limited (DAPL)
	GMR Hyderabad International Airport Limited (GHIAL)
	Hyderabad Menzies Air Cargo Private Limited (HMACPL)
	Hyderabad Airport Security Services Limited (HASSL)
	GMR Hyderabad Airport Resource Management Limited (GHARML)
	GMR Hyderabad Aerotropolis Limited (HAPL)
	GMR Hyderabad Aviation SEZ Limited (GHASL)
	GMR Hyderabad Multiproduct SEZ Limited (GHMSL)
	GMR Hotels and Resorts Limited (GHRL)
	Gateways for India Airports Private Limited (GFIAL)
	GMR Highways Limited (GMRHL)
	GMR Tuni Anakapalli Expressways Limited (GTAEPL)
	GMR Highways Projects Private Limited (GHPPL)
	GMR Tambaram Tindivanam Expressways Limited (GTTEPL)
	GMR Ambala Chandigarh Expressways Private Limited (GACEPL)
	GMR Pochanpalli Expressways Limited (GPEPL)
	GMR Hyderabad Vijayawada Expressways Private Limited (GHVEPL)
	GMR Chennai Outer Ring Road Private Limited (GCORRPL)
	GMR OSE Hungund Hospet Highways Private Limited (GOSEHHHPL)
	GMR Kishangarh Udaipur Ahmedabad Expressways Limited (GKUAEL)
	GMR Krishnagiri SEZ Limited (GKSEZ)
	Advika Properties Private Limited (APPL)
	Aklima Properties Private Limited (AKPPL)

Notes to the financial statements for the year ended March 31, 2015

NOTE 32 RELATED PARTIES (Contd.)

a) Names of related parties and description of relationship:

Description of relationship	Name of the related parties
	Amartya Properties Private Limited (AMPPL)
	Baruni Properties Private Limited (BPPL)
	Camelia Properties Private Limited (CPPL)
	Eila Properties Private Limited (EPPL)
	Gerbera Properties Private Limited (GPL)
	Lakshmi Priya Properties Private Limited (LPPPL)
	Honeysuckle Properties Private Limited (HPPL)
	Idika Properties Private Limited (IPPL)
	Krishnapriya Properties Private Limited (KPPL)
	Nadira Properties Private Limited (NPPL)
	Prakalpa Properties Private Limited (PPPL)
	Purnachandra Properties Private Limited (PUPPL)
	Shreyadita Properties Private Limited (SPPL)
	Sreepa Properties Private Limited (SRPPL)
	Bougainvillea Properties Private Limited (BOPPL)
	Honeyflower Estates Private Limited (HFEPL)[3]
	Namitha Real Estate Private Limited (NREPL)[3]
	GMR Gujarat Solar Power Private Limited (GGSPPL)
	GMR Airports Limited (GAL)
	GMR Corporate Affairs Private Limited (GCAPL)
	GMR SEZ & Port Holdings Private Limited (GSPHPL)
	GMR Aviation Private Limited (GAPL)
	GMR Business Process and Services Private Limited (GBPSPL)
	Dhruvi Securities Private Limited (DSPL)
	Himtal Hydro Power Company Private Limited (HHPPL)
	GMR Upper Karnali Hydro Power Limited (GUKPL)
	GMR Energy (Mauritius) Limited (GEML)
	GMR Lion Energy Limited (GLEL)
	GMR Energy (Cyprus) Limited (GECL)
	GMR Energy (Netherlands) BV (GENBV)
	PT Unsoco (PT)
	PT Dwikarya Sejati Utma (PTDSU)
	PT Duta Sarana Internusa (PTDSI)
	PT Barasentosa Lestari (PTBSL)
	GMR Infrastructure (Mauritius) Limited (GIML)
	GMR Infrastructure (Cyprus) Limited (GICL)
	GMR Infrastructure Overseas (Malta) Limited (GIOSL) (Formerly known as GMR Infrastructure Overseas Sociedad Limitada)
	GMR Infrastructure (UK) Limited (GIUL)
	GMR Airports (Malta) Limited (GMRAML)
	GMR Infrastructure (Global) Limited (GIGL)
	GMR Infrastructure (Singapore) Pte Limited (GISPL)
	GMR Energy (Global) Limited (GEGL)

Notes to the financial statements for the year ended March 31, 2015

NOTE 32 RELATED PARTIES (Contd.)

a) Names of related parties and description of relationship:

Description of relationship	Name of the related parties
	Homeland Energy Group limited (HEGL)
	Homeland Energy Corporation (HEC)[12]
	Homeland Mining & Energy SA (Pty) Limited (HMES)[12]
	Homeland Coal Mining (Pty) Limited (HCM) [12]
	Ferret Coal (Kendal) (Pty) Limited (FCK)[12]
	Corpclo 331 (Pty) Limited (CPL)[12]
	GMR Maharashtra Energy Limited (GMAEL)
	GMR Bundelkhand Energy Private Limited (GBEPL)
	GMR Uttar Pradesh Energy Private Limited (GUPEPL)
	GMR Hosur Energy Limited (GHOEL)
	Karnali Transmission Company Private Limited (KTCPL)
	Marsyangdi Transmission Company Private Limited (MTCPL)
	GMR Indo-Nepal Energy Links Limited (GINELL)
	GMR Indo-Nepal Power Corridors Limited (GINPCL)
	Aravali Transmission Service Company Limited (ATSCL)
	Maru Transmission Service Company Limited (MTSCL)
	GMR Energy Projects (Mauritius) Limited (GEPML)
	Hyderabad Duty Free Retail Limited (HDFRL)
	GMR Airport Developers Limited (GADL)
	GADL International Limited (GADLIL)
	GADL (Mauritius) Limited (GADLML)
	Deepesh Properties Private Limited (DPPL)
	Larkspur Properties Private Limited (LAPPL)
	Padmapriya Properties Private Limited (PAPPL)
	Radha Priya Properties Private Limited (RPPL)
	Pranesh Properties Private Limited (PRPPL)
	Kakinada SEZ Private Limited (KSPL)
	GMR Power Infra Limited (GPIL)
	GMR Male International Airport Private Limited (GMIAL)
	GMR Male Retail Private Limited (GMRPL)
	GMR Coal Resources Pte Limited (GCRPL)
	GMR Airport Handling Services Company Limited (GAHSCL)
	GMR Airport Global Limited (GAGL)
	GMR Hosur Industrial City Private Limited (GHICL) (Formerly known as Lantana Properties Private Limited (LPPL))
	Asteria Real Estate Properties Private Limited (AREPL)
	GMR Infrastructure Overseas Limited (GIOL)
	GMR Hosur EMC Private Limited(GHEMCPL)[2]
	GMR Airports (Mauritius) Limited (GAML)[2]
	Delhi Duty Free Services Private Limited (DDFS)[6]
	GMR Hyderabad Airport Power Distribution Limited (GHAPDL)
	GMR Aerospace Engineering Limited (GAECL) (formerly known as MAS GMR Aerospace Engineering Company Limited (MGAECL))[10]
	Delhi Airport Parking Services Private Limited (DAPSL)[10]

Notes to the financial statements for the year ended March 31, 2015

NOTE 32 RELATED PARTIES (Contd.)

a) Names of related parties and description of relationship:

Description of relationship	Name of the related parties
	GMR Aero Technic Limited (GATL) (formerly known as MAS GMR Aero Technic Limited (MGATL))[10]
	East Godavari Power Distribution Company Private Limited (EGPDCPL)[9]
	Suzone Properties Private Limited (SUPPL)[9]
	Lilliam Properties Private Limited (LIPPL)[9]
	GMR Utilities Private Limited (GUPL)[1]
Enterprises where significant influence exists	Istanbul Sabiha Gokcen Uluslararasi Havalimani Yer Hizmetleri Anonim Sirketi (SGH) [7]
	Rampia Coal Mine and Energy Private Limited (RCMEPL)
	TVS GMR Aviation Logistics Limited (TVS GMR)[7]
	Limak GMR Construction JV (CJV)
	Celebi Delhi Cargo Terminal Management India Private Limited (CDCTM)
	Delhi Cargo Service Centre Private Limited (DCSCPL)[8]
	Delhi Aviation Services Private Limited (DASPL)
	Travel Food Services (Delhi Terminal 3) Private Limited (TFS)
	Devyani Food Street Private Limited (DFSPL)[8]
	Delhi Select Services Hospitality Private Limited (DSSHPL)[8]
	Wipro Airport IT Services Limited (WAISL)
	TIM Delhi Airport Advertisment Private Limited (TIM)
	LGM Havalimani Isletmeleri Ticaret Ve Turizm Anonim Sirketi (LGM)[7]
	Tshedza Mining Resource (Pty) Limited (TMR)[7]
	Nhalalala Mining (Pty) Ltd (NML)[7]
	PT Golden Energy Mines Tbk (PTGEMS)
	PT Tanjung Belit Bara Utama (TBBU)
	PT Roundhill Capital Indonesia (RCI)
	PT Kuansing Inti Makmur (KIM)
	PT Trisula Kencana Sakti (TKS)
	PT Borneo Indobara (BIB)
	PT Karya Cemerlang Persada (KCP)
	PT Bungo Bara Utama (BBU)
	PT Bara Harmonis Batang Asam (BHBA)
	PT Berkat Nusantara Permai (BNP)
	PT Bumi Anugerah Semesta (BAS)[5]
	GEMS Trading Resources Pte Limited (GEMSCR) (Formerly known as GEMS Coal Resources Pte Limited)
	Delhi Aviation Fuel Facility Private Limited (DAFF)
	Laqshya Hyderabad Airport Media Private Limited (Laqshya)
	Jadcherla Expressways Private Limited (JEPL)[4] (formerly known as GMR Jadcherla Expressways Limited (GJEPL))
	Ulundurpet Expressways Private Limited (UEPL)[4] (GMR Ulundurpet Expressways Private Limited (GUEPL))
	GMR Trading Resources Pte. Limited (GEMSCR)
	Asia Pacific Flight Training Academy Limited (APFT)
	East Delhi Waste Processing Company Private Limited (EDWPCPL)[4]

Notes to the financial statements for the year ended March 31, 2015

NOTE 32 RELATED PARTIES (Contd.)

Description of relationship	Name of the related parties
Enterprises where key managerial personnel or their relatives exercise significant influence (Where transactions have taken place)	Welfare Trust of GMR Infra Employees (GWT)
	GMR Varalaxmi Foundation (GVF)
	GMR Family Fund Trust (GFFT)
	GMR Infra Ventures LLP (GIVLLP)
	GMR Enterprises Private Limited (GEPL)
	Grandhi Enterprises Private Limited (GREPL)
	GMR Business and Consulting LLP (GBC)
Jointly controlled enity	Istanbul Sabiha Gokcen Uluslararasi Havalimani Yatirim Yapim Ve Isletme Anonim Sirketi (ISG)[7]
	GMR Megawide Cebu Airport Corporation (GMCAC)[11]
Fellow Subsidiaries (Where transactions have taken place)	Raxa Security Services Limited (RSSL)
	GMR Projects Private Limited (GPPL)
	GMR Hebbal Towers Private Limited (GHTPL)
	GMR Bannerghatta Properties Private Limited (GBPPL)
	GMR Sports Private Limited (GSPL)
	GMR Holding Malta Limited (GHML)
	Ravi Verma Realty Private Limited (RRPL)
	Cadence Retail Private Limited (CRPL)
	GEOKNO India Private Limited (GEOKNO)
Key management personnel and their relatives	Mr. G.M. Rao (Executive Chairman)
	Mrs. G Varalakshmi (Relative)
	Mr. G.B.S. Raju (Director)
	Mr. Grandhi Kiran Kumar (Managing director w.e.f July 28, 2013)
	Mr. O.B. Raju (Director)
	Mr. Srinivas Bommidala (Director)
	Mr. B.V. N. Rao (Director) (March 31,2014:Resigned as a Managing Director w.e.f July 28, 2013)
	Mr. C.P. Sounderarajan (Company Secretary)
	Mr. Madhva Bhimacharya Terdal (Group CFO)

1. Subsidiaries incorporated during the year ended March 31,2015.
2. Subsidiaries incorporated during the previous year.
3. Subsidiaries acquired during the previous year.
4. Ceased to be a subsidiary during the previous year and became an enterprise where significant influence exists.
5. Subsidiary of PTGEMS incorporated during the previous year.
6. Ceased to be a jointly controlled entity and became a subsidiary during the previous year.
7. Ceased to be a jointly controlled entity during the previous year.
8. Ceased to be a jointly controlled entity during the year ended March 31,2015.
9. Subsidiaries acquired during the year ended March 31,2015
10. Ceased to be a jointly controlled entity and became a subsidiary during the year ended March 31,2015.
11. Jointly controlled entity incorporated during the year ended March 31,2015.
12. Ceased to be a subsidiary during the year ended March 31,2015.

Notes to the financial statements for the year ended March 31, 2015

NOTE 32 RELATED PARTIES (Contd.)

b) Summary of transactions with above related parties are as follows:

Nature of Transaction	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
i) Interest Income - Gross		
Subsidiary Companies		
- GEL	225.87	79.67
- GMRHL	26.07	34.96
- DSPL	34.11	44.07
- GPIL	0.05	0.38
- GBPSPL	0.50	0.69
- GKSEZ	14.52	25.73
- GAPL	12.33	19.72
- GSPHPL	8.89	3.54
- GBHHPL	-	0.75
- GTAEPL	-	0.13
- GTTEPL	-	0.29
- KSPL	42.79	36.30
- DPPL [₹ 15,001 (March 31, 2014 : ₹ 29,721)]	0.00	0.00
- PAPPL (March 31, 2014 : ₹ 73,562)	-	0.01
- GCAPL	1.30	2.10
- GBHPL	-	3.74
- CPPL	0.17	2.07
- GPL	0.18	2.15
ii) Construction revenue		
Subsidiary Companies		
- EMCO	-	18.29
- GMRHL	52.55	7.31
- GTTEPL	-	25.35
- GKEL	-	43.56
Enterprises where significant influence exists		
- UEPL	-	3.57
iii) Income from management and other services		
Subsidiary Company		
- GISPL	4.83	-
- GIML	9.88	9.90
- GCRPL	7.42	-
Enterprises where significant influence exists		
- JEPL	0.46	-
Fellow subsidiary		
- GPPL	0.11	-
iv) Dividend income on current investments		
Subsidiary Company		
- GAL (₹ 10,732 [March 31, 2014: ₹10,732])	0.00	0.00
v) Miscellaneous income		
Subsidiary Company		
- GIOSL	5.23	-
vi) Subcontracting expenses		
Subsidiary Company		
- GHIAL (March 31, 2014 ₹ 10,860)	0.04	0.00

Notes to the financial statements for the year ended March 31, 2015

NOTE 32 RELATED PARTIES (Contd.)

b) Summary of transactions with above related parties are as follows:

Nature of Transaction	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
Fellow subsidiary		
- RSSL	0.47	1.34
vii) Finance costs		
Holding Company		
- GHPL	4.47	-
Subsidiary Companies		
- GAL	7.99	8.99
- GAPL	0.03	0.11
- GADL (March 31,2014:including the unammortised portion of ancillary cost of arranging the borrowings)	11.67	16.33
viii) Legal and professional fees		
Holding Company		
- GHPL	0.14	-
Subsidiary Companies		
- GKSEZ	0.02	0.26
- GCAPL	31.94	26.85
- GAL	0.54	0.52
- GBPSPL	1.48	2.60
Fellow subsidiary		
- RSSL(March 31, 2014 : ₹21,463)	-	0.00
Enterprises where significant influence exists		
- DAFF	0.01	-
ix) Lease rental and equipment hire charges		
Subsidiary Companies		
- GHIAL	0.16	0.28
- HFEPL	3.08	0.29
- GCAPL	-	1.39
Fellow Subsidiary		
- RRPL	0.03	-
Enterprises where key managerial personnel or their relatives exercise significant influence		
- GFFT	9.40	8.62
- GREPL	0.14	-
x) Security expenses		
Subsidiary Company		
- GHIAL (March 31,2014: ₹46,510)	-	0.00
Fellow subsidiary		
- RSSL	7.69	2.66
xi) Travelling and conveyance		
Subsidiary Companies		
- GHIAL (₹ 30,728)	0.00	0.03
- DIAL (March 31,2014: ₹45,655)	0.03	0.00
- GAPL	4.65	2.12
- GHRL (₹ 46,277)	0.00	-
- GAL	0.05	-
Fellow subsidiary		
- GPPL	-	0.01

Notes to the financial statements for the year ended March 31, 2015

NOTE 32 RELATED PARTIES (Contd.)

b) Summary of transactions with above related parties are as follows:

Nature of Transaction	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
xii) Repairs and maintenance		
Subsidiary Companies		
- GCAPL	1.29	1.27
- HFEPL	0.36	-
- GHIAL [₹ 9,362 (March 31, 2014: ₹ 2,239)]	0.00	0.00
Fellow subsidiary		
- RSSL	0.09	-
xiii) Advertisement and sales promotion		
Subsidiary Companies		
- GHRL (March 2014: ₹4,385)	-	0.00
- GAL (March 2014: ₹11,236)	-	0.00
xiv) Rates & Taxes		
Subsidiary Companies		
- GKSEZ	0.02	-
- GMRHL	0.54	-
- GAL (March 2014: ₹ 50,000)	-	0.01
Fellow Subsidiary		
- GBPPL (₹53,000)	0.01	-
xv) Communication Costs		
Subsidiary Company		
- GHIAL	0.01	0.01
xvi) Miscelleneous Expenses		
Fellow Subsidiary		
- GPPL (₹ 34,213)	0.00	-
xvii) Bidding Charges		
Subsidiary Company		
- GMRHL (₹ 10,000)	0.00	-
xviii) Corporate Social Responsibility		
Enterprises where key managerial personnel or their relatives exercise significant influence		
- GVF	2.92	-
xix) Staff welfare expense		
Fellow subsidiary		
- RSSL	0.08	-
xx) Expenses incurred by GIL on behalf of others- Cross charges		
a) Cross charges during the year		
Subsidiary Companies		
- ATSCL	0.58	0.36
- MTSCL	0.90	0.53
- GCHEPL	36.38	19.39
- GKUAEL	-	0.29
- GGSPPL	1.27	3.90
- DIAL	36.67	24.87
- GCORRPL	3.16	2.88
- GEL	2.30	1.66
- GHIAL	10.48	8.50
- GKSEZ	1.55	0.92

Notes to the financial statements for the year ended March 31, 2015

NOTE 32 RELATED PARTIES (Contd.)

b) Summary of transactions with above related parties are as follows:

Nature of Transaction	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
- KSPL	4.64	2.74
- GPCL	0.48	5.36
- GSPHPL	0.87	0.35
- GTTEPL	2.51	1.11
- GAPL	0.78	0.65
- GMRHL	13.56	6.06
- GHVEPL	-	4.60
- GTAEPL	2.40	1.03
- GVPGL	2.62	1.92
- DSPL	0.10	-
- EMCO	14.83	9.95
- GKEL	25.62	16.27
Enterprises where significant influence exists		
- UEPL	-	0.39
b) Reimbursement of expenses		
Holding Company		
- GHPL	2.87	-
Subsidiary Company		
- GAL	2.11	
Fellow subsidiary		
- GEOKNO	0.37	-
xxi) Logo fee		
Holding Company		
- GHPL (₹1,055)	0.00	3.60
xxii) Security deposit given		
Subsidiary Companies		
- GHIAL	-	0.03
- HFEPL	2.03	0.48
Fellow subsidiary		
- GPPL	-	0.02
Enterprises where key managerial personnel or their relatives exercise significant influence		
- GFFT	15.00	-
xxiii) Security deposit refunded		
Subsidiary Company		
- GCAPL	-	1.76
Fellow subsidiary		
- RSSL	-	0.15
xxiv) Purchase of fixed assets		
Fellow subsidiary		
- GPPL	0.27	-
xxv) Investment in preference shares of		
a) Share application money alloted		
Subsidiary Company		
- GHVEPL	-	4.70
b) Allotment of preference shares		

Notes to the financial statements for the year ended March 31, 2015

NOTE 32 RELATED PARTIES (Contd.)

b) Summary of transactions with above related parties are as follows:

Nature of Transaction	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
Subsidiary Company		
- GREEL (Refer note 13(3))	-	2,613.01
xxvi) Investment in debentures		
a) Debenture application money alloted		
Subsidiary Companies		
- GKSEZ	-	37.25
- GSPHPL	-	16.06
xxvii) Redemption of preference shares of		
Enterprises where significant influence exists		
- UEPL	-	20.02
- JEPL	-	53.10
xxviii) Redemption of debentures of		
Subsidiary Companies		
- GEL	10.00	10.00
- GKSEZ	-	123.20
- DPPL	-	1.50
- GSPHPL	-	17.00
- GAPL	-	87.00
- GCAPL	138.50	-
- PAPPL	-	7.50
xxix) Sale of investments		
Subsidiary Companies		
- GAL	-	244.99
- GREEL (Refer note 13(3))	-	495.60
xxx) Preference shares converted into equity shares		
Subsidiary Company		
- GEL (March 31,2014:net of loss on waiver of premium on redeemable preference shares of ₹ 131.25 Crore)(Refer Note 13(3))	-	495.60
xxxi) Provision for diminution in value of investments		
Subsidiary Companies		
- GMRHL	239.20	-
- GKUAEL	7.00	-
- GHVEPL	10.50	-
Enterprise where significant influence exists		
- SGH	-	1.27
xxxii) Provision for diminution in value of Advances		
Subsidiary Company		
- GKUAEL	5.70	-
xxxiii) Equity share application money alloted		
Jointly Controlled Entity		
- GMCAC	1.37	-
xxxiv) Share Application money given		
Jointly Controlled Entity		
- GMCAC	12.03	

Notes to the financial statements for the year ended March 31, 2015

NOTE 32 RELATED PARTIES (Contd.)

b) Summary of transactions with above related parties are as follows:

Nature of Transaction	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
xxxv) Debenture application money invested in		
Subsidiary Companies		
- GSPHPL	-	16.06
- GKSEZ	-	40.50
xxxvi) Refund of debenture application money received		
Subsidiary Company		
- GKSEZ	-	3.25
xxxvii) Loans given		
Subsidiary Companies		
- GAPL	10.00	10.00
- GEL	1,227.67	1,346.62
- GMRHL	191.48	799.81
- DSPL	904.05	582.33
- GBPSPL	-	1.40
- GOSEHHHPL	-	0.66
- KSPL	188.03	37.00
- GKSEZ	40.85	150.00
- GSPHPL	66.80	46.62
- GBHPL	-	50.00
- GPL	-	26.03
- CPPL	-	25.00
- GHVEPL	-	6.00
- GCORRPL	-	2.00
xxxviii) Loans converted into equity shares		
Subsidiary Company		
- GEL	-	1,476.46
xxxix) a) Loans repaid by		
Subsidiary Companies		
- GAPL	-	37.63
- GBPSPL	2.49	1.67
- GTAEPL	-	3.00
- GKSEZ	0.50	146.00
- KSPL	-	54.00
- GBHHPL	-	43.00
- GTTEPL	-	7.00
- GBHPL	-	50.00
- GHVEPL	-	66.46
- GOSEHHHPL	-	20.66
- GMRHL	16.14	734.84
- DSPL	476.50	322.49
- GCORRPL	-	2.00
- GEL	403.21	559.61
- GSPHPL	26.75	-
- CPPL	25.00	-
- GPL	26.03	-
- GPIL	3.80	-

Notes to the financial statements for the year ended March 31, 2015

NOTE 32 RELATED PARTIES (Contd.)

b) Summary of transactions with above related parties are as follows:

Nature of Transaction	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
b) Purchase of Preference shares of GREEL adjusted against loan given and interest accrued thereon		
Subsidiary Company		
- DSPL	-	610.55
xxxx) Loans received from		
Holding subsidiary		
- GHPL	215.00	-
Subsidiary Companies		
- GADL	-	94.36
- GAPL	-	11.00
xxxxi) a) Loans repaid to		
Subsidiary Companies		
- GAL	-	82.00
- GADL	4.71	2.35
- GAPL	11.00	-
b) Conversion of loans into Share Application Money		
Holding subsidiary		
- GHPL	215.00	-
xxxxii) Redemption of debentures		
Subsidiary Company		
- GAL	-	250.00
xxxxiii) Advance repaid to customers		
Fellow subsidiary		
- GPPL	-	17.00
xxxxiv) Corporate Guarantees/ Comfort Letters given on behalf of		
Subsidiary Companies		
- GMRHL	-	200.00
- GEL	961.00	30.00
- GETL	-	60.00
- GHIAL	1,480.00	-
- GCHEPL	-	1,768.15
- GISPL	920.29	-
- GIML	925.68	-
- GAL	-	500.00
- DIAL	-	115.33
- GADL	-	100.00
- GAPL	-	15.00
- GPCL	-	275.00
- GBHHPL	-	1,545.00
- GGSPL	35.00	-
- ATSCL	13.20	-
- MTSCL	18.70	-
- EMCO	915.50	-
- PTBSL	-	286.12
Jointly controlled entity		
- GMCAC	769.82	-
- ISG	-	234.82

Notes to the financial statements for the year ended March 31, 2015

NOTE 32 RELATED PARTIES (Contd.)

b) Summary of transactions with above related parties are as follows:

Nature of Transaction	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
xxxxv) Bank Guarantees given on behalf of		
Subsidiary Companies		
- GKSEZ	-	45.66
- GMRHL	-	10.00
- GKEL	22.85	-
- GPCL	-	85.00
Fellow subsidiary		
- GEOKNO	-	8.77
xxxxvi) Corporate Guarantees/ Comfort Letters extinguished on behalf of		
Subsidiary Companies		
- GMRHL	-	200.00
- GIML	877.12	54.80
- GISPL	283.77	2,211.28
- GHIAL	442.00	-
- GMIAL	-	150.70
- HEGL	-	164.40
- GVPGL	-	100.00
- GEL	100.00	-
- GPEPL	8.00	-
- GBHHPL	-	-
- DIAL	25.00	-
Enterprises where significant influence exists		
- LGM	56.22	-
Fellow Subsidary		
- GHML	205.66	
Jointly controlled entity		
- ISG	950.84	1,240.29
xxxxvii) Bank Guarantees extinguished on behalf of		
Subsidiary Companies		
- GPCL	85.00	-
- GMRHL	8.50	-
Fellow subsidiary		
- GEOKNO	6.29	-
xxxxviii) Managerial remuneration to		
Key management personnel and their relatives		
- Mr.G.M.Rao	0.84	8.14
- Mr.G.Kiran Kumar	-	2.48
- Mr. C.P. Sounderarajan	0.69	-
- Mr. Madhva Bhimacharya Terdal	3.33	-
xxxxix) Proposed final equity dividend		
Holding Company		
- GHPL	-	27.36
Enterprises where key managerial personnel or their relatives exercise significant influence		
- GIVLLP	-	0.31
- GEPL	-	0.17
- GWT	-	0.18

Notes to the financial statements for the year ended March 31, 2015

NOTE | 32 | RELATED PARTIES (Contd.)

b) Summary of transactions with above related parties are as follows:

Nature of Transaction	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
Key management personnel and their relatives	-	0.06
xxxxx) Advances adjusted against inventories		
Fellow subsidiary		
- GPPL	29.19	-
xxxxxi) Money received against Share Warrants		
Enterprises where key managerial personnel or their relatives exercise significant influence		
- GIVLLP	141.75	-
xxxxxii) Renounciation of right issue entitlement by GHPL in favour of		
Enterprises where key managerial personnel or their relatives exercise significant influence		
- GBC	215.00	-
xxxxxiii) Share application money received against rights issue		
Enterprises where key managerial personnel or their relatives exercise significant influence		
- GBC	674.57	-
xxxxxiv) Outstanding balances as at the year end		
a) Loans receivable Non-Current		
Subsidiary Companies		
- GEL	1,919.46	1,095.00
- DSPL	398.20	-
- KSPL	429.03	241.00
- GMRHL	951.23	660.90
- GBPSPL	-	5.38
- GSPHPL	86.67	46.62
- GKSEZ	44.35	4.00
Enterprises where key managerial personnel or their relatives exercise significant influence		
- GWT	115.00	115.00
b) Loans receivable Current		
Subsidiary Companies		
- GBPSPL	2.89	-
- GAPL	10.00	-
- DSPL	56.35	27.00
- GPL	-	26.03
- GMRHL	-	115.00
- CPPL	-	25.00
- GPIL	-	3.80
c) Loans payables - Current		
Subsidiary Companies		
- GAL	68.00	68.00
- GAPL	-	11.00
- GADL	4.72	4.60
d) Loans payables - Non Current		
Subsidiary Companies		
- GADL	82.57	87.40
e) Investment in share application money		
Jointly controlled entity		
- GMCAC	10.66	-

Notes to the financial statements for the year ended March 31, 2015

NOTE 32 RELATED PARTIES (Contd.)

b) Summary of transactions with above related parties are as follows:

Nature of Transaction	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
f) Trade receivables- Current		
Subsidiary Companies		
- EMCO	28.47	41.93
- GKEL	-	0.01
- GMRHL	7.78	1.40
- GTTEPL	1.40	-
- GCSPL (March 31, 2014: ₹ 797)	-	0.00
- GKSEZ (March 31, 2014: ₹ 9,317)	0.13	0.00
- GCRPL	7.42	-
- GPEPL	-	0.01
- GCORRPL	0.04	-
- DIAL (March 31, 2014: ₹ 10,407)	-	0.00
- GACEPL	-	0.01
Enterprises where significant influence exists		
- JEPL	0.51	-
g) Trade receivables- Non Current		
Subsidiary Companies		
- GMRHL	-	0.44
- GTTEPL	0.23	-
- GKEL	0.82	-
h) Unbilled revenue - Non Current		
Subsidiary Companies		
- EMCO	-	3.60
- GMRHL	-	0.13
- GKEL	-	1.02
i) Unbilled revenue - Current		
Subsidiary Companies		
- EMCO	9.55	15.86
- GMRHL	-	2.47
- GTTEPL	0.01	-
- GKEL	4.17	19.35
j) Unearned revenue -Current		
Subsidiary Companies		
- GMRHL	-	7.20
k) Accrued interest on loans given		
Subsidiary Companies		
- GEL	20.34	-
- GMRHL	7.54	43.01
- DSPL	34.03	-
- GTAEPL	-	0.14
- GTTEPL	-	0.32
- KSPL	33.90	35.84
- GKSEZ	2.98	0.05
- GBPSPL	0.02	0.67
- GSPHPL	5.88	0.08
- GBHPL	-	3.60

Notes to the financial statements for the year ended March 31, 2015

NOTE 32 RELATED PARTIES (Contd.)

b) Summary of transactions with above related parties are as follows:

Nature of Transaction	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
l) Accrued interest on investment in debentures		
Subsidiary Companies		
- GAPL	12.97	11.53
- GKSEZ	11.24	-
- GSPHPL	2.82	-
- DPPL (₹ 13,500)	0.00	-
- GCAPL	0.05	2.05
m) Accrued interest but not due on borrowings		
Holding Company		
- GHPL	4.02	
Subsidiary Companies		
- GAPL	-	0.11
- GAL	0.62	-
- GADL	0.97	-
n) Advances receivable in cash or kind (Other advances)		
Holding Company		
- GHPL	2.87	-
Subsidiary Companies		
- GEL	1.41	0.38
- GKSEZ	0.85	0.84
- GHVEPL	5.66	5.61
- EMCO	0.87	23.86
- GCHEPL	39.77	12.20
- DIAL	4.49	6.23
- GHIAL	1.44	2.82
- GGSPPL	0.40	3.30
- KSPL	5.76	0.66
- GAPL	1.96	0.15
- GKUAEL	5.70	5.70
- GTTEPL	3.90	1.11
- GTAEPL	1.61	0.99
- GVPGL	2.88	3.62
- GPCL	0.44	5.20
- GMRHL	24.37	10.56
- GKEL	8.90	4.36
- GISPL	0.16	-
- GCORRPL	6.38	2.92
- MTSCL	0.54	0.34
- GCAPL	2.76	1.78
- GSPHPL	0.47	0.33
- ATSCL	0.53	0.38
- GAL	1.80	-
- DSPL	0.11	-
- GIOSL	-	0.21

Notes to the financial statements for the year ended March 31, 2015

NOTE 32 RELATED PARTIES (Contd.)

b) Summary of transactions with above related parties are as follows:

Nature of Transaction	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
Fellow subsidiaries		-
- RSSL	0.63	0.01
- GPPL	0.53	-
Enterprises where key managerial personnel or their relatives exercise significant influence		
- GFFT	0.21	-
o) Security deposits receivable - Non current		
Subsidiary Company		
- GHIAL	0.04	0.04
Fellow subsidiaries		
- GPPL	0.02	0.02
- RSSL	0.28	0.28
p) Security deposits receivable - Current		
Subsidiary Company		
- HFEPL	2.51	0.48
Enterprises where key managerial personnel or their relatives exercise significant influence		
- GFFT	15.00	-
q) Trade payables - Current		
Holding Company		
- GHPL (₹3,604)	0.00	3.37
Subsidiary Companies		
- GMRHL	0.22	0.22
- GAPL	3.97	2.34
- GHIAL	0.01	0.03
- KSPL	-	0.01
- GHVEPL	0.04	-
- GAL	0.42	0.53
- GCAPL	15.86	11.99
- GBPSPL	1.19	2.47
- DIAL (₹ 27,442 (March 31, 2014: ₹ 49,137))	0.00	0.00
- GKEL	-	0.01
- GKSEZ	0.01	0.17
- GPEPL (₹3,589)	0.00	-
- GTTEPL	1.05	-
- HFEPL	0.86	-
- GCSPL	-	0.02
- DDFS	0.06	
Fellow Subsidiaries		
- RSSL	1.82	1.56
- GPPL	-	0.04
- RRPL	0.01	0.01
Enterprises where key managerial personnel or their relatives exercise significant influence		
- GFFT	1.36	1.50
- GREPL	0.13	-
- GVF	-	0.25

Notes to the financial statements for the year ended March 31, 2015

NOTE 32 RELATED PARTIES (Contd.)

b) Summary of transactions with above related parties are as follows:

Nature of Transaction	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
Key management personnel and their relatives		
- Mr. G.M.Rao	0.30	7.90
- Mr. Grandhi Kiran Kumar	-	2.48
r) Non-Trade payables - Current		
Holding Company		
- GHPL	0.14	-
Subsidiary Companies		
- GEL	36.05	134.43
- GREL	10.28	10.28
Fellow Subsidiary		
- GBPPL	0.01	-
s) Advance from customers - Current		
Subsidiary Companies		
- GMRHL	1.08	6.28
- GKEL	12.23	20.21
- GTTEPL	-	2.57
- GIML	5.08	-
- EMCO	12.00	14.84
Fellow subsidiary		
- GPPL	10.66	39.11
t) Corporate Guarantees/ Comfort Letters sanctioned on behalf of		
Subsidiary Companies		
- DIAL	373.10	395.33
- GADL	100.00	100.00
- GAPL	224.44	218.39
- GCORRPL	786.78	786.78
- GCRPL	3,260.20	3,127.33
- GEL	2,491.00	1,630.00
- GENBV	302.69	290.35
- GHIAL	1,580.00	542.00
- GHVEPL	1,690.00	1,690.00
- GIML	1,513.44	1,421.52
- GISPL	2,390.37	1,808.14
- GMIAL	2,475.11	2,374.23
- GMRHL	450.00	450.00
- GOSEHHHPL	1,080.00	1,080.00
- GPEPL	-	8.00
- KSPL	250.00	250.00
- GGSPPL	60.00	25.00
- PTBSL	298.27	286.12
- GPCL	275.00	275.00
- GETL	60.00	60.00
- GAL	500.00	500.00
- GCHEPL	1,819.61	1,768.15

Notes to the financial statements for the year ended March 31, 2015

NOTE 32 RELATED PARTIES (Contd.)

b) Summary of transactions with above related parties are as follows:

Nature of Transaction	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
- GTTEPL	105.00	105.00
- GTAEPL	45.00	45.00
- GBHHPL	1,545.00	1,545.00
- EMCO	915.50	-
- MTSCL	18.70	-
- ATSCL	13.20	-
Jointly Controlled Entity		
- GMCAC	807.86	-
Fellow subsidiary		
- GHML	-	205.66
Enterprises where significant influence exists		
- UEPL	596.25	596.25
- JEPL	353.48	353.48
u) Bank Guarantee outstanding on behalf of		
Subsidiary Companies		
- GKSEZ	45.66	45.66
- GMRHL	1.50	10.00
- GKEL	22.85	-
- GPCL	-	85.00
Fellow subsidiary		
- GEOKNO	2.48	8.77
v) Provision for proposed final equity dividend		
Holding Company		
- GHPL	-	27.36
Enterprises where key managerial personnel or their relatives exercise significant influence		
- GIVLLP	-	0.31
- GEPL	-	0.17
- GWT	-	0.18
Key management personnel and their relatives	-	0.06
w) Share application money pending allotment		
Enterprises where key managerial personnel or their relatives exercise significant influence		
- GBC	889.57	-
x) Money received against share warrants		
Enterprises where key managerial personnel or their relatives exercise significant influence		
- GIVLLP	141.75	-

Notes:

a. The Company has provided securities by way of pledge of investments for loans taken by certain Companies (refer note 13).

b. The Holding Company has pledged certain shares held in the Company as security towards the borrowings of the Company.

c. A charge has been created over the deposits of ₹ 502.10 Crore (March 31, 2014: ₹ 424.65 Crore) for loan against deposits availed by KSPL.

d. A charge has been created over the deposits of ₹ 2.98 Crore (March 31, 2014: ₹2.98 Crore) for the purpose of DSRA maintained by the Company with ING Vysya Bank Limited for loan against Company for loan availed by GMRHL.

e. Also refer note 13 on non-current investments and note 16 on current investments.

f. Also refer note 5 for long term borrowings and note 9 for short term borrowings as regards security given by related parties for loans availed by the Company.

Notes to the financial statements for the year ended March 31, 2015

NOTE 33 CAPITAL AND OTHER COMMITMENTS

Capital commitments

a) Estimated amount of contracts remaining to be executed on capital account not provided for, net of advances ₹ Nil Crore (March 31, 2014: ₹ 0.01 Crore).

Other commitments

1. The Company has committed to provide financial assistance as tabulated below:

Nature of relationship	Outstanding commitment for financial assistance	
	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
Subsidiaries	1,073.43	2,941.02
Jointly controlled entity	18.92	-
Total	**1,092.35**	**2,941.02**

2. The Company has provided commitment to fund the cost overruns over and above the estimated project cost or cash deficiency, if any, to the lenders of the following subsidiaries, to the extent as defined in the agreements executed with the respective lenders:

March 31, 2015	March 31, 2014
· GMIAL	· GMIAL

3. The Company has extended comfort letters to provide continued financial support to the following subsidiaries, to ensure that these subsidiaries are able to meet their debts, committments (including committments towards investee entities) and liabilities as they fall due and they continue as going concerns:

March 31, 2015	March 31, 2014
. GIOL	. GADL
· GEL	· GEL
· GEPML	· GAGL
. GICL	. GICL
. GHIAL (comfort letter issued by GAL)	. GHIAL
. GMRHL	
. GISPL	

4. The Company has entered into agreements with the lenders of the following subsidiary Companies wherein it has committed to hold directly or indirectly at all times at least 51% of the equity share capital of the below mentioned subsidiary Companies and not to sell, transfer, assign, dispose, pledge or create any security interest except pledge of shares to the respective lenders as covered in the respective agreements with the lenders:

March 31, 2015	March 31, 2014
· GIML	· GIML
· GCRPL	· GCRPL
· GENBV	· GENBV
· GMIAL	· GMIAL
· GEL	· GEL
· GAL	· GAL
· DIAL	· DIAL
· GMRHL	· GMRHL
· GISPL	
· GAML	
· GHIAL	
· EMCO	

Notes to the financial statements for the year ended March 31, 2015

NOTE 33 CAPITAL AND OTHER COMMITMENTS (Contd.)

5. GEL has issued following fully paid up CCCPS:

Investors	No. of CCCPS		March 31, 2015	March 31, 2014
	March 31, 2015	March 31, 2014	(₹ in Crore)	(₹ in Crore)
CCCPS - Portion B Securities of ₹ 1,000 each				
Claymore Investments (Mauritius) Pte Limited	3,705,749	3,705,749	370.57	370.57
IDFC Private Equity Fund III	999,940	999,940	99.99	99.99
Infrastructure Development Finance Company Limited	199,988	199,988	20.00	20.00
IDFC Investment Advisors Limited	449,988	449,988	45.00	45.00
Ascent Capital Advisors India Private Limited	199,988	199,988	20.00	20.00
GKFF Capital	325,000	325,000	32.50	32.50
CCCPS - Portion A Securities of ₹ 1,000 each				
GREEL	6,400,000	6,400,000	640.00	640.00
GEPML	650,000	650,000	65.00	65.00

During the year ended March 31, 2011, GEL had issued 13,950,000 CCCPS of ₹ 1,000 each. These preference shares were held by Claymore Investments (Mauritius) Pte Limited, IDFC Private Equity Fund III, Infrastructure Development Finance Company Limited, IDFC Investment Advisors Limited, Ascent Capital Advisors India Private Limited, and Argonaut Ventures (collectively called as 'Investors'). These preference shares were convertible upon the occurrence of QIPO of equity shares of GEL. In case of non-occurrence of QIPO within 3 years of the closing date, as defined in the terms of share subscription and shareholders agreement between the parties, investors had the right to require the Company to purchase the preference shares or if converted, the equity shares in GEL at an agreed upon internal rate of return ('IRR'). In case the Company failed to purchase the preference shares within 180 days from the date of notice by the Investors, the CCCPS holder had the sole discretion to exercise the various rights under clause 11.18 of the share subscription and shareholders agreement including the conversion of CCCPS into equity shares of GEL / buyback of the converted shares by GEL.

During the year ended March 31, 2014, GEL entered into an amended and restated share subscription and shareholders agreement ('Amended SSA') with the investors, the Company and other GMR group companies. The Investors continue to hold 6,900,000 CCCPS in GEL and a new investor GKFF Capital subscribed to additional 325,000 CCCPS of ₹ 1,000 each (collectively referred to as 'Portion B securities'). Further on March 27, 2014, GEL converted 1,344,347 portion B securities of Investors into 110,554,848 equity shares of ₹ 10 each at a premium of ₹ 2.16 per share as per the terms of clause 4.2 of the Amended SSA so as to enable the Portion B securities investors to participate in proposed QIPO by way of an offer for sale whenever such QIPO is made.

As per the Amended SSA and Share Purchase Agreement ('SPA') between the investors, GEL and other GMR Group Companies, 7,050,000 CCCPS with a face value of ₹ 705.00 Crore ('Portion A Securities') have been bought by GREEL and GEPML for a consideration of ₹ 1,169.17 Crore. Portion A securities shall be converted into equity shares of GEL as per the terms prescribed in clause 5 of the SPA not later than the date of conversion of Portion B securities. As defined in the terms of Amended SSA, GEL has to provide an exit to the Portion B Securities investors within 30 months from last return date (November 29, 2013) at the agreed price of ₹ 1,278.67 Crore ("Investor exit amount"). In case of non-occurrence of QIPO within 24 months from the last return date, GMR Group may give an exit to Portion B securities investors at investor exit amount by notifying them the intention to purchase the preference shares within 30 days from the expiry of the 24th month. In case of non-occurrence of QIPO or no notification from GMR group companies as stated aforesaid, the Portion B securities investors have the sole discretion to exercise the various rights under clause 10 of the Amended SSA.

6. During the year ended March 31, 2011 GAL has issued 2,298,940 non-cumulative compulsory convertible non-participatory preference shares (CCPSI) bearing 0.0001% dividend on the face value of ₹ 1,000 each fully paid up amounting to ₹ 229.89 Crore at a premium of ₹ 2,885.27 each totaling to ₹ 663.31 Crore to Macquaire SBI Infrastructure Investments 1 Limited, ("Investor I") for funding and consolidation of airport related investments by the Group. Further, during the year ended March 31.2013 GAL issued 1,432,528 non-cumulative compulsory convertible non-participatory preference shares (CCPS 2) bearing 0.0001% dividend on the face value of ₹ 1,000 each fully paid up amounting to ₹ 143.25 Crore at a premium of ₹ 3,080.90 each totaling to ₹ 441.35 Crore to Standard Chartered Private Equity (Mauritius) III Limited, JM Financial - Old Lane India Corporate Opportunities Fund I Limited, JM Financial Trustee Company Private Limited, JM Financial Products Limited and Build India Capital Advisors LLP ("Investors II"). The Company and GAL have provided Investor I and Investors II various conversion and exit options at an agreed internal rate of return as per the terms of the Restructuring Options Agreements and Investment agreements executed between the Company, GAL, Investor I and Investor II.

Further , as per the terms of CCPSI & CCPS-2, these were either convertible into equity shares on or before April 6,2015 or the Company has an option to exercise the call options anytime between July 5,2014 to April 5,2015 requiring the investors to transfer these shares in favour of the Company.

Notes to the financial statements for the year ended March 31, 2015

NOTE 33 CAPITAL AND OTHER COMMITMENTS (Contd.)

On the basis of the Investor Agreement the Company, vide its letter dated April 01, 2015 has exercised the call Option to acquire CCPSI & CCPS-2 , at a Call Price to be computed in the manner provided in the respective agreements entered between the investors and the Company. The completion of transaction is pending receipt of requisite approvals from the relevant authorities.

7. For commitment relating to lease arrangements (refer note 29).
8. The Company has certain long term unquoted investments which have been pledged as security towards loan facilities sanctioned to the Company and the investee Companies (refer note 13).
9. Refer note 26 (2) for tax commitment relating to sale of investment in ISG.
10. Refer note 3 (c) for commitments relating to CCPS issued by the Company.

NOTE 34 CONTINGENT LIABILITIES

a) Contingent liabilities include

Particulars	As at March 31, 2015 (₹ in Crore)	As at March 31, 2014 (₹ in Crore)
Corporate guarantees availed by the group Companies		
(a) sanctioned	25,247.37	21,508.80
(b) outstanding	16,923.36	15,566.28
Bank guarantees		
(a) sanctioned	300.00	300.00
(b) outstanding	190.98	149.43
Letter of comfort provided on behalf of group Companies to banks		
(a) sanctioned	1,435.00	1,435.00
(b) outstanding	277.22	74.19
Matters relating to indirect taxes under dispute	93.54	26.72
Matters relating to direct taxes under dispute[1]	5.83	
Claims against the company not acknowlegded as debts	53.02	-

1 a) Search under Section 132 of the IT Act was carried out at the premises of the Company by the Income Tax Authorities on October 11, 2012, followed by search closure visits on various dates thereafter during the year ended March 31, 2013 to check the compliance with the provisions of the IT Act. The Income Tax Department has subsequently sought certain information / clarifications. During the year ended March 31, 2015, the Company received certain orders/demand amounting to ₹5.83 Crore under Section 143(3) r.w.s.153A of the IT Act from the Income Tax Authorities in respect to Assessment Years 2007-08 & 2008-09. The management of the Company has filed the appeal on April 16, 2015 against the above orders and believes that these demands are not tenable and it has complied with all the applicable provisions of the IT Act with respect to its operations.

b) Refer note 26 (2) in respect of future claims if any arising on account of the divestment of shareholding in ISG.

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Notes to the financial statements for the year ended March 31, 2015

NOTE 35 Disclosure as per clause 32 of the Listing agreement of the loans and advances in nature of loans (including debenture and share application money) granted to subsidiaries, fellow subsidiaries, joint controlled entities and associates.

Name of the entity	Amount outstanding as at March 31,		Maximum amount outstanding during the year		Interest rate during the year		Investment by loanee in the Company/ subsidiary Companies Shares
	2015	2014	2015	2014	2015	2014	
Loans given/ debentures subscribed							
- GEL[1]^	1,919.46	1,095.00	1,941.00	2,274.46	11.25% to 14.75%	0% to 16.50%	Refer note 1
- GMRHL[1]^	951.23	775.90	951.23	1,065.74	0% to 14.75%	0% to 14.75%	Refer note 2
- GKSEZ[2]^	96.25	96.25	96.25	208.40	12%	12%	Refer note 3
- CPPL[1]^	-	25.00	25.00	25.00	12%	12%	Nil
- GKSEZ[1]^	44.35	4.00	44.85	150.00	12% to 14.75%	12%	Refer note 3
- GPL[1]^	-	26.03	26.03	26.03	12%	12%	Nil
- GSPHPL[1]^	86.67	46.62	86.67	46.62	12.25% to 14.75%	14.75%	Refer note 5
- GAPL[2]^	98.65	98.65	98.65	185.65	12.50%	12.50%	Nil
- GSPHPL[2]^	243.76	243.76	243.76	260.76	0.10% to 12%	0.10% to 12%	Refer note 5
- GWT[1]^	115.00	115.00	115.00	115.00	0%	0%	Refer note 14(1) on loans and advances
- DSPL[1]^	454.55	27.00	557.90	586.22	12.25% to 15%	0.00% to 15%	Refer note 9
- GAPL[1]^	10.00	-	10.00	27.63	0%	12.5% to 14%	Nil
- GBPSPL[1]^	2.89	5.37	5.38	7.04	12% to 14.75%	12.00%	Nil
- GEL[2]^	967.50	977.50	977.50	987.50	14.50%	14.25% to 14.50%	Refer note 1
- DPPL[2]^	1.50	1.50	1.50	3.00	0.10%	0.10%	Nil
- PAPPL[2]^	-	-	-	7.50	-	0.10%	Nil
- GPIL[1]^	-	3.80	3.80	3.80	10%	10%	Refer note 8
- GCAPL[2]^	11.50	150.00	150.00	150.00	1% to 5%	1% to 5%	Refer note 4
- GTAEPL[1]^	-	-	-	3.00	-	12%	Refer note 6
- GBHPL[1]^	-	-	-	50.00	-	12%	Nil
- GTTEPL[1]^	-	-	-	7.00	-	12%	Refer note 7
- GOSEHHHPL[1]^	-	-	-	20.00	-	0%	Nil
- KSPL[1]^	429.03	241.00	429.03	276.00	12.25% to 14.75%	14% to 14.75%	Nil
- GHVEPL[1]^	-	-	-	66.46	-	0% to 12%	Nil
- GBHHPL[1]^	-	-	-	43.00	-	12%	Nil

1. Loans given
2. Debentures subscribed

^ Excludes interest accrued.

Notes to the financial statements for the year ended March 31, 2015

NOTE 35 (Contd.)

(₹ in Crore)

Name of the entity	Amount outstanding as at March 31,		Maximum amount outstanding during the year		Investment by loanee in the Company/ subsidiary Companies Shares (Nos)
	2015	2014	2015	2014	
Investment in share/ debenture application money					
- GSPHPL	-	-	-	16.06	Refer note 5
- GKSEZ	-	-	-	37.25	Refer note 4
- GMCAC	10.67	-	12.03	-	Nil

Note:

1. GEL has invested in following subsidiary Companies:

Name of the Company	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
Equity shares		
GVPGL	295.90	295.90
GPCL	164.98	164.98
GMEL	-	0.05
GBHPL	5.00	5.00
GKEL	1,847.67	1,557.02
GCSPL	0.01	0.01
GBHHPL	182.54	182.54
GKEPL	0.01	0.01
GCEPL	0.01	0.01
GLHPPL	0.01	0.01
EMCO	563.75	563.75
GCHEPL	1,658.40	1,577.20
GREL	520.00	520.00
SJK	65.00	65.00
GMAEL	0.05	0.05
GUPEPL	0.01	0.01
GGSPPL	73.60	73.60
GBEPL	0.01	0.01
GHOEL	0.05	0.05
ATSCL	5.48	5.48
MTSCL	9.39	9.39
GINELL	0.05	0.05
GINPCL	0.05	0.05
GEML[₹ 3,954 (March 31, 2014: ₹ 3,954)]	0.00	0.00
HHPPL	31.79	31.79
GCRPL	2.10	2.10
GETL	14.06	14.06
HEGL (net of provision of ₹ 167.94 Crore (March 31, 2014: ₹ 167.94 Crore))	-	-
GPEPL	0.69	0.69
DIAL [₹1,000 (March 31,2014: ₹1,000)]	0.00	0.00
GCORRPL	3.00	3.00
GACEPL	24.22	24.22
Preference Shares		
GEML	147.10	354.03
GCRPL	30.18	30.18
GCHEPL	521.02	-
GCORRPL	12.00	12.00

Notes to the financial statements for the year ended March 31, 2015

NOTE 35 (Contd.)

2. GMRHL has invested in following subsidiary Companies:

Name of the Company	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
Equity shares		
GPEPL	135.93	135.93
GACEPL	45.63	45.63
GKUAEL	134.95	134.95
GTAEPL	23.76	23.76
GTTEPL	30.25	30.25
GHVEPL	2.45	2.45
GCORRPL	14.70	14.70
GOSEHHHPL	57.50	57.50
GHPPL	0.02	0.01
Preference shares		
GACEPL	0.80	0.80
GHVEPL	216.00	216.00
GCORRPL	74.08	74.08
GKUAEL	558.05	558.05

3. GKSEZ has invested in following subsidiary Companies:

Name of the Company	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
Equity shares		
GHEMCPL	0.45	0.10

4. GCAPL has invested in following subsidiary Companies:

Name of the Company	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
Equity shares		
GBPSPL	0.01	0.01

5. GSPHPL has invested in following subsidiary Companies:

Name of the Company	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
Equity shares		
APPL	1.00	1.00
AKPPL	1.00	1.00
AMPPL	1.00	1.00
BPPL	1.00	1.00
BOPPL	1.00	1.00
CPPL	1.00	1.00
DPPL	1.00	1.00
DSPL [₹ 5,000 (March 31, 2014: ₹ 5,000)]	0.00	0.00
EPPL	1.00	1.00
GPL	1.00	1.00
LPPPL	1.00	1.00
LAPPL	1.00	1.00
HPPL	1.00	1.00

Notes to the financial statements for the year ended March 31, 2015

NOTE 35 (Contd.)

Name of the Company	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
HFEPL	33.26	33.26
IPPL	1.00	1.00
KSPL	47.94	47.94
KPPL	1.00	1.00
NPPL	1.00	1.00
PPPL	1.00	1.00
PUPPL	1.00	1.00
PAPPL	1.00	1.00
SPPL	1.00	1.00
PRPPL	1.00	1.00
RPPL	1.00	1.00
AREPL	0.03	0.03
SRPPL	1.00	1.00
NREPL	0.01	0.01
EGPDCPL	0.01	-
SUPPL	0.01	-
LIPPL	0.01	-
GUPL	0.01	-
GHICL (formerly LPPL)	0.01	0.01

6. GTAEPL has invested in following subsidiary Companies:

Name of the Company	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
Preference shares		
GACEPL	76.51	76.51

7. GTTEPL has invested in following subsidiary Companies:

Name of the Company	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
Preference shares		
GACEPL	68.49	68.49

8. GPIL has invested in following subsidiary Companies:

Name of the Company	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
Equity shares		
GETL	9.72	9.72

9. DSPL has invested in following subsidiary Companies:

Name of the Company	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
Preference shares		
GAL	47.83	-

Notes to the financial statements for the year ended March 31, 2015

NOTE 36 (a) EARNINGS IN FOREIGN CURRENCY

Particulars	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
Profit on sale of investments (refer note 26)	-	471.21
Income from management and other services	22.12	9.90
	-	
Total	**22.12**	**481.11**

(b) Imported and indigenous materials consumed

Particulars	March 31, 2015 (₹ in Crore)	March 31, 2015 % of total consumption	March 31, 2014 (₹ in Crore)	March 31, 2014 % of total consumption
Raw materials				
Imported	-	0.00%	-	0.00%
Indigenously obtained	33.30	100.00%	92.08	100.00%
Total	**33.30**	**100.00%**	**92.08**	**100.00%**

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Notes to the financial statements for the year ended March 31, 2015

NOTE 37 UNHEDGED FOREIGN CURRENCY EXPOSURE

Particulars	Amount
Loans and advances	- ₹ 0.25Crore (USD 0.00 Crore) (USD: 40,818)
	[March 31, 2014: ₹ Nil Crore (USD Nil Crore)]
	- ₹ 10.66 Crore (PHP 7.84 Crore)
	[March 31, 2014: ₹Nil Crore (PHP Nil Crore)]
Investments (net of provision)	- ₹ 1,477.99 Crore (USD 32.06 Crore)
	[March 31, 2014: ₹ 1,477.99 Crore (USD 32.06 Crore)]
	- ₹ 0.11 Crore (SGD 0.00 Crore) (SGD 30,000)
	[March 31, 2014: ₹ 0.11 Crore (SGD 0.00 Crore) (SGD 30,000)]
	- ₹ 1.36 Crore (PHP 1 Crore)
	[March 31, 2014: ₹ Nil Crore (PHP Nil Crore)]
	₹ 0.00 Crore (₹ 3,924) (EURO 0.00 Crore) (EURO: 58)
	[March 31, 2014: ₹ 0.00 Crore (₹ 3,924) (EURO 0.00 Crore) (EURO: 58)]
	₹ 0.00 Crore (₹ 4,917) (MRF 0.00 Crore) (MRF 154)
	[March 31, 2014: ₹ 0.00 Crore (₹ 4,917) (MRF 0.00 Crore) (MRF 154)]
Payables	- ₹6.68 Crore (USD 0.11 Crore)
	[March 31, 2014: ₹ 1.46 Crore (USD 0.02 Crore)]
	- ₹0.74 Crore (AUD 0.02 Crore)
	[March 31, 2014: ₹ Nil Core (AUD Nil Crore)]
	- ₹1.63 Crore (CHF 0.03 Crore)
	[March 31, 2014: ₹ Nil Core (CHF Nil Crore)]
	- ₹Nil Crore (EURO Nil Crore)
	[March 31, 2014: ₹12.43 Crore (EURO 0.15 Crore)]
Trade receivables	- ₹7.42 Crore (USD 0.12 Crore)
	[March 31, 2014: ₹ Nil (USD Nil)]
Other current assets	- ₹ 0.06 Crore (USD 0.00 Crore) (USD 8,000)
	[March 31, 2014: ₹ 0.06 Crore (USD 0.00 Crore) (USD 8,000)]
	- ₹ Nil Crore (EURO Nil Crore)
	[March 31, 2014: ₹ 805.80 Crore (EURO 9.75 Crore)]

Foreign currencies
USD = United States Dollar
SGD = Singapore Dollar
MRF = Maldivian Rufiyaa
PHP= Phillipines Peso
CHF= Swiss Franc
EURO
AUD= Australian Dollar

NOTE 38 DISCLOSURE IN TERMS OF ACCOUNTING STANDARDS 7 - CONSTRUCTION CONTRACTS

Particulars	March 31, 2015 (₹ in Crore)	March 31, 2014 (₹ in Crore)
Contract revenue recognised during the year	164.89	463.63
Aggregate cost incurred and recognised profits (less recognised losses) up to the reporting date for contracts in progress	2,219.62	2,127.62
Amount of customer advances outstanding	89.08	118.45
Retention money due from customers for contracts in progress	80.73	173.42
Gross amount due from customers for contract works as an asset (unbilled portion)	95.52	107.46
Gross amount due to customers for contract works as a liability	-	7.77

Notes to the financial statements for the year ended March 31, 2015

NOTE 39

The Company has received a letter NSE/LIST/243830-W dated July 4, 2014 from the National Stock Exchange of India Limited ('NSE') whereby Securities and Exchange Board of India ('SEBI') has directed NSE to advise the Company to rectify the qualification in respect of the matter described in the paragraph on 'Basis for Qualified Opinion' in the Auditors' Report on the standalone financial statements of the Company for the year ended March 31, 2013, within the end of the next reporting period under paragraph 5(d)(iii) of the SEBI Circular Number CIR/CFD/DIL/7/2012 dated August 13, 2012. The Company is in the process of seeking clarifications from NSE in this regard.

NOTE 40

As per the transfer pricing rules prescribed under the IT Act, the Company is examining domestic and international transactions and documentation in respect thereof to ensure compliance with the said rules. The management does not anticipate any material adjustments with regard to the transaction involved.

NOTE 41

Certain amounts (currency value or percentages) shown in the various tables and paragraphs included in the financial statements have been rounded off or truncated as deemed appropriate by the management of the Company.

NOTE 42

Previous year's figures have been regrouped and reclassified, wherever necessary, to conform to the current year's classifications.

As per our report of even date

For S.R. Batliboi & Associates LLP
ICAI firm registration number: 101049W
Chartered Accountants

per Sunil Bhumralkar
Partner
Membership number: 35141

Place: Bengaluru
Date: May 30, 2015

For and on behalf of the Board of Directors of
GMR Infrastructure Limited

Grandhi Kiran Kumar
Managing Director

B. V. N. Rao
Director

Madhva Bhimacharya Terdal
Group CFO

C.P. Sounderarajan
Company Secretary

Place: Bengaluru
Date: May 30, 2015

GMR INFRASTRUCTURE LIMITED

(CIN: L45203KA1996PLC034805)

Regd. Office: Skip House, 25/1, Museum Road, Bengaluru - 560 025, Karnataka, India

NOTICE

NOTICE is hereby given that the Nineteenth Annual General Meeting of the members of GMR Infrastructure Limited will be held on Wednesday, September 23, 2015 at 3.00 p.m. at MLR Convention Centre, Brigade Millennium Campus, 7th phase, J.P. Nagar, Bengaluru- 560 078, Karnataka, India, to transact the following business:

Ordinary Business:

1. To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2015, the Reports of the Board of Directors and Auditors thereon and audited consolidated financial statement of the Company for the financial year ended March 31, 2015.

2. To declare dividend on preference shares.

3. To appoint a Director in place of Mr. B. V. N. Rao (DIN: 00051167), who retires by rotation and being eligible, offers himself for re-appointment.

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

   "RESOLVED THAT Mr. K. V.V. Rao, Director who retires by rotation at this Annual General Meeting and who has not sought re-appointment shall retire at this Annual General Meeting.

   RESOLVED FURTHER THAT the vacancy caused by the retirement of Mr. K.V.V. Rao and who has not offered himself for re-appointment, be not filled up."

5. To appoint M/s. S.R. Batliboi & Associates LLP, Chartered Accountants as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

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

   "RESOLVED THAT M/s. S.R. Batliboi & Associates LLP, Chartered Accountants (Registration No. 101049W) be and are hereby appointed as the Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting, on such remuneration as may be fixed by the Board of Directors of the Company on the recommendation of the Audit Committee."

Special Business:

6. 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 Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the Act), and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mrs. Vissa Siva Kameswari (DIN:02336249), Director of the Company, who has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Act, who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term up to the conclusion of the twentieth Annual General Meeting of the Company."

7. 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 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration payable to M/s. Rao, Murthy & Associates, Cost Accountants (Firm Registration No:000065), appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records maintained by the Company for the financial year ended March 31, 2015, amounting to ₹ 1.25 Lakhs (Rupees One Lakh and Twenty Five Thousand only) plus payment of applicable taxes and re-imbursement of out of pocket expenses in connection with the aforesaid audit, be and is hereby ratified and approved."

8. 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 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 including statutory modification(s) or re-enactment(s) thereof for the time being in force, the remuneration payable to M/s. Rao, Murthy & Associates, Cost Accountants (Firm Registration No.000065), appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records maintained by the Company for the financial year ending March 31, 2016, amounting to ₹ 1.25 Lakhs (Rupees One Lakh and Twenty Five Thousand only) plus payment of applicable taxes and re-imbursement of out of pocket expenses incurred by them in connection with the aforesaid audit be and is hereby approved."

9. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 42, 71 and 62(1)(c) of the Companies Act, 2013 (the Act) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable provisions, if any, of the Act (including any statutory modifications or re-enactments thereof for the time being in force) and in accordance with the provisions of the Securities and Exchange Board of India (Issue & Listing of Debt Securities) Regulations, 2008, the Rules, Regulations, Guidelines and Circulars, as amended from time to time and the provisions of the Foreign Exchange Management Act, 1999, as amended (the "FEMA"), the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000, as amended (the "FEMA Regulations"), the Foreign Exchange Management (Transfer or Issue of Any Foreign Security) Regulations, 2000, as amended, the Issue of Foreign Currency Convertible Bonds and Ordinary Shares (Through Depository Receipt Mechanism) Scheme, 1993, as amended and subject to any required approval, consent, permission and / or sanction including from the Ministry of Finance (Foreign Investment Promotion Board, Department of Economic Affairs), the Ministry of Commerce & Industry (Department of Industrial Policy & Promotion/ Secretariat for Industrial Assistance), all other Ministries / Departments of the Government of India ("GoI"), the Reserve Bank of India ("RBI"), and the Securities and Exchange Board of India ("SEBI") and / or any other competent authorities and in accordance with the rules, regulations, guidelines, notifications, circulars and clarifications issued thereon from time to time by GoI, RBI, SEBI and / or any other competent authorities and the enabling provisions of the Memorandum of Association and Articles of Association of the Company, the Listing Agreements entered into by the Company with the stock exchanges on which the Company's equity shares of face value ₹ 1 each ("Equity Shares") and non-convertible debentures are listed and subject to necessary approvals, permissions, consents and sanctions of concerned statutory and other authorities and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals, permissions, consents and sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall include any committee thereof), the consent, authority and approval of the Company be and is hereby accorded to the Board to create, offer, issue and allot (including with provisions for reservation on firm and / or competitive basis, of such part of issue and for such categories of persons including employees of the Company as may be permitted), with or without a green shoe option, either in India or in the course of international offering(s) in one or more foreign markets, such number of Equity Shares, Global Depository Receipts ("GDRs"), American Depository Receipts ("ADRs"), Foreign Currency Convertible Bonds ("FCCBs") (whether listed or otherwise), non-convertible debentures with or without warrants, other financial instruments convertible into Equity Shares (including warrants or otherwise, in registered or bearer form), bonds or notes(whether listed or unlisted), any security convertible into Equity Shares with or without voting / special rights, securities linked to Equity Shares and / or securities with or without detachable warrants with right exercisable by the warrant holders to convert or subscribe to Equity Shares, secured or otherwise including the issue and allotment of Equity Shares pursuant to a green shoe option, if any (all of which are hereinafter collectively referred to as "Securities") or any combination of Securities, in one or more tranches, whether Indian rupee denominated or denominated in foreign currency, to any eligible person, as permitted under applicable law including qualified institutional buyers, foreign / Indian resident investors (whether institutions, incorporated bodies, mutual funds, individuals or otherwise), venture capital funds (foreign or Indian), foreign institutional investors, Indian and / or multilateral financial institutions, foreign portfolio investors, mutual funds, non-resident Indians, stabilizing agents and / or any other categories of investors, whether they be holders of shares of the Company or not (collectively called the Investors) whether or not such Investors are members of the Company as may be decided by the Board in their discretion and permitted under applicable laws and regulations, of an aggregate amount upto ₹ 2500 Crore (Rupees Two Thousand Five Hundred Crore only) or equivalent thereof in one or more foreign currency and / or Indian rupees, inclusive of such premium as may be fixed on such Securities by offering the Securities in one or more countries through public issue(s) of prospectus, private placement(s), follow on offer or a combination thereof at such time or times, at such price or prices, at a discount or premium to market price or prices in such manner and on such terms and conditions including security, rate of interest, etc., as may be deemed appropriate by the Board at its absolute discretion including the discretion to determine the categories of Investors to whom the offer, issue and allotment shall be made to the exclusion of other categories of Investors at the time of such offer, issue and allotment considering the prevailing market conditions and other relevant factors and wherever necessary in consultation with lead manager(s) and/or underwriter(s) and/or other advisor(s) either in foreign currency or equivalent Indian rupees inclusive of such premium as may be determined by the Board, in any convertible foreign currency, as the Board at its absolute discretion may deem fit and appropriate.

RESOLVED FURTHER THAT pursuant to the provisions of Section 62(1)(c) and other applicable provisions, if any, of the Act, the provisions of Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the "SEBI (ICDR) Regulations"); and the provisions of the FEMA, the FEMA Regulations, the Board may at its absolute discretion, issue, offer and allot Equity Shares, fully convertible debentures, partly convertible debentures, non-convertible debentures with or without warrants or any securities which are convertible into or exchangeable with equity shares (collectively referred to as "Securities") of an aggregate amount upto ₹ 2500 Crore or equivalent thereof in one or more foreign currency and / or Indian rupees inclusive of such premium, as specified above, to qualified institutional buyers (as defined by the SEBI (ICDR) Regulations) pursuant to a Qualified Institutions Placement (QIP), as provided under Chapter VIII of the SEBI (ICDR) Regulations and such Securities shall be fully paid up and the allotment of such Securities shall be completed within 12 months from the date of the shareholders resolution approving the proposed issue or such other time as may be allowed by the SEBI (ICDR) Regulations from time to time, at such price being not less than the price determined in accordance with the pricing formula of the aforementioned SEBI (ICDR) Regulations.

RESOLVED FURTHER THAT pursuant to Regulation 85(1) of the SEBI (ICDR) Regulations, the Board be and is hereby authorized to, at its absolute discretion, offer a discount of not more than 5% or such other percentage as permitted under applicable law to the price calculated in accordance with the pricing formula provided under Chapter VIII of the SEBI (ICDR) Regulations.

RESOLVED FURTHER THAT in pursuance of the aforesaid resolutions:

a. the Securities to be so offered, issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company; and

b. the relevant date for the determination of applicable price for the issue of the Securities shall be as per the regulations prescribed by SEBI, RBI, GoI through its various departments or any other regulator and the pricing of any Equity Shares issued upon the conversion of the Securities shall be made subject to and in compliance with the applicable rules and regulations and such price shall be subject to appropriate adjustments in the applicable rules / regulations / statutory provisions.

RESOLVED FURTHER THAT the issue to the holders of any Securities with underlying Equity Shares shall be, inter alia, subject to the following terms and conditions:

- in the event of the Company making a bonus issue by way of capitalization of its profits or reserves, prior to the allotment of the Equity Shares, the number of Equity Shares to be allotted to the holders of such Securities at the relevant time, shall stand augmented in the same proportion in which the Equity Share capital increases as a consequence of such bonus issue and the premium, if any, shall stand reduced *pro-tanto*;
- in the event of the Company making a rights offer by issue of Equity Shares, prior to the allotment of the Equity Shares, the number of Equity Shares to be allotted to the holders of such Securities at the relevant time may be increased in the same proportion as that of the rights offer and such additional Equity Shares may be offered to the holders of the Securities at the same price at which the same are offered to the existing shareholders if so determined by the Board in its absolute discretion; and
- in the event of merger, amalgamation, takeover or any other re-organization or restructuring or any such corporate action, the number of shares, the price and the time period as aforesaid shall be suitably adjusted.

RESOLVED FURTHER THAT without prejudice to the generality of the above, subject to applicable laws and subject to approval, consents, permissions, if any, of any governmental body, authority or regulatory institution including any conditions as may be prescribed in granting such approval or permissions by such governmental authority or regulatory institution, the aforesaid Securities may have such features and attributes or any terms or combination of terms that provide for the tradability and free transferability thereof in accordance with the prevailing practices in the capital markets including but not limited to the terms and conditions for issue of additional Securities and the Board, subject to applicable laws, regulations and guidelines, be and is hereby authorized in its absolute discretion in such manner as it may deem fit, to dispose of such Securities that are not subscribed.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, the Board be and is hereby authorized to do all such acts, deeds, matters and things including but not limited to finalization and approval for the preliminary as well as final offer document(s), determining the form and manner of the issue, including the class of investors to whom the Securities are to be issued and allotted, number of Securities to be allotted, issue price, face value, premium amount on issue/conversion of the Securities, if any, rate of interest, redemption period, listings on one or more overseas stock exchanges, execution of various transaction documents, creation of mortgage/ charge in accordance with Section 180(1)(a) of the Companies Act, 2013, in respect of any Securities as may be required either on pari-passu basis or otherwise, as it may in its absolute discretion deem fit and to settle all questions, difficulties or doubts that may arise in regard to the issue, offer or allotment of Securities and utilization of the issue proceeds as it may in its absolute discretion deem fit without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board or Management Committee or any other Committee thereof be and is hereby authorized to engage / appoint the Lead Managers, Legal Advisors, Underwriters, Guarantors, Depositories, Custodians, Registrars, Stabilizing Agent, Trustees, Bankers, Escrow Agents, Paying and Conversion Agents Advisors and all such agencies as may be involved or concerneddepending on the nature of the offering of the Securities and to remunerate them by way of commission, brokerage, fees or the like and also to enter into and execute all such arrangements, agreements, memoranda, documents, etc. with such agencies and to seek the listing of such Securities on one or more national and/or international stock exchange(s).

RESOLVED FURTHER THAT the Board be and is hereby authorized to issue and allot such number of Equity Shares as may be required to be issued and allotted upon conversion of any Securities or as may be necessary in accordance with the terms of the offering, all such Equity Shares ranking pari-passuwith the existing Equity Shares of the Company in all respects, except the right as to dividend which shall be as provided under the terms of the issue and in the offering documents.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 42 and 71 of the Act, read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable provisions, if any, of the Act (including any statutory modifications or re-enactments thereof for the time being in force) and in accordance with the provisions of the Securities and Exchange Board of India (Issue & Listing of Debt Securities) Regulations, 2008, the Rules, Regulations, Guidelines and Circulars, as amended from time to time, the Memorandum and Articles of Association of the Company and subject to such other approvals as may be required from regulatory authorities from time to time, the consent of the Company, be and is hereby accorded to the Board to offer, issue and allot Secured or Unsecured redeemable Non-convertible Debentures/Bonds in one or more tranches, on private placement basis, on such terms and conditions as the Board of Directors / may determine and consider proper and most beneficial to the Company including as to when the said Debentures to be issued, the consideration for the issue, utilization of the issue proceeds and all matters connected with or incidental thereto, for an amount up to ₹ 2,500 Crore (Rupees Two Thousand Five Hundred Crore only) including the amounts raised through issue of any other Securities.

RESOLVED FURTHER THAT subject to the applicable law, the Board be and is hereby authorized to form a committee or delegate all or any of its powers to any Director(s) or Committee of Directors / Company Secretary / other persons authorized by the Board to give effect to the aforesaid resolutions and is authorized to take such steps and to do all such acts, deeds, matters and things and accept any alteration(s) or modification(s) as they may deem fit and proper and give such directions as may be necessary to settle any question or difficulty that may arise in regard to issue and allotment of Securities including but not limited to:

a. Approving the offer document and filing the same with any other authority or persons as may be required;

b. Approving the specific nature and size of Security (in Indian rupees or such other foreign currency) to be offered, the issue price, the number of Securities to be allotted, the basis of allocation and allotment of Securities;

c. To affix the Common Seal of the Company on any agreement(s) / document(s) as may be required to be executed in connection with the above, in the presence of any Director of the Company and any one of the above Authorised Persons, who shall sign the same in token thereof;

d. Arranging the delivery and execution of all contracts, agreements and all other documents, deeds and instruments as may be required or desirable in connection with the issue of Securities by the Company;

e. Opening such bank accounts and demat accounts as may be required for the transaction;

f. To do all such acts, deeds, matters and things and execute all such other documents and pay all such fees, as it may, in its absolute discretion, deem necessary or desirable for the purpose of the transactions;

g. To make all such necessary applications with the appropriate authorities and make the necessary regulatory filings in this regard;

h. Making applications for listing of the Securities on one or more stock exchange(s) and to execute and to deliver or arrange the delivery of the listing agreement(s) or equivalent documentation to the concerned stock exchange(s); and

i. To authorize or delegate all or any of the powers herein above conferred to any one or more persons, if need be."

10. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to applicable provisions of the Companies Act 2013, read with the Rules framed there under (including any statutory modifications or re-enactment thereof, for the time being in force), the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, as amended from time to time (the "SEBI ESOP Regulations"), and the Circular CIR/CFD/POLICY CELL/2/2015 issued by the Securities and Exchange Board of India dated June 16, 2015 (the "SEBI Circular"), and subject to any approvals as may be required, the shareholders of the Company hereby approve the revised terms and conditions of the employee welfare schemes for the benefit of eligible employees being implemented through the "Welfare Trust of GMR Infra Employees" as contained in the amended and restated trust deed ("Amended Trust Deed"), together with annexures thereto including the Education Scholarship Scheme, the Short Term Home Loan Scheme and the Medical Assistance Scheme (collectively the "Welfare Schemes", which term shall include any additional schemes framed and adopted in accordance with the Trust Deed), as per the draft placed before the shareholders and initialed by the Chairman for the purpose of identification.

RESOLVED FURTHER THAT the implementation and administration of the Welfare Schemes in accordance with the Amended Trust Deed shall be delegated to the trustees of the Welfare Trust of GMR Infra Employees, subject to compliance with the policies and procedures for compliance with applicable law framed by the Nomination and Remuneration Committee (Compensation Committee) of the Board from time to time and notified to the trustees.

RESOLVED FURTHER THAT the Welfare Trust of GMR Infra Employees under the Amended Trust Deed shall be entitled to undertake secondary acquisitions for the purposes of the Welfare Scheme. Such secondary acquisitions by the Welfare Trust of GMR Infra Employees for the purposes of the Welfare Scheme shall be permitted up to such limits as determined by the trustees under the Amended Trust Deed in compliance with applicable laws and regulations as prevailing and in force (including the SEBI ESOP Regulations).

RESOLVED FURTHER THAT the Board be and is hereby severally authorised to carry out any other amendments to the Amended Trust Deed and the Welfare Schemes in compliance with the SEBI ESOP Regulations, the SEBI Circular and any other applicable law from time to time."

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

"RESOLVED THAT pursuant to the provisions of Section 13, 61 and 64 of the Companies Act, 2013 and other applicable provisions, if any, and the provisions of the Memorandum and Articles of Association of the Company, the consent of the members of the Company be is herebyaccorded to re-classify the authorised share capital of the Company, comprising of ₹ 1950,00,00,000 (Rupees One Thousand Nine Hundred and Fifty Crore only) divided into 750,00,00,000 (Seven Hundred Fifty Crore only) equity shares of ₹ 1/- (Rupee One only) each, 60,00,000 (Sixty Lakhs only) Series A Compulsorily Convertible Preference Shares of ₹ 1000/- (Rupees One Thousand only) each, and 60,00,000 (Sixty Lakhs only) Series B Compulsorily Convertible Preference Shares of ₹ 1000/- (Rupees One Thousand only) each in to ₹ 1950,00,00,000 (Rupees One Thousand Nine Hundred and Fifty Crore only) divided into 1350,00,00,000 (One Thousand Three Hundred and Fifty Crore only) equity shares of ₹ 1/- (Rupee one only) each and 60,00,000 (Sixty Lakhs only) Preference Shares of ₹ 1000/- (Rupees One Thousand only) each.

RESOLVED FURTHER THAT, Clause V of the Memorandum of Association of the Company be and is hereby altered to read as follows:

V. The Authorised Share Capital of the Company is ₹ 1950,00,00,000 (Rupees One Thousand Nine Hundred and Fifty Crore only) divided into 1350,00,00,000 (One Thousand Three Hundred and Fifty Crore only) equity shares of ₹ 1/- (Rupee one only) each and 60,00,000 (Sixty Lakhs only) Preference Shares of ₹ 1000/- (Rupees One Thousand only) each, with power to the Board of Directors (Board) to increase or reduce its capital and to divide the shares in the capital for the time being into other classes and to attach thereto respectively such preferential, deferred, qualified or other special rights, privileges, conditions and restrictions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify, or abrogate any such rights, privileges, conditions, or restrictions in such manner as may for the time being be permitted by the Articles of Association of the Company or the legislative provisions for the time being in force in that behalf.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to do all such other acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable to give effect to the aforesaid resolution."

By order of the Board of Directors
For GMR Infrastructure Limited

Place: Bengaluru
Date: August 21, 2015

A. S. Cherukupalli
Company Secretary & Compliance Officer

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to Section 105 of the Companies Act, 2013 and Rule 19 ofthe Companies (Management & Administration) Rules, 2014, a person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder. Proxies, in order to be effective, must be received at the Registered office of the Company at Skip House, No.25/1, Museum Road, Bengaluru - 560 025, not less than forty-eight hours before the commencement of the AGM.
2. The Explanatory Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013, relating to item nos. 6 to 11 and the information required to be provided under the Listing Agreement entered into with stock exchanges relating to item No. 3 and 6 are annexed hereto.
3. Copies of all documents referred to in the notice and explanatory statement annexed thereto are available for inspection at the registered office of the Company between 10.00 a.m. and 1.00 p.m. on all working days till the date of the AGM.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, September 16, 2015 to Wednesday, September 23, 2015 (both days inclusive).
5. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
6. M/s. Karvy Computershare Private Limited is the Registrar and Share Transfer Agent (RTA) of the Company to perform the share related work for Shares held in physical and electronic form.Members holding shares in physical form are requested to dematerialize their shares. Members holding Shares in physical mode are requested to intimate changes in their address to Karvy Computershare Private Limited, Registrar and Share Transfer Agents (RTA) of the Company located at Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500032. Members holding Shares in electronic mode are requested to send the intimation for change of address to their respective Depository Participants. Any such changes effected by the Depository Participants will automatically reflect in the Company's subsequent records.
7. As per the provisions of Section 72 of the Companies Act, 2013, nomination facility is available to the members, in respect of equity shares held by them. Nomination forms can be obtained from the RTA.
8. As per Rule 3 of Companies (Management & Administration) Rules, 2014, Register of Members of all the Company's now should have additional details pertaining to e-mail, PAN / CIN, UID, Occupation, Status, Nationality. We request all the Members of the Company to update their details with their respective depository participants in case of shares held in electronic form and with the Company's RTA in the case of physical holding immediately.
9. To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register the same with M/s.Karvy Computershare Private Limited (RTA) / Depositories.
10. In terms of Section 205C of the Companies Act, 1956, the Company has transferred the share application money received by the Company for allotment of shares and due for refund remaining unpaid or unclaimed for a period of seven years from the date they became due for payment to the Investor Education and Protection Fund, established by the Central Government.
11. Members wishing to claim dividends, which remain unclaimed, are requested to correspond with Company Secretary, at the Company's Registered Office. Members are requested to note that dividend not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will as per the provisions of Section 205A of the Companies Act, 1956 (Section 124 of the Companies Act, 2013, once notified), be transferred to the Investor Education Protection Fund.

12. Members desirous of obtaining any information concerning accounts and operations of the Company are requested to send their queries at an early date so that the desired information may be made available at the Meeting.
13. Members or Proxies should bring the attendance slip duly filled in for attending the Meeting.
14. As a measure of austerity, copies of the Annual Report will not be distributed at the Meeting. Members are requested to bring their copy of Annual Report to the Meeting.
15. No compliment or gift of any nature will be distributed at the Meeting.
16. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, amended by Companies (Management and Administration) Amendment Rules, 2015, Standard 2 of the Secretarial Standards on General Meetings and Clause 35B of the Listing Agreement, the Company is pleased to provide members with facility to exercise their votes by electronic means through e-voting services provided by M/s.Karvy Computershare Private Limited, on all resolutions set forth in this Notice. The facility for voting, through ballot paper, will also be made available at the Members attending the AGM who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM through ballot paper. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM, but shall not be entitled to cast their votes again.

    The instructions and other information relating to e-voting are as under:

    The procedure for e-voting is as below:

    (i) In case of Members receiving e-mail from M/s.Karvy Computershare Private Limited:

    a) Open your web browser during the voting period and navigate to 'https://evoting.karvy.com'.

    b) Enter the login credentials i.e. User ID and Password mentioned below this communication. Your Folio No./ DP ID-Client ID will be your User ID.

User – ID	For Members holding shares in Demat Form:- a) For NSDL:- 8 character DP ID followed by 8 digits Client ID b) For CDSL:- 16 digits beneficiary ID
	For Members holding shares in physical form:- • Event Number followed by Folio Number registered with the Company
Password	In case of members who have not registered their email addresses, their User-Id and Password is printed below.
Captcha	Enter the Verification code i.e., please enter the alphabets and numbers in the exact way as they are displayed for security reasons.

    c) After entering the details appropriately, Click on "LOGIN".

    d) You will now reach Password change Menu wherein you are required to mandatorilychange your password. The new password shall comprise of minimum 8 characters withat least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a specialcharacter (@,#,$, etc.). The system will prompt you to change your password and updateyour contact details like mobile number, email ID, etc. on first login. You may also enter asecret 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 personand that you take utmost care to keep your password confidential.

    e) You need to login again with the new credentials.

    f) On successful login, the system will prompt you to select the "EVENT" i.e., GMR Infrastructure Limited.

    g) On the voting page, the number of shares as held by the members ason the Cut-off date will appear. If you desire to cast all the votes assenting/ dissenting to the resolution, then enter all shares and click "FOR/AGAINST" as the case may be. You are not required to cast all your votes in the same manner. You may partially enter anynumber in "FOR" and partially in "AGAINST" but the total number in "FOR/AGAINST"taken together should not exceed your total shareholding as mentioned hereinabove. Youmay also choose the option ABSTAIN in case you wish to abstain from voting. If the member does not indicate either "FOR"or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be countedunder either head.

    h) Members holding multiple folios / demat account shall choose the voting processseparately for each folios / demat account.

    i) You may then cast your vote by selecting an appropriate option and click on "Submit".A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify.Once you confirm, 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).

    j) Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned copy (PDF / JPG Format) of the relevant Board Resolution/Authority Letter, etc. together with attested specimen signature(s) of the duly authorized representative(s) who are authorized to vote, to the Scrutinizer through e-mail ID: sree@sreedharancs.com with a copy marked to evoting@karvy.com.

k) Once you have cast your vote on resolution, you will not be allowed to modify it subsequently.

l) The facility for voting through ballot shall also be made available at the venue of AGM. Members attending the AGM and who have already not cast their vote by remote e-voting will only be able to exercise their right to vote at the AGM through a ballot paper.

m) The e-voting period commences on September 20, 2015 at 09:00 a.m. and ends on September 22, 2015 at 5:00 p.m. (both days inclusive). During this period, the Members of the Company holding shares in physical form or in dematerialized form, as on the cut-off date (record date), being Wednesday, September 16, 2015, may cast their votes by remote e-voting in the manner and process setout hereinabove. The e-voting module shall be disabled for voting thereafter. Once the voteon a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes by remote e-voting.

n) In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting i.e., Wednesday, September 16, 2015, he / she may write to Karvy on the email id evoting@karvy.com requesting for the User ID and Password. However, Karvy shall endeavour to send User ID and Password to those new Members whose mail ids are available.

ii) In case of Members receiving physical copy of the Notice of AGM by Post (for Members whose e-mail addresses are not registered with the Company/ Depositories):

(i) Initial Password is provided as below / at the bottom of the Attendance Slip.

EVEN (E-Voting Event Number)	USER ID	PASSWORD / PIN

(ii) Please follow all steps from SI. No. (a) to (j) of (i) above, to cast vote.

o) In case of any query pertaining to e-voting, please visit Help & Frequently Asked Questions (FAQ's) for members and e-voting User Manual for members available at the download section of https://evoting.karvy.com (Karvy's website) or contact M/s. Karvy Computershare Pvt. Ltd. at 1800 345 4001 (Toll free).

p) It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.

q) The results of e-voting (remote e-voting and voting through ballot paper) will be announced by the Company on its website and the same shall also be informed to the Stock Exchanges.

Other Instructions

1. Mr. V. Sreedharan, (Membership No. FCS 2347) Practicing Company Secretary has been appointed as the Scrutinizer for conducting the e-voting process (including the Ballot Form received from the members who do not have access to the e-voting process) in a fair and transparent manner.
2. The Scrutinizer shall immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two (2)witnesses not in the employment of the Company and make, not later than three days of conclusion of the meeting, make a consolidated Scrutinizer's Report of thetotal votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same.
3. The Results on resolutions shall be declared on or after the AGM of the Company and the resolutions will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the Resolutions.
4. The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company at www.gmrgroup.in and on Service Provider's website at https://evoting.karvy.com immediately after the result is declared by the Chairman or by person authorized by him and communicated to BSE Limited and the National Stock Exchange of India Limited, where the shares of the Company are listed.

EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 6:

The Board of Directors of the Company, at the meeting held on September 18, 2014 had appointed Mrs.Vissa Siva Kameswari as an Additional Director of the Company with effect from October 1, 2014, pursuant to Section 161 of the Companies Act, 2013, read with Article 117 of the Articles of Association of the Company.

Mrs. Vissa Siva Kameswari is a Chartered Accountant having more than 24 years of experience comprising of management consultancy and industry experience. Her sector experience includes automotive, light & heavy engineering, process industries such as chemicals, petrochemicals, life sciences, cement, FMCG, financial services, infrastructure; hospitality, IT/ ITES and retail. She has significant experience in the areas of Business Strategy, Corporate Planning, Performance Improvement, Activity Based Costing, Supply Chain, Strategic Cost reduction, IT strategy and implementation.

Pursuant to the provisions of Section 161 of the Companies Act, 2013, Mrs. Vissa Siva Kameswari shall hold office up to the date of the ensuing AGM. The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member, along with a deposit of ₹ 1,00,000/- proposing the candidature of Mrs. VissaSiva Kameswari for the office of Independent Director, to be appointed as such under the provisions of Section 149 of the Companies Act, 2013.

The Company has received from Mrs. Vissa Siva Kameswari (i) consent in writing to act as director pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules 2014, (ii) intimation to the effect that she is not disqualified under Section 164(2) of the Companies Act, 2013 and (iii) a declaration to the effect that she meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013, as well as Clause 49 of the Listing Agreement with the Stock Exchanges.

The resolution seeks the approval of the members for the appointment of Mrs. Vissa Siva Kameswari as an Independent Director of the Company, for a term up to the conclusion of the twentieth Annual General Meeting of the Company, pursuant to the provisions of Section 149 and other applicable provisions of the Companies Act, 2013. She will not be liable to retire by rotation.

The Nomination and Remuneration Committee in its meeting held on May 28, 2015 had recommended the appointment of Mrs. Vissa Siva Kameswari, as Independent Director to hold office for a term up to the conclusion of the 20th Annual General Meeting of the Company.

In the opinion of the Board, Mrs. Vissa Siva Kameswari, fulfills the conditions of appointment specified in Clause 49 of the Listing Agreement with the Stock Exchanges, the Companies Act, 2013 and rules made thereunder, for her appointment as an Independent Director of the Company and she is independent of the management.

In Compliance with the provisions of Section 149 read with schedule IV of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the appointment of Mrs. Vissa Siva Kameswari as Independent Director is placed before the members for their approval.

Except Mrs. Vissa Siva Kameswari, being appointee or her relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives, are concerned or interested, financially or otherwise, in the resolutions set out in Item No.6.

The Board recommends passing of the resolutions set out in Item No.6 as an Ordinary Resolution.

Item No. 7 & 8:

The Board of Directors of the Company, on recommendation of the Audit Committee, approved the appointment and remuneration of M/s. Rao, Murthy & Associates, Cost Accountants to conduct the audit of the cost records of the Company for the Financial Year ended March 31, 2015 and Financial Year ending March 31, 2016.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with The Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is to be ratified by the Members of the Company. Accordingly, the members are requested to ratify the remuneration payable to the Cost Auditors for the Financial Year ended March 31, 2015 and approve the remuneration payable to the Cost Auditor for the Financial Year ending March 31, 2016 as set out in the resolutions for the services rendered / to be rendered by the Cost Auditor.

None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested in the Resolutions set out in Item No. 7 & 8.

The Board recommends passing of the resolution set out in Item No.7 & 8 as Ordinary Resolutions.

Item No. 9:

The Special Resolution proposed is an enabling resolution to facilitate the continuing efforts to reduce the debts of the Company and its subsidiaries or other entities in the group and to meet the capital expenditure needs of the ongoing projects of the Company, its subsidiaries, associates etc., and to meet any exigencies including pursuing new opportunities, etc.,. As the Company has done in the past, it is proposed to create, offer, follow on offer, issue and allot Equity shares, GDRs, ADRs, FCCBs, equity linked instruments, debentures and such other securities as stated in the resolution (the "Securities") at such price or prices, at a discount or premium to market price or prices in such manner and on such terms and conditions including security, rate of interest, etc., as may be deemed appropriate by the Board at its absolute discretion including the discretion to determine the categories of Investors to whom the offer, issue and allotment shall be made at the time of such offer, issue and allotment considering the prevailing market conditions and other relevant factors and wherever necessary in consultation with lead managers, either in foreign currency or equivalent Indian Rupees inclusive of such premium as may be determined by the Board, in any convertible foreign currency, as the Board at its absolute discretion may deem fit and appropriate. Section 42 of the Companies Act, 2013 read with the applicable rules requires a company to pass a Special resolution once in a year for all the offer or invitation for non-convertible debentures to be made during the year through a private placement basis in one or more tranches.

The Special Resolution also seeks to empower the Board of Directors to undertake a Qualified Institutional Placement with Qualified Institutional Buyers as defined under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as may be amended from time to time ("theSEBI (ICDR) Regulations"). The Board of Directors, may in their discretion adopt this mechanism, as prescribed under Chapter VIII of the SEBI (ICDR) Regulations in order to facilitate and meet its capital expenditure needs of the ongoing projects of the Company, its subsidiaries, associates etc. and to meet any exigencies including pursuing new opportunities, etc., without the need for fresh approval from the shareholders. The pricing of the Securities to be issued to Qualified Institutional Buyers pursuant to Chapter VIII of the SEBI (ICDR) Regulations shall be freely determined subject to such price not being less than the price calculated in accordance with the SEBI (ICDR) Regulations. The Company may, in accordance with applicable laws, offer a discount of not more than 5% or such other percentage as permitted under applicable law to the price determined pursuant to the SEBI (ICDR) Regulations. The "Relevant Date" for this purpose will be the date when the Board or the Committee thereof, decides to open the Qualified Institutions Placement for subscription.

The Company therefore seeks a fresh approval which will enable the Company to meet its fund requirements as and when required, by providing an option to the Board of Directors to decide the type and manner of securities to be offered in the best interests of the Company.

The Special Resolution seeks to give the Board the powers to issue any of the Securities in one or more tranche or tranches, at such time or times, at such price or prices and to such person(s) including institutions, incorporated bodies and/or individuals or otherwise as the Board in its absolute discretion deem fit. The detailed terms and conditions for the offer will be determined by the Board in consultation with the Advisors, Lead Managers, Underwriters and such other authority or authorities as may be required to be consulted by the Company considering the prevailing market conditions and in accordance with the applicable provisions of law and other relevant factors.

The Equity Shares allotted or arising out of conversion of any Securities would be listed. The issue / allotment / conversion would be subject to the availability of regulatory approvals, if any. The conversion of Securities held by foreign investors into Equity Shares would be subject to the applicable foreign investment cap.

As and when the Board does take a decision on matters on which it has the discretion, necessary disclosures will be made to the stock exchanges under the provisions of the Listing Agreement.

Section 62(1) (c) of the Companies Act, 2013 and the relevant clauses of the Listing Agreement with the Stock Exchanges where the Equity Shares of the Company are listed provides, inter alia, that when it is proposed to increase the issued capital of a Company by allotment of further shares, such further shares shall be offered to the existing shareholders of such Company unless the shareholders in a General Meeting decide otherwise. Since, the Special Resolution proposed in the business of the Notice results in the issue of shares of the Company otherwise than to the members of the Company, consent of the shareholders is being sought pursuant to the provisions of Section 62(1)(c) and other applicable provisions of the Companies Act, 2013 and in terms of the provisions of the Listing Agreement executed by the Company with the Stock Exchanges where the Equity Shares of the Company are listed.

The Special Resolution, if passed, will have the effect of allowing the Board to issue and allot Securities to the investors who may or may not be the existing shareholders of the Company. The Company with this resolution intends to retain the right and flexibility to undertake any of the following activities; namely issue of GDRs, ADRs, FCCBs, QIPs, Equity linked instruments, Non-Convertible debentures and other securities up to ₹ 2,500 Crore.

None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested in the aforesaid Resolution.

The Board recommends passing of the resolution set out in Item No.9 as a Special Resolution.

Item No. 10:

The purpose of the Welfare Trust of GMR Infra Employees ("Trust"), established pursuant to a deed of trust dated March 4, 2010 ("Trust Deed", which term shall include the rules framed thereunder), is to provide welfare benefits to the Eligible Employees (as defined under the Trust Deed) and providing beneficial support to all the activities meant for the wellbeing and welfare of the Eligible Employees through the Education Scholarship Scheme, the Short Term Home Loan Scheme and the Medical Assistance Scheme (collectively called the "Welfare Schemes") or through other appropriate means identified by the Trustees as per the Trust Deed.

The Securities and Exchange Board of India ("SEBI") has repealed Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and has replaced the same with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (the "SEBI ESOP Regulations") with effect from October 28, 2014. Further, SEBI has issued Circular CIR/CFD/POLICY CELL/2/2015 dated June 16, 2015 ("SEBI Circular"), setting out certain additional guidelines *inter-alia* in relation to share based employee benefit schemes. Accordingly, approval of the members is required by way of a special resolution to amend the Trust Deed and the Welfare Schemes to ensure compliance with the SEBI ESOP Regulations and the SEBI Circular.

As per the requirements of the SEBI ESOP Regulations, Nomination and Remuneration Committee (Compensation Committee) of the Board of Directors of the Company has determined and approved the terms and conditions of the Welfare Scheme and has approved amendments to the Trust Deed for compliance with the SEBI ESOP Regulations as set out in the amended Trust Deed. The Nomination and Remuneration Committee(Compensation Committee) has also delegated the implementation and administration of the Welfare Schemes to the Trust.

The amendments proposed to the Trust Deed do not vary the terms of the Welfare Schemes in any manner detrimental to the interests of the employees of the Company, except to the extent required to comply with the SEBI ESOP Regulations.

Salient features of the amended Trust Deed and Welfare Schemes, which have been aligned with the SEBI Regulations, are as follows:

Sr. No.	Heading	Particulars
a.	Brief description of the Welfare Schemes	(i) Education Scholarship Scheme This scheme has been instituted to encourage children of the eligible employees of the Company (being a dependent of the employees) for pursuing higher studies or professional courses. (ii) Short Term Home Loan Scheme This scheme has been instituted to provide financial support in the form of home loans to eligible employees of the Company. (iii) Medical Assistance Scheme This scheme has been instituted to provide assistance to meet extraordinary medical expenses incurred/ to be incurred by the eligible employees of the Company for themselves and their dependents (i.e., spouses, children (below 18 years) and dependent parents). The Trustees are empowered to constitute individual sub-committees to operate each of these schemes.
b.	Total number of benefits to be granted and maximum number of benefits to be granted per employee	Subject to the above, the number of benefits and amounts thereof for each of the Welfare Schemes will depend on the number of applicants under each Welfare Scheme and the availability of funds, to be decided by the Trustees from time to time. The Trustees shall determine the maximum number of benefits to be granted per employee, from time to time.
c.	Identification of classes of employees entitled to participate and be beneficiaries under the Welfare Schemes	Eligible Employees shall mean all the confirmed/ permanent employees of the Company, who are employed during the currency of the Welfare Schemes, but shall not include – a) an employee who is a Promoter (as defined under the Trust Deed) or a person belonging to the Promoter Group (as defined under the Trust Deed); or b) a director who either himself or through his relative or through any body corporate, directly or indirectly, holds more than 10% (ten percent) of the outstanding equity shares of GIL. Subject to the above, the eligibility criteria under the Welfare Schemes is as follows: (i) Education Scholarship Scheme Confirmed employees of the Company who have completed minimum 3 years of continuous service would be eligible to avail the benefits under this scheme for one child at any given point of time. (ii) Short Term Home Loan Scheme Confirmed employees of the Company who have completed minimum 3 years of continuous service would be eligible to avail the benefits under this scheme. (iii) Medical Assistance Scheme Confirmed employees of the Company who have completed minimum 3 years of continuous service, together with their dependents (as defined thereunder) would be eligible to avail the benefits under this scheme.
d.	Requirements of vesting and period of vesting	NA
e.	Maximum period within which the benefit shall vest	NA
f.	Exercise price, stock appreciation right (SAR) price, purchase price or pricing formula	NA
g.	Exercise period and process of exercise	NA
h.	Appraisal process for determining the eligibility of employees	The initial/current eligibility criteria are set out in Sr. No. (c) hereinabove. The criteria for determining the eligibility of an employee/participant may be prescribed and /or revised from time to time at the discretion of the Nomination and Remuneration Committee (Compensation Committee).
i.	Maximum number of options, SARs, shares, as the case may be, to be issued per employee and in aggregate	NA
j.	Maximum quantum of benefits to be provided per employee under the Welfare Schemes	(i) Education Scholarship Scheme The maximum coverage and the eligibility criteria as per Trust Deed. (ii) Short Term Home Loan Scheme The maximum entitlement per employee is up to ₹ 5,00,000 per financial year. A sum of ₹ 10,00,000 is initially released for each financial year. (iii) Medical Assistance Scheme Depending on the designation of the employee, the maximum coverage would vary (workman: not less than ₹ 2,000, staff: not less than ₹ 5,000 and executives: not less than ₹ 20,000).

Sr. No.	Heading	Particulars
k.	Whether the Welfare Schemes are to be implemented and administered directly by the Company or through a trust	The Welfare Schemes shall be implemented and administered by the Trust under the Trust Deed.
l.	Whether the Welfare Schemes involve new issue of shares by the Company or secondary acquisition by the Trust or both	The Trust shall implement the Welfare Schemes by utilization of the Trust Property generated, *inter-alia*, from securities received or purchased and held by the Trust. The securities could be of the Company or any member of the GMR Group (as defined in the Trust Deed). Any secondary acquisition would be in compliance with the SEBI ESOP Regulations.
m.	The amount of loan to be provided for implementation of the Welfare Schemes by the Company to the Trust, its tenure, utilization, repayment terms, etc.	The Company may from time to time, if required, subject to the provisions of the Companies Act, 2013 and such approvals as may be required, give loans to the Trust for implementation of the Welfare Schemes, and for such tenure, utilisation and pre-defined repayment terms as agreed upon.
n.	Maximum percentage of secondary acquisition (subject to limits specified under the regulations) that can be made by the Trust for the purposes of the Welfare Schemes	The maximum percentage of secondary acquisition that may be made by the Trust for the purposes of the Welfare Schemes shall be decided by the Trustees, from time to time, in compliance with applicable laws and regulations as prevailing and in force.
o.	A statement to the effect that the Company shall conform to the accounting policies specified in Regulation 15 of the SEBI ESOP Regulations	The Company shall comply to the accounting policies specified in Regulation 15 of the SEBI ESOP Regulations with respect to the Welfare Schemes or as may be prescribed by the Institute of Chartered Accountants of India from time to time, as applicable.
p.	The method which the company shall use to value its options or SARs	NA

The Company does not propose to (i) grant any benefits under the Welfare Schemes to employees of any subsidiary, holding or associate company of the Company; or (ii) grant any benefit, during any one year, equal to or exceeding 1% (one percent) of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant, and hence no separate approval is sought.

None of the Directors or Key Managerial Personnel of the Company, including their relatives, is in any way, concerned or interested, financially or otherwise, in the proposed resolution(s) except to the extent of the benefits that may be granted to them under the Welfare Schemes.

The Board of Directors of your Company has approved this transaction and recommends the Resolution as set out in the accompanying Notice for the approval of members of the Company as a Special Resolution.

Item No. 11:

The present Authorised share capital of the Company is ₹ 1950,00,00,000 (Rupees One Thousand Nine Hundred and Fifty Crore only) divided into 750,00,00,000 (Seven Hundred Fifty Crore only) equity shares of ₹ 1/- (Rupee One only) each, 60,00,000 (Sixty Lakhs only) Series A Compulsorily Convertible Preference Shares of ₹ 1000/- (Rupees One Thousand only) each, and 60,00,000 (Sixty Lakhs only) Series B Compulsorily Convertible Preference Shares of ₹ 1000/- (Rupees One Thousand only).

The Company in order to meet its long term requirement for funding its growth is required to issue additional securities. It is, therefore deemed appropriate to re-classify the Authorised Share Capital of the Company and for that purpose, the Memorandum of Association of the Company is proposed to be suitably altered as set out in Item No. 11 of the accompanying Notice.

The provisions of the Companies Act, 2013 require the Company to seek the approval of the Members for re-classification of the Authorised Share Capital and for alteration of the capital clause of the Memorandum of Association of the Company.

The Board of Directors of your Company has approved this transaction and recommends the Resolution as set out in the accompanying Notice for the approval of members of the Company as a Special Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested in the aforesaid Resolution.

Place: Bengaluru

Date : August 21, 2015

Profile of Directors seeking appointment / reappointment at the Annual General Meeting to be held on September 23, 2015, pursuant to Clause 49 of the Listing Agreement:

Mr. B.V.N. Rao - a Group Director, has been associated with the GMR Group since 1989 and is one of the first Directors of the Company. He is a graduate in Electrical Engineering from Andhra University. During his tenure with Andhra Bank before joining the Group, he gained extensive experience in the Banking Sector with specific focus in Industrial Finance. He was also on the Board of Vysya Bank (now known as Kotak Mahindra Bank) for eight years. He has held various senior responsibilities in the GMR Group. He is also a Director on the GMR Group Holding Board. Currently as a Business Chairman, he heads Transportation and Urban Infra Sector covering Highways, SEZ, EPC and Corporate Services covering Legal, Procurement, Corporate Affairs and GMR Varalakshmi Foundation. He is Director on the Board of several subsidiaries of the GMR Group.

He holds 1,50,000 equity shares of the Company as on March 31, 2015.

Mr. B.V.N. Rao is not related to any Director of the Company.

Details of Mr. B.V.N. Rao's Directorships and Committee memberships are as follows:

Sl. No.	Name of the Company (Directorship)	Committee Chairmanship / Membership
1.	GMR Infrastructure Limited	Member -Stakeholders' Relationship Committee Member - CSR Committee Member - Management Committee Member - Debentures Allotment Committee
2.	GMR Kamalanga Energy Limited	Chairman - Securities Allotment Committee Member - Management Committee
3.	GMR Power Corporation Limited	Member - Management Committee
4	GMR Energy Limited	Member - Shareholders' Transfer & Grievance Committee Member - Securities Allotment Committee Member - Executive Committee Member - IPO Committee
5	GMR Varalakshmi Foundation	NIL
6	GMR Highways Limited	Member - Audit Committee Member - Corporate Social Responsibility Committee Member - Nomination and Remuneration Committee
7	GMR Holdings Private Limited	Member - Audit Committee Member - Nomination and Remuneration Committee
8	Kakinada Refinery And Petrochemicals Private Limited	NIL
9	Kakinada SEZ Private Limited	Chairman - Audit Committee Chairman - Nomination and Remuneration Committee
10	GMR Hosur EMC Limited	NIL

Mrs. Vissa Siva Kameswari- a Chartered Accountant having more than 24 years of experience comprising of management consultancy and industry experience. Her sector experience includes automotive, light & heavy engineering, process industries such as chemicals, petrochemicals, life sciences, FMCG, financial services, infrastructure, IT/ ITES and retail. She has significant experience in the areas of Business Strategy, Corporate Planning, Performance Improvement, Activity Based Costing, Supply Chain, Strategic Cost reduction, IT strategy and Implementation. At present, she is an independent management consultant and also offers financial advisory services as part of her portfolio.

She holds NIL equity shares of the Company as on March 31, 2015.

Mrs. Vissa Siva Kameswari is not related to any Director of the Company.

Details of Mrs. Vissa Siva Kameswari'sDirectorships and Committee memberships are as follows:

Sl. No.	Name of the Company (Directorship)	Committee Chairmanship / Membership
1.	GMR Infrastructure Limited	NIL
2.	Delhi International Airport Private Limited	Member - Audit Committee Member - Nomination and Remuneration Committee
3.	GMR Hyderabad International Airport Limited	NIL
4	Nvision Management Solutions Private Limited	NIL
5	GMR Hotels and Resorts Limited	Member - Audit Committee Member - Nomination and Remuneration Committee
6	GMR Krishnagiri SEZ Limited	Member - Audit Committee Member - Nomination and Remuneration Committee
7	Delhi Duty Free Services Private Limited	Member - Audit Committee
8	GMR Airports Limited	NIL

GMR Infrastructure Limited

(CIN: L45203KA1996PLC034805)

Regd. Office: Skip House, 25/1, Museum Road, Bengaluru - 560 025, Karnataka, India

PROXY FORM

(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the member (s): Registered address:		E-mail Id: Folio No/Client Id*: DP ID*:	

I/We, being the member (s) of__________ shares of GMR Infrastructure Limited, hereby appoint:

1)__________of__________having e-mail id__________or falling him

2)__________of__________having e-mail id__________or falling him

3)__________of__________having e-mail id__________or falling him

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 19th Annual General Meeting of the Company to be held on Wednesday, September 23, 2015 at 3.00 p.m. at MLR Convention Centre, Brigade Millennium Campus, 7th phase, J.P. Nagar, Bengaluru - 560 078, Karnataka, India and / or at any adjournment thereof.

** I / We direct my / our proxy to vote on the resolution(s) in the manner as indicated below:

Sl. No.	Resolutions	For	Against
1.	Adoption of audited financial statement of the Company for the financial year ended March 31, 2015, the Reports of the Board of Directors and Auditors thereon and audited consolidated financial statement of the Company for the financial year ended March 31, 2015		
2.	Declaration of dividend on preference shares		
3.	Re-appointment of Mr. B.V. N. Rao as Director		
4.	Retirement of Mr. K.V.V. Rao, as Director and not to fill up the vacancy so caused		
5.	Appointment of M/s. S.R. Batliboi & Associates LLP, Chartered Accountants as Statutory Auditors of the Company		
6.	Appointment of Mrs. Vissa Siva Kameswari as an Independent Director		
7.	Ratification of remuneration to Cost Auditor for the financial year ended March 31, 2015		
8.	Approval of remuneration to Cost Auditor for the financial year ending March 31, 2016		
9.	Approval for issue and allotment of Securities, for an amount upto ₹ 2500 Crore in one or more tranches		
10.	Approval of terms and conditions of the employee welfare scheme implemented through Welfare Trust of GMR Infra Employees		
11.	Approval of re-classification of the Authorised Share Capital of the Company		

Affix a 15 paise Revenue Stamp

Signed this...................... day of...................... 2015

Signature of shareholder

Signature of first Proxy holder

Signature of second Proxy holder

Signature of third Proxy holder

NOTES:

1. The form should be signed across the stamp as per specimen signature registered with the Company.
2. The proxy form should be deposited at least 48 hours before the commencement of the meeting at the registered office of the Company.
3. A proxy need not be a member of the Company.
4. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.
5. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
6. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the Meeting.
7. In case a member wishes his / her votes to be used differently, he / she should indicate the number of shares under the column "For" or "Against" as appropriate

* Applicable for the members holding shares in electronic form.

** This is optional. Please put a tick mark (√) in the appropriate column against the Resolutions indicated in the Box. If a member leaves the "For" or "Against" column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate.

GMR Infrastructure Limited

(CIN: L45203KA1996PLC034805)

Regd. Office: Skip House, 25/1, Museum Road, Bengaluru - 560 025, Karnataka, India

ATTENDANCE SLIP

(19th Annual General Meeting to be held on Wednesday, September 23, 2015)

Name of the Member:.. *DP ID No. :..

Regd. Folio No.:.. *Client ID No..

No. of shares held:..

Note : Member / Proxy must hand over the duly signed attendance slip at the venue.

* Applicable for the members holding shares in electronic form.

Signature of the Member / Proxy

GMR Infrastructure Limited

(CIN: L45203KA1996PLC034805)

Regd. Office: Skip House, 25/1, Museum Road, Bengaluru - 560 025, Karnataka, India

Shareholders' Feedback Form

It is our constant endeavor to provide best possible services to our valuable Shareholders. We seek your feedback on the services provided by the Company. Please spare your valuable time to fill the questionnaire given below and send it back to the Company Secretary at the Registered Office address mentioned above, to serve you better.

You may also fill the feedback form online, which is available on the website of the Company www.gmrgroup.in.

Name of the Shareholder:.. DP ID No. :...

Address:..

Regd. Folio No.:... Client ID No...

No. of shares held:... Signature of the Shareholder:..

Kindly rate on a five point scale (5=excellent, 4=very good, 3=good, 2=satisfactory, 1=Needs Improvement)

	5	4	3	2	1
Quality and contents of Financial and Non-Financial information in the Annual Report					
Information provided on the website of the Company					
Speed and quality of the responses to your queries / complaints					
Services provided by our Registrar and Share Transfer Agent, M/s. Karvy Computershare Private Limited					
Overall rating of investor services					

Your comments and suggestions, if any ....

....

....

....

....

Map for AGM Venue - turn page

MLR Convention Centre, Brigade Millennium Campus, 7th Phase J.P. Nagar, Bengaluru - 560 078, Karnataka

Airports Energy Transportation Urban Infra Foundation

GMR INFRASTRUCTURE LIMITED

Registered Office:
Skip House, 25/1, Museum Road, Bengaluru – 560 025
www.gmrgroup.in