

GMR Infrastructure Limited

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

PART I

Statement of Standalone unaudited financial results for the quarter ended September 30, 2012

[in Rs. crore]

S.No	Particulars	Quarter ended			Half year ended		Year ended
		September 30, 2012	June 30, 2012	September 30, 2011	September 30, 2012	September 30, 2011	March 31, 2012
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Income from operations						
	(a) Sales/income from operations	278.38	425.66	264.45	704.04	456.37	1,091.04
	(b) Other operating income (Refer Note 8)	64.09	61.52	83.80	125.61	158.68	290.83
	Total income from operations	342.47	487.18	348.25	829.65	615.05	1,381.87
2	Expenses						
	(a) Cost of materials consumed	71.77	114.36	70.89	186.13	131.66	334.62
	(b) Subcontracting expenses	158.92	243.35	142.91	402.27	233.20	544.81
	(c) Employee benefits expenses	14.76	19.32	25.21	34.08	43.36	89.31
	(d) Depreciation and amortisation expenses	2.19	1.94	1.75	4.13	3.41	7.58
	(e) Foreign exchange fluctuation loss (net)	4.77	-	-	-	-	-
	(f) Other expenses	21.24	24.23	25.84	45.47	42.87	115.76
	Total expenses	273.65	403.20	266.60	672.08	454.50	1,092.08
3	Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	68.82	83.98	81.65	157.57	160.55	289.79
4	Other income						
	a) Foreign exchange fluctuation gain (net)	-	28.56	29.50	23.79	29.51	46.41
	b) Miscellaneous income	0.13	0.30	0.19	0.43	1.32	2.00
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	68.95	112.84	111.34	181.79	191.38	338.20
6	Finance costs	94.09	83.81	48.54	177.90	96.89	197.35
7	(Loss) / Profit from ordinary activities after finance costs and before exceptional items (5 - 6)	(25.14)	29.03	62.80	3.89	94.49	140.85
8	Exceptional items	-	-	-	-	-	-
9	(Loss) / Profit from ordinary activities before tax (7 ± 8)	(25.14)	29.03	62.80	3.89	94.49	140.85
10	Tax expenses	(1.66)	11.02	4.44	9.36	11.64	20.55
11	Net (Loss) / Profit from ordinary activities after tax (9 - 10)	(23.48)	18.01	58.36	(5.47)	82.85	120.30
12	Paid-up equity share capital (Face value - Re. 1 per share)	389.24	389.24	389.24	389.24	389.24	389.24
13	Paid up debt capital (Refer Note 10)				1,667.50	475.00	1,024.13
14	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year				6,807.04	6,030.92	6,838.03
15	Debenture Redemption Reserve (included in reserves in S.No 15 above)				97.67	50.89	58.60
16	Weighted average number of shares used in computing Earning Per Share	3,89,24,32,532	3,89,24,32,532	3,89,24,32,532	3,89,24,32,532	3,89,24,32,532	3,89,24,32,532
17	Earnings per share (of Rs. 1/- each) (not annualised)						
	Basic and Diluted	(0.06)	0.05	0.15	(0.01)	0.21	0.31
18	Debt Equity Ratio (Refer Note 9)				0.55	0.31	0.41
19	Debt Service Coverage Ratio (DSCR) (Refer Note 9)				0.45	0.86	0.39
20	Interest Service Coverage Ratio (ISCR) (Refer Note 9)				1.02	1.98	1.71

PART II							
Select Information for the quarter ended September 30, 2012							
S.No	Particulars	As at quarter ended			Half year ended		As at year ended
		September 30, 2012	June 30, 2012	September 30, 2011	September 30, 2012	September 30, 2011	March 31, 2012
A	PARTICULARS OF SHAREHOLDING						
1	Public shareholding						
	- Number of shares	1,10,48,64,250	1,11,19,90,950	1,11,25,95,950	1,10,48,64,250	1,11,25,95,950	1,11,20,12,950
	- Percentage of shareholding	28.39%	28.57%	28.58%	28.39%	28.58%	28.57%
2	Promoters and Promoter Group Shareholding						
	a) Pledged / Encumbered						
	- Number of shares	79,06,64,991	77,74,08,907	79,35,55,360	79,06,64,991	79,35,55,360	89,10,30,809
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	28.36%	27.96%	28.55%	28.36%	28.55%	32.05%
	- Percentage of shares (as a % of the total share capital of the Company)	20.31%	19.97%	20.39%	20.31%	20.39%	22.89%
	b) Non - encumbered						
	- Number of shares	1,99,69,05,541	2,00,30,34,925	1,98,62,83,472	1,99,69,05,541	1,98,62,83,472	1,88,93,91,023
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	71.64%	72.04%	71.45%	71.64%	71.45%	67.95%
	- Percentage of shares (as a % of the total share capital of the Company)	51.30%	51.46%	51.03%	51.30%	51.03%	48.54%

	Particulars	Quarter ended September 30, 2012
B	INVESTOR COMPLAINTS	
	Pending at the beginning of the quarter	-
	Received during the quarter	38
	Disposed of during the quarter	38
	Remaining unresolved at the end of the quarter	-

GMR Infrastructure Limited							
Report on Standalone Segment Revenue, Results and Capital Employed							
							[in Rs. crore]
S.No	Particulars	Quarter ended			Half year ended		Year ended
		September 30, 2012	June 30, 2012	September 30, 2011	September 30, 2012	September 30, 2011	March 31, 2012
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Segment Revenue						
	a) EPC	278.38	425.66	264.45	704.04	456.37	1,091.04
	b) Others	64.09	61.52	83.80	125.61	158.68	290.83
	Total	342.47	487.18	348.25	829.65	615.05	1,381.87
	Less: Inter Segment	-	-	-	-	-	-
	Net Segment Revenue	342.47	487.18	348.25	829.65	615.05	1,381.87
2	Segment Results						
	a) EPC	10.40	32.97	13.29	43.37	24.21	55.36
	b) Others	58.55	79.87	98.05	138.42	167.17	282.84
	Total	68.95	112.84	111.34	181.79	191.38	338.20
	Less: Finance costs	94.09	83.81	48.54	177.90	96.89	197.35
	(Loss) / Profit before tax	(25.14)	29.03	62.80	3.89	94.49	140.85
3	Capital employed (Segment Assets - Segment Liabilities)						
	a) EPC	297.02	304.55	109.16	297.02	109.16	282.11
	b) Others	10,852.82	10,866.29	9,361.11	10,852.82	9,361.11	9,860.78
	c) Unallocated	(3,953.56)	(3,938.25)	(2,251.21)	(3,953.56)	(2,251.21)	(2,915.62)
	Total	7,196.28	7,232.59	7,219.06	7,196.28	7,219.06	7,227.27

Notes to the standalone results:

1. Statement of assets and liabilities

Statement of Standalone Assets and Liabilities as at September 30, 2012

[in Rs. crore]

Particulars	As at	
	September 30, 2012	March 31, 2012
	Unaudited	Audited
A EQUITY AND LIABILITIES		
1 Shareholders' funds		
(a) Share capital	389.24	389.24
(b) Reserves and surplus	6,807.04	6,838.03
(c) Money received against share warrants		
Sub-total	7,196.28	7,227.27
2 Share application money pending allotment	-	-
2 Non-current liabilities		
(a) Long-term borrowings	2,724.83	1,904.63
(b) Deferred tax liabilities (net)	-	3.90
(c) Other long-term liabilities	28.62	14.89
(d) Long-term provisions	0.89	0.39
Sub-total	2,754.34	1,923.81
3 Current liabilities		
(a) Short-term borrowings	875.87	852.00
(b) Trade payables	168.52	172.26
(c) Other current liabilities	606.96	592.06
(d) Short-term provisions	54.72	22.88
Sub-total	1,706.07	1,639.20
Total	11,656.69	10,790.28
B ASSETS		
1 Non-current assets		
(a) Fixed assets	110.69	103.04
(b) Non-current investments	7,305.59	6,692.26
(c) Deferred tax assets (net)	7.25	-
(d) Long-term loans and advances	2,337.03	1,683.09
(e) Trade receivables	94.04	79.53
(f) Other non-current assets	75.13	6.10
Sub-total	9,929.73	8,564.02
2 Current assets		
(a) Current investments	232.72	211.51
(b) Inventories	41.12	31.71
(c) Trade receivables	177.86	295.44
(d) Cash, cash equivalents and other bank balances	359.80	525.15
(e) Short-term loans and advances	725.46	904.74
(f) Other current assets	190.00	257.71
Sub-total	1,726.96	2,226.26
Total	11,656.69	10,790.28

Notes to the standalone results:

- Investors can view the standalone results of GMR Infrastructure Limited (“the Company” or “GMR”) on the Company’s website www.gmrgroup.in or on the websites of BSE (www.bseindia.com) or NSE (www.nse-india.com).

3. Segment Reporting

- The Company carries on its business in two business verticals viz., Engineering Procurement Construction (EPC) and Others.
- The segment report of the Company has been prepared in accordance with Accounting Standard 17 on Segment Reporting notified pursuant to the Companies (Accounting Standards) Rules, 2006 (as amended). The business segments of the Company comprise of the following:

Segment	Description of Activity
EPC	Handling of engineering, procurement and construction solutions in Infrastructure Sector
Others	Investment activity and corporate support to various infrastructure SPVs

- The Company has an investment of Rs. 1,477.99 crore in its subsidiary GMR Infrastructure (Mauritius) Limited (‘GIML’) as at September 30, 2012. GMR Energy Global Limited (step-down subsidiary of GIML) had subscribed to the Compulsory Convertible Debentures (‘CCDs’) issued for the purpose of acquiring 50% economic interest in InterGen N.V (InterGen). GEGL had written off investment in CCDs amounting to Rs 938.91 crore after the sale of investment in InterGen. The said loss was accounted in the consolidated financial statements of the Company for the year ended March 31, 2011.

Despite the aforementioned loss, based on valuation assessment of GIML and its investments in underlying subsidiaries / joint ventures, the management of the Company continues to carry the investment in GIML at cost as at September 30, 2012.

- The Company has an investment of Rs. 315.63 crore (including loans of Rs. 99.04 crore and investment in equity / preference shares of Rs. 216.59 crore made by the Company and its subsidiaries) in GMR Ambala Chandigarh Expressways Private Limited (GACEPL) as at September 30, 2012. GACEPL has been incurring losses since the commencement of 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. Based on management’s internal assessment and a legal opinion, 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. The statutory auditors of the Company have drawn an Emphasis of Matter in their Limited Review report in this regard.
- The Company along with its subsidiary have made an investment of Rs. 377.28 crore (including loans of Rs. 71.26 crore and investment in equity shares of Rs. 306.02 crore) in its joint venture Istanbul Sabiha Gokcen Uluslararası Havalimanı Yatırım Yapım Ve İşletme Anonim Şirketi (ISG) as at September 30, 2012. The Company and its subsidiary’s share of ISG’s accumulated losses / negative reserves amounts to Rs. 352.96 crore. This has resulted in erosion in net worth of ISG as at September 30, 2012. Based on ISG’s business plan, the management of the Company is confident that ISG will be able to generate sufficient profits in future years and would meet its financial obligations as they arise, accordingly, the investment in ISG has been carried at cost.
- During the quarter, with a view to restructure its shareholdings in roads business, the Company has transferred 4,798,600 8% non-cumulative redeemable preference shares and 3,201,400 8% non-cumulative redeemable preference shares held in GMR Ulundurpet Expressways Private Limited to subsidiaries of the Company, GMR Tambaram Tindivanam Expressways Private Limited (GTTEPL) and GMR Tuni Anakapalli Expressways Private Limited (GTAEPL) respectively, at cost.
- Other operating income includes interest income, dividend income and profit on sale of current investments considering that the Company undertakes investment activities.

Notes to the standalone results:

9. DSCR represents Profit from ordinary activities before finance costs, exceptional items and tax expenses / (Finance cost + Principal Repayment of Loan funds during the period). ISCR represents Profit from ordinary activities before finance costs, exceptional items and tax expenses / Finance cost. Finance cost does not include provision for Debenture Redemption Premium which has been adjusted against the Securities Premium Account as permitted by Section 78 of the Companies Act, 1956. Debt Equity Ratio represents Loan Funds (Long term borrowings, Short term borrowings and current maturities of long term borrowings included in Current liabilities) / Shareholders' Funds (Equity Share Capital and Reserves and Surplus).
10. Paid up debt capital represents outstanding non convertible debentures issued by the Company (excluding provision for redemption premium) including non convertible debentures issued to GMR Airports Limited (formerly known as GMR Airports Holding Limited), a subsidiary of the Company.
11. The financial results of the Company for the quarter ended September 30, 2012 have been reviewed by the Audit Committee in their meeting on November 08, 2012 and approved by the Board of Directors in their meeting on November 12, 2012.
12. The Statutory Auditors of the Company have carried out the Limited Review of the above standalone financial results of the Company for the quarter ended September 30, 2012.
13. A search under Section 132 of the Income Tax Act, 1961 was carried out at the premises of the Company by the Income Tax Authorities on October 11, 2012 to check the compliance with the provisions of the Income Tax Act, 1961. The Company has not received any show cause notice/demand from the Income Tax Authorities. The management of the Company believes that it has complied with all the applicable provisions of the Income Tax Act, 1961 with respect to its operations.
14. Pursuant to Notification No. 447(E) dated February 28, 2011 and Notification No. 653(E) dated March 30, 2011 issued by the Ministry of Corporate Affairs and Notification no. CIR/CFD/D IL/4/2012 dated April 16, 2012, issued by the Securities and Exchange Board of India, the Company has prepared its financial statements / results as per revised Schedule VI to the Companies Act, 1956. Accordingly, the previous period's figures have been regrouped / rearranged, wherever required to align the financial results to the revised format.

For GMR Infrastructure Limited

Sd/-

B. V. N. Rao
Managing Director

Bengaluru
November 12, 2012

Limited Review Report

Review Report to
The Board of Directors of GMR Infrastructure Limited

1. We have reviewed the statement of unaudited financial results of GMR Infrastructure Limited ('the Company') for the quarter ended September 30, 2012 (the "Statement") included in the accompanying statement of unaudited financial results, being submitted by the Company, pursuant to the requirement of Clause 41 of the Listing Agreement, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been reviewed by us. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Without qualifying our conclusion, we draw attention to Note 5 to the unaudited financial results for the quarter ended September 30, 2012 in connection with an investment of Rs. 315.63 Crore (including loans of Rs. 99.04 Crore and investment in equity / preference shares of Rs. 216.59 Crore made by the Company and its subsidiaries) in GMR Ambala Chandigarh Expressways Private Limited (GACEPL). Though GACEPL has been incurring losses since the commencement of commercial operations, based on management's internal assessment and legal opinion obtained by the management of GACEPL, such investment has been carried at cost. Accordingly, no adjustments have been made in the accompanying unaudited financial results.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the Statement prepared in accordance with recognition and measurement principles laid down in Accounting Standard 25 "Interim Financial Reporting", notified pursuant to the Companies (Accounting Standards) Rules, 2006, (as amended) and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

S.R. Batliboi & Associates

For S.R. Batliboi & Associates
Firm registration number: 101049W
Chartered Accountants

Sunil Bhumralkar

per Sunil Bhumralkar
Partner
Membership No.: 35141

Place: Bengaluru
Date: November 12, 2012

