

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SEZ Adityapur Limited

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **SEZ Adityapur Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the 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 the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' 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 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 financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the 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 controls system over financial reporting 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 Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the 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 31st March, 2015, and its loss and its cash flows for the year ended on that date.

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 in terms of Section 143(11) of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid 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) On the basis of the written representations received from the directors as on 31st March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164(2) of the Act.
 - (f) 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 explanation given to us:
 - i. There were no pending litigations in the Company that has an impact on its financial position in its financial statements
 - ii. There were no provision required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company

For DELOITTE HASKINS & SELLS
Chartered Accountants
(Firm Registration No. 302009E)
Abhijit Bandyopadhyay

(Partner)

Membership No. 054785)

JAMSHEDPUR, 20th, April, 2015

ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- i. Having regard to the nature of the Company's business / activities / results during the year, clauses (i), (ii), (iv), (v), (vi), (ix), (x) and (xi) of paragraph 3 of the Order are not applicable to the Company.
- ii. 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 Companies Act, 2013.
- iii) According to the information and explanations given to us, in respect of statutory dues:
 - (a) The Company has generally been regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income tax, Sales-Tax, Wealth tax, Service Tax, Custom duty, Excise duty , Value Added Tax, Cess and other material statutory dues applicable to it with appropriate authority.
 - (b) There were no undisputed amounts payable in respect of 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 in arrears, as at March 31, 2015 for a period of more than six months from the date they became payable.
 - (c) There are no dues of Income-tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty , Value Added Tax and Cess which have not been deposited as on March 31, 2015 on account of disputes.
 - (d) There are no amounts that are due to be transferred to the Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and Rules made thereunder.
- iv) The accumulated losses of the Company at the end of the financial year are not less than fifty percent of its net worth and the Company has incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year.
- v) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

For DELOITTE HASKINS & SELLS
Chartered Accountants
(Firm's Registration No. 302009E)

Abhijit Bandyopadhyay
(Partner)
(Membership No. 054785)

JAMSHEDPUR, 20 April, 2015

SEZ ADITYAPUR LIMITED
Balance Sheet as at March 31, 2015

	Note No.	As at March 2015 Rupees	As at March 2014 Rupees
(I) EQUITY AND LIABILITIES			
(1) Shareholders' funds			
(a) Share Capital	01	500,000	500,000
(b) Reserves and surplus	02	(929,696)	(826,668)
		<u>(429,696)</u>	<u>(326,668)</u>
(2) Current liabilities			
(a) Other current liabilities		551,210	498,744
		551,210	498,744
TOTAL		121,514	172,076
(II) ASSETS			
(1) Current assets			
(a) Cash and cash equivalents	03	121,514	172,076
		121,514	172,076
TOTAL		121,514	172,076
See accompanying notes forming part of the financial statements.	04		
In terms of our report attached			
For Deloitte Haskins & Sells		For and on behalf of the Board of Directors	
Chartered Accountants			
Abhijit Bandyopadhyay		Ashish Mathur	Ritu Raj Sinha
Partner		Chairman	Director
Jamshedpur, 20 April 2015		Jamshedpur, 20 April 2015	

SEZ ADITYAPUR LIMITED
NOTES FORMING PART OF THE BALANCE SHEET

	AS AT 31.03.2015 Rupees	AS AT 31.03.2014 Rupees
Note 01 (a) : SHARE CAPITAL		
Authorised :		
50,000 Equity Shares of Rs.10 each (Previous Year : 50,000 Equity Shares of Rs. 10/- each)	500,000	500,000
Issued , Subscribed and Fully Paid up :		
50,000 Equity Shares of Rs.10 each (Previous Year : 50,000 Equity Shares of Rs. 10/- each)	500,000	500,000
	500,000	500,000

Note 01 (b) : Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period.

Particulars	Equity Shares	
	Number	Amount
Shares outstanding at the beginning of the year	50,000	500,000
Shares Issued during the year	-	-
Shares outstanding at the end of the year	50,000	500,000

Note 01 (c) : Disclosure of Shareholders holding more than 5% of the total shares

Name of Shareholder	31-Mar-15		31-Mar-14	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Jamshedpur Utilities & Services Company Ltd and its nominees	25,500	51%	25,500	51%
Gammon Infrastructure Projects Limited	19,000	38%	19,000	38%
Adityapur Industrial Area Development Authority	5,500	11%	5,500	11%

Note 02 : RESERVES AND SURPLUS	31.03.2015 Rupees	31.03.2014 Rupees
(b) Surplus:		
Opening Balance	(826,668)	(740,523)
Add/ Less : Net Profit/ (Loss) for the current period	(103,028)	(86,145)
Closing Balance	(929,696)	(826,668)

Note 03: CASH AND CASH EQUIVALENTS	31.03.2015 Rupees	31.03.2014 Rupees
Balances with Banks in current account	121,514	172,076
	121,514	172,076

	Note No.	For the Year Ended 31 March 2015 Rupees	For the Year Ended 31 March 2014 Rupees
I. Revenue from operations		-	-
II. Other Income		-	-
III. TOTAL REVENUE (I+II)		-	-
IV. Expenses :			
Audit Fee		56,180	56,180
Miscellaneous expenses		46,848	29,965
TOTAL EXPENSES		103,028	86,145
V. LOSS BEFORE TAXES		(103,028)	(86,145)
VI. TAX EXPENSES			
(1) Current Tax		-	-
(2) Deferred Tax		-	-
TOTAL TAXES		-	-
VII. LOSS AFTER TAXES (V-VI) FOR THE YEAR		(103,028)	(86,145)
Basic and Diluted Earnings per Share Rs..... (Face value of the Share Rs. 10/-)		(2.06)	(1.72)
See accompanying notes forming part of the financial statements.	04		
For Deloitte Haskins & Sells Chartered Accountants		For and on behalf of the Board of Directors	
Abhijit Bandyopadhyay Partner		Ashish Mathur Chairman	Ritu Raj Sinha Director
Jamshedpur, 20 April 2015		Jamshedpur, 20 April 2015	

SEZ ADITYAPUR LIMITED

Cash Flow Statement for the year ended March 31, 2015

	For the Year Ended 31 March 2015	For the Year Ended 31 March 2014
	Rupees	Rupees
(A) Cash Flow from Operating Activities		
Loss before taxes	(103,028)	(86,145)
Operating Loss before working capital changes	<u>(103,028)</u>	<u>(86,145)</u>
Adjustments for :		
Trade and other payables	52,466	35,583
	<u>52,466</u>	<u>35,583</u>
Net cash Generated from operating activities	<u>(50,562)</u>	<u>(50,562)</u>
Net Increase / (Decrease in cash or cash equivalents)	(50,562)	(50,562)
Cash & cash equivalents at the beginning of the year	172,076	222,638
Cash and cash equivalents at the end of the period	121,514	172,076
In terms of our report attached		
For Deloitte Haskins & Sells	For and on behalf of the Board of Directors	
Chartered Accountants		
Abhijit Bandyopadhyay	Ashish Mathur	Ritu Raj Sinha
Partner	Chairman	Director
Jamshedpur, 20 April 2015	Jamshedpur, 20 April 2015	

SEZ ADITYAPUR LIMITED**Note 04 : NOTES TO THE FINANCIAL STATEMENTS****1 Corporate Information**

The Company was incorporated on 30th October, 2006 to develop the Special Economic Zone at Adityapur, Jamshedpur. The Company was incorporated to undertake the Project for development of first SEZ of Jharkhand on 90 years BOT basis. The Project involves the development, design, financing, construction, marketing and operation and maintenance of the SEZ, comprising Units, Common Areas, Common Facilities and Utilities and Amenities, by a private sector participant along with AIADA on the build operate and transfer (BOT) basis, with the right to grant sub-leases, licenses and sub-authorizations for development and operation and maintenance of the SEZ.

2 Basis For Accounting and preparation of financial statements

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act"). The financial statements have been prepared on accrual basis under the historical cost convention on an accrual basis of accounting. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

3 Provisions

Provisions are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources.

4 Earnings per Share

The Company reports earnings per equity share in accordance with Accounting Standard-20, Earnings per Share notified by the Central Government under the Companies (Accounting Standards) Rules, 2006

5 Related party disclosure :-

(a) List of related parties with which the company had transactions during the year

Party Name	Relationship
Jamshedpur Utilities and Services Co. Ltd.	Holding Company

	2014-2015	2013-2014
Expenses incurred by JUSCO on behalf of company.	52,466	28,343
Amount Payable as on 31 March 2015	495,030	442,564

6 Expenses Includes:

	2014-2015	2013-2014
(i) Auditors Remuneration (excluding applicable service taxes)		
(a) For services as statutory Auditors	50,000	50,000

7 Earnings per Share (EPS)

	2014-2015	2013-2014
(i) Profit / (Loss) after Tax	(103,028)	(86,145)
(ii) Profit attributable to ordinary Shareholders	(103,028)	(86,145)
(iii) Weighted average number of Ordinary Shares for Basic /Diluted EPS	50,000	50,000
(iv) Nominal value of Ordinary Shares	10	10
(v) Basic / Diluted Earnings per Ordinary Share	(2.06)	(1.72)

8 Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

For and on behalf of the Board of Directors

Ashish Mathur
Chairman

Ritu Raj Sinha
Director

Jamshedpur, 20 April 2015