

INDEPENDENT AUDITORS' REPORT

To
The Members of TIMARPUR OKHLA WASTE MANAGEMENT COMPANY PRIVATE LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **TIMARPUR OKHLA WASTE MANAGEMENT COMPANY PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2018, the Statement of Profit and Loss, the Statement of Change in Equity 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 Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2015 as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these 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. 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 financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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, 2018 and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

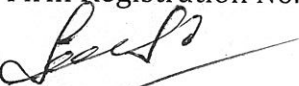
1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **Annexure-1** a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss, the Statement of Change in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2015 as amended;
 - (e) On the basis of the written representations received from the directors as on 31st March, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to **Annexure-2**.
 - (g) 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, 2015, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations as on March 31, 2018;



ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

iii. There is no amount payable towards investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made thereunder.

For P.C. Goyal & Co.,
Chartered Accountants
Firm Registration No. 002368N



(M.P. Jain)

Partner

M. No. 082407

Dated: 18th May, 2018

Place: New Delhi



ANNEXURE-1 TO INDEPENDENT AUDITORS' REPORT

(Annexure referred to in our report of even date to the members of **TIMARPUR OKHLA WASTE MANAGEMENT COMPANY PRIVATE LIMITED** on the accounts for the year ended 31st March, 2018)

1. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

(b) A major portion of the fixed assets has been physically verified by the Management in accordance with a phased programmed of verification once in two years adopted by the company. In our opinion, the frequency of the verification is reasonable having regard to the size of the company and the nature of its assets. To the best of our knowledge, no material discrepancies have been noticed on such verification.

(c) The Company does not own any immovable property. Hence, para 1(c) of the order for reporting on title deed of immovable property held in name of the Company is not applicable.
2. As explained to us, the management during the year has physically verified inventories. In our opinion, the frequency of verification is reasonable and no discrepancies noticed during physical verification of inventories.
3. According to the information and the explanations given to us, the company has not granted any loans, secured or unsecured to companies, firms, limited liability partnership or other parties covered in the register maintained under section 189 of the Companies Act 2013. Accordingly, the provisions of clause 3(iii)(a), 3(iii)(b) and 3(iii)(c) of the order are not applicable to the company and hence not commented upon.
4. The Company has not granted any loans or given any guarantee and security covered under Section 185 and 186 of the Companies Act, 2013. Accordingly, the provisions of clause 3(iv) of the order are not applicable to the company and hence not commented upon.
5. According to the information given to us, the Company has not accepted any deposits under the provisions of section 73 to 76 of the Companies Act, 2013 or any other relevant provisions of the companies Act and the Companies (Acceptance of Deposits) Rules, 2014 as amended from time to time. No order has been passed with respect to Section 73 to 76, by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other tribunal.
6. We have broadly reviewed the books of account and records 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 Companies Act, 2013 in respect of the company's products and are of the opinion that, prima facie, the prescribed records have been made and maintained. We have, however, not made a detailed examination of records with a view to determine whether they are accurate or complete.

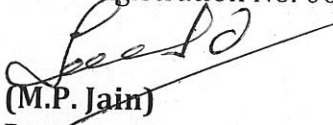


7. (a) Undisputed statutory dues including provident fund, employee' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues have generally been regularly deposited with the appropriate authorities and there are no undisputed dues outstanding as at 31st March, 2018 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no material dues in respect of income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise and value added tax wherever applicable to the company which have not been deposited with the appropriate authorities on account of any dispute.
8. In our opinion, on the basis of books and records examined by us and according to the information and explanations given to us, the company has not defaulted in repayment of dues to banks. The company does not have any dues to financial institutions, government or debenture holders.
9. The Company has not raised any money by way of initial public offer or further public offer or debt instruments. In our opinion, and according to the information and explanation given to us, the term loans have been applied for the purposes for which they were raised, other than temporary deployment pending allocation.
10. According to the information and explanations given to us and as represented by the Management and based on our examination of the books and records of the Company and in accordance with generally accepted auditing practices in India, we have been informed that no case of frauds has been committed on or by the Company or by its officers or employees during the year.
11. In our opinion and according to the information and explanations given to us, the Company has paid managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
12. The company is not a Nidhi Company. Accordingly, the provisions of clause 3 (xii) of the Order are not applicable to the Company.
13. According to the information and explanations given to us, all transactions with the related parties are in compliance with section 177 and 188 of Act, and where applicable the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
14. The Company has not made any preferential allotment or private allotment of shares or fully or partly convertible debentures during the year. Accordingly, provisions of clause 3 (xiv) of the Order are not applicable to the Company.
15. The Company has not entered into any non-cash transactions with the directors or persons connected with him as covered under Section 192 of the Companies Act, 2013. Accordingly, provisions of clause 3 (xv) of the Order are not applicable to the Company.



16. According to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India, 1934. Accordingly, provisions of clause 3 (xvi) of the Order are not applicable to the Company.

For P.C. Goyal & Co.,
Chartered Accountants
Firm Registration No. 002368N


(M.P. Jain)

Partner

M. No. 082407

Dated: 18th May, 2018

Place: New Delhi



ANNEXURE-2 TO INDEPENDENT AUDITORS' REPORT

Annexure referred to in our report of even date to the members of TIMARPUR OKHLA WASTE MANAGEMENT COMPANY PRIVATE LIMITED on the accounts for the year ended 31st March, 2018

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of TIMARPUR OKHLA WASTE MANAGEMENT COMPANY PRIVATE LIMITED ("the Company") as of 31st March, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company and the components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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



Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

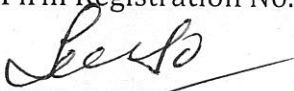
Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2018, based on the internal control over financial reporting criteria established by the Company and the components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the ICAI.

For P.C. Goyal & Co.,
Chartered Accountants
Firm Registration No. 002368N


(M.P. Jain)

Partner
M. No. 082407
Dated: 18th May, 2018
Place: New Delhi



Timarpur-Okhla Waste Management Company Private Limited
BALANCE SHEET AS AT MARCH 31, 2018
CIN No.U37100UP2005PTC069574

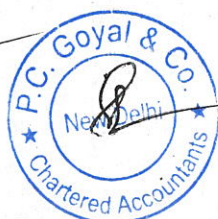
(Amount in ₹)

Particulars	Note No	As at	As at
		March 31, 2018	March 31, 2017
ASSETS			
(1) Non-current assets			
(a) Property, Plant and Equipment	1	2,861,417,376	2,774,667,033
(b) Capital work-in-progress		23,649,728	148,415,347
(c) Intangible assets	2	259,712	284,790
(d) Financial Assets			
(i) Other financial assets	3	27,500,479	173,885
(2) Current assets			
(a) Inventories	4	59,351,915	58,127,426
(b) Financial Assets			
(i) Trade receivables	5	89,105,380	57,302,229
(ii) Cash and cash equivalents	6	4,504,851	4,398,601
(iii) Other financial assets	7	162,539,144	256,003,582
(c) Current tax assets (Net)	8	-	975,913
(d) Other current assets	9	6,200,061	9,330,122
TOTAL ASSETS		3,234,528,646	3,309,678,928
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	10	599,950,000	599,950,000
(b) Other Equity		939,461,995	835,334,871
Liabilities			
(1) Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	11	963,941,429	1,147,849,324
(ii) Other financial liabilities	12	-	8,525,891
(b) Provisions	13	4,329,503	-
(c) Deferred tax liabilities (Net)	14	11,033,084	-
(d) Other non-current liabilities	15	85,714,285	90,476,190
(2) Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	16	221,834,146	208,344,847
(ii) Trade payables	17	14,513,185	16,495,102
(iii) Other financial liabilities	18	371,990,138	395,948,616
(b) Other current liabilities	19	14,052,814	6,754,087
(c) Provisions	20	159,282	-
(d) Current tax liabilities (net)	21	7,348,783	-
TOTAL EQUITY AND LIABILITIES		3,234,528,646	3,309,678,928
Significant accounting policies and notes to financial statements	28		

As per our report of even date attached
For P.C. Goyal & Co.
Chartered Accountants
Firm Registration No. 002368N

M.P. Jain

M.P. Jain
Partner
M.No. 082407
Place : New Delhi
Dated : 18th May 2018



For and on behalf of the Board of Directors of
Timarpur-Okhla Waste Management Company Private Limited

Umesh Chopra

Umesh Chopra
Director
DIN - 05277483

Manoj Kumar Agarwal

Manoj Kumar Agarwal
CFO

Neelesh Gupta

Neelesh Gupta
Whole Time Director
DIN - 06687420

Timarpur-Okhla Waste Management Company Private Limited

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2018

		(Amount in ₹)	
Particulars	Note No	Year ended March 31, 2018	Year ended March 31, 2017
I Revenue from operations	22	578,369,390	500,777,599
II Other income	23	6,067,001	12,279,632
III	Total Income (I+II)	584,436,391	513,057,231
IV Expenses			
Employee benefits expense	24	88,080,679	91,182,461
Finance costs	25	141,589,833	165,252,066
Depreciation and amortization expense	26	97,543,803	88,054,903
Other expenses	27	126,602,570	152,496,079
	Total expenses (IV)	453,816,885	496,985,509
V Profit/(loss) before exceptional items and tax (III- IV)		130,619,506	16,071,722
VI Exceptional Items		-	-
VII Profit/(loss) before tax (V-VI)		130,619,506	16,071,722
VIII Tax expense:			
(1) Current tax		15,083,990	16,686
(2) Deferred tax		26,221,485	-
(3) MAT Credit Entitlement		(15,083,990)	-
	Total Tax Expense (VIII)	26,221,485	16,686
IX Profit (Loss) for the year (VII-VIII)		104,398,021	16,055,036
X Other Comprehensive Income items that will not be reclassified to profit and loss			
(i) Re-measurement gains (losses) on defined benefit plans		(375,308)	679,048
(ii) Income tax effect on above		104,411	-
	Total Other Comprehensive Income	(270,897)	679,048
XI Total Comprehensive Income for the year (IX+X)(Comprising profit (loss) and other comprehensive income for the year)		104,127,124	16,734,084
XII Earnings per equity share			
(1) Basic (Amount in ₹)		1.74	0.27
(2) Diluted (Amount in ₹)		1.74	0.27
Significant accounting policies and notes to financial statements	28		

As per our report of even date attached
For P.C. Goyal & Co.
Chartered Accountants
Firm Registration No. 002368N

M.P. Jain

M.P. Jain
Partner
I.C.No. 082407
Place : New Delhi
Dated : 18th May 2018



For and on behalf of the Board of Directors of
Timarpur-Okhla Waste Management Company Private Limited

Umesh Chopra
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Timarpur Okhla Waste Management Company Private Limited

Statement of Significant Accounting Policies & Notes to Financial Statements

Note No-28

1. Corporate and General Information

Timarpur Okhla Waste Management Company Private Limited ("the Company") is domiciled and incorporated in India. The registered office of the Company is situated at A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Mathura – 2181403, Uttar Pradesh.

The Company is a Power Generation Company with a capacity of 20.9 MW Waste to Energy project at Okhla, Delhi. The Company has a 25 years concession for generating and selling clean renewable energy.

2. Basis of preparation

The Annual financial statement have been prepared complying with all Indian Accounting Standards notified under Section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rule 2015.

The Significant accounting policies used in preparing the financial statements are set out in Note no. 28.3 of the Notes to the Financial Statements.

The preparation of the financial statements requires management to make estimates and assumptions. Actual results could vary from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision effects only that period or in the period of the revision and future periods if the revision affects both current and future years (refer Note no. 28.4 on critical accounting estimates, assumptions and judgements).

3.0 Significant Accounting Policies

3.1 Basis of Measurement

The financial statements have been prepared on an accrual basis and under the historical cost convention except following which have been measured at fair value:

- financial assets and liabilities except certain Investments and borrowings carried at amortised cost,
- defined benefit plans – plan assets measured at fair value,
- derivative financial instruments,

3.2 Property, Plant and equipment

Property, Plant and Equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Assets are depreciated to the residual values on a straight line basis over the estimated useful lives based on technical estimates. Assets residual values and useful lives are reviewed at each financial year end considering the physical condition of the assets and benchmarking analysis or whenever there are indicators for review of residual value and useful life. Freehold land is not depreciated. Estimated useful lives of the assets are as follows:

Category of Assets	Years
Building	
- Building	40
Equipment & Machinery	
- Plant & Machinery	10-40
- Electric Installation	10-25
Other Office Equipments	
- Computer equipment	3
- Office equipment	3-25
- Furniture & fixture	5
- Vehicles	10



Timarpur Okhla Waste Management Company Private Limited

Statement of Significant Accounting Policies & Notes to Financial Statements

Note No-28

The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss on the date of disposal or retirement. During the year overhauling cost of Boiler & turbine is estimated to have useful life of 4 years.

3.3 Intangible Assets

Identifiable intangible assets are recognised a) when the Company controls the asset, b) it is probable that future economic benefits attributed to the asset will flow to the Company and c) the cost of the asset can be reliably measured.

Computer software's are capitalised at the amounts paid to acquire the respective license for use and are amortised over the period of license, generally not exceeding five years on straight line basis. The assets' useful lives are reviewed at each financial year end.

3.4 Cash and cash equivalents

Cash and cash equivalents includes cash on hand and at bank, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

For the purpose of the Statement of Cash Flows, cash and cash equivalents consists of cash and short term deposits, as defined above, net of outstanding bank overdraft as they are considered an integral part of the Company's cash management.

3.5 Inventories

Inventories are valued at the lower of cost and net realizable value except scrap, which is valued at net realizable value. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. The cost of inventories comprises of cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their respective present location and condition. Cost is computed on the weighted average basis.

3.6 Employee benefits

a) Short term employee benefits are recognized as an expense in the Statement of Profit and Loss of the year in which the related services are rendered.

b) Leave encashment being a short term benefit is accounted for using the projected unit credit method, on the basis of actuarial valuations carried out by third party actuaries at each Balance Sheet date. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to profit and loss in the period in which they arise.

c) Contribution to Provident Fund, a defined contribution plan, is made in accordance with the statute, and is recognised as an expense in the year in which employees have rendered services.

d) The cost of providing gratuity, a defined benefit plans, is determined using the Projected Unit Credit Method, on the basis of actuarial valuations carried out by third party actuaries at each Balance Sheet date. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to other comprehensive income in the period in which they arise. Other costs are accounted in the Statement of profit and loss.

The Company operates a defined benefit plan for gratuity, which requires contributions to be made to a separately administered fund. The fund is managed by a trust. The trust has taken policies from an insurance company.

3.7 Foreign currency reinstatement and translation

(a) *Functional and presentation currency*

Financial statements have been presented in Indian Rupees (Rupees), which is the Company's functional and presentation currency.



Timarpur Okhla Waste Management Company Private Limited

Statement of Significant Accounting Policies & Notes to Financial Statements

Note No-28

(b) Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at rates prevailing at the date of the transaction. Subsequently monetary items are translated at closing exchange rates of balance sheet date and the resulting exchange difference recognised in profit or loss. Differences arising on settlement of monetary items are also recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the transaction. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the exchange rates prevailing at the date when the fair value was determined. Exchange component of the gain or loss arising on fair valuation of non-monetary items is recognised in line with the gain or loss of the item that gave rise to such exchange difference.

The Company has availed the exemption available in IND AS 101, to continue capitalisation of foreign currency fluctuation on long term foreign currency monetary liabilities outstanding on transition date.

3.8 Financial instruments – initial recognition, subsequent measurement and impairment

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

a) Financial Assets

Financial Assets are measured at amortised cost or fair value through Other Comprehensive Income or fair value through Profit or Loss, depending on its business model for managing those financial assets and the assets contractual cash flow characteristics.

Subsequent measurements of financial assets are dependent on initial categorisation. For impairment purposes significant financial assets are tested on an individual basis, other financial assets are assessed collectively in groups that share similar credit risk characteristics.

i. Trade receivables

A receivable is classified as a 'trade receivable' if it is in respect to the amount due from customers on account of goods sold or services rendered in the ordinary course of business. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. For some trade receivables the Company may obtain security in the form of guarantee, security deposit or letter of credit which can be called upon if the counterparty is in default under the terms of the agreement.

A provision for impairment is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivables. The estimated impairment losses are recognised in a separate provision for impairment and the impairment losses are recognised in the Statement of Profit and Loss within other expenses.

Subsequent changes in assessment of impairment are recognised in provision for impairment and the change in impairment losses are recognised in the Statement of Profit and Loss within other expenses.

For foreign currency trade receivable, impairment is assessed after reinstatement at closing rates.

Individual receivables which are known to be uncollectible are written off by reducing the carrying amount of trade receivable and the amount of the loss is recognised in the Statement of Profit and Loss within other expenses.

Subsequent recoveries of amounts previously written off are credited to other Income

ii. Investment in equity shares

Investment in equity securities are initially measured at fair value. Any subsequent fair value gain or loss is recognized through Profit or Loss if such investments in equity securities are held for trading purposes. The fair value gains or losses of all other equity securities are recognized in Other Comprehensive Income.



Timarpur Okhla Waste Management Company Private Limited

Statement of Significant Accounting Policies & Notes to Financial Statements

Note No-28

b) Financial Liabilities

At initial recognition, all financial liabilities other than fair valued through profit and loss are recognised initially at fair value less transaction costs that are attributable to the issue of financial liability. Transaction costs of financial liability carried at fair value through profit or loss is expensed in profit or loss.

i. Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading. The Company has not designated any financial liabilities upon initial measurement recognition at fair value through profit or loss. Financial liabilities at fair value through profit or loss are at each reporting date at fair value with all the changes recognized in the Statement of Profit and Loss.

ii. Financial liabilities measured at amortised cost

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate method ("EIR") except for those designated in an effective hedging relationship. The carrying value of borrowings that are designated as hedged items in fair value hedges that would otherwise be carried at amortised cost are adjusted to record changes in fair values attributable to the risks that are hedged in effective hedging relationship.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in the Statement of Profit and Loss.

After initial recognition, interest-bearing borrowings are subsequently measured at amortised cost using the effective interest method. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down,

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least twelve months after the reporting period.

Trade and other payables

A payable is classified as 'trade payable' if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

De-recognition of financial liability

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other income or finance costs.

3.9 Derivative financial instruments

The Company uses derivative financial instruments, such as forward currency contracts and interest rate swaps to hedge its foreign currency risks and interest rate risks. Derivative financial instruments are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value at the end of each period. The method of recognizing the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, on the nature of the item being hedged. Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss.

3.10 Equity share capital

Ordinary shares are classified as equity. Incremental costs net of taxes directly attributable to the issue of new equity shares are reduced from retained earnings, net of taxes.



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3.11 Borrowing costs

Borrowing costs specifically relating to the acquisition or construction of qualifying assets that necessarily takes a substantial period of time to get ready for its intended use are capitalized (net of income on temporarily deployment of funds) as part of the cost of such assets. Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds.

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

3.12 Taxation

Income tax expense represents the sum of current and deferred tax. Tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised directly in equity or other comprehensive income, in such cases the tax is also recognised directly in equity or in other comprehensive income. Any subsequent change in direct tax on items initially recognised in equity or other comprehensive income is also recognised in equity or other comprehensive income, such change could be for change in tax rate.

Current tax provision is computed for Income calculated after considering allowances and exemptions under the provisions of the applicable Income Tax Laws. Current tax assets and current tax liabilities are off set, and presented as net.

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the Balance sheet and the corresponding tax bases used in the computation of taxable profit and are accounted for using the liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences, and deferred tax assets are generally recognised for all deductible temporary differences, carry forward tax losses and allowances to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, carry forward tax losses and allowances can be utilised. Deferred tax assets and liabilities are measured at the applicable tax rates. Deferred tax assets and deferred tax liabilities are off set, and presented as net.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available against which the temporary differences can be utilised.

3.13 Revenue recognition and other operating income

Sale of goods

Revenue is recognized at the fair value of consideration received or receivable and represents the net invoice value of goods supplied to third parties after deducting discounts, volume rebates and outgoing sales tax and are recognized either on delivery or on transfer of significant risk and rewards of ownership of the goods. Revenue is inclusive of excise duty and excise duty is presented separately to present revenue net of excise duty.

Revenue from the sale of power is recognised when the electricity is supplied and measured based on contractually agreed tariff rates.

Other Operating Income

Incentives on exports and other Government incentives related to operations are recognised in books after due consideration of certainty of utilization/receipt of such incentives.



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Other Income

Interest

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

3.14 Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the year. 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 year.

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

3.15 Provisions and contingencies

Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a 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. If the effect of the time value of money is material, provisions are discounted using equivalent period government securities interest rate. Unwinding of the discount is recognised in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

Contingencies

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements. Contingent assets are not recognised. However, when the realisation of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognised as an asset.

3.16 Exceptional items

Exceptional items refer to items of income or expense within the Statement of Profit and Loss from ordinary activities which are non-recurring and are of such size, nature or incidence that their separate disclosure is considered necessary to explain the performance of the Company.

3.17 Current versus non-current classification

The Company presents assets and liabilities in statement of financial position based on current/non-current classification.

The Company has presented non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013 notified by MCA.

An asset is classified as current when it is:

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

All other assets are classified as non-current.



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A liability is classified as current when:

- a) It is expected to be settled in normal operating cycle,
- b) It is held primarily for the purpose of trading,
- c) It is due to be settled within twelve months after the reporting period, or
- d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

3.18 Government grants

Government grants with a condition to purchase, construct or otherwise acquire long-term assets are initially measured based on grant receivable under the scheme, such grants are recognised in the Profit and Loss Statement on a systematic basis over the useful life of the asset. Amount of benefits receivable in excess of grant income accrued based on usage of the assets is accounted as deferred income. Changes in estimates are recognised prospectively over the remaining life of the assets. Government revenue grants relating to costs are deferred and recognised in the Profit and Loss Statement over the period necessary to match them with the costs that they are intended to compensate.

3.19 Recent Ind AS Pronouncement

Standards issued but not yet effective

Ind AS 115 - Revenue from Contracts with Customers

In March 2018, the Ministry of Corporate Affairs had notified Ind AS 115 (Revenue from Contracts with Customers) which would be applicable for accounting periods beginning on or after 1 April 2018. This Standard establishes the principles that an entity shall apply to report useful information to users of financial statements about the nature, amount, timing and uncertainty of revenue and cash flows arising from a contract with a customer. Revenue is recognised when a customer obtains control of a promised good or service. The standard replaces Ind AS 18 Revenue and Ind AS 11 Construction contracts and related appendices.

The Company is in the process of assessing the detailed potential impact of Ind AS 115, Revenue from Contracts with Customer on its financial statements and related disclosures. Presently, the Company is not able to reasonably estimate the impact that application of Ind AS 115 is expected to have on its financial statements.

Appendix B to Ind AS 21 Foreign currency transactions and advance consideration

In March 2018, the Ministry of Corporate Affairs (MCA) has notified Appendix B to Ind AS 21, Foreign currency transactions and advance consideration which would be applicable for accounting periods beginning on or after 1 April 2018. The appendix clarifies how to determine the date of transaction for the exchange rate to be used on initial recognition of a related asset, expense or income where an entity pays or receives consideration in advance for foreign currency-denominated contracts.

Presently the Company is not able to reasonably estimate the impact of the application of the appendix B on the financial statements.

4. Critical accounting estimates, assumptions and judgements

In the process of applying the Company's accounting policies, management has made the following estimates, assumptions and judgements, which have significant effect on the amounts recognised in the financial statement:

(a) Property, plant and equipment

External adviser or internal technical team assess the remaining useful lives and residual value of property, plant and equipment. Management believes that the assigned useful lives and residual value are reasonable.



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On transition to IND AS, the Company has adopted optional exemption under Ind AS 101 for fair valuation of property, plant and equipment, subsequent to fair valuation depreciation has been charged on fair valued amount less estimated salvage value. Property, plant and equipment also represent a significant proportion of the asset base of the Company. Therefore, the estimates and assumptions made to determine their carrying value and related depreciation are critical to the Company's financial position and performance.

(b) Intangibles

Internal technical or user team assess the remaining useful lives of Intangible assets. Management believes that assigned useful lives are reasonable.

Before transition to IND AS, the company has revisited the useful life of the assets and the impact of change in life on transition is considered in opening carrying values. Also all Intangibles are carried at net book value on transition.

(c) Income taxes

Management judgment is required for the calculation of provision for income taxes and deferred tax assets and liabilities. The Company reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the financial statements.

(d) Contingencies

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

(e) Allowance for uncollected accounts receivable and advances

Trade receivables do not carry any interest and are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when management deems them not to be collectible.

(f) Insurance claims

Insurance claims are recognised when the Company have reasonable certainty of recovery. Subsequently any change in recoverability is provided for.

(g) Liquidated damages

Liquidated damages payable are estimated and recorded as per contractual terms; estimate may vary from actuals as levy by customer.

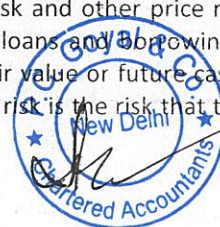
5. Financial risk management

5.1 Financial risk factors

The Company's principal financial liabilities, other than derivatives, comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to manage finances for the Company's operations. The Company has loan and other receivables, trade and other receivables, and cash and short term deposits that arise directly from its operations. The Company also enters into derivative transactions. The Company's activities expose it to a variety of financial risks:

i) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, investments, and derivative financial instruments. Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Interest rate risk is the risk that the fair value



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or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. This is based on the financial assets and financial liabilities held as of March 31, 2018 and March 31, 2017.

ii) Credit risk

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss.

iii) Liquidity risk.

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses.

Risk management is carried out by the treasury department under policies approved by the board of directors. The treasury team identifies, evaluates and hedges financial risks in close co-operation with the Company's operating units. The board provides principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, and credit risk, use of derivative financial instruments and non-derivative financial instruments, and investment of excess liquidity.

Market Risk

The sensitivity analysis excludes the impact of movements in market variables on the carrying value of post-employment benefit obligations provisions and on the non-financial assets and liabilities. The sensitivity of the relevant Statement of Profit and Loss item is the effect of the assumed changes in the respective market risks. The Company's activities expose it to a variety of financial risks, including the effects of changes in foreign currency exchange rates and interest rates. The Company uses derivative financial instruments such as foreign exchange forward contracts and interest rate swaps of varying maturity depending upon the underlying contract and risk management strategy to manage its exposures to foreign exchange fluctuations and interest rate.

(a) Foreign exchange risk and sensitivity

The Company transacts business in Indian Rupee and in foreign currency. The Company has obtained foreign currency loans and has foreign currency trade payables and receivables and is therefore, exposed to foreign exchange risk. Certain transactions of the Company act as a natural hedge as a portion of both assets and liabilities are denominated in similar foreign currencies. For the remaining exposure to foreign exchange risk, the Company adopts a policy of selective hedging based on risk perception of the management. Foreign exchange hedging contracts are carried at fair value.

The following table demonstrates the sensitivity in the USD to the Indian Rupee with all other variables held constant. The impact on the Company's profit before tax and other comprehensive income due to changes in the fair value of monetary assets and liabilities including foreign currency derivatives hedging contracts is given below:

Particulars	Net monetary items in respective currency outstanding on reporting date	Change in currency exchange rate	(Amount in ₹)
			Effect on profit before tax
For the year ended March 31, 2010			
USD	(6,081,800)	+ 5%	(19,827,321)
		- 5%	19,827,321
For the year ended March 31, 2017			
USD	(7,606,000)	+ 5%	(24,660,554)
		- 5%	24,660,554

The assumed movement in exchange rate sensitivity analysis is based on the currently observable market environment. Summary of exchange difference accounted in Statement of Profit and Loss:



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(Amount in ₹)

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Currency fluctuations		
Net foreign exchange gain/(losses) shown as operating expenses	224,924	(1,637,505)
Derivatives		
Currency forwards shown as finance cost	18,154,442	(4,864,596)
Interest rate swaps shown as finance cost	17,688,129	28,731,507
Total	36,067,495	22,229,406

Particulars of unhedged foreign currency exposures as at the reporting date

(Foreign Currency)

Particulars	As at March 31, 2018	As at March 31, 2017
Interest Bearing Borrowings		
USD	6,084,800	7,606,000

(b) Interest rate risk and sensitivity

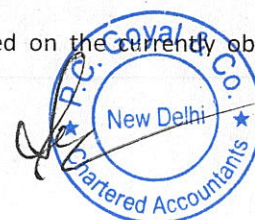
The Company's exposure to the risk of changes in market interest rates relates primarily to long term debt. The Company has entered into interest rate swap contracts, in which it agrees to exchange, at specific intervals, the difference between fixed and variable interest amounts calculated by reference to an agreed upon principal amount. The management also maintains a portfolio mix of floating and fixed rate debt. Borrowings issued at variable rates expose the company to cash flow interest rate risk. As of March 31, 2018, after taking into account the effect of interest rate swaps, approximately 50.47% of the Company's borrowings are at a fixed rate of interest (March 31, 2017: 46.79%). Borrowings issued at fixed interest rate exposes the company to fair value interest rate risk.

With all other variables held constant, the following table demonstrates the impact of borrowing cost on floating rate portion of loans and borrowings and loans on which interest rate swaps are taken.

(Amount in ₹)

Interest rate sensitivity	Increase/Decrease in basis points	Effect on profit before tax
For the year ended March 31, 2018		
INR	+50	-1,677,828
	-50	1,677,828
YEN	+50	-1,590,346
	-50	1,590,346
USD	+50	-73,671
	-50	73,671
For the year ended March 31, 2017		
INR	+50	-2,216,750
	-50	2,216,750
YEN	+50	-1,923,694
	-50	1,923,694
USD	+50	-93,405
	-50	93,405

The assumed movement in basis points for interest rate sensitivity analysis is based on the currently observable market environment.



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(Amount in ₹)

Particulars	Year ended	
	March 31, 2018	March 31, 2017
Expense / (gain) recognized in profit and loss account towards interest rate swaps	-35,842,571	-23,866,911

Credit risk

The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks, mutual funds and financial institutions and other financial instruments.

- Trade Receivables

The Company extends credit to customers in normal course of business. The Company considers factors such as credit track record in the market and past dealings for extension of credit to customers. The Company monitors the payment track record of the customers. Outstanding customer receivables are regularly monitored. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets. The Company has also taken advances and security deposits from its customers & distributors, which mitigate the credit risk to an extent.

The ageing of unsecured trade receivable is as below:

The ageing analysis of trade receivables as on the reporting date is as follows:

(Amount in ₹)

Particulars	Neither due nor impaired	Past due			Total
		upto 6 months	6 to 12 months	Above 12 months	
As at March 31, 2018					
Trade receivable					
Unsecured considered good	77,354,128	2,028,101	3,667,956	6,055,195	89,105,380
As at March 31, 2017					
Trade receivable					
Unsecured considered good	51,247,034	-	-	6,055,195	57,302,229

- Financial instruments and cash deposits

The Company considers factors such as track record, size of the institution, market reputation and service standards to select the banks with which balances and deposits are maintained. Generally, the balances are maintained with the institutions with which the Company has also availed borrowings. The Company does not maintain significant cash and deposit balances other than those required for its day to day operations.

Liquidity risk

The Company's objective is to; at all times maintain optimum levels of liquidity to meet its cash and collateral requirements.. In case of temporary short fall in liquidity to repay the bank borrowing/operational short fall , the company uses mix of capital infusion and borrowing from its holding company. However, the company envisage that such short fall is temporary and the company would generate sufficient cash flows as per approved projections.

The table below provides undiscounted cash flows towards non-derivative financial liabilities and net-settled derivative financial liabilities into relevant maturity based on the remaining period at the balance sheet to the contractual maturity date.

(Amount in ₹)

Particulars	Carrying Amount	On demand	Ageing as at 31st March 2018			Total
			< 6 months	6-12 months	> 1 years	
Interest bearing borrowings	1,535,469,646	191,657,677	174,847,036	205,023,505	963,941,428	1,535,469,646
Trade payable	14,513,185	-	14,513,185	-	-	14,513,185
Other liabilities	22,296,067	-	22,296,067	-	-	22,296,067
Total	1,572,278,898	191,657,677	211,656,288	205,023,505	963,941,428	1,572,278,898



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Particulars	Carrying Amount	On demand	Ageing as at 31st March 2017			Total
			< 6 months	6-12 months	> 1 years	
Interest bearing borrowings	1,648,885,882	205,500,000	127,804,356	167,732,203	1,147,849,323	1,648,885,882
Trade payable	16,495,102	-	16,495,102	-	-	16,495,102
Derivative liabilities	8,525,891	-	-	-	8,525,891	8,525,891
Other liabilities	103,256,905	65,149,666	38,107,239	-	-	103,256,905
Total	1,777,163,780	270,649,666	182,406,697	167,732,203	1,156,375,214	1,777,163,780

The Company is required to maintain ratios (including total debt to EBITDA / net worth, EBITDA to gross interest, debt service coverage ratio and secured coverage ratio) as mentioned in the loan agreements at specified levels. In the event of failure to meet any of these ratios these loans become callable at the option of lenders, except where exemption is provided by lender.

The Company has the following undrawn borrowing facilities (**Unused lines of credit**):

(Amount in ₹)

Particulars	As at March 31, 2018	As at March 31, 2017
Secured	-	27,155,153
Total	-	27,155,153

Interest rate and currency of borrowings

The below details do not necessarily represents foreign currency or interest rate exposure to the income statement, since the Group has taken derivatives for offsetting the foreign currency and interest rate exposure.

(Amount in ₹)

Particulars	Total Borrowing	Floating Rate Borrowing	Fixed Rate Borrowing	Weighted Average Rate
USD	396,546,416	16,162,160	380,384,256	8.48%
YEN	348,896,557	348,896,557	-	12.14%
INR	790,026,673	395,387,331	394,639,342	11.70%
Total as on 31st March 2018	1,535,469,646	760,446,048	775,023,598	10.83%
USD	493,211,070	20,101,950	473,109,120	8.59%
YEN	414,002,486	414,002,486	-	12.47%
INR	741,672,326	443,349,915	298,322,411	12.52%
Total as on 31st March 2017	1,648,885,882	877,454,351	771,431,531	11.07%

Competition and price risk

The Company faces competition from local and foreign competitors. Nevertheless, it believes that it has competitive advantage in terms of high quality products and by continuously upgrading its expertise and range of products to meet the needs of its customers.

Capital risk management

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The primary objective of the Company's capital management is to maximize the shareholder value. The Company's primary objective when managing capital is to ensure that it maintains an efficient capital structure and healthy capital ratios and safeguard the Company's ability to continue as a going concern in order to support its business and provide maximum returns for shareholders. The Company also proposes to maintain an optimal capital structure to reduce the cost of capital. No changes were made in the objectives, policies or processes during the year ended March 31, 2018 and March 31, 2017.



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For the purpose of the Company's capital management, capital includes issued capital, compulsorily convertible debentures, share premium and all other equity reserves. Net debt includes, interest bearing loans and borrowings, trade and other payables less cash and short term deposits, excluding discontinued operations.

The Company monitors capital using a gearing ratio, which is net debt divided by total capital. Net debt is calculated as loans and borrowings less cash and cash equivalents.

The Gearing ratio for FY 2017-18 and FY 2016-17 is as under:

Particulars	(Amount in ₹)	
	As at March 31, 2018	As at March 31, 2017
Loans and borrowings	1,535,469,646	1,648,885,882
Less: cash and cash equivalents	4,504,851	4,398,601
Net debt	1,530,964,795	1,644,487,281
Equity	1,539,411,995	1,435,284,871
Total capital	3,070,376,790	3,079,772,152
Gearing ratio	49.86%	53.40%

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches of the financial covenants of any interest bearing loans and borrowing for reported periods.

6. Fair value of financial assets and liabilities

Set out below is a comparison by class of the carrying amounts and fair value of the Company's financial instruments that are recognised in the financial statements.

Particulars	(Amount in ₹)			
	As at March 31, 2018		As at March 31, 2017	
	Carrying amount	Fair Value	Carrying amount	Fair Value
Financial assets designated at fair value through profit and loss				
Derivatives - not designated as hedging Instruments				
- Forward contracts	42,055,673	42,055,673	-	-
- Interest rate swaps	-14,738,993	-14,738,993	-	-
Financial assets designated at amortised cost				
Cash and bank balances	4,504,851	4,504,851	4,398,601	4,398,601
Trade and other receivables	89,105,380	89,105,380	57,302,229	57,302,229
Other financial assets	162,722,943	162,722,943	256,177,467	256,177,467
	283,649,854	283,649,854	317,878,297	317,878,297
Financial liabilities designated at fair value through profit or loss				
Derivatives - not designated as hedging instruments				
- Forward Contracts	-	-	-23,901,231	-23,901,231
- Interest rate swaps	-	-	32,427,122	32,427,122
Financial liabilities designated at amortised cost				
Borrowings- fixed rate	775,023,598	775,023,598	771,431,531	771,431,531
Borrowings- floating rate	760,446,048	760,446,048	877,454,351	877,454,351
Trade & other payables	14,513,185	14,513,185	16,495,102	16,495,102
Other financial liabilities	22,296,067	22,296,067	103,256,905	103,256,905
	1,572,278,898	1,572,278,898	1,777,163,780	1,777,163,780



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Fair Valuation techniques

The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The following methods and assumptions were used to estimate the fair values:

- 1) Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- 2) Long-term fixed-rate and variable-rate receivables / borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings is not material different from carrying values. For fixed interest rate borrowing fair value is determined by using the discounted cash flow (DCF) method using discount rate that reflects the issuer's borrowings rate. Risk of non-performance for the company is considered to be insignificant in valuation.
- 3) The fair values of derivatives are estimated by using pricing models, where the inputs to those models are based on readily observable market parameters basis contractual terms, period to maturity, and market parameters such as interest rates, foreign exchange rates, and volatility. These models do not contain a high level of subjectivity as the valuation techniques used do not require significant judgement, and inputs thereto are readily observable from actively quoted market prices. Management has evaluated the credit and non-performance risks associated with its derivative counterparties and believe them to be insignificant and not warranting a credit adjustment.
- 4) The fair value of fixed interest bearing loans, borrowings and deposits is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities.
- 5) IND AS 101 allow Company to fair value property, plant and machinery on transition to IND AS, the Company has fair valued property, plant and equipment, and the fair valuation is based on replacement cost approach.

Fair Value hierarchy

The following table provides the fair value measurement hierarchy of Company's asset and liabilities, grouped into Level 1 to Level 3 as described below:

- Quoted prices / published NVA (unadjusted) in active markets for identical assets or liabilities (level 1). It includes fair value of financial instruments traded in active markets and are based on quoted market prices at the balance sheet date and financial instruments like mutual funds for which net assets value(NAV) is published mutual fund operators at the balance sheet date.
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2). It includes fair value of the financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on the company specific estimates. If all significant inputs required to fair value an instrument are observable. Derivatives included interest rate swaps and foreign currency forwards.
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3). If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Fair value hierarchy

The following table provides the fair value measurement hierarchy of Company's asset and liabilities, grouped into Level 1 to Level 3 as described below:

Assets / Liabilities measured at fair value(Accounted)	(Amount in ₹)		
	As at March 31, 2018		
	Level 1	Level 2	Level 3
Financial assets			
Derivatives - not designated as hedging instruments			
- Forward contracts		42,055,673	
- Interest rate swaps		-14,738,993	



Timarpur Okhla Waste Management Company Private Limited

Statement of Significant Accounting Policies & Notes to Financial Statements

Note No-28

(Amount in ₹)

Assets / Liabilities measured at fair value(Accounted)	As at March 31, 2017		
	Level 1	Level 2	Level 3
Financial liabilities			
Derivatives - not designated as hedging instruments			
- Forward contracts		-23,901,231	
- Interest rate swaps		32,427,122	

Assets / Liabilities for which fair value is disclosed

(Amount in ₹)

Particulars	As at March 31, 2018		
	Level 1	Level 2	Level 3
Financial liabilities			
Borrowings- fixed rate		775,023,598	
Other financial liabilities		22,296,067	

(Amount in ₹)

Particulars	As at March 31, 2017		
	Level 1	Level 2	Level 3
Financial liabilities			
Borrowings- fixed rate		771,431,531	
Other financial liabilities		103,256,905	

During the year ended March 31, 2018 and March 31, 2017, there were no transfers between Level 1 and Level 2 fair value measurements, and no transfer into and out of Level 3 fair value measurements.

Following table describes the valuation techniques used and key inputs to valuation within level 2 and 3, and quantitative information about significant unobservable inputs for fair value measurements within Level 3 of the fair value hierarchy as of March 31, 2018 and March 31, 2017, respectively:

a) Assets / Liabilities measured at fair value

Particulars	Fair value hierarchy	Valuation technique	Inputs used	Quantitative information about significant unobservable inputs
Financial assets				
Derivatives - not designated as hedging instruments				
- Forward contracts	Level 2	Market valuation techniques	Forward foreign currency exchange rates, Interest rates to discount future cash flow	-
- Interest rate swaps	Level 2	Market valuation techniques	Prevailing/forward interest rates in market, Interest rates to discount future cash flow	-
Financial liabilities				
Derivatives - not designated as hedging instruments				
- Forward contracts	Level 2	Market valuation techniques	Forward foreign currency exchange rates, Interest rates to discount future cash flow	-
- Interest rate swaps	Level 2	Market valuation techniques	Prevailing/forward interest rates in market, Interest rates to discount future cash flow	-



Timarpur Okhla Waste Management Company Private Limited

Statement of Significant Accounting Policies & Notes to Financial Statements

Note No-28

b) Assets / Liabilities for which fair value is disclosed

Particulars	Fair value hierarchy	Valuation technique	Inputs used
Financial liabilities			
Other borrowings- fixed rate	Level 2	Discounted Cash Flow	Prevailing interest rates in market, Future payouts
Other financial liabilities	Level 2	Discounted Cash Flow	Prevailing interest rates to discount future cash flows

7. Segment information

Information about primary segment

The Company is engaged primarily into Power Generation. The Company's primary segment as identified by management is Electricity as products. The company operates into one primary segment.

Segments have been identified taking into account nature of product and differential risk and returns of the segment.

Information about Geographical Segment – Secondary

The Company's operations are located in India and company's product is also sold in India. Therefore, there is no geographical segment.

8. Derivative financial instruments

The Company uses foreign currency forward and Interest rate swap contracts to manage some of its transactions exposure. The details of derivative financial instruments are as follows:

(Amount in ₹)

Particulars	As at March 31, 2018	As at March 31, 2017
Assets		
Interest rate Swap	-14,738,993	-
Forward/options	-	-
Composite Swap *	42,055,673	-
Total	27,316,680	-
Liabilities		
Interest rate Swap	-	32,427,122
Forward/options	-	-
Composite Swap *	-	-23,901,231
Total	-	8,525,891
Bifurcation of above derivatives instrument in Current & Non-Current		
Current (Liability)/Asset		-
Non-Current (Liability)/Asset	27,316,680	-8,525,891

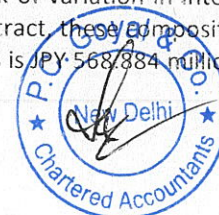
* Interest rate Swap and Forward Contract

Interest rate swaps

The company has variable interest foreign currency borrowings (ECB USD), to offset the risk of variation in interest rates, the company has entered into, fix pay and variable receipt, interest rate swaps, these swap contracts are in US\$. Outstanding amortised notional value of loan for swap contracts as on March 31, 2018 is US\$ 6.0848 million.

Composite Swap Forward Contracts

The company has variable interest foreign currency borrowings (ECB JPY), to offset the risk of variation in interest rates, the company has entered into, fix pay and variable receipt, interest rate swaps and forward contract, these composite swaps are in JPY. Outstanding amortised notional value of loan for composite swap as on March 31, 2018 is JPY 568.884 million.



Timarpur Okhla Waste Management Company Private Limited

Statement of Significant Accounting Policies & Notes to Financial Statements

Note No-28

9. Retirement benefit obligations

I. Expense recognised for Defined Contribution plan

Particulars	(Amount in ₹)	
	Year ended March 31, 2018	Year ended March 31, 2017
Company's contribution to provident fund	1,618,105	2,869,685
Company's contribution to ESI	93,636	25,242
Company's contribution to superannuation fund	-	-
Total	1,711,741	2,894,927

II. Movement in Defined Benefit Obligation

Particulars	(Amount in ₹)	
	Gratuity (funded)	leave encashment (unfunded)
Present value of obligation - April 1, 2017	-	-
Current service cost	909,102	4,215,668
Interest cost	-	-
Benefits paid	-	(746,393)
Acquisitions / Transfer in/ Transfer out	3,601,912	-
Remeasurements - actuarial loss/ (gain)	932,955	-
Present value of obligation - March 31, 2018	5,443,969	3,469,275
Present value of obligation - April 1, 2016	-	-
Current service cost	-	-
Interest cost	-	-
Benefits paid	-	-
Acquisitions / Transfer in/ Transfer out	-	-
Remeasurements - actuarial loss/ (gain)	-	-
Present value of obligation - March 31, 2017	-	-

III. Movement in Plan Assets – Gratuity

Particulars	(Amount in ₹)	
	Year ended March 31, 2018	Year ended March 31, 2017
Fair value of plan assets at beginning of year	-	-
Expected return on plan assets	254,900	-
Acquisitions / Transfer in/ Transfer out	3,601,912	-
Employer contributions	10,000	-
Benefits paid	-	-
Actuarial gain / (loss)	557,647	-
Fair value of plan assets at end of year	4,424,459	-
Present value of obligation	5,443,969	-
Net funded status of plan	(1,019,510)	-
Actual return on plan assets	812,547	-



Timarpur Okhla Waste Management Company Private Limited

Statement of Significant Accounting Policies & Notes to Financial Statements

Note No-28

IV. Recognised in profit or loss

Particulars	(Amount in ₹)	
	Gratuity	Compensated absence
Current Service cost	909,102	4,215,668
Interest cost	-	-
Expected return on plan assets	(254,900)	-
Remeasurement - Actuarial loss/(gain)	-	-
Past service cost	-	-
For the year ended March 31, 2018	654,202	4,215,668
Current Service cost	-	-
Interest cost	-	-
Expected return on plan assets	-	-
Remeasurement - Actuarial loss/(gain)	-	-
Past service cost	-	-
For the year ended March 31, 2017	-	-
Actual return on plan assets	812,547	-

V. Recognised in Other Comprehensive Income

Particulars	(Amount in ₹)	
	Gratuity	
Remeasurement - Actuarial loss/(gain)	375,308	
For the year ended March 31, 2018	375,308	
Remeasurement - Actuarial loss/(gain)	(679,048)	
For the year ended March 31, 2017	(679,048)	

VI. The principal actuarial assumptions used for estimating the Group's defined benefit obligations are set out below:

Weighted average actuarial assumptions	As at March 31, 2018	As at March 31, 2017
Attrition rate		
Discount Rate	7.75 % per annum	-
Expected Rate of increase in Compensation levels	6.50 % per annum	-
Expected Rate of Return on Plan Assets	7.75% per annum	-
	IALM 2006-08	
Mortality rate	Ultimate	-
Expected Average remaining working lives of employees (years)	24.3 years	-

VII. Estimate of expected Benefit Payments (in absolute terms i.e. Undiscounted)

Particulars	(Amount in ₹)	
	Gratuity	
01 Apr 2018 to 31 Mar 2019	915,547	
01 Apr 2019 to 31 Mar 2020	426,663	
01 Apr 2020 to 31 Mar 2021	478,416	
01 Apr 2021 to 31 Mar 2022	171,460	
01 Apr 2021 to 31 Mar 2023	282,788	
01 Apr 2023 onwards	4,237,632	



Timarpur Okhla Waste Management Company Private Limited

Statement of Significant Accounting Policies & Notes to Financial Statements

Note No-28

VIII. Statement of Employee benefit provision

Particulars	(Amount in ₹)	
	Year ended March 31, 2018	Year ended March 31, 2017
Gratuity	1,019,510	-
Compensated absences	3,469,275	-
Total	4,488,785	-

IX. Current and non-current provision for Gratuity and leave encashment

Particulars	(Amount in ₹)	
	Gratuity	Leave Encashment
For the year ended March 31, 2018		
Current provision	32,071	127,211
Non-current provision	987,439	3,342,064
Total Provision	1,019,510	3,469,275

Particulars	(Amount in ₹)	
	Gratuity	Leave Encashment
For the year ended March 31, 2017		
Current provision	-	-
Non-current provision	-	-
Total Provision	-	-

X. Employee benefit expenses

Employee benefit expenses	(Amount in ₹)	
	For the year ended March 31, 2018	For the year ended March 31, 2017
Salaries and Wages	82,036,080	83,242,334
Costs-defined contribution plan	2,365,943	3,719,207
Welfare expenses	3,678,656	4,220,920
Total	88,080,679	91,182,461

OCI presentation of defined benefit plan

-Gratuity is in the nature of defined benefit plan, Re-measurement gains/(losses) on defined benefit plans is shown under OCI as Items that will not be reclassified to profit or loss and also the income tax effect on the same.

-Leave encashment cost is in the nature of short term employee benefits.

10. Other disclosures

Auditors Remuneration

Particulars	(Amount in ₹)	
	Year ended March 31, 2018	Year ended March 31, 2017
I. Statutory Auditors		
i. Audit Fee	28,680	27,660
ii. Tax Audit Fee	-	13,800
Total	28,680	41,460

11. Borrowing cost and currency fluctuations capitalised

Particulars	(Amount in ₹)	
	Year ended March 31, 2018	Year ended March 31, 2017
Currency Fluctuation Capitalised	9,061,502	(27,444,487)



Timarpur Okhla Waste Management Company Private Limited

Statement of Significant Accounting Policies & Notes to Financial Statements

Note No-28

12. Contingent liabilities

i) Guarantees

Particulars	(Amount in ₹)	
	Year ended March 31, 2018	Year ended March 31, 2017
Bank Guarantees issued by the Company's bankers on behalf of the Company	9,221,216	18,169,201
Total	9,221,216	18,169,201

ii) Capital Commitment

Estimated Amount of contract remaining to be executed on capital account and not provided for (Net of advances)

Particulars	(Amount in ₹)	
	As at March 31, 2018	As at March 31, 2017
Property, Plant and Equipment	-	24,652,314

13. Related party transactions

In accordance with the requirements of IND AS 24, on related party disclosures, name of the related party, related party relationship, transactions and outstanding balances including commitments where control exists and with whom transactions have taken place during reported periods, are:

Related party name and relationship

1. Key Management personnel

S. No.	Name	Particulars
1	Mr. Umesh Chopra	Director
2	Mr. Dhananjaya Pati Tripathi	Independent Director
3	Mr. Rakesh Mathur (till 03.08.2017)	Independent Director
4	Mr. Neelesh Gupta	Whole-time Director
5	Mr. Hemant Kumar (till 18.10.2017)	CFO
6	Mr. Manoj Kumar Agarwal (w.e.f. 28.11.2017)	CFO

2. Ultimate Parent, Parent, Fellow Holding, Fellow subsidiaries and fellow step down subsidiaries.

S. No.	Name of the Entity	Relationship
1	JITF Infralogistics Limited	Ultimate Parent Company
2	JITF Urban Infrastructure Services Limited	Parent Company
3	JITF Urban Infrastructure Limited	Holding Company
4	JITF Water Infrastructure Limited	Fellow Holding
5	Jindal Rail Infrastructure Limited	Fellow Holding
6	JITF Water Infra (Naya Raipur) Limited	Fellow Step down Subsidiary
7	JITF ESIPL CETP (Sitarganj) Limited	Fellow Step down Subsidiary
8	JITF Industrial Infrastructure Development Company Limited	Fellow Step down Subsidiary
9	JITF Urban Waste Management (Ferozpur) Limited	Fellow Subsidiary
10	JITF Urban Waste Management (Jalandhar) Limited	Fellow Subsidiary
11	JITF Urban Waste Management (Bathinda) Limited	Fellow Subsidiary
12	Jindal Urban Waste Management (Vishakhapatnam) Limited	Fellow Subsidiary
13	Jindal Urban Waste Management (Tirupati) Limited	Fellow Subsidiary
14	Timarpur-Okhla Waste Management Company Private Limited	Fellow Subsidiary
15	Jindal Urban Waste Management (Guntur) Limited	Fellow Subsidiary
16	Jindal Urban Waste Management (Jodhpur) Limited	Fellow Subsidiary
17	Jindal Urban Waste Management (Jaipur) Limited	Fellow Subsidiary



Timarpur Okhla Waste Management Company Private Limited

Statement of Significant Accounting Policies & Notes to Financial Statements

Note No-28

3. Joint ventures/ associates

S. No.	Name of the Entity	Relationship
1	JWIL-SSIL (JV)	Joint Venture of fellow holding
2	SMC-JWIL(JV)	Joint Venture of fellow holding
3	JWIL-Ranhill (JV)	Joint Venture of fellow holding
4	TAPI-JWIL (JV)	Joint Venture of fellow holding
5	Eldeco SIDCUL Industrial Park Limited	Associate/Joint Venture of fellow holding
6	Ladurner SRL	Associate/Joint Venture of holding company

4. Trust under common control

S. No.	Name of the Entity	Relationship
1	JITF Urban Infrastructure Limited Employees Group Gratuity Assurance Scheme	Post employment benefit plan
2	Timarpur- Okhla Waste Management Company Private Limited Employees Group Gratuity Cash Accumulation Scheme	Post employment benefit plan

Related Parties Transactions

(Amount in ₹)

S.NO.	Particulars	Holding Company		Fellow Subsidiary Company	
		FY 2017-18	FY 2016-17	FY 2017-18	FY 2016-17
A	Transactions				
	Sale of Capital Items				
	JITF Urban Waste Management (Bathinda) Limited	-	-	105,730	-
	Purchase of Capital Items				
	JITF Urban Waste Management (Bathinda) Limited	-	-	1,176,271	-
	Expenses incurred by others and reimbursed by company				
	JITF Urban Infrastructure Limited	15,683,486	64,748,714	-	-
	JITF Water Infrastructure Limited	524,297	-	-	-
	Interest expense				
	JITF Urban Infrastructure Limited	19,619,641	-	-	-
	Interest Income				
	JITF Urban Infrastructure Limited	-	5,775,791	-	-
	Loan repaid during the year				
	JITF Urban Infrastructure Limited	307,500,000	336,000,000	-	-
	Loan taken during the year				
	JITF Urban Infrastructure Limited	276,000,000	518,000,000	-	-
B	Outstanding balances				
	Equity Share Capital by Holding				
	JITF Urban Infrastructure Limited	1,576,050,000	1,576,050,000	-	-
	Loan payable				
	JITF Urban Infrastructure Limited	191,657,677	205,500,000	-	-
	Payables				
	JITF Urban Infrastructure Limited	-	64,069,666	-	-
	Jindal ITF Limited	-	-	-	1,080,000
	Receivables				
	JITF Urban Infrastructure Limited	-	5,198,212	-	-



Timarpur Okhla Waste Management Company Private Limited

Statement of Significant Accounting Policies & Notes to Financial Statements

Note No-28

Remuneration to Key Management Personnel

(Amount in ₹)

Particulars	Year Ended March 31, 2018	Year Ended March 31, 2017
Short-Term employee benefits*	5,250,292	5,514,921
Post-Employment benefits		
- Defined contribution plan\$	283,987	203,742
- Defined benefit plan#	59,095	799,777
Total	5,593,374	6,518,440

* Including bonus, sitting fees and commission on accrual basis and value of perquisites

\$ Including PF and any other benefit

As the liability for gratuity and leave encashment are provided on actuarial basis for the company as a whole, amounts accrued pertaining to key managerial personnel are not included in above.

14. Income Tax Expense

(Amount in ₹)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Current tax	15,083,990	16686
Deferred Tax		
-Relating to origination & reversal of temporary differences	(26,221,485)	-
-Relating to Change in tax rate	-	-
MAT Credit Entitlement		
-MAT Credit	(15,083,990)	
Tax (expense)/income attributable to current year's profit	(26,221,485)	16686
Total Tax Expense	(26,221,485)	16686

Effective tax reconciliation

Numerical reconciliation of tax expense applicable to profit before tax at the statutory latest enacted tax rate in India to income tax expense reported is as follows:

(Amount in ₹)

Description	Year ended March 31, 2018	Year ended March 31, 2017
Net Loss(Income) before taxes	(130,619,506)	-
Enacted tax rates	27.820%	-
Computed tax Income (expense)	(36,338,347)	-
Increase/(reduction) in taxes on account of:		
Deferred Tax of previous years/reversal in next year	(1,419,217)	-
Other non deductible expenses	11,536,079	-
Income tax expense reported	(26,221,485)	-



Timarpur Okhla Waste Management Company Private Limited

Statement of Significant Accounting Policies & Notes to Financial Statements

Note No-28

15. Deferred Income Tax

The analysis of deferred tax expenses are as under:

Particulars	(Amount in ₹)	
	Year ended March 31, 2018	Year ended March 31, 2017
Book base and tax base of Fixed Assets	(425,920,965)	-
(Disallowance)/Allowance(net) under Income Tax	1,597,214	-
Brought forward losses set off	398,102,266	-
Total :	(26,221,485)	-

Component of tax accounted in OCI and equity

Description	(Amount in ₹)	
	Year ended March 31, 2018	Year ended March 31, 2017
Component of OCI		
Deferred Tax (Gain)/Loss on defined benefit	(104,411)	-

16. Earnings per share

The following is a reconciliation of the equity shares used in the computation of basic and diluted earnings per equity share:

(Number of shares)

Particulars	(Number of shares)	
	Year ended March 31, 2018	Year ended March 31, 2017
Issued equity shares	59,995,000	59,995,000
Weighted average shares outstanding - Basic and Diluted - A	59,995,000	59,995,000

Net profit available to equity holders of the Company used in the basic and diluted earnings per share was determined as follows:

(Amount in ₹)

Particulars	(Amount in ₹)	
	Year ended March 31, 2018	Year ended March 31, 2017
Profit and loss after tax - B	104,398,021	16,055,036
Basic Earnings per share (B/A) (₹)	1.74	0.27
Diluted Earnings per share (B/A) (₹)	1.74	0.27

The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the year.

The diluted EPS is calculated on the same basis as basic EPS, after adjusting for the effects of potential dilutive equity.

17. Government Grant

The Company has been sanctioned Government Grant of Rs.10 Crores from Ministry of New and Renewable Energy (WIE division) vide letter sanction letter no 10/5/2005 UICA (Vol. IV) dated 30th March 2017 out of which received Rs.10.0 Cr till 31st March 2018 (Previous Year Rs.4.50 Cr). The grant is awarded against a Central Scheme for "Programme on Energy Recovery from Municipal Solid Waste (MSW) during the year 2007-08. The Scheme provides financial assistance for setting up the new projects for Power generation from MSW. The company has received financial assistance at a flat rate of Rs 2 Crore per MW, subject to ceiling of 20% of project cost and Rs.10 crore whichever is less.

In terms of the Indian Accounting Standard (IND AS 20) "Accounting for Government Grants", Amount of grant receivable in excess of grant income accrued based on remaining life of the project is accounted as Government grant received in advance and has been credited to Statement of Profit and Loss on a systematic basis over remaining life of the project.



Timarpur Okhla Waste Management Company Private Limited

Statement of Significant Accounting Policies & Notes to Financial Statements

Note No-28

18. Previous year figures have been regrouped/rearranged, wherever considered necessary to conform to current years Classification.

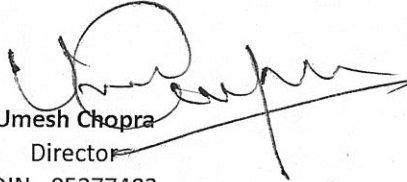
19. Notes 1 to 28 are annexed and form integral part of Financial Statements.

As per our report of even date attached
For P.C. Goyal & Co.
Chartered Accountants
Firm Registration No. 002368N

For and on behalf of the Board of Directors of
Timarpur-Okhla Waste Management Company Private Limited



M.P.Jain
Partner
M.No. 082407
Place : New Delhi
Dated ; 18th May 2018



Umesh Chopra
Director
DIN - 05277483



Neelesh Gupta
Director
Din - 06687420



Manoj Kumar Agarwal
CFO

Timarpur-Okhla Waste Management Company Private Limited

Statement of cash flows for the year ended March 31, 2018

(Amount in ₹)

PARTICULARS	Year ended March 31, 2018		Year ended March 31, 2017	
A. CASH INFLOW (OUTFLOW) FROM THE OPERATING ACTIVITIES				
NET PROFIT BEFORE TAX AND EXCEPTIONAL ITEMS		130,619,506		16,071,722
Adjustments for :				
Add/(Less)				
Depreciation	97,543,803		88,054,903	
Interest Expenses	176,446,047		188,008,872	
Interest Income	(532)	273,989,318	(5,776,209)	270,287,566
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES		404,608,824		286,359,288
Adjustments for :				
Inventories	(1,224,489)		(4,290,805)	
Trade Receivables	(31,803,151)		(9,222,292)	
Loans and advances and other assets	64,069,693		(27,654,063)	
Trade and Other Payables	(67,105,774)	(36,063,721)	65,325,962	24,158,802
CASH GENERATED FROM OPERATIONS BEFORE EXCEPTIONAL ITEMS		368,545,103		310,518,090
Tax Paid		(7,400,714)		(982,047)
NET CASH INFLOW / (OUTFLOW) FROM OPERATING ACTIVITIES		361,144,389		309,536,043
B. CASH INFLOW/(OUTFLOW) FROM INVESTMENT ACTIVITIES				
Purchase of Property Plant and Equipment	(70,638,536)		(166,486,573)	
Interest Received	5,198,744		577,997	
NET CASH INFLOW/(OUTFLOW)FROM INVESTING ACTIVITIES		(65,439,792)		(165,908,576)
C. CASH INFLOW/(OUTFLOW) FROM FINANCING ACTIVITIES				
Interest paid	(173,120,609)		(175,778,035)	
Proceeds/(Loan Repaid) to Subsidiary	(13,842,323)		182,000,000	
Increase/(Decrease) in Short Term Borrowings	27,331,622		(17,513,574)	
Increase/(Decrease) in Long Term Borrowings	(135,967,037)		(135,796,285)	
NET CASH INFLOW/(OUTFLOW) FROM FINANCING ACTIVITIES		(295,598,347)		(147,087,894)
NET CHANGES IN CASH AND CASH EQUIVALENTS		106,250		(3,460,427)
Cash and cash equivalents at beginning of the year		4,398,601		7,859,028
Cash and cash equivalents at end of the year		4,504,851		4,398,601

NOTE:

- Increase/(decrease) in long term and short term borrowings are shown net of repayments.
- Figures in bracket indicates cash out flow.
- The above cash flow statement has been prepared under the Indirect method set out in IND AS - 7 'Statement of Cash Flows'
- Long term borrowings is net of foreign currency fluctuation capitalised of Rs.90,61,502/- (Previous Year Rs.-2,74,44,487/-)
- The accompanying notes forms an integral part of these financial statements.

As per our report of even date attached

For P.C. Goyal & Co.

Chartered Accountants
Firm Registration No. 002368N

M.P. Jain

M.P.Jain
Partner

M.No. 082407

Place : New Delhi

Dated : 18th May 2018



For and on behalf of the Board of Directors of
Timarpur-Okhla Waste Management Company Private Limited

Umesh Chopra

Umesh Chopra
Director
DIN - 05277483

Manoj Kumar Agarwal
Manoj Kumar Agarwal
CFO

Neelesh Gupta

Neelesh Gupta
Whole Time Director
DIN - 06687420

Timarpur-Okhla Waste Management Company Private Limited

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2018

A. Equity Share Capital

(Amount in ₹)

As at April 1, 2016	599,950,000
Changes in equity share capital during F.Y.2016-17	-
Balance as at March 31, 2017	599,950,000
Changes in equity share capital during F.Y.2017-18	-
Balance as at March 31, 2018	599,950,000

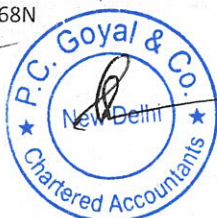
B. Other Equity

Particulars	Reserves and Surplus		Items of Other Comprehensive Income	Total
	Securities Premium Reserve	Retained Earnings	Re-measurement of the net defined benefit Plans	
Balance as at April 1, 2016	976,100,000	(157,197,047)	(302,166)	818,600,787
Total Comprehensive Income for the year 2016-17	-	16,055,036	-	16,055,036
Re-measurements of the net defined benefit Plans	-	-	679,048	679,048
Balance as at March 31, 2017	976,100,000	(141,142,011)	376,882	835,334,871
Total Comprehensive Income for the year 2017-18	-	104,398,021	-	104,398,021
Re-measurements of the net defined benefit Plans	-	-	(270,897)	(270,897)
Balance as at March 31, 2018	976,100,000	(36,743,990)	105,985	939,461,995

As per our report of even date attached

For P.C. Goyal & Co.
Chartered Accountants
Firm Registration No. 002368N

M.P.Jain
Partner
M.No. 082407
Place : New Delhi
Dated : 18th May 2018



For and on behalf of the Board of Directors of
Timarpur-Okhla Waste Management Company Private Limited

(Signature)

Umesh Chopra
Director
DIN - 05277483

(Signature)
Manoj Kumar Agarwal
CFO

(Signature)
Neelesh Gupta
Whole Time Director
DIN - 06687420

Timarpur-Okhla Waste Management Company Private Limited
Notes to Financial Statements

1. Property, Plant and Equipment

(Amount in ₹)

Particulars	Buildings	Plant and Equipments	Office Equipments	Furniture and Fixtures	Vehicles	Computers	Total
Gross Block							
As at April 1, 2016	299,358,705	2,724,186,793	1,755,952	1,307,025	1,526,297	602,590	3,028,737,362
Additions	-	26,790,332	895,089	283,275	-	1,568,978	29,537,674
Disposal/Adjustments	-	-27,444,487	-	-	-	-	-27,444,487
As at March 31, 2017	299,358,705	2,723,532,638	2,651,041	1,590,300	1,526,297	2,171,568	3,030,830,549
Additions	96,476,583	77,628,965	427,199	31,388	-	553,066	175,117,201
Disposal/Adjustments	-	9,061,502	1,617	2,513	-	19,676	9,085,308
As at March 31, 2018	395,835,288	2,810,223,105	3,079,857	1,624,201	1,526,297	2,744,310	3,215,033,058
Accumulated Depreciation							
As at April 1, 2016	16,137,006	149,870,630	718,300	779,270	453,702	243,569	168,202,477
Charge for the year	7,365,728	79,521,736	404,105	323,825	226,710	118,935	87,961,039
Disposal/Adjustments	-	-	-	-	-	-	-
As at March 31, 2017	23,502,734	229,392,366	1,122,405	1,103,095	680,412	362,504	256,163,516
Charge for the year	8,997,900	87,067,644	401,997	125,319	226,710	608,885	97,428,455
Disposal/Adjustments	-	-5	1,528	2,512	-	19,676	23,711
As at March 31, 2018	32,500,634	316,460,005	1,525,930	1,230,926	907,122	991,065	353,615,682
Net carrying amount							
As at March 31, 2016	283,221,699	2,574,316,163	1,037,652	527,755	1,072,595	359,021	2,860,534,885
As at March 31, 2017	275,855,971	2,494,140,272	1,528,636	487,205	845,885	1,809,064	2,774,667,033
As at March 31, 2018	363,334,654	2,493,763,100	1,553,927	393,275	619,175	1,753,245	2,861,417,376

2. Intangible Assets

Particulars	Software
Gross Block	
As at April 1, 2016	385,819
Additions	157,182
Disposal/Adjustments	-
As at March 31, 2017	543,001
Additions	90,270
Disposal/Adjustments	-
As at March 31, 2018	633,271
Accumulated Depreciation	
As at April 1, 2016	164,347
Charge for the year	93,864
Disposal/Adjustments	-
As at March 31, 2017	258,211
Charge for the year	115,348
Disposal/Adjustments	-
As at March 31, 2018	373,559
Net carrying amount	
As at March 31, 2016	221,472
As at March 31, 2017	284,790
As at March 31, 2018	259,712



Timarpur-Okhla Waste Management Company Private Limited
Notes to Financial Statements

(Amount in ₹)

Particulars	As at	
	March 31, 2018	March 31, 2017
3. Other non-current financial assets		
Security Deposits		
- Unsecured, considered good	183,799	173,885
Derivative Financial Asset	27,316,680	-
Total Other non current financial assets	27,500,479	173,885
4. Inventories		
Stores and spares	59,351,915	58,127,426
Total Inventories	59,351,915	58,127,426
5. Trade receivables		
Unsecured		
Considered good	89,105,380	57,302,229
Total Trade Receivables	89,105,380	57,302,229
6. Cash and cash equivalents		
Balances with Banks		
On current accounts	4,484,210	4,398,601
Cash on hand	20,641	-
Total Cash and Cash equivalents	4,504,851	4,398,601
7. Other current financial assets		
Earnest money deposit	2,932,650	3,890,700
Interest receivable*	-	5,198,212
Other receivables (financial assets) #	159,606,494	246,914,670
Total other financial assets	162,539,144	256,003,582
* Refer Note no 28.13 for details of interest receivable from related party. # Includes REC & Carbon Credits Receivables.		
8. Current tax assets (net)		
Advance taxation (net of provision)	-	975,913
Total Current Tax Assets	-	975,913
9. Other current assets		
Advances to vendors	3,270,220	3,121,462
Advance to Employees	336,988	382,876
Other receivables	2,592,853	5,825,784
Total Other Current Assets	6,200,061	9,330,122
10. Equity Share Capital		
Authorised		
(i) 62,000,000 Equity Shares of ₹ 10/- each	620,000,000	620,000,000
Issued	620,000,000	620,000,000
59,995,000 Equity Shares of 10/-each fully paid up	599,950,000	599,950,000
Subscribed and fully paid up	599,950,000	599,950,000
59,995,000 Equity Shares of 10/-each fully paid up	599,950,000	599,950,000
Total Equity Share Capital	599,950,000	599,950,000
(a) Reconciliation of the number of shares:		
Equity shares		
Shares outstanding as at the beginning of the year	59,995,000	59,995,000
Shares outstanding as at the end of the year	59,995,000	59,995,000
(b) Details of shareholders holding more than 5% shares in the company:		

Name of Shareholders	As March 31, 2018		As March 31, 2017	
	No. of shares	% of holding	No. of shares	% of holding
JITF Urban Infrastructure Limited*	59995000	100	59995000	100
Total	59995000	100	59995000	100

* Including 6 Shares held by Person/Companies as nominees of JITF Urban Infrastructure Limited



Timarpur-Okhla Waste Management Company Private Limited
Notes to Financial Statements

(Amount in ₹)

Particulars	As at March 31, 2018	As at March 31, 2017
(c) Terms/Rights attached to equity shares		
The Company has only one class of equity shares having a par value of ₹ 1.0/- per equity share. Each equity shareholder is entitled to one vote per share.		
(d) Nature and Purpose of Reserves		
Security premium reserve is created when shares are issued at premium. The Company may issue fully paid-up bonus shares to its members out of the security premium reserve account and can use this reserve for buy-back of shares.		
Retained Earnings represent the undistributed profits of the Company.		
Other Comprehensive Income Reserve represent the balance in equity for items to be accounted in Other Comprehensive Income. OCI is classified into i). Items that will not be reclassified to profit and loss ii). Items that will be reclassified to profit and loss.		
11. Non Current borrowings		
a) Secured		
(i) Term Loan from banks	201,877,534	329,256,068
(ii) External Commercial Borrowings from Banks	559,082,230	725,770,845
Secured Non Current borrowings	760,959,764	1,055,026,913
(i) Term loan from ICICI Bank outstanding amount Rs.36,75,00,004/- (Including Rs 16,33,33,328 in current maturity) carries interest@12.35% (ICICI Bank @ 3.4%) repayable in 12 quarterly equal installments from September,2017. Loan is Secured by way of First pari passu charge on all movable fixed assets both , present or future and First charge on all book debts, operating cash flows, revenues & receivables of the company, present & future; pari passu charge with working capital lenders and term lenders. Loan is also secured by Irrevocable Corporate Guarantee of Jindal Saw Limited.		
(ii) External Commercial Borrowings from bank for USD 60,84,800-Rs 39,65,46,416 (Including Rs. 9,91,36,604 in current maturity), as on 31st March 2018 & USD 76,06,000 Rs 49,32,11,070 (Including Rs. 9,06,42,214 in current maturity) as on 31st March 2017 carries interest @ 8.65% p.a. repayable in 20 half yearly structured installments. Another External Commercial Borrowings from bank for Japanese Yen 56,88,84,000 - Rs 34,88,96,557 (Including Rs. 8,72,24,139 in current maturity) as on 31st March 2018 & Japanese Yen 71,11,05,000 = Rs 41,40,07,496 (Including Rs 8,28,00,497 in current maturity) as on 31st March 2017 interest @ 12.14% p.a. repayable in 20 half yearly structured installments. Loan is repayable as under:- FY 2019-20: Rs.27,95,41,115/- and FY 2020-21:Rs .27,95,41,115/- (Secured against hypothecation by way of first charge of movable fixed assets of the company, both present and future, all book debts & intangible assets and corporate guaranteed by JITF Urban Infrastructure Limited and Jindal ITF Limited and undertaking by Jindal Saw Limited). The loan is also secured against pledged of 1,79,98,500 equity shares of the company.		
(iii) The term loan from ICICI bank as on 31.03.2018 is net of Grant of Rs.10,00,00,000/- (Previous year Rs.4,50,00,000/-) received from Ministry of New and Renewable Energy (WTE division) vide letter sanction letter no 10/5/2005-UICA (Vol. IV) dated 30th March 2017.		
(iv) There is no default in repayment of principal and interest thereon.		
(v) Loan is net of amortisation cost.		
b) Unsecured		
Inter-corporate loan *	202,981,665	92,822,411
Unsecured Non Current borrowings	202,981,665	92,822,411
Total Non Current Borrowings	963,941,429	1,147,849,324
* Loan is repayable in 3 years from date of last disbursement i.e. 20th November 2017 and carries interest @ 11%		
12. Other non-current financial liabilities		
Derivative Financial Liability	-	8,525,891
Total other non-current financial liabilities	-	8,525,891
13. Provisions		
Provision for Employee benefits		
- Gratuity	987,479	-
- Leave Encashment	3,342,064	-
Total Non current Provisions	4,329,503	-
14. Deferred tax liabilities (Net)		
Temporary difference		
A. Deferred Tax Liability		
Difference between book & tax base related to fixed assets	425,920,965	-
Total Deferred Tax Liabilities	425,920,965	-
B. Deferred Tax Assets		
(i) Disallowance under Income Tax Act	1,597,214	-
(ii) Carried Forward losses	398,206,677	-
Total Deferred Tax Assets	399,803,891	-
C. Total Temporary Differences	26,117,074	-
D. Mat Credit Entitlement	15,083,990	-
Net Deferred Tax Liabilities (C-D)	11,033,084	-



Timarpur-Okhla Waste Management Company Private Limited
Notes to Financial Statements

(Amount in ₹)

Particulars	As at March 31, 2018	As at March 31, 2017
15. Other non-current liabilities		
Government Grant (refer note no. 28.17)	85,714,285	90,476,190
Total other non-current liabilities	85,714,285	90,476,190
16. Current borrowings		
a) Secured		
From banks		
Working capital demand loans	30,176,469	2,844,847
Secured borrowings	30,176,469	2,844,847
b) Unsecured		
Loans from related parties *	191,657,677	205,500,000
Unsecured borrowings	191,657,677	205,500,000
Total current borrowings	221,834,146	208,344,847
Secured by First Pari Passu charge over Book debts and other Receivables and First charge over all other current assets. Facility is also secured by second charge over movable fixed assets and corporate guarantee of Jindal ITF Limited.		
* Refer Note no 28.13 for details of Loan from related party.		
17. Trade payables		
Others	9,208,647	11,814,122
Micro and Small Enterprises*	5,304,538	4,680,980
Total Trade payables	14,513,185	16,495,102
* Principal amount outstanding as at the year end, there is no overdue amount of principal and interest due to Micro and small enterprises. During the year, no interest has been paid to such parties. This information has been determined to the extent such parties have been identified on the basis of information available with the Company		
18. Other current financial liabilities		
Current Maturities of Long Term debts-Secured	349,694,071	292,691,711
Interest Accrued but not due	7,244,443	3,919,005
Capital Creditors	9,518,905	29,715,494
Security Deposit	30,000	30,000
Payable to related parties *	-	65,149,666
Other outstanding financial liabilities	7,386,150	4,447,740
Dues to Employees	3,116,569	-
Total other financial liabilities	371,990,138	395,948,616
* Refer Note no 28.13 for details of payable to related party.		
19. Other current liabilities		
Advance from customer	102,004	-
Statutory Dues	9,188,905	1,992,182
Government Grant (refer note no. 28.17)	4,761,905	4,761,905
Total other current liabilities	14,052,814	6,754,087
20. Current provisions		
Provision for Employee benefits		
Gratuity	52,071	-
Leave Encashment	127,211	-
Total current provisions	159,282	-
21. Current Tax Liabilities (Net)		
Provision for income tax	7,548,785	-
Total Current tax liabilities (Net)	7,548,785	-



Timarpur-Okhla Waste Management Company Private Limited
Notes to Financial Statements

(Amount in ₹)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
22. Gross revenue from operations		
a) Sale of products		
Sale of Power	565,806,585	491,822,524
Total Sale of products	565,806,585	491,822,524
b) Other Operating revenues		
Income from sale of Carbon Credit	-	4,193,170
Sale of Renewable Energy Certificates	7,800,900	-
Government Grant	4,761,905	4,761,905
Total Other Operating revenues	12,562,805	8,955,075
Total Revenue from operations	578,369,390	500,777,599

Timarpur-Okhla Waste Management Company Private Limited
Notes to Financial Statements

(Amount in ₹)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
23. Other income		
Interest Income	532	5,776,209
Scrap Sale	6,009,947	-
Other Non Operating Income*	56,522	6,503,423
Total other income	6,067,001	12,279,632
* Includes Excess Provision Written back & Miscellaneous Income		
24. Employee benefit expenses		
Salary and Wages	82,036,080	83,242,334
Contribution to Provident and other funds	2,365,943	3,719,207
Workmen & Staff welfare expenses	3,678,656	4,220,920
Total Employee benefit expenses	88,080,679	91,182,461
25. Finance Cost		
a) Interest Expense		
- on Term loans	137,841,083	171,750,369
- on Bank Borrowings	1,292,335	1,935,496
- Other Interest	37,312,629	14,323,007
b) Bank and Finance charges	986,357	1,110,105
c) Net (gain)/loss on derivatives	(35,842,571)	(23,866,911)
Total Finance Cost	141,589,833	165,252,066
26. Depreciation and amortisation		
Depreciation	97,428,454	87,961,039
Amortisation	115,340	93,804
Total Depreciation and amortisation	97,543,803	88,054,903
27. Other expenses		
Stores and Spares Consumed	45,873,986	45,071,161
Power and Fuel	2,316,247	2,266,569
Ash Handling Charges	26,727,313	28,950,688
Water Charges	929,341	777,217
Repairs to Plant and Machinery	7,143,264	20,360,522
Rent	750,000	1,353,000
Rates and Taxes	62,424	165,758
Insurance	2,890,476	2,723,697
Repair and Maintenance-Others	2,108,895	7,486,439
Travelling and Conveyance	3,184,047	2,657,536
Vehicle Upkeep and Maintenance	93,195	136,425
Postage and Telephones	391,686	983,092
Legal and Professional Fees	4,747,198	7,703,496
Directors' Meeting Fees	188,669	357,339
Auditors' Remuneration	28,680	41,460
Purchase of Renewable Energy Certificates	3,891,750	-
Advertisement	5,900	-
Forwarding Charges (net)	297,002	165,133
Unscheduled Interchange Charges	4,905,630	4,354,493
Other Selling Expenses	7,628,441	9,845,956
Bad Debts written off	-	347,077
Net foreign currency (gain)/loss - operating expenses	(224,924)	1,637,505
Miscellaneous Expenses	12,663,350	15,111,516
Total other expenses	126,602,570	152,496,079





SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST March, 2018

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

To,

The Members,

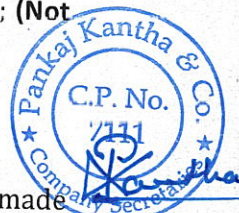
TIMARPUR-OKHLA WASTE MANAGEMENT COMPANY LIMITED
{Formerly known as TIMARPUR-OKHLA WASTE MANAGEMENT COMPANY PRIVATE LIMITED}

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **TIMARPUR-OKHLA WASTE MANAGEMENT COMPANY 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's books, 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 audit period covering the financial year ended on 31st March, 2018 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 **TIMARPUR-OKHLA WASTE MANAGEMENT COMPANY LIMITED** for the financial year ended on 31st March, 2018 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; **(Not applicable to the company during the Audit Period)**
- (iii) The Depositories Act, 1996 and the Regulations and Byc-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **Not applicable to the company during the Audit Period)**





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

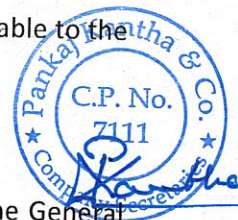
- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, **(Not applicable to the company during the Audit Period)**
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; **(Not applicable to the company during the Audit Period)**
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(Not applicable to the company during the Audit Period)**
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999. **(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; **(Not applicable to the company during the Audit Period)**
- (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; **(Not applicable to the company during the Audit Period)**
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and **(Not applicable to the company during the Audit Period)**
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the company during the Audit Period)**

We further report that having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis and representation made by the Company and its officers, the Company has complied with

- a) Electricity Act, 2003 & The Electricity Rules, 2005 and
- b) Applicable Environmental Laws and Rules made thereunder and other laws applicable to the Company.

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards with regard to Meetings of Board of Directors (SS-1) and the General Meetings (SS-2) issued by The Institute of Company Secretaries of India.





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

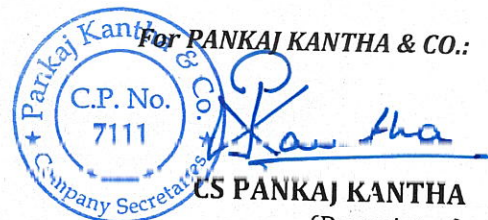
Whereas in terms of the provisions of Section 203 of The Companies Act, 2013, the company was required to have certain Key Managerial Personnel (KMP). The Company has not appointed a Company Secretary in terms of the provisions of Section 203 of the Companies Act, 2013.

However, we have been intimated that the Board has resolved the appointment of Mr. Nitish Kumar as a Company Secretary w.e.f. 1st August, 2018 in their Board Meeting held on 27th July, 2018.

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. All decisions at Board Meetings and committee meetings are carried out unanimously as recorded in the minutes of the Meetings of the board of Directors or Committee of the Board, as the case may be.

We further report that based on the information provided by the Company, its officers and authorised representatives during the conduct of Audit and review of Internal Auditor's Report, periodical Compliance Reports are taken on record by the Audit Committee / Board of Directors of the Company. In our opinion 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.



CS PANKAJ KANTHA

(Proprietor)

ACS No.:19829

C P No.: 7111

Place: New Delhi
Date: 27/07/2018

*This report is to be read with our letter of even date which is annexed as **Annexure-1** and forms an integral part of this report.





'Annexure -1'

To,

The Members,
TIMARPUR-OKHLA WASTE MANAGEMENT COMPANY LIMITED
A-1, UPSIDC Industrial Area, Nandgaon Road,
Kosi Kalan, Distt. Mathura - 281403 (U.P.)

CORPORATE & LEGAL ADVISOR'S

Our Secretarial Audit Report for the financial year ended 31st March, 2018 is to be read along with this letter.

Management's Responsibility

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
4. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

Disclaimer

5. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
6. We have not verified the correctness and appropriateness of financial records and books of account of the Company.

For PANKAJ KANTHA & CO.:



Pankaj Kantha
CS PANKAJ KANTHA
(Proprietor)
ACS No.:19829
C P No.: 7111

Place: New Delhi
Date: 27/07/2018





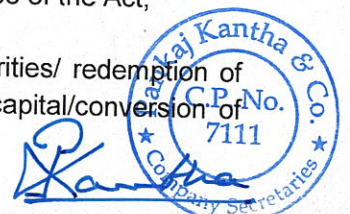
FORM NO. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

Certificate by a PCS

We have examined the registers, records and books and papers of **M/S TIMARPUR- OKHLA WASTE MANAGEMENT COMPANY LIMITED ("Formerly known as TIMARPUR- OKHLA WASTE MANAGEMENT COMPANY PRIVATE LIMITED")** (the Company) as required to be maintained under the Companies Act, 2013 ('the Act') and the rules made there under for the financial year ended on 31st March, 2018. In our opinion and to the best of my information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- (A) The annual return states the facts as at the close of the aforesaid financial year correctly and adequately.
- (B) During the aforesaid financial year the company has complied with provisions of the Act & Rules made there under in respect of:
1. its status under the Act ;
 2. maintenance of registers/records & making entries therein within the time prescribed therefor;
 3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time ;
 4. calling/convening/holding meetings of Board of directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
 5. closure of register of members/Security holders, as the case may be. **Not Applicable**
 6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act; **Not Applicable**
 7. contracts/arrangements with related parties as specified in section 188 of the Act;
 8. issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares/securities and issue of security certificates in all instances ;





9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;
Not Applicable
10. declaration/payment of dividend; transfer of unpaid/unclaimed dividend/ other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
Not Applicable
11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof ;
12. constitution /appointment /re-appointments /retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them *(The Company has been unable to appoint a Company Secretary in terms of provisions of Companies Act, 2013 during the year. However, the Company has appointed a Company Secretary w.e.f. August 01, 2018);*
13. appointment/reappointment/filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. acceptance/renewal/repayment of deposits;
Not Applicable
16. borrowings from its directors, members, public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable;
17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;
18. alteration of the provisions of the memorandum and/or articles of association of the company;
Not Applicable



For PANKAJ KANTHA & CO.
COMPANY SECRETARIES
PANKAJ KANTHA
Proprietor
C. P. No. : 7111

Place: New Delhi
Date: October 30, 2018

