



CORPORATE INFORMATION

Board of Directors

Kumkum Agarwal
Saket Agarwal
Vivek Harinarain
A. S. Seshadri

Company Secretary

Sarita Khamwani

Auditors

M/s B. M. Chaturvedi & Co.
32, Jolly Maker Chambers II,
Nariman Point,
Mumbai – 400021

Registered Office

141, Jolly Maker Chambers II,
14th Floor, Nariman Point,
Mumbai – 400021
Tel: +91 22 23665333
Fax: +91 22 23649236
Email: hq@starlog.in
cs@starlog.in
Website: <https://www.starlog.in>
CIN: L63010MH1983PLC031578

Bankers

Axis Bank Limited
Bank of India
The Jammu & Kashmir Bank Limited
UCO Bank
ICICI Bank Limited
IDBI Bank
HDFC Bank Limited
YES Bank Limited
Bank of Baroda

Registrar and Share Transfer Agent

Bigshare Services Private Limited
Bharat Tin Works Building, 1st Floor, Opp Vasant Oasis,
Makwana Road, Next to Keys Hotel, Marol,
Andheri (East), Mumbai 400 059
Tel: +91 022 – 62638200| Fax: 62638299
Website : www.bigshareonline.com
Email : investor@bigshareonline.com

CORPORATE OFFICE:

3B Shree Pant Bhuvan, 2nd Floor,
Mamasahab Varkar Bridge Mumbai-400007

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ANNUAL GENERAL MEETING

Date : Saturday, 14th December, 2019
Time : 4.00 p.m.
Venue : Sangam Hall, Agarwal Bhawan,
100/C Marine Drive, Next to Indian Oil Petrol
Pump, Mumbai 400 002.

Date of Book Closure: 7th December, 2019 to
14th December, 2019



STANDALONE FINANCIAL RESULTS FOR LAST 5 YEARS

(₹ In Crores)

Particulars	*2018-19	2017-18	2016-17	2015-16	2014-15
Gross Receipts	29.43	28.66	63.55	90.29	77.43
Gross Profit before Interest and depreciation	9.17	(1.14)	25.44	52.44	32.63
Less: Interest	(22.94)	(21.15)	(29.26)	(29.53)	(31.50)
Less: Depreciation	(14.26)	(16.66)	(20.58)	(24.11)	(22.59)
Add: Any Extra ordinary (Loss)/ Income	-	26.95	-	-	1.55
Profit/(Loss) Before Tax	(28.03)	(12.00)	24.40	(1.20)	(19.90)
Less: Provision for Taxation	-	-	-	-	-
Add/(Less): Reversal /(Provision) of Deferred Tax	-	-	(0.92)	(0.46)	6.21
Add/(less):Reversal/(Provision) for Tax for earlier year	-	-	-	-	-
Profit/(Loss) After Tax	(28.03)	(12.00)	(23.48)	(0.74)	(13.69)
Add: Profit brought forward from earlier	-	-	-	-	-
Year	-	(9.05)	14.43	15.17	28.86
Net Profit available for appropriation	-	(21.05)	(9.05)	14.43	15.17
Interim Dividend on Equity Share (including Corporate Dividend Tax)	-	-	-	-	-
Proposed Dividend (including Corporate Dividend Tax)	-	-	-	-	-
Transfer to General Reserve	-	-	-	-	-
Balance Carried to Balance Sheet	-	(21.00)	(9.00)	14.43	15.17
Gross Block	461.67	464.55	554.86	554.87	606.10
Net Worth	111.89	139.68	152.87	175.68	198.47
Debt: Equity	-	1.64:1	1.05:1	0.98:1	1.08:1
Cash Profit	-	4.66	(2.90)	23.37	8.90

* Figures are as per IND-AS





NOTICE

Notice is hereby given that Thirty Fifth Annual General Meeting (AGM) of the members of **Starlog Enterprises Limited** (Company) will be held on Saturday, December 14, 2019 at 4.00 p.m. at Sangam Hall, Agarwal Bhawan, 100/C Marine Drive, Next to Indian Oil Petrol Pump, Mumbai 400 002, to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt:
 - a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2019 together with the Reports of the Board of Directors and Auditors thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 together with the Report of Auditors thereon.
2. To appoint Mrs. Kumkum Agarwal (DIN: 00944021), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS

3. To consider and if thought fit, to pass the following Resolution as a **Special Resolution**:

Appointment of Shri. Vivek Harinarain (DIN 00870158), as an Independent Director of the Company, not liable to retire by rotation

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013(“the Act”) , rules made thereunder and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or reenactment(s) thereof for the time being in force) (“SEBI Listing Regulations”) , Shri. Vivek Harinarain (DIN 00870158), has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act signifying his intention to propose the candidature of Shri. Vivek Harinarain for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from 30th September, 2019 upto 29th September, 2024.

4. To consider and if thought fit, to pass the following Resolution as a Special Resolution:

Appointment of Shri Seshadri (DIN 08449681), as an Independent Director of the Company, not liable to retire by rotation

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013(“the Act”) , rules made thereunder and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or reenactment(s) thereof for the time being in force) (“SEBI Listing Regulations”) , Shri. Seshadri (DIN 08449681), has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act signifying his intention to propose the candidature of Shri. Seshadri for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from conclusion from this Annual General Meeting till the conclusion of Annual General Meeting to be held in year 2024.

**By order of the Board of Directors
For Starlog Enterprises Limited**

**Shilpa_Agarwal_
Company Secretary**

Place : Mumbai
Date : 14th November, 2019

Registered Office:

141, Jolly Maker Chambers II,
14th Floor, Nariman Point,
Mumbai – 400021

Tel: +91 22 2366 5333

Fax: +91 22 2364 9236

Email: hq@starlog.in
cs@starlog.in

CIN: L63010MH1983PLC031578

**NOTES:**

1. Pursuant to SS-2 issued by the Institute of Company Secretaries of India, the route map for reaching the meeting venue showing the prominent landmarks is given elsewhere in this notice.
2. PURSUANT TO SECTION 105 OF THE COMPANIES ACT, 2013, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
3. The instrument appointing proxy should however, be deposited at the Registered Office of the Company not less than forty eight (48) hours before the commencement of the Meeting. A person can act as a proxy on behalf of the members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A Proxy form is enclosed herewith. Proxies submitted on behalf of limited companies, societies etc., must be supported by an appropriate resolution/ authority as applicable.
4. Every member entitled to vote at a meeting of the Company, or on any resolution to be moved thereat, shall be entitled, during the period beginning twenty-four hours before the time fixed for the commencement of the 35th Annual General Meeting and ending with the conclusion of the said Annual General Meeting, to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than three days of notice in writing of the intention so to inspect is given to the Company.
5. In terms of the Articles of Association of the Company read with Section 152 of the Companies Act, 2013, Mrs. Kumkum Agarwal, retires by rotation at the ensuing AGM and being eligible, offers herself for re-appointment. The Board of Directors of your Company recommends her re-appointment.
6. The Brief details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Directors proposed to be appointed/re-appointed at the AGM is annexed hereto.
7. Corporate members are requested to send a duly certified copy of the Board resolution authorizing their representatives to attend and vote on their behalf at the AGM.
8. Members/proxies should fill in the attendance slip for attending the Meeting and bring their attendance slip along with their copy of Annual Report to the Meeting.
9. In case of joint holders attending the Meeting, only one such joint holder who is the first in the order of names will be entitled to vote.
10. Members who hold share(s) in electronic form are requested to write their DP Id and Client Id number and those who hold share(s) in physical form are requested to write their folio numbers in the attendance slip for attending the Meeting to facilitate their identification at the Meeting.
11. Members holding shares in the physical form are requested to advise any change of address immediately to the Company/ Registrar and Transfer Agents (RTA) viz., Bigshare Services Private Limited (hereinafter referred to as "RTA").
12. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 7th December, 2019 to Saturday, 14th December, 2019 (both days inclusive) for the purpose of Annual General Meeting.
13. As Beneficial Owners as at the end of business hours on 6th December, 2019 as per the list provided by National Securities Depository Limited and Central Depository Services (India) Limited in respect of the shares held in the electronic form. As Members in the Register of Members of the Company after giving effect to valid transfers in physical form lodged with the Company upto Friday, 6th December, 2019.
14. Non-resident Indian members are requested to inform RTA immediately on:
 - a. the change in the residential status on return to India for permanent settlement and
 - b. the particulars of the bank accounts maintained in India with complete name of bank, branch, account type, account number and address of the bank, if not furnished earlier.
15. For the proper conduct of the meeting and participation of the members, the members are requested to handover the enclosed attendance slip duly signed as per their specimen signature(s) registered with the Company for admission to the meeting hall.



16. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days between 11.00 a.m. and 1.00 p.m. up to the date of the Meeting, except Saturdays.
17. Members are hereby informed that Company had declared Interim Dividend on 31 march 2011 and 31st March, 2012 and for which Company has already transferred the amount to IEPF on April 12,2018 and December 13th,2018 respectively and that there are no unclaimed/Unpaid amount lying in the Company hence no claim lies against the Company in respect thereof. Further the Company transferred 37,567 shares of 282 shareholders to IEPF on November 5,2018.

The members/claimants whose shares, unclaimed dividend, sale proceeds of fractional shares etc. have been transferred to IEPF may claim their shares or apply for refund by making an application to the IEPF Authority in e-Form IEPF-5. Members are requested to claim all the unpaid/unclaimed dividend to avoid transfer of dividend or shares as the case may be to the IEPF Account and are requested to contact Bigshare Services Private Limited, the RTA of the Company for claiming the dividend. Members desirous of getting any information relating to accounts and operation of the Company are requested to send their queries at least 7 days in advance of the Meeting so that the information required may be made available at the Meeting.

18. The Securities and Exchange Board of India (SEBI) vide circular dated April 20, 2018 and July 16, 2018 has mandated the submission of Permanent Account Number (PAN) and Bank Account details of security holders and every market participant. The shareholders whose PAN and Bank account details are not available with the Company / RTA have been sent a letter at their last known address and subsequently two reminders as well. Members holding shares in physical form can submit their PAN to the Company / RTA, Bigshare Services Private Limited.
19. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send their share certificates to Bigshare Services Private Limited (RTA), for consolidation into a single folio.
20. The members of the Company holding their shares in physical form or in dematerialized form, who have not registered their e-mail IDs and Mobile number with the Company or Depository Participant to receive documents like Notice, Annual Reports and alike correspondence through electronic mode, are requested to send their e-mail IDs and Mobile number either to the Company's id: cs@starlog.in or Registrars and Transfer Agent or to their respective Depository Participant.
21. As per SEBI notification dated June 8, 2018 regarding amendment to Regulation 40 of SEBI (LODR) Regulations, 2015, transfer of shares would be mandated in demat form only. Shareholders are advised to take note of the same.
22. Members are requested to:
 - a. consider dematerializing the equity shares held by them;
 - b. intimate the Company's Registrar and Share Transfer Agent/ their Depository Participant (DP) change, if any, in their registered address at an early date;
 - c. quote ledger folio numbers and/or DP Id and Client Id Number in all their correspondence;
 - d. inform the Registrar and Share Transfer Agent of the Company the particulars of Bank Account Number with the name of the Bank and its Branch;
 - e. direct all correspondence to the Registrar & Share Transfer Agent of the Company;
 - f. bring their copies of the Annual Report and the Attendance Slips with them at the Annual General Meeting; and
 - g. Exercise due diligence, to prevent fraudulent transactions and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long;

23. Electronic copy of the Notice of the Thirty Fifth Annual General Meeting of the Company inter-alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email ids are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the Thirty fifth Annual General Meeting of the Company inter-alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.

24. Voting through electronic means

- I. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and in pursuance to regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide to its members the facility to exercise their right to vote at the Thirty Fourth Annual General Meeting by electronic means and the business may be transacted through e-voting services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).



The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

The remote e-voting period commences on 11th December, 2019 (9:00 am) and ends on 13th December, 2019 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 9th December, 2019, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of December 09, 2019. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. December 09, 2019, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or jibu@bigshareonline.com or cs@starlog.in.

The facility for voting through remote e-voting / ballot paper / Poling Paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

The procedure to login to e-Voting website consists of two steps as detailed hereunder:

Step 1 : Log-in to NSDL e-Voting system

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/>.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details will be as per details given below :
 - a) **For Members who hold shares in demat account with NSDL:** 8 Character DP ID followed by 8 Digit Client ID (For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****).
 - b) **For Members who hold shares in demat account with CDSL:** 16 Digit Beneficiary ID (For example if your Beneficiary ID is 12***** then your user ID is 12*****).
 - c) **For Members holding shares in Physical Form:** EVEN Number followed by Folio Number registered with the company (For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***).
5. Your password details are given below:
 - a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need enter the 'initial password' and the system will force you to change your password.
 - c. How to retrieve your 'initial password'?
 - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii. If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:



- a. Click on “[Forgot User Details/Password?](#)”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b. “[Physical User Reset Password?](#)” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - d. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
 8. Now, you will have to click on “Login” button.
 9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2 : Cast your vote electronically on NSDL e-Voting system.

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
3. Select “EVEN” of the Company.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
6. Upon confirmation, the message “Vote cast successfully” will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail csritulparmar@gmail.com to with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.

Please note the following:

A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.



The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith

Other information:

- o Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder.
- o It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.

In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evoting.nsdl.com> or contact NSDL at the following toll free no.: 1800-222-990.

25. The Annual Report is available on the website of the Company i.e. on www.starlog.in for download purposes.
26. The Register of Director's Shareholding & Key Managerial Personnel maintained under Section 171 of the Companies Act, 2013, will be available for inspection by the Members at the Annual General Meeting.

**By order of the Board of Directors
For Starlog Enterprises Limited**

**Shilpa_Agarwal_
Company Secretary**

Place : Mumbai
Date : 14th November, 2019

Registered Office:

141, Jolly Maker Chambers II,
14th Floor, Nariman Point,
Mumbai – 400021

Tel: +91 22 2366 5333

Fax: +91 22 2364 9236

Email: hq@starlog.in

cs@starlog.in

CIN: L63010MH1983PLC031578

**STATEMENT PURSUANT TO REGULATION 36(3) OF SEBI
(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

ANNEXURE I

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT IN THE THIRTY FOURTH ANNUAL GENERAL MEETING:

NAME OF DIRECTOR	MRS. KUMKUM AGARWAL
Date of Birth	02/05/1946
Date of appointment/re-appointment	29/09/2017
Qualification	HSC
Experience and Expertise in Specific Functional area	Mrs. Kumkum Agarwal is having experience in successfully managing day to day affairs of large number of Companies.
Directorships held in other companies	1. AGBROS Glass Works (India) Private Limited 2. AGBROS Leasing & Finance Private Limited 3. Sayuri Infrastructure Private Limited 4. Tagus Engineering Private Limited 5. Highgate Terminals Private Limited 6. Starport Logistics Limited 7. Kandla Container Terminal Private Limited 8. Oblique Trading Private Limited
Committee positions held in other companies	Nil
No. of shares held in Starlog Enterprises Limited	Nil
Nature of Relationship	Mrs. Kumkum Agarwal is mother of Mr. Saket Agarwal

NAME OF DIRECTOR	MR. VIVEK HARINARAIN
Date of Birth	12/02/1956
Date of appointment/re-appointment	14/12/2019
Qualification	HSC
Experience and Expertise in Specific Functional area	Mr. Vivek Harinarain is having experience in successfully managing day to day affairs of large number of Companies.
Directorships held in other companies	1. Tennex Consulting Private Limited 2. Thinkwin Learning Solutions Private Limited 3. Kodaikanal International School
Committee positions held in other companies	Nil
No. of shares held in Starlog Enterprises Limited	Nil
Nature of Relationship	Nil

NAME OF DIRECTOR	MR. SESHADRI
Date of Birth	22/06/1952
Date of appointment/re-appointment	13/05/2019
Qualification	SSLC
Experience and Expertise in Specific Functional area	Mr. Seshadri is having experience in successfully managing day to day affairs of large number of Companies.
Directorships held in other companies	Nil
Committee positions held in other companies	Nil
No. of shares held in Starlog Enterprises Limited	Nil
Nature of Relationship	Nil



ANNEXURE TO NOTICE

EXPLANATORY STATEMENT AS REQUIRED PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND DISCLOSURE UNDER REGULATION 36 (3) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

The following statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

Pursuant to Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 read with Schedule IV to the Companies Act, 2013. The Performance of the Independent Directors of the Company has been satisfactory throughout the term. The Board of Directors in its meeting held on 14th August, 2019 has accorded approval for Appointment of Independent Directors. The following is the profile of the Independent Directors of the Company.

SPECIAL BUSINESS:**Item no1: Appointment of Shri. Vivek Harinarain (DIN : 00870158)**

Shri Vivek Harinarain, 63 years old, is a Non-Executive Independent Director of the Company. He joined the Board of the Company in the year 2019 and serving as an Independent Director and Chairman of Audit Committee from the year 2019. He has around 36 years of experience in Government, Private sector, Corporate and Financial management, successfully managed and resolved issues involving Technology, Social conflict, Human Resources development, Infrastructure, Economic and Financial resource allocation in various assignments in the State and Government Of India.

The brief profile of Shri Vivek Harinarain, Independent Director seeking continuation of Directorship as required under Regulations 36(3) of SEBI (Listing Obligations and Disclosure requirements), 2015 and Secretarial Standard –(SS-2) on General Meetings are given as below:-

Name	Shri. Vivek Harinarain
DIN	00870158
Date of Birth	12/02/1956
Nationality	Indian
Date of Appointment	Appointed as an Independent Director as per Companies Act, 2013 on 29/05/019
Qualifications	He is a Post Graduate from the Lucknow University besides having done his Masters in Social Policy and Planning from the London School of Economics.
Expertise in specific functional areas	Trained in some of the most premier institutions in India and abroad including the Lal Bahadur Shastri National Academy of Administration, Indian Institute of Foreign Trade, Institute of Financial Management and Reconstruction (IFMR).
List of Other Directorship	1. Tennex Consulting Private Limited 2. Kodaikanal International School 3. Thinkwin Learning Solutions Private Limited
Chairmanship/Membership of Committees of other Boards	
The Attendance of meeting of Board and Committees	During the year Shri. Vivek Harinarain attended all the meeting of Board of Directors and Committees of Starlog Enterprises Limited.
Details of Remuneration (Sitting fees)	(5000 per meeting)
Details of proposed change in the remuneration	NIL
Company's Shares held (No. of shares)	NIL
Relationship with other Directors ,Manager and other KMP	NIL

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors proposes the Appointment of Shri. Vivek Harinarain (DIN 00870158) as Independent Director, for a term of five years from conclusion of this Annual General Meeting till the conclusion of Annual General Meeting to be held in year 2024, not liable to retire by rotation. The Company has, in terms of Section 160 (1) of the Act received in writing a notice from a member, proposing his candidature for the office of Director.

The Board based on the Recommendation of Nomination and Remuneration Committee considers that given his background and experience his expertise would be beneficial to the Company.

The Company has received a declaration from Shri. Vivek Harinarain to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

In the opinion of the Board, Shri Vivek Harinarain fulfils the conditions specified in the Act and SEBI Listing Regulations for appointment as Independent Director and is independent of the management of the Company. The terms and conditions of his



appointment shall be open for inspection by the Members at the Registered Office of the Company during the normal business hours on any working day (i.e. except Saturday, Sunday and Public holidays) during 10:00 a.m. to 4:00 p.m. and will also be kept open at the venue of the AGM.

Except Shri Vivek Harinarain and his relatives, none of the Directors and Key Managerial Personnel of the Company and their respective relatives are, in anyway, concerned or interested, in the Resolution set out at Item No. 3 of this Notice.

Item no. 2: Appointment of Shri. Seshadri (DIN : 08449681)

Shri Seshadri, 67 years, is a Non-Executive Independent Director of the Company. He joined the Board of the Company in the year 2019 and serving as an Independent Director. He has around 40 years of experience in various fields relating to mechanical engineering.

The brief profile of Shri Seshadri, Independent Director seeking continuation of Directorship as required under Regulations 36(3) of SEBI (Listing Obligations and Disclosure requirements), 2015 and Secretarial Standard –(SS-2) on General Meetings are given as below:-

Name	Shri. Seshadri
DIN	08449681
Date of Birth	22/06/1952
Nationality	Indian
Date of Appointment	Appointed as an Independent Director as per Companies Act, 2013 on 13/05/019
Qualifications	He holds a diploma in mechanical engineering.
Expertise in specific functional areas	Trained in some of the most premier institutions in India and holds experience of working in transport corporation for government and factory and estate manager for various company.
List of Other Directorship	None
Chairmanship/Membership of Committees of other Boards	
The Attendance of meeting of Board and Committees	During the year Shri. Seshadri attended all the meeting of Board of Directors and Committees of Starlog Enterprises Limited.
Details of Remuneration (Sitting fees)	(` 5000 per meeting)
Details of proposed change in the remuneration	NIL
Company's Shares held (No. of shares)	NIL
Relationship with other Directors ,Manager and other KMP	NIL

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors proposes the Appointment of Shri. Seshadri (DIN 08449681) as Independent Director, for a term of five years from conclusion of this Annual General Meeting till the conclusion of Annual General Meeting to be held in year 2024, not liable to retire by rotation.. The Company has, in terms of Section 160 (1) of the Act received in writing a notice from a member, proposing his candidature for the office of Director.

The Board based on the Recommendation of Nomination and Remuneration Committee considers that given his background and experience his expertise would be beneficial to the Company.

The Company has received a declaration from Shri. Seshadri to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

In the opinion of the Board, Shri. seshadri fulfils the conditions specified in the Act and SEBI Listing Regulations for appointment as Independent Director and is independent of the management of the Company. The terms and conditions of his appointment shall be open for inspection by the Members at the Registered Office of the Company during the normal business hours on any working day (i.e. except Saturday, Sunday and Public holidays) during 10:00 a.m. to 4:00 p.m and will also be kept open at the venue of the AGM.

Except Shri Seshadri and his relatives, none of the Directors and Key Managerial Personnel of the Company and their respective relatives are, in anyway, concerned or interested, in the Resolution set out at Item No. 4 of this Notice.

**By order of the Board of Directors
For Starlog Enterprises Limited**

**Place: Mumbai
Date: November 14, 2019**

**Shilpa Agarwal
Company Secretary**





DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure in presenting the Thirty Fifth Annual Report together with the audited statement of accounts for the financial year ended on 31st March, 2019.

Financial Results

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

(Rs. in Lakhs)

Particulars	Standalone	
	2018-19	2017-18
Gross Receipts	2,943.18	2,865.65
Gross Profit before Interest and Depreciation	917.15	(96.67)
Less : Finance Cost	2,293.62	2,132.18
Less : Depreciation	1,426.12	1,665.87
Loss Before Tax	(2,802.59)	(3,894.72)
Add/(Less): Reversal /(Provision) of Deferred Tax	0.00	0.00
Exceptional Item	0.00	2,694.69
Loss After Tax	(2,802.59)	(1,200.03)
Add : Opening Balance in Profit & Loss Account	(4311.96)	(3111.93)
Closing Balance of Profit & Loss Account	(7114.55)	(4311.96)

BRIEF PROFILE OF THE COMPANY

Starlog Enterprises Limited, with its humble beginning as a crane rental Company in 1983, has rapidly expanded to become one of India's foremost infrastructure solution provider.

Each of our businesses have been achieving new milestones in efficiency, productivity and profitability. In the crane rental business, Starlog is owning and operating cranes up to 600 MT capacity. There are plans to further enhance the range and limits of our capacity to meet India's growing needs for energy, infrastructure and natural resources.

Starlog, on its own and in collaboration with global Port and Logistic providers, has participated in several infrastructure projects all over the country.

Operating Results and Business

During the year under review, your Company recorded Gross Receipts of Rs. 2,943.18 lakhs vis-à-vis Rs. 2,865.65 Lakhs in the previous year. Your Company has recorded net loss of Rs. 2,802.59 Lakhs vis-a-vis a net loss of Rs. 1,200.03 Lakhs in the previous financial year.

Dividend

Your Directors have not recommended any dividend on Equity Shares for the year under review.

Significant and Material Orders passed by the Regulators or Courts

During the year under review, the ROC, Mumbai, Maharashtra had granted an extension of 2 months and 15 days to the Company under section 96(1) of the Companies Act, 2013 for holding the AGM for the financial year ended 31st March, 2019.

Extract of Annual Return

Pursuant to Section 134(3)(a) and Section 92(3) of Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, the extract of the Annual Return in form MGT-9 is annexed herewith as "Annexure A" to this Board's Report.



BOARD MEETINGS AND ATTENDANCE

Details of the Directors, their meetings, attendance etc. have been given in the Corporate Governance Report (ANNEXURE -D) which forms a part of this Annual Report.

DETAILS OF DIRECTORS / KEY MANAGERIAL PERSONNEL APPOINTED OR RESIGNED DURING THE YEAR

In terms of Articles of Association of the Company, Mrs. Kumkum Agarwal, Director of the Company retires by rotation at the ensuing AGM and being eligible, offers herself for re-appointment at the ensuing AGM.

The brief resume of Mrs. Kumkum Agarwal, Director who is to be re-appointed at the ensuing AGM, nature of her expertise in specific functional areas, names of Companies in which she holds directorship, etc., are furnished in the notes to the Notice forming part of the Annual Report. The Board recommends her reappointment.

Mr. Kamlesh Kumar Agarwal resigned from the post of directorship with effect from 15.11.2018.

Mr. Ashutosh Chaturvedi was resigned from the directorship of the Company w.e.f 15.02.2019.

Mr. Ravishankar Gopalan was resigned from the directorship of the Company w.e.f 14.05.2019.

Mr. Vivek Harinarain and Mr. A.S. Seshadri were appointed as an additional independent director of the Company w.e.f. 29.05.2019 and 13.05.2019 respectively.

During the year under review Independent Directors have met once on 14.02.2019

The Nomination and Remuneration Committee and the Board of Directors have carried out the annual performance evaluation of all the Directors including Independent Directors, Non-executive non-Independent Directors and Managing Director and the Board as a whole.

The Companies Act, 2013 requires meeting of Independent Director once in a year without presence of the executive Directors, Non-Executive Directors, Management or Promoter of the Company.

During the year under review, Ms. Aditi Shah resigned from the post of Company Secretary and Ms. Sarita Khamwani was appointed as Company Secretary w.e.f 18.03.2019.

Declaration given by Independent Directors under Section 149(6) of the Companies Act, 2013

All Independent Directors of the Company have given their respective declaration as required under Section 149(7) of the Companies Act, 2013 to the effect that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013.

Board Evaluation

Pursuant to the provisions of Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 the Board has carried out a formal review for evaluation of its own performance and the directors individually. The performance of the Board was evaluated on the basis of criteria such as the Board composition and structure, effectiveness on processes, participation in assessment of annual operating plan, risks etc. The individual directors are evaluated on factors like leadership quality, attitude, initiatives and responsibility undertaken, decision making, commitment and achievements during the financial year.

In a separate meeting of Independent Directors performance of Non-Independent Directors, performance of the Board as a whole and performance of Chairman was evaluated.

Nomination and Remuneration Policy

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The said Nomination & Remuneration Policy is provided under the Corporate Governance Report.



Meetings

During the financial year under review, 10 meetings of the Board were held. The details of which are given in the Corporate Governance Report. The intervening gap between two Board meetings was not more than 120 days.

Directors' Responsibility Statements:

Pursuant to the requirements under Section 134(3)(c) of Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- i) in the preparation of the Annual Accounts for the year ended March 31, 2019, the applicable accounting standards have been followed and there is no material departure from the same;
- ii) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2019 and of the loss of the Company for the year ended on that date;
- iii) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) the Directors have prepared the accounts for the year ended on March 31, 2019 on a going concern basis;
- v) the internal financial controls were in place and that the financial controls were adequate and were operating effectively; and
- vi) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

REPORTING OF FRAUDS

Pursuant to the provisions of Section 134(3)(ca) of Companies Act, 2013, it is hereby confirmed that during the year 2018-19 there have been no frauds reported by the auditors.

AUDITORS' APPOINTMENT/RATIFICATION

M/s. B.M. Chaturvedi & Co, Chartered Accountants, the Statutory Auditors of the Company (Firm Registration No 114317W), hold office until the conclusion of the Thirty-Eight Annual General Meeting of the Company to be held in the year 2022. The audit fees payable to the statutory auditors is decided mutually by the Statutory Auditors and the Board of Directors, as authorized by the Members of the Company.

Therefore, M/s. B.M. Chaturvedi & Co. Chartered Accountants (Firm Registration No 114317W), continues to hold the office as statutory auditors of the company for the year 2019-2020.

Secretarial Audit

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s Ritul Parmar, Company Secretaries in Practice to undertake the Secretarial Audit of the Company. The Report of the Secretarial Audit Report is annexed herewith as "Annexure B".

Related Party Transactions

In terms of the SEBI (LODR) Regulations, 2015, the Board of Directors of your Company has approved Related Party Transactions Policy on dealing with Related Party Transactions. The policy may be accessed at the web-link <http://www.starlog.in/html/Corporate.html>

All related party transactions are presented to the Audit Committee for approval. A statement of all related party transactions is presented before the Audit Committee on quarterly basis, specifying the nature, value and terms and conditions of transactions. Since all related party transactions entered into by the Company were in ordinary course of business and were on an arms length's basis, Form AOC-2 is not applicable to Company. Further, Related Party Transactions / disclosures are detailed in note no. 36 of the notes to financial statements.



Business Risk Management

Pursuant to the requirement of Section 134(3)(n) of the Companies Act, 2013, a risk management policy has been framed by the Company indicating the identification of risk related to the business of the Company which may threaten its existence. This policy defines the risk management approach across the organization at various levels including documentation and reporting.

Vigil Mechanism/Whistle Blower Policy

The Company has framed a Vigil Mechanism Policy to deal with instance of fraud and mismanagement, if any. The details of the policy is explained in the Corporate Governance Report and also posted on the website of the Company. The Vigil Mechanism enables the Directors, employees and all stakeholders of the Company to report genuine concerns and provides for adequate safeguards against victimization of person who use Vigil Mechanism and also makes provision for direct access to the Chairman of the Audit Committee.

COMMITTEES OF THE BOARD

The Details regarding Committees of the Board are mentioned in Corporate Governance Report.

Familiarization Programme of Independent Directors

Your Company has framed various programmes to familiarize the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of industry in which the Company operates, business model of the Company, etc. Your Company aims to provide its Independent Directors, insight into the Company to enable them to contribute effectively. The details of familiarization programme may be accessed at the web-link <http://www.starlog.in/html/Corporate.html>

Consolidated Financial Statements

The Annual Audited Consolidated Financial Statements are based on the Financial Statements received from subsidiaries as approved by their respective Board of Directors and have been prepared in accordance with Indian Accounting Standards (Ind AS) which have been notified by the Ministry of Corporate Affairs on February 16, 2015 and form part of this Annual Report.

Corporate Governance

In accordance with Schedule V of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 and the provisions of the Companies Act, 2013, a separate Section on Corporate Governance Report together with a certificate from the Company's Auditors confirming compliance and Management Discussion Analysis Report are forming part of this Annual Report.

Material Changes and Commitments

There have been no material changes and commitment affecting the financial position of the Company during the financial year 2018-19.

Report on the Performance and Financial Position of each of the Subsidiaries, Associates and Joint Venture Companies in terms of Rule 8(1) of Companies (Accounts) Rules, 2014

In accordance with the provisions of Companies Act, 2013 ("the Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Accounting Standard (AS)-21 on Consolidated Financial Statement, the Audited Consolidated Financial Statement forms part of the Annual Report. The statement containing the salient features which is required to be given in Form AOC -1 are provided under note no --- (page no ___ to ___) to the Consolidated Financial Statement of the Company. Hence not repeated for the sake of brevity. As on 31st March, 2019, the Company had the following Subsidiaries / Joint ventures / Associate Company:

Subsidiaries

The Company has the following subsidiaries:

1. Starlift Services Private Limited
2. Kandla Container Terminal Private Limited
3. Starport Logistics Limited
4. ABG Projects & Services Limited (U.K.)
5. West Quay Multiport Private Limited
6. India Ports & Logistics Private Limited (through Starport Logistics Limited)



7. ABG Turnkey Private Limited (through Starport Logistics Limited)
8. Dakshin Bharat Gateway Terminal Private Limited (through of India Ports & Logistics Private Limited)

The following are Associates of the Company:

1. ALBA Asia Private Limited
2. Haldia Bulk Terminals Private Limited
3. ALBA Marine Private Limited
4. Tuticorin Coal Terminal Private Limited
5. Vizag Agriport Private Limited

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS BY THE COMPANY

The Company has given loans covered under the provisions of Section 186 of the Companies Act, 2013. The details of the loans or investments made by Company are given in the Notes to the financial statements.

Fixed Deposit

Your Company has not accepted any Fixed Deposits within the meaning of Sections 73 of the Companies Act, 2013 from the public during the financial year ended on 31st March, 2019.

Explanation and Comments on Emphasis made by Auditors

The observations made in the Auditors' Report are self-explanatory and therefore do not call for any further comments.

DISCLOSURE ABOUT COST AUDIT

Cost Audit is not Applicable to the Company.

RATIOS OF REMUNERATION TO EACH DIRECTOR

The disclosure pertaining to remuneration and other details as required to be furnished pursuant to Section 197 (12) read with Rule 5(1) of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 are as follows:

- a. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year ended on 31st March, 2019 is **17.09** .
- b. The percentage increase in remuneration of each director, Chief Executive Officer, Chief Financial Officer, Company Secretary in the financial year -**NIL**
- c. The percentage increase in the median remuneration of employees in the financial year is **NIL**
- d. The number of permanent employees on the rolls of Company : One Hundred and Sixty Five (165)
- e. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: **NIL as no increase in remuneration was made to any managerial personnel during the year under review.**
- f. Affirmation that the remuneration is as per the remuneration policy of the Company: **The Board of Director affirms that remuneration is as per the Remuneration Policy of the Company.**

The statement containing particulars of top 10 employees and the employees drawing remuneration in excess of limits prescribed under Section 197 (12) of the Act read with Rule 5 (2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are attached as "**Annexure - 5**".



LISTING WITH STOCK EXCHANGE

The Company confirms that it has paid the Annual Listing fees for the year 2019-2020 to Bombay Stock Exchange where the Company's Shares are listed.

ISSUE OF SWEAT EQUITY SHARES/ISSUE OF SHARES WITH DIFFERENTIAL RIGHTS/ISSUE OF SHARES UNDER EMPLOYEES STOCK OPTION SCHEME.

The Company has not issued any sweat equity shares/ Issue of Shares with Differential Rights/Issue of Shares under Employee's stock option scheme during the year under review i.e 2018-19.

DISCLOSURE ON PURCHASE BY COMPANY OR GIVING OF LOAN BY IT FOR PURCHASE OF ITS SHARES.

The Company has neither purchased nor given any loan to anyone for purchase of its shares.

BUY BACK OF SHARES

The Company has not considered any proposal for buyback of shares during the year under review.

MANAGEMENT DISCUSSION AND ANALYSES

As per the requirement of Regulation 34(2) and 53(f) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis of the events, which have taken place and the conditions prevailed, during the period under review, are enclosed in **ANNEXURE-C** - to this Report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Considering the nature of business activities being carried out by the Company, the Directors have nothing to report regarding conservation of energy and technology absorption required to be furnished pursuant to Section 134(3)(m) of the Companies Act, 2013, read with Rule 8(3) of The Companies (Accounts) Rules, 2014. The information related to Foreign Exchange Earnings and Outgo is provided in the Notes to Accounts forming part of the Annual Report.

Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The following is a summary of sexual harassment complaints received and disposed off during the year 2018-19.

No of complaints received:	Nil
No of complaints disposed off:	Nil

GREEN INITIATIVE

Your Company has taken the initiative of going green and minimizing the impact on the environment. The Company has been circulating the copy of the Annual Report in electronic format to all those Members whose email addresses are available with the Company. Your Company would encourage other Members also to register themselves for receiving Annual Report in electronic form.

ACKNOWLEDGEMENT

Your Directors would like to express their sincere appreciation for the support and co-operation extended by bankers, financial institutions, regulatory bodies, government authorities, shareholders and specifically the contribution made by the employees of the Company in the operations of the Company during the year under review. Your Directors look forward to their continued support.

For and on behalf of Board of Directors

Saket Agarwal
Managing Director

Place : Mumbai
Date

FORM NO. MGT.9
EXTRACT OF ANNUAL RETURN

as on the financial year ended on March 31, 2019

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

i)	CIN	L63010MH1983PLC031578
ii)	Registration Date	15/12/1983
iii)	Name of the Company	Starlog Enterprises Limited
iv)	Category / Sub-Category of the Company	Public Company/Limited by Shares
v)	Address of the Registered office and contact details	141, Jolly Maker Chambers II, 14th Floor, Nariman Point, Mumbai 400021. Tel:+91 022 23665333
vi)	Whether listed company	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Bigshare Services Pvt. Ltd Bharat Tin Works Building, 1st Floor, Opp. Vasant Oasis, Next to Keys Hotel, Makwana Road, Andheri – East, Mumbai – 400059. Tel: +91 02262638234/36

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sr. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Crane Rental	439- Other specialised construction activities	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1	Starlift Services Private Limited 141, Jolly Maker Chambers II, 14th Floor, Nariman Point, Mumbai 400021.	U63010MH2003PTC140433	Subsidiary	84.99	2(87)(ii)
2	Kandla Container Terminal Private Limited 141, Jolly Maker Chambers II, 14th Floor, Nariman Point, Mumbai 400021.	U63012MH2006PLC162584	Subsidiary	100.00	2(87)(ii)
3	Starport Logistics Limited 141, Jolly Maker Chambers II, 14th Floor, Nariman Point, Mumbai 400021.	U63090MH2008PLC181450	Subsidiary	100.00	2(87)(ii)
4	ABG Projects & Services Limited	NA	Subsidiary	100.00	2(87)(ii)
5	West Quay Multiport Private Limited #3, C Wing 2nd Floor, Amerchand Mansion, 16, Madame Cama Road, Colaba, Mumbai – 400039.	U74900MH2010PTC204755	Subsidiary	51.00	2(87)(ii)
6	India Ports & Logistics Private Limited (through Starport Logistics Limited) 5th Floor, Bhupati Chambers, 13 Mathew Road, Mumbai - 400004	U29253MH2009PTC196894	Subsidiary	51.00	2(87)(ii)



Sr. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
7	ABG Turnkey Private Limited (through Starport Logistics Limited) 5th Floor, Bhupati Chambers, 13 Mathew Road, Mumbai - 400004	U29268MH2009PTC195525	Subsidiary	100.00	2(87)(ii)
8	Dakshin Bharat Gateway Terminal Private Limited (through India Ports & Logistics Private Limited) 5th Floor, Bhupati Chambers, 13 Mathew Road, Mumbai - 400004	U61200MH2012PTC234977	Subsidiary	100.00	2(87)(ii)
9	ALBA Asia Private Limited #3, C Wing 2nd Floor, Amerchand Mansion, 16, Madame Cama Road, Colaba, Mumbai – 400039.	U63012MH2008PTC188282	Associate	50.00	2(6)
10	Haldia Bulk Terminals Private Limited #3, C Wing 2nd Floor, Amerchand Mansion, 16, Madame Cama Road, Colaba, Mumbai – 400039.	U29253MH2009PTC192574	Associate	26.00	2(6)
11	ALBA Marine Private Limited (Subsidiary of ALBA Asia Private Limited) #3, C Wing 2nd Floor, Amerchand Mansion, 16, Madame Cama Road, Colaba, Mumbai – 400039.	U74990MH2010PTC199707	Associate	50.00	2(6)
12	Tuticorin Coal Terminal Private Limited (Subsidiary of ALBA Asia Private Limited) #3, C Wing 2nd Floor, Amerchand Mansion, 16, Madame Cama Road, Colaba, Mumbai – 400039.	U61200MH2010PTC206696	Associate	50.00	2(6)
13	Vizag Agriport Private Limited (Subsidiary of ALBA Asia Private Limited) #3, C Wing 2nd Floor, Amerchand Mansion, 16, Madame Cama Road, Colaba, Mumbai – 400039.	U74900MH2012PTC229472	Associate	50.00	2(6)

IV. SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

i) Category-wise Share Holding

Sr. No.	Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A)	Shareholding of Promoter and Promoter Group									
[1]	Indian									
(a)	Individual/ Hindu Undivided Family	77,11,000	0	77,11,000	64.44	77,11,000	0	77,11,000	64.44	0
(b)	Central Government	0	0	0	0	0	0	0	0	0
(c)	State Government (s)	0	0	0	0	0	0	0	0	0
(d)	Bodies Corp.	0	0	0	0	0	0	0	0	0
(e)	Banks/Financial Institutions	0	0	0	0	0	0	0	0	0
(f)	Any Other	0	0	0	0	0	0	0	0	0
	Sub-total (A) (1):-	77,11,000	0	77,11,000	64.44	77,11,000	0	77,11,000	64.44	0
[2]	Foreign	0	0	0	0	0	0	0	0	0
(g)	NRIs - Individuals	0	0	0	0	0	0	0	0	0
(h)	Other - Individuals	0	0	0	0	0	0	0	0	0
(i)	Bodies Corp.	0	0	0	0	0	0	0	0	0
(j)	Banks/Financial Institutions	0	0	0	0	0	0	0	0	0



Sr. No.	Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(k)	Any Other	0	0	0	0	0	0	0	0	0
	Sub-total (A) (2):-	77,34,146	0	77,34,146	64.63	77,11,000	0	77,11,000	64.44	0
	Total shareholding of Promoter (A) = (A)(1)+(A) (2)									
(B)	Public Shareholding									
[1]	Institutions									
(a)	Mutual Funds	6,00,880	3,700	6,04,580	5.05	5,89,679	200	5,89,879	4.92	(0.13)
(b)	Banks/FI	0	100	100	0	0	100	100	0	0
(c)	Central Government	0	0	0	0	0	0	0	0	0
(d)	State Government (s)	0	0	0	0	0	0	0	0	0
(e)	Venture Capital Funds	0	0	0	0	0	0	0	0	0
(f)	Insurance Companies	0	0	0	0	0	0	0	0	0
(g)	FIs	4,06,785	0	4,06,785	3.85	3,94,158	0	3,94,158	3.29	(0.56)
(h)	Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
(i)	Foreign Portfolio Investors	21,253	0	21,253	0.18	21,253	0	21,253	0.18	0
(j)	Others (specify)	0	0	0	0	0	0	0	0	0
	Sub-total (B)(1):-	10,82,918	3,800	10,86,718	9.08	10,05,090	300	10,05,390	8.39	(0.69)
[2]	Non-Institutions									
(a)	Individuals									
i)	Individual shareholders holding nominal share capital upto Rs. 1 lakh	8,56,739	1,32,659	9,89,398	8.27	9,83,704	0	9,83,704	8.22	(0.05)
ii)	Individual shareholders holding nominal share capital in excess of Rs 1 lakh	3,37,190	0	3,37,190	2.82	3,27,157	0	3,27,157	2.73	(0.09)
(b)	Others (specify)									
	Bodies Corporate	3,16,453	2,900	3,13,524	2.66	3,54,121	0	3,54,121	2.95	0.29
	Non-resident Indian	17,286	600	17,886	0.15	19,457	0	19,457	0.16	0.01
	Clearing Members	5,440	0	5,440	0.05	28,589	0	28,589	0.23	0.18
	Overseas Bodies Corporate	15,00,000	0	15,00,000	12.53	15,00,000	0	15,00,000	12.53	0
	IEPF	0	0	0	0	37,567	0	37,567	0.31	0.31
	Sub-total (B)(2):-	30,33,108	1,36,159	31,69,267	26.48	19,39,734	0	19,39,734	16.20	(10.28)
	Total Public Shareholding (B) = (B)(1) + (B)(2)	41,16,026	1,41,674	42,55,985	35.56	32,50,595	0	32,50,595	27.16	(6.40)
	Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
	Grand Total (A+B+C)	1,18,27,026	1,39,959	1,19,66,985	100	1,19,66,985	300	1,19,66,685	100	0

(ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	
1	Saket Agarwal	77,11,000	64.44	0	77,11,000	64.44	0	0
	Total	77,34,146	64.63	0	77,11,000	64.44	0	0

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	Name of the Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	PSA India Pte Limited	15,00,000	12.53	15,00,000	12.53
2	ICICI Prudential Multi Asset Fund	6,00,880	0.46	5,89,679	0.46
3	Eastspring Investments India Infrastructure Equity Open Limited	3,94,158	3.85	3,94,158	3.85
4	JM Financial Services Pvt. Ltd.	91	0.00	2,48,853	2.08
5	Bhupendra Suryanarayan Avasthi (HUF)	98,291	0.82	98,291	0.82
6	Devangi Hasmukhbhai Patel	22,677	0.18	54,000	0.45
7	Hasmukh Vashrambhai Patel	11,920	0.09	42,843	0.36
8	Investor Education And Protection Fund Authority Ministry Of Corporate Affairs (IEPF)	0	0.00	37,567	0.82
9	Santosh Kumar Kejriwal HUF	24,300	0.20	24,300	0.55
10	Rahul Kantilal Vardhan	24,232	0.58	24,232	0.20

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name of Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Saket Agarwal	77,11,000	64.44	77,11,000	64.44
	Date of Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer/ bonus / sweat equity etc.	Nil	Nil	Nil	Nil
	Saket Agarwal	77,11,000	64.44	77,11,000	64.44

Note: None of the other directors and Key Managerial Personnel held any shares in the Company during the Financial Year 2016 -17.

V. INDEBTEDNESS:

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(Amount in Rs.)

	Secured Loan Excluding Deposits	Unsecured Loan	Deposits	Total
Indebtness at the beginning of the Financial Year				
i Principal Amount	1,27,52,27,518			1,27,52,27,518
ii Interest Due Not Paid	34,40,60,126			34,40,60,126
iii Interest Accrued but not Due	1,02,81,220			1,02,81,220
Total(i+ii+iii)	1,62,95,68,864			1,62,95,68,864
Change In Indebtness during the financial year				-
Addition	22,88,21,348			22,88,21,348
Reduction	11,61,12,928			11,61,12,928
Net Change	11,27,08,420			11,27,08,420



	Secured Loan Excluding Deposits	Unsecured Loan	Deposits	Total
Indebtness at the end of the Financial Year				-
i Principal Amount	1,16,41,14,590			1,16,41,14,590
ii Interest Due Not Paid	55,25,06,451			55,25,06,451
iii Interest Accrued but not Due	3,12,016			3,12,016
Total(i+ii+iii)	1,71,69,33,057			1,71,69,33,057

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Amount in Rs.)

Sr. No.	Particulars of Remuneration	Name of MD/WT/Manager	Total Amount
		Saket Agarwal	
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	5165000	5165000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission		
-	as % of profit		
-	others, specify	-	-
5.	Others, please specify		
	Total (A)	5165000	5165000
	Ceiling as per the Act	Rs. 60,00,000 as per provisions of Schedule V of the Companies Act, 2013	

B. Remuneration to other directors:

(Amount in Rs.)

S r . No.	Particulars of Remuneration	Name of Directors		Total Amount
		Mr. Ravishankar Gopalan	Mr. Ashutosh chaturvedi	
	Independent Directors			
	• Fee for attending board committee meetings	30000	30000	60000
	• Commission	Nil	Nil	Nil
	• Others, please specify	Nil	Nil	Nil
	Total (1)	30,000	30,000	60,000
	Other Non-Executive Directors	Nil	Nil	Nil
	• Fee for attending board committee meetings	-	-	-
	• Commission	-	-	-
	• Others, please specify	-	-	-
	Total (2)	Nil	Nil	Nil
	Total (B) = (1 + 2)	30000	30000	60000
	Total Managerial Remuneration			
	Overall Ceiling as per the Act	Rs. 60,00,000 as per provisions of Schedule V of the Companies Act, 2013		



C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD

(Amount in Rs.)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	N.A.	502603	NA	502603
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		-		
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		-		
2.	Stock Option	N.A.	Nil	N.A.	Nil
3.	Sweat Equity	N.A.	Nil	N.A.	Nil
4.	Commission				
-	as % of profit				
-	others, specify...	N.A.	Nil	N.A.	Nil
5.	Others, please specify	N.A.	Nil	N.A.	Nil
	Total	N.A.	5,02,603	N.A.	5,02,603

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

(Amount in Rs.)

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	None				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	None				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	None				
Punishment					
Compounding					



ANNEXURE - B

Form No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2019

[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 Board of Directors
 M/s. Starlog Enterprises Limited
 CIN: L63010MH1983PLC031578
 141, Jolly Maker Chambers II, 14th Floor,
 Nariman Point, Mumbai 400021

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Starlog Enterprises 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 my opinion thereon.

Based on my 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 my/our opinion, the company has, during the audit period covering the financial year ended on 31st March 2019, 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 Company for the financial year ended on 31st March, 2019 according to the provisions of:

- i. The Companies Act 2013 and the Rules made thereunder;
- ii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
- iv. Foreign Exchange Management Act, 1999 and the applicable rules and regulations made thereunder;

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

- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b. The SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015;
- c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; - Not Applicable
- e. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; Not Applicable
- f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not Applicable
- g. 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;
- h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009- Not Applicable
- i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998- Not Applicable
- v. The laws as are applicable specifically to the Company are as under.
 - a. The Bombay Rent Act, 1947
 - b. The Companies Act, 2013
 - c. The Payment of Bonus Act, 1965
 - d. The Payment of Gratuity Act, 1972
 - e. The Payment of Wages Act, 1936
 - f. The Employees Provident Funds and Miscellaneous Provisions Act, 1952
 - g. The Shop & Establishment Act, 1948



- h. The Foreign Exchange Management Act, 1999
- i. The Negotiable Instrument Act, 1881
- j. The Information Technology Act, 2000
- k. The Contract Labour Act, 1970
- l. The Income Tax Act, 1961
- m. The Central Sales Tax 1956
- n. Central Excise Act, 1944
- o. The Financial Act, 1994
- p. Minimum Wages Act, 1948
- q. Maternity Benefit Act, 1961
- r. Industrial Disputes Act, 1947
- s. Employees Compensation Act, 1923

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

- i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii) The Listing Agreement entered into by the Company with BSE Limited.

Based on the information received and records maintained we further report that the company has complied with the provisions of Companies Act, 2013 and Rules, SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 made thereunder and the Memorandum and Articles of Association of the Company, with regard to:

- (a) maintenance of various statutory registers and documents and making necessary entries therein;
- (b) closure of the Register of Members;
- (c) forms, returns, documents and resolutions required to be filed with the Registrar of Companies and the Central Government;
- (d) service of documents by the Company on its Members, Auditors and the Registrar of Companies;
- (e) notice of Board meetings and Committee meetings of Directors;
- (f) the meetings of Directors and Committees of Directors including passing of resolutions by circulation;
- (g) the 34th Annual General Meeting was held on December 31, 2018;
- (h) minutes of proceedings of General Meetings and of the Board and its Committee meetings;
- (i) approvals of the Members, the Board of Directors, the Committees of Directors and the government authorities, wherever required;
- (j) appointment and remuneration of Auditors;
- (k) transfers and transmissions of the Company's shares, and issue and dispatch of duplicate certificates of shares;
- (l) borrowings and registration, modification and satisfaction of charges wherever applicable;
- (m) investment of the Company's funds including inter-corporate loans and investments and loans to others;
- (n) giving guarantees in connection with loans taken by subsidiaries;
- (o) form of balance sheet as prescribed under Part I, form of statement of profit and loss as prescribed under Part II and General Instructions for preparation of the same as prescribed in Schedule VI to the Act;
- (p) Directors' report;
- (q) contracts, common seal, registered office and publication of name of the Company; and
- (r) generally, all other applicable provisions of the Act and the Rules made under the Act except for the following:-
 - (1) The Company complied with the composition of Board after the closure of financial year but before the date of this report by appointment of adequate number of Independent Directors;



- (2) The company complied with the provisions of Section 203 with respect to appointment of Whole Time Key Managerial Personnel (KMP) i.e. Chief Financial Officer after the closure of financial year but before the date of this report;
- (3) The Company has paid all its Statutory dues except to the extent disputed amounting to Rs. 279 Lacs pending with Income tax, Sale Tax, Service Tax, Duty of Custom, Duty of Excise, Value Added Tax, as applicable and satisfactory arrangements have been made for arrears of any such dues.

I further report that:

- (a) the Company has complied with the provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 including the provisions with regard to disclosures and maintenance of records required under the said Regulations;
- (b) the Company has complied with the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 including the provisions with regard to disclosures and maintenance of records required under the said Regulations;
- (c) The Company has complied with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 barring a few instances as follows;

Sr. No	Compliance Requirement	Deviations	Observations/Remarks of the Practising Company Secretary
1.	Regulation 13(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delayed submission of Statement of Investor Complaints for the quarter ended on March 31, 2019	The Company filed the Statement of Investor Complaints on May 3, 2019 by paying a penalty of Rs. 12,980.
2.	Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delayed submission of Corporate Governance Report for the quarter ended on March 31, 2019	The Company filed the Corporate Governance Report on May 9, 2019 by paying a penalty of Rs. 54, 280.
3.	Regulation 31 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delayed submission of Shareholding Pattern for Quarter ended March 31, 2019	The Company filed the Shareholding Pattern on May 7, 2019 by paying a penalty of Rs. 37,760.

- (d) The Company has complied with the provisions of Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996. In accordance with Regulation 55A, the company has filed a report issued by Practicing Company Secretary to the Stock Exchange for the purpose of reconciliation of the total issued capital, listed capital and capital held by depositories in dematerialized form, the details of changes in share capital during the quarter within 30 days from the end of the quarter.

I further report that during the year under review, there has been no events or actions that had a major bearing on its affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

For Ritul Parmar, Company Secretaries

Ritul Parmar
Proprietor
(ACS No: 31583 CP No: 14845)

Date: 20/11/2019
Place: Navi Mumbai

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



‘Annexure A’

To,
The Members
Starlog Enterprises Ltd

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Ritul Parmar, Company Secretaries

Ritul Parmar
Proprietor
(ACS No: 31583 CP No: 14845)

Date: 20/11/2019
Place: Navi Mumbai
UDIN:



MANAGEMENT DISCUSSION & ANALYSIS

FORWARD LOOKING STATEMENTS

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations are “forward-looking statements” within the meaning of applicable securities laws and regulations. Forward looking statements are based on certain assumptions and expectations of the future events. Actual results may differ materially from those expressed or implied.

The Company assumes no responsibility to publicly amend, modify or revise “forward-looking statements” on the basis of any subsequent developments, information or events. Actual results may materially differ from those expressed herein. Factors which might influence the operations of the Company includes – changes in Government policies and regulations, tax laws, economic development of the country and other global factors.

COMPANY PERFORMANCE

The Company operates in the business of crane hire of crawler and tyre mounted cranes. During the year under review the performance of the Company improved. The Company has a sizeable inventory of cranes with lifting capacity up to 600 MT. The Company also operates in port sector through its subsidiaries and associates.

INDIAN ECONOMY

In financial year 2018-19, the Indian economy's GDP growth is estimated at @ 6.8% as compared to @ 7.2% in financial year 2017-18, due to poor performance in agriculture, manufacturing sectors and stress in the NBFC sector. According to International Monetary Fund, GDP growth is projected to pick up to 7.3% in 2019-20 and 7.5% in 2020-21, supported by the recovery of investment, robust consumption amid a more expansionary stance of monetary policy and some expected impetus from fiscal policy. The year 2018-19, in particular, was a challenging year. The implementation of the Goods & Services Tax (GST) from 1st July 2017 also impacted various businesses, including our customers. For many, the transition of complying with this new change and policy, presented initial adoption challenges in terms of regulation and systems. While this created a temporary disruption, we consider this to be a game changer for the industry and economic scenario of India in the long run. Indian Economy is widely considered as the world's fastest expanding large economy and the most dynamic emerging market. Indian economy is expected to continue its pace of rapid growth. The Government has progressed well on its agenda for important economic reforms, which should support strong and sustainable growth going forward. In particular, over the medium term the implementation of the GST, should help raise India's growth, as it is likely to enhance the efficiency of production and movement of goods and services across Indian states. New Indian Bankruptcy Code and Moreover, the Rs. 2.11 trillion re-capitalization package for public sector banks announced by the Government is expected to uplift the health of the banking sector, to support credit growth to the private sector and to kick-start further investments. These capital infusion programmes on recapitalizing banks in one - go is a remarkable move and was indeed the need of the hour. It will generate balance in overall demand and supply by bringing more investments in sectors like infrastructure. These funds will also help in efficiently managing risk and credit capital related requirements of the banks. The steps will also encourage private participation thus boosting growth going forward. The thrust to infrastructure will generate direct and indirect positive cascading effects for lot of related sectors and will create feel good factor for all stakeholders. Major policy initiatives undertaken by the Ministry of Corporate Affairs and SEBI during the financial year 2018-19 such as acceptance of recommendations of Uday Kotak Committee on reforms in corporate governance should enhance and ensure the interests of all stakeholders, shareholders, suppliers of capital and other goods and services, customers and society. Favourable indicators such as moderate levels of inflation, growth in industrial sector, stability in GST, recovery in investments and ongoing structural reforms could propel Indian economy's growth. In addition to this, growth in global economy in 2018 will be an additional impetus to India's exports, which were visible in current financial year. However the country's growth could be impacted by the increase in crude oil prices. Considering the above, CSO expects growth rate between 6.8% in financial year 2018-19.

OPPORTUNITIES AND THREATS

The Company is also engaged in port development business through subsidiaries and associates. The Indian ports sector is poised for significant growth driven by growth in exports and increasing domestic consumption. The Government of India accords high priority to development of ports through Public Private Participation.

The Central Government's emphasis on the renewable energy more particularly on wind power generation and solar energy will bound to increase the demand for the crane rental business. In view of the increased investments in the renewable energy sector and upcoming projects in refinery and gas, cement, power and steel sector, the company expects increase in demand and rental for the cranes. Your Company has been providing heavy lift, plant erection and maintenance services to various large scale projects. Your Company has maintained a good track record in terms of effective deployment of cranes at competitive rates with due regard to time schedule as well as safety and efficiency in operations.



The growth of crane rental business is constrained due to higher capital cost may result in availability of suitable cranes as per market demand. There is a concern for safety of cranes at work sites. The Company's operations may get affected on account of increase in competition in crane hiring business, delay in receivables.

RISKS AND CONCERNS

Regulatory Risk

Our Company is often required to obtain various licenses, approvals, permissions and registrations for operating, any changes in the regulations or norms by authorities might affect the operations of the Company. In light of various initiatives taken by Government of India to encourage logistics sector and make considerable Investment in this sector, we are likely to predict positive position in near future.

Economic Risk

The Present Global Economic conditions are major factor on which business sustainability is dependent, which in wider aspects have an impact on the Indian Economy as a whole.

Market & Industry Risk

In respect of crane rental business, issues of concern are inter-state movement of cranes and imposition of entry tax for transiting cranes. Delay in realization of payments from the Company's clients both in private and public sectors is a cause of great concern. Payment of service tax on the basis of billing, is a drain on the cashflow of the Company. The demand for crane will grow once the investments in Infrastructure Sector picks up but it will be a challenge for survival under high growth in demand at prevailing low rentals. In respect of ports business while port terminal capacity is going up, corresponding enhancements have not taken place in road and rail connectivity causing congestion due to slow evacuation. Government should ensure that the development of ports is matched with efficient system of evacuation through proper development of railways and highways.

Financial Risk

Our Company operates in the business of cranes rental which is part of infrastructure sector, one of the core sector of Indian economy. Thus any changes in the capex shall have effect on our business operations and revenue generation.

Liquidity Risk

The principal source of liquidity of our Company is cash and cash equivalent being generated from the operations of the Company which shall have direct variation with the Company's operating profits.

Interest Rate and Foreign Exchange Risk

The Company has most of its borrowings in Indian Rupee at variable rates. It does not have significant foreign exchange risk.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The organization is well structured. The Company has adequate system of internal controls commensurate with size and the nature of operation. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safeguarding assets from unauthorized use or losses, executing transactions, proper authorization and ensuring compliance of corporate policies. The Company has an Audit Committee and it meets the Statutory Auditors to ascertain, inter alia, their views on the adequacy of internal control system in the Company and keeps the Board of Directors informed of its major observations from time to time. It also evaluates the Company's strategic risk management system and suggests risk mitigation measures for all the key operations.

INDUSTRIAL RELATIONS

The industrial relation was harmonious and cordial throughout the year.

HUMAN RESOURCE DEVELOPMENT

The Company has made serious efforts in identifying and employing a team of professionally qualified personnel to look after the technical, commercial and regulatory operations of the Company. Moreover, your Company is taking vigilant steps in developing Employees welfare policies for present and future staffs on the ground level as well as HO level. During the year employee relations have been cordial.



REPORT ON CORPORATE GOVERNANCE

(As required under Regulation 34(3) & Schedule V of the SEBI (LODR) Regulations, 2015)

1. Statement on Company's philosophy on Corporate Governance:

Good corporate governance is about maximizing shareholder value on a sustainable basis while ensuring fairness to all stakeholders: customers, vendor-partners, investors, employees, government and society.

Our corporate governance is a reflection of our value system encompassing our culture, policies, and relationships with our stakeholders. Integrity and transparency are key to our corporate governance practices and performance and ensure that we retain and gain the trust of our stakeholders at all times.

2. Board Composition:

The Board of Directors provides strategic direction to the Company and their effectiveness ensures long term interest of shareholders. The Board is responsible for the management of the business and meets frequently for discharging its roles and responsibilities. The functions, roles, accountability and responsibilities are clearly defined. The Board's actions and decisions are aligned with the Company's best interests. Some of the powers of the Board have also been delegated to Committee(s), which monitors the day-to-day affairs relating to operational matters.

During the year under review, the Board consists of 5 Directors comprising of two Independent Directors and includes one Managing Director and two Non-Executive Non-Independent Directors.

The composition of the Board and category of Directors are as follows:

Category	Name of Directors
Promoter Director	Saket Agarwal, Managing Director
Non-Executive Non- Independent Director	Kumkum Agarwal, Director
Independent Directors	Ravishankar Gopalan* Ashutosh Chaturvedi** Vivek Harinarain# Seshadri##

*Resigned w.e.f May 14 2019.

** Resigned w.e.f February 15, 2019.

Appointed on the Board of Directors of the Company on May 29, 2019.

Appointed on the Board of Directors of the Company on May 13, 2019.

No Director is, inter se, related to any other Director on the Board, except Mr. Kamlesh Kumar Agarwal, Mrs. Kumkum Agarwal and Mr. Saket Agarwal, who are related to each other.

Independent Directors are paid sitting fees for attending Board Meetings. Other than that non-executive directors do not have any pecuniary relationship with the Company.

None of the Directors on the Board are members of more than ten Committees or Chairman of more than five Committees across all the public companies in which they are Directors. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2018 have been made by the Directors.

The independent Directors of the Company had furnished a declaration at the time of their appointment and also annually that they qualify the conditions of their being independent. All such declarations are placed before the Board.

Number of Board Meetings & Attendance

During the financial year ended March 31, 2019, Board of Directors met on Ten (10) occasions on April 4, 2018, April 27, 2018, August 01, 2018, August 04, 2018, August 14, 2018, August 31, 2018, October 30, 2018, December 08, 2018, February 14, 2019 and March 18, 2019. The maximum interval between any two meetings was well within the maximum time gap allowed under the Companies Act, 2013 and SEBI Regulations. The Independent Directors meeting pursuant to Schedule IV of the Companies Act, 2013 was held on 14th February, 2019. The names of Directors, their category and their attendance at Board Meetings and last Annual General Meeting and number of directorships and committee memberships held by them in other companies are given below:



Name	Date of joining the Board	Attendance at Board Meeting		Attendance at AGM on 31.12.2018	No. of Directorships in other public companies 1		No. of Committee positions held in other public companies2	
		Held	Attended		Chairman	Director	Chairman	Member
Mr. Saket Agarwal	11.06.1984	10	10	Yes	-	2	-	-
Mr. Kamlesh Kumar Agarwal*	12.08.1994	7	7	No	-	1	2	2
Mr. Ravishankar Gopalan	11.08.2009	10	10	Yes	-	-	-	-
Mrs. Kumkum Agarwal	31.03.2015	10	10	No	-	1	-	-
Mrs. Ashutosh Chaturvedi**	31.08.2017	10	10	Yes	-	-	-	-

* Resigned wef 15.11.2018

** Resigned wef 15.02.2019

1. The Directorships held by Directors as mentioned above excludes directorship in Private Limited Companies, Foreign Companies and Alternate Directorships and Companies registered under Section 8 of the Companies Act, 2013.
2. In accordance with SEBI (LODR) Regulations, 2015, Memberships/Chairmanships of only the Audit Committees and Stakeholder Relationship Committees in all public limited companies have been considered.
3. Other than Mr. Saket Agarwal no other director holds shares in the Company.

Board Meeting Procedure and Decision Making

In case of the matters requiring utmost priority and which can't be further postponed till the next schedule meeting, additional Board Meetings are convened to address such important matters. Agenda with respect to the meetings are circulated in advance along with the presentation, if any, to be made at the Board Meeting. Agenda comprises of the routine and non-routine matters.

Any matter requiring the approval of the Board is included in agenda of the Board Meeting on the request made by the functional head to the Company Secretary. A detailed presentation is made at the Board meeting and after detailed analysis and deliberation on the presented agenda item the Board takes well informed decisions. The draft minutes are circulated to Board/ Board Committee members for their comments.

2. Board Committees:

Details of the Board Committees and other related information are provided hereunder:

Composition of Board Committees

Audit Committee

- Mr. Ravishankar Gopalan (Independent Director and Chairman of Committee)
- Mr. Ashutosh Chaturvedi (Independent Director)
- Mr. Kamlesh Kumar Agarwal (Non-Executive Non Independent Director) *

Stakeholder Relationship Committee

- Mr. Ravishankar Gopalan (Independent Director and Chairman of Committee)
- Mr. Ashutosh Chaturvedi (Independent Director)

Nomination & Remuneration Committee

- Mr. Ravishankar Gopalan (Independent Director and Chairman of Committee)
- Mr. Ashutosh Chaturvedi (Independent Director)
- Mr. Kamlesh Kumar Agarwal (Non Executive Non Independent Director)*

* Resigned w.e.f November 15th, 2018

** Resigned wef February 15th, 2019

The Company Secretary of the Company acts as the Secretary of all Board Committees.

Procedure at Committee Meetings

The Company's guidelines relating to Board meetings are applicable to Committee meetings as far as practicable. Minutes of proceedings of Committee meetings are circulated to the Directors and placed before Board meetings for noting.

Board Committee	Audit Committee	Stakeholder Relationship Committee	Nomination & Remuneration Committee
Meetings held	5	3	5
Mr. Ravishankar Gopalan	5	3	5
Mr. Ashutosh Chaturvedi	5	2	2
Mr. Kamlesh Kumar Agarwal*	3	N.A.	3

Meetings of Board Committees held during the year and Director's attendance:

* Resigned w.e.f 15th November, 2018

** Resigned w.e.f February 15th, 2019

Terms of Reference and other details of Board Committees

Audit Committee-Mandatory Committee

Composition of the Committee

Name of the Director	Category
Mr. Ravishankar Gopalan (Chairman of the Committee)	Independent Director
Mr. Ashutosh Chaturvedi	Independent Director
Mr. Kamlesh Kumar Agarwal	Non Executive Non Independent Director

Board has constituted an Audit Committee comprising of Independent and Non-Executive Directors. The Committee's composition meets the requirements of Section 177 of the Companies Act, 2013 and SEBI Listing Regulations, 2017. Members of the Audit Committee possess financial/accounting expertise/exposure.

Role of Audit Committee inter alia, includes the following:

- Overseeing of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommending the appointment, re-appointment and replacement/ removal of statutory auditor and fixation of audit fee;
- Approving payment for any other services by statutory auditor;
- Reviewing with the management, the annual financial statements before submission to the board, focusing primarily on:
 - Matters required to be included in the Director's Responsibility Statement to be included in the Directors' Report in terms of clause (2AA) of section 134 of the Companies Act, 2013;
 - Any changes in accounting policies and practices and reasons for the same;
 - Major accounting entries involving estimates based on the exercise of judgment by management;
 - Significant adjustments made in the financial statements arising out of the audit findings;
 - Compliances with the listing and other legal requirements relating to financial statements;
 - Disclosure of any related party transactions and
 - Qualifications in the draft audit report.
- Reviewing with the management, the quarterly financial statements before submission to the Board for approval;
- Reviewing with the management, performance of statutory auditors and their adequacy;
- Reviewing the Company's financial and risk management policies;

- Discussion with statutory auditors before the audit commences about nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- Reviewing the functioning of the Whistle Blower mechanism;
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the Company, wherever it is necessary;
- Monitoring the end use of funds raised through public offers and related matters;
- Approval or any subsequent modification of transactions of the Company with related parties;

During the year, Audit Committee met five (5) times on May 23, 2018, August 14, 2018, November 14, 2018, December 08, 2018 and February 14, 2019.

The Chairman of Audit Committee was present at the last Annual General Meeting of the Company.

Stakeholder Relationship Committee – Mandatory Committee

Composition of the Committee

Name of the Director	Category
Mr. Ravishankar Gopalan (Chairman of the Committee)	Independent Director
Mr. Ashutosh Chaturvedi	Independent Director

* Resigned wef February 15th, 2019

The Stakeholder Relationship Committee is primarily responsible to review all matters connected with the Company's transfer of securities and redressal of shareholders' / investors' / security holders' complaints.

The Stakeholder Relationship Committee's composition and the terms of reference meet with the requirements of Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of the Companies Act, 2013.

Meeting Details

During the year, Stakeholder Relationship Committee met three (3) times on May 23, 2018, August 14, 2018 and November 14, 2018.

Given below are the details of the investors' complaints status:

Details of Investors' Complaints received and redressed:

Opening Balance	: Nil
Received	: NIL
Redressed	: NIL
Closing Balance	: NIL

The Company Secretary acts as secretary to the Stakeholder Relationship Committee. The RTA, M/s Bigshare Services Pvt. Ltd. attends to all grievances of shareholders received directly or through SEBI, Stock Exchange or the Ministry of Corporate Affairs etc. The Company maintains continuous interaction with the RTA and takes proactive steps and actions for resolving shareholder Complaints / queries.

Nomination & Remuneration Committee-Mandatory Committee

Composition of the Committee

Name of the Director	Category
Mr. Ravishankar Gopalan (Chairman of the Committee)	Independent Director
Mr. Ashutosh Chaturvedi	Independent Director
Mr. Kamlesh Kumar Agarwal*	Non-Independent Director



*Resigned w.e.f 15th November, 2018

** Resigned wef February 15th, 2019

Board has constituted a Nomination & Remuneration Committee comprising of Independent and Non-Executive Non Independent Directors. The Committee's composition meets the requirements of Section 177 of the Companies Act, 2013 and Regulation 19(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Role of Nomination & Remuneration Committee inter alia, includes the following:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- Formulation of criteria for evaluation of Independent Directors and the Board;
- Devising a policy on Board diversity;
- Identifying people who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend their appointment to the Board.

Policy for Selection and appointment of Directors and their remuneration

The Nomination & Remuneration (N&R) Committee has adopted a policy which, inter alia, deals with the manner and selection of Board of Directors and Key Managerial Personnel and their remuneration.

A. Criteria of selection of Non-Executive Directors

- The Non-Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board.
- In case of appointment of Independent Directors, the N&R Committee shall satisfy itself with regard to the independent nature of the Directors vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively.
- The N&R Committee shall ensure that candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013.
- The N&R Committee shall consider the following attributes / criteria, whilst recommending to the Board the candidature for appointment as Director:
 - i. Qualification, expertise and experience of the Directors in their respective fields;
 - ii. Personal, Professional or business standing;

B. Criteria for remuneration of Non-Executive Directors

The Non-Executive Directors shall be entitled to receive remuneration by way of sitting fees, reimbursement of expenses for participation in the Board / Committee meetings and commission as detailed hereunder:

- A Non-Executive Director shall be entitled to receive sitting fees for each meeting of the Board or Committee of the Board attended by him, of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014;
- The N&R Committee may recommend to the Board, the payment of commission on uniform basis, to reinforce the principles of collective responsibility of the Board;
- In determining the quantum of commission payable to the Directors, the N&R Committee shall make its recommendation after taking into consideration the overall performance of the Company and the onerous responsibilities required to be shouldered by the Director;
- The total commission payable to the Directors shall not exceed 1% of the net profit of the Company;
- The commission shall be payable on prorata basis to those Directors who occupy office for part of the year;



- The Independent Directors of the Company shall not be entitled to participate in the Stock Option Scheme of the Company, if any, introduced by the Company.

Remuneration Policy for the Senior Management Employees

In determining the remuneration of the Senior Management Employees the N&R Committee shall consider the following:

- i. the relationship of remuneration and performance benchmark is clear;
- ii. the balance between fixed and incentive pay reflecting short and long term performance objectives;
- iii. the remuneration is divided into single components viz. fixed component comprising salaries, perquisites and other benefits;

The Managing Director will carry out the individual performance review based on the standard appraisal matrix and shall take into account the appraisal score card and other factors mentioned herein-above, whilst recommending the annual increment and performance incentive to the N&R

Performance Evaluation

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Committees.

A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgement, safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Secretarial Department. The Directors expressed their satisfaction with the evaluation process.

Board Diversity Policy

The Board devised a Policy on Board Diversity. The objective of the Policy is to ensure that the Board comprises adequate number of members with diverse experience and skills, such that it best serves the governance and strategic needs of the Company.

Subsidiary Monitoring Framework

All the Subsidiary Companies of the Company are managed by their respective Boards. The Boards have the right and obligations to manage such Companies in the best interest of their stakeholders. As a majority shareholder, the Company at times nominates its representatives on the Boards of Subsidiary Companies and monitors the performance of such Companies.

The Company has material non-listed Indian subsidiaries as stated on page no. _____. A policy on material subsidiary has been formulated in accordance with Regulation 16(1)(c) of the SEBI (LODR) Regulations, 2015 and the same is disclosed on the website of the Company, the weblink for the same is <https://www.starlog.in/html/Corporate.html>

Related Party Transactions

During the year, no material transactions with the Directors or the management, their relatives, etc. have taken place, which have potential conflict of interest of the Company. The details of all significant transactions with related parties are periodically placed before the Audit Committee. Details of related party transactions entered into the normal course of business are given in note No. 36 forming part of 'notes to accounts'.

The Company has formulated a policy on materiality of and dealing with Related Party Transactions and the same has been uploaded on the Website of the Company (<http://www.starlog.in/html/Corporate.html>)

Compliances regarding insider trading

Pursuant to the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 (the 'PIT Regulations'), the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and the Code of conduct to regulate, monitor and report trading by its employees and other connected persons, is formulated based on the principles set out has been approved by the Board of Directors of the Company.

4. General Shareholder Information

A) General Body Meetings

Meeting	Date & Time	Location	Special Resolutions
A.G.M.	September 29, 2016 at 4.30 p.m.	Sangam Hall, Agarwal Bhawan, 100/C, Marine Lines, Next to Indian Oil Petrol Pump, Mumbai 400 002	NIL
A.G.M.	September 29, 2017 at 4.30 p.m.	Sangam Hall, Agarwal Bhawan, 100/C, Marine Lines, Next to Indian Oil Petrol Pump, Mumbai 400 002	(a) Appointment of Ashutosh Chaturvedi as Independent Director (b) Re-appointment of Mr. Saket Agarwal as Managing Director & CEO of the Company
A.G.M.	December 31 2018 at 4.00 p.m.	Sangam Hall, Agarwal Bhawan, 100/C, Marine Lines, Next to Indian Oil Petrol Pump, Mumbai 400 002	NIL

No special resolution was passed through the postal ballot during the financial year 2018-19.

5. Compliances of Mandatory and Non Mandatory Requirements:

Mandatory

The Company has complied with the mandatory requirements of the SEBI (LODR) Regulations, 2015 relating to Corporate Governance.

Non-Mandatory

The Company has also adopted the non-mandatory requirement as specified in the Listing Regulations regarding unmodified financial statements.

The Company has complied with various rules and regulations prescribed by SEBI or any the statutory authorities relating to the capital market.

a) Details of the non-compliance, if any, with regard to capital market

The Company has complied with the requirements of the Stock Exchange/ SEBI/ Statutory Authorities on all the matters relating to capital markets, since listed. During the year under review, there were no strictures passed on the Company by the Stock Exchange, SEBI or any other statutory authorities on any matter related to capital markets during last three years except there was a fine of Rs. 18,400/- by BSE, during the period when Board was suspended by an order of National Company Law Tribunal with effect from March 1, 2017 under the provisions of Insolvency and Bankruptcy Code, 2016 (IBC), due to non-filing of Corporate Governance report for the quarter ended March 31, 2017. Further, a penalty was levied for non-submission of consolidated financial results for the financial year ended March 31, 2018.

b) Vigil Mechanism/Whistle Blower Policy

The Company has adopted a Vigil Mechanism/Whistle Blower Policy and has established the necessary mechanism in accordance with SEBI (LODR) Regulations, 2015 entered into with the Stock exchange for employees to report concerns about unethical behavior. No Person has been denied access to the Audit Committee.

c) Compliance Certificate from Managing Director

The requisite certificate from the Managing Director required to be given under Regulation 17(8), read with Part B of Schedule II to the SEBI (LODR) Regulations, 2015 has been placed before the Board of Directors of the Company.

6. Means of Communication:

Quarterly Results	On Company and BSE website
In which newspapers Quarterly Results of the Company are published?	On Company and BSE website
Does Company have any website?	Yes, www.starlog.in
Whether it also displays official news releases, and the Presentation made to investors or to analysts	No
Whether Management Discussion & Analysis is a part of Annual Report	Yes

7. General Shareholder's Information:

I	AGM – Date, Time and Venue	Saturday, December 14, 2019 at 4.00 p.m. at Sangam Hall, Agarwal Bhawan, 100/C, Marine Drive, Next to Indian Oil Petrol Pump, Mumbai 400 002.
II	Financial Year	2018-19
III	Date of Book Closure	December 07, 2019 to December 14, 2019.
IV	Dividend Payment Date	N.A.
V	Registered Office and CIN	141, Jolly Maker Chambers II, 14th Floor, Nariman Point, Mumbai - 400 021.
VI	Phone, Fax, E-mail	Phone: 022 23665333 Fax : 022 2364 9236 E-mail : cs@starlog.in Website: www.starlog.in
VII	Listing on Stock Exchange	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001. Tel: 022 2272 1233/ 2272 1234
VIII	Listing Fees	Annual Listing fees has been paid to BSE Limited for the year 2018-2019.
IX	Stock Code	520155
X	ISIN	INE580C01019
XI	Registrar & Transfer Agents (RTA)	Bigshare Services Pvt. Ltd. Bharat Tin Works Building, 1st Floor, Opp Vasant Oasis, Makwana Road, Next to Keys Hotel, Marol, Andheri (East), Mumbai 400 059 Tel: +91 022 – 62638200 Fax: 62638299 Website : www.bigshareonline.com Email : investor@bigshareonline.com
XIII	Share Transfer System	Share Transfers in physical forms can be lodged with Bigshare Services Pvt. Ltd at the above mentioned address. The transfers are normally processed within two weeks if all documents are received and are in order.
XIV	Outstanding GDRs/ ADRs/ Warrants	Not Applicable

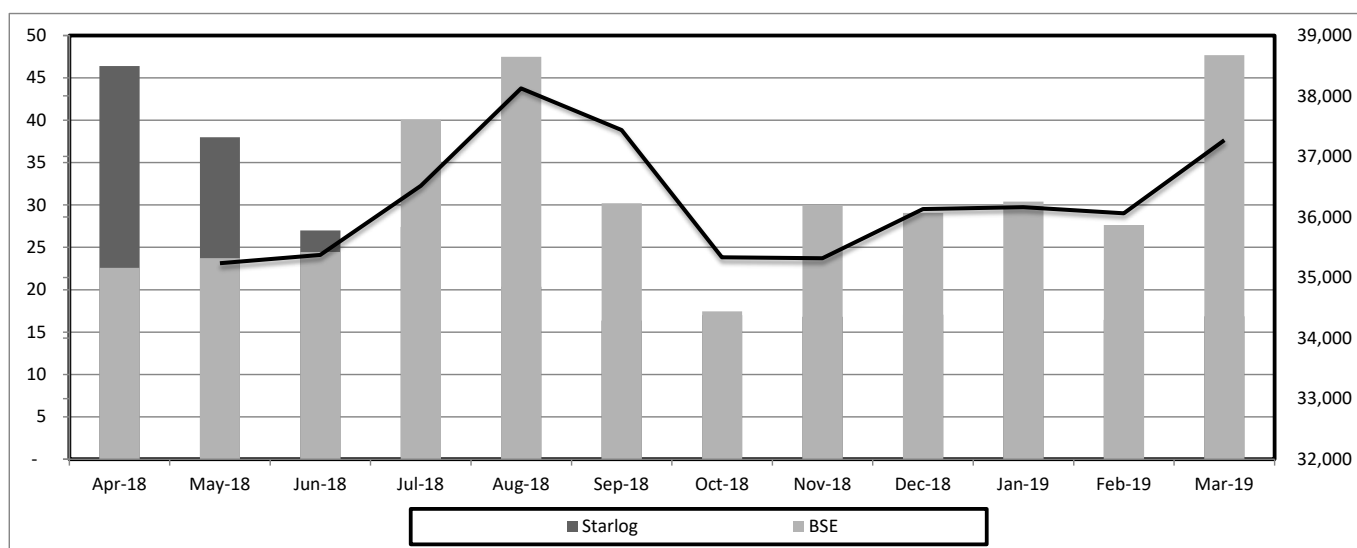
8. Market Price data:

Month	High Price(₹)	Low Price(₹)	No. of Shares	BSE Sensex High	BSE Sensex Low
Apr-18	55.00	44.00	14,405	35,213.30	32,972.56
May-18	49.95	34.15	13,931	35,993.53	34,302.89
Jun-18	41.75	27.00	22,422	35,877.41	34,784.68
Jul-18	31.90	19.00	89,859	37,644.59	35,106.57
Aug-18	30.00	19.05	38,023	38,989.65	37,128.99
Sep-18	21.80	15.30	51,607	38,934.35	35,985.63
Oct-18	17.00	14.25	9,718	36,616.64	33,291.58
Nov-18	18.90	15.50	3,137	36,389.22	34,303.38
Dec-18	20.50	16.80	2,795	36,554.99	34,426.29
Jan-19	21.90	17.90	4,432	36,701.03	35,375.51
Feb-19	20.85	14.70	3,552	37,172.18	35,287.16
Mar-19	18.90	14.50	8,103	38,748.54	35,926.94

Source: www.bseindia.com

Stock Performance at BSE v/s Sensex: The performance of Starlog Enterprises Limited equity shares BSE against Sensex during the year 2018-19:

Starlog Enterprises Share Price Movement





9. Dematerialization of shares:

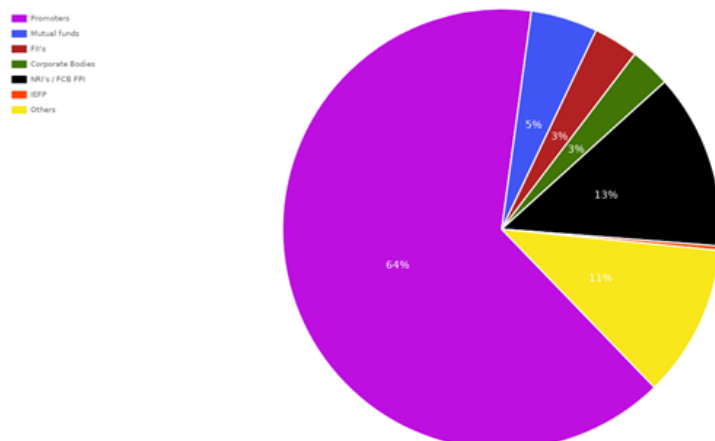
Under the Depository system, the International Securities Identification Number (ISIN) allotted to the Company's shares is INE580C01019. The equity shares of the Company representing 99.21% of the Company's paid up equity capital are dematerialized as on March 31, 2019. The status of dematerialized shares as on March 31, 2019 is as under:

Particulars	No. of shares	% of capital issued
Held in Dematerialized form in NSDL	11101094	92.76
Held in Dematerialized form in CDSL	772205	6.45
Physical	93686	0.78
Total	1,19,66,985	100.00

10. Shareholding Pattern as on March 31, 2018

Category	No. of equity shares held	% of total paid-up share Capital
A. Promoter's Holding		
1. Promoter's holding		
a. Indian Promoters	77,11,000	64.44 %
b. Foreign Promoters	Nil	Nil
2. Persons acting in concert	Nil	Nil
Sub Total	77,11,000	64.44 %
B. Non Promoters Holding		
Institutional Investors		
a. Mutual Funds	589879	4.93 %
b. Banks, Financial Institutions	100	0.00%
c. FIIs	4,15,411	3.47%
d. Insurance Companies, Central/ State Govt. Institutions, Non Government Institutions	Nil	Nil
Sub Total	10,05,390	8.40%
Others	37567	0.31%
Private Corporate Bodies	354121	2.95%
Indian Public	1310861	10.95%
Trusts	Nil	Nil
NRIs/ OCBs	19457	0.16%
Any Other (Foreign Corporate Body)	15,00,000	12.53%
Clearing Member	28589	0.23%
Sub Total	3250595	27.16 %
GRAND TOTAL	1,19,66,985	100.00 %

11. Category of shareholders as on March 31, 2019



12. The Distribution of Shareholding as on March 31, 2019.

Shareholding of Nominal Value	Number of holders	% of total shareholders	Share Capital Amount (In `)	% of total capital
1 to 5000	3749	90.5993	4433000	3.7044
5001 to 10000	172	4.1566	1380910	1.1539
10001 to 20000	112	2.7066	1640950	1.3712
20001 to 30000	36	0.8700	901120	0.7530
30001 to 40000	14	0.3383	485860	0.4060
400001 to 50000	15	0.3625	688860	0.5756
50001 to 100000	18	0.4350	1232330	1.0298
100001 and above	22	0.5317	108906820	91.0061
Total	4,138	100.00	119669850	100.00





Statement pursuant to Rule 5 (2) of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014

A. Names of the top ten employees and every employees in terms of remuneration drawn exceeding the Limits

Name of Employee	Designation	Gross Remuneration Rs.	% increase of remuneration in fiscal 2019 as compared to fiscal 2018	Ratio of remuneration to MRE
HITESH KHANVILKAR	Asst. Manager acc	614640	--	--
BACHCHU RAM	Mechenic	643560	--	--
K.SRINIVASAN	Manager	720000	--	--
R. CHANDRASEKHARAN	Manager (admin)	741000	--	--
I.MATHAN	Operator	802500	--	--
CHETAN PATIL	AM (o& maintenance)	1131036	--	--
S.POTHIRAJ	Junior manager	1680000	--	--
SAMIR SETHI	Deputy Gm	1846032	--	--
ATUL GAWAS	COO	3231600		
SAKET AGARWAL	Managing Director	4200000	--	17.09:1

Notes:

- 1) Gross remuneration comprises salary, allowances and incentives. And include Company's PF Contribution.
- 2) The nature of employment includes employees of contractual as well as non-contractual basis.
- 3) Company has 165 employees.

Details of Directors and Employee Remuneration

Information as per Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

Sr. No.	Particulars	Details
1.	The ratio of the remuneration of each director to the median employee's remuneration for the financial year.	Ratio: 17.09
2.	The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year.	There was no increase in remuneration of Managerial Personnel.
3.	The percentage increase in the median remuneration of employees in the financial year.	There was a 5.5% (on average basis) increase in remuneration.
4.	number of permanent employees on the rolls of Company.	As on 31st March, 2019, 165 permanent employees
5.	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and any exceptional circumstances for increase in the managerial remuneration.	As the employee on the rolls of the Company is a Managerial Personnel, the average percentile increase already made in the salary of employee other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration cannot be calculated.
6.	Is the remuneration paid is as per the remuneration policy of the Company.	It is hereby affirmed that the remuneration paid is as per the remuneration policy of the Company.



DECLARATION BY MANAGING DIRECTOR

*[Regulation 34(3) read with Schedule V (Part D) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2017]*

To
The Members
Starlog Enterprises Limited

I, Saket Agarwal, Managing Director of Starlog Enterprises Limited, declare that to the best of my knowledge and belief, all the Members of the Board and Senior Management Personnel of the Company have affirmed their respective compliances with the applicable code of conduct during the year ended March 31, 2019.

Saket Agarwal
Managing Director

Place: Mumbai
Date: November 14, 2019

COMPLIANCE CERTIFICATE BY PRACTICING COMPANY SECRETARY

*[As per Regulation 34(3) read with Schedule V(E) of The SEBI
(Listing Obligations and Disclosure Requirements) Regulation, 2015]*

To the Member of
Starlog Enterprises Limited

To the Member of
Starlog Enterprises Limited
CIN: L63010MH1983PLC031578
141, Jolly Maker Chambers II, 14th Floor,
Nariman Point, Mumbai MH 400021 IN

I, have examined the compliance of conditions of Corporate Governance by Starlog Enterprises Ltd., for the year ended 31 March 2019 as stipulated in Regulations 13, 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (collectively referred to as SEBI Listing Regulations, 2015).

The compliance of conditions of Corporate Governance is the responsibility of the Company's management. Our examination was carried out in accordance with the Guidance Note on Certification of Corporate Governance, issued by the Institute of Company Secretaries of India and was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, 2015 *except in case of provisions contained in Regulation 13 regarding submission of Investor Grievances Report within 30 days of end of each quarter, Regulation 17 regarding composition of Board of Directors and , Regulation 27(2) regarding submission of Corporate Governance Report within 15 days for last quarter and 31 regarding submission of Shareholding Pattern within 21 days of end of each quarter.*

We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Ritul Parmar, Company Secretaries

Ritul Parmar
ACS No: 31583 CP No: 14845
Dated: November 20, 2019

DISCLOSURES RELATING TO UNCLAIMED SUSPENSE ACCOUNT

*[As per Regulation 34(3) read with Schedule V(F) of The SEBI
(Listing Obligations and Disclosure Requirements) Regulation, 2017]*

(a)	Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account at the beginning of the year.	Nil
(b)	Number of shareholders who approached the issuer for transfer of shares from the Unclaimed Suspense Account during the year	Nil
(c)	Number of shareholders to whom shares were transferred from the Unclaimed Suspense Account during the year	Nil
(d)	Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account at the end of the year	Nil
(e)	The voting rights on these shares	Nil





INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF STARLOG ENTERPRISES LIMITED

Report on the Audit of Standalone Financial Statements

Opinion

We have audited the accompanying standalone Indian Accounting Standards ("Ind AS") financial statements of STARLOG ENTERPRISES LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March, 2019, the Statement of Profit and Loss (including the Statement of Other Comprehensive Income), the Statement of Cash Flow and the Statement of Changes in Equity for the year then ended, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view on conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2019, its loss including Other Comprehensive Income, its Cash Flows and the Statement of Changes in Equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Material Uncertainty Related to Going Concern

We draw attention to Note 41 & Note 34 (Contingent Liability) to the standalone financial statements regarding Company's current liabilities exceeding its current assets by Rs. 13,867.97 lakhs as at 31st March, 2019. For the reasons mentioned in the said note, the Company believes it will have adequate liquidity to meet its liabilities as and when they fall due.

Our opinion is not modified in respect of this matter.

Emphasis of Matters

We draw attention to the following matters in the Notes to the standalone financial statements:

1. Note 5 where in the Company has shown investment of Rs. 1,201.20 lakhs in an associate which is equivalent to 26% of equity capital of the associate. As against this, the financial statements of the associate show the shareholding of the Company as 10% of its equity capital. The differential 16% have been transferred by the associate from the Company to other entities as per its financial statements. However, the Company has continued to show investment at full value of Rs. 1,201.20 lakhs (26%) in its standalone financial statements on the ground that it has not been provided with any documents by the associate to justify the change in shareholding.
2. Note 34(d) regarding invocation of corporate guarantee by a lender of a subsidiary. As mentioned in the note, the matter was adjudicated by DRT II, Mumbai, passing a recovery order against the Company. The Company has filed a review petition against the said order and the matter is presently sub-judice.

Our opinion is not modified in respect of the above matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



Key Audit Matters	How our audit addressed the Key Audit Matter
Revenue Recognition as per Ind AS 115 Effective April 1, 2018, on account of adoption of new revenue standard Ind AS 115 – Revenue from contracts with customer, the Company has changed its revenue recognition policy with regards to timing of recognition based on the satisfaction of the identified performance obligations and related disclosures. We focused on this area because revenue requires significant time and resource to audit due to the magnitude, revenue transactions near to the reporting date, transition to Ind AS 115 and the adequacy of disclosures in this respect has been considered as key audit matter.	Our audit procedures included the following: 1) Obtained an understanding of the Company's services and performance obligation, and the timing when the performance obligation would be considered as discharged. 2) Testing on sample basis, the contracts entered into between the Company, the invoices and the relevant underlying documents, including log sheets which are countersigned by the service recipients. 3) We have tested, on a sample basis, whether revenue transactions near to the reporting date have been recognised in the appropriate period by comparing the transactions selected with relevant underlying documentation.
Trade Receivable recoverability The Company has material exposure to trade receivables. It has made provisions for Expected Credit Loss based on ageing analysis. Considering the pervasive nature of trade receivables on the financial statements, the recoverability of trade receivables has been considered as Key Audit Matter.	Our audit procedures included the following: 1) Checking the ageing analysis of trade receivables. 2) Circulating balance confirmations with the customers at year end. 3) Interaction with management regarding steps taken for recoverability of long standing trade receivables. 4) Assessed the Expected Credit Loss working prepared by the management in accordance with requirements of Ind AS 109.

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditor's report thereon. The Company's annual report is expected to be made available to us after the date of auditor's report.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. When we read the annual report, if we conclude that there is a material misstatement of this other information, we are required to report that fact.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and the statement of changes in equity 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 the Companies (Indian Accounting Standards) 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.



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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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 A", 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 including Other Comprehensive Income, the Statement of Cash Flow and the Statement of Changes in Equity dealt with by this report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with 'Companies (Indian Accounting Standards) Rules, 2015, as amended.
- e) The matters described in the Basis for Disclaimer of Opinion paragraph as per our separate report in "Annexure B", matter described in the paragraph "Material Uncertainty related to going concern" and in the Emphasis of Matters paragraph above, in our opinion, may have an adverse effect on the functioning of the Company.
- f) As explained to us, none of the directors is disqualified as on 31st March, 2019, from being appointed as a director in terms of Section 164(2) of the Act. However we have not been provided with the written representation as received by the Company from the directors regarding their disqualification.
- g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- h) In our opinion and according to the information and explanations given to us, the remuneration paid/provided by the company to its directors during the current year is in accordance with the provisions of section 197 of the Act.
- i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements vide Note 34.
 - ii. The Company did not have any long term contracts, including derivative contracts, for which there were any material foreseeable losses.
 - iii. The Company has transferred Rs. 6,68,930 to Investor Education and Protection Fund. Based on information and explanations provided to us, there are no delays in transfer of the said amount.

For **B. M. Chaturvedi & Co.,**
ICAI F.R.N.: 114317W
Chartered Accountants

Milan, Italy
30th May, 2019

B.M.Chaturvedi
Partner
ICAI M.N.: 017607

ANNEXURE-A to the Independent Auditor's Report on the Standalone Financial Statements of Starlog Enterprises Limited – 31st March, 2019

(Referred to in our Report of even date)

- (i) In respect of its fixed assets:
- The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - The fixed assets were physically verified during the year by the Management in a phased manner which, in our opinion, is reasonable having regards to the nature of its assets. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
 - According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are generally held in the name of the Company.
- (ii) According to the information and explanations given to us, the Company's nature of operations does not require it to hold inventories and, accordingly, clause 3(ii) of the Order is not applicable.
- (iii) In respect of loans granted, secured or unsecured, to companies, firms or other parties covered in the register maintained u/s 189 of the Act, according to the information and explanation given to us, the Company has given advances of Rs. 85.85 lakhs in the nature of a loan to subsidiaries. In our opinion and according to the information and explanation given to us, as the above amount is interest free and current in nature, question of overdue amounts does not arise.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 in respect of investments, guarantees and securities, except for loans given to a subsidiary as mentioned in point no (iii) above.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposit from the public during the year in terms of the provisions of Section 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.
- (vi) According to the information and explanation given to us, the Company is not required to maintain cost records as it does not meet the turnover criteria of Rs. thirty five crore provided in Rule 3 of Companies (Cost Records and Audit) Rules, 2014. Accordingly, the provisions of clause 3(vi) of the Order are not applicable to the Company.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
- Undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-Tax, Goods and Service Tax and other material statutory dues applicable to it have generally not been regularly deposited with the appropriate authorities. There were no undisputed amounts payable in respect of aforesaid statutory dues in arrears as at 31st March, 2019 for a period of more than six months from the date they became payable except service tax of Rs. 2,54,71,382; GST of Rs. 7,86,28,674 and TDS of Rs. 2,99,25,297.
 - Details of dues of Sales Tax or Value Added Tax which have not been deposited as on 31st March, 2019 on account of disputes are given below:

Nature of dues	Amount	Period to which the amount relates	Forum where dispute is pending
Sales Tax	17,99,088	1996-97	Chennai High Court
	51,33,109	1997-98	
	54,58,212	1998-99	
	153,71,120	1999-00	
	171,17,882	2000-01	
	73,01,689	2001-02	
	93,02,847	2002-03	
MVAT	3,14,52,652	2005-06	Deputy Commissioner of Sales Tax (Appeal) Mumbai
	24,75,33,119	2006-07	
	45,86,19,011	2007-08	
	49,14,33,812	2008-09	
	45,42,62,844	2009-10	
	58,22,69,130	2010-11	
	44,45,68,970	2011-12	
Total	2,77,16,23,485		



- (viii) According to the information and explanations given to us, the Company has not taken any loans from Government or raised borrowings in the form of debentures. The Company has defaulted in repayment of dues to financial institutions and banks during the year. Details of the dues to bank and financial institutions which have not been paid on due dates and which are outstanding as on 31.3.2019 are given below:

Sl. No.	Name of the Lender	Principal Amount in default as on 31.03.2019	Period of Default
1)	Axis Bank Ltd.	19,04,92,742	December, 2016 to March, 2019
2)	Bank of India	4,17,78,361	Since September, 2018 (Post Rescheduling)
3)	JM Financial Asset Reconstruction Co. Ltd.	36,53,97,146	October, 2016 to March, 2019

- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. To the best of our knowledge and belief and according to the information and explanations given to us, in our opinion, term loans availed by the Company were, prima facie, applied by the company during the year for the purposes for which loans were obtained.
- (x) To the best of our knowledge and according to the information and explanation given to us, no fraud by the Company and no fraud on the Company has been noticed or reported during the year.
- (xi) To the best of our knowledge and according to the information and explanation given to us, the managerial remuneration was within the limits specified under Section 197 read with Schedule V of the Act.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company as prescribed under section 406 of the Act. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the standalone Ind AS financial statements as required by the applicable accounting standards. However we have not been provided with the minutes of meeting approving these transactions.
- (xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(xiv) of the Order is not applicable to the Company.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him.
- (xvi) According to information and explanations given to us, the Company is not required to be registered under Section 45 IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi) of the Order is not applicable to the Company.

For **B. M. Chaturvedi & Co.,**
ICAI F.R.N.: 114317W
Chartered Accountants

Milan, Italy
30th May, 2019

B.M.Chaturvedi
Partner
ICAI M.N.: 017607



ANNEXURE-B to the Independent Auditor's Report on the Standalone Financial Statements of Starlog Enterprises Limited – 31st March, 2019

(Referred to in our Report of even date)

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

Disclaimer of Opinion

We have audited the internal financial controls with reference to financial statements of Starlog Enterprises Limited ("the Company") as at 31st March, 2019, in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

As described in the Basis for disclaimer of opinion paragraph below, we are unable to obtain sufficient appropriate audit evidence to provide a basis for our opinion whether the Company had adequate internal financial controls with reference to financial statements and whether such internal financial controls were operating effectively as at 31st March, 2019.

We have considered the disclaimer reported above in determining the nature, timing, and extent of audit tests applied in our audit of the standalone financial statements of the Company, and the disclaimer does not affect our opinion on the standalone financial statements of the Company.

Basis for disclaimer of opinion

According to the information and explanation given to us, the Company has not established its internal financial control with reference to financial statements on criteria based on or considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI").

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 with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the 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 Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements 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 Act, 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 with reference to financial statements 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, 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 our judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

Because of the matter described in Disclaimer of Opinion paragraph above, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on internal financial controls system with reference to financial statements of the Company.



Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements 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 with reference to financial statements includes those policies and procedures that:

- 1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- 2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
- 3) Provide reasonable assurance regarding prevention or timely detection of unauthorised 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 with reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B. M. Chaturvedi & Co.,**
ICAI F.R.N.: 114317W
Chartered Accountants

Milan, Italy
30th May, 2019

B.M.Chaturvedi
Partner
ICAI M.N.: 017607



BALANCE SHEET AS AT 31ST MARCH, 2019

(Rs. in Lakhs)

	Notes	As at 31st March 2019	As at 31st March 2018
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	3	11,197.31	12,691.22
Investment Property	4	1,226.26	1,226.26
Financial Assets			
i. Investments	5	15,151.90	15,151.90
ii. Other Financial Assets	6	1,705.22	1,816.16
Other Non-Current Assets	7	1,454.56	1,423.16
Total Non-Current Assets		30,735.25	32,308.70
Current Assets			
Financial Assets			
i. Trade Receivables	8	2,755.71	2,800.30
ii. Cash and Cash Equivalents	9	27.75	31.61
iii. Other Bank Balance	10	-	6.64
iv. Loans	11	789.80	760.71
v. Other Financial Assets	12	145.58	23.10
Other Current Assets	13	901.69	912.06
Total Current Assets		4,620.53	4,534.42
Total Assets		35,355.78	36,843.12
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	14	1,196.69	1,196.69
Other Equity	15	9,992.66	12,770.95
Total Equity		11,189.35	13,967.64
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
i. Borrowings	16	2,834.56	4,108.09
ii. Other Financial Liabilities	17	0.23	0.23
Provisions	18	4.92	14.72
Other Non-Current Liabilities	19	2,838.22	2,801.11
Total Non-Current Liabilities		5,677.93	6,924.15
Current Liabilities			
Financial Liabilities			
i. Trade and Other Payables	20	940.27	965.23
ii. Other Financial Liabilities	21	14,332.06	12,190.70
Provisions	22	1.26	7.98
Other Current Liabilities	23	3,214.91	2,787.42
Total Current Liabilities		18,488.50	15,951.33
Total Liabilities		24,166.43	22,875.48
Total Equity and Liabilities		35,355.78	36,843.12

Notes form integral part of the financial statements

As per our report of even date

For B. M. Chaturvedi & Co.

ICAI F.R.N.: 114317W

Chartered Accountants

B. M. Chaturvedi

Partner

ICAI M.N.: 017607

Place: Milan, Italy

Date: May 30, 2019

For and on behalf of the Board of Directors

Starlog Enterprises Limited

Saket Agarwal

Director

DIN: 00162608

Sarita Khamwani

Company Secretary

Place: Mumbai, India

Date: May 30, 2019

Kumkum Agarwal

Director

DIN: 00944021

Amita Chawan

Chief Financial Officer



STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2019

(Rs. in Lakhs)

	Notes	For Year Ended 31st March 2019	For Year Ended 31st March 2018
Income			
Revenue From Operations	24	2,455.93	2,836.98
Other Income	25	487.25	28.67
Total Income		2,943.18	2,865.65
Expenses			
Employee Benefit Expense	26	655.94	677.29
Power and Fuel Expense	27	57.30	70.07
Depreciation/Amortization Expense	28	1,426.12	1,665.87
Other Expenses	29	1,312.79	2,214.96
Finance Costs	30	2,293.62	2,132.18
Total Expenses		5,745.77	6,760.37
Profit/(Loss) Before Tax		(2,802.59)	(3,894.72)
Exceptional Items	31	-	2,694.69
Tax expense		-	-
Profit/(Loss) For The Year		(2,802.59)	(1,200.03)
Other Comprehensive Income			
Items that will not be reclassified to profit or loss		24.30	(59.13)
Total Comprehensive Income/(Loss) For The Year		(2,778.29)	(1,259.16)
Earning/(Loss) Per Equity Share			
- Basic and Diluted (in Rs.)	37	(23.42)	(10.03)

Notes form integral part of the financial statements

As per our report of even date

For B. M. Chaturvedi & Co.

ICAI F.R.N.: 114317W

Chartered Accountants

B. M. Chaturvedi

Partner

ICAI M.N.: 017607

Place: Milan, Italy

Date: May 30, 2019

For and on behalf of the Board of Directors

Starlog Enterprises Limited

Saket Agarwal

Director

DIN: 00162608

Sarita Khamwani

Company Secretary

Place: Mumbai, India

Date: May 30, 2019

Kumkum Agarwal

Director

DIN: 00944021

Amita Chawan

Chief Financial Officer



STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2018

(Rs. in Lakhs)

	For Year Ended 31st March 2019"	For Year Ended 31st March 2018"
Cash flow from operating activities		
Profit/ (loss) before tax	(2,802.59)	(1,200.03)
Adjustments for:		
Depreciation Expense	1,426.12	1,665.87
Interest Expense	2,292.82	2,131.38
Foreign Exchange Gain/(Loss)	1.80	-
Interest on unwinding of Financial Liabilities	0.80	0.80
Miscellaneous balances written off	5.98	78.95
Exceptional Items / Liabilities No Longer Required	(100.13)	(2,694.69)
Loss/(Profit) on Sale of Assets	(33.52)	338.72
Interest Income	(23.24)	(11.71)
	768.04	309.29
Changes in operating assets and liabilities		
(Increase)/ decrease in trade receivables	70.96	(221.84)
(Increase)/ decrease in Other Financial Assets	(122.48)	267.65
Decrease in loans	(29.10)	(29.29)
Decrease/ (Increase) in other non-current assets	14.42	(60.06)
(Increase)/ decrease in other current assets	17.01	58.15
Increase in trade and other payables	(24.96)	(102.62)
Increase in provisions	(16.52)	14.63
Increase in other current liabilities	498.79	577.34
Cash generated from operations	1,176.16	813.25
Tax Expenses/(Refund) / Deferred Tax/(Reversal)	(45.82)	68.07
Net cash inflow from operating activities (A)	1,130.34	881.32
Cash flow used in investing activities		
Proceeds from sale of property, plant and equipment	104.99	3,046.75
Addition in property, plant and equipment	(1.65)	(25.48)
Interest Income from fixed Deposits	23.24	11.71
Advance against sale of Fixed Asset- Taken/(Given)	37.12	(18.23)
Bank deposits in excess of 3 months (Net)	59.25	(154.14)
Non-Current Financial Investments	43.68	623.72
Net cash outflow used in investing activities (B)	266.63	3,484.33
Cash flow used in financing activities		
Repayment of Borrowings	(1,110.32)	(4,500.87)
Proceeds from borrowings	-	194.20
Unclaimed Dividend Paid	(6.62)	(3.17)
Interest Expense	(283.89)	(237.34)
Net cash outflow used in financing activities (C)	(1,400.83)	(4,547.18)
Net increase/ (decrease) in cash and cash equivalents (A+B+C)	(3.86)	(181.53)
Cash and cash equivalents at the beginning of the year	31.61	213.14
Cash and cash equivalents at the end of the year (Refer Note No. 9)	27.75	31.61

Effective April, 2017 the Company adopted the amendment to Ind AS-7 "Statement of Cash Flows" which require the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financial activities including both changes arising from cash flows and non cash charges, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement. The adoption of amendment did not have any material impact on the financial statements.

Notes form integral part of the financial statements

As per our report of even date

For B. M. Chaturvedi & Co.
ICAI F.R.N.: 114317W
Chartered Accountants

B. M. Chaturvedi
Partner
ICAI M.N.: 017607

Place: Milan, Italy
Date: May 30, 2019

For and on behalf of the Board of Directors
Starlog Enterprises Limited

Saket Agarwal
Director
DIN: 00162608

Sarita Khamwani
Company Secretary

Place: Mumbai, India
Date: May 30, 2019

Kumkum Agarwal
Director
DIN: 00944021

Amita Chawan
Chief Financial Officer



STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2019

A. Equity Share Capital

(Rs. in Lakhs)

Particulars	Amount
As at April 1, 2017	1,196.69
Change in equity Share Capital	-
As at 31st March 2018	1,196.69
Change in Equity Share Capital	-
As at 31st March 2019	1,196.69

B. Other Equity

(Rs. in Lakhs)

Particulars	Capital Reserve	Securities Premium Reserve	Capital Redemption Reserve	General Reserve	Retained Earnings	Items of Other Comprehensive Income	Total Other Equity
						FVTOCI	
Opening balance as at 1st April 2017	100.00	4,798.33	1,080.32	11,153.22	(3,111.93)	10.17	14,030.11
Transfer to retained earnings - Loss 2017-18					(1,200.03)		(1,200.03)
Remeasurement of Employment Benefit Obligations						(59.13)	(59.13)
Closing Balance as at 31st March 2018	100.00	4,798.33	1,080.32	11,153.22	(4,311.96)	(48.96)	12,770.95
Transfer to retained earnings - Loss 2018-19			-		(2,802.59)		(2,802.59)
Remeasurement of Employment Benefit Obligations						24.30	24.30
Closing Balance as at 31st March 2019	100.00	4,798.33	1,080.32	11,153.22	(7,114.55)	(24.66)	9,992.66

As per our report of even date

For B. M. Chaturvedi & Co.

ICAI F.R.N.: 114317W
Chartered Accountants

B. M. Chaturvedi

Partner
ICAI M.N.: 017607Place: Milan, Italy
Date: May 30, 2019

For and on behalf of the Board of Directors

Starlog Enterprises Limited

Saket Agarwal

Director
DIN: 00162608Sarita Khamwani
Company SecretaryPlace: Mumbai, India
Date: May 30, 2019

Kumkum Agarwal

Director
DIN: 00944021Amita Chawan
Chief Financial Officer



Notes to the Ind AS financial statements for the year ended 31st March, 2019

1. Corporate Information

Starlog Enterprises Limited ("the Company") was incorporated on 15-12-1983. The Company is operating in Port & Infrastructure facilities, Charter Hire & Operation of Heavy Duty Cranes, Engineering & Erection activities.

2. Summary of significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. The policies have been consistently applied to all the years presented, unless otherwise stated.

a. Basis of preparation

i. Compliance with Ind AS

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under section 133 of Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] as amended from time to time and other relevant provision of the Act.

The Financial Statements are presented in INR and all values are rounded off to the nearest lakhs (INR 00,000), unless otherwise stated. The financial statements have been prepared on a historical cost basis, except certain financial instruments which have been measured at fair value.

ii. Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

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

All other assets are classified as non-current.

A liability is current when:

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

The Company classifies all other liabilities as non-current.

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

b. Operating Segment

The company is primarily engaged in the business of providing cranes on rental basis. Further all the commercial operations of the company are based in India. Accordingly, there are no separate reportable segments.

c. Fair value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price 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.



Notes to the Ind AS financial statements for the year ended 31st March, 2019

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

- ▶ Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- ▶ Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- ▶ Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

d. Revenue recognition

Rendering of services

Revenue from hiring of equipment (cranes & trailers) associated with the transaction is recognised when the Company satisfies a performance obligation by transferring a promised services. When a performance obligation is satisfied, the Company recognise as revenue the amount of the transaction price that is allocated to that performance obligation.

Effective April 1, 2018 the Company has applied Ind AS 115 – Revenue from Contracts with Customers which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised. Ind AS 115 replaces Ind AS 18 - Revenue & Ind AS 11 – Construction Contracts.

Interest income

Interest income for debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the company estimates the expected cash flows by considering contractual terms of the financial instrument but does not consider the expected credit losses.

Dividends

Dividend is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

Rental Income

Rental Income form Investment Property is recognised as part of revenue from operations in profit or loss on a straight-line basis over the term of the lease except where the rentals are structured to increase in line with general inflation.

e. Income Taxes

Income tax comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to an items recognised directly in equity or in other comprehensive income.

Current income tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of the previous years. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date. Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax loss and tax credits.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be

Notes to the Ind AS financial statements for the year ended 31st March, 2019

available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

Deferred tax measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is legally enforceable right to offset current tax liabilities and assets, and they to income taxes levied by the same tax authority.

Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

f. Property, plant and equipment

Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment loss, if any. Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the company.

Depreciation

Depreciation is calculated on the cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method, and is generally recognised in the statement of profit and loss. Freehold land is not depreciated.

Depreciation on property, plant and equipment is provided over the useful life of assets as assessed by the management as follows-

Asset class	Useful life
Buildings	60 years
Plant & Equipment	15 years – 20 years*
Furniture & fixtures	10 years
Office equipment	3 years – 05 years
Vehicles	08 years

*Based on single shift. Cranes owned by the company usually work for more than single shift and hence double shift are considered, as applicable.

The useful lives assessed by the management are in line with the useful lives prescribed in schedule II to the companies Act 2013. Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (upto) the date on which asset is ready for use (disposed off).

Reclassification to investment property

When the use of a property changes from owner-occupied to investment property, the property is reclassified as investment property at its carrying amount on the date of reclassification.



Notes to the Ind AS financial statements for the year ended 31st March, 2019

g. Investment properties

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes), but not for sale in ordinary course of business or for administrative purpose. Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and impairment losses, if any. Any gain or loss on disposal of investment property is recognised in profit and loss.

h. Leases

Operating leases payment are recognised as an expense in the profit loss account in line with contractual term to compensate the lessors expected inflationary cost.

i. Impairment of non-financial assets

The carrying amounts of property, plant and equipment are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognised in the statement of profit and loss when the carrying amount of an asset exceeds its estimated recoverable amount. If at the balance sheet date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount but limited to the carrying amount that would have been determined (net of depreciation / amortisation) had no impairment loss been recognised in prior accounting periods.

j. Provisions, Contingent liabilities and contingent assets

Provisions are recognised when the Company has a present legal or constructive obligation, as a result of past events, and it is probable that an outflow of resources, that can reliably be estimated, will be required to settle such an obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows to net present value using an appropriate pre-tax discount rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. 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.

Contingent liabilities are not recognised but disclosed where the existence of an obligation will only be confirmed by future events or where the amount of the obligation cannot be measured reliably. Contingent assets are not recognised, but are disclosed where an inflow of economic benefits is probable.

k. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits, (which are not pledged) with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

l. Employee Benefits

Provident Fund / ESIC

Retirement benefits in the form of Provident Fund / ESIC are a defined contribution scheme and the contributions are charged to the profit and loss of the year when the contributions to the respective fund are due. There are no other obligations other than the contribution payable to the respective funds.

Gratuity /Leave encashment

The obligation of assets recognised in the balance sheet in respect to defined benefit / leave encashment value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

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



Notes to the Ind AS financial statements for the year ended 31st March, 2019

Re-measurement gain and losses arising from experience adjustment and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet. Re-measurements are not reclassified to profit or loss in subsequent periods.

m. Foreign currencies

The Company's financial statements are presented in INR, which is also the Company's functional currency.

Transactions in foreign currencies are initially recorded by the Company into functional currency at the exchange rate on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are 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 initial transactions.

n. Earnings Per Share

Basic Earnings per share (EPS) amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.

o. Recent Accounting Pronouncement

➤ Standards issued but not effective

Ind AS 116, Leases, replaces the existing standard on accounting for leases, Ind AS 17, with effect from April 01, 2019. This standard introduces a single lessee accounting model and requires a lessee to recognize a 'right of use asset' (ROU) and a corresponding 'lease liability' for all leases. Lease costs will be recognized in the statement of profit and loss over the lease term in the form of depreciation on the ROU asset and finance charges representing the unwinding of the discount on the lease liability. In contrast, the accounting requirements for lessors remain largely unchanged.

Transition to Ind AS 116 does not have a material effect on the Company's Financial Statements.

➤ Amendment to existing issued Ind AS

The MCA has also carried out amendments of the following accounting standards (Brief Nature as given below):

- Ind AS 19- Employee benefits - Plan Amendment, Curtailment or Settlement
- Ind AS 109- Financial Instruments - Prepayment Features with Negative Compensation
- Ind AS 12- Income Taxes - Uncertainty over Income Tax Treatments
- Ind AS 28- Investments in Associates and Joint Ventures - Long-term Interests in Associates and Joint Ventures

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

p. Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Difference between actual results and estimates are recognised in the periods in which the results are known / materialised.



Notes to the Ind AS financial statements for the year ended 31st March, 2019

Note 3: Property, Plant and Equipment

(Rs. in Lakhs)

Description of Assets	Building	Plant and Machinery	Office Equipment	Motor Cars	Furniture and Fixtures	Total
I. Cost						
Balance as on 1st April, 2017	46.27	54,936.62	182.46	136.36	184.03	55,485.74
Addition	-	-	8.86	-	16.62	25.48
Disposal/Transfers	-	(9,055.39)	(0.54)	-	(0.74)	(9,056.67)
Balance as on 31st March, 2018	46.27	45,881.23	190.78	136.36	199.91	46,454.55
Addition	-	-	0.24	-	1.41	1.65
Disposal/Transfers	-	(289.05)	-	-	-	(289.05)
Balance as on 31st March, 2019	46.27	45,592.18	191.02	136.36	201.32	46,167.15
II. Accumulated Depreciation						
Balance as on 1st April, 2017	34.21	37,280.98	170.96	132.19	150.32	37,768.66
Charge For The Year	0.26	1,657.29	2.74	0.63	4.95	1,665.87
Disposal/Transfers	-	(5,670.69)	(0.51)	-	-	(5,671.20)
Balance as on 31st March, 2018	34.47	33,267.58	173.19	132.82	155.27	33,763.33
Charge For The Year	0.30	1,407.60	4.17	1.53	12.52	1,426.12
Disposal/Transfers/Adjustments	-	(217.58)	-	(2.03)	-	(219.61)
Balance as on 31st March, 2019	34.77	34,457.60	177.36	132.32	167.79	34,969.84
Carrying Amount						
As at 31st March, 2018	11.80	12,613.65	17.59	3.54	44.64	12,691.22
As at 31st March, 2019	11.50	11,134.58	13.66	4.04	33.53	11,197.31

Notes:

- During the year ended on 31 March 2019 there is no impairment loss determined at each level of CGU. The recoverable amount was based on value in use and was determined at the level of CGU.
- Building have been mortgaged for the purpose of borrowings. The details relating to the same have been described in Note No. 16.

4 Investment Properties

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Freehold Land	1,226.26	1,226.26
Total	1,226.26	1,226.26

Note:

- Freehold land at 3 locations was held for purpose of earning capital appreciation. Hence it has been reclassified to Investment Property as per IND AS 40.
- Land located at Raigad District is mortgaged for the purpose of borrowings. The details relating to the same have been described in Note No. 16.
- Further, out of the above Investments, land situated at Kolkata is under sale pending necessary government permissions and the proceeds received against above transaction is shown under advance against sale of land in Note No. 19 hereinafter as certain legal formalities are pending.

Notes to the Ind AS financial statements for the year ended 31st March, 2019

Financial assets

5 Non-Current Investments

Investments Unquoted unless stated otherwise

		As at 31st March 2019	As at 31st March 2018
A.	Unquoted Equity Shares		
	Investment in Subsidiaries measured at cost unless stated otherwise		
	Kandla Container Terminal Limited		
	1,99,99,400 (Previous Year 1,99,99,400) Equity Share of Rs.10 Face Value	1,999.94	1,999.94
	Starlift Services Private Limited		
	74,95,025 (Previous Year 74,95,025) Equity Share of Rs. 10 Face Value	1,518.27	1,518.27
	Starport Logistics Limited		
	17,08,993 (Previous Year 17,08,993) Equity Share of Rs. 10 Face Value	8,218.84	8,218.84
	West Quay Multi Port Private Limited		
	5,100 (Previous Year 5,100) Equity Share of Rs. 10 Face Value	0.51	0.51
	ABG Projects & Services Limited - U.K.		
	2,41,002 (Previous Year 2,41,002) Equity Share of £ 1 Face Value	198.16	198.16
B.	Unquoted Preference Shares		
	Investment in Subsidiaries measured at cost unless stated otherwise		
	Kandla Container Terminal Limited		
	1,00,00,000 (Previous year 1,00,00,000) 0.001% Cumulative compulsorily convertible preference shares of Rs 10 Face Value	2,004.00	2,004.00
C.	Investment in Associate		
	Unquoted Equity Shares		
	South West Port Limited		
	1,20,12,000 (Previous Year 1,20,12,000) Equity Share of Rs. 10 Face Value	1,201.20	1,201.20
D.	Investment carried at fair value through OCI		
	Lexicon Finance Limited		
	1,00,000 (Previous Year 1,00,000) Equity Share of Rs. 10 Face Value	10.98	10.98
	Total Non-Current investments [A+B+C+D]	15,151.90	15,151.90

Investments at fair value through OCI (fully paid) reflect investment in unquoted equity securities. These equity shares are designated as FVTOCI as they are not held for trading purpose and are not in similar line of business as the Group. Thus disclosing their fair value fluctuation in profit and loss will not reflect the purpose of holding. The latest financial statement of Lexicon Finance Limited is available for year ended 31-03-2018 however there is no material difference in fair valuation between 31-03-2018 and 31-03-2017. Hence the fair valuation which was done in 31-03-2017 is being continued

6 Other Financial Assets - Non Current

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
(Unsecured considered good, unless otherwise stated)		
Others - Award Receivable 1	709.38	709.38
Fixed Deposits (earmarked) 2	258.51	325.77
Security deposit to Related Parties	659.87	707.76



Notes to the Ind AS financial statements for the year ended 31st March, 2019

	As at 31st March 2019	As at 31st March 2018
Security deposit to others	273.23	269.02
Less: Allowance for Expected Credit Loss	(195.77)	(195.77)
Total Other Financial Assets - Non Current	1,705.22	1,816.16

- Award Receivable has been reclassified from Capital Work in Progress due to arbitration order received in 2016-17.
- Earmarked fixed deposits are given as collateral against bank guarantees provided to operational vendors, customs department and towards credit card utilization.

7 Other Non-Current Assets

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Prepaid expenses	61.97	76.39
Advance Tax (Net of Provision)	1,392.59	1,346.77
Total Other Non-Current Assets	1,454.56	1,423.16

8 Trade Receivables

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Unsecured, considered good	3,659.47	3,880.02
Less: Allowance for Expected Credit Loss	(903.76)	(1,079.72)
Total Trade Receivables	2,755.71	2,800.30
Of the above, Trade Receivables from:		
Related Parties	-	26.13
Others	2,755.71	2,774.17

No trade receivable are due from directors or other officers of the Company either severally or jointly with any other person. Trade receivables are non interest bearing.

9 Cash and Cash Equivalents

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Balance with banks		
- In current accounts	21.43	31.53
Cheque on hand (Refer Note 36(1))	6.19	-
Cash on hand	0.13	0.08
Total Cash and Cash Equivalents	27.75	31.61

10 Other Bank Balances

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Unpaid Dividend Account	-	6.64
Total Other Bank Balances	-	6.64

There are no repatriation restriction with regards to cash and cash equivalents as at the end of the reporting period and prior periods.

Notes to the Ind AS financial statements for the year ended 31st March, 2019

11 Loans - Current

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
(Unsecured considered good, unless otherwise stated)		
Loan and Advance to Related parties	1,209.34	1,180.25
Less: Allowance for Expected Credit Loss	(857.76)	(857.76)
	351.58	322.49
Advance Recoverable in cash or in kind or value to be received	438.58	438.58
Less: Allowance for Expected Credit Loss	(0.36)	(0.36)
	438.22	438.22
Total Loans	789.80	760.71

12 Other Financial Assets

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Unbilled Revenue	145.58	23.10
Total Other Financial Assets	145.58	23.10

13 Other Current Assets

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Prepaid Expenses	42.16	49.50
Advance to Suppliers - Related Parties	4.62	14.35
Advances to Suppliers - Others	768.40	775.84
Advance for Land	195.74	195.74
Others	22.85	8.71
Sub Total	1,033.77	1,044.14
Less: Allowance for Expected Credit Loss (Adv. To Suppliers)	(132.08)	(132.08)
Total Other Current Assets	901.69	912.06

14 Equity Share Capital

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Authorised Equity Share Capital		
3,00,00,000 Equity Shares of par value Rs. 10/- each	3,000.00	3,000.00
	3,000.00	3,000.00
Issued, Subscribed & Paid-up		
1,19,66,985 Equity Shares of par value Rs. 10/- each	1,196.69	1,196.69
	1,196.69	1,196.69



Notes to the Ind AS financial statements for the year ended 31st March, 2019

- (i) Reconciliation of number of shares and amount outstanding at the beginning and at the end of the reporting period:

Equity Shares	As at 31st March 2019		As at 31st March 2018	
	Number of Shares	Amount	Number of Shares	Amount
At the beginning of the year	1,19,66,985	1,196.69	1,19,66,985	1,196.69
Issued during the year	-	-	-	-
Outstanding at the end of the year	1,19,66,985	1,196.69	1,19,66,985	1,196.69

- (ii) Terms/ rights attached to equity shares:

The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets. The equity shares are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder on a poll are in proportion to its share of the paid-up equity capital of the Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable have not been paid.

In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion of the shares held by the shareholder.

- (iii) Details of shareholders holding more than 5% Shares in the Company:

Name of shareholder	As at 31st March 2019		As at 31st March 2018	
	Number of Shares	% of Holding	Number of Shares	% of Holding
Equity shares of Rs. 10 each fully paid				
Mr. Saket Agarwal	77,11,000	64.44%	77,11,000	64.44%
PSA India Pte. Ltd.	15,00,000	12.53%	15,00,000	12.53%

The Company has not issued any equity shares as bonus or for consideration other than cash and has not bought back any shares during the period of five years immediately March 31, 2019.

15 Other Equity

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Capital Reserves	100.00	100.00
Capital Redemption Reserves	1,080.32	1,080.32
Securities Premium	4,798.33	4,798.33
General Reserves	11,153.22	11,153.22
Retained Earnings:		
As per last Balance Sheet	(4,311.96)	(3,111.93)
Net profit/ (loss) for the year	(2,802.59)	(1,200.03)
Balance at the end of the year	(7,114.55)	(4,311.96)
Other Comprehensive Income:		
As per last Balance Sheet	(48.96)	10.17
Remeasurements of Employment Benefit Obligations	24.30	(59.13)
Balance at the end of the year	(24.66)	(48.96)
Total Other Equity	9,992.66	12,770.95



Notes to the Ind AS financial statements for the year ended 31st March, 2019

16 Borrowings

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Term Loan from Banks	3,706.82	4,656.95
Term Loan from Finance Companies	7,931.62	8,091.81
Total Borrowings	11,638.44	12,748.76
Less: Current Maturities (Refer Note 21)	(8,803.88)	(8,640.67)
Total Borrowings	2,834.56	4,108.09

Financial Year	Rate of Interest			Total
	11.25%	11.00%	12.75%	
19-20	179.00	-	2,479.45	2,658.45
20-21	200.00	375.11	929.16	1,504.27
21-22	224.00	500.00	-	724.00
22-23	100.00	509.00	-	609.00

- The above figure includes Rs. 2.71 lakhs as prepaid finance charges.
- The above maturity profile does not include overdue borrowing of Rs. 6145.43 lakhs as on 31-03-2019.
- All the above loans are secured by hypothecation of plant and Machinery financed there-against and part of the receivables under specific charter hire agreements.
- Additionally Rs 7052.50 lakhs are secured by way of exclusive charge of property located at Mumbai, and Rs. 2105.39 lakhs are secured by way of mortgage of one of the freehold land.

17 Other Financial Liabilities - Non Current

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Creditors for capital goods	0.23	0.23
Total Other Financial Liabilities	0.23	0.23

18 Provisions - Non - Current

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Provisions for employee benefits (Refer Note 41)		
Leave Obligations	4.92	6.04
Gratuity	-	8.68
Total Provisions for employee benefits	4.92	14.72

19 Other Non - Current Liabilities

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Advance against sale of Land/Others*	1,637.02	1,599.91
Advance against sale of Shares	1,201.20	1,201.20
Total Other Non - Current Liabilities	2,838.22	2,801.11

* Company has received advance against sale of land/others of Rs. 1,685.00 lakhs and has given net advance of Rs. 47.98 lakh towards cranes services.



Notes to the Ind AS financial statements for the year ended 31st March, 2019

20 Trade and Other Payables

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
- Others	775.03	829.49
- Related Parties	165.24	135.74
Total Trade Payables	940.27	965.23

The Company is in the process of identifying vendors which fall under the classification of Micro, Small and Medium Enterprises as defined in the "Micro, Small, Medium Enterprises Development Act 2006" to whom the company owes dues on account of principal amount together with Interest and accordingly no additional disclosures have been made.

21 Other Financial Liabilities - Current

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Current maturities of long-term borrowings	8,803.88	8,640.67
Interest accrued	5,528.18	3,543.41
Unclaimed Dividend	-	6.62
	14,332.06	12,190.70

There is no amount due and outstanding to be credited to Investors Education and Protection Fund as at the balance sheet date.

The Company has transferred a sum of Rupees 6,68,930/- during the year ended March 31st, 2019 being unclaimed dividend to Investors Education and Protection Fund under Sec. 124 of the Companies Act, 2013.

22 Provisions

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Provisions for employee benefits (Refer Note 40)		
Leave Obligations	1.26	2.23
Gratuity	-	5.75
Total Provision	1.26	7.98

23 Other Current Liabilities

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
TDS Payable	403.27	263.02
Advance From Customers		
- Others	737.65	753.47
- Related Parties	351.74	-
Other Statutory Dues	821.01	1,082.66
Other current liabilities	901.24	688.27
Total Other Current Liabilities	3,214.91	2,787.42



Notes to the Ind AS financial statements for the year ended 31st March, 2019

24 Revenue From Operations

(Rs. in Lakhs)

	For year ended 31st March 2019	For year ended 31st March 2018
Service Charges from:		
- Crane Operations	2,380.62	2,632.01
- Crane mobilization	75.31	204.97
Total Revenue From Operations	2,455.93	2,836.98

25 Other Income

(Rs. in Lakhs)

	For year ended 31st March 2019	For year ended 31st March 2018
Interest Income from Bank Deposits	23.24	11.71
Rent Income	10.03	-
Profit on Sale of Asset	33.52	-
Refund of RTO Charges	286.11	-
Other Income	134.35	16.96
Total Other Income	487.25	28.67

31 Exceptional Items

(Rs. in Lakhs)

	For year ended 31st March 2019	For year ended 31st March 2018
Liabilities no longer required, written back - Principal Waiver	-	1,167.39
Liabilities no longer required, written back - Other F & F	-	1,527.30
Total Exceptional Items	-	2,694.69

26 Employee Benefit Expense

(Rs. in Lakhs)

	For year ended 31st March 2019	For year ended 31st March 2018
Salaries, wages and bonus	561.88	606.22
Contribution to provident and other funds	49.84	37.65
Staff welfare expenses	44.22	33.42
Total Employee Benefit Expense	655.94	677.29

27 Power and Fuel Expense

(Rs. in Lakhs)

	For year ended 31st March 2019	For year ended 31st March 2018
Power and Fuel	57.30	70.07
Total Power and Fuel Expense	57.30	70.07

28 Depreciation/Amortization

(Rs. in Lakhs)

	For year ended 31st March 2019	For year ended 31st March 2018
Depreciation on Plant, Property and Equipments (Refer Note No. 3)	1,426.12	1,665.87
Total Depreciation Expense	1,426.12	1,665.87



Notes to the Ind AS financial statements for the year ended 31st March, 2019

29 Other Expenses

(Rs. in Lakhs)

	For year ended 31st March 2019	For year ended 31st March 2018
Consumption of stores, spares and loose tools	61.59	64.26
Freight and Crane Mobilization Charges	292.21	285.33
Rent (Includes Company Accomodation To Employees)		
- Premises	131.48	109.76
- Equipment	166.28	382.56
Insurance	42.93	82.04
Repair & Maintenance:		
- Plant and machinery	27.22	51.19
- Building	3.36	10.23
- Others	8.08	3.12
Advertisement and Business Promotion Expenses	7.09	11.36
Interest on delayed payment of taxes	196.41	173.02
Travelling, Conveyance and Car Expense	105.73	109.13
Printing and Stationery	8.18	8.92
Legal and Professional Fees	112.51	165.81
Payment To Auditor	31.00	31.00
Director's Sitting Fees	0.60	0.50
Postage and Telegram	19.03	15.85
Rates & Taxes	24.67	199.28
Security & Service Charges	3.85	17.70
Subscription & Membership Fees	21.88	18.18
Miscellaneous Balances Written Off	5.98	78.95
Loss on Sale of Fixed Assets	-	338.72
Miscellaneous expenses	42.71	58.05
Total Other Expenses	1,312.79	2,214.96
Note:		
Details of payment to auditors		
- Audit Fee	20.00	20.00
- Quarterly Results Review	6.00	6.00
- Tax Audit	5.00	5.00
Total	31.00	31.00

30 Finance Costs

(Rs. in Lakhs)

	For year ended 31st March 2019	For year ended 31st March 2018
Interest		
- Banks	654.44	651.05
- Financial Institutions/Companies	1,634.58	1,463.94
Bank Charges	4.60	17.19
Interest	2,293.62	2,132.18



Notes to the Ind AS financial statements for the year ended 31st March, 2019

32 Financial Assets measured at Fair Value

(Rs. in Lakhs)

Investment carried at fair value through OCI	Notes	31st March 2019	31st March 2018
Valuation Method - Level 3 (Refer Note below)	5	10.98	10.98
Total financial asset		10.98	10.98

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. There are no items falling under Level 1.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. There are no items falling under Level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Note:

There are no financial liabilities which are measured at fair value - recurring fair value measurements or at amortised cost for which fair values are required to be disclosed.

33 Capital Management

For the purpose of the Company's capital management, equity includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value. The Company's Capital Management objectives are to maintain equity including all reserves to protect economic viability and to finance any growth opportunities that may be available in future so as to maximize shareholders' value. The Company is monitoring capital using debt equity ratio as its base, which is debt to equity. The company's policy is to keep debt equity ratio below two. There is constant endeavour to reduce debt as much as feasible and practical by improving operational and working capital management.

Debt to Equity Ratio are as follows:

Particular	31st March 2019	31st March 2018
Debt (A) *	11,610.69	12,717.15
Equity (B)	11,189.35	13,967.64
Debt Equity Ratio (A / B)	1.04	0.91

* The Debt is after reducing the Cash & Cash Equivalent of Rs. 27.75 lakhs (Rs. 31.61 lakhs PY).

34 Contingent liabilities not provided for:

		As at 31st March 2019	As at 31st March 2018
a	Guarantees given by banks on behalf of the Company	212.66	1,130.93
b	No provision has been made for sales tax demands / MVAT which have been disputed by the Company (Includes Rs. 60,57,79,847 for which the Company have obtained a stay from the High Court of Mumbai until the disposal of the appeal)	27,716.23	27,716.23
c	"No provision is required to be made in respect of income tax demands since the CIT (A) - 47 orders have come in favour of the Company during the year. The disclosure is being given for previous year figures	-	226.78

Notes to the Ind AS financial statements for the year ended 31st March, 2019

		As at 31st March 2019	As at 31st March 2018
d	“The Corporate Guarantee for loan taken by one of the subsidiary has been invoked against the company and recovery suit was filed. The matter was adjudicated by DRT No-II, Mumbai, on 8th March, 2018, passing the order against the company and directing to issue recovery certificate. The Company has filed a review application against impugned order and has further filed a precepe on 17th May, 2018, with the DRT to list matter on urgent basis. During the year the Recovery Certificate dated 4th February, 2019, was served on the Company directing to deposit the amount along with interest. The matter was heard on 27th May, 2019, wherein the advocate of Axis Bank submitted that he was yet to receive instruction from the bank in the matter. Accordingly the next hearing was fixed on 11th June, 2019. The amount given alongside is excluding Interest.”	6,627.20	6,627.20
e	“Commissioner of Custom (Export) has raised a demand on the company for non-fulfilment of its EPCG obligation. The Company is disputing the demand and is in process of filing necessary reconciliation with the department. The amount given alongside is excluding Interest.”	1,294.67	1,294.67
		35,850.78	36,995.82

35 Financial Risk Management

The Company's principal financial liability represents Borrowings. The main purpose of this financial liability is to pay for Company's operations. The Company's principal financial assets consists of Investment in Group Company, Plant Property & Equipment, Investment Properties and trade receivables that are derived directly from its operations.

The Company's activities exposes it to credit risk, liquidity risk and market risk. All such activities are undertaken within a approved risk management policy framework.

The Board of Directors approves these policies for managing each of these risks, which are summarised below:

(a) Credit risk

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The maximum exposure to the credit risk at the reporting date is primarily from Trade Receivables and other Financial Asset. Trade receivables are typically unsecured and are derived from revenue earned from customers located in India. Credit risk has always been managed by the Company through credit approvals and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. On account of adoption of Ind AS 109, the Company has adopted expected lifetime credit loss model to assess the impairment loss, and is positive of the realisability of the other trade receivables and other Financial Asset.

(b) Liquidity risk

Liquidity risk arise from the unlikely possibility of Companies inability to meet its cash flow commitments on due date. Company exercises local financial market to meet its liquidity requirement. During the current year, the Company has settled a substantial portion of its financial obligations with Bank / Financial Institutions and is in process of settling the majority of its remaining dues with Financial Institutions / Banks by monetising its assets. This will enable to mitigate the Liquidity Risk of the Company thereby strengthening the financial position of the Company.

Maturity of financial liabilities

Contractual maturities of Financial Liabilities as on 31st March 2019

Notes to the Ind AS financial statements for the year ended 31st March, 2019

Particulars	Upto 1 Year	1-2 Year	2-3 Year	3-4 Year	More Than 4 Year	Total
Borrowings *	8,803.88	1,504.27	724.00	609.00	-	11,641.15
Trade Payables	940.27	-	-	-	-	940.27
Other Financial Liabilities	5,528.18	-	-	-	-	5,528.18

* Includes prepaid finance charges of Rs. 2.71 Lakhs

Contractual maturities of Financial Liabilities as on 31st March 2018

(Rs. in Lakhs)

Particulars	Upto 1 Year	1-2 Year	2-3 Year	3-4 Year	More Than 4 Year	Total
Borrowings *	8,640.67	2,658.45	1,129.16	324.00	-	12,752.28
Trade Payables	965.23	-	-	-	-	965.23
Other Financial Liabilities	3,550.03	-	-	-	-	3,550.03

*

Includes prepaid finance charges of Rs. 3.52 Lakhs

(c) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises Foreign Currency Risk and Interest Risk.

(i) Foreign Currency Risk

The Company does not have any exposure in foreign Currency. Hence, there is no Foreign Currency Risk in the Company.

(ii) Interest Rate Risk

Companies exposure to the risk of changes in market interest rate relates to the floating rate obligations.

The exposures of the Companies borrowing's and interest rate changes at the end of the reporting period are as follows:-

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Borrowings		
Fixed Rate Borrowings *	9,318.42	9,734.41
Fluctuating Rate Borrowing	2,320.02	3,014.35
Total Borrowings (including Current Year Maturities)	11,638.44	12,748.76

* Includes Rs. 2.71 Lakhs as Prepaid Finance Charges

Sensitivity Analysis of 1% change in Interest Rate :

(Rs. in Lakhs)

		31st March 2019	31st March 2018
Interest Rate Sensitivity analysis on Term Loan	Interest Movement	Profit / (Loss)	Profit / (Loss)
Impact on Company's profit / loss, if the Interest Rates had been 100 bps higher / lower and all other variables remains constant	Up	(23.20)	(30.14)
	Down	23.20	30.14



Notes to the Ind AS financial statements for the year ended 31st March, 2019

36 Related Party Transactions

Description of Relationship	Name of Party	Place of Incorporation
Subsidiary	ABG Project and Services Limited - UK	UK
	Starport Logistics Limited	India
	Starlift Services Private Limited	India
	ABG Turnkey Private Limited	India
	India Ports & Logistics Private Limited	India
	Dakshin Bharat Gateway Terminal Private Limited	India
	Kandla Container Terminal Private Limited	India
	West Quay Multiport Private Limited	India
Jointly Controlled Entities	ALBA Asia Private Limited	India
	ALBA Marine Private Limited	India
	Haldia Bulk Terminals Private Limited	India
	Tuticorin Coal Terminal Private Limited	India
	Vizag Agriport Private Limited	India
Associate	South West Port Limited	India
KMP Significance Influence	Agbros Leasing and Finance Private Limited	India
	ABG Power Private Limited	India
	Aspen Material Handling Private Limited	India
	Indami Investment Private Limited	India
	Oblique Trading Private Limited	India
	Megalift Material Handling Private limited	India
	Tagus Engineering Private Limited	India
	Tusker Cranes Private Limited	India
Key Managerial personnel (KMP)	Mr. Saket Agarwal, Managing Director	India

Significant Transactions with Related Parties

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:

(Rs. in Lakhs)

Nature of transaction	Nature of relationship	31st March 2019	31st March 2018
Sale of Services/Mob De-Mob Charges			
Megalift Material Handling Private limited	KMP exercises significant influence	-	493.50
Dakshin Bharat Gateway Terminal Private Limited	Subsidiary company	116.82	-
Starlift Services Private Limited	Subsidiary company	149.12	34.95
Business Support Services			
ALBA Asia Private Limited	Jointly Controlled Entity	-	16.55
Salary & Perquisites			
Saket Agarwal	Key Managerial Personnel	51.65	51.65
Expense incurred on behalf of other by us / (on behalf of us by others)			
Starport Logistics Limited	Subsidiary company	3.75	5.13
ABG Turnkey Private Limited	Subsidiary company	0.10	-
Starlift Services Private Limited	Subsidiary company	(1.11)	-
West Quay Multiport Private Limited	Subsidiary company	0.18	-
Loan & Advances Taken			



Notes to the Ind AS financial statements for the year ended 31st March, 2019

Nature of transaction	Nature of relationship	31st March 2019	31st March 2018
Starlift Services Private Limited	Subsidiary company	99.74	22.65
Megalift Material Handling Private limited	KMP exercises significant influence	365.00	-
Loan & Advances Repaid			
Megalift Material Handling Private limited	KMP exercises significant influence	113.00	-
Loan & Advances Given			
Kandla Container Terminal Private Limited	Subsidiary company	25.35	24.16
Starlift Services Private Limited	Subsidiary company	60.50	10.00
Tagus Engineering Private Limited	KMP exercises significant influence	2.40	-
Tuticorin Coal Terminal Private Limited	Jointly Controlled Entity	-	10.00
Advance Received back			
Starlift Services Private Limited	Subsidiary company	71.50	30.89
Tuticorin Coal Terminal Private Limited	Jointly Controlled Entity	10.00	-
Rent Paid / (Received)			
Dakshin Bharat Gateway Terminal Private Limited	Subsidiary company	(10.03)	-
Agbros Leasing and Finance Private Limited	KMP exercises significant influence	54.00	36.00
Tagus Engineering Private Limited	KMP exercises significant influence	2.40	2.40
ABG Power Private Limited	KMP exercises significant influence	-	0.10
Oblique Trading Private Limited	KMP exercises significant influence	45.00	1.20
Security Deposit Refunded back to the company/ Written off / Adjusted			
Agbros Leasing and Finance Private Limited	KMP exercises significant influence	-	575.00
Oblique Trading Private Limited (Adjusted)	KMP exercises significant influence	41.70	-
Aspen Material Handling Private Limited (written off)	KMP exercises significant influence	-	101.00
Indami Investments Private Limited (Repaid/written off) 1	KMP exercises significant influence	6.19	70.00

Outstanding Balances

(Rs. in Lakhs)

Nature of Balances	Nature of relationship	31st March 2019	31st March 2018
Trade Payables			
Agbros Leasing and Finance Private Limited	KMP exercises significant influence	41.00	8.15
ALBA Asia Private Limited	Jointly Controlled Entity	115.51	115.51
Tagus Engineering Private Limited	KMP exercises significant influence	-	2.16
Trade Receivables			
Starlift Services Private Limited	Subsidiary company	-	26.13
Secuirty Deposits against Premises			
ABG Power Private Limited	KMP exercises significant influence	230.32	230.32
Oblique Trading Private Limited	KMP exercises significant influence	14.55	56.25
Agbros Leasing and Finance Private Limited 2	KMP exercises significant influence	325.00	325.00
Tagus Engineering Private Limited	KMP exercises significant influence	40.00	40.00



Notes to the Ind AS financial statements for the year ended 31st March, 2019

Nature of Balances	Nature of relationship	31st March 2019	31st March 2018
Indami Investments Private Limited	KMP exercises significant influence	-	6.19
Advances Given			
Tusker Cranes Private Limited	KMP exercises significant influence	1,143.68	1,143.68
Kandla Container Terminal Private Limited	Subsidiary company	56.79	31.44
Tagus Engineering Private Limited	KMP exercises significant influence	2.40	-
ABG Power Private Limited	KMP exercises significant influence	4.35	4.35
Starlift Services Private Limited	Subsidiary company	47.98	60.09
Starport Logistics Limited	Subsidiary company	8.87	5.13
ABG Turnkey Private Limited	Subsidiary company	0.10	-
West Quay Multiport Private Limited	Subsidiary company	0.18	-
Tuticorin Coal Terminal Private Limited	Jointly Controlled Entity	-	10.00
Advances Received			
Starlift Services Private Limited (For Sale of Land/Crane)	Subsidiary company	1,660.00	1,660.00
Megalift Material Handling Private limited 3	KMP exercises significant influence	252.00	-
Starlift Services Private Limited	Subsidiary company	99.74	-
Investments			
ABG Project and Services Limited - UK	Subsidiary company	198.16	198.16
Starport Logistics Limited	Subsidiary company	8,218.84	8,218.84
Starlift Services Private Limited	Subsidiary company	1,518.27	1,518.27
Kandla Container Terminal Private Limited	Subsidiary company	1,999.94	1,999.94
West Quay Multiport Private Limited	Subsidiary company	0.51	0.51
South West Port Limited	Associate Company	1,201.20	1,201.20
Investments in preference shares			
Kandla Container Terminal Private Limited	Subsidiary company	2,004.00	2,004.00

1. Security deposit was placed with Indami for renting its property. However, due to certain legal issues, Indami lost rights to the property. In view of this, the Company has written off the security deposit amount of Rs. 70.00 lakhs in PY and received cheque for the balance amount of Rs. 6.19 lakhs in CY which is shown as Cheque on Hand in Note No. 9.
2. The Security deposit of Rs. 3.25 Crore given to Agbros Leasing and Finance Private Limited for renting of its property has since been repaid to the Company by Agbros on account of completion of the agreement period.
3. The amount received from Megalift on account of advances for services to be rendered became repayable to Megalift as the contract could not materialise. This amount has since been repaid.

37 Earning/(Loss) Per Equity Share

	For year ended 31st March 2019	For year ended 31st March 2018
Profit/ (loss) for the year	(2,802.59)	(1,200.03)
Weighted Average number of equity shares outstanding during the year	119.67	119.67
Basic and diluted earning/ (loss) per share	(23.42)	(10.03)
Nominal value of an equity share	10.00	10.00

Note: There is no movement in equity share capital and neither there is change in the nominal value per share during the year ended March 31, 2019 and March 31, 2018.



Notes to the Ind AS financial statements for the year ended 31st March, 2019

38 Disclosure requirements as per Ind AS 115 - Revenue from contracts with customers

a) Contracts with Customers

The Company has single source of revenue i.e., Crane hiring & mobilisation. It is disclosed in Note 24 - Revenue From Operations in the financial statements.

b) Details of Contract Balances

The following table provides information about receivables, contract assets and contract liabilities from contract with customers.

Particulars	As at 31st March 2019
Trade Receivables	2,755.71
Contract Assets	145.58
Contract Liabilities	1,089.39

- Impairment loss on trade receivables has been disclosed separately under the notes for trade receivable.
- Contract assets are where performance obligations has been partly discharged by the Company and the balance is to be performed in due course.
- Contract liabilities are entity's obligation to transfer services to a customer for which the Company has received consideration from the customer.

c) Performance Obligations

The contract (work orders) with customers include a clause of maintenance of logsheets for working hours. The logsheets needs to be signed by authorized personnel of customer. The Company submits invoice along with the detailed logsheets and customer makes payment after necessary verification. As per work orders entered with customers, performance obligations for Company is to provide the crane services and once logsheets are signed by both the parties it denotes that performance obligations is completed and Company is eligible to receive the payment as agreed. At this stage an enforceable claim becomes due and no services are incomplete.

The contract is a fixed price contract and do not contain any financing component. The payment is generally due within 30-60 days. There are no other significant obligations attached in the contract with customer."

d) Determining the transaction price and the amounts allocated to performance obligations

Revenue recognised in the statement of profit and loss with the contracted price does not have any adjustments made to the contract price.

39 Assets and liabilities relating to employee benefits

(i) Leave obligations

The leave obligations cover the Company's liability for earned leave and sick leave.

(ii) Post-employment obligations - Gratuity

The Company has a defined benefit gratuity plan in India, governed by the Payment of Gratuity Act, 1972. The plan entitles an employee, who has rendered at least five years of continuous service, to gratuity at the rate of fifteen day wages for every completed year of service or part thereof in excess of six months, based on the rate of wages last drawn by the employee concerned. The gratuity plan is a funded plan and the Company makes contributions to recognised funds in India. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments. This defined benefit plans expose the Company to actuarial risks, such as interest rate risk and market (investment) risk.

Notes to the Ind AS financial statements for the year ended 31st March, 2019

(iii) Balance sheet amounts - Gratuity

The amounts recognised in the balance sheet and the movements in the net defined benefit obligations over the year are as follows:

	(Rs. in Lakhs)	
	31st March 2019	31st March 2018
(a) Statement showing changes in present value obligation		
Present value of obligations at the beginning of the year	43.26	26.14
Interest expense/(income)	3.13	0.96
Past Service Cost	-	-
Current Service Cost	2.07	3.32
Benefit paid	(2.96)	(26.56)
Other Changes	(0.19)	-
Remeasurements		
- Due to change in financial assumptions	(0.25)	-
- Due to experience adjustments	(19.64)	39.40
Present value of obligations at the end of the year	25.43	43.26
Total amount recognised in profit or loss	3.11	1.56
(b) Statement showing changes in the fair value of plan assets		
Fair Value of Plan Assets at the beginning of the year	28.84	46.14
Expected return on plan assets	0.03	(0.31)
Contributions	-	6.86
Benefits Paid	(2.96)	(26.56)
Other Changes	(0.19)	-
Actuarial gains on plan assets	2.09	2.72
Fair Value of Plan Assets at the end of the year	27.82	28.84
(c) Unfunded liability/ (Overfunded Asset) recognised in Balance Sheet	(2.39)	14.42
(d) Expenses recognised during the year		
Current Service Cost	2.07	3.32
Total Service Cost	2.07	3.32
Interest Expense on DBO	3.13	0.96
Interest (Income) on Plan Assets	(2.09)	(2.72)
Net Interest Cost	1.03	(1.76)
Defined Benefit Cost included in P & L	3.11	1.56
Remeasurements - Due to Financial Assumptions	(0.25)	-
Remeasurements - Due to Experience Adjustments	(19.64)	39.40
(Return) on Plan Assets (Excluding Interest Income)	(0.03)	0.31
Total Remeasurements in OCI	(19.92)	39.71
Total Defined Benefit Cost recognized in P&L and OCI	(16.81)	41.28
(e) Experience adjustment		
Experience adjustment on obligations	(19.64)	39.40
Experience adjustment on plan assets	0.03	(0.30)



Notes to the Ind AS financial statements for the year ended 31st March, 2019

	31st March 2019	31st March 2018
(f) Actuarial Assumptions		
Discount Rate	7.5%	7.5%
Salary Escalation	4.0%	4.0%
Mortality Rate	Indian Assured Lives Mortality (2006-08)	

(g) Sensitivity analysis of 1% change in assumption

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Assumptions	31st March 2019		31st March 2018	
	Increase	Decrease	Increase	Decrease
Discount rate	23.90	27.19	40.73	46.11
Salary growth rate	26.47	24.50	44.92	41.30

(h) 100% of the plan assets are invested in Insurer Managed Fund which is in India.**(i) Risk exposure**

Through its defined benefit plans, the Company is exposed to a number of risks, the most significant of which is Asset volatility. The plan liabilities are calculated using a discount rate set with reference to bond yields; if plan assets underperform this yield, this will create a deficit. The plan assets are invested by the company in insurer manager fund wholly with the Life Insurance Corporation of India ("LIC"). The Company intends to maintain this investment in the continuing years.

40 Segment Information

The company is primarily engaged in the business of providing cranes on rental basis. Further all the commercial operations of the company are based in India. Accordingly, there are no separate reportable segments.

41 The company is endeavouring to mitigate the gap between the current assets and current liabilities, amounting to Rs. 13,867.97 lakhs, which is mainly on account of current maturities of long term debt, by entering into settlement agreements for its financial obligation which includes monetizing some of its Fixed Assets.

42 As regards compliance by the Company with certain requirement of the Companies Act, 2013, there is inadequate representation of Independent directors on the Board of the Company. Further, the Internal Auditor and the Chief Financial Officer (CFO) were not appointed for the Financial Year 2018-19 as required under Section 138 and Section 203 respectively of the Act. However, The Independent Directors and the CFO have since been appointed as requisite form were filed with the MCA before the signing of these financial statements. Management of the Company believes that the penalties, if any, on account of the above stated non-compliances for FY 2018-19 are not expected to be material and the same are currently not determinable. Hence, no provision for any consequential liability have been made in accounts.

As per our report of even date

For B. M. Chaturvedi & Co.

ICAI F.R.N.: 114317W
Chartered Accountants

B. M. Chaturvedi
Partner
ICAI M.N.: 017607

Place: Milan, Italy
Date: May 30, 2019

For and on behalf of the Board of Directors

Starlog Enterprises Limited

Saket Agarwal
Director
DIN: 00162608

Sarita Khamwani
Company Secretary

Place: Mumbai, India
Date: May 30, 2019

Kumkum Agarwal
Director
DIN: 00944021

Amita Chawan
Chief Financial Officer



INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS STARLOG ENTERPRISES LIMITED

Report on the Audit of Consolidated Financial Statements

Qualified Opinion

We have audited the accompanying consolidated Indian Accounting Standards ("Ind AS") financial statements of STARLOG ENTERPRISES LIMITED (hereinafter referred to as the "Company"), its subsidiaries (the Company and its subsidiaries together referred to as the "Group"), its associate and its joint venture, which comprise the Consolidated Balance Sheet as at 31st March, 2019, the Consolidated Statement of Profit and Loss (including the Statement of Other Comprehensive Income), the Consolidated Statement of Cash Flow and the Consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Consolidated Financial Statements") which includes joint operations of the group on a proportionate basis.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of other auditors on the financial statements of the subsidiaries referred to below in sub-paragraph (a) of the Other Matters paragraph, except for the effects (to the extent ascertained) of the matter described in the Basis for Qualified Opinion paragraph below, the consolidated financial statements give the information required by the Companies Act, 2013, ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group **as at 31st March, 2019**, its consolidated loss including Other Comprehensive Income, its consolidated Cash Flows and the Statement of Changes in Equity for the year ended on that date.

Basis for Qualified Opinion

1. As fully explained in Note 48 to the Consolidated Financial Statements, the Company has not received financial statements of a subsidiary and joint venture for year ended 31st March, 2019. It has continued with the same balances for these subsidiary and joint venture as appearing in consolidated financial statements for year ended 31st March, 2018. Further, for the purpose of preparation of consolidated financial statements for year ended 31st March, 2018, the Company had relied on unaudited financial statements, which were unapproved by the management of the said entities. The financial impact of the losses on the carrying value could vary based on the final audited financial statements of these subsidiary and joint venture and the consequent impact on the consolidated opening Retained Earnings and the consolidated profit and loss is presently unascertainable.
2. As more fully explained in Note 44 to the Consolidated Financial Statements, India Ports & Logistics Private Limited ('IPL'), one of the subsidiary of the Company, is a Non-Banking Financial Company (NBFC). However, IPL has not complied with the requirements of the Reserve Bank of India Act, 1934, in respect of NBFC including registering as an NBFC as under Section 45-IA of the Reserve Bank of India Act, 1934. Liabilities/penalties, if any, on account of the above non-compliance are presently not ascertainable and therefore have not been provided for in the financial statements of IPL. Further, the preparation and presentation of the financial statements of IPL applicable to the companies registered under the aforesaid act have also not been complied with.
3. (i) As more fully explained in Note 50(I)(h)(i) to the Consolidated Financial Statements, Dakshin Bharat Gateway Terminal Private Limited ('DBGT'), a subsidiary of the Company, is currently engaged in arbitration proceedings with V.O. Chidambaranar Port Trust ('VOCPT') in respect of various matters arising out of the concession agreement entered into by DBGT with VOCPT dated 4th September, 2012. The matters under arbitration mainly include dispute over determination of revenue for computation of royalty payments liable to VOCPT for the period May 2017 to December 2017 resulting in a demand of Rs. 513 Lakhs and demand of Liquidated Damages of Rs. 923 Lakhs as per the terms of concession agreement on account of delay in commencement of commercial operations among other matters and counterclaims by DBGT. In view of the uncertainty as regards to the final outcome of the said dispute, no provision has been made with respect to the matters under arbitration. Consequently, other expenses and reserves and surplus as at 31st March, 2019, and 31st March, 2018, are understated by Rs. 3,149 Lakhs.
- (ii) The auditors of DBGT were unable to obtain sufficient appropriate audit evidence in respect of carrying amounts of one of the payables against capital expenditure as at 31st March, 2019, in the absence of confirmations and reconciliations, if any, from the party. Consequently, the auditors of DBGT were unable to determine whether any adjustments to this amount was necessary in the financial statements of DBGT as at 31st March, 2019.
4. During the year ended 31st March, 2019, Starlift Services Private Limited ('SSPL'), subsidiary of the Company, has booked certain expense amounting to Rs. 49.46 lakhs under various heads for which no sufficient supporting evidence was provided



to the auditors of SSPL during the course of audit and the amount relates to Prior Period. Under Ind AS 8, "Accounting policies, changes in accounting estimates and errors", errors in accounting that occurred prior to 1st April 2016 are required to be retrospectively corrected by restating the balances of respective assets and liabilities and equity as at 1st April 2016 and errors in accounting that occurred in periods after 1st April 2016, are required to be retrospectively corrected by restating the comparative amounts as at and for the previous year then ended. However SSPL has accounted the expenses in the current financial year. Had the prior period errors been appropriately accounted as provided by Ind AS 8, loss for the year ended 31st March, 2019, and opening equity as on 1st April, 2018, would be have been lower by Rs. 49.46 lakhs.

We conducted our audit of the Consolidated Financial Statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements" section of our report. We are independent of the Group in accordance with the "Code of Ethics" issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion on the Consolidated Financial Statements.

Material Uncertainty Related to Going Concern

We draw attention to Note 49 & Note 50 (Contingent Liability) to the Consolidated Financial Statements, regarding the Group's current liabilities exceeding its current assets by Rs. 43,873.96 lakhs. For reasons mentioned in the said note, including monetization of its fixed assets by the Company and obtaining an approval by a subsidiary to refinance its current borrowings from its lender, and based on the fact that the Group has a positive net worth, the Group believes it has enough assets and will have adequate liquidity to meet its liabilities as and when they fall due. Further, attention is drawn to Note 50(I)(i) regarding termination of the License Agreement with Kandla Port Trust ("Port") on 9th November, 2012 by Kandla Container Terminal Private Limited ("KCTPL"), a subsidiary of the Company, and Arbitration proceedings that have commenced with the Port. KCTPL believes that its claims against the Port shall far outweigh counter-claims against it when the same are settled in the said arbitration proceedings and has, accordingly, prepared its accounts on Going Concern basis.

Emphasis of Matters

We draw attention to the following matters in the Notes to the Consolidated Financial Statements:

1. Note 27 to Consolidated Financial Statements that includes service tax payable of Rs. 251.87 lakhs pertaining to KCTPL out of the total other statutory dues payable of Rs. 1,585.31 lakhs of the Group. This amount of KCTPL of Rs. 251.87 lakhs is net-off service tax input of Rs. 77.36 lakhs. The input credit of service tax has not been claimed by KCTPL within stipulated time as per service tax guidelines and there is reasonable doubt that the same will be available for set off in future. KCTPL has continued to show it as an asset till the conclusion of its arbitration proceedings.
2. Note 7 where in the Company has shown investment of Rs. 1,201.20 lakhs in an associate which is equivalent to 26% of equity capital of the associate. As against this, the financial statements of the associate show the shareholding of the Company as 10% of its equity capital. The differential 16% have been transferred by the associate from the Company to other entities as per its financial statements. However, the Company has continued to show investment at full value of Rs. 1,201.20 lakhs (26%) in its Consolidated Financial Statements on the ground that it has not been provided with any documents by the associate to justify the change in shareholding.
3. Note 50(I)(d) regarding invocation of corporate guarantee by a lender of a subsidiary. As mentioned in the note, the matter was adjudicated by DRT II, Mumbai, passing a recovery order against the Company. The Company has filed a review petition against the said order and the matter is presently sub-judice.

Our opinion is not qualified in respect of the above matters.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements for the financial year ended 31st March, 2019. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the Consolidated Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond



to our assessment of the risks of material misstatement of the Consolidated Financial Statements. The results of audit procedures performed by us and by the auditors of the subsidiaries not audited by us, as reported by them in their audit reports furnished to us by the Company, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Consolidated Financial Statements.

Based on the audit reports of the subsidiaries companies incorporated in India provided to us by the Company, the statutory auditors of those companies have not reported any Key Audit Matters in their respective reports. The Key Audit Matters identified in the audit report of the standalone financial statements of the Company are provided below.

Key Audit Matters	How our audit addressed the Key Audit Matter
Revenue Recognition as per Ind AS 115	Our audit procedures included the following:
Effective April 1, 2018, on account of adoption of new revenue standard Ind AS 115 – Revenue from contracts with customer, the Company has changed its revenue recognition policy with regards to timing of recognition based on the satisfaction of the identified performance obligations and related disclosures.	1) Obtained an understanding of the Company's services and performance obligation, and the timing when the performance obligation would be considered as discharged.
We focused on this area because revenue requires significant time and resource to audit due to the magnitude, revenue transactions near to the reporting date, transition to Ind AS 115 and the adequacy of disclosures in this respect has been considered as key audit matter.	2) Testing on sample basis, the contracts entered into between the Company, the invoices and the relevant underlying documents, including log sheets which are countersigned by the service recipients. 3) We have tested, on a sample basis, whether revenue transactions near to the reporting date have been recognised in the appropriate period by comparing the transactions selected with relevant underlying documentation.
Trade Receivable recoverability	Our audit procedures included the following:
The Company has material exposure to trade receivables. It has made provisions for Expected Credit Loss based on ageing analysis. Considering the pervasive nature of trade receivables on the financial statements, the recoverability of trade receivables has been considered as Key Audit Matter.	1) Checking the ageing analysis of trade receivables. 2) Circulating balance confirmations with the customers at year end. 3) Interaction with management regarding steps taken for recoverability of long standing trade receivables. 4) Assessed the Expected Credit Loss working prepared by the management in accordance with requirements of Ind AS 109.

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the Consolidated Financial Statements and our auditor's report thereon. The Company's annual report is expected to be made available to us after the date of auditor's report.

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

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. When we read the annual report, if we conclude that there is a material misstatement of this other information, we are required to report that fact. We will report such facts, if any, once the annual report is made available to us.

Management's Responsibilities for the Consolidated Financial Statements

The Company's Board of Directors is responsible for preparation and presentation of these Consolidated Financial Statements in terms of the requirement of the Act, that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and the consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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 Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error which have been used for the purpose of preparation of Consolidated Financial Statements by the Directors of the Company as aforesaid.

In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to Consolidated Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group of which we are the independent auditors and whose financial information we have audited, to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Company and such other entities included in the Consolidated Financial Statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements



regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements for the financial year ended 31st March, 2019, and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

- a) We did not audit the financial statements of five subsidiaries, whose financial statements reflect total assets of Rs. 62,215.58 lakhs as at 31st March, 2019, total revenues of Rs. 10,895.45 lakhs for the year ended on that date, net of inter-company elimination, as considered in the Consolidated Financial Statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the Consolidated Financial Statements, in so far as it relates to amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.
- b) The Consolidated Financial Statements include total assets of a subsidiary amounting to Rs. 20,240.93 lakhs and losses of a jointly controlled company amounting to Rs. 13,416.58 lakhs, for which the Company has not received financial statements for financial year ended 31st March, 2019, which have been mentioned in the Basis for Qualified Opinion. These balances are based on unaudited financial statements of FY 2017-18 (Refer Note 48 for detail) and were shown in the consolidated financial statements for year ended 31st March, 2018. These financial statements of FY 2017-18 are yet to be approved by the managements of those respective entities and our opinion on the Consolidated Financial Statements is restricted to the financial statements of the Company and subsidiary companies which are audited.

Except for point (b) above which is covered in point (1) of Basis of Qualification paragraph, our opinion on the Consolidated Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of above matters with respect to our reliance on the work done and report of the other auditors.

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and other financial information of subsidiaries as referred to in Other Matters paragraph above, we report, to the extent applicable, that:

- a) Except for the effects of the matter described in the Basis of Qualified Opinion paragraph above, We / the other auditors whose reports we have relied upon have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.
- b) Except for the effects of the matter described in the Basis for Qualified Opinion paragraph above, in our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.
- d) Except for the effects of the matter described in the Basis for Qualified Opinion paragraph above, in our opinion, the aforesaid Consolidated Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standard) Rules, 2015, as amended.
- e) In our opinion, the matters described in the Basis of Qualified Opinion paragraph above and under the Emphasis of Matters paragraph above may have an adverse effect on the functioning of the Group.
- f) As explained to us and the reports of the other statutory auditors of its subsidiaries incorporated in India, none of the directors of the Group companies and whose audited accounts are available, is disqualified as on 31st March, 2019, from being appointed as a director in terms of Section 164 (2) of the Act. However except for two subsidiaries, the auditors of the Group have not been provided with the written representation as received by the Group from the directors regarding their disqualification.



- g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and its subsidiaries, and the operating effectiveness of such controls, refer to our separate Report in Annexure to this report.
- h) The qualification relating to the consolidation process and other matters are as stated in the Basis of Qualified Opinion paragraph above.
- i) In our opinion and according to the information and explanations given to us, and based on the consideration of the reports of the other statutory auditors of the subsidiaries incorporated in India, the remuneration paid/provided by the Group to its directors during the current year is in accordance with the provisions of section 197 read with Schedule V of the Act.
- j) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements of the subsidiaries as noted in the Other Matter paragraph:
- (i) The Group has disclosed the impact of pending litigations on its financial position in the Consolidated Financial Statements vide Note 50.
 - (ii) The Group 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 requirement to transfer any amount to Investor Education and Protection Fund (IEPF), except in case of the Company where Rs. 6,68,930 was transferred to IEPF. Based on information and explanation provided to us, there are no delays in transfer of the said amount.

For **B. M. Chaturvedi & Co.,**
ICAI F.R.N.: 114317W
Chartered Accountants

Mumbai
12th November, 2019

B.M.Chaturvedi
Partner
ICAI M.N.: 017607



Annexure to the Independent Auditor's Report on the Consolidated Financial Statements of Starlog Enterprises Limited – 31st March, 2019

(Referred to in our report of even date)

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

Disclaimer of Opinion

In conjunction with our audit of the Consolidated Financial Statements of Starlog Enterprises Limited as of and for the year ended 31st March, 2019, we have audited the internal financial controls with reference to Consolidated Financial Statements of Starlog Enterprises Limited ("the Company") and its subsidiaries which are companies incorporated in India, as on that date.

As described in the Basis for disclaimer of opinion paragraph below, we are unable to obtain sufficient appropriate audit evidence to provide a basis for our opinion whether the Group had adequate internal financial controls with reference to financial statements and whether such internal financial controls were operating effectively as at 31st March, 2019.

We have considered the disclaimer reported above in determining the nature, timing, and extent of audit tests applied in our audit of the Consolidated Financial Statements of the Company, and the disclaimer does not affect our opinion on the Consolidated Financial Statements of the Company.

Basis for disclaimer of opinion

According to the information and explanation given to us, except for two subsidiaries, the Group has not established its internal financial control with reference to financial statements on criteria based on or considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI").

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Company and its subsidiaries which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the 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 Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements 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 Act, 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 with reference to Consolidated Financial Statements 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 with reference to Consolidated Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Consolidated Financial Statements included obtaining an understanding of internal financial controls with reference to Consolidated Financial Statements, 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 our judgement, including the assessment of the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their report referred to in Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to Consolidated Financial Statements.



Meaning of Internal Financial Controls with reference to financial statements.

A company's internal financial control with reference to Consolidated Financial Statements 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 with reference to Consolidated Financial Statements 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 with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to Consolidated Financial Statements, 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 with reference to Consolidated Financial Statements to future periods are subject to the risk that the internal financial control with reference to Consolidated Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Other Matter

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to these Consolidated Financial Statements in so far as it relates to five subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India. Our opinion does not include one subsidiary for which we have not been provided with the audited financial statements and the audit report.

For **B. M. Chaturvedi & Co.,**
Chartered Accountants
ICAI F.R.N.: 114317W

Mumbai
12th November, 2019

B.M.Chaturvedi
Partner
ICAI M.N.: 017607

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BALANCE SHEET AS AT 31ST MARCH, 2019

(Rs. in Lakhs)

	Notes	As at 31st March 2019	As at 31st March 2018
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	3	19,281.27	21,145.34
Intangible assets	4	46,233.11	12,201.18
Intangible assets under development	5	-	34,676.08
Investment Properties	6	1,226.26	1,226.26
Financial Assets			
i. Investments	7	6,389.68	6,389.68
ii. Other Financial Assets	8	2,046.07	2,166.39
Other Non-Current Assets	9	2,931.17	2,492.33
Total Non-Current Assets		78,107.56	80,297.26
Current Assets			
Inventories	10	303.78	211.60
Financial Assets			
i. Trade Receivables	11	5,619.79	5,820.26
ii. Cash and Cash Equivalents	12	867.32	1,040.20
iii. Other Bank Balances	13	602.95	604.32
iv. Loans	14	869.11	869.11
v. Other Financial Assets	15	406.52	289.68
Other Current Assets	16	4,670.69	4,726.01
Total Current Assets		13,340.16	13,561.18
Total Assets		91,447.72	93,858.44
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	17	1,196.69	1,196.69
Other Equity	18	331.15	5,789.74
Equity attributable to owners		1,527.84	6,986.43
Non-Controlling Interest		3,503.25	5,919.52
Total Equity		5,031.09	12,905.95
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
i. Borrowings	19	24,684.51	27,033.76
ii. Other Financial Liabilities	20	1,811.75	1,858.89
Provisions	21	95.89	58.53
Other Non-Current Liabilities	22	2,610.36	2,702.45
Total Non-Current Liabilities		29,202.51	31,653.63
Current Liabilities			
Financial Liabilities			
i. Borrowings	23	24,509.88	806.01
ii. Trade and Other Payables	24	2,706.31	2,677.71
iii. Other Financial Liabilities	25	23,976.61	40,825.71
Provisions	26	123.73	135.86
Other Current Liabilities	27	5,897.59	4,853.57
Total Current Liabilities		57,214.12	49,298.86
Total Liabilities		86,416.63	80,952.49
Total Equity and Liabilities		91,447.72	93,858.44

Notes form integral part of the financial statements

As per our report of even date

For B. M. Chaturvedi & Co.
ICAI F.R.N.: 114317W
Chartered Accountants

B. M. Chaturvedi
Partner
ICAI M.N.: 017607

Place: Milan, Italy
Date: May 30, 2019

For and on behalf of the Board of Directors
Starlog Enterprises Limited

Saket Agarwal
Director
DIN: 00162608

Sarita Khamwani
Company Secretary
Place: Mumbai, India
Date: May 30, 2019

Kumkum Agarwal
Director
DIN: 00944021

Amita Chawan
Chief Financial Officer



STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2019

(Rs. in Lakhs)

	Notes	For Year Ended 31st March 2019	For Year Ended 31st March 2018
Income			
Revenue From Operations	28	12,570.48	37,315.59
Other Income	29	1,074.44	249.31
Total Income		13,644.92	37,564.90
Expenses			
Contract costs from construction activities	30	761.95	-
Employee Benefit Expense	31	1,590.78	1,474.75
Power and Fuel Expense	32	137.92	298.74
Depreciation/Amortization Expense	33	3,227.88	2,948.11
Other Expenses	34	10,165.98	36,791.88
Finance Costs	35	5,654.48	4,424.71
Total Expenses		21,538.99	45,938.19
		(7,894.07)	(8,373.29)
Exceptional Items	36	-	2,694.69
Profit/(Loss) Before Tax		(7,894.07)	(5,678.60)
Tax expense			
Current tax			(4.03)
Deferred tax		(2.03)	6.33
Loss after tax for the year before share in profit/(loss) of jointly controlled entities and associates		(7,896.10)	(5,676.30)
Add: Share in (loss) /profit of jointly controlled entities and associates, (net of tax)		-	(1,568.77)
Loss for the year		(7,896.10)	(7,245.07)
Other Comprehensive Income			
Items that will not be reclassified to profit or loss		21.24	(57.73)
Total Comprehensive Income/(Loss) For The Year		(7,874.86)	(7,302.80)
Profit / (Loss) attributable to:			
Owners of Starlog Enterprises Limited		(5,481.33)	(5,098.70)
Non-controlling interests		(2,414.77)	(2,146.37)
Other comprehensive income attributable to:			
Owners of Starlog Enterprises Limited		22.74	(58.42)
Non-controlling interests		(1.50)	0.69
Total comprehensive income attributable to:			
Owners of Starlog Enterprises Limited		(5,458.59)	(5,157.12)
Non-controlling interests		(2,416.27)	(2,145.68)
Earning/(Loss) Per Equity Share			
- Basic and Diluted (in Rs.)	39	(65.80)	(61.02)

Notes form integral part of the financial statements

As per our report of even date

For B. M. Chaturvedi & Co.

ICAI F.R.N.: 114317W

Chartered Accountants

B. M. Chaturvedi

Partner

ICAI M.N.: 017607

Place: Milan, Italy

Date: May 30, 2019

For and on behalf of the Board of Directors

Starlog Enterprises Limited

Saket Agarwal

Director

DIN: 00162608

Sarita Khamwani

Company Secretary

Place: Mumbai, India

Date: May 30, 2019

Kumkum Agarwal

Director

DIN: 00944021

Amita Chawan

Chief Financial Officer



Statement of Cash Flows for the year ended 31st March, 2019

(Rs. in Lakhs)

	For Year Ended 31st March 2019	For Year Ended 31st March 2018
Cash flow from operating activities		
Profit / (Loss) before tax	(7,894.07)	(5,678.60)
Adjustment for :		
Depreciation / Amortisation	3,227.88	2,948.12
Finance cost	5,654.48	4,424.71
Interest income on bank deposit and others	(36.51)	(62.65)
Net foreign exchange gain / (loss)	(37.66)	10.56
Government grant received	(502.64)	-
Miscellaneous balances written off	-	134.81
Exceptional items	-	(2,694.69)
Provision for doubtful debts	26.09	-
Liability no longer required written back	(102.94)	(39.09)
(Profit) / Loss on disposal of property, plant and equipment	(21.53)	338.72
Other non-operating expenses	1.90	-
	315.00	(618.11)
Operating profit before working capital changes		
Movement in working capital:		
(Increase)/Decrease in Trade Receivables	203.73	(649.39)
(Increase)/Decrease in Inventories	(92.18)	13.49
(Increase)/Decrease in Loans - Current	-	28.79
(Increase)/Decrease in Other Financial Assest	(64.39)	849.26
(Increase)/Decrease in Other Asset	(582.82)	(3,032.59)
Increase/(Decrease) in Provisions	53.71	16.34
Increase/(Decrease) in Other Liabilities	1,462.79	2,335.67
Increase/(Decrease) in Other Financial Liabilities	47.56	1,391.77
Increase/(Decrease) in Trade Payables	18.50	1,416.96
Cash generated from operations	1,361.90	1,752.19
Income taxes paid	(366.17)	(106.39)
Net cash inflows from operating activities (A)	995.73	1,645.80
Cash flow from investing activities		
Addition in property, plant and equipment (including CWIP and Capital advances)	(19,858.86)	(204.88)
Addition in intangible asset under development	-	(9,327.19)
Advance against sale of Fixed Asset- Taken/(Given)	37.12	-
Proceeds from sale of property, plant and equipment	136.77	3,046.75
Bank deposits in excess of 3 months (Net)	53.98	(84.34)
Interest received	37.12	28.55
Net cash outflow used in investing activities (B)	(19,593.87)	(6,541.11)
Cash flow used in financing activities		
Changes in borrowing (Net)	22,044.28	8,311.60
Unclaimed dividend paid	(6.62)	-
Proceeds from issue of preference share	-	36.45
Interest Expense	(3,612.40)	(3,030.41)
Net cash inflow used in financing activities (C)	18,425.26	5,317.64



	For Year Ended 31st March 2019	For Year Ended 31st March 2018
Net increase/ (decrease) in cash and cash equivalents (A+B+C)	(172.88)	422.33
Cash and cash equivalents at the beginning of the year	1,040.20	617.87
Cash and cash equivalents at the end of the year (Refer Note 12)	867.32	1,040.20
Net increase/ (decrease) in cash and cash equivalents	(172.88)	422.33

Effective April, 2017 the Company adopted the amendment to Ind AS-7 "Statement of Cash Flows" which require the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financial activities including both changes arising from cash flows and non cash charges, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement. The adoption of amendment did not have any material impact on the financial statements.

As per our report of even date

For B. M. Chaturvedi & Co.
ICAI F.R.N.: 114317W
Chartered Accountants

B. M. Chaturvedi
Partner
ICAI M.N.: 017607

Place: Milan, Italy
Date: May 30, 2019

For and on behalf of the Board of Directors
Starlog Enterprises Limited

Saket Agarwal
Director
DIN: 00162608

Sarita Khamwani
Company Secretary

Place: Mumbai, India
Date: May 30, 2019

Kumkum Agarwal
Director
DIN: 00944021

Amita Chawan
Chief Financial Officer

Statement of changes in equity for the year ended 31st March, 2019

A. Equity Share Capital									
Particulars									(Rs. in Lakhs)
As at April 1, 2017									Amount
Change in equity Share Capital									1,196.69
As at 31st March 2018									-
Change in Equity Share Capital									1,196.69
As at 31st March 2019									-
As at 31st March 2019									1,196.69
B. Other Equity									
Particulars	Capital Reserve	Securities Premium Reserve	Capital Redemption Reserve	General Reserve	Retained Earnings	Items of Other Comprehensive Income	Owners Equity	Non-Controlling Interest	Total Other Equity
						FVTOCI			
Opening balance as at 1st April 2017	100.00	40,933.42	1,590.24	11,553.50	(43,241.63)	11.33	10,946.86	8,028.75	18,975.61
Transfer to retained earnings - Loss 2017-18					(5,098.70)		(5,098.70)	(2,146.37)	(7,245.07)
Equity Component of Preference Share								869.85	869.85
Share Application Money Received								(833.40)	(833.40)
Remeasurement of Employment Benefit Obligations						(58.42)	(58.42)	0.69	(57.73)
Closing Balance as at 31st March 2018	100.00	40,933.42	1,590.24	11,553.50	(48,340.33)	(47.09)	5,789.74	5,919.52	11,709.26
Adjustment to Opening Retained Earnings				(470.99)	470.99		-		-
Transfer to retained earnings - Loss 2018-19					(5,481.33)		(5,481.33)	(2,414.77)	(7,896.10)
Remeasurement of Employment Benefit Obligations						22.74	22.74	(1.50)	21.24
Closing Balance as at 31st March 2019	100.00	40,933.42	1,590.24	11,082.51	(53,350.67)	(24.35)	331.15	3,503.25	3,834.40



Notes to the Ind AS financial statements for the year ended 31st March, 2019

1 Corporate Information

Starlog Enterprises Limited ("the Company" or "Starlog" or "Parent") was incorporated on 15-12-1983. The Company, its subsidiaries, associates and joint ventures (collectively, the Group) is operating in Port & Infrastructure facilities, Charter Hire & Operation of Heavy Duty Cranes, Engineering & Erection activities.

2 Summary of significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these Consolidated Financial Statements. The policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of preparation

a) Compliance with Ind AS

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under section 133 of Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] as amended from time to time and other relevant provision of the Act.

The Consolidated Financial Statements are presented in INR and all values are rounded off to the nearest lakhs (INR 00,000), unless otherwise stated.

The Consolidated Financial Statements have been prepared on a historical cost basis, except certain financial instruments which have been measured at fair value."

b) Basis of Consolidation

The consolidated financial statements have been prepared by following consolidation procedures as laid down in Ind AS 110 "Consolidated Financials Statements".

i) Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. they are deconsolidated from the date that control ceases.

Consolidation procedure

- Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries.
- Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.
- Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (unrealised profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Non-controlling interest in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and consolidated balance sheet respectively.

ii) Associates and Joint Ventures

Investments in associates and joint ventures are accounted for using the equity method of accounting, after initially being recognised at cost in accordance with Ind AS 28 "Investments in Associates and Joint Ventures.



Notes to the Ind AS financial statements for the year ended 31st March, 2019

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other event in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements, appropriate adjustments are made to the group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

iii) Foreign Operations / Subsidiaries

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

- Assets and liabilities are translated at the closing rate at the date of that balance sheet
- Income and expenses are translated at average exchange rates
- All resulting translation exchange differences are recognised in Foreign Currency Translation Reserve (FCTR) through other comprehensive income (OCI)"

2.2 Significant accounting judgements, estimates and assumptions

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues and expenses during the period and assets, liabilities and the disclosure of contingent liabilities at the date of financial statements. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The Company prepared its financial statements based on assumptions and estimates on parameters available at that time. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur."

2.3 Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- ▶ Expected to be realised or intended to be sold or consumed in normal operating cycle
 - ▶ Held primarily for the purpose of trading
 - ▶ Expected to be realised within twelve months after the reporting period, or
 - ▶ Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period
- All other assets are classified as non-current.

A liability is current when:

- ▶ It is expected to be settled in normal operating cycle
 - ▶ It is held primarily for the purpose of trading
 - ▶ It is due to be settled within twelve months after the reporting period, or
 - ▶ There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period
- The Company classifies all other liabilities as non-current.
- Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.4 Operating Segment

The Group is primarily engaged in the business of Port & Infrastructure facilities, Charter Hire & Operation of Heavy Duty Cranes, Engineering & Erection activities. Further all the commercial operations of the Group are based in India. Accordingly, there are no separate reportable segments.

2.5 Fair value measurement

The Group measures financial instruments at fair value at each balance sheet date.

Fair value is the price 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.



Notes to the Ind AS financial statements for the year ended 31st March, 2019

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

- ▶ Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- ▶ Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- ▶ Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

2.6 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

a) Rendering of Services

Revenue from hiring of equipment (cranes & trailers) associated with the transaction is recognised when the outcome of a transaction can be reliably estimated by reference to the stage of completion of the transaction, at the end of the reporting period.

b) Port Operation Services - Container handling, storage services and other ancillary services

The Group operates one of the major ports in India wherein the tariffs are governed by Tariff Authority of Major Ports ('TAMP'). Hence the tariff rate charged by the Group are as per the TAMP guidelines.

Container handling revenue is recognised on vessels completed up to the end of the last shift of the period. Container storage revenue and reefer revenue is recognised after departure of the container from the terminal. Ancillary revenue is recognised upon completion of the services provided.

This is considered the appropriate point where the performance obligations in our contracts are satisfied.

c) Service concession arrangement - Revenue from construction activities

Revenue relating to the construction contracts (including upgrade services) which are entered into with the Port Trust for the construction of the infrastructure necessary for the provision of services are measured at the fair value of the consideration received or receivable based on the stage of completion of work performed. Revenue from service concession arrangements is recognised based on the fair value of construction work performed at the reporting date. The fair value of the construction work performed is regarded to be its cost.

Contract assets are recognised when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms. Unearned and deferred revenue ("contract liability") is recognised when there is billings in excess of revenues.

A receivable represents the Company's right to an amount of consideration that is unconditional i.e. only the passage of time is required before payment of consideration is due.

A contract liability is the obligation to provide services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. Contract liabilities are recognised as revenue when the Company performs under the contract."

d) License fee payments

The Group has access to the land for development of the eighth berth as a container terminal at the port on a build, operate, transfer basis and related infrastructure for providing services to users in accordance with the terms of the concession arrangement with VOCPT. The Group makes license fee payments to the port which increases year on year. The license fee terms are for a period of 30 years from October 2012. The agreement entered into is non-cancellable till the termination or expiry of the concession agreement. As per requirements of Ind AS 11 Construction Costs, the Company has accounted for the present value of the future payments (non-cancellable) on the date of entering into the concession arrangement and is being carried at amortized cost.



Notes to the Ind AS financial statements for the year ended 31st March, 2019

e) Government grants

Government grants and subsidies are recognised when there is reasonable assurance that the conditions attached to them will be complied, and grant/subsidy will be received.

Government grants relating to income are deferred and recognized in the statement of profit and loss over the period necessary to match them with the costs that they intended to compensate and presented in other income.

The Company has availed the Export Promotion Capital Goods ('EPCG') scheme provided by the Government of India. The Company capitalizes the non-refundable portion of the duty saved as part of intangibles under development and correspondingly accounts for deferred income. Amortization is charged over the useful life of the respective asset and deferred income is unwound over the period the export obligation is expected to be met. Currently, the Company does not amortize the government grant capitalized as intangibles under development as these assets are not ready for their intended use. "

f) Foreign currency transactions

i. Initial recognition

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

ii. Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction; and non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

iii. Exchange differences

Exchange differences are recognized in Statement of Profit or Loss. Further, Exchange differences arising on a monetary item that, in substance, form part of the company's net investment in a non-integral foreign operation is accumulated in a foreign currency translation reserve in the financial statements until the disposal of the net investment, at which time they are recognised as income or as expenses.

g) Interest income

Interest income for debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the company estimates the expected cash flows by considering contractual terms of the financial instrument but does not consider the expected credit losses.

h) Dividends

Dividend is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

2.7 Income Taxes

Income tax comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to an items recognised directly in equity or in other comprehensive income.

a) Current income tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of the previous years. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date. Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.



Notes to the Ind AS financial statements for the year ended 31st March, 2019

b) Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax loss and tax credits.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

Deferred tax measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is legally enforceable right to offset current tax liabilities and assets, and they to income taxes levied by the same tax authority.

c) Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

2.8 Property, plant and equipment

a) Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment loss, if any. Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss."

b) Transition to Ind AS

On transition to Ind AS, the company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1 April 2018, measured as per the previous GAAP, and use that carrying value as the deemed cost of such property, plant and equipment.

c) Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the company.

d) Depreciation

Depreciation is calculated on the cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method, and is generally recognised in the statement of profit and loss. Freehold land is not depreciated.

e) Reclassification to investment property

When the use of a property changes from owner-occupied to investment property, the property is reclassified as investment property at its carrying amount on the date of reclassification.

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes), but not for sale in ordinary course of business or for administrative purpose. Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and impairment losses, if any. Any gain or loss on disposal of investment property is recognised in profit and loss.



Notes to the Ind AS financial statements for the year ended 31st March, 2019

2.9 Intangible Assets Under Development

a) Service concession arrangements

The Group has been awarded port operations concession rights through a license agreement with VOC Port Trust (VOCPT) to build and operate for 30 years container terminal at the Tuticorin Port.

The Group recognizes intangibles under development arising from a service concession arrangement to the extent it has a right to charge for use of the concession infrastructure. The fair value, at the time of initial recognition of such an intangible asset received as consideration for providing construction or upgrade services in a service concession arrangement, is regarded to be its cost. Such an intangible is capitalised when the project is complete in all respects and the Group receives the completion certificate from the authorities as specified in the concession agreement.

Port concession rights also include certain property, plant and equipment which are reclassified as intangible assets in accordance with Appendix A of Ind AS 11 'Service Concession Arrangements'. These assets are amortised based on the lower of their useful lives or concession period."

b) Subsequent expenditure

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognized in profit or loss as incurred.

c) Transition to Ind AS

On transition the Ind AS, the Company has adopted service concession accounting retrospectively.

d) Amortization

Amortization is calculated to write off the cost of intangible assets less their estimated residual values over their estimated useful lives using the straight-line method, and is included in depreciation and amortization in statement of profit and loss.

The intangibles arising under a service concession arrangement is amortised over the lower of the assets useful life or concession period on a straight line basis.

The estimated useful life of an intangible asset in a service concession arrangement is the lower of respective useful lives and remaining concession period after commencement of commercial operation on a straight line basis.

Amortization method, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

An intangible asset is derecognized on disposal or when no future economic benefits are expected from its use and disposal. Losses arising from retirement and gains or losses arising from disposal of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the assets and are recognised in the statement of profit and loss."

2.10 Leases

Operating leases payment are recognised as an expense in the profit loss account in line with contractual term to compensate the lessors expected inflationary cost. Payments made under operating leases are generally recognised in profit or loss on a straight-line basis over the term of the lease unless such payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

2.11 Impairment of non-financial assets

The carrying amounts of property, plant and equipment are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognised in the statement of profit and loss when the carrying amount of an asset exceeds its estimated recoverable amount. If at the balance sheet date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount but limited to the carrying amount that would have been determined (net of depreciation / amortisation) had no impairment loss been recognised in prior accounting periods.



Notes to the Ind AS financial statements for the year ended 31st March, 2019

2.12 Provisions, Contingent liabilities and contingent assets

Provisions are recognised when the Group has a present legal or constructive obligation, as a result of past events, and it is probable that an outflow of resources, that can reliably be estimated, will be required to settle such an obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows to net present value using an appropriate pre-tax discount rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. 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.

Contingent liabilities are not recognised but disclosed where the existence of an obligation will only be confirmed by future events or where the amount of the obligation cannot be measured reliably. Contingent assets are not recognised, but are disclosed where an inflow of economic benefits is probable.”

2.13 Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits, (which are not pledged) with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

2.14 Employee Benefits

Provident Fund / ESIC

Retirement benefits in the form of Provident Fund / ESIC are a defined contribution scheme and the contributions are charged to the profit and loss of the year when the contributions to the respective fund are due. There are no other obligations other than the contribution payable to the respective funds.

Gratuity /Leave encashment

The obligation of assets recognised in the balance sheet in respect to defined benefit / leave encashment value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets .The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

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

Re-measurement gain and losses arising from experience adjustment and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retain earning in the statement of changes in equity and in the balance sheet. Re-measurements are not reclassified to profit or loss in subsequent periods.”

2.15 Foreign currencies

The Group's financial statements are presented in INR, which is also the Group's functional currency.

Transactions in foreign currencies are initially recorded by the Group into functional currency at the exchange rate on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are 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 initial transactions.

2.16 Earnings Per Share

Basic Earnings per share (EPS) amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.



Notes to the Ind AS financial statements for the year ended 31st March, 2019

2.17 Recent Accounting Pronouncement

a. Standards issued but not effective

Ind AS 116, Leases, replaces the existing standard on accounting for leases, Ind AS 17, with effect from April 01, 2019. This standard introduces a single lessee accounting model and requires a lessee to recognize a 'right of use asset' (ROU) and a corresponding 'lease liability' for all leases. Lease costs will be recognised in the statement of profit and loss over the lease term in the form of depreciation on the ROU asset and finance charges representing the unwinding of the discount on the lease liability. In contrast, the accounting requirements for lessors remain largely unchanged. Transition to Ind AS 116 does not have any effect on the Company's Financial Statements, since the Company does not have any lease arrangements.

b. Amendment to existing issued Ind AS

The MCA has also carried out amendments of the following accounting standards (Brief Nature as given below):

- Ind AS 19- Employee benefits - Plan Amendment, Curtailment or Settlement
- Ind AS 109- Financial Instruments - Prepayment Features with Negative Compensation
- Ind AS 12- Income Taxes - Uncertainty over Income Tax Treatments
- Ind AS 28- Investments in Associates and Joint Ventures - Long-term Interests in Associates and Joint Ventures

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

2.18 Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Difference between actual results and estimates are recognised in the periods in which the results are known / materialised.

Notes to the Ind AS financial statements for the year ended 31st March, 2019

Note 3: Property, Plant and Equipment

(Rs. in Lakhs)

Description of Assets	Freehold Land	Building	Electrical Equipment	Plant and Machinery	Office Equipment	Motor Cars	Furniture and Fixtures	Leasehold Improvements	Total
I. Cost									
Balance as on 1st April, 2017	6.84	46.27	678.34	67,560.79	323.74	238.12	204.56	44.84	69,103.50
Addition	-	1.64	-	136.73	24.35	22.59	19.58	-	204.89
Disposal/Transfers	-	-	-	(9,055.39)	(0.54)	-	(0.74)	-	(9,056.67)
Balance as on 31st March, 2018	6.84	47.91	678.34	58,642.13	347.55	260.71	223.40	44.84	60,251.72
Addition	-	-	-	11.60	18.95	-	43.09	-	73.64
Disposal/Transfers	-	-	-	(1,164.79)	-	-	-	-	(1,164.79)
Balance as on 31st March, 2019	6.84	47.91	678.34	57,488.94	366.50	260.71	266.49	44.84	59,160.57

II. Accumulated Depreciation									
Balance as on 1st April, 2017	-	34.21	111.62	41,579.39	229.20	196.62	157.99	44.84	42,353.85
Charge For The Year	-	0.65	68.05	2,302.68	34.93	10.32	7.11	-	2,423.73
Disposal/Transfers	-	-	-	(5,670.69)	(0.51)	-	-	-	(5,671.20)
Balance as on 31st March, 2018	-	34.86	179.66	38,211.38	263.61	206.94	165.09	44.84	39,106.38
Charge For The Year	-	0.82	-	1,762.10	29.80	14.10	17.68	-	1,824.50
Disposal/Transfers/Adjustments	-	-	-	(1,049.55)	-	(2.03)	-	-	(1,051.58)
Balance as on 31st March, 2019	-	35.68	179.66	38,923.93	293.41	219.01	182.77	44.84	39,879.30

Carrying Amount									
As at 31st March, 2018	6.84	13.05	498.68	20,430.75	83.94	53.77	58.31	-	21,145.34
As at 31st March, 2019	6.84	12.23	498.68	18,565.01	73.09	41.70	83.72	-	19,281.27

Notes:

- (i) During the year ended on 31 March 2019 there is no impairment loss determined at each level of CGU. The recoverable amount was based on value in use and was determined at the level of CGU.
- (ii) Building have been mortgaged for the purpose of borrowings. The details relating to the same have been described in Note 19.



Notes to the Ind AS financial statements for the year ended 31st March, 2019

Note 4: Intangible Assets

(Rs. in Lakhs)

Description of Assets	Software Licenses	Port Concession Rights	Total
I. Cost			
Balance as on 1st April, 2017	20.30	13,634.96	13,655.26
Addition	-	-	-
Disposal/Transfers/Adjustments	-	-	-
Balance as on 31st March, 2018	20.30	13,634.96	13,655.26
Addition *	-	35,435.31	35,435.31
Disposal/Transfers/Adjustments	-	-	-
Balance as on 31st March, 2019	20.30	49,070.27	49,090.57
II. Accumulated Depreciation			
Balance as on 1st April, 2017	6.85	922.85	929.70
Amortisation For The Year	4.06	520.32	524.38
Disposal/Transfers/Adjustments	-	-	-
Balance as on 31st March, 2018	10.91	1,443.17	1,454.08
Amortisation For The Year	-	1,403.38	1,403.38
Disposal/Transfers/Adjustments	-	-	-
Balance as on 31st March, 2019	10.91	2,846.55	2,857.46
Carrying Amount			
As at 31st March, 2018	9.39	12,191.79	12,201.18
As at 31st March, 2019	9.39	46,223.72	46,233.11

* Details with respect to Port concession rights is provided in note 2.9 (b)

Note 5: Intangible Assets Under Development - Port Concession Rights

(Rs. in Lakhs)

Particulars	As at 31st March 2019	As at 31st March 2018
Civil costs	4,665.88	4,429.02
Mechanical costs	85.21	85.21
Project management consultancy	390.07	372.26
Other expenses	344.82	344.81
Plant and Machinery	26,418.20	25,995.99
Softwares	775.10	690.04
Finance costs	1,417.94	1,369.96
Employee benefit expenses	220.88	220.88
Upfront Royalty fee	500.00	500.00
Loss on fair valuation of security deposits	72.48	72.48
Deferred license fees	1,117.76	1,117.75
	36,008.34	35,198.40
Less: Trial run Income	(573.03)	(522.32)
Less: Capitalised during the year	(35,435.31)	-
	-	34,676.08

The additions during the year includes civil and other directly attributable costs for setting up the terminal handling facility under the service concession agreement. Dakshin Bharat Gateway Terminal Private Limited (DBGT), a subsidiary of the Company, has received the Commercial Operation certificate on 13 April 2018 and hence till that date these are shown as part of 'Intangible Assets under development' and capitalized thereafter.

Trial run income represent revenue earned net of direct expenditure during the trial run period (i.e.) after operation started but before DBGT receive the Commercial Operation certificate. Trial run income has been reduced from cost of assets in compliance with Ind AS.



Notes to the Ind AS financial statements for the year ended 31st March, 2019

6 Investment Properties

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Freehold Land	1,226.26	1,226.26
Total	1,226.26	1,226.26

Note:

- Freehold land at 3 locations was held for purpose of earning capital appreciation. Hence it has been reclassified to Investment Property as per Ind AS 40.
- Land located at Raigad District is mortgaged for the purpose of borrowings. The details relating to the same have been described in Note 19.
- Further, out of the above Investments, land situated at Kolkata is under sale to a subsidiary pending necessary government permissions and certain legal formalities.

Financial assets

7 Non-Current Investments

Investments Unquoted unless stated otherwise

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
A. Investment in Associate		
South West Port Limited		
1,20,12,000 (Previous Year 1,20,12,000) Equity Share of Rs. 10 Face Value	1,201.20	1,201.20
Tuticorin Coal Terminal Private Limited		
2600 (Previous Year 2600) Equity Share of Rs. 10 Face Value	0.26	0.26
B. Investment in Joint Venture		
ALBA Asia Private Limited (Refer Note 48 (b))		
1,84,928 (Previous Year 1,84,928) Equity Share of Rs. 10 Face Value	5,177.24	5,177.24
C. Investment carried at fair value through OCI		
Lexicon Finance Limited		
1,00,000 (Previous Year 1,00,000) Equity Share of Rs. 10 Face Value	10.98	10.98
Total Non-Current investments [A+B+C]	6,389.68	6,389.68

Investments at fair value through OCI (fully paid) reflect investment in unquoted equity securities. These equity shares are designated as FVTOCI as they are not held for trading purpose and are not in similar line of business as the Group. Thus disclosing their fair value fluctuation in profit and loss will not reflect the purpose of holding. The latest financial statement of Lexicon Finance Limited is available for year ended 31-03-2018 however there is no material difference in fair valuation between 31-03-2018 and 31-03-2017. Hence the fair valuation which was done in 31-03-2017 is being continued.

8 Other Financial Assets - Non Current

(Unsecured considered good, unless otherwise stated)

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Others - Award Receivable 1	709.38	709.38
Fixed Deposits (earmarked) 2	258.51	325.77
Expense Recoverable	288.79	288.79
Security Deposit		



Notes to the Ind AS financial statements for the year ended 31st March, 2019

	As at 31st March 2019	As at 31st March 2018
- Related Parties	659.87	707.76
- Others	325.29	330.46
Less: Allowance for Expected Credit Loss	(195.77)	(195.77)
Total Other Financial Assets - Non Current	2,046.07	2,166.39

- Award Receivable has been reclassified from Capital Work in Progress due to arbitration order received in 2016-17.
- Earmarked fixed deposits are given as collateral against bank guarantees provided to operational vendors, customs department and towards credit card utilization.

9 Other Non-Current Assets

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Prepaid expenses	507.61	98.13
Advance Tax (Net of Provision)	2,190.52	1,826.38
Capital Advances	-	567.82
Other Advances	233.04	-
Total Other Non-Current Assets	2,931.17	2,492.33

10 Inventories

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Stores and spares	303.78	211.60
	303.78	211.60

11 Trade Receivables

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Unsecured, considered good	5,619.79	5,820.26
Unsecured, considered doubtful	980.59	1,136.48
Less: Allowance for Expected Credit Loss	(980.59)	(1,136.48)
Total Trade Receivables	5,619.79	5,820.26
Of the above, Trade Receivables from:		
Others	5,619.80	5,820.26

No trade receivable are due from directors or other officers of the Group either severally or jointly with any other person. Trade receivables are non interest bearing.

12 Cash and Cash Equivalents

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Balance with banks		
- In current accounts	606.88	786.39
- In Fixed Deposit	332.93	327.30
Cheque on hand (Refer Note 51(1))	6.19	-



Notes to the Ind AS financial statements for the year ended 31st March, 2019

	As at 31st March 2019	As at 31st March 2018
Cash on hand	3.90	3.46
Sub Total	949.90	1,117.15
Less: In enmarked accounts	(82.58)	(76.95)
Total Cash and Cash Equivalents	867.32	1,040.20

13 Other Bank Balances

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Unpaid Dividend Account	-	6.64
Fixed deposits with maturity more than 3 months	602.95	597.68
Total Other Bank Balances	602.95	604.32

There are no repatriation restriction with regards to cash and cash equivalents as at the end of the reporting period and prior periods.

14 Loans - Current

(Unsecured considered good, unless otherwise stated)

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Loans and Advance to Related parties	1,143.68	1,143.68
Loans and Advance to Others	144.97	144.97
Less: Allowance for Expected Credit Loss	(857.76)	(857.76)
	430.89	430.89
Advance Recoverable in cash or in kind or value to be received	438.58	438.58
Less: Allowance for Expected Credit Loss	(0.36)	(0.36)
	438.22	438.22
Total Loans	869.11	869.11

15 Other Financial Assets

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Unbilled Revenue	284.52	90.99
Bank deposits (with original maturity of more than 12 months)	-	58.79
Interest accrued on fixed deposits	85.45	86.88
Others	15.00	15.00
Security Deposit	21.55	38.02
Total Other Financial Assets	406.52	289.68

* DBGT has lien on its fixed deposits aggregating Rs. nil (previous year Rs. 58.79 lakhs) in favour of a bank towards the bank guarantees issued.

16 Other Current Assets

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Prepaid Expenses	333.11	191.59
Advance to Suppliers - Related Parties	44.44	14.35
Advance to Suppliers - Others	1,157.20	1,325.88



Notes to the Ind AS financial statements for the year ended 31st March, 2019

	As at 31st March 2019	As at 31st March 2018
Advance for Capital Goods	269.05	146.70
Deposit with Govt. Authorities	2,780.38	2,974.69
Advance for Land	195.74	195.74
Others	22.85	9.14
Sub Total	4,802.77	4,858.09
Less: Allowance for Expected Credit Loss (Adv. To Suppliers)	(132.08)	(132.08)
Total Other Current Assets	4,670.69	4,726.01

17 Equity Share Capital

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Authorised Equity Share Capital		
3,00,00,000 Equity Shares of par value Rs. 10/- each	3,000.00	3,000.00
	3,000.00	3,000.00
Issued, Subscribed & Paid-up		
1,19,66,985 Equity Shares of par value Rs. 10/- each	1,196.69	1,196.69
	1,196.69	1,196.69

(i) Reconciliation of number of shares and amount outstanding at the beginning and at the end of the reporting period:

Equity Shares	As at 31st March 2019		As at 31st March 2018	
	Number of Shares	Amount	Number of Shares	Amount
At the beginning of the year	1,19,66,985	1,196.69	1,19,66,985	1,196.69
Issued during the year	-	-	-	-
Outstanding at the end of the year	1,19,66,985	1,196.69	1,19,66,985	1,196.69

(ii) Terms/ rights attached to equity shares:

"The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets. The equity shares are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder on a poll are in proportion to its share of the paid-up equity capital of the Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable have not been paid.

In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion of the shares held by the shareholder."

(iii) Details of shareholders holding more than 5% Shares in the Company:

Name of shareholder	As at 31st March 2019		As at 31st March 2018	
	Number of Shares	% of Holding	Number of Shares	% of Holding
Equity shares of Rs. 10 each fully paid				
Mr. Saket Agarwal	77,11,000	64.44%	77,11,000	64.44%
PSA India Pte. Ltd.	15,00,000	12.53%	15,00,000	12.53%

The Company has not issued any equity shares as bonus or for consideration other than cash and has not bought back any shares during the period of five years immediately preceeding March 31, 2019.



Notes to the Ind AS financial statements for the year ended 31st March, 2019

18 Other Equity

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Capital Reserves	100.00	100.00
Capital Redemption Reserves	1,590.24	1,590.24
Securities Premium	40,933.42	40,933.42
General Reserves	11,082.51	11,553.50
Retained Earnings:		
As per last Balance Sheet	(48,340.33)	(43,241.63)
Adjustment to Opening Retained Earnings	470.99	-
Net profit/ (loss) for the year	(5,481.33)	(5,098.70)
Balance at the end of the year	(53,350.67)	(48,340.33)
Other Comprehensive Income:		
As per last Balance Sheet	(47.09)	11.33
Remeasurements of Employment Benefit Obligations	22.74	(58.42)
Balance at the end of the year	(24.35)	(47.09)
Total Other Equity	331.15	5,789.74

i) Retained earnings

Retained earnings are profits / (losses) that the Company has earned, less any transfers to general reserves, dividends or other distributions paid to shareholders

ii) Other Comprehensive Income (OCI)

Other Comprehensive Income (OCI) includes remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest).

iii) Securities Premium Reserve

Securities premium account represents the premium received on issue of shares over and above the face value of equity shares. The reserve is available for utilisation in accordance with the provisions of the Companies Act, 2013.

iv) General Reserve

The reserve is a distributable reserve maintained by the Company.

19 Borrowings

Term Loan from Banks	20,872.71	22,349.29
Foreign Currency Term Loan from Banks	4,398.93	4,398.93
Liability portion of preference shares	647.43	647.43
Term loans from Related Party	4,980.00	4,980.00
Term Loan from Finance Companies	7,931.62	8,091.81
Total Borrowings	38,830.69	40,467.46
Less: Current Maturities (Refer Note 25)	(14,146.18)	(13,433.70)
Total Borrowings	24,684.51	27,033.76



Notes to the Ind AS financial statements for the year ended 31st March, 2019

A) Starlog Enterprises Limited

Financial Year	Rate of Interest			Total
	11.25%	11.00%	12.75%	
19-20	179.00	-	2,479.45	2,658.45
20-21	200.00	375.11	929.16	1,504.27
21-22	224.00	500.00	-	724.00
22-23	100.00	509.00	-	609.00

- The above figure includes Rs. 2.71 lakhs as prepaid finance charges.
- The above maturity profile does not include overdue borrowing of Rs. 6,145.43 lakh as on 31-03-2019.
- All the above loans are secured by hypothecation of plant and machinery financed there-against and part of the receivables under specific charter hire agreements.
- Additionally Rs 7,052.50 lakh are secured by way of exclusive charge of property located at Mumbai, and Rs. 2105.39 lakhs are secured by way of mortgage of one of the freehold land.

B) Dakshin Bharat Gateway Terminal Private Limited (DBGT)

- Terms and repayment schedule

Loan From	Interest Rate	Repayment Terms	As at 31 March, 2019	As at 31 March, 2018
Term loan from BNP Paribas	One month marginal cost of funds based lending rate + 1.4% per annum.	Payable on demand on or before 30 May 2019*	23,000.00	-
Term loan from Yes Bank Limited	At 6 month MCLR plus 1.35% per annum	Principal amount shall be repaid by way of 24 equal quarterly installments after a moratorium period of 12 months from the date of first disbursement (i.e.) up to 04 July 2024	5,984.87	6,511.32
Cash credit facility from BNP Paribas	At overnight MCLR plus 1.25 % per annum	Payable on demand on or before 30 May 2019	1,406.69	706.01

- Security and purpose of loans

Term loan from BNP Paribas

Term loan secured by irrevocable and unconditional Stand-by Letter of Credit (SBLC) from Bollore Africa Logistics SAS. The loan is taken for part payment of capital expenditure requirements and / or any other related assets.

Term loan from Yes Bank Limited

Term loan secured by irrevocable and unconditional Stand-by Letter of Credit (SBLC) from Bollore Africa Logistics SAS, equivalent to 115% of the Facility amount. The loan is taken for part payment of capital expenditure requirements relating to conversion of 8th berth in V.O. Chidambaranar Port at Tuticorin to container terminal on BOT basis.

Cash credit facility from BNP Paribas

The cash credit facility is secured by irrevocable and unconditional Stand-by Letter of Credit (SBLC) from Bollore Africa Logistics SAS. The facility is taken for meeting short term cash flow mismatch.



Notes to the Ind AS financial statements for the year ended 31st March, 2019

C) India Ports and Logistics Private Limited (IPL)

Loan From	Interest Rate	Repayment Terms	As at 31 March, 2019
Loan from Bollore Africa Logistics SAS	12% p.a.(Fixed)	Single installment payable at 28 December, 2028	4,980.00

The loan is unsecured and taken for onward lending to DBGT for the purpose of capital expenditure.

- D) Terms of repayment and security note is pending updation in the unaudited financial statements of West Quay Multiport Private Limited provided for the purpose to consolidation. Accordingly, no such terms have been mentioned in Consolidated accounts.

20 Other Financial Liabilities - Non Current

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Creditors for capital goods	909.35	943.51
Deferred License fee obligations	902.40	915.38
Total Other Financial Liabilities	1,811.75	1,858.89

21 Provisions - Non - Current

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Provisions for employee benefits (Refer Note 41)		
Leave Obligations	57.01	24.70
Gratuity	38.88	33.83
Total Provisions for employee benefits	95.89	58.53

22 Other Non - Current Liabilities

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Advance against sale of Land / Others	25.00	-
Advance against sale of Shares	1,201.20	1,201.20
Deferred income - EPCG grant	1,384.16	1,501.25
Total Other Non - Current Liabilities	2,610.36	2,702.45

23 Borrowings

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Term Loan from Banks	24,406.69	706.01
Term loans from Related Party	103.19	100.00
	24,509.88	806.01



Notes to the Ind AS financial statements for the year ended 31st March, 2019

24 Trade and Other Payables

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
- Others	2,541.07	2,541.97
- Related Parties	165.24	135.74
Total Trade Payables	2,706.31	2,677.71

The Group is broadly in the process of identifying vendors which fall under the classification of Micro, Small and Medium Enterprises as defined in the "Micro, Small, Medium Enterprises Development Act 2006" to whom the group owes dues on account of principal amount together with interest and accordingly no additional disclosures have been made.

As determined by management of some of the subsidiaries, there are no Micro and Small Enterprises as defined in the "Micro, Small and Medium Enterprises Development Act, 2006" to whom those subsidiaries owe dues on account of principal amount together with interest and accordingly no additional disclosures have been made.

25 Other Financial Liabilities - Current

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Current maturities of long-term borrowings	14,146.18	13,433.70
Interest accrued	8,295.63	6,295.19
Bank Overdraft	290.33	290.33
Retention money payable	502.65	502.65
License fee and royalty to port	288.91	288.91
Security deposits from customers	34.50	52.75
Deferred License fee obligations	-	99.84
Creditors towards capital goods and services	230.37	19,759.34
Employee benefits payable	188.04	96.39
Unclaimed Dividend	-	6.62
	23,976.61	40,825.71

There is no amount due and outstanding to be credited to Investors Education and Protection Fund as at the balance sheet date.

The Company has transferred a sum of Rupees 6,68,930/- during the year ended March 31st, 2019 being unclaimed dividend to Investors Education and Protection Fund under Sec. 124 of the Companies Act, 2013.

26 Provisions

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Provisions for employee benefits (Refer Note 41)		
Leave Obligations	10.19	9.89
Gratuity	13.40	18.59
Others	100.14	107.38
Total Provisions	123.73	135.86

Notes to the Ind AS financial statements for the year ended 31st March, 2019

27 Other Current Liabilities

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
TDS Payable	774.41	567.66
Advance From Customers		
- Others	841.75	850.18
- Related Parties	252.00	-
Loans & Advances		
- Others	4.23	4.10
Other Statutory Dues	1,585.31	1,773.57
Other current liabilities	2,439.89	1,658.06
Total Other Current Liabilities	5,897.59	4,853.57

28 Revenue From Operations

(Rs. in Lakhs)

	For year ended 31st March 2019	For year ended 31st March 2018
Service Charges from:		
- Crane Operations	2,671.81	3,347.69
- Crane mobilization	75.31	170.02
Terminal Handling, storage and other charges	9,037.83	1,721.04
Berth hire and other charges	23.58	1,472.69
Revenue from construction activities	761.95	30,604.15
Total Revenue From Operations	12,570.48	37,315.59

- i) DBGTT has raised invoice to customers after deducting applicable rebates from 1 April 2016 to 14 December 2017 and accordingly, revenue is recognised net of such rebates in the previous years ended 31 March 2017 and 31 March 2018 (Refer Note 50 (l)(h)).
- ii) Further, revenue earned during the period 1 April 2018 to 13 April 2018 (previous year 15 December 2017 to 31 March 2018) i.e. prior to commencement of commercial operations on 13 April 2018 is reduced from cost of port concession rights in the respective years, in compliance with Ind AS.
- iii) As more fully explain in Note 2.6 (b) and (c), revenue from construction activities comprises the revenue arising from expenditure incurred on the construction of infrastructure necessary for the provision of services under the Concession Agreement.

29 Other Income

(Rs. in Lakhs)

	For year ended 31st March 2019	For year ended 31st March 2018
Interest Income from:		
- Bank Deposits	35.69	62.65
- Deposits with VOCPT	0.82	6.31
Interest on Income Tax Refund	-	5.01
Government Grant Income	502.64	-
Profit on Sale of Asset	33.52	-
Foreign Exchange Gain	33.95	99.59
Liability no longer required written back	2.81	39.08

Notes to the Ind AS financial statements for the year ended 31st March, 2019

(Rs. in Lakhs)

	For year ended 31st March 2019	For year ended 31st March 2018
Refund of RTO Charges	286.11	-
Other Income	178.90	36.67
Total Other Income	1,074.44	249.31

30 Contract costs from construction activities

(Rs. in Lakhs)

	For year ended 31st March 2019	For year ended 31st March 2018
Contract costs from construction activities	761.95	-
Total Contract costs from construction activities	761.95	-

31 Employee Benefit Expense

(Rs. in Lakhs)

	For year ended 31st March 2019	For year ended 31st March 2018
Salaries, wages and bonus	1,342.33	1,304.20
Contribution to provident and other funds	98.21	80.25
Gratuity expense (Refer Note 41)	10.34	6.94
Compensated absences	36.22	7.85
Staff welfare expenses	103.68	75.51
Total Employee Benefit Expense	1,590.78	1,474.75

32 Power and Fuel Expense

(Rs. in Lakhs)

	For year ended 31st March 2019	For year ended 31st March 2018
Power and Fuel	137.92	298.74
Total Power and Fuel Expense	137.92	298.74

33 Depreciation/Amortization

(Rs. in Lakhs)

	For year ended 31st March 2019	For year ended 31st March 2018
Depreciation on Plant, Property and Equipments (Refer Note 3)	1,824.50	2,423.73
Amortisation of Intangible assets (Refer Note 3)	1,403.38	524.38
Total Depreciation Expense	3,227.88	2,948.11

34 Other Expenses

(Rs. in Lakhs)

	For year ended 31st March 2019	For year ended 31st March 2018
Consumption of stores, spares and loose tools	707.27	239.63
Sub-Contracting Expenses	-	30,604.14
Royalty expenses	5,220.71	2,028.34
Exchange difference (net)	1,082.44	110.15
Freight and Crane Mobilization Charges	332.71	263.13
Rent (Includes Company Accommodation To Employees)		



Notes to the Ind AS financial statements for the year ended 31st March, 2019

(Rs. in Lakhs)

	For year ended 31st March 2019	For year ended 31st March 2018
- Premises	143.26	120.04
- Equipment	179.82	440.75
Insurance	201.19	161.75
Repair & Maintenance:		
- Plant and machinery	32.67	100.49
- Building	3.36	10.23
- Others	210.61	114.63
Advertisement and Business Promotion Expenses	14.55	17.24
Labour Charges	347.47	226.38
Interest on delayed payment of taxes	224.44	173.02
Travelling, Conveyance and Car Expense	240.40	285.49
Printing and Stationery	27.21	24.19
Legal and Professional Fees	939.60	715.77
Licence Fees	30.54	28.35
Payment To Auditor	71.56	70.87
Director's Sitting Fees	30.60	30.50
Postage and Telegram	19.03	33.99
Rates & Taxes	24.73	206.11
Security & Service Charges	22.20	37.67
Subscription & Membership Fees	21.88	18.18
Miscellaneous Balances Written Off	6.02	78.95
Provision for doubtful debts	20.07	55.87
Loss on Sale of Fixed Assets	11.99	338.72
Water & Electricity expenses	-	119.65
Operation expenses	-	108.48
Miscellaneous expenses	114.11	133.00
	10,280.44	36,895.71
Less: transferred to Intangible assets under development	(114.46)	(103.83)
Total Other Expenses	10,165.98	36,791.88
Details of payment to auditors		
- Audit Fee	43.50	54.72
- Quarterly Results Review	6.00	6.00
- Certification fees	2.55	-
- Tax Audit	11.50	9.50
- Reimbursement of expense/GST	0.83	0.65
Total	64.38	70.87

35 Finance Costs

(Rs. in Lakhs)

	For year ended 31st March 2019	For year ended 31st March 2018
Interest		
- Banks	3,063.73	2,697.93
- Loan from Related Party	664.00	602.15

Notes to the Ind AS financial statements for the year ended 31st March, 2019

(Rs. in Lakhs)

	For year ended 31st March 2019	For year ended 31st March 2018
- Financial Institutions/Companies	1,634.58	1,463.94
Unwinding of interest on deferred license fee	86.86	87.71
Interest on liability portion of preference shares	-	69.72
Amortisation of Processing Fees	22.05	-
Other borrowing costs	208.57	212.67
Interest on delayed payment of taxes	-	19.18
Interest to suppliers	16.00	198.18
Bank Charges	6.67	28.18
	5,702.46	5,379.66
Less: transferred to Intangible assets under development	(47.98)	(954.95)
Total Finance Costs	5,654.48	4,424.71

36 Exceptional Items

(Rs. in Lakhs)

	For year ended 31st March 2019	For year ended 31st March 2018
Liabilities no longer required, written back - Principal Waiver	-	1,167.39
Liabilities no longer required, written back - Other F & F	-	1,527.30
Total Exceptional Items	-	2,694.69

37 Financial Assets measured at Fair Value

(Rs. in Lakhs)

Investment carried at fair value through OCI	Notes	31st March 2019	31st March 2018
Valuation Method - Level 3 (Refer Note below)	7	10.98	10.98
Total financial asset		10.98	10.98

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. There are no items falling under Level 1.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. There are no items falling under Level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Note:

- (i) For the Company there are no financial liabilities which are measured at fair value - recurring fair value measurements or at amortised cost for which fair values are required to be disclosed.
- (ii) The carrying value of all the financial assets and financial liabilities for the subsidiaries of the Company are measured at amortized cost. In case of West Quay Multiport Private Limited, this assertion is based on unaudited financial statements which are yet to be approved by the management of WQMPL.

38 Capital Management

For the purpose of the Company's capital management, equity includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value. The Company's Capital Management objectives are to maintain equity



Notes to the Ind AS financial statements for the year ended 31st March, 2019

including all reserves to protect economic viability and to finance any growth opportunities that may be available in future so as to maximize shareholders' value. The Company is monitoring capital using debt equity ratio as its base, which is debt to equity. The company's policy is to keep debt equity ratio below two. There is constant endeavour to reduce debt as much as feasible and practical by improving operational and working capital management.

Debt to Equity Ratio are as follows:

Particulars	31st March 2019	31st March 2018
Debt (A) *	62,473.25	63,937.14
Equity (B)	1,527.84	6,986.43
Debt Equity Ratio (A / B)	40.89	9.15

* The Debt is after reducing the Cash & Cash Equivalent of Rs. 867.32 lakhs (previous year Rs. 1040.20 lakhs).

39 Basic and Diluted Earning Per Share

Particulars		31st March 2019	31st March 2018
Profit/(Loss) after tax as per Profit & Loss account (Rs. In Lakhs)	A	(7,874.86)	(7,302.80)
Weighted average number of equity shares	B	1,19,66,985	1,19,66,985
Basic and Diluted Earning Per Share	A/B	(65.80)	(61.02)

40 Financial Risk Management

"The Company's principal financial liability represents Borrowings. The main purpose of this financial liability is to pay for Company's operations. The Company's principal financial assets consists of Investment in Group Company, Plant Property & Equipment, Investment Properties and trade receivables that are derived directly from its operations.

The Company's activities exposes it to credit risk, liquidity risk and market risk. All such activities are undertaken within a approved risk management policy framework.

The Board of Directors approves these policies for managing each of these risks, which are summarised below:"

(a) Credit risk

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The maximum exposure to the credit risk at the reporting date is primarily from Trade Receivables and other Financial Asset. Trade receivables are typically unsecured and are derived from revenue earned from customers located in India. Credit risk has always been managed by the Company through credit approvals and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. On account of adoption of Ind AS 109, the Company has adopted expected lifetime credit loss model to assess the impairment loss, and is positive of the realisability of the other trade receivables and other Financial Asset.

(b) Liquidity risk

Liquidity risk arise from the unlikely possibility of Companies inability to meet its cash flow commitments on due date. Company exercises local financial market to meet its liquidity requirement. During the current year, the Company has settled a substantial portion of its financial obligations with Bank / Financial Institutions and is in process of settling the majority of its remaining dues with Financial Institutions / Banks by monetising its assets. This will enable to mitigate the Liquidity Risk of the Company thereby strengthening the financial position of the Company.

Maturity of financial liabilities

Contractual maturities of Financial Liabilities as on 31st March 2019

(Rs. in Lakhs)

Particulars	Upto 1 Year	1-5 Year	More Than 5 Year	Total
Borrowings *	34,412.30	7,231.44	5,529.27	47,173.01
Trade Payables	1,407.72	-	-	1,407.72



Notes to the Ind AS financial statements for the year ended 31st March, 2019

Particulars	Upto 1 Year	1-5 Year	More Than 5 Year	Total
Creditors for capital goods	909.35			909.35
Deferred License fee obligations		399.36	503.04	902.40
Other Financial Liabilities	6,076.94	-	-	6,076.94

* Includes prepaid finance charges of Rs. 59.83 Lakhs

The above cash flows is based on the existing terms however subsequent to 31 March 2019, DBG T has received approval for refinancing of its current borrowings with BNP Paribas accordingly the Term loan is repayable in 10 installments starting December 2021 and Cash credit facility is renewed up-to 30 May 2020.

Contractual maturities of Financial Liabilities as on 31st March 2018

(Rs. in Lakhs)

Particulars	Upto 1 Year	1-5 Year	More Than 5 Year	Total
Borrowings *	9,995.95	9,601.38	5,532.21	25,129.54
Trade Payables	1,379.12			1,379.12
Creditors for capital goods	943.51			943.51
Deferred License fee obligations	99.84	399.36	516.02	1,015.22
Other Financial Liabilities	23,538.68			23,538.68

* Includes prepaid finance charges of Rs. 83.46 Lakhs

- The above financial liabilities include amounts for the Company, IPL, DBG T and Starport based on disclosures made in their audited financial statements for FY 2018-19 and FY 2017-18.
- The above disclosure does not include balances of West Quay Multiport Private Limited (WQMPL) as the Company has not been provided with the audited financial statements of WQMPL for consolidation. Accordingly, the above figures do not reflect the amounts of WQMPL for FY 2018-19 and FY 2017-18.

(c) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises Foreign Currency Risk and Interest Risk.

(i) Foreign Currency Risk

"One of the Company's subsidiary, Dakshin Bharat Gateway Terminal Private Limited, is exposed to foreign currency risk. DBG T is exposed to currency risk to the extent that there is a mismatch between the currencies in which sales, purchases and borrowings are denominated and the respective functional currencies of DBG T. The functional currency of DBG T is Indian Rupees. The currencies in which these transactions are primarily denominated are Indian Rupees and Euros.

DBG T does not hedge its exposure to changes in foreign exchange rates."

- Exposure to Currency Risk

The summary quantitative data about the Company's exposure to currency risk as reported to the management is as follows:

(Rs. in Lakhs)

	As at 31st March 2019		As at 31st March 2018	
	USD	EUR	USD	EUR
Creditors towards capital goods and services - Foreign currency	-	-	283.60	-
Creditors towards capital goods and services - INR equivalent	-	-	18,446.51	-
Trade payable - Foreign currency	-	2.92	-	1.24



Notes to the Ind AS financial statements for the year ended 31st March, 2019

	As at 31st March 2019		As at 31st March 2018	
	USD	EUR	USD	EUR
Trade payable - INR equivalent	-	226.71	-	100.27
Total exposure in respect of recognized assets and liabilities (INR)	-	226.71	18,446.51	100.27

- Sensitivity analysis

A reasonably possible strengthening (weakening) of the INR and Euros against all the other currencies at 31 March would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit and loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast purchases.

(Rs. in Lakhs)

	Profit or (loss)		Equity, net of tax	
	Strengthening	Weakening	Strengthening	Weakening
31st March, 2019				
INR / USD (5% movement)	-	-	-	-
INR / EUR (5% movement)	11.34	(11.34)	7.41	(7.41)
31st March, 2018				
INR / USD (5% movement)	92,232.53	(92,232.53)	60,320.08	(60,320.08)
INR / EUR (5% movement)	5.01	(5.01)	3.28	(3.28)

The above disclosure is pending updation in the unaudited financial statements of West Quay Multiport Private Limited (WQMPL) provided for the purpose to consolidation. Accordingly, the above figures do not reflect the amounts of WQMPL for FY 2018-19 and FY 2017-18.

(ii) Interest Rate Risk

Companies exposure to the risk of changes in market interest rate relates to the floating rate obligations.

The exposures of the Companies borrowing's and interest rate changes at the end of the reporting period are as follows:-

Interest Rate Exposure

(Rs. in Lakhs)

	As at 31st March 2019	As at 31st March 2018
Borrowings		
Fixed Rate Borrowings *	14,401.61	14,814.41
Fluctuating Rate Borrowing	32,711.58	10,231.68
Total Borrowings (including Current Year Maturities)	47,113.19	25,046.09
* Includes Rs. 2.03 Lakhs (Pr. Year: 1.23 Lakhs) as Prepaid Finance Charges	63,340.57	41,273.47
	16,227.38	16,227.38

Sensitivity Analysis of 1% change in Interest Rate :

(Rs. in Lakhs)

Interest Rate Sensitivity analysis on Term Loan	Interest Movement	31st March 2019	31st March 2018
		Profit / (Loss)	Profit / (Loss)
Impact on Company's profit / loss, if the Interest Rates had been 100 bps higher / lower and all other variables remains constant	Up	(327.12)	(102.32)
	Down	327.12	102.32

The above disclosure does not include balances of West Quay Multiport Private Limited (WQMPL) as the Company has not been provided with the audited financial statements of WQMPL for consolidation. Accordingly, the above figures do not reflect the amounts of WQMPL for FY 2018-19 and FY 2017-18.

Notes to the Ind AS financial statements for the year ended 31st March, 2019

41 Assets and liabilities relating to employee benefits

(A) Provident and Other Funds

"Under the RPFC (Regional Provident Fund Commissioner) schemes, the Company and its subsidiaries are required to contribute a specified percentage of payroll cost to the retirement benefit schemes to fund the benefits.

Amount of Rs. 88.88 lakhs (previous year 75.13 lakhs) represents contribution to provident fund is recognised as an expense and included in Employees benefit expenses in the statement of profit and loss (refer note 31)."

(B) Employee state Insurance Scheme (ESIC)

Amount of Rs. 8.44 lakhs (previous year 2.76 lakhs) represents contribution to Employee State Insurance Schemes recognised as an expense and included in Employee benefit expenses in the statement of profit and loss (refer note 31).

(C) Gratuity and Leave Encashment

(i) Leave obligations

The leave obligations cover the Company's liability for earned leave and sick leave.

(ii) Post-employment obligations - Gratuity

The Company and its subsidiaries has a defined benefit gratuity plan in India, governed by the Payment of Gratuity Act, 1972. The plan entitles an employee, who has rendered at least five years of continuous service, to gratuity at the rate of fifteen day wages for every completed year of service or part thereof in excess of six months, based on the rate of wages last drawn by the employee concerned. The gratuity plan is a funded plan and the Company makes contributions to recognised funds in India. The Group does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments. This defined benefit plans expose the Group to actuarial risks, such as interest rate risk and market (investment) risk.

(iii) Balance sheet amounts - Gratuity

The amounts recognised in the balance sheet and the movements in the net defined benefit obligations over the year are as follows:

(Rs. in Lakhs)

(a) Statement showing changes in present value obligation

	31st March 2019	31st March 2018
Present value of obligations at the beginning of the year	61.86	39.75
Interest expense/(income)	4.54	1.98
Past Service Cost	-	-
Current Service Cost	11.88	9.25
Benefit paid	(2.96)	(28.28)
Other Changes	(0.19)	-
Remeasurements	-	-
- Due to change in financial assumptions	3.72	(0.47)
- Due to experience adjustments	(20.55)	39.64
Present value of obligations at the end of the year	58.30	61.86
Total amount recognised in profit or loss	14.33	8.51

Notes to the Ind AS financial statements for the year ended 31st March, 2019

(b) Statement showing changes in the fair value of plan assets

	31st March 2019	31st March 2018
Fair Value of Plan Assets at the beginning of the year	28.84	46.14
Expected return on plan assets	0.03	(0.31)
Contributions	-	6.86
Benefits Paid	(2.96)	(26.56)
Other Changes	(0.19)	-
Actuarial gains on plan assets	2.09	2.72
Fair Value of Plan Assets at the end of the year	27.81	28.84

(c) Expenses recognised during the year

	31st March 2019	31st March 2018
Current Service Cost	10.99	9.25
Total Service Cost	10.99	9.25
Interest Expense on DBO	4.54	1.98
Interest (Income) on Plan Assets	(2.09)	(2.96)
Net Interest Cost	2.45	(0.98)
Defined Benefit Cost included in P & L	13.44	8.27

(d) Experience adjustment

	31st March 2019	31st March 2018
Experience adjustment on obligations	(19.64)	39.40
Experience adjustment on plan assets	0.03	(0.30)

(e) Actuarial Assumptions

	31st March 2019	31st March 2018
Discount Rate	7.5% - 7.8%	7.5% - 7.7%
Salary Escalation	4% - 7%	4% - 6%

(f) Sensitivity analysis of 1% change in assumption

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Assumptions	31st March 2019		31st March 2018	
	Increase	Decrease	Increase	Decrease
Discount rate	18.59	31.54	38.15	48.23
Salary growth rate	31.77	20.09	47.51	39.13

The above disclosure does not include balances of West Quay Multiport Private Limited (WQMPL) as the Company has not been provided with the audited financial statements of WQMPL for consolidation. Accordingly, the above figures do not reflect the amounts of WQMPL for FY 2018-19 and FY 2017-18.

42 Service concession arrangement - Concession Agreement with VOCPT

DBGT ("Concessionaire") has entered into a Concession Agreement ("CA") on 4 September 2012 for development of eighth berth container terminal at V.O. Chidambaranar Port Trust, Tuticorin ("the Port") on Build, Operate and Transfer ("BOT") basis with the Board of Trustees for V.O. Chidambaranar Port ("VOCPT" or "Concessioning Authority"). On completion of conditions precedent, DBGT was granted Letter of Award by VOCPT on 10 July 2013 to set-up and operate in accordance with the CA for a period of 30 years with effect from the date of Award (i.e.) 10 July 2013. Currently, DBGT has completed the



Notes to the Ind AS financial statements for the year ended 31st March, 2019

construction and commenced its operations in the financial year 2018-19, with effect from 13 April 2018 being the COD date. The arrangements include infrastructure used in a public to private service concession arrangement for its entire useful life and consequently qualify for service concession accounting. Following are the key terms and conditions of the CA:

- a) The Concessionaire shall modify the existing berth no.8 as a Container Terminal. The length of the quay is 345.5 meters. Fenders, bollards, mooring rings, fire fighting system, water supply system, electrification etc. shall be provided at suitable locations. Super structures of berths, approaches and piles shall be of reinforced cement concrete only.
- b) The Concessionaire shall be entitled to recover Tariff from the users of the Project Facilities and Services as per the Tariff Notification, an extract of which is set out in Appendix 12 of the CA. The Tariff Notification prescribes the maximum Tariff that can be levied by the Concessionaire and the Concessionaire may charge lower than the rates prescribed.
- c) The Concessionaire shall pay to the Concessioneing Authority, royalty per month equivalent to 55.19% of the gross revenue chargeable by the Concessionaire subject to the Royalty payable on Minimum Guaranteed Cargo specified in Appendix 14 of the CA. The Concessionaire shall also pay an upfront royalty fee of INR 5 crores.
- d) The Concessionaire shall pay to the Concessioneing Authority, license fees as consideration for the use, in its capacity as a bare licensee of the Project Site comprised in the Port's Assets. It shall pay an annual sum of INR 99.84 Lakhs based on scale of rates of INR 8 per square metre prevalent on signing the CA which shall change based on scale of rates in the subsequent years.
- e) The ownership of the Project Site and Port's Assets shall always remain vested with the Concessioneing Authority. The rights of the Concessionaire in the Project Site and Port's Assets shall only be that of a bare licensee of such assets.
- f) The Concessionaire shall be entitled to create a charge on its rights, title and interest on all assets (excluding the Port's Assets and the Project Site) in favour of lenders for securing financial assistance provided or agreed to be provided by them under financing documents. Provided, any such charge shall not be effective before Financial Close and shall not continue for a period exceeding the Concession Period.
- g) Except as provided / authorised under this Agreement the Concessionaire shall not, without the prior written intimation to the Concessioneing Authority, remove or replace any assets comprised in the Project Facilities and Services. Such notice shall contain the exact details of the assets that the Concessionaire intends to remove and / or replace, its reasons for doing so and the likely period for replacement.
- h) As per the agreement, the Concessionaire shall at its cost, plan for replacement of the equipment well ahead of the time when the utility thereof is reasonably expected to expire and replace the equipment in accordance with Good Industry Practice so as to ensure that the Project facilities and Services commensurate with the Project Requirements, at all times during the Concession Period.
- i) On the expiry of the CA (i.e. after 30 years), the Concessionaire shall:
 - hand over peaceful possession of the Project Site, Port's Assets and the Project Facilities and Services free of encumbrance.
 - transfer all its rights, titles and interests in the assets comprised in the Project Facilities and Services which are required to be transferred to the Concessioneing Authority.
 - hand over to the Concessioneing Authority all documents including as built drawings, manuals and records relating to operation and maintenance of the Project Facilities and Services.
 - transfer technology and up-to-date know-how relating to operation and maintenance of the Port's Assets and / or the Project Facilities and Services.
 - transfer or cause to be transferred to the Concessioneing Authority any Project Contracts."

43 Compliance with certain requirements of the Companies Act, 2013

1. Starlog Enterprises Limited

As regards compliance by the Company with certain requirement of the Companies Act, 2013, there is inadequate



Notes to the Ind AS financial statements for the year ended 31st March, 2019

representation of Independent directors on the Board of the Company. Further, the Internal Auditor and the Chief Financial Officer (CFO) were not appointed for the Financial Year 2018-19 as required under Section 138 and Section 203 respectively of the Act. However, The Independent Directors and the CFO have since been appointed as requisite form were filed with the MCA before the signing of these financial statements. Management of the Company believes that the penalties, if any, on account of the above stated non-compliances for FY 2018-19 are not expected to be material and the same are currently not determinable. Hence, no provision for any consequential liability have been made in accounts.

2. Dakshin Bharat Gateway Terminal Private Limited (DBGT)

During the period under audit, DBGT has identified that it has not complied with certain provisions of the Companies Act, 2013 as set out below:

- Internal auditor as required under Section 138 of the Act has not been appointed by DBGT.
- Independent directors as required under Section 149 of the Act has not been appointed by DBGT.
- Audit committee as required under Section 177 of the Act has not been constituted by DBGT.
- Remuneration committee as required under Section 178 of the Act has not been constituted by DBGT.
- No secretarial audit was conducted as required under section 204 of the Act by DBGT. “

DBGT is in the process of complying with the above provisions as required under Companies Act, 2013. Management of DBGT believes that the liabilities / penalties / levies, if any, on account of the above stated non-compliance are not expected to be material and the same are currently not determinable.

3. India Ports and Logistics Private Limited (IPL)

During the period under audit, IPL has identified that it has not complied with certain provisions of the Companies Act, 2013 as set out below.

- Internal auditor as required under Section 138 of the Act has not been appointed by IPL.
- Independent directors as required under Section 149 of the Act has not been appointed by IPL.
- Audit committee as required under Section 177 of the Act has not been constituted by IPL.
- Remuneration committee as required under Section 178 of the Act has not been constituted by IPL.
- Key managerial personnel (viz. Company Secretary) as required under Section 203 have not been appointed by IPL.”

IPL is in the process of complying with the above provisions as required under Companies Act, 2013. Management of IPL believes that the liabilities / penalties / levies, if any, on account of the above stated non-compliance are not expected to be material and the same are currently not determinable.

44 Non-compliance with certain provisions of Reserve Bank of India Act, 1934 (IPL)

“The provisions of Section 45-IA of the Reserve Bank of India Act, 1934 require IPL to register itself as a Non-Banking Financial Company (‘NBFC’) with the Reserve Bank of India. However, IPL has not duly registered itself and hence not complied with the provisions of the Reserve Bank of India Act, 1934. Further, the preparation and presentation requirements of the financial statements of an NBFC have also not been complied with by IPL. Management of IPL believes that IPL is not engaged in financial activities and has given a loan to its subsidiary to support its business activities. Furthermore, any liabilities/ penalties/ levies, if any, on account of the above stated non-compliance are not expected to be material and the same are currently not determinable.”

45 Disputed Receivables of Starlift Services Private Limited (SSPL)

Amount of Rs. 21,95,74,346/- (full figure) due from Kolkata Port Trust (KoPT) as on 31st March, 2019, on account of service tax (including interest calculated @ 18% p.a. on simple interest basis). KoPT has disputed its liability towards service tax to SSPL and recovered/withheld the said amount from the bills. SSPL had filed petitions before Hon. High court at Kolkata, under Section 9 and Section 11 of the Arbitration and Conciliation Act 1996 on 15th March 2010. An arbitrator was appointed on 19th May 2010. The award has been published in favour of SSPL on 18th April 2011. As per award, KoPT is liable to pay the service tax on the operational receipt of SSPL at the applicable rate as per law. KoPT has filed an appeal before Hon. High court at Kolkata and matter is pending before the Court. Management of the SSPL believes that the said amount is fully recoverable from KoPT in view of the favourable decision by Arbitrator and no provision is required in accounts.



Notes to the Ind AS financial statements for the year ended 31st March, 2019

46 Service Tax Matter (SSPL)

Pursuant to a search operation at Company's premises by authorities of Service Tax department, penalty of Rs. 1,88,96,467/- (full figure) has been levied on SSPL which is disputed. The management of SSPL believes that the said demand is not sustainable as it has paid taxes, with interest where applicable, and filed returns. SSPL has taken the matter to Kolkata High Court against the penalty raised by the Tribunal.

47 Gratuity and other post-employment benefit plans in Kandla Container Terminal Private Limited (KCTPL)

KCTPL has made provision for accrued liability for gratuity as per the actual details of the employees as on 27 September 2013 i.e. the date when Kandla Port Trust took over the possession from KCTPL.

48 Consolidation of Unaudited Financials of Subsidiaries and Joint Venture

(a) West Quay Multiport Private Limited (a subsidiary)

"The Company has not received financial statements of West Quay Multiport Private Limited (WQMPL) for financial year ended 31st March, 2019.

For financial year ended 31st March, 2018, the Company had consolidated the accounts of WQMPL based on unaudited financial statements provided by a consultant engaged by WQMPL. These financial statements were unapproved by the management of WQMPL till the date of signing of the consolidated financial statement for year ended 31st March, 2018. The net assets of WQMPL (including NCI) consolidated in the financial statements of the Company for the year ended 31st March, 2018, amounted to Rs. (1,451.52) lakh. The losses of WQMPL included in the consolidated loss of the Company is Rs. 3,096.68 lakh (including share of NCI) which represents 42.40% of the total consolidated loss of the Group. The financial statements of WQMPL for year ended 31st March, 2018, are yet to be audited/approved by the management of WQMPL.

In absence of any financial statements of WQMPL for 31st March, 2019, the Company has continued with the same balances which were considered while preparing the consolidated financial statements for year ended 31st March, 2018. Accordingly, the consolidated financial statements of the Company for year ended 31st March, 2019, do not reflect the actual balances of WQMPL as on that date."

(b) Alba Asia Private Limited (AAPL)

"Investment in ALBA Asia Private Limited, a Joint Venture between Starport Logistics Limited (a subsidiary of the Company) and Louis Dreyfus Armateurs SAS, is measured as per Equity Method in terms of Ind AS 28. The investment is initially measured at cost and the carrying amount is decreased to recognise the Group's share in profit or loss of the joint venture. Accordingly, the carrying value of the investment in AAPL has been reduced by Rs.134,16,58,992 based on unaudited Ind AS consolidated financial statements of AAPL for the year ended 31st March, 2018, which were unapproved by the management of AAPL till the date of signing of the consolidated financial statements of the Company for the year ended 31st March, 2018. Out of the total adjustment of Rs. 134.16 crores, Rs. 100.35 crores was adjusted in the opening Retained Earnings as on 1st April, 2016, while Rs. 18.12 crores and Rs. 15.68 crores were reduced from the carrying value of investment as on 31st March, 2017, and 31st March, 2018, respectively and the losses routed through the profit and loss of the Company.

For financial year 2018-19, the Company has not received financial statements (standalone/consolidated) of AAPL for period ended 31st March, 2019. In absence of these financial statements, the Company has continued with the same balance of investment in AAPL which was appearing in the consolidated financial statements of the Company for year ended 31st March, 2018. Accordingly, the consolidated financial statements of the Company for year ended 31st March, 2019, do not reflect the actual position of investment in AAPL as on that date since the equity method for FY 2018-19 has not been applied. No profit/loss for the FY 2018-19 has been accordingly considered in the consolidated financial statement."

49 Going Concern

The Group has plans to mitigate the gap between its current assets and current liabilities amounting to Rs. 43,873.96 lakh (Previous Year Rs. 38,479.52 lakh) which is mainly on account of current maturities of long term debts, by monetizing some of its fixed assets, entering into settlement agreements with lenders and refinancing its current borrowing so as to enable the group to meet its short term obligations.

Notes to the Ind AS financial statements for the year ended 31st March, 2019

50 Contingent Liabilities and Commitments

(Rs. in Lakhs)

(I) Contingent liabilities not provided for:

		31st March 2019	31st March 2018
a.	Guarantees given by banks on behalf of the Company	212.66	1,130.93
b.	No provision has been made for sales tax demands / MVAT which have been disputed by the Company (Includes Rs. 60,57,79,847 for which the Company have obtained a stay from the High Court of Mumbai until the disposal of the appeal)	27,716.23	27,716.23
c.	"No provision is required to be made in respect of income tax demands since the CIT (A) - 47 orders have come in favour of the Company during the year. The disclosure is being given for previous year figures "	-	226.78
d.	"The Corporate Guarantee for loan taken by one of the subsidiary has been invoked against the company and recovery suit was filed. The matter was adjudicated by DRT No-II, Mumbai, on 8th March, 2018, passing the order against the company and directing to issue recovery certificate. The Company has filed a review application against impugned order and has further filed a precepe on 17th May, 2018, with the DRT to list matter on urgent basis. During the year the Recovery Certificate dated 4th February, 2019, was served on the Company directing to deposit the amount along with interest. The matter was heard on 27th May, 2019, wherein the advocate of Axis Bank submitted that he was yet to receive instruction from the bank in the matter. Accordingly the next hearing was fixed on 11th June, 2019. The amount given alongside is excluding Interest."	6,627.20	6,627.20
e.	"Commissioner of Custom (Export) has raised a demand on the company for non-fulfilment of its EPCG obligation. The Company is disputing the demand and is in process of filing necessary reconciliation with the department. The amount given alongside is excluding Interest."	1,294.67	1,294.67
f.	Disputed income tax demand of Starport Logistics Limited pertaining to assessment years 2012-13, 2013-14 and 2014-15 for which appeals filed before CIT(A).	146.12	63.03
g.	Service tax penalty on Starlift Services Private Limited (Refer note 46)	189.00	189.00
		2,81,069.89	2,82,131.85

h. Dakshin Bharat Gateway Terminal Private Limited (DBGT)

- i) "DBGT and VOCPT are engaged in arbitration arising out of Concession Agreement (CA) dated 4 September 2012 during the construction phase. VOCPT informed DBGT that ""security clearance"" was required for import of equipment. However, DBGT contends that the requirement of security clearance is not a part of CA and it is a new requirement. DBGT claims that amendment in CA is required in terms of the percentage share of royalty payments to VOCPT and the period of the concession on account of change in law under the CA, which resulted in material adverse effects, mainly being the delays caused to the project, the escalation of project costs, and the effect on project viability. VOCPT has also made a counterclaim in the arbitration, mainly with respect to royalty payments and liquidated damages. The parties have filed their pleadings and the documents in support of their claims and the final hearings have taken place. The arbitral tribunal must render the award by 30 June 2019.

Brief on DBGTPL's claims and counter claims from VOCPT as below: "

DBGTPL's Claims:	31st March 2019	31st March 2018
"Claim No.1: Amendments to Concession Agreement (a) Reduction in DBGTPL's Royalty Share to 40.10% from the existing 55.19%; (b) Extension of the COD date to 31 March 2018 "	-	-
"Claim No.2: Refund of amounts recovered from PBG Amounts recovered from wrongful invocation of the Performance Bank Guarantee (PBG): INR 14,80,00,000 along with interest from 1 June 2017 @ SBI (PLR) + 2% till the date of payment."	1,480.00	1,480.00

Notes to the Ind AS financial statements for the year ended 31st March, 2019

DBGTPL's Claims:	31st March 2019	31st March 2018
"Claim No.3: Refund of Royalty wrongfully collected Refund of the amount deposited by the Claimant towards Royalty, under protest and hence wrongfully received by the Respondent: INR 2,12,77,157 along with interest from March 2015 @ SBI (PLR) + 2% till the date of payment."	233.04	233.04
"Claim No.4: Set Off / Adjustment of License Fee wrongfully collected Set off or adjustment of INR 80,63,375 against future dues, and as also the sum of INR 10,37,400 wrongly collected by the Respondent towards the balance land not handed over till 28 May 2015."	-	-
"Claim No.5: Pension Fund Levy Refund of amount paid towards Pension Fund Levy: INR 15,54,276 along with interest from 18 January 2017 @ SBI (PLR) + 2% till the date of payment."	-	-
"Claim No.6: Interest and Cost We have computed interest till the date of filing of the written submissions, i.e. 23 February 2019, amounting to INR 4,29,84,963"	-	-

VOCPT's Counter-Claims:		
1. Shortfall in Revenue Share from May 2017 to 31 December 2017 amounting to INR 5.13 Crores along with interest @ SBI (PLR) + 2% till the date of payment.	513.00	513.00
2. Damages in terms of Article 6.9 of the Concession Agreement dated 4 September 2012 amounting to INR 9.23 Crores up-to 13 April 2018 (i.e. date of the COD).	923.00	-
Based on legal opinion obtained, Management believes that DBGT has strong arguments and the probability of outflow is medium to low.		

- ii) "Income Tax: The company has preferred appeal against the order of various income tax authorities in which demand of INR 1,44,09,385 has been determined for various assessment years."

Pending before CIT (Appeal)	14.41	-
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- iii) "The Hon'ble Supreme Court of India ("SC") by their order dated 28 February 2019, in the case of Surya Roshni Limited & others v/s. EPFO, set out the principles based on which allowances paid to the employees should be identified for inclusion in basic wages for the purposes of computation of Provident Fund contribution. Subsequently, a review petition against this decision has been filed and is pending before the SC for disposal. In view of the management, the liability for the period from date of the SC order to 31 March 2019 is not significant. Further, pending decision on the subject review petition and directions from the EPFO, the impact for the past period, if any, is not ascertainable and consequently no effect has been given in the accounts. Accordingly, this has been disclosed as a Contingent liability in the financial statements."

i. Claim by Kandla Port Trust, Bank and a supplier of machine on Kandla Container Terminal Private Limited

Kandla Container Terminal Private Limited (KCTPL), a subsidiary company, has terminated the license agreement with Kandla Port Trust (KPT) on 9th November, 2012 and arbitration proceedings have commenced thereafter. On 27th September, 2013, KPT had taken over all the fixed assets. Correspondingly, all the secured liabilities against said fixed assets were also transferred to KPT as per terms of agreement with KPT. As claims and counter claims by both the parties are subject to resolution in arbitration proceedings, the book value of fixed assets and liabilities in relation thereto have been transferred to a common account classified under loans and advances during the earlier years. KCTPL has claimed Rs.536.35 Crore from KPT which has made a counter claim against KCTPL for Rs.2345.35 Crore. Counter claim of KPT includes Rs.1438.21 Crore on account of profit share for the period from the date of termination of the contract until the expiry date as per the original contract which KCTPL considers untenable as the possession of the fixed assets and control of port operations are with KPT. Similarly counter claim of KPT also includes replacement cost of plant & machinery amounting to Rs.583.76 Crore which KCTPL considers untenable as there is no such provision in the agreement. KCTPL believes that, in real terms, its claims against KPT shall far outweigh counter-claims against it when the same are settled in the said arbitration proceedings and, accordingly, no accounting effect is given to most of the claims / counter claims.



Notes to the Ind AS financial statements for the year ended 31st March, 2019

As per the terms of the licence agreement with KPT, all the secured debts get transferred to KPT on termination of the said agreement upon KPT taking over control on port assets of KCTPL. However lenders have continue to show the aforesaid secured liabilities amounting to Rs.95.10 crore as on 31st March, 2017 (status quo pro as on date) as recoverable from KCTPL which KCTPL has disputed in the aforesaid arbitration proceedings. During the financial year ended 31st March, 2016, Bank recovered matured margin money kept with the bank along with interest for Rs 2.89 crore as against aforesaid dues, which KCTPL considers against the provisions of license/other agreements and has accordingly shown the same as recoverable from the bank.

KCTPL had invoked bank guarantee given by a machine supplier and realized Rs. 8.39 crore during the year ended 31.3.2013 which was reduced from the cost of Plant and Machinery. However, the supplier has contested the invocation of bank guarantee and the matter is pending before Arbitrator.

(II) Commitments

	31st March 2019	31st March 2018
Dakshin Bharat Gateway Terminal Private Limited (DBGT)		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of capital advances)	-	225.58

As per the 'Article 9' of the concession agreement, annual license fees amounting to Rs. 127.46 lakh is payable in advance towards usage of ports assets (1,03,932.50 square meter as prescribed by the Port's prevailing scale of rates of Rs. 10.22 per square meter per month) for the period of 30 years. The license fees payable each year will vary depending on the Port's prevailing scale of rates.

DBGT shall pay royalty per month equivalent to 55.19% of the Gross Revenue in accordance with the concession agreement.

DBGT has imported certain assets at concessional rates of customs duty under the Export Promotion Capital Goods ("EPCG") Scheme. The total duty saved under the licenses is Rs. 6,414.47 lakh. The total export obligations is six times of duty saved to be fulfilled over a period of six years from the date of the licenses. As of 31st March, 2019, the obligation to be fulfilled is Rs. 28,235.62 lakh. DBGT is confident of meeting its commitments / obtaining extensions.

51 Related Party Transactions

Description of Relationship	Name of Party	Place of Incorporation
Subsidiary	ABG Project and Services Limited - UK	UK
	Starport Logistics Limited	India
	Starlift Services Private Limited	India
	ABG Turnkey Private Limited	India
	India Ports & Logistics Private Limited	India
	Dakshin Bharat Gateway Terminal Private Limited	India
	Kandla Container Terminal Private Limited	India
	West Quay Multiport Private Limited	India
Jointly Controlled Entities	ALBA Asia Private Limited	India
	Haldia Bulk Terminals Private Limited	India
	Tuticorin Coal Terminal Private Limited	India
	Vizag Agriport Private Limited	India
Associate	South West Port Limited	India
KMP Exercises Significance Influence	Agbros Leasing and Finance Private Limited	India
	ABG Power Private Limited	India
	Aspen Material Handling Private Limited	India
	Indami Investment Private Limited	India
	Oblique Trading Private Limited	India



Notes to the Ind AS financial statements for the year ended 31st March, 2019

Description of Relationship	Name of Party	Place of Incorporation
	Megalift Material Handling Private limited	India
	Tagus Engineering Private Limited	India
	Tusker Cranes Private Limited	India
“Key Managerial personnel (KMP) of holding company”	Mr. Saket Agarwal, Managing Director	India
“Significant shareholder of a subsidiary company”	Bollore Africa Logistics SAS	Africa

i) Significant Transactions with Related Parties

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:

(Rs. in Lakhs)			
Nature of transaction	Nature of relationship	31st March 2019	31st March 2018
Share Capital Issued			
ALBA Asia Private Limited	Jointly Controlled Entity	-	213.00
Sale of services /Mob Demob Charges			
ALBA Asia Private Limited	Jointly Controlled Entity	460.20	-
Megalift Material Handling Private limited	KMP exercises significant influence	-	493.50
Consultancy and other charges paid			
Bollore Africa Logistics SAS	Significant shareholder of a subsidiary company	231.47	159.00
Business Support Services			
ALBA Asia Private Limited	Jointly Controlled Entity	-	16.55
Salary & Perquisites			
Saket Agarwal	Key Managerial Personnel	51.65	51.65
Expense incurred on behalf of other by us			
Megalift Material Handling Private limited	KMP exercises significant influence	1.21	1.58
Interest paid on loan taken			
Bollore Africa Logistics SAS	Significant shareholder of a subsidiary company	664.00	602.15
Loan & Advances Taken			
Bollore Africa Logistics SAS	Significant shareholder of a subsidiary company	-	4,980.00
Megalift Material Handling Private limited	KMP exercises significant influence	365.00	-
Loan & Advances Repaid			
Megalift Material Handling Private limited	KMP exercises significant influence	113.00	-
Loan & Advances Given			
Tuticorin Coal Terminal Private Limited	Jointly Controlled Entity	-	10.00
Tagus Engineering Private Limited	KMP exercises significant influence	2.40	-
Tusker Cranes Private Limited	KMP exercises significant influence	122.35	25.48
Advance Received back			



Notes to the Ind AS financial statements for the year ended 31st March, 2019

(Rs. in Lakhs)

Nature of transaction	Nature of relationship	31st March 2019	31st March 2018
Tuticorin Coal Terminal Private Limited	Jointly Controlled Entity	10.00	-
Rent Paid			
Agbros Leasing and Finance Private Limited	KMP exercises significant influence	54.00	36.00
Tagus Engineering Private Limited	KMP exercises significant influence	2.40	2.40
ABG Power Private Limited	KMP exercises significant influence	-	0.10
Oblique Trading Private Limited	KMP exercises significant influence	45.00	1.20
Security Deposit Refunded back to the company/ Written off/ Adjusted			
Agbros Leasing and Finance Private Limited	KMP exercises significant influence	-	575.00
Oblique Trading Private Limited (Adjusted)	KMP exercises significant influence	41.70	-
Aspen Material Handling Private Limited (written off)	KMP exercises significant influence	-	101.00
Indami Investments Private Limited (Repaid/ written off) 1	KMP exercises significant influence	6.19	70.00

ii) Outstanding Balances

(Rs. in Lakhs)

Nature of balances	Nature of relationship	31st March 2019	31st March 2018
Expenses incurred on behalf of other by us			
Megalift Material Handling Private limited	KMP exercises significant influence	-	1.58
Trade Payables			
Agbros Leasing and Finance Private Limited	KMP exercises significant influence	41.00	8.15
ALBA Asia Private Limited	Jointly Controlled Entity	115.51	115.51
Tagus Engineering Private Limited	KMP exercises significant influence	-	2.16
Bollore Africa Logistics SAS	Significant shareholder of a subsidiary company	215.67	36.99
Trade Receivables			
ALBA Asia Private Limited	Jointly Controlled Entity	-	52.10
"Tuticorin Coal Terminal Private Limited (for sale of asset)"	Jointly Controlled Entity	15.00	15.00
Security Deposits against Premises			
ABG Power Private Limited	KMP exercises significant influence	230.32	230.32
Oblique Trading Private Limited	KMP exercises significant influence	14.55	56.25
Agbros Leasing and Finance Private Limited 2	KMP exercises significant influence	325.00	325.00
Tagus Engineering Private Limited	KMP exercises significant influence	40.00	40.00
Indami Investments Private Limited	KMP exercises significant influence	-	6.19



Notes to the Ind AS financial statements for the year ended 31st March, 2019

(Rs. in Lakhs)

Nature of balances	Nature of relationship	31st March 2019	31st March 2018
Advances Given			
Tusker Cranes Private Limited	KMP exercises significant influence	1,143.68	1,143.68
Tagus Engineering Private Limited	KMP exercises significant influence	2.40	-
ABG Power Private Limited	KMP exercises significant influence	4.35	4.35
Tuticorin Coal Terminal Private Limited	Jointly Controlled Entity	-	10.00
Tusker Cranes Private Limited	KMP exercises significant influence	269.05	146.70
Loans/Advances & ICD Received			
Megalift Material Handling Private Limited 3	KMP exercises significant influence	352.00	100.00
Bollore Africa Logistics SAS	Significant shareholder of a subsidiary company	4,980.00	4,980.00
Interest accrued but not due on loan			
Bollore Africa Logistics SAS	Significant shareholder of a subsidiary company	50.75	50.76
Other Payables			
Megalift Material Handling Private Limited	KMP exercises significant influence	0.24	-
Security (SBLC) given to banks on behalf of DBG T			
Bollore Africa Logistics SAS	Significant shareholder of a subsidiary company	40,698.00	10,250.00
Corporate Guarantee issued by other on behalf of Company			
ALBA Asia Private Limited	Jointly Controlled Entity	15,150.00	15,150.00

Outstanding Balances

(Rs. in Lakhs)

Nature of balances	Nature of relationship	31st March 2019	31st March 2018
Investments			
South West Port Limited	Associate Company	1,201.20	1,201.20
ALBA Asia Private Limited	Jointly Controlled Entity	18,593.83	18,593.83
Tuticorin Coal Terminal Private Limited	Jointly Controlled Entity	0.26	0.26

1. Security deposit was placed with Indami for renting its property. However, due to certain legal issues, Indami lost rights to the property. In view of this, the Company has written off the security deposit amount of Rs. 70.00 lakhs in PY and received cheque for the balance amount of Rs. 6.19 lakhs in CY which is shown as Cheque on Hand in Note 12.
2. The Security deposit of Rs. 3.25 Crore given to Agbros Leasing and Finance Private Limited for renting of its property has since been repaid to the Company by Agbros on account of completion of the agreement period.
3. Rs. 252.00 lakh received by the Company on account of advances for services to be rendered became repayable to Megalift as the contract could not materialise. This amount has since been repaid.



Notes to the Ind AS financial statements for the year ended 31st March, 2019

52 Additional Information as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as subsidiary / associates / joint ventures (Rs. in Lakhs)

Sr. No	Name of Company	Audit Status	Net assets as on 31st March 2019, i.e., total assets minus total liabilities		Share in Profit or Loss 31st March, 2019		Share in Other comprehensive income 31st March, 2019		Share in Total comprehensive income 31st March, 2019	
			As % of consolidated net assets	Amount Rs.	As % of consolidated Profit / (Loss)	Amount Rs.	As % of consolidated Other Comprehensive Income	Amount Rs.	As % of consolidated Total Comprehensive Income	Amount Rs.
	Parent									
1	Starlog Enterprises Limited	Audited	(22.16)%	(1,115.06)	38.47 %	(3,037.35)	114.41 %	24.30	38.26 %	(3,013.05)
	Subsidiaries									
	Indian									
2	Starport Logistics Limited	Audited	(1.34)%	(67.63)	0.30 %	(23.99)	-	-	0.30 %	(23.99)
3	Starlift Services Private Limited	Audited	57.25 %	2,880.21	(0.28)%	22.03	-	-	(0.28)%	22.03
4	Kandla Container Terminal Private Limited	Audited	4.96 %	249.36	1.39 %	(110.11)	-	-	1.40 %	(110.11)
5	India Ports & Logistics Private Limited	Audited	(97.48)%	(4,904.46)	9.31 %	(735.11)	-	-	9.33 %	(735.11)
6	ABG Turnkey Private Limited	Audited	0.05 %	2.30	0.01 %	(0.43)	-	-	0.01 %	(0.43)
7	Dakshin Bharat Gateway Terminal Private Limited	Audited	84.68 %	4,260.47	50.80 %	(4,011.14)	(14.41)%	(3.06)	50.97 %	(4,014.20)
8	West Quay Multiport Private Limited	Unaudited	(28.85)%	(1,451.34)	-	-	-	-	-	-
	Foreign									
9	ABG Project and Services Limited-UK	Unaudited	-	-	-	-	-	-	-	-
	Jointly Controlled Companies (Joint Venture)									
10	ALBA Asia Private Limited	Unaudited	102.90 %	5,177.24	-	-	-	-	-	-
	Total		100.00 %	5,031.09	100.00 %	(7,896.10)	100.00 %	21.24	100.00 %	(7,874.86)
	Minority Interests in all Subsidiaries		69.63 %	3,503.25	30.58 %	(2,414.77)	(7.06)%	(1.50)	30.68 %	(2,416.27)
	Equity attributable to owners		30.37 %	1,527.84	69.42 %	(5,481.33)	107.06 %	22.74	69.32 %	(5,458.59)



Notes to the Ind AS financial statements for the year ended 31st March, 2019

53 Effective Shareholding of the Group

Following subsidiary companies, associate and joint ventures have been considered in the preparation of consolidated financial statements:

Sr. No	Name of Company	Country of Incorporation	% voting right held by the Group		% Effective ownership by the Group	
			31st March 2019	31st March 2018	31st March 2019	31st March 2018
	Subsidiaries:					
1	Starport Logistics Limited	India	100%	100%	100%	100%
2	Starlift Services Private Limited	India	84.99%	84.99%	84.99%	84.99%
3	Kandla Container Terminal Private Limited	India	99.997%	99.997%	99.997%	99.997%
4	India Ports & Logistics Private Limited	India	51%	51%	51%	51%
5	ABG Turnkey Private Limited	India	100%	100%	100%	100%
6	Dakshin Bharat Gateway Terminal Private Limited	India	51%	51%	51%	51%
7	West Quay Multiport Private Limited	India	51%	51%	75.5% @	75.50%
8	ABG Project and Services Limited-UK	UK	100%	100%	100%	100%
	Jointly Controlled Companies (Joint Venture)					
9	ALBA Asia Private Limited	India	50%	50%	50%	50%

@ The Company's effective ownership over West Quay Multiport Private Limited is by virtue of 51% direct holding and 25.5% through its joint venture ALBA Asia Private Limited.

As per our report of even date

For B. M. Chaturvedi & Co.
ICAI F.R.N.: 114317W
Chartered Accountants

For and on behalf of the Board of Directors
Starlog Enterprises Limited

B. M. Chaturvedi
Partner
ICAI M.N.: 017607

Saket Agarwal
Director
DIN: 00162608

Kumkum Agarwal
Director
DIN: 00944021

Place : Mumbai
Date : November 12, 2019

Sarita Khamwani
Company Secretary

Amita Chawan
Chief Financial Officer

Starlog Enterprises Limited

Regd. Office: 141 Jolly Maker Chambers II, 14th Floor, Nariman Point, Mumbai – 400021

Tel: +91 022 23665 333 Fax: +91 022 23649236

CIN: L63010MH1983PLC031578

ATTENDANCE SLIP

Full name of the member attending _____

Full name of the joint-holder _____

(To be filled in if first named Joint – holder does not attend the meeting)

Name of Proxy _____

(To be filled in if Proxy Form has been duly deposited with the Company)

I hereby record my presence at the Thirty Fifth Annual General Meeting of the company held on Saturday, December 14, 2019 at 04:00 P.M. at Sangam Hall, Agarwal Bhawan, 100/C Marine Drive, Next to Indian Oil Petrol Pump, Mumbai 400002

Regd. Folio No. _____ *Client ID. _____ *D.P. ID. _____

*Applicable for investors holding shares in electronic form

No. of Share(s) held _____

Signature of Member/
Joint Member(s)/ Proxy

Note:

- Sign this attendance slip and hand it over at the attendance verification counter at the entrance of meeting hall.
- Electronic copy of the Annual Report for the year ended March 31, 2019 and Notice of the Annual General Meeting ('AGM') along with attendance slip and proxy form are being sent to all the Members whose e-mail addresses are registered with the Company/ Depository Participant unless any Member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print this Attendance slip.
- Physical copy of the Annual Report for the year ended March 31, 2019 and Notice of the AGM along with the attendance slip and proxy form are sent in the permitted mode(s) to all Members whose email addresses are not registered or have requested for a hard copy.

Starlog Enterprises Limited

Regd. Office: 141 Jolly Maker Chambers II, 14th Floor, Nariman Point, Mumbai – 400021

Tel: +91 022 23665 333 Fax: +91 022 3649236

CIN: L63010MH1983PLC031578

Form No. MGT-11

Proxy Form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s) :	
Registered Address :	
E-mail id :	
Folio No/Client Id :	

I/We, being the member (s) of _____ shares of the above named company, hereby appoint:

- Name : _____
Address: _____
e-mail Id: _____
Signature : _____, or failing him/her
- Name : _____
Address: _____
e-mail Id: _____
Signature : _____, or failing him/her
- Name : _____
Address: _____
e-mail Id: _____
Signature : _____, or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **Thirty Fifth (35th) Annual General Meeting** of the Company, to be held on Saturday, 14th December, 2019 at 04:00 P.M. at Sangam Hall, Agarwal Bhawan, 100/C Marine Drive, Next to Indian Oil Petrol Pump, Mumbai 400002 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Description	FOR	AGAINST
	Ordinary Business		
1	To consider & adopt (a) The Audited Standalone Financial Statements of the company for the Financial year ended March 31, 2019 together with the reports of the Board of Directors and Auditors thereon; (b) The Consolidated Standalone Financial Statements of the company for the Financial year ended March 31, 2019 together with the reports of Auditors thereon;		
2	Re-appointment of Mrs. Kumkum Agarwal who retires by rotation.		
	Special Business		
3	Appointment of Shri. Vivek Harinarain (DIN 00870158), as an Independent Director of the Company.		
4	Appointment of Shri. Seshadri (DIN 08449681), as an Independent Director of the Company.		

Signed this ____ day of _____ 2019

Signature of Shareholder: _____

Signature of Proxy holder(s): _____

Affix
Revenue
Stamp

Note:

- This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- Pursuant to the provisions of the Section 105 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, a person can act as a proxy on members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act for any other person or shareholder.
- Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- In the case of jointholders, the signature of any one holder will be sufficient, but names of all the jointholders should be stated.

Route Map for AGM Venue





A series of horizontal lines for writing, consisting of 30 lines in total, spaced evenly down the page.

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Starlog Enterprises Limited

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