

# GAMMON INFRASTRUCTURE PROJECTS LIMITED

October 5, 2020

To,  
The Listing Department  
**National Stock Exchange of India Limited**  
Exchange Plaza, C-1, Block – G,  
Bandra - Kurla Complex, Bandra (E),  
Mumbai – 400 051  
Scrip ID – GAMMNINFRA

To,  
Listing Department  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001  
Scrip Code - 532959

Dear Sir / Madam,

## **Sub: Outcome of Board Meeting**

Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith Un-audited Standalone & Consolidated Financial Results for the quarter ended on 30<sup>th</sup> June, 2020 as approved by the Board of Directors of the Company along with Auditors' Limited Review Report at its meeting held today and concluded at 6:45 p.m.

Kindly take the same on record.

Yours truly,

For, **Gammon Infrastructure Projects Limited**

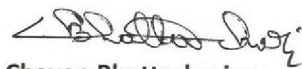
  
Kaushal Shah  
Company Secretary & Compliance Officer

# GAMMON INFRASTRUCTURE PROJECTS LIMITED

## Statement of Standalone Financial Results for the quarter ended 30th June, 2020

Sr No.	Particulars	(Rs in lacs)			
		Quarter ended			Year ended
		30-Jun-20 (Unaudited)	31-Mar-20 (Audited)	30-Jun-19 (Unaudited)	31-Mar-20 (Audited)
	Revenue from Operations	61.64	39.09	-	83.85
	Other Income	309.82	263.90	340.81	3,114.94
1	<b>Total Income</b>	<b>371.46</b>	<b>302.99</b>	<b>340.81</b>	<b>3,198.79</b>
2	<b>Expenses</b>				
	a) Construction Expenses	47.86	42.94	-	67.76
	b) Employee Benefit Expenses	14.37	12.22	136.25	331.93
	c) Finance Cost	419.42	1,219.23	589.45	2,733.86
	d) Depreciation and Amortization Expenses	1.44	17.95	16.56	65.97
	e) Other Expenses	41.26	801.30	77.03	1,014.88
	<b>Total Expenses</b>	<b>524.35</b>	<b>2,093.64</b>	<b>819.29</b>	<b>4,214.40</b>
3	<b>Profit/(Loss) Before Exceptional Item &amp; Tax (1-2)</b>	<b>(152.89)</b>	<b>(1,790.65)</b>	<b>(478.48)</b>	<b>(1,015.61)</b>
4	Exceptional Items - Income / (Expense)	-	-	-	-
5	Profit/(Loss) Before Tax (3+4)	<b>(152.89)</b>	<b>(1,790.65)</b>	<b>(478.48)</b>	<b>(1,015.61)</b>
6	<b>Tax Expense</b>	<b>28.43</b>	<b>(209.76)</b>	<b>(66.15)</b>	<b>130.90</b>
	Current Tax	-	(158.84)	-	37.16
	Taxation for earlier years	-	5.35	-	8.32
	Deferred Tax Liability / (asset)	28.43	(56.27)	(66.15)	85.42
7	<b>Profit/(Loss) for the period</b>	<b>(181.32)</b>	<b>(1,580.89)</b>	<b>(412.33)</b>	<b>(1,146.51)</b>
8	<b>Other Comprehensive Income</b>				
	Items that will not be reclassified subsequently to profit or loss				
	Remeasurement of defined benefit plans	-	(3.45)	0.64	(2.17)
	Tax effect thereon	-	-	-	-
	<b>Other Comprehensive Income for the period, net of tax</b>	<b>-</b>	<b>(3.45)</b>	<b>0.64</b>	<b>(2.17)</b>
9	<b>Total Comprehensive Income for the period (7+8)</b>	<b>(181.32)</b>	<b>(1,584.34)</b>	<b>(411.69)</b>	<b>(1,148.69)</b>
10	Paid up Equity Capital (Face Value of Rs.2 each)				18,917.64
11	Other Equity				65,866.50
12	Earnings per equity share [nominal value of share Rs. 2/-]				
	Basic (Rs.)	(0.02)	(0.17)	(0.04)	(0.12)
	Diluted (Rs.)	(0.02)	(0.17)	(0.04)	(0.12)

For and on behalf of the Board of Directors of  
Gammon Infrastructure Projects Limited



**Chayan Bhattacharjee**

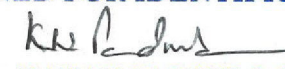
Whole-Time Director

DIN: 00107640

Place: Mumbai

Mumbai: Dated, October 5, 2020



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MUMBAI




# GAMMON INFRASTRUCTURE PROJECTS LIMITED

## Notes:

1. The above unaudited Standalone Financial Results for the quarter ended 30<sup>th</sup> June,2020 as reviewed by the Audit Committee, were approved and taken on record by the Board of Directors in their meeting held on 5<sup>th</sup> October, 2020. The statutory auditors have carried out limited Review of the Standalone Financial Results and have issued their modified report thereon.
2. The above financial results are prepared in accordance with the Indian Accounting Standards (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India.
3. During the previous year, in respect of 2 (two) of its subsidiary companies, Corporate Insolvency Resolution Proceedings (CIRP) were initiated by financial creditors of the respective subsidiaries by filing a petition before the Hon'ble National Company Law Tribunal (NCLT). The NCLT admitted the petition and accordingly, the Boards of the respective subsidiaries were superseded, and Interim Resolution Professional were appointed. Accordingly, the Company namely; Gammon Infrastructure Projects Limited (GIPL) lost control over these 2 subsidiaries. These equity instruments presently are carried at Fair Value through Profit & Loss. Since the valuation exercise is in progress, the book value of these investments is considered as fair value. The subsidiaries are
  - a. Patna Highway Projects Limited (PHPL): One of the Lender i.e. Corporation Bank (merged with Union Bank of India w.e.f. 1<sup>st</sup> April 2020) had filed an application under the provisions of Insolvency and Bankruptcy Code, 2016 (IBC) to NCLT which has been admitted and an Interim Resolution Professional (IRP) has been appointed on 7<sup>th</sup> January 2020. The net funded exposure of the Company is Rs. 1,40,328.21 lacs (funded and non-funded). The valuation exercise has been initiated by the Resolution Professional (RP) for the determination of surplus available to Equity holders after settlement of the creditors dues, the extent of impairment required in the books of accounts will be assessed on completion of the valuation exercise. The corporate guarantee provided by the Company are continued to be shown as contingent liabilities. The pending litigation and issues of PHPL will be pursued by the RP with any assistance required being provided by the Company management and hence are not being reproduced here.
  - b. Rajahmundry Godavari Bridge Limited (RGBL): One of the Consortium Banks of RGBL has initiated and filed an application under the provisions of Insolvency and Bankruptcy Code, 2016 (IBC) before NCLT. NCLT has passed an order dated 27<sup>th</sup> February 2020 admitting the matter to Corporate Insolvency Resolution Process (CIRP) under the IBC and appointing an Interim Resolution Professional (IRP) on 27<sup>th</sup> February 2020. The existing IRP has been replaced with a new Resolution Professional (RP) pursuant to the Hon'ble NCLT order dated August 21, 2020 which was issued on September 08, 2020 based on an application filed the Committee of Financial Creditors / Lenders and the new RP is in the process of taking charge from the erstwhile IRP and the Project. The net exposure of the Company is Rs. 1,17,994.02 lacs (funded and non-funded). The new RP has initiated the valuation exercise for the determination of surplus available to Equity holders after settlement of the creditors dues, the extent of impairment required in the books of accounts will be assessed on completion of the valuation exercise. The pending litigation and issues of RGBL will be pursued by the new RP with any assistance required being provided by the Company management.

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Tel. : 91 - 22 - 2270 5562 0 E-mail : [info@gammoninfra.com](mailto:info@gammoninfra.com) 0 Website : [www.gammoninfra.com](http://www.gammoninfra.com) o CIN : L45203MH2007PLC131728AI

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# GAMMON INFRASTRUCTURE PROJECTS LIMITED

4. **Project related notes:** In respect of the following projects / Special Purpose Vehicles (SPVs) of Gammon Infrastructure Projects Limited (the Company) there are legal issues, arbitration proceedings or negotiations with the Concession Grantor for which the Management is taking necessary steps to resolve the matters:


a. Container Terminal at Mumbai: The Project was delayed due to non-fulfilment of certain obligations by the Mumbai Port Trust (MbPT) under the License Agreement (LA) signed by the SPV with MbPT. The Roll-On-Roll-Off (RORO) operations was allowed by MbPT as an interim measure for alternate use of the 2 (two) berths for a mix of cargo of container, steel and RORO and is still continuing. However, the revenue generated through alternative use is inadequate for repayment of principal and interest of the Lenders. The SPV has issued a Dispute Notice for the Licensor's Event of Default against MbPT and called upon the Licensor to refer the disputes for amicable settlement under the LA and the matter is pending with MbPT. A petition was filed by the SPV under section 9 and an application under section 11 of the Arbitration and Conciliation Act, 1996 was also filed where in Order dated 1<sup>st</sup> August 2019 is passed and interim protection by way of prayer is allowed for carrying ad-hoc RORO operations. The SPV and the Client has nominated their arbitrators and they in turn have jointly appointed the Presiding Arbitrator / Umpire arbitrator and accordingly, the Arbitral Tribunal (AT) is formed. The SPV has duly filed its Statement of Claim (SOC) against MbPT for an amount of Rs. 296,736 lacs on 8<sup>th</sup> November 2019. MbPT has filed their Statement of Defense (SOD) and Counter Claim of Rs 390,000 lacs. The last hearing was scheduled on 30th January 2020 where the Ld. Arbitral Tribunal communicated fresh dates for hearing, however, the hearing could not be convened due to lockdown on account of COVID-19. The Tribunal has directed both the parties to complete pleadings as expeditiously as possible and advised that draft issues may be exchanged and forwarded to the Tribunal directly. The Tribunal will issue further procedural directions in due course in consultation and concurrence with all concerned.

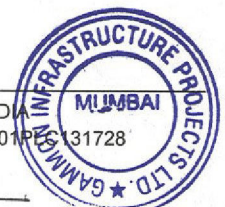
The SPV's submission of a One-Time Settlement (OTS) proposal to the consortium of Lenders', and the decision on acceptance, which is dependent upon fulfilment of certain conditions, are yet to be concluded.

There exists material uncertainty relating to the revival of the Project in favour of the SPV. The Auditors of the SPV have highlighted material uncertainty regarding going concern issue in their report for the quarter ended June 30, 2020 and have qualified their report relating to their inability to opine on impairment pending the settlement of the outstanding dispute. The Management has resumed discussions on revival of the Project with MbPT and MoS and is hopeful of finding an amicable resolution. The exposure of the Company in the SPV / project is Rs 13,460.67 lacs.

b. Sidhi Singrauli Road Project Limited ( SPV of GIPL ) had signed a Concession Agreement (CA) for 30 years for upgradation of existing highway from two-lane to four-lane with Madhya Pradesh Road Development Corporation Limited (MPRDC). GIPL is the EPC contractor for the Project.

The Project was scheduled to commence commercial operations from 19<sup>th</sup> September 2015. However, delays on account of MPRDC in providing the required clearances and the Right of Way (ROW), has resulted in the extension of the Commercial Operations Date (COD). These delays have also resulted in increase in project cost, primarily due to increase in interest during construction period resulting from the time overruns and the credit facility with consortium of lenders was classified as NPA.

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# GAMMON INFRASTRUCTURE PROJECTS LIMITED

Meanwhile, Punjab National Bank, the Lead Bank has also issued notice dated October 15, 2019 for invocation of Corporate Guarantee (CG) issued by Gammon Infrastructure Projects Limited ( GIPL ) due to financial default by the SPV. The SPV and GIPL have filed its response dated November 11, 2019 to the said notices issued by the Lead Bank.

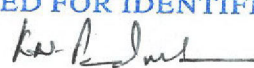
During the quarter the SPV has received notice of intention to terminate the Project vide letter dated July 17, 2020 from MPRDC followed by a Termination Notice dated August 13, 2020 and advised the SPV vide their letter dated August 24, 2020 to comply with the divestment rights and interest under the provisions of the Concession Agreement and handover the Project to MPRDC

Pursuant to the Termination Notice issued by MPRDC, SPV has contested the Termination Notice vide their letter dated 1st October 2020 and has approached MPRDC and MoRTH to find an amicable resolution under the circular dated March 09, 2020 on stuck BOT projects issued by MoRTH in the interest of all the stakeholders. The Company is exploring options to find an amicable resolution for the Project. The exposure of the Company in the SPV is Rs 71,280.19 lacs (funded and non-funded). There are material uncertainties regarding amicable resolution for the Project and in its ability to continue as going concern. The Auditors of the SPV have highlighted material uncertainty regarding going concern issue in their limited review report for the quarter ended June 30,2020 and have qualified their report relating to their inability to opine on impairment pending the settlement.

- c. Bridge project at Cochin: the Greater Cochin Development Authority (GCDA) has sought to end the toll collection by unilaterally sealing the toll booth. Cochin Bridge Infrastructure Company Limited (SPV) has initiated arbitration / settlement process. The SPV has also in parallel filed a writ in the matter before the Hon'ble Kerala High Court for specific performance. However, the Government of Kerala approached the Hon'ble High Court for further extension of time and the Court granted extension to settle the matter, subsequent to which the SPV has filed amended plaint. The said SPV pursuant to the Court proceedings filed a fresh writ for recovery of dues.

Matter was last listed on 10th July 2019 wherein it was argued and after considering the points of arguments, the Hon'ble High Court passed the orders that the writs petition stands dismissed with reserving the liberty to seek appropriate resolution before the Arbitral Tribunal. The SPV is the process of re-constituting the Arbitral Tribunal and has intimated GCDA vide its letter dated 3rd January 2020 for revival of the Arbitration proceedings. GCDA response is awaited. The exposure of the Company in the SPV is Rs 2,392.14 lacs (funded and non-funded).

- d. Hydro power project at Himachal Pradesh - the Project is stalled due to local agitation relating to environment issues. The SPV has received letter from GoHP, to discuss the matter mutually towards amicable resolution. After the SPV invoked arbitration on 19<sup>th</sup> February 2018, the SPV has received a letter from GoHP dated 4<sup>th</sup> September 2018 intimating that their office has begun the process for finalisation of the panel of Arbitrators and the nomination in this regard shall be intimated to the SPV shortly. The SPV has appointed its arbitrator in the matter and has also reminded GoHP to nominate its arbitrator, since there was no action from GoHP on the matter the SPV has moved the High Court under section 11 of the Arbitration and Conciliation Act. The Management is hopeful of an early settlement in the matter and is confident of recovering the amount of exposure. The exposure of the Company in the SPV is Rs. 7,115.14 lacs

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# GAMMON INFRASTRUCTURE PROJECTS LIMITED

e. The Company has incorporated a SPV for developing Rangit-II Hydroelectric Power Project in Sikkim on Build, Own, Operate and Transfer (BOOT) basis. The Project involves the development of a 66 MW run-of-the-river Hydroelectric Power Project on Rimbi river, a tributary of river Rangit. The Concession period for the Project is 35 years from the date of COD. The Project cost is estimated to be Rs 496 crores. Though the Project has received all major clearances and approvals including environmental clearances from the Ministry of Environment & Forests (MoEF) and all major contracts for the Project have been awarded, Power Purchase Agreement (PPA) is yet to be signed. The SPVs is exploring the possibility of signing the PPA with certain State Electricity Boards where there is shortage of power supply given the demand and are keen on purchase of power in the near future. The SPV is hopeful that PPA would be signed under the new policy which will also enable to achieve the financial closure for the Project. The Project is presently in a state of limbo pending the signing of PPA and achieving financial closure. One of the operational creditors of the SPV has filed an application under the Insolvency and Bankruptcy Code, 2016 (IBC) with the Hon'ble National Company Law Tribunal (NCLT), Delhi and the application has been admitted by NCLT vide their order dated July 30, 2020 received on August 05, 2020 and Interim Resolution Professional (IRP) has been appointed. The Company (GIPL) had filed an appeal against the said order and NCLAT, New Delhi vide its order dated 28<sup>th</sup> September, 2020 has listed the appeal for hearing on 10<sup>th</sup> November, 2020 for admission (after Notice). The exposure of the Company in the SPV is Rs. 9,416.88 lacs.

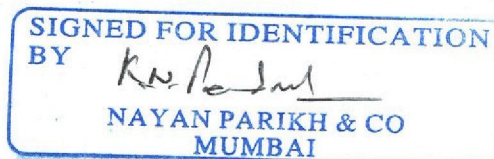
## 5. Material Uncertainty related to Going Concern

There is a continuing mismatch of cash flows including the dues to the subsidiary which are due for repayment pursuant to negotiation., The current liabilities are in excess of current assets by Rs. 1,51,432.81 lacs as at March 31, 2020 which has only increased further in the quarter. The liquidity crunch is affecting the Company's operation with increasing severity. The credit facility of the Company is also marked as NPA. Further, various projects of the Company as stated in detail in Note 4 above are under stress and the outcome of the continuance of these projects would be dependent upon favourable decision being received by the Management on the outstanding litigations. The resolutions planned by the Management are pending since a long time and are not concluding in favor of the Company.

The Management however is confident that the going concern assumption and the carrying values of the assets and liabilities in these Standalone Financial Results are appropriate. Accordingly, the financial statements do not include any adjustments that may result from these uncertainties.

In view of the above and other details in Note 4 there are material uncertainties which cast significant doubt on the ability of the Company to continue as a going concern.

6. Other Financial Assets includes Rs 1,514.01 lacs due from Western Coalfields Limited (WCL) on account of wrongful encashment of bank guarantee against which the Company has filed a suit for Recovery of damages. Subsequent to the encashment, the Company has filed an application for converting earlier injunction application to suit for recovery of damages. The Company has sought a legal opinion in this matter and has been advised that it has a good case for recovery of the amount. The Management is hopeful of getting favourable decision on the matter and recovery of damages based on legal advice on the matter. Pending the outcome, the Company has shown bank guarantee encashment amount as receivable from WCL.

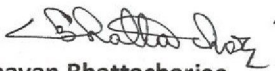




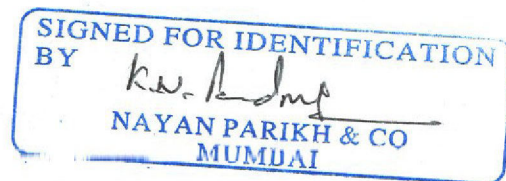
# GAMMON INFRASTRUCTURE PROJECTS LIMITED

7. The Covid-19 Pandemic has severely disrupted business operations due to lockdown and other emergency measures imposed by the Governments. The operations of the Company were impacted, due to shutdown of Projects and offices following nationwide lockdown. Various proposals for restructuring and settlement have been delayed on account of the non-availability of the officials and the offices being shut. The COVID -19 Pandemic has compounded the problems due to all the restrictions on the movement of people, opening of offices, and the project work at sites, which was already at its slowest. The impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration and accordingly, the impact may be different from that estimated as at the date of approval of these financial results. The Company will continue to monitor any material changes to future economic conditions. The Management does not expect any further adjustment beyond the assessments already made in the financial statements to the assets and liabilities. The Covid Pandemic does not have further implications on the going concern assumptions previously assessed.
8. The Company's operations constitute a single segment namely "Infrastructure Development" as per IND AS 108 - Operating Segments. Further, the Company's operations are within single geographical segment, which is India.
9. The figures for the quarter ended March 31 ,2020 are the balancing figures between audited figures in respect of full financial year ended March 31, 2020 and unaudited year to date figures upto the nine months ended December 31, 2019 which were subjected to limited review.
10. Figures for previous period have been regrouped / reclassified wherever necessary to conform to the current period's presentation.

## For Gammon Infrastructure Projects Limited



Chayan Bhattacharjee  
Whole-Time Director  
DIN: 00107640  
Place: Mumbai  
Date: October 5, 2020



# NAYAN PARIKH & CO.

(REGISTERED)

CHARTERED ACCOUNTANTS

OFFICE NO. 9, 2<sup>ND</sup> FLOOR, JAIN CHAMBERS, 577, S.V. ROAD, BANDRA (WEST), MUMBAI 400050, INDIA.

PHONE : (91-22) 2640 0358, 2640 0359

**Independent Auditor's Limited Review Report on unaudited standalone financial results for the quarter ended June 30, 2020 of Gammon Infrastructure Projects Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

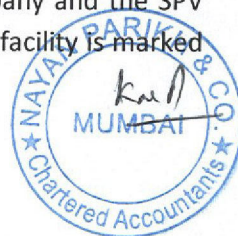
To

The Board of Directors

Gammon Infrastructure Projects Limited,

Mumbai.

1. We have reviewed the accompanying statement of unaudited standalone financial results ("Statement") of Gammon Infrastructure Projects Limited ("the Company") for the quarter ended June 30, 2020, attached herewith, being submitted by the Company pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, as modified by Circular No. CIR / CFD / FAC / 62 / 2016 dated July 5, 2016. These results are prepared for the purpose of compliance with the Listing Obligations and Disclosure Requirements. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors.
2. This Statement has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard (Ind AS 34) "Interim Financial Reporting" prescribed under section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.
3. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatements. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.
4. Basis of Qualified Conclusion
  - (a) Attention is invited to Note 4(a) of the Statement, relating to the Project in the SPV; Indira Container Terminal Pvt Ltd. There exists material uncertainty relating to the future of the Project where the exposure of the Company in the SPV / project is Rs 13,460.67 lacs (funded and non-funded). The draft settlement agreement between the SPV, Ministry of Shipping (MoS), Mumbai Port Trust (MbPT) has been rejected by MbPT. The Company and the SPV are in discussion with MbPT and MoS to reconsider the Project. The credit facility is marked





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(REGISTERED)

## CHARTERED ACCOUNTANTS

OFFICE NO. 9, 2<sup>ND</sup> FLOOR, JAIN CHAMBERS, 577, S.V. ROAD, BANDRA (WEST), MUMBAI 400050, INDIA.

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as NPA by the Lenders. The SPV and MbPT have initiated arbitration proceedings which are in progress. Pending conclusion of matters of material uncertainty related to the Project and decision of the OTS by the lenders not being concluded, we are unable to comment whether any provision is required towards possible impairment towards the said exposure.

- (b) Attention is invited to Note 4(b) of the Statement, relating to the road project at Madhya Pradesh. The SPV has received notice for issue of intention to terminate the Project vide letter dated July 17, 2020 followed by a Termination Notice dated August 13, 2020 from MPRDC. Pursuant to the Termination Notice issued by MPRDC, SPV has contested the Termination Notice vide their letter dated 1st October 2020 and has approached MPRDC and MoRTH to find an amicable resolution, there has been no progress in the matter, pendency of the outcome of amicable resolution, we are unable to comment whether any provision is required towards possible impairment towards the exposure of the project and there exists material uncertainty to continue as a going concern. Total exposure of the Company in the SPV / Project is Rs. 71,280.19 lacs.
- (c) We invite attention to Note 4(e) of the Statement, relating to the Hydropower project in Sikkim. The exposure of the Company in the SPV is Rs. 9,416.88 lacs. As detailed in the note there are various factors affecting the progress of the Project and Power Purchase Agreement (PPA) is yet to be signed. Further, the CIRP Proceedings have been initiated vide NCLT order dated July 30, 2020. The SPV has filed an appeal against the said NCLT order with the NCLAT and the appeal hearing is to commence. The Project is presently in a state of limbo. Pending the signing of PPA and achieving financial closure and the outcome of high court hearing, we are unable to comment whether any provision is required towards possible impairment towards the said exposure.
- (d) Attention is invited to Note 3(a) of the Statement in respect of PHPL where the CIRP proceedings have been initiated. On account of the valuation exercise by the Resolution Professional (RP) being initiated and not concluded, the determination of the amount to be paid to creditors and the surplus to the equity holder is pending. The Company has also not separately assessed the impairment. In the absence of the conclusion of the CIRP proceedings to assess the surplus to equity shareholders and the Company also not being able to assess the same, we are unable to ascertain the quantum of possible impairment towards the exposure of Rs. 1,40,328.21 lacs (funded and non-funded).
- (e) Attention is invited to Note 3(b) of the Statement in respect of RGBL where the CIRP proceedings have been initiated. On account of the valuation exercise by the RP being initiated and not concluded, the determination of the amount to be paid to creditors and the surplus to the equity holder is pending. The Company has also not separately assessed the impairment. In the absence of the conclusion of the CIRP proceedings to assess the surplus to equity shareholders and the Company also not being able to assess the same, we are unable to ascertain the quantum of possible impairment towards the exposure of Rs. Rs.





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1,17,994.02 lacs (funded and non-funded).

## 5. Qualified Conclusion

Except for the possible effects arising out of the matters mentioned in our basis for qualified conclusion mentioned hereinabove, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with applicable Indian Accounting Standards as specified under section 133 of the Companies Act, 2013, read with rule 7 of the Companies (Accounts) Rules, 2014 and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular bearing nos. Circular No. CIR / CFD / CMD / 15 / 2015 dated November 30, 2015 and CIR / CFD / FAC / 62 / 2016 dated July 5, 2016 including the manner in which it is to be disclosed, or that it contains any material misstatement

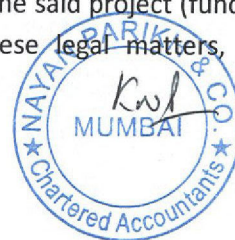
## 6. Material Uncertainty relating to Going Concern.

We invite attention to Note 5 of the Statement relating to material uncertainty relating to going concern. The Company's current liabilities exceeded current assets significantly and are at Rs. 1,51,127.16 lacs as at March 31, 2020 which has only increased further in the quarter. There is a continuing mismatch including defaults in payment of its financial obligations to its subsidiary Company. The liquidity crunch is affecting the Company's operation with increasing severity. We also invite attention to note 4 of the Statement wherein status of various SPV projects which are stressed due to delay in completion, cost overrun, liquidity crunch and have legal issues, arbitration proceedings or negotiations. The future of these projects as also the successful progress and completion depends on favourable decisions on outstanding litigations being received by the Management. The resolutions planned by the Management are pending since a long time and are not concluding in favour of the Company. We also invite attention to note no. 3 regarding two material subsidiaries where parent has lost control and wherein IRP has been appointed by NCLT. These conditions indicate the existence of Material Uncertainty which may impact the Company's ability to continue as a going concern. Our report is not qualified on this matter.

## 7. Emphasis of Matter

Without qualifying our Conclusion, we draw attention to the following matters;

- a) We invite attention to Note 4(c) of the Statement, regarding unilateral termination and closure of Concession in a bridge project, which is subject to pending litigations / arbitrations at various forums, which may impact the carrying values of investments and loans and advances given to the subsidiary. The Company's exposure towards the said project (funded and non-funded) is Rs. 2,392.14 lacs. Pending conclusion on these legal matters, no





# NAYAN PARIKH & CO.

(REGISTERED)

CHARTERED ACCOUNTANTS

OFFICE NO. 9, 2<sup>ND</sup> FLOOR, JAIN CHAMBERS, 577, S.V. ROAD, BANDRA (WEST), MUMBAI 400050, INDIA.

PHONE : (91-22) 2640 0358, 2640 0359

adjustments have been made in the financial statements.

- b) We invite attention to Note 4(d) of the Statement, in relation to intention to exit one of the hydro power projects at Himachal Pradesh and seeking a claim of an amount against the amount spent on the Project. The Company's subsidiary has cited reasons for non-continuance on account of reasons beyond its control. The subsidiary is negotiating with its client for an amicable settlement on beneficial terms and has also invoked arbitration. The SPV has received a letter from GoHP dated September 4, 2018 intimating that their office has begun the process for finalisation of the panel of Arbitrators and the nomination in this regard shall be intimated to the SPV shortly. The Company's exposure towards the said project includes investment and loans & advances of Rs. 7,115.74 lacs. Pending conclusion between the parties, no adjustments have been made in the financial statements.
- c) We invite attention to Note no 6 of the Statement, wherein during the previous year, Western Coalfields Limited (WCF) had encashed Bank Guarantee amounting Rs 1,514.01 lacs given in favour of Aparna Infraenergy India Private Limited (one of the SPV's sold to BIF India Holding Pte Ltd on February 29, 2016). Subsequent to encashment the Company has filed an application for converting earlier injunction application to suit for recovery of damages. The Management is hopeful of getting favourable decision on the matter and recovery of damages based on legal advice on the matter. Pending the outcome, the Company has shown guarantee encashment amount as receivable from Western Coal Fields
- d) We draw attention to Note 7 of the Statements, which describes the uncertainties and the impact of Covid-19 pandemic on the Company's operations and results as assessed by the management. Our opinion is not modified in respect of this matter

For Nayan Parikh & Co  
Chartered Accountants  
Firm Registration No. 107023W



K N Padmanabhan  
Partner

M. No. 36410

Mumbai, Dated: - October 05, 2020

UDIN : 20036410AAAADU5278



# GAMMON INFRASTRUCTURE PROJECTS LIMITED

Statement of Consolidated Financial Results for the quarter ended 30 June 2020

(Rs. in lacs)

Sr No.	Particulars	Quarter ended			Year ended
		30-Jun-20	31-Mar-20	30-Jun-19	31-Mar-20
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
1	Revenue from Operations	4,383.92	10,543.87	9,741.21	36,772.77
2	Other Income:	91.95	792.00	623.45	2,733.89
3	<b>Total Income (1 + 2)</b>	<b>4,775.87</b>	<b>11,335.87</b>	<b>10,364.66</b>	<b>39,506.66</b>
4	<b>Expenses:</b>				
	Project expenses	2,219.28	2,598.18	2,486.80	10,381.73
	Purchase of traded goods	48.72	31.67	-	445.15
	Changes in inventory	-	426.53	219.28	737.79
	Employee benefit expenses	418.94	529.57	549.88	2,089.68
	Depreciation & amortization	2,214.00	3,141.62	3,053.24	12,562.51
	Finance Costs	6,195.18	11,711.13	9,514.20	38,300.30
	Other expenses	351.59	2,392.04	936.76	4,233.64
	<b>Total Expenditure</b>	<b>11,447.71</b>	<b>20,830.74</b>	<b>16,760.16</b>	<b>68,750.80</b>
5	<b>Profit / (Loss) before share of profit / (loss) of an associate / a joint venture and exceptional Items (3-4)</b>	<b>(6,671.85)</b>	<b>(9,494.87)</b>	<b>(6,395.50)</b>	<b>(29,244.15)</b>
6	Share of profit / (loss) of an associate and joint venture	(29.58)	12.19	-	12.19
7	<b>Profit / (Loss) before exceptional Item and tax (5+6)</b>	<b>(6,701.42)</b>	<b>(9,482.68)</b>	<b>(6,395.50)</b>	<b>(29,231.96)</b>
8	Exceptional items Income / (Expense)	-	31,962.39	-	31,962.39
9	<b>Profit / (loss) before tax (7+8)</b>	<b>(6,701.42)</b>	<b>22,479.71</b>	<b>(6,395.50)</b>	<b>2,730.43</b>
10	<b>Tax expenses</b>				
	Current Tax	76.00	205.87	94.00	631.16
	Short Provision for Tax	-	(1.09)	0.02	1.88
	Deferred Tax Liability / (asset)	(54.68)	(71.21)	270.10	632.28
	<b>Total tax expenses</b>	<b>21.32</b>	<b>133.57</b>	<b>364.12</b>	<b>1,265.32</b>
11	<b>Profit/(Loss) for the period</b>	<b>(6,722.75)</b>	<b>22,346.14</b>	<b>(6,759.62)</b>	<b>1,465.12</b>
12	<b>Other Comprehensive Income</b>				
	Remeasurement of defined benefit plans	-	(9.33)	2.78	(5.17)
	Tax impact thereon	-	-	-	-
	<b>Other comprehensive income / (loss) for the period</b>	<b>-</b>	<b>(9.33)</b>	<b>2.78</b>	<b>(5.17)</b>
13	<b>Total Comprehensive income / (loss) for the period (11+12)</b>	<b>(6,722.75)</b>	<b>22,336.81</b>	<b>(6,756.84)</b>	<b>1,459.94</b>
	<b>Profit/(Loss) attributable to:</b>				
	Owners of the Company	(5,805.62)	23,518.30	(5,449.36)	6,723.97
	Non-Controlling Interest	(917.13)	(1,172.14)	(1,310.28)	(5,258.85)
	<b>Other Comprehensive Income attributable to:</b>				
	Owners of the Company	-	(8.78)	2.48	(5.37)
	Non-Controlling Interest	-	(0.55)	0.29	0.20
	Earnings per equity share [nominal value of share Rs. 2/-]				
	Basic (Rs.)	(0.62)	2.49	(0.58)	0.71
	Diluted (Rs.)	(0.62)	2.49	(0.58)	0.71

For and on behalf of the Board of Directors of

**Gammon Infrastructure Projects Limited**



**Chayan Bhattacharjee**

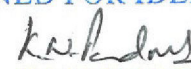
**Whole-Time Director**

**DIN: 00107640**

**Place: Mumbai**

**Mumbai: Dated, October 5, 2020**



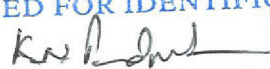
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**NAYAN PARIKH & CO**  
**MUMBAI**

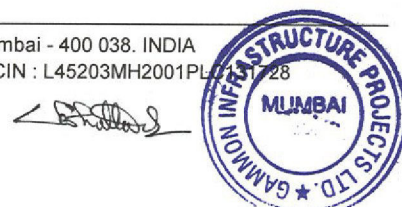


# GAMMON INFRASTRUCTURE PROJECTS LIMITED

## Notes:

1. The above unaudited Consolidated Financial Results for the quarter ended June 30 ,2020 as reviewed by the Audit Committee, were approved and taken on record by the Board of Directors in their meeting held on 5<sup>th</sup> October, 2020. The statutory auditors have carried out limited Review of the Consolidated Financial Results and have issued their modified report thereon.
2. The above financial results are prepared in accordance with the Indian Accounting Standards (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India.
3. The financial figures of the quarter ended March 31, 2020 are the balancing figures between audited figures in respect of full financial year March 31, 2020 and published year to date unaudited figures for nine months ended December 31, 2019 respectively, which were subjected to limited review by the Statutory Auditors.
4. During the previous year, in respect of 2 (two) of its subsidiary companies, Corporate Insolvency Resolution Proceedings (CIRP) were initiated by financial creditors of the respective subsidiaries by filing a petition before the Hon'ble National Company Law Tribunal (NCLT). The NCLT admitted the petition and accordingly the Boards of the respective subsidiaries were superseded and the Interim Resolution Professional (IRP) were appointed. Accordingly, the Holding Company have lost control over these subsidiaries. The Consolidation has been discontinued from quarter ending March 2020. These equity instruments presently are carried at Fair Value through Profit & Loss. Since the valuation exercise is in progress, the book value of these investments is considered as fair value. The subsidiaries were
  - a. Patna Highway Projects Limited (PHPL): One of the Lender i.e. Corporation Bank (merged with Union Bank of India w.e.f. 1<sup>st</sup> April 2020) had filed an application under the provisions of Insolvency and Bankruptcy Code, 2016 (IBC) to NCLT which has been admitted and an Interim Resolution Professional (IRP) has been appointed on 7<sup>th</sup> January 2020. The net funded exposure of the Group is Rs. 1,40,328.21 lacs (funded and non-funded). The valuation exercise has been initiated by the Resolution Professional (RP) for the determination of surplus available to Equity holders after settlement of the creditors dues, the extent of impairment required in the books of accounts will be assessed on completion of the valuation exercise. The corporate guarantee provided by the Company are continued to be shown as contingent liabilities. The pending litigation and issues of PHPL will be pursued by the RP with any assistance required being provided by the Company management and hence are not being reproduced here.
  - b. Rajahmundry Godavary Bridge Limited (RGBL):- One of the Consortium Banks of RGBL has initiated and filed an application under the provisions of Insolvency and Bankruptcy Code, 2016 (IBC) before NCLT. NCLT has passed an order dated 27th February 2020 admitting the matter to Corporate Insolvency Resolution Process (CIRP) under the IBC and appointing an Interim Resolution Professional (IRP) on 27th February 2020. The existing IRP has been replaced with a new Resolution Professional (RP) pursuant to the Hon'ble NCLT order dated August 21, 2020 which was issued on September 08, 2020 based on an application filed the Committee of Financial Creditors / Lenders and the new RP is in the process of taking charge from the erstwhile IRP and the Project. The net exposure of the Group is Rs. 1,17,994.02 lacs (funded and non-funded). The new RP has initiated the valuation exercise for the determination of surplus available to Equity holders after settlement of the creditors dues, the extent of impairment required in the books of accounts

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# GAMMON INFRASTRUCTURE PROJECTS LIMITED

will be assessed on completion of the valuation exercise. The pending litigation and issues of RGLB will be pursued by the new RP with any assistance required being provided by the Company management.

5. **Project related notes:** In respect of the following projects / Special Purpose Vehicles (SPVs) of Gammon Infrastructure Projects Limited (the Company) there are legal issues, arbitration proceedings or negotiations with the Concession Grantor for which the Management is taking necessary steps to resolve the matters:

a. **Container Terminal at Mumbai:** The Project was delayed due to non-fulfilment of certain obligations by the Mumbai Port Trust (MbPT) under the License Agreement (LA) signed by the SPV with MbPT. The Roll-On-Roll-Off (RORO) operations was allowed by MbPT as an interim measure for alternate use of the 2 (two) berths for a mix of cargo of container, steel and RORO and is still continuing. However, the revenue generated through alternative use is inadequate for repayment of principal and interest of the Lenders. The SPV has issued a Dispute Notice for the Licensor's Event of Default against MbPT and called upon the Licensor to refer the disputes for amicable settlement under the LA and the matter is pending with MbPT. A petition was filed by the SPV under section 9 and an application under section 11 of the Arbitration and Conciliation Act, 1996 was also filed where in Order dated 1<sup>st</sup> August 2019 is passed and interim protection by way of prayer is allowed for carrying ad-hoc RORO operations.

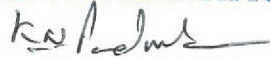
The SPV and the Client has nominated their arbitrators and they in turn have jointly appointed the Presiding Arbitrator / Umpire arbitrator and accordingly, the Arbitral Tribunal (AT) is formed. The SPV has duly filed its Statement of Claim (SOC) against MbPT for an amount of Rs. 296,736 lacs on 8th November 2019. MbPT has filed their Statement of Defense (SOD) and Counter Claim of Rs 390,000 lacs. The last hearing was scheduled on 30th January 2020 where the Ld. Arbitral Tribunal communicated fresh dates for hearing, however, the hearing could not be convened due to lockdown on account of COVID-19. The Tribunal has directed both the parties to complete pleadings as expeditiously as possible and advised that draft issues may be exchanged and forwarded to the Tribunal directly. The Tribunal will issue further procedural directions in due course in consultation and concurrence with all concerned.

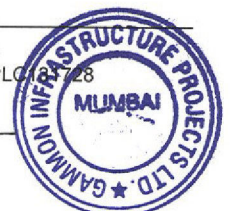
The SPV's submission of a One-Time Settlement (OTS) proposal to the consortium of Lenders', and the decision on acceptance, which is dependent upon fulfilment of certain conditions, are yet to be concluded.

There exists material uncertainty relating to the revival of the Project in favour of the SPV. The Auditors of the SPV have highlighted material uncertainty regarding going concern issue in their report for the quarter ended June 30, 2020 and have qualified their report relating to their inability to opine on impairment pending the settlement of the outstanding dispute. The Management has resumed discussions on revival of the Project with MbPT and MoS and is hopeful of finding an amicable resolution. The exposure of the Group in the SPV is Rs 64,790.53 lacs (funded and non-funded).

b. **Sidhi Singrauli Road Project Limited ( SPV of GIPL )** had signed a Concession Agreement (CA) for 30 years for upgradation of existing highway from two-lane to four-lane with Madhya Pradesh Road Development Corporation Limited (MPRDC). GIPL is the EPC contractor for the Project.

The Project was scheduled to commence commercial operations from 19<sup>th</sup> September 2015. However, delays on account of MPRDC in providing the required clearances and the Right of Way (ROW), has resulted in the extension of the Commercial Operations Date (COD). These delays have also resulted in increase in project cost, primarily due to increase in interest during construction period resulting from the time overruns and the credit facility with consortium of lenders was classified as NPA.

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# GAMMON INFRASTRUCTURE PROJECTS LIMITED

Meanwhile, Punjab National Bank, the Lead Bank has also issued notice dated October 15, 2019 for invocation of Corporate Guarantee (CG) issued by Gammon Infrastructure Projects Limited ( GIPL ) due to financial default by the SPV. The SPV and GIPL have filed its response dated November 11, 2019 to the said notices issued by the Lead Bank.

During the quarter the SPV has received notice of intention to terminate the Project vide letter dated July 17, 2020 from MPRDC followed by a Termination Notice dated August 13, 2020 and advised the SPV vide their letter dated August 24, 2020 to comply with the divestment rights and interest under the provisions of the Concession Agreement and handover the Project to MPRDC


Pursuant to the Termination Notice issued by MPRDC, SPV has contested the Termination Notice vide their letter dated 1st October 2020 and has approached MPRDC and MoRTH to find an amicable resolution under the circular dated March 09, 2020 on stuck BOT projects issued by MoRTH in the interest of all the stakeholders. The Company is exploring options to find an amicable resolution for the Project. The exposure of the Group in the SPV is Rs 1,03,675.80 lacs (funded and non-funded). There are material uncertainties regarding amicable resolution for the Project and in its ability to continue as going concern. The Auditors of the SPV have highlighted material uncertainty regarding going concern issue in their limited review report for the quarter ended June 30,2020 and have qualified their report relating to their inability to opine on impairment pending the settlement.

- c. Bridge project at Cochin - the Greater Cochin Development Authority (GCDA) has sought to end the toll collection by unilaterally sealing the toll booth. Cochin Bridge Infrastructure Company Limited (SPV) has initiated arbitration / settlement process. The SPV has also in parallel filed a writ in the matter before the Hon'ble Kerala High Court for specific performance. However, the Government of Kerala approached the Hon'ble High Court for further extension of time and the Court granted extension to settle the matter, subsequent to which the SPV has filed amended plaint. The said SPV pursuant to the Court proceedings filed a fresh writ for recovery of dues.

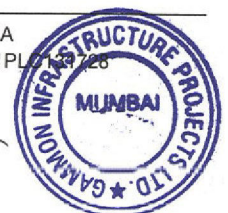
Matter was last listed on 10th July 2019 wherein it was argued and after considering the points of arguments, the Hon'ble High Court passed the orders that the writs petition stands dismissed with reserving the liberty to seek appropriate resolution before the Arbitral Tribunal. The SPV is in the process of re-constituting the Arbitral Tribunal and has intimated GCDA vide its letter dated 3rd January 2020 for revival of the Arbitration proceedings. GCDA response is awaited.

Hydro power project at Himachal Pradesh - the Project is stalled due to local agitation relating to environment issues. The SPV has received letter from GoHP, to discuss the matter mutually towards amicable resolution. After the SPV invoked arbitration on 19th February 2018, the SPV has received a letter from GoHP dated 4th September 2018 intimating that their office has begun the process for finalisation of the panel of Arbitrators and the nomination in this regard shall be intimated to the SPV shortly. The SPV has appointed its arbitrator in the matter and has also reminded GoHP to nominate its arbitrator, since there was no action from GoHP on the matter the SPV has moved the High Court under section 11 of the Arbitration and Conciliation Act. The Management is hopeful of an early settlement in the matter and is confident of recovering the amount of exposure. The exposure of the Group in the SPV is Rs. 6,784.14lacs.

- d. The Company has incorporated a SPV for developing Rangit-II Hydroelectric Power Project in Sikkim on Build, Own, Operate and Transfer (BOOT) basis. The Project involves the development of a 66 MW run-of-

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# GAMMON INFRASTRUCTURE PROJECTS LIMITED

the-river Hydroelectric Power Project on Rimbi river, a tributary of river Rangit. The Concession period for the Project is 35 years from the date of COD. The Project cost is estimated to be Rs 496 crores. Though the Project has received all major clearances and approvals including environmental clearances from the Ministry of Environment & Forests (MoEF) and all major contracts for the Project have been awarded, Power Purchase Agreement (PPA) is yet to be signed. The SPVs is exploring the possibility of signing the PPA with certain State Electricity Boards where there is shortage of power supply given the demand and are keen on purchase of power in the near future. The SPV is hopeful that PPA would be signed under the new policy which will also enable to achieve the financial closure for the Project. The Project is presently in a state of limbo pending the signing of PPA and achieving financial closure. One of the operational creditors of the SPV has filed an application under the Insolvency and Bankruptcy Code, 2016 (IBC) with the Hon'ble National Company Law Tribunal (NCLT), Delhi and the application has been admitted by NCLT vide their order dated July 30, 2020 received on August 05, 2020 and Interim Resolution Professional (IRP) has been appointed. The Company (GIPL) had filed an appeal against the said order and NCLAT, New Delhi vide its order dated 28th September,2020 has listed the appeal for hearing on 10th November ,2020 for admission (after Notice). The exposure of the Group in the SPV is Rs. 10,821.25 lacs.

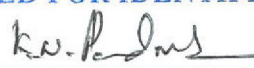
## 6. Material Uncertainty related to Going Concern

There is a continuing mismatch of cash flows including the dues to the subsidiary which are due for repayment pursuant to negotiation. The current liabilities are in excess of current assets by Rs 238,919.24 lacs as at March 31, 2020 which has only increased further in the quarter. The liquidity crunch is affecting the Group's operation with increasing severity. The credit facility of the Group's is also marked as NPA. Further various projects of the Group as stated in detail in Note 5 above are under stress and the outcome of the continuance of these projects would be dependent upon favourable decision being received by the Management on the outstanding litigations. The resolutions planned by the management are pending since a long time and are not concluding in favor of the Group.

The Management however is confident that the going concern assumption and the carrying values of the assets and liabilities in these Consolidated Financial Results are appropriate. Accordingly, the financial statements do not include any adjustments that may result from these uncertainties.

In view of the above and other details in note 5 there are material uncertainties which cast significant doubt on the ability of the Group to continue as a going concern.

7. Other Financial Assets includes Rs 1,514.01 lacs due from Western Coalfields Limited (WCL) on account of wrongful encashment of bank guarantee against which the Company has filed a suit for Recovery of damages. Subsequent to the encashment, the Company has filed an application for converting earlier injunction application to suit for recovery of damages. The Company has sought a legal opinion in this matter and has been advised that it has a good case for recovery of the amount. The Management is hopeful of getting favourable decision on the matter and recovery of damages based on legal advice on the matter. Pending the outcome, the Company has shown bank guarantee encashment amount as receivable from WCL.

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# GAMMON INFRASTRUCTURE PROJECTS LIMITED

8. The Exceptional items include the following

Particulars	June 20	Year ended March 20
	(Rs in lacs)	
Impairment of Goodwill /(Reversal of impairment)	-	(1142.92)
Gain on loss of control of subsidiary	-	(30,819.45)
<b>Total</b>	-	<b>(31962.37)</b>

9. The Covid-19 Pandemic has severely disrupted business operations due to lockdown and other emergency measures imposed by the Governments. The operations of the company were impacted, due to shutdown of Projects and offices following nationwide lockdown. Various proposals for restructuring and settlement have been delayed on account of the non-availability of the officials and the offices being shut. The COVID -19 Pandemic has compounded the problems due to all the restrictions on the movement of people, opening of offices and the project work at sites, which was already at its slowest. The impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration and accordingly the impact may be different from that estimated as at the date of approval of these financial results. The Company will continue to monitor any Material changes to future economic conditions. The management does not expect any further adjustment beyond the assessments already made in the financial statements to the assets and liabilities. The Covid Pandemic does not have further implications on the going concern assumptions previously assessed.
10. The Group's operations constitute a single segment namely "Infrastructure Development" as per IND AS 108 - Operating Segments. Further, the Company's operations are within single geographical segment, which is India.
11. Figures for previous period have been regrouped / reclassified wherever necessary to conform to the current period's presentation.

## For Gammon Infrastructure Projects Limited

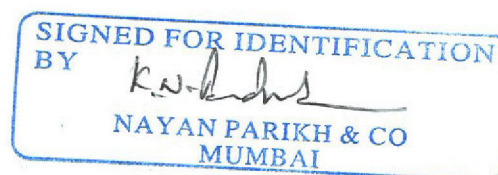
  
Chayan Bhattacharjee

Whole-Time Director

DIN: 00107640

Place: Mumbai

Date: October 5, 2020



# NAYAN PARIKH & CO.

(REGISTERED)

CHARTERED ACCOUNTANTS

OFFICE NO. 9, 2<sup>ND</sup> FLOOR, JAIN CHAMBERS, 577, S.V. ROAD, BANDRA (WEST), MUMBAI 400050, INDIA.

PHONE : (91-22) 2640 0358, 2640 0359

**Independent Auditor's Limited Review Report on unaudited Consolidated financial results for the quarter ended June 30, 2020 of Gammon Infrastructure Projects Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To

The Board of Directors

Gammon Infrastructure Projects Limited,  
Mumbai.

1. We have reviewed the accompanying statement of unaudited Consolidated Financial Results ("Statement") of Gammon Infrastructure project Limited ("the Company") and its subsidiaries (the Company and its subsidiaries together referred to as "the Group"), its joint ventures and associates for the quarter ended June 30, 2020, attached herewith, being submitted by the Company pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, as modified by Circular No. CIR / CFD / FAC / 62 / 2016 dated July 5, 2016.
2. This Statement is the responsibility of the Company's Management. This Statement has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard (Ind AS 34) "Interim Financial Reporting" prescribed under section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.
3. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatements. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.
4. **Basis of Qualified Conclusion**
  - (a) Attention is invited to Note 5(a) of the Statement, relating to the Project in the SPV; Indira Container Terminal Pvt Ltd. There exists material uncertainty relating to the future of the Project where the exposure of the Group in the SPV / project is Rs 64,790,.53 lacs (funded and non-funded). The draft settlement agreement between the SPV, Ministry of Shipping (MoS), Mumbai Port Trust (MbPT) has been rejected by MbPT. The Company and the SPV are in discussion with MbPT and MoS to reconsider the Project. The credit facility is marked as NPA by the Lenders. The SPV and MbPT have initiated arbitration proceedings which are





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in progress. Pending conclusion of matters of material uncertainty related to the Project and decision of the OTS by the lenders not being concluded, we are unable to comment whether any provision is required towards possible impairment towards the said exposure.

- (b) Attention is invited to Note 5(b) of the Statement, relating to the road project at Madhya Pradesh. The SPV has received notice for issue of intention to terminate the Project vide letter dated July 17, 2020 followed by a Termination Notice dated August 13, 2020 from MPRDC. Pursuant to the Termination Notice issued by MPRDC, SPV has contested the Termination Notice vide their letter dated 1st October 2020 and has approached MPRDC and MoRTH to find an amicable resolution, there has been no progress in the matter, pendency of the outcome of amicable resolution, we are unable to comment whether any provision is required towards possible impairment towards the exposure of the project and there exist material uncertainty to continue as a going concern. Total exposure of the Group in the SPV / Project is Rs. 1,03,675.80 lacs.
- (c) We invite attention to Note 5(e) of the Statement, relating to the Hydropower project in Sikkim. The exposure of the Company in the SPV is Rs. 10,821.25 lacs. As detailed in the note there are various factors affecting the progress of the Project and Power Purchase Agreement (PPA) is yet to be signed. Further, the CIRP Proceedings have been initiated vide NCLT order dated July 30, 2020. The SPV has filed an appeal against the said NCLT order with the NCLAT and the hearing is pending to commence. The Project is presently in a state of limbo. Pending the signing of PPA and achieving financial closure and the outcome of high court hearing, we are unable to comment whether any provision is required towards possible impairment towards the said exposure.
- (d) Attention is invited to Note 4(a) of the Statement in respect of PHPL where the CIRP proceedings have been initiated. On account of the valuation exercise by the Resolution Professional (RP) being initiated and not concluded, the determination of the amount to be paid to creditors and the surplus to the equity holder is pending. The Company has also not separately assessed the impairment. In the absence of the conclusion of the CIRP proceedings to assess the surplus to equity shareholders and the Company also not being able to assess the same, we are unable to ascertain the quantum of possible impairment towards the exposure of Rs. 1,40,328.21 lacs (funded and non-funded).
- (e) Attention is invited to Note 4(b) of the Statement in respect of RGLB where the CIRP proceedings have been initiated. On account of the valuation exercise by the RP being initiated and not concluded, the determination of the amount to be paid to creditors and the surplus to the equity holder is pending. The Company has also not separately assessed the impairment. In the absence of the conclusion of the CIRP proceedings to assess the surplus to equity shareholders and the Company also not being able to assess the same, we are unable to ascertain the quantum of possible impairment towards the exposure of Rs. 1,17,994.02 lacs (funded and non-funded).





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5. The consolidated financial results of the Group includes the results for the quarter ended June 30, 2020 of the companies listed in Annexure A to this report which are consolidated in accordance with the requirements of the Companies (Indian Accounting Standards) Rules 2015 specified under Section 133 of the Companies Act 2013 and the relevant rules thereon.

## 6. Qualified Conclusion

Except for the possible effects arising out of the matters mentioned in our basis for qualified conclusion mentioned hereinabove, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with applicable Indian Accounting Standards as specified under section 133 of the Companies Act, 2013, read with rule 7 of the Companies (Accounts) Rules, 2014 and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular bearing nos. Circular No. CIR / CFD / CMD / 15 / 2015 dated November 30, 2015 and CIR / CFD / FAC / 62 / 2016 dated July 5, 2016 including the manner in which it is to be disclosed, or that it contains any material misstatement.

## 7. Material Uncertainty relating to Going Concern.

- a) We invite attention to Note 6 of the Statement relating to material uncertainty relating to going concern. The Group's current liabilities exceeded current assets significantly and are at Rs. 238,919.24 lacs as at March 31, 2020 which has only increased further in the quarter. There is a continuing mismatch including defaults in payment of its financial obligations to its lenders. The liquidity crunch is affecting the Group's operation with increasing severity. We also invite attention to note 5 of the Statement wherein status of various SPV projects which are stressed due to delay in completion, cost overrun, liquidity crunch and have legal issues, arbitration proceedings or negotiations. The future of these projects as also the successful progress and completion depends on favourable decisions on outstanding litigations being received by the Management. The resolutions planned by the Management are pending since a long time and are not concluding in favour of the Company. We also invite attention to note no. 4 regarding two material subsidiaries where parent has lost control and wherein IRP has been appointed by NCLT. These conditions indicate the existence of Material Uncertainty which may impact the Group's ability to continue as a going concern. Our report is not qualified on this matter.





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## 8. Emphasis of Matter

Without qualifying our conclusion, we draw attention to the following matters;

- a) We invite attention to Note 5(c) of the Statement, regarding unilateral termination and closure of Concessions in a bridge project, which is subject to pending litigations/arbitrations at various forums, which may impact the carrying values of investments and loans and advances given to the subsidiary. Pending conclusion on these legal matters, no adjustments have been made in the financial statements.
- b) We invite attention to Note 5(d) of the Statement, in relation to intention to exit one of the hydro power projects at Himachal Pradesh and seeking a claim of an amount against the amount spent on the project. The Company's subsidiary has cited reasons for non-continuance on account of reasons beyond its control. The subsidiary is negotiating with its client for an amicable settlement on beneficial terms and has also invoked arbitration. The SPV has received a letter from GoHP dated September 4, 2018 intimating that their office has begun the process for finalisation of the panel of Arbitrators and the nomination in this regard shall be intimated to the SPV shortly. The Group's exposure towards the said project includes investment and loans and advances of Rs. 6,784.14 lacs. Pending conclusion between the parties, no adjustments have been made in the financial statements.
- c) We invite attention to Note no 7 of the Statement, wherein during the previous year, Western Coalfields Limited (WCF) had encashed Bank Guarantee amounting Rs 1,514.01 lacs given in favour of Aparna Infraenergy India Private Limited (one of the SPV's sold to BIF India Holding Pte Ltd on February 29, 2016). Subsequent to encashment Company has filed an application for converting earlier injunction application to suit for recovery of damages. The management is hopeful of getting favourable decision on the matter and recovery of damages based on legal advice on the matter. Pending the outcome, the Company has shown guarantee encashment amount as receivable from Western Coal Fields
- d) We draw attention to Note 9 of the Statements, which describes the uncertainties and the impact of Covid-19 pandemic on the Company's operations and results as assessed by the management. Our opinion is not modified in respect of this matter

## 9. Other Matter

- a) The statement includes the standalone financial results of 4 subsidiaries, which have been reviewed by their Auditor's whose standalone financial results reflect total assets of Rs.2,54,995.87 lacs, total revenues of Rs.4,790.08 lacs, total net loss after tax of Rs.6,506.48 lacs and other comprehensive income of Rs. Nil for the quarter ended June 30, 2020. The other Auditors' reports have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of





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these subsidiaries is solely based on the reports of the other auditor and the procedures performed by us as stated in para 3 above.

- b) The statement also includes the standalone financial results of 19 subsidiaries, which have not been reviewed by their auditors or us, whose standalone financial results reflect total assets of Rs. 22,413.66 Lacs, total revenues of Rs. Nil lacs, total net loss after tax of Rs. 35.06 lacs and other comprehensive loss of Rs. Nil for the quarter ended June 30, 2020, as considered in the statement. We also did not audit the financial results of 2 joint ventures, which have not been reviewed by their auditors or us. the Company's share of profit in such joint ventures accounted under equity method being Rs. 29.58 lacs. These financial statements are unaudited and have been furnished to us by the Management including the application of the INDAS accounting standards. Our conclusion is not qualified on these account.

For Nayan Parikh & Co  
Chartered Accountants  
Firm Registration No. 107023W



K N Padmanabhan  
Partner

M. No. 36410

Mumbai, Dated: - October 05, 2020

UDIN : 20036410 AAAADV5393





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## Annexure A

1.	Gammon Infrastructure Projects Limited	Holding Company
2.	Birmitrapur Barkote Highway Private Limited	Subsidiary
3.	Cochin Bridge Infrastructure Company Limited	Subsidiary
4.	Gammon Logistics Limited	Subsidiary
5.	Gammon Projects Developers Limited	Subsidiary
6.	Gammon Renewable Energy Infrastructure Limited	Subsidiary
7.	Gammon Road Infrastructure Limited	Subsidiary
8.	Gammon Seaport Infrastructure Limited	Subsidiary
9.	Haryana Biomass Power Limited	Subsidiary
10.	Marine Project Services Limited	Subsidiary
11.	SidhiSingrauli Road Projects Limited	Subsidiary
12.	Tada Infra Development Company Limited	Subsidiary
13.	Tidong Hydro Power Limited	Subsidiary
14.	Vizag Seaport Private Limited	Subsidiary
15.	Yamunanagar Panchkula Highway Private Limited	Subsidiary
16.	Youngthang Power Ventures Limited	Subsidiary
17.	Vijayawada Gundugolanu Road Project Private Limited	Subsidiary
18.	Pravara Renewable Energy Limited	Subsidiary
19.	Sikkim Hydro Power Ventures Limited	Subsidiary
20.	Indira Container Terminal Private Limited	Subsidiary
21.	Ras Cities and Townships Private Limited	Step-down subsidiary
22.	Chitoor Infra Company Private Limited	Step-down subsidiary
23.	Earthlink Infrastructure Projects Private Limited	Step-down subsidiary
24.	Segue Infrastructure Projects Private Limited	Step-down subsidiary
25.	GIPL – GECPL JV	Joint Venture
26.	GIPL - GIL JV	Joint Venture

