

Ref: SEL/BSE/2018-19/13

May 29, 2018

To, The Dy. Gen Manager Corporate Relationship Dept. **BSE Limited** PJ Tower, Dalal Street, Mumbai- 400 001

Equity Scrip Code:532710

Sub.: Outcome of the Board Meeting-Revised Financial Statement

Letter Ref: SEL/BSE/2018-19/12 dated 29.05.2018

Dear Sir / Madam,

With reference to the above mentioned results announcement, please find attached herewith the revised copy of the Audited Financial Results for the Quarter & Year ended 31.03.2018 (Q4) for the following reasons duly along with Auditors Report submitted by the Statutory Auditors of the Company are enclosed herewith.

Revised Figure: Revenue From Operations

Quarter ended 31-03-2017: Rs. 83,936.59 instead of Rs. 93,506.62

Revised Figure: Construction Expenses

Quarter ended 31-03-2017: Rs. 67,772.92 instead of Rs. 77,342.95

Revised Figure: Basis and Diluted EPs

Quarted ended 31-03-2018: Rs. 4.07 instead of Rs.4.11

Consolidated Year ended 31-03-2018: Rs. -6.65 instead of Rs.-6.60 Consolidated Year ended 31-03-2017: Rs. -10.00 instead of Rs.-10.16

You are requested to take the above on record.

Thanking you Yours truly,

For Sadbhav Engineering Limited

Tushar Shah Company Secretary Mem. No. F7216

Encl: As Above





SADBHAV ENGINEERING LIMITED CIN NO.: L45400GJ1988PLC011322

Corp. Office: "Sadbhav", Near Havmor Restaurant, B/H Navrangpura Bus Stand, Navrangpura, Ahmedabad-380 009 Gujarat
Tel:-9179 40400400, F:- 9179 40400444, Email:- selinfo@sadbhav.co.in, Website:-www.sadbhaveng.com
AUDITED FINANCIAL RESULTS FOR THE QUARTER/YEAR ENDED MARCH 31, 2018

(Rs. in Lakhs, Except for Share Data)

						(Rs. in	Lakhs, Except	The second secon
	STAND ALONE						CONSO	LIDATED
Sr. No.	Particulars	Quarter ended 31/03/2018 (Audited)	Quarter ended 31/12/2017 (Unaudited)	Quarter ended 31/03/2017 (Audited)	Year ended 31/03/2018 (Audited)	Year ended 31/03/2017 (Audited)	Year ended 31/03/2018 (Audited)	Year ended 31/03/2017 (Audited)
1 .	Revenue From operations	110445.97	83936.59	103287.08	350505.99	332030.52	497473.75	449768.72
2	Other income	390.46	739.59	2175.16	1574.98	3329.80	11864.04	15649.42
3	Total Income (1+2)	110836.43	84676.18	105462.24	352080.97	335360.32	509337.79	465418.14
4	Expenses							
4	Construction Expenses	89344.98	67772.92	81058.75	281342.82	265516.53	313284.48	290109.35
	Changes in inventories of Finished Goods, stock in trade and work in					12,		
	progress	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Employee benefits expense	5516.91	3759.85	3788.76	15534.94	13663.30	20367.74	17811.00
		3450.71	2851.95	3552.53	11672.19	9919.47	131291.50	118744.87
	Finance costs	2359.83	2466.97	2426.45	9790.39	10003.67	35841.69	32112.67
	Depreciation and amortization expense	3182.46	1842.83	7479.77	12113.91	17289.49		22861.70
	Other expenses	103854.89	78694.52	98306.26	330454.25	316392.46		481639.59
	Total Expenses							-16221.35
5	Profit / (Loss) before exceptional Items and tax (3-4)	6981.54	5981.66	7155:98	21626.72	18967.86	-7603.88 0.00	0.00
6	Exceptional Items	0.00		-	0.00	-		
7	Profit / (Loss) before tax (5-6)	6981.54		7155.98	21626.72	18967.86	-7603.88	-16221.35
8	(1) Tax Expense (Refer Note No. 4)	1,610.83	1276.73	720.55	4,736.35	4,048.04	8696.05	5388.24
	(2) Deferred Tax	(1,615.29)	(1,477.45)	(385.91)	(5,175.51)	(3,864.71)	-4897.51	-4444.61
9	Profit / (Loss) for the period from contining operations (7-8)	6986.00	6182.38	6821.34	22065.88	18784.53	-11402.42	-17164.98
	Net Profit / (Loss) for the period after taxes, Non-controlling					500000000 No. 000000		
10	Interest and share of profit/ (loss) of associates (9-10+11+12)	6986.00	6182.38	6821.34	22065,88	18784.53	(11402.42)	(17164.98)
11	Other Comprehensive Income (OCI)							
	A(i) Items that will not be reclassified to profilt or loss	72.38	0,00	0.00	72.38	-181.47	84.98	-267.97
	A(t) Items that will not be reclassified to profit of loss	12,30	0.00	0.00	72.50	101147	01.50	
	(ii) Income tax relating to items that will not be reclassified to profit or loss	0,00	0.00	0.00	0.00	0.00	0.00	0.00
12	Total Income (Including other comprehensive Income (13+14)	7058,38		6821.34	22138.26	18603.06	-11317.44	-17432.95
		7030,30	0102,38	0021.54	22130,20	10000100	11011111	
13	Profit/ (Loss) for the period/year attributable to:							
	Owners of the Company			-	-	-	-308.76	-5403.16
	Non-controlling Interest			_	_	-	-11093.66	-11761.82
1.4								
14	Other Comprehensive Income for the period/year attributable to:					2		
	Owners of the Company	-	-	-	-	-	71.62	-267.97
	Non-controlling Interest			_	_		13.36	0.00
15	Total Comprehensive Income for the period/year attributable to:							
15	Total Comprehensive Income for the period/year attributable to:							
	Owners of the Company	-		-	-	-	-237.14	-5671.13
	Non-controlling Interest			-	-	-	-11080.30	-11761.82
	Total Income (Including other comprehensive Income)						-11317.44	-17432.95
	Total Income (including other comprehensive income)						-11517.44	17102130
			15555 B MAG	or or other contracts			,	,,,,,,,,
	Paid up Equity share Capital (face value of Re. 1 each)	1715.71	1715.71	1715.71	1715.71	1715.71		1715.71
	other Equity excluding Revaluation Reserves as at 31st March		-	-	184963.06	164373.55	87415.72	88916.96
	Basic EPS (Rs.) before extra ordinary items (Face value of Re. 1/-	4.07	3.60	3.98	12.86	10.95	-6.65	-10.00
	each) (not annualized)	4.07	3.60	3.96	12.00	10.93	-0.03	10.50
19	Diluted EPS (Rs.) before extra ordinary items (Face value of Re. 1/-							10.00
	each) (not annualized)	4.07	3.60	3.98	12.86	10.95	-6.65	-10.00
					10078.98	25589.15		
20	Paid up Debt Capital				2520.00	9000.00		
2007	Debenture Redemption Reserve				186678.77	166089.26		
22	Networth							
23	Debt Equity Ratio (refer Note No.18)				0.25	0.36		-
24	Debt Service Coverage Ratio (refer Note No.18)				1.11	0.95		-
25	Interest Service Coverage Ratio (refer Note No.18)				2.65	2.24		-

Sr. No.	ISIN No.	from 1st Oc	Previous due dates from 1st October, 2017 to 31st March, 2018		
		Principal	Interest	Principal	Interest
1	INE226H07023	26/12/2017, 26/03/2018	30 th of every month	-	•
2	INE226H07031	26/12/2017, 26/03/2018	30 th of every month	-	·
3	INE226H07049	27/11/2017	27/11/2017	-	-
4	INE226H07056	-	27/11/2017	•	-
5	INE226H07064	-	27/11/2017	· 1	-



Regd Office: "Sadbhav House", Opp. Law Garden Police Chowki, Ellisbridge, Ahmedabad-380006.



Notes:

- The above results were reviewed by the Audit Committee and were approved & taken on record by the Board of Directors at their meetings held on May 29, 2018.
- Consolidated Financial Results includes result of Company and its subsidiaries including step-down subsidiaries.
- 3 The Board of Directors have recommended a dividend of Re. 1.00 (Rupee One) per equity share of Re 1 each for the financial year 2017-18 (100%), subject to approval of members in the ensuing Annual General Meeting.
- 4 Provision for Tax has been made as per Section 115 JB of the Income Tax Act. 1961
- 5 Deferred Tax includes MAT Credit Entitlement of Rs.2490.86 lakhs
- 6 Pursuant to enactment of Goods and Service Tax law (GST) revenue for the quarter ended March 31, 2018 and December 31, 2017 is reported net of GST. Revenue from operation of period up to June 30, 2017 are reported inclusive of indirect taxes which are now subsumed in GST. The year ended March 31, 2018 includes indirect taxes upto June 30, 2017.
- In consolidated financial results, pursuant to demonetisation, concessioning authorities had announced suspension of toll collection at all roads from November 09, 2016 until December 2, 2016. Based on subsequent notification and provisions of concession agreement with the relevant authorities, the group has claimed and recognised revenue of Rs. 5978.80 Lakhs during the previous year ended March 31, 2017, out of which Rs. 3736.90 Lakhs is yet to be realized as at March 31, 2018. In case of one of the step down subsidiary, i.e. Maharashtra Border Checkpost Network Limited (MBCPNL), where claim of Rs. 2082.70 Lakhs is not recognised as revenue, pending conclusion of modalities of compensation.
- In consolidated financial results, in case of Ahmedabad Ring road Infrastructure Limited (ARRIL), one of the step down subsidiary, Ahmedabad Uraban Development Authority (AUDA), has vide resolution passed by its board of directors in the meeting held on October 09, 2017, exempted Light Motor Vehicles (four wheelers) from payment of toll, w.e.f october10, 2017 the AUDA has not prepared any policy or modalities by which the company will be reimbursed for the losses due to said exemption. Pending the announcement by the AUDA of its policy/modalities for reimbursement of losses, the said subsidiary has recognised revenue of toll collection of Rs. 160.60 Lakhs for the quarter ended March 31, 2018 and Rs. 300.50 lakhs for the period ended October 10, 2017 to March 31, 2018 based on the actual average daily traffic of Light Motor Vehicles (four wheelers) during April 2017 to September 2017.
- 9 In consolidated financial results, Maharashtra Border Check Post Network Limited ('MBCPNL') a one of the step down subsidiary, has accepted and accounted certain project related costs variation amounting towards increased cost of construction due to delay in execution of the Modernization and Computerisation of 22 Border Check Post Project ('BCP Project'). Such costs variations are incurred due to various reasons not attributable to MBCPNL in terms of service concession agreement, up to March 31, 2018 is Rs. 22123.00 lakhs (March 31, 2017 INR 18830.90 lakhs). The costs have been accounted as intangible assets. Further, such costs variations is required to be approved by Government of Maharashtra (GoM) although the Independent Engineer of the Project, Technical Evaluation Committee duly appointed by project Steering Committee of Maharashtra State Road Development Corporation Limited ('the Project Authority') which is monitoring the project progress and the lender's independent engineer has in-principle accepted and recommended MBCPNL's cost variation claim. Based on the recommendations at the project steering committee, GoM (Grantor) will conclude in regard to cost variations claim of the MBCPNL although MBCPNL is confident that the additional costs accounted in the books will be fully accepted by the GoM.
- 10 In consolidated financial results, operating expenses include provision for Periodic Major Maintenance of Rs. 11843.40 Lakhs and Rs. 11106.10 lakhs for year ended March 31, 2018 and March 31, 2017 respectively.
- 11 Depreciation on Plant & machinery other than those used for mining sites has been provided at higher rate by taking lower useful life compared to useful life prescibed under schedule II of the Companies Act, 2013, hence depreciation charged for the year ended on 31/03/2018 is increased by Rs. 1206.21 Lakhs (Rs.845.71 Lakhs)
- 12 The figure of the quarter ended March 31, 2018 and March 31, 2017 are balancing figures between the audited figures in respect of the full financial year upto March 31, 2018 and March 31, 2017 and the unaudited published year to date figure up to third quarter ended December 31, 2017 and December 31, 2016 respectively being the date of the end of the third quarter of the financial year which were subject to limited review.
- 13 Figures relating to the previous periods/year have been regrouped / rearranged, wherever necessary, to make them comparable with those of the current periods/year.
- 14 The above Financial Results are available on company's website www.sadbhaveng.com and on the websites of the stock exchange viz.www.bseindia.com and www.nseindia.com
- 15 The segment reporting is in accordance with its internal financial reports derived from new ERP system implemented from April 01, 2017 which is reviewed by Chief Operating Decision Maker (CODM). Consequently, the company has considered BOT segment as a single operating segment in accordance with Indian Accounting Standard ('Ind AS') 108.





16	STATEMENT	OF	ASSETS	AND	LIABILITIES
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ATEMENT OF ASSETS AND LIABILITIES	CTLAND A	LONE	CONSOLID	ATED
	STAND A		As At March	As At Marc
PARTICULARS	As At March	As At March 31,2017	31,2018	31,201
	31,2018	31,2017	31,2016	31,201
Assets				
Non-current Assets	49390.68	51523.25	51234.68	53545.25
(a) Property, Plant and Equipments	234.99	694.87	234.99	694.87
(b) Capital Work in Progress	651.38	69.75	956690.08	970221.65
(c) Intangible Assets	0.00	0.00	219.10	208.30
(d) Investment Property	0.00	0.00	215.10	200.50
(e) Financial Assets	57745.55	56941.40	598.18	400.68
(i) Investments	3587.28	3587.28	3587.28	3587.28
(iii) Trade receivable	3510.16	3162.31	(0.00)	0.00
(ii) Loans (iii) Receivable Under Service Concession Arrangement	3310.10		18004.30	20120.30
15 10 10 10 10 10 10 10 10 10 10 10 10 10	***	227.05		64565.95
(iv) Other Financial Assets	555.20	227.85	38053.60	2957.49
(e) Defereed Tax Assets (net)	9942.02	4766.51	9943.22	
(f) Other Non Current Assets	1483.60	2489.14	5286.20	6661.04
	127100.86	123462.36	1083851.63	1122962,8
Current Assets				
(a) Inventories	16425.32	12335.81	16425.32	12335.8
(b) Financial Assets				
(i) Investments	0.00	0.00	4245.70	5582.6
(ii) Trade receivables	159217.58	166510.49	139252.58	159117.84
	674.43	1269.30	11664.93	6335.5
(iii) Cash and cash equivalents	1000 1000	20.000.000.000.000	804.61	1238.9
(iiv) Bank Balance other than (ii) above	593,51	1026.96		
(v) Loans	65309.49	50646.37	1707.10	1703.8
(vi) Receivable Under Service Concession Arrangement	0.00	0.00	100892.60	17871.3
(vii) Other financial assets	40157.26	26164.63	64547.11	32871.8
(c) Current Tax Asset	9518.07	6029.74	9529.87	6041.5 15925.5
(d) Other currentl assets	18067.89	14585.40	59789.73	
Total Current Assets	309963.55	278568.70	408859.55 1492711.18	259024.7 1381987.5
Total Assets	437064.41	402031.06	1492/11.16	1301707.3
Equity and Liabilities				
Equity	1715.71	1715.71	1715.71	1715.7
(i) Equity share capital (ii) Other Equity	184963.06	164373.55	110460.87	123724.2
Total Equity	186678.77	166089,26	112176,58	125439.9
Non-current Liabiliteis	100070177	100007,00		12.40.40
Inon-current Liabilities				
(a) Financial Liabilities	28627 97	30623.44	843567.57	825946.5
(a) Financial Liabilities (i) Borrowings	28627.97 831.00	30623.44 980.16	843567.57 156195.20	
(a) Financial Liabilities (i) Borrowings (ii) Other financial liabilities	28627.97 831.00 0.00			142249.2
(a) Financial Liabilities (i) Borrowings (ii) Other financial liabilities (b) Provisions	831.00	980.16	156195.20	142249.2 16161.1
(a) Financial Liabilities (i) Borrowings (ii) Other financial liabilities (b) Provisions (c) Defereed tax liabilities (Net)	831.00 0.00 0.00	980.16 0.00 0.00	156195.20 17691.80 6750.40	142249.2 16161.1 5883.3
(a) Financial Liabilities (i) Borrowings (ii) Other financial liabilities (b) Provisions (c) Defereed tax liabilities (Net) (d) Other non-current liabilities	831.00 0.00 0.00 0.00	980.16 0.00 0.00 0.00	156195.20 17691.80 6750.40 0.00	142249.2 16161.1 5883.3 0.0
(a) Financial Liabilities (i) Borrowings (ii) Other financial liabilities (b) Provisions (c) Defereed tax liabilities (Net) (d) Other non-current liabilities Total Non-current Liabilities	831.00 0.00 0.00	980.16 0.00 0.00	156195.20 17691.80 6750.40	142249.2 16161.1 5883.3 0.0
(a) Financial Liabilities (i) Borrowings (ii) Other financial liabilities (b) Provisions (c) Defereed tax liabilities (Net) (d) Other non-current liabilities Total Non-current Liabilities Current Liabilities	831.00 0.00 0.00 0.00	980.16 0.00 0.00 0.00	156195.20 17691.80 6750.40 0.00	142249.2 16161.1 5883.3 0.0
(a) Financial Liabilities (i) Borrowings (ii) Other financial liabilities (b) Provisions (c) Defereed tax liabilities (Net) (d) Other non-current liabilities Total Non-current Liabilities Current Liabiliteis (a) Financial Liabilities	831.00 0.00 0.00 0.00 0.00 29458.97	980.16 0.00 0.00 0.00 31603.60	156195.20 17691.80 6750.40 0.00	142249.2 16161.1 5883.3 0.0 990240.2
(a) Financial Liabilities (i) Borrowings (ii) Other financial liabilities (b) Provisions (c) Defereed tax liabilities (Net) (d) Other non-current liabilities Total Non-current Liabilities (a) Financial Liabilities (i) Borrowings	831.00 0.00 0.00 0.00	980.16 0.00 0.00 0.00	156195.20 17691.80 6750.40 0.00 1024204.97	142249.2 16161.1 5883.3 0.0 990240.2
(a) Financial Liabilities (i) Borrowings (ii) Other financial liabilities (b) Provisions (c) Defereed tax liabilities (Net) (d) Other non-current liabilities Total Non-current Liabilities Current Liabilities (a) Financial Liabilities (i) Borrowings (ii) Trade Payable	831.00 0.00 0.00 0.00 29458.97	980.16 0.00 0.00 0.00 31603.60	156195.20 17691.80 6750.40 0.00 1024204.97	142249.2 16161.1 5883.3 0.0 990240.2 124466.8 56054.1
(a) Financial Liabilities (i) Borrowings (ii) Other financial liabilities (b) Provisions (c) Defereed tax liabilities (Net) (d) Other non-current liabilities Total Non-current Liabilities Current Liabilities (a) Financial Liabilities (i) Borrowings (ii) Trade Payable (ii) Other financial liabilities	831.00 0.00 0.00 0.00 29458.97 104632.46 59900.81	980.16 0.00 0.00 0.00 31603.60 121210.84 41178.31	156195.20 17691.80 6750.40 0.00 1024204.97	142249.2 16161.1 5883.3 0,0 990240.2 124466.8 56054.1 65522.0
(a) Financial Liabilities (i) Borrowings (ii) Other financial liabilities (b) Provisions (c) Defereed tax liabilities (Net) (d) Other non-current liabilities Total Non-current Liabilities Current Liabilities (a) Financial Liabilities (i) Borrowings (ii) Trade Payable (iii) Other financial liabilities (b) Other current liabilities	831.00 0.00 0.00 0.00 29458.97 104632.46 59900.81 16673.06	980.16 0.00 0.00 0.00 31603.60 121210.84 41178.31 26187.31	156195.20 17691.80 6750.40 0.00 1024204.97 108519.46 70567.96 75801.32	142249.2 16161.1 5883.3 0.0 990240.2 124466.8 56054.1 65522.0 9571.3
(a) Financial Liabilities (i) Borrowings (ii) Other financial liabilities (b) Provisions (c) Defereed tax liabilities (Net) (d) Other non-current liabilities Total Non-current Liabilities (a) Financial Liabilities (i) Borrowings (ii) Trade Payable (ii) Other financial liabilities (b) Other current liabilities (c) Provisions	831.00 0.00 0.00 0.00 29458.97 104632.46 59900.81 16673.06 39453.99	980.16 0.00 0.00 31603.60 121210.84 41178.31 26187.31 15562.02	156195.20 17691.80 6750.40 0.00 1024204.97 108519.46 70567.96 75801.32 83751.14	142249.2 16161.1 5883.3 0.0 990240.2 124466.8 56054.1 65522.0 9571.3 10210.6
(a) Financial Liabilities (i) Borrowings (ii) Other financial liabilities (b) Provisions (c) Defereed tax liabilities (Net) (d) Other non-current liabilities Total Non-current Liabilities Current Liabilities (i) Borrowings (ii) Trade Payable (ii) Other financial liabilities (b) Other current liabilities (c) Provisions (d) Current Tax Liabilities (Net)	831.00 0.00 0.00 0.00 29458.97 104632.46 59900.81 16673.06 39453.99 266.35	980.16 0.00 0.00 31603.60 121210.84 41178.31 26187.31 15562.02 199.72	156195.20 17691.80 6750.40 0.00 1024204.97 108519.46 70567.96 75801.32 83751.14 16154.15	142249.2 16161.1 5883.3 0.0 990240.2 124466.8 56054.1 65522.0 9571.3 10210.6 482.4
(a) Financial Liabilities (i) Borrowings (ii) Other financial liabilities (b) Provisions (c) Defereed tax liabilities (Net) (d) Other non-current liabilities Total Non-current Liabilities (a) Financial Liabilities (i) Borrowings (ii) Trade Payable (ii) Other financial liabilities (b) Other current liabilities (c) Provisions	831.00 0.00 0.00 0.00 29458.97 104632.46 59900.81 16673.06 39453.99 266.35 0.00	980.16 0.00 0.00 31603.60 121210.84 41178.31 26187.31 15562.02 199.72 0.00	156195.20 17691.80 6750.40 0.00 1024204.97 108519.46 70567.96 75801.32 83751.14 16154.15 1535.60	825946.5 142249.2 16161.1 5883.3 0.0 990240.2 124466.8 56054.1. 65522.0 9571.3 10210.6 482.4 266307.3 1256547.5

- 17 The listed non-convertible debentures of the Group aggregating Rs. 5931.49 Lakhs outstanding as on March 31, 2018 are secured by Pledge of shares of SEL by Sadbhav Finstock Private Ltd. and Exclusive mortgage in respet of land owned by Guarantors and the asset cover thereof exceeds hundred percent of the principal amount of the said debentures.
- 18 ISCR=Earning before interest and tax / Interest expenses. DSCR=Earning before interest and tax / (Interest + Principal Repayment of long term debt during the period). Debt Equity Ratio=Loan Fund / Share Capital & Reserves (excluding revaluation reserve)

For SADBHAV ENGINEERING LIMITED

Shashin V. Patel Chairman and Managing Director DIN No.: 00048328

Place : Ahmedabad Date : 29/05/2018



Sadbhav Engineering Limited

Regd Office: "Sadbhav House", Opp. Law Garden Police Chowki, Ellisbridge, Ahmedabad- 380006.



Dhirubhai Shah & Co

CHARTERED ACCOUNTANTS

4th Floor, Aditya Building, Near Sardar Patel Seva Samaj, Mithakhali Six Roads, Ellisbridge, Ahmedabad 380006.

Independent Auditor's Report on Annual Standalone Financial Results of Sadbhav Engineering Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Board of Directors of Sadbhav Engineering Limited

We have audited the accompanying annual standalone financial results of Sadbhav Engineering Limited ('the Company') for the year ended March 31, 2018 ('the Statement') attached herewith, being submitted by the company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). Attention is drawn to the fact that the figures for the quarter ended March 31, 2018 and the corresponding quarter ended in the previous year as reported in these annual standalone financial results are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the end of the third quarter of the relevant financial year. Also, the figures up to the end of the third quarter had only been reviewed and not subjected to audit.

These annual standalone financial results have been prepared on the basis of the annual standalone Ind AS financial statements and reviewed quarterly standalone financial results up to the end of the third quarter which are the responsibility of the Company's management. Our responsibility is to express an opinion on these annual standalone financial results based on our audit of the annual standalone Ind AS financial statements which have been prepared in accordance with the recognition and measurement principles laid down in the Companies (Indian Accounting Standards) Rules, 2015 and Section 133 of the Companies Act 2013 and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the annual standalone financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as the annual standalone financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us, these annual standalone financial results:

- (i) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- (ii) give a true and fair view of the standalone net profit and other comprehensive income and other financial information for the year ended March 31, 2018.

For, Dhirubhai Shah & Co Chartered Accountants Firm Registration No. 102511W

Harish B Patel **Partner**

M. No. 014427

Phone: (079) 2640 3325/26 | Website: www.dbsgroup.in | E-Mail: info@dbsgroup.in

Ahmedabad

May 29, 2018

FRN 102511W AHMEDABAD



Dhirubhai Shah & Co

CHARTERED ACCOUNTANTS

4th Floor, Aditya Building, Near Sardar Patel Seva Samaj, Mithakhali Six Roads, Ellisbridge, Ahmedabad 380006.

Independent Auditor's Report on Annual Consolidated Financial Results of Sadbhav Engineering Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

To Board of Directors of Sadbhav Engineering Limited

We have audited the accompanying annual consolidated financial results of Sadbhav Engineering Limited (herein referred to as 'the Holding Company') and its subsidiaries (incl. step-down subsidiaries) (the Holding Company and its subsidiaries together referred to as 'the Group') for the year ended March 31, 2018, attached herewith, being submitted by the company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

These annual consolidated financial results have been prepared on the basis of the annual consolidated Ind AS financial statements which are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial results based on our audit of the annual consolidated Ind AS financial statements which have been prepared in accordance with the recognition and measurement principles laid down in the Companies (Indian Accounting Standards) Rules, 2015 and Section 133 of the Companies Act 2013 and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as the consolidated financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

We did not audit the financial statements and other financial information, in respect of two subsidiaries and twenty step down subsidiaries, whose Ind AS financial statements includes total assets of Rs.12,14,678.10/- lakhs as at 31st March, 2018 and total revenues of Rs. 2,43,694.70/- Lakhs year ended on that date, before giving effect to elimination of intra-group transaction. These Ind AS consolidated financial statements and other information have been audited by other auditors, which financial statements, other information and auditor's report have been furnished to us by the management. Our opinion, in so far as it relates to the affairs of such subsidiaries is based solely on the report of other auditors. Our opinion is not modified in respect of this matter.

We draw attention to Note 9 of the consolidated financial results in respect of accounting of intangible Assets/Intangible Assets under development of Rs. 22,123.00/- lakhs under the Service Concession Arrangement of Maharashtra Border Check Post Network Limited, a step-down subsidiary company, based upon the recommendation made by the project lenders' engineer and technical experts appointed by the project authorities. Pending final approval by the Government of Maharashtra, no adjustments are considered necessary in these consolidated financial results. Our opinion is not qualified in respect of this matter.

In our opinion and to the best of our information and according to the explanations given to us and based on consideration of report of other auditor on separate financial statements and on other information of the subsidiaries aforesaid, these annual consolidated financial results:

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FRN 102511W AHMEDABAD (i) Include the annual financial results of the following entities:

List of Subsidiaries:

Sadbhav Infrastructure Project Limited Mysore Bellary Highway Private Limited

List of Step-down subsidiaries:

Ahmedabad Ring Road Infrastructure Ltd Aurangabad Jalna Toll Way Ltd Bijapur Hungund Tollway Private Ltd Hyderabad Yadgiri Tollway Private Ltd Maharashtra Border Check Post Network Ltd Rohtak Panipat Tollway Private Ltd Shreenathji Udaipur Tollway Private Limited Bhiwara Rajsamand Toll Way Private Ltd Rohtak Hissar Tollway Private Ltd Nagpur-Seoni Expressway Ltd Dhule Palesner Tollway Limited Sadbhav Rudrapur Highway Private Limited Sadbhav Una Highway Private Limited Sadbhav Bhavnagar Highway Private Limited Sadbhav Nainital Highway Private Limited Sadbhav Bangalore Highway Private Limited Sadbhav Vidarbha Highway Private Limited Sadbhav Udaipur Highway Private Limited Sadbhav Jodhpur Ring Road Private Limited Sadbhav Tumkur Highway Private Limited

- (ii) have been presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- (iii) give a true and fair view of the consolidated net loss and other comprehensive income and other financial information for the year ended March 31, 2018.

For, Dhirubhai Shah & Co Chartered Accountants Firm Registration No. 10251

Harish B Patel Partner

M. No. 014427

Ahmedabad May 29, 2018