REGISTERED OFFICE:
BVG House, Premier Plaza, Pune-Mumbai Road,
Chinchwad, Pune - 411 019. INDIA.
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DIRECTORS' REPORT

To,
The Members,

Your Directors have pleasure in presenting the **19th** Annual Report on the performance and financial position for the financial year ended on 31st March, 2020, together with the audited financials.

1. STANDALONE FINANCIALS:

(Rs. in Million)

Particulars	As on 31.03.2020	As on 31.03.2019
Total Income	19,335.29	18,291.45
Total Expenditure	(16,811.00)	(16,488.52)
Earnings Before Interest, Depreciation, Tax	2,524.29	1,802.93
Interest	(910.57)	(851.71)
Profit before Depreciation and Tax from continuing operations	1613.72	951.22
Depreciation	(220.24)	(183.24)
Profit Before Tax from continuing operations	1,393.48	767.98
Tax expense of continuing operations	(216.16)	(106.08)
Profit after Tax from continuing operations	1,177.32	661.90
Profit/(Loss) Before Tax from discontinued operations	(105.02)	(154.80)
Tax (expense)/income of discontinued operations	111.71	307.76
Profit after Tax from discontinued operations	6.69	152.96
Total Profit for the year	1,184.01	814.86

2. SUBSIDIARIES, ASSOCIATE COMPANIES, JOINT VENTURES AND CONSOLIDATION OF FINANCIALS:

The list of subsidiaries, associate Companies and joint ventures of the Company as on the end of the financial year is as under:

Name of the Entity	Nature
BVG Kshitij Waste Management Services Private Limited	Subsidiary Company
Out-of-Home Media (India) Private Limited	Subsidiary Company
BVG Skill Academy	Subsidiary Company
BVG-UKSAS (SPV) Private Limited*	Subsidiary Company
BVG-UKSAS EMS Private Limited	Associate Company
BVG Krystal Joint Venture	Joint Venture

In accordance with Section 129(3) of the Companies Act, 2013, the consolidated financial statements of the Company and all its subsidiaries, associate and joint ventures have been prepared and approved by the Board, except for *BVG-UKSAS (SPV) Private Limited, which was incorporated on October 17, 2019 and the first financial year will end on March 31, 2021.

Further, the report on the performance and financial position of each of the subsidiary, associate and joint venture and salient features of the financial statements in the prescribed Form **AOC-1** is annexed to this report-**Annexure I**.

STATE OF COMPANY'S AFFAIRS, FUTURE OUTLOOK ETC. :

A. YEAR IN RETROSPECT:

This year has been a year of stable growth and improved operational and financial performance for the Company.

The Company won some prestigious contracts during the year, including lake rejuvenation contracts under the Dahod and Sholapur smart city development programs initiated by the Government of India. The Company also commenced providing emergency ambulances in the union territories of Jammu, Kashmir and Leh. In January of this year, the Company successfully managed the second Khelo India event organized in the country. During the year, the Company was awarded door to door collection and disposal of garbage for the city of Nagpur, thereby, adding to the list of cities and municipalities where solid waste management is carried out by the Company.

Despite discontinuation of the RE Projects business, during the year under review, your Company has shown a robust performance. The total income generated from continued operations is Rs. 19,335.29 Million as compared to Rs. 18,291.45 Million in 2018-19. Earnings before Interest, Tax and Depreciation (EBITDA) from continuing operations during the year under review stood at Rs. 2,524.29 Million as against Rs. 1,802.93 Million in the previous year.

Profit before Tax from continuing operations stood at Rs. 1,393.48 Million as against Rs. 767.98 Million in the previous year. Profit after tax for the current year is Rs. 1,184.01 Million as against Rs. 814.86 Million in the previous year.

The Company has received notice under Section 206(1) of the Companies Act, 2013 on January 28, 2020 from the Registrar of Companies, Pune seeking further information and clarification of the documents/forms filed by the Company. All relevant information/documents have been submitted within the prescribed timeline.

B. FUTURE OUTLOOK:

The Novel Coronavirus (COVID-19) pandemic is spreading around the Globe rapidly. The virus has taken its toll on not just human life, but businesses and financial markets too, the extent of which is currently indeterminate.

While the outbreak has had an impact on almost all entities either directly or indirectly, COVID-19 has not had a significant impact on the operations and functioning of our organisation. There are various segments in which we operate (viz. running and maintenance of ambulances and police vehicles, solid waste management, cleaning and maintenance of essential premises such as Government buildings, hospitals etc.) where there has been no stoppage of work and in fact, the level of operations have increased.

As most of the employees of the Company are low wage earners, our clients in general were forthcoming in releasing our payments so as to avoid hardships to such employees. However, prolonged extension of COVID-19 and related lockdowns may adversely impact the businesses of our customers. This may, in turn impact our liquidity.

Being in the business of cleaning and facility management, we expect to attract more business as the lockdown is being lifted gradually in the country. COVID-19 has made general public more aware and concerned regarding hygiene and cleanliness and this is expected to bolster our operations. Further, we expect substantial work and revenue to flow from one time sanitisation/ cleaning contracts when current and new customers commence operations post lockdown.

C. **SIGNIFICANT AND MATERIAL ORDERS:**

There is no material order passed during the year.

D. **MATERIAL CHANGES ETC. AFTER THE CLOSE OF THE FINANCIAL YEAR:**

No material changes and commitments affecting the financial position of the Company have occurred between the end of the financial year of the Company to which the financial statements relate and the date of this report.

3. **RESERVES:**

During the year, your Company does not propose to carry any amount to the General Reserve account.

4. **DIVIDEND:**

The Board of Directors has not recommended any dividend for the financial year ended March 31, 2020 in respect of Equity Shares. However the holders of Compulsory Convertible Cumulative Preference Shares (CCPS) are entitled to a dividend of 0.01% per share aggregating to Rs. 1,484/-.

There has been no transfer of unclaimed or unpaid dividend to Investor Education and Protection Fund during the year. Accordingly, the provisions of Section 125 (2) of the Companies Act, 2013 do not apply to the Company.

5. **DEPOSITS:**

The Company has neither accepted nor renewed any deposits under Chapter V of the Companies Act, 2013. Also, there are no deposits which remained unpaid or unclaimed as at the end of the year. The question of default in repayment of deposits or payment of interest thereon did not arise during the year.

6. **EXTRACT OF ANNUAL RETURN:**

Pursuant to the provisions of sub-section (3) of Section 92 of the Companies Act, 2013 read with Rule 12 of the Companies (Management & Administration) Rules, 2014, an extract of the Annual Return of the Company for the year ended 31st March, 2020 is annexed in the prescribed Form MGT-9-**Annexure II**.

7. **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:**

Particulars of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are provided in the financials and notes on accounts.

8. **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:**

The particulars of Contracts or Arrangements made with related parties made pursuant to Section 188 of the Companies Act, 2013 are annexed to this report in prescribed form AOC-2 - **Annexure III**.

9. **DIRECTORS:**

A. **BOARD COMPOSITION:**

The Board of Directors is duly constituted and consists of the following Directors as on the close of the financial year:

DIN	Name	Designation
01597742	Mr. Hanmantrao R. Gaikwad	Chairman and Managing Director
01597365	Mr. Umesh G. Mane	Vice Chairman and Joint Managing Director
06972087	Mrs. Swapnali D. Gaikwad	Director
07775198	Mr. Pankaj Dhingra	Director
02434630	Mr. Jayant G. Pendse	Independent Director
03069236	Mr. Chandrakant N. Dalvi	Independent Director
02142050	Mr. Prabhakar D. Karandikar*	Additional Director
08152265	Mr. Rajendra R. Nimbhorkar**	Additional Director

* Mr. Prabhakar D. Karandikar has been appointed by the Board as Additional Director on February 08, 2020 to be designated as Non-Executive & Independent Director in the forthcoming Extra-Ordinary General Meeting to be held on July 30, 2020.

** Mr. Rajendra R. Nimbhorkar has been appointed by the Board as Additional Director on February 08, 2020 to be designated as Non-Executive & Independent Director in the forthcoming Extra-Ordinary General Meeting to be held on July 30, 2020

B. APPOINTMENT AND RESIGNATION:
Mr. Prabhakar D. Karandikar and Mr. Rajendra R. Nimbhorkar have been appointed by the Board as Additional Directors to be designated as "Non-Executive & Independent Director" with effect from February 08, 2020.

Mr. Ganesh S. Limaye, Whole-Time Director and Mrs. Anjali Gupta, Nominee Director have resigned from the Board w.e.f from June 30, 2019 and August 27, 2019 respectively. The Board places on record the contribution made by Mr. Ganesh Limaye in the growth of the Organization and also places on record for the guidance and contribution made by both the Directors at the deliberations of the Board.

C. RETIREMENT BY ROTATION:
Mr. Umesh G. Mane, Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible, has offered himself for reappointment.

D. MEETINGS OF THE BOARD:
The Board met twelve (12) times during the Financial Year viz. on June 08, 2019, August 27, 2019, September 16, 2019, September 23, 2019, October 17, 2019, October 26, 2019, November 02, 2019, November 20, 2019, November 22, 2019, November 30, 2019, February 08, 2020 and March 07, 2020. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

Name of Director	No. of Board Meetings Entitled to attend	No. of Board meetings attended
Mr. Hanmantrao R. Gaikwad	12	12
Mr. Umesh G. Mane	12	12
Mr. Ganesh S. Limaye	1	1
Mrs. Swapnali D. Gaikwad	12	11
Mrs. Anjali Gupta	1	1
Mr. Pankaj Dhingra	12	2
Mr. Jayant G. Pendse	12	12
Mr. Chandrakant N. Dalvi	6	6
Mr. Rajendra R. Nimbhorkar	2	2
Mr. Prabhakar D. Karandikar	2	2

10. DIRECTORS RESPONSIBILITY STATEMENT:

In accordance with Section 134 (3) (c) read with Section 134 (5) the Directors state that:

a. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;

b. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;

c. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d. the Directors have prepared the annual accounts on a going concern basis; and

e. * not applicable, being an unlisted Company;

f. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

11. KEY MANAGERIAL PERSONNEL:

During the financial year appointment of following Key Managerial Personnel was noted by the Board of Directors:

1. Mr. Hanmantrao R. Gaikwad, Chairman and Managing Director
2. Mr. Umesh G. Mane, Vice- Chairman and Joint Managing Director
3. Mr. Niraj Kedia, Chief Financial Officer
4. Ms. Rajni R. Pamnani, Company Secretary

12. COMMITTEES OF THE BOARD:

The Company has constituted various committees in accordance with the Companies Act, 2013, as detailed below:

A. AUDIT COMMITTEE:

In accordance with Section 177 of the Companies Act, 2013, the Board has reconstituted the audit committee consisting of three Directors with Independent Directors forming a majority. The Composition of the committee as on the close of the financial year is as under:

Sr. No.	Name of the Committee Member	Category
1.	Mr. Jayant G. Pendse	Independent Director
2.	Mr. Chandrakant N. Dalvi***	Independent Director
3	Mr. Pankaj Dhingra**	Non-Executive Director

*Ms. Anjali Gupta has resigned from the Board on August 27, 2019 and therefore ceases to be a member of Audit Committee.
** Mr. Pankaj Dhingra has been appointed as member of Audit Committee on September 23, 2019.
*** Mr. Chandrakant N. Dalvi has been appointed as member of Audit Committee on November 20, 2019.

The Audit Committee met three times during the financial year viz. on October 17, 2019, November 22, 2019 and March 07, 2020. The Board has accepted all the recommendations made by Audit Committee during the year.

The Audit Committee has formulated the scope, functioning, periodicity and methodology for conducting the internal audit, in consultation with the internal auditors.

B. NOMINATION AND REMUNERATION COMMITTEE:

In accordance with Section 178 of the Companies Act, 2013, the Board has constituted the Nomination and Remuneration Committee consisting of three non-executive Directors out of which two are the independent Directors of the Company. The Composition of the committee is as under:

Sr. No.	Name of the Committee Member	Category
1	Mr. Jayant G. Pendse	Independent Director
2	Mrs. Swapnali D. Gaikwad**	Non- Executive Director
3	Mr. Pankaj Dhingra***	Non- Executive Director
4	Mr. Chandrakant N. Dalvi****	Independent Director

*Ms. Anjali Gupta has resigned from the Board on August 27, 2019 and therefore ceases to be a member of Nomination and Remuneration Committee.

** Mrs. Swapnali D. Gaikwad has been appointed as member of Nomination and Remuneration Committee on October 17, 2019 and ceases to be a member with effect from November 20, 2019.

*** Mr. Pankaj Dhingra has been appointed as member of Nomination and Remuneration Committee on October 17, 2019.

**** Mr. Chandrakant N. Dalvi has been appointed as member of Nomination and Remuneration Committee on November 20, 2019.

The Nomination and Remuneration Committee met thrice during the financial year on October 26, 2019, November 22, 2019 and 08 February, 2020.

The Committee has formulated the criteria for determining qualifications, positive attributes and independence of a Director and a policy has been framed for appointment and remuneration of Directors, key managerial personnel and other employees.

The Board noted the evaluation of every Director's performance during the year, carried out by the committee.

C. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE:

In accordance with Section 135 of the Companies Act, 2013, the Board has constituted the Corporate Social Responsibility Committee consisting of three Directors out of which one is an independent Director of the Company.

The Composition of the committee is as under:

Sr. No.	Name of the Committee Member	Category
1.	Mr. Hanmantrao R. Gaikwad	Chairman and Managing Director
2.	Mr. Umesh G. Mane	Vice Chairman and Joint-Managing Director
3.	Mr. Jayant Pendse	Independent Director

The CSR Committee met twice during the financial year on June 08, 2019 and February 08, 2020.

D. FINANCE COMMITTEE:

The Company is growing and the nature of transactions is such that periodically various credit facilities are required from Banks and Finance Companies for purchase of vehicles/term loans/working capital etc. In view of this, the Board of Directors of BVG India Limited have formulated a Finance Committee delegating the authority to the members of the Committee to sanction approvals for borrowings from time to time upto Rs. 150,00,00,000/- (Rupees One Hundred and Fifty Crores only).

The Composition of the committee is as under:

Sr. No.	Name of the Committee Member	Category
1.	Mr. Hanmantrao R. Gaikwad	Chairman and Managing Director
2.	Mr. Umesh G. Mane	Vice Chairman and Joint-Managing Director
3.	Mrs. Swapnali D. Gaikwad**	Director

*Mr. Ganesh S. Limaye resigned as a Whole-time Director of the Company with effect from June 30, 2019 and therefore ceases to be the member of the Committee.
**Mrs. Swapnali D. Gaikwad was appointed as committee member with effect September 23, 2019.

The Finance Committee met thrice during the financial year on April 27, 2019, June 18, 2019 and October 11, 2019.

13. POLICIES FORMULATED BY THE BOARD:

The Company has formulated various policies in accordance with the Companies Act, 2013, as detailed below:

A. NOMINATION AND REMUNERATION POLICY:

In accordance with Section 178 of the Companies Act, 2013, the Board, at its meeting held on September 19, 2014, has approved the Nomination and Remuneration Policy, upon recommendations of the Nomination and Remuneration Committee, relating to the remuneration for the Directors, Key Managerial Personnel and other Employees.

B. CORPORATE SOCIAL RESPONSIBILITY POLICY:

In accordance with Section 135 of the Companies Act, 2013, the Board, at its meeting held on September 19, 2014, has approved the Policy for Corporate Social Responsibility (CSR Policy) upon recommendations of CSR committee. During the year, the Company has spent Rupees Two Crores One Lakh Twenty Five Thousand Only (Rs. 2,01,25,000/-) towards Corporate Social Responsibility (CSR) in various activities specified in Schedule VII. The details are mentioned in the **Annexure IV.**

C. RISK MANAGEMENT POLICY:

The Company has well defined Risk Management Policy and potential risks have been identified. The Audit Committee discusses the various risks at regular intervals and the necessary steps are taken to reduce the impact of risks.

D. VIGIL MECHANISM/WHISTLE BLOWER POLICY:

In accordance with Section 177 (9) of the Companies Act, 2013, the Company has established a vigil mechanism that enables the Directors and Employees to report genuine concerns. The Vigil Mechanism provides for (a) adequate protection/ safeguards against victimization of persons who use the Vigil Mechanism; and (b) direct access to the Chairman of the Board of Directors of the Company in appropriate or exceptional cases (c) Identity of Whistle Blower is kept confidential to the extent possible and permitted under law.

E. POLICY ON SEXUAL HARASSMENT OF WOMAN AT WORKPLACE:

The Company has in place a Sexual Harassment Policy in line with the requirement of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. All employees (permanent, contractual, temporary, trainees) are covered under the policy. There were no complaints received during the year 2019-2020.

F. ANTI-BRIBERY POLICY:

The Company being an Indian company is covered under Indian laws and bribery – both private and public - is prohibited under Indian laws specifically under the Prevention of Corruption Act ('PCA') of 1988. Employees of the Company are prohibited from paying or receiving bribes from any private party. There were no complaints received during the year 2019-2020.

14. FORMAL EVALUATION:

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit and Nomination & Remuneration Committees.

15. INTERNAL FINANCIAL CONTROLS:

The Company ensures orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information. The Company reviews the financials periodically and takes suitable/corrective measures, if necessary.

16. AUDITORS:

A. APPOINTMENT OF AUDITORS:

The Company at its 18th Annual General Meeting has appointed M/s. MSKA & Associates, Chartered Accountants, Pune,(Firm Registration No. 105047W) (PAN No. AACFK3470E), as the Statutory Auditors of the Company for five consecutive financial years till the conclusion of 23rd Annual General Meeting

B. REMUNERATION TO AUDITORS:

In view of the amendment to the said Section 139 through the Companies (Amendment) Act, 2017 notified on 7th May 2018, ratification of auditors' appointment is no longer required. However, as required under Section 142 of the Companies Act, 2013, a proposal is put up for approval of members for authorizing the Board of Directors of the Company to fix Auditors' remuneration for the Financial Year 2020-21. The members are requested to approve the same at the ensuing Annual General Meeting.

C. EXPLANATIONS OR COMMENTS BY THE BOARD ON EVERY QUALIFICATION, RESERVATION ETC. MADE BY AUDITOR:

The annexure to the auditor's report refers to delays in payment of undisputed statutory dues in few cases namely Goods and Service Tax, Income Tax, Provident Fund, and Employees State Insurance. The Company has a system in place to account for all statutory dues and deposits them within the time frame prescribed. However, owing to the nature of operations of the Company and the voluminous data to be collated, there were some delays in depositing these dues within the time frame under the respective acts. There are no dues which have not been deposited with the Government Authorities on account of any disputes except service tax and and Income Tax, which are pending with the Customs Excise Service Tax Appellate Tribunal (CESTAT) and Commissioner of Income Tax (Appeals) respectively. The details of the disputes are given in the Auditors report.

D. REPORTING OF OFFENCES INVOLVING FRAUD

The auditors have not reported any offences involving fraud committed against the Company by officers or employees of the Company to the Central Government or the Board or any other authority, as provided in Section 143 (12) of the Companies Act, 2013 read with corresponding rules, circulars, notifications, orders and amendments thereof.

17. SECRETARIAL AUDITORS:

A. APPOINTMENT

The Board had appointed M/s. Kailas Elkunchwar & Co., Company Secretaries to carry out the Secretarial Audit of the Company for the year 2019-2020 pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Report of the Secretarial Audit is annexed to this report. - **Annexure V**.

B. EXPLANATIONS OR COMMENTS BY THE BOARD ON EVERY QUALIFICATION, RESERVATION ETC. MADE BY AUDITOR

As commented in the Secretarial Audit Report which is self-explanatory.

18. INTERNAL AUDITORS:

In accordance with Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014, the Board has appointed PricewaterhouseCoopers Private Limited, Chartered Accountants, as Internal Auditors of the Company.

19. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

(Refer: Section 134 (3) (i) of the Companies Act, 2013 & Rule 8 (3) of the Companies (Accounts) Rules, 2014

A. Conservation of Energy:

(i) The steps taken or impact on conservation of energy:
The Company continues to make endeavors for conservation of energy by taking awareness programs amongst the employees and workers.

(ii) The steps taken by the Company for utilizing alternate sources of energy:
The Company is exploring the possibilities of utilizing alternate sources of energy in the form of solar energy.

(iii) The capital investment on energy conservation equipments:

The Company has not made any capital investments on energy conservation equipments.

B. Technology Absorption:

Not applicable to the Company, taking into consideration, the business activities of the Company.

(i) The efforts made towards technology absorption: Not applicable
(ii) The benefits derived like product improvement, cost reduction, product development or import substitution: Not applicable
(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)

(a) The details of technology imported: N.A.
(b) The year of import: N.A.
(c) Whether the technology has been fully absorbed: N.A.
(d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: N.A.

(iv) The expenditure incurred on Research and Development: Not applicable

C. Foreign Exchange Earnings and Outgo:

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows is:

Foreign Exchange Inflow: Rs. NIL
Foreign Exchange Outgo: Rs. 4,85,56,756

20. DECLARATION OF INDEPENDENT DIRECTORS:

The provisions of Section 149 pertaining to the appointment of Independent Directors have been complied with by the Company.

21. PARTICULARS RELATING TO EMPLOYEES:

In accordance with Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing name and other details of every employee of the Company, who was in receipt of remuneration exceeding the limits specified in the said rule, is annexed to this report - **Annexure VI**.

22. PERSONNEL:

The Directors wish to place on record the deep appreciation for the services rendered by the employees of the Company at all levels and for their continued hard work, dedication and loyalty and in ensuring high level of performance and growth that Company has achieved during the year.

23. ACKNOWLEDGEMENT:

Your Directors take this opportunity to express their gratitude to the various government departments, customers, banks, members of the staff, consultants for their help and support to your Company.

For & On Behalf Of the Board
For BVG India Limited

Hanmantrao R. Gaikwad	**Umesh G. Mane**
Chairman and Managing Director	**Vice Chairman and Joint Managing Director**
DIN: 01597742	**DIN: 01597365**

Date: July 27, 2020
Place: Pune

ANNEXURE I

FORM AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

1.

Sl. No.	Particulars	Details
1.	Name of the subsidiary	**BVG Kshitij Waste Management Services Private Limited**
2.	Reporting period for the subsidiary concerned, if different from the holding Company's reporting period	1st April, 2019 to 31st March, 2020
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N. A.
4.	Share capital	Rs. 1,00,000/-
5.	Reserves & surplus	Rs. 1,32,87,890/-
6.	Total Assets	Rs. 1,34,82,890/-
7.	Total Liabilities	Rs. 95,000/-
8.	Investments	NIL
9.	Turnover	Rs. 3,55,25,757/-
10.	Profit before taxation	Rs. 4,96,005/-
11.	Provision for taxation	Rs. 1,26,228/-
12.	Profit after taxation	Rs. 3,69,777/-
13.	Proposed Dividend	NIL
14.	% of shareholding	74%

2.

S. No.	Particulars	Details
1.	Name of the subsidiary	**Out of Home Media (India) Private Limited**
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	1st April, 2019 to 31st March, 2020
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A.
4.	Share capital	Rs. 36,59,91,620/-
5.	Reserves & surplus	Rs. (36,62,95,791)/-
6.	Total Assets	Rs. 1,86,046/-
7.	Total Liabilities	Rs. 4,90,218/-
8.	Investments	Rs. NIL
9.	Turnover	Rs. NIL
10.	Profit/Loss before taxation	Rs. (2,500)/-
11.	Provision for taxation	Rs. 10,184/-
12.	Profit/Loss after taxation	Rs. (12,684)/-
13.	Proposed Dividend	Rs. NIL
14.	% of shareholding	99.99%

3.

S. No.	Particulars	Details
1.	Name of the subsidiary	**BVG Skill Academy**
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	1st April, 2019 to 31st March, 2020
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A.
4.	Share capital	Rs. 500,000/-
5.	Reserves & surplus	Rs. 11,75,310/-
6.	Total assets	Rs. 1,76,87,730/-
7.	Total Liabilities	Rs. 1,60,12,420/-
8.	Investments	NIL
9.	Turnover	Rs. 7,76,26,339/-
10.	Profit before taxation	Rs.19,30,062/-
11.	Provision for taxation	Rs. 5,03,000/-
12.	Profit after taxation	Rs. 14,27,062/-
13.	Proposed Dividend	Rs. NIL
14.	% of shareholding	51%

1. Names of subsidiaries which are yet to commence operations:
   BVG UKSAS (SPV) Private Limited
2. Names of subsidiaries which have been liquidated or sold during the year: - **N.A.**

Part "B": Associates and Joint Ventures

(Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures)

1.

Sr. No.	Particulars	Details
1.	Name of associates/Joint Ventures	**BVG Krystal Joint Venture**
2.	Latest audited Balance Sheet Date	31st March, 2020
3.	No. of Shares of Associate/Joint Ventures held by the company on the year end	N.A.
4.	Amount of Investment in Associates/Joint Venture	-
5.	Extent of Holding%	51% (PSR)
6.	Description of how there is significant influence	BVG India Limited has 51% voting power and 51% share of profit
7.	Reason why the associate/joint venture is not consolidated	It has been consolidated
8.	Net worth attributable to shareholding as per latest audited Balance Sheet	Rs. (1,48,706/-)
9.	Profit/Loss for the year (After Tax)	Rs. (5,900/-)
10.	Considered in Consolidation	Yes
11.	Not Considered in Consolidation	N.A.

2.

Sr. No.	Particulars	Details
1.	Name of Associates/Joint Ventures	**BVG-UKSAS -EMS Private Limited**
2.	Latest audited Balance Sheet Date	31st March, 2020
3.	No. of Shares of Associate/Joint Ventures held by the Company on the year end	4,900 Equity Shares of Rs. 10/- Only
4.	Amount of Investment in Associates/Joint Venture	49,000/-
5.	Extent of Holding%	49%
6.	Description of how there is significant influence	Section 2(6) of The Companies Act, 2013
7.	Reason why the associate/joint venture is not consolidated	It has been consolidated
8.	Net worth attributable to shareholding as per latest audited Balance Sheet	Rs. NIL
9.	Profit/Loss for the year (After Tax)	Rs. (21,76,658)/-
10.	Considered in Consolidation	Yes
11.	Not Considered in Consolidation	N.A.

1. Names of associates or joint ventures which are yet to commence operations: **N.A.**
2. Names of associates or joint ventures which have been liquidated or sold during the year: **N.A.**

For and on behalf of the Board of Directors of
BVG India Limited

Hanmantrao R. Gaikwad
Chairman and Managing Director
DIN: 01597742

Umesh G. Mane
Vice Chairman and Joint Managing Director
DIN: 01597365

Niraj Kedia
Chief Financial Officer

Rajni Pamnani
Company Secretary

Date: July 27, 2020
Place: Pune

ANNEXURE - II

FORM NO. MGT-9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on 31st March, 2020
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	U74999PN2002PLC016834
ii.	Registration Date	20/03/2002
iii.	Name of the Company	BVG India Limited
iv.	Category/ Sub Category of the Company	Public Limited Company Limited By Shares
v.	Address of the Registered Office and Contact Details	'BVG House', Premier Plaza, Pune- Mumbai Road, Chinchwad, Pune- 411019 Email : cs@bvgindia.Com Telephone: 020 - 35090000 Fax: N.A. Website: www.bvgindia.com
vi.	Whether Listed Company (Yes / No)	No
vii.	Name, address and Contact Details of Registrar and Transfer Agent, if any	Not Applicable

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10 % or more of the total turnover of the Company: -

Sr. No.	Name and Description of main products / services	NIC Code of the product/service	% of Total turnover of the Company
1	Facility Services (Other business support service activities n.e.c)	82990	99.66%
	Total		**99.66%**

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of the Company	CIN / GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	**BVG Kshitij Waste Management Services Private Limited** BVG House, Premier Plaza, Pune-Mumbai Road, Chinchwad, Pune – 411019	U90009PN2011PTC141572	Subsidiary	74.00%	S. 2(87)
2	**Out-of-Home Media (India) Private Limited** Unit No. 2, Corporate Park II, Ground Floor, Mezzanine Floor, Sion-Trombay Road, Chembur, Mumbai City MH 400071 IN	U74300MH2006PTC163636	Subsidiary	99.99%	S. 2(87)
3	**BVG Skill Academy** Sr. No. 438, Sagar Complex, Bldg. No.1, Ground Floor, Commercial Apt No. 3, Near Nashik Fata, Pune - 411034	U74900PN2015NPL157482	Subsidiary	51.00%	S. 2(87)
4	**BVG-UKSAS EMS Private Limited** 438, CTS NO. 2653, Sagar Complex, Building No. 1, 2nd Floor, Near Nashik Fata, Off Kasarwadi Station Pune – 411034	U85100PN2016PTC158982	Associate	49.00%	S. 2(6)
5	**BVG-UKSAS (SPV) Private Limited** Sagar Complex, Kasarwadi, Pune, MH 411007 IN	U85300PN2019PTC187306	Associate	74.00%	S. 2(6)

IV. SHAREHOLDING PATTERN
(Equity Share Capital Break-up as percentage of Total Equity)

i) Category-wise Share Holding

Category of	No of Shares held at the beginning of the year				No of Shares held at the end of the year				% change During the year
Shareholder	**De-mat**	**Physical**	**Total**	**% of Total Shares**	**Demat**	**Physical**	**Total**	**% of Total Shares**	
A. PROMOTERS									
(1) Indian									
Individual / HUF	10199937	5424067	15624004	60.77	9999937	5424067	15424004	59.99	0.78%
Central Government	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
State Government	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Bodies Corporate	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Banks / FI's	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Any Other	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub-Total (A) (1)	**10199937**	**5424067**	**15624004**	**60.77**	**9999937**	**5424067**	**15424004**	**59.99**	**0.78%**
(2) Foreign									
NRI's - Individuals	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Others -Individuals	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Bodies Corporate	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Banks / FI's	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Any Other	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub-Total (A)(2)	**N.A.**	**N.A.**	**N.A.**	**N.A.**	**N.A.**	**N.A.**	**N.A.**	**N.A.**	**N.A.**
Total Shareholding Of Promoters (A) = (A)(1) + (A) (2)	**10199937**	**5424067**	**15624004**	**60.77**	**9999937**	**5424067**	**15424004**	**59.99**	**0.78%**
B. PUBLIC SHAREHOLDING									
1. Institutions									
Mutual Funds	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Banks / FI's	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Central Government	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
State Governments	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Venture Capital Funds	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Insurance Companies	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
FII's	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Foreign Venture Capital Funds	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Others (Specify)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub-Total (B) (1)	**N.A.**	**N.A.**	**N.A.**	**N.A.**	**N.A.**	**N.A.**	**N.A.**	**N.A.**	**N.A.**
2. Non Institutions									
Bodies Corporate – Indian	446995	0	446995	1.74	448819	0	448819	1.75	0.01%
Bodies Corporate-Overseas	6916030	11	6916041	26.90	6916030	11	6916041	26.90	0.00%
Individuals									
Individual Shareholders holding nominal share capital up to Rs. 1 Lakh	59000	2783	61783	0.24	49866	2783	52649	0.20	0.04%
Individual Shareholders holding nominal share capital in excess of Rs. 1 Lakh	2422015	239550	2661565	10.35	2629325	239550	2868875	11.16	0.81%
Others (Specify)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub-Total (B) (2)	**9844040**	**242344**	**10086384**	**39.23**	**10044040**	**242344**	**10286384**	**40.01**	**0.78%**
Total Public Shareholding (B) = (B)(1) + (B) (2)	**9844040**	**242344**	**10086384**	**39.23**	**10044040**	**242344**	**10286384**	**40.01**	**0.78%**
C. Shares Held By Custodian For GDR's and ADR's	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Grand Total (A+B+C)	**20043977**	**5666411**	**25710388**	**100**	**20043977**	**5666411**	**25710388**	**100.00**	**0%**

(ii) Shareholding of Promoters

Sr. No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in the shareholding during the year
		No of Shares	% of Total Shares of the Company	% of Shares Pledged/ Encumbered to total shares	No of Shares	% of Total Shares of the Company	% of Shares Pledged/ Encumbered to total shares	
1	Hanmantrao R. Gaikwad	13474912	52.41%	N.A.	13474912	52.41%	N.A.	0%
2	Umesh G. Mane	2149092	8.36%	N.A.	1949092	7.58%	N.A.	0.78%
TOTAL		**15624004**	**60.77%**	**N.A.**	**15424004**	**59.99%**	**N.A.**	**0.78%**

(iii) Change in Promoters' Shareholding (Please Specify, if there is no change)

The shareholding of Mr. Umesh Mane has reduced from 2149092 shares to 1949092 due to transfer of Shares and correspondingly the percentage of total shares of the promoter of the Company is reduced from 8.36% to 7.58%.

(iv) Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDR's and ADR's)

Sr. No.	Name of the shareholders	Shareholding at the beginning of the year		Date wise increase/decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	Cumulative shareholding during the year		At the end of the year	
		No of shares	% of total shares of of the Company		No of shares	% of total shares of the Company	No of shares	% of total shares of the Company
1	Strategic Investments FM (Mauritius) Alpha Limited	5628249	21.89%	NIL	5628249	21.89%	5628249	21.89%
2	Strategic Investments FM (Mauritius) B Limited	1287781	5.01%	NIL	1287781	5.01%	1287781	5.01%
3	Vaishali H. Gaikwad	768603	2.99%	By virtue of reclassification	768603	2.99%	768603	2.99%
4	Vikas V. Nipane	596180	2.32%	NIL	596180	2.32%	596180	2.32%
5	Dattatraya R. Gaikwad	369952	1.44%	NIL	369952	1.44%	369952	1.44%
6	Aarya Agro-Bio and Herbals Private Limited	254500	0.99%	NIL	254500	0.99%	254500	0.99%
7	Mohini Mane	-	-	NIL	200000	0.78%	200000	0.78%
8	Suyash Outsourcing Private Limited	192445	0.75%	By way of transfer	188145	0.73%	188145	0.73%
9	Deepak Maruti Shinde	150000	0.58%	NIL	150000	0.58%	150000	0.58%
10	Alagappan Murugappan	137830	0.54%	NIL	137830	0.54%	137830	0.54%

(v)Shareholding of Directors and Key Managerial Personnel

Sr. No.	Name of the Director/ Key Managing Personnel	Shareholding at the beginning of the year		Date wise increase/decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus / Sweat equity etc.)	Cumulative shareholding during the year		At the end of the year	
		No of shares	% of total shares of of the Company		No of shares	% of total shares of the Company	No of shares	% of total shares of the Company
1	Hanmantrao R. Gaikwad	1,34,74,912	52.41%	NIL	1,34,74,912	52.41%	1,34,74,912	52.41%
2	Umesh G. Mane	21,49,092	8.36%	NIL	19,49,092	7.58%	19,49,092	7.58%
3	Pankaj Dhingra	NIL						
4	Jayant G. Pendse	NIL						
5	Swapnali D. Gaikwad	NIL						
6	Chandrakant N. Dalvi	NIL						
7	Prabhakar D. Karandikar	NIL						
8	Rajendra R. Nimbhorkar	NIL						
9	Niraj Kedia	NIL						
10	Rajni R. Pamnani	NIL						

*Mr. Ganesh Limaye who ceases to be the Director of the Company w.e.f June 30, 2019 during the Financial Year under review holds 5,500 Equity Shares as on 31.03.2020.

V. INDEBTEDNESS:

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	5,703,376,374	87,433,458	-	579,080,9832
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	5,208,776	-	-	5,208,776
TOTAL (i +ii + iii)	**5,708,585,150**	**87,433,458**	-	**5,796,018,608**
Change in Indebtedness during the Financial Year	344,773,517	(47,573,881)		297,199,636
Indebtedness at the end of the Financial Year				
i) Principal Amount	6,047,369,914	39,859,577		6,087,229,491
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	5,988,753	-	-	5,988,753
TOTAL (i +ii + iii)	**6,053,358,667**	**39,859,577**	-	**6,093,218,244**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

A. Remuneration to Managing Director, Whole Time Director and / or Manager:

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager			Total Amount
		Hanmantrao Gaikwad	Umesh Mane	Ganesh Limaye	
1.	Gross Salary				
	(a) Salary as per provisions contained in Section 17 (1) of the Income Tax Act, 1961	78,14,400	1,41,10,800	8,73,093	2,27,98,293
	(b) Value of perquisites under Section 17(2) of the Income Tax Act, 1961	0	0	0	0
	(c) Profits in lieu of Salary under Section 17 (3) of the Income Tax Act, 1961	0	0	0	0
2.	Stock Option	0	0	0	0
3.	Sweat Equity	0	0	0	0
s4.	Commission				
	- as % of Profit	0	0	0	0
	- Others, specify	0	0	0	0
5.	Others, please specify	0	0	0	0
	TOTAL (A)	**78,14,400**	**1,41,10,800**	**8,73,093**	**2,27,98,293**
	Ceiling as per the Act				

B. Remuneration to other Directors

Sr. No.	Particulars of Remuneration	Name of MD / WTD / Manager/Director		Total Amount
1.	Independent Directors	**Jayant Pendse**	**Chandrakant Dalvi**	
	* Fees for attending Board & Committee Meetings	35,000	25,000.00	60,000.00
	* Commission	0.00	0.00	0.00
	* Others, specify	0.00	0.00	0.00
	TOTAL (1)	**35,000**	**25,000.00**	**60,000.00**
2.	Independent Directors	**Prabhakar Karandikar**	**Rajendra Nimbhorkar**	**Total Amount**
	* Fees for attending Board & Committee Meetings	20,000.00	20,000.00	40,000.00
	* Commission	0.00	0.00	0.00
	* Others, specify	0.00	0.00	0.00
	TOTAL (2)	**20,000.00**	**20,000.00**	**40,000.00**
3.	Other Non-Executive Directors	**Swapnali Gaikwad**	**Anjali Gupta**	**Total Amount**
	* Fees for attending Board & Committee Meetings	0.00	10000.00	10000.00
	* Commission	0.00	0.00	0.00
	* Others (Remuneration)	24,14,400.00	0.00	24,14,400.00
	TOTAL (3)	**24,14,400.00**	**10,000.00**	**24,24,400.00**
TOTAL (B) = (1) + (2) + (3)				**25,24,400.00**
TOTAL MANAGERIAL REMUNERATION (A)+(B)				**2,53,22,693.00**
OVERALL CEILING AS PER THE ACT				**13,02,41,100.00**

C. **Remuneration to key managerial personnel other than MD/MANAGER /WTD**

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		TOTAL
		Company Secretary	CFO	
		Rajni Pamnani	Niraj Kedia	
1.	Gross Salary			
	(a) Salary as per provisions contained in Sec. 17 (1) of the Income Tax Act, 1961	18,49,215	61,43,254	79,92,469
	(b) Value of perquisites under Sec. 17 (2) of the Income Tax Act, 1961	0	0	0
	(c) Profits in lieu of Salary under Sec. 17 (3) of the Income Tax Act, 1961	0	0	0
2.	Stock Option	0	0	0
3.	Sweat Equity	0	0	0
4.	Commission : - as % of Profit	0	0	0
	- Others, specify	0	0	0
5.	Others, please specify	0	0	0
	TOTAL	**18,49,215**	**61,43,254**	**79,92,469**

VII. PENALTIES / PUNISHMENTS / COMPOUNDING OF OFFENCES:

During the financial year, there is any no instance occurred penalty/ punishment/ compounding of offence under the Companies Act, 2013 against the Company or any Director, Key Managerial Person and other officers in default of the Company.

For & On Behalf Of the Board
For BVG India Limited

Hanmantrao R. Gaikwad
Chairman and Managing Director
DIN: 01597742

Umesh G. Mane
Vice Chairman and Joint Managing Director
DIN: 01597365

Place: Pune
Date: July 27, 2020

ANNEXURE III

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis:

Transaction 1:

(a) Name(s) of the related party and nature of relationship	-
(b) Nature of contracts/arrangements/transactions	-
(c) Duration of the contracts / arrangements/transactions	-
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	-
(e) Justification for entering into such contracts or arrangements or transactions	-
(f) date(s) of approval by the Board	-
(g) Amount paid as advances, if any:	-
(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	-

2. Details of material contracts or arrangement or transactions at arm's length basis: (Rs. In Millions)

(a) Name(s) of the related party and nature of relationship	**Bharat Vikas Pratishthan**	**BVG Jal Private Limited**	**BVG Kshitij Waste Management Services Private Limited**	**BVG Life Sciences Limited**	
(b) Nature of contracts/arrangements/transactions	Sale of Services	Purchase of Goods and Services	Sale of Services	Sale of Services	Purchase of goods and services
(c) Duration of the contracts / arrangements/transactions	Ongoing	Ongoing	Ongoing	Ongoing	Ongoing
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	Sale of Rs. 36.30/-	Purchase of Rs.0.01/-	Sales of Rs. 35.17/-	Sale of Rs. 3.52/-	Purchase of Rs.0.05/-
(e) Date(s) of approval by the Board	NA	NA	NA	NA	NA
(f) Amount paid/received as advances, if any					

a) Name(s) of the related party and nature of relationship	**Aadiarya Agrotech Services LLP**	**BVG-UKSAS EMS Private Limited**	**BVG Skill Academy**	**Satara Mega Food Park Private Limited**	
b) Nature of contracts/arrangements /transactions	Sale of Services	Sale of Services	Purchase of goods and services	Sale of Services	Purchase of goods and services
c) Duration of the contracts / arrangements/ transacti ons	Ongoing	Ongoing	Ongoing	Ongoing	Ongoing
d) Salient terms of the contracts or arrangements or transactions including the value, if any	Sale of 1.23/-	Sale of Rs.114.90/-	Purchase of Rs.11.62/-	Sale of Rs. 5.82/-	Purchase of Rs.0.21/-
e) Date(s) of approval by the Board	NA	NA	NA	NA	NA
f) Amount paid/received as advances, if any					

ANNEXURE IV

Report on Corporate Social Responsibility (CSR)

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Details about CSR</th></tr>
<tr><td>1</td><td>Brief outline of the Company's CSR Policy</td><td>a) The Business of Company is spread all over India and has profound impact on the people living in and around the areas where the Company and its offices are established.
b) While we strive to undertake all or any suitable activity as specified in Schedule VII to the Act, currently, we focus to support and implement the following activities as our thrust areas:
i. Education
ii. Health care by providing medical facilities and medicines
iii. Environment
iv. Social Empowerment
v. Infrastructure Support
c) The investment in CSR will be project based and for every project time framed periodic mile stones shall be finalized at the outset.
d) Project activities identified under CSR are to be implemented by Specialized Agencies and generally NOT by staff of the organization. Specialized Agencies could be made to work singly or in tandem with other agencies.</td></tr>
<tr><td>2</td><td>Overview of projects or programs undertaken/ proposed to be undertaken</td><td>1. To promote Education
2. Skill Development</td></tr>
<tr><td>3</td><td>Reference to the web-link to the CSR policy and projects or programs:</td><td>www.bvgindia.com</td></tr>
<tr><td>4</td><td>Composition of the CSR Committee</td><td>Members of the Committee:
1. Hanmantrao R. Gaikwad, Chairman and Managing Director
2. Mr. Umesh G. Mane, Vice Chairman & Joint Managing Director
3. Mr. Jayant G. Pendse, Director</td></tr>
<tr><td>5</td><td>Average net profit of the company for last three financial years</td><td>
<table>
<tr><th colspan="2">Net profit before tax (INR)</th></tr>
<tr><th>Particulars</th><th>Amount (Rs in million)</th></tr>
<tr><td>2016-17</td><td>1,986.58</td></tr>
<tr><td>2017-18</td><td>2,046.08</td></tr>
<tr><td>2018-19</td><td>613.18</td></tr>
<tr><td>Total NPBT</td><td>4,645.84</td></tr>
<tr><td>Average NPBT</td><td>1,548.61</td></tr>
</table>
</td></tr>
<tr><td>6</td><td>Prescribed CSR Expenditure</td><td>Rs. 30.97 Million</td></tr>
<tr><td>7</td><td>Details of CSR spent during the financial year</td><td>During the year, the Company has contributed an amount of Rs. 12.63 Million towards CSR activities on Promotion of Education and Rs. 7.5 Million towards activities on promotion of healthcare and education.</td></tr>
<tr><td></td><td>a. Total amount spent in FY 2019-20 in million</td><td>Rs. 20.13 million</td></tr>
<tr><td></td><td>b. Amount unspent, if any</td><td>Rs. 10.84 million</td></tr>
</table>

c. **Manner in which the amount spent during the financial year is detailed below:**

1	2	3	4	5	6	7	8
Sr. No.	**CSR Project or activity identified**	**Sector in which the project is covered**	**Projects or programs**	**Amount outlay (budget) project or programs wise (1) Local area or other (2) Specify the state and district where projects or programs was undertaken**	**Amount spent on the projects or programs 1) Direct expenditure on projects or programs 2) Overheads**	**Cumulative expenditure upto the reporting period**	**Amount spent: Direct or through implementing agency**
1.	Promotion of Education	Education	Research and other Educational Activities	Phaltan, Maharashtra	Rs. 12.63 Million	Rs. 12.63 Million	Through Implementing agency: Phaltan Education Society
2.	Promotion of Healthcare and Education	Healthcare and Education	Research and other Educational Activities	Uttarakhand	Rs. 7.5 Million	Rs. 7.5 Million	Through Implementing agency: Divya Yog Mandir Trust

8	Reasons for not spending the amount of two per cent of the average net profit of the last three financial years	As per provisions of section 135 of Companies Act, 2013 the company was required to spend Rs. 30.97 million being 2% of average net profits made during the three immediately preceding financial years, in pursuance of its Corporate Social Responsibility Policy on the activities specified in Schedule VII of the Act. The Company has spent approximately **65.00%** amount towards Corporate Social Responsibility activities during the year. The Company was unable to identify suitable options specified in the Schedule VII for the unspent amount.
9	Statement by CSR Committee	The main objective of CSR policy is to lay down guidelines for the Companies to make CSR a key business process for sustainable development for the Society. It aims at supplementing the role of the Government in enhancing welfare measures of the society based on the immediate and long term social and environmental consequences of their activities. Company will act as a good Corporate Citizen, subscribing to the principles of Global Compact for implementation.

ANNEXURE V

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED: 31ST MARCH, 2020
[Pursuant to section 204(1) of the Companies Act, 2013 and
Rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020

To
The Members,
BVG INDIA LIMITED

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **BVG INDIA LIMITED** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of BVG INDIA LIMITED's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31ST MARCH, 2020, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed, and other records maintained by BVG INDIA LIMITED ("the Company") for the financial year ended on 31ST MARCH, 2020, according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made there under;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under; - NOT APPLICABLE

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

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

- **(a)** The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; - NOT APPLICABLE
- **(b)** The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; - NOT APPLICABLE
- **(c)** The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; - NOT APPLICABLE
- **(d)** The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; - NOT APPLICABLE
- **(e)** The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - NOT APPLICABLE

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; - NOT APPLICABLE

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; - NOT APPLICABLE and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; - NOT APPLICABLE

(vi) The compliances by the Company of applicable Direct & Indirect tax laws has not been reviewed in this audit since the same has been subject to review by the statutory financial auditor and other designated professionals. We have also not reviewed the compliances under labour and other generally applicable laws.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) The Listing Agreements entered into by the Company with ….. Stock Exchange(s), if applicable; NOT APPLICABLE

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above ***subject to the observations specified in annexure to this report.***

We further report that –

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act, ***subject to the observations specified in annexure to this report.***

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the Board duly recorded and signed by Chairman, the decisions of the Board were unanimous, and no dissenting views have been recorded.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines, ***subject to the observations specified in annexure to this report.***

We further report that during the audit period, no specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above, were noticed.

This report to be read with the annexure I and annexure II since the same forms an integral part of this report.

For Kailas Elkunchwar & Co
Company Secretaries

CS ASHISH JAYANT KULKARNI
FCS: 7726 / CP No: 8459
UDIN: F007726B000476920

Place: Pune
Date: 27th July 2020

Annexure - I
SECRETARIAL AUDIT REPORT – OBSERVATIONS
(FY 2019-2020)

To
The Members,
BVG INDIA LIMITED

Following observations / reservations in respect of compliances with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc.; constitution of board of directors with proper balance of Executive Directors, Non-Executive Directors and Independent Directors; adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines mentioned in the report have been noticed based on the secretarial audit conducted by us -

Please note that the observations / reservations mentioned in the report given by the statutory auditors are not repeated and the report of auditors shall be referred for the same.

- There was delay in filling the vacancy arising out of resignation of Independent Director. As a result, on few occasions, the Audit Committee Meetings and Nomination and Remuneration Committee meetings were held without proper quorum.

- The dividend on preference shares amounting to Rs. 1484/- only was not paid within the period of 30 days from the date of declaration. However, the same has been paid before the close of the financial year.

- The company has not spent requisite amount on account of Corporate Social Responsibility (CSR) activities during the financial year. The board shall specify the reasons for the same in its report the said financial year.

- The systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines could not be verified, especially in respect of compliances under the state / local laws, taking into consideration the operations of the company at multiple locations.

- The meetings of the members of the company were held after obtaining consents of members for holding meetings at shorter notice. The management has confirmed that requisite number / percentage of consents of members for holding the general meetings at shorter notice, were available with the company along with proof of sending notice of general meetings, agenda and also the audited financial statements to all the shareholders, directors and auditors of the company. The same was verified on test basis. The company shall ensure adherence of the applicable secretarial standards.

- The various compliances under the companies Act related to the website disclosures could not be verified. However, the management represented that the same were complied as and when required under the Act.

For Kailas Elkunchwar & Co
Company Secretaries

CS ASHISH JAYANT KULKARNI
FCS: 7726 / CP No: 8459
UDIN: F007726B000476920

Place: Pune
Date: 27th July 2020

Annexure - II

To
The Members
BVG INDIA LIMITED

- Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express as opinion on these secretarial records based on our audit.

- We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

- We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

- Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

- The compliance of the provisions of Corporate and other applicable laws, Rules, Regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

- The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For Kailas Elkunchwar & Co
Company Secretaries

CS ASHISH JAYANT KULKARNI
FCS: 7726 / CP No: 8459
UDIN: F007726B000476920

Place: Pune
Date: 27th July 2020

ANNEXURE VI

Disclosure As per Section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

<table>
<tr><th>Sr. No.</th><th colspan="2">Particulars</th></tr>
<tr><td>1.</td><td>Name:</td><td>Mr. Umesh G. Mane</td></tr>
<tr><td>2.</td><td>Designation:</td><td>Vice Chairman and Joint Managing Director</td></tr>
<tr><td>3.</td><td>Remuneration Received:</td><td><table><tr><th>Particulars</th><th>Amount (INR)</th></tr><tr><td>Gross Salary</td><td>1,41,10,800.00</td></tr><tr><td>Total Deduction as to tax</td><td>7,58,840.00</td></tr><tr><td>Net Salary Received</td><td>1,33,51,960.00</td></tr></table></td></tr>
<tr><td>4.</td><td>Nature of Employment:</td><td>Whole Time Director</td></tr>
<tr><td>5.</td><td>Qualification:</td><td>M.Com.</td></tr>
<tr><td>6.</td><td>Experience:</td><td>Intensive understanding of client needs and quest for modern technologies and handling of entire operations and execution division with utmost perfection</td></tr>
<tr><td>7.</td><td>Commencement date of Employment:</td><td>Since Incorporation (20/03/2002)</td></tr>
<tr><td>8.</td><td>Age:</td><td>49 Years</td></tr>
<tr><td>9.</td><td>Last Employment:</td><td>In Banking Sector</td></tr>
<tr><td>10.</td><td>Shareholding:</td><td>7.58%</td></tr>
<tr><td>11.</td><td>Whether such employee is a relative of any Director or manager of the Company and if so, name of such director or manager:</td><td>N.A.</td></tr>
</table>

For & On Behalf Of the Board
For BVG India Limited

Hanmantrao R. Gaikwad
Chairman and Managing Director
DIN: 01597742

Umesh G. Mane
Vice Chairman and Joint Managing Director
DIN: 01597365

Place: Pune
Date: July 27, 2020

Floor 6, Building No. 1
Cerebrum IT Park, Kalyani Nagar
Pune 411014, INDIA
Tel: +91 20 6763 3400

INDEPENDENT AUDITOR'S REPORT

To the Members of BVG India Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of BVG India Limited ("the Company"), which comprise the Balance sheet as at March 31, 2020, and the Statement of Profit and Loss, Statement of changes in equity and Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and profits, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Emphasis of Matter

We draw attention to Note 48 to the standalone financial statements which states that the management has made an assessment of the impact of COVID-19 on the Company's operations, financial performance and position as at and for the year ended March 31, 2020 and has concluded that no there is no impact which is required to be recognised in the financial statements. Accordingly, no adjustments have been made to the financial statements.

Our opinion is not modified in respect of this matter.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

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

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

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

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

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with the SAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

We give in "Annexure A" a detailed description of Auditor's responsibilities for Audit of the Standalone Financial Statements.

Other Matter

(a) We did not audit the financial information of one jointly controlled entity included in the standalone financial statements of the Company whose financial information (representing the share of the Company) reflect total assets of Rs. 55.29 million as at March 31, 2020 and the total revenue of Rs. Nil for the year ended on that date, as considered in the standalone financial statements. The financial information of this joint operations is unaudited and has been furnished to us by the Management and our opinion on the standalone financial statements, in so far as it relates to the amounts and disclosures included in respect of joint operations, and our report in terms of sub section (3) of Section 143 of the Act in so far as it relates to the aforesaid joint operations, is based solely on such unaudited financial information.

(b) Due to the restrictions and lock down laid by the government of India due to the COVID-19 pandemic, it was impracticable for us to attend the physical inventory verification of inventory by the management subsequent to the year end. Consequently, we have performed related alternative audit procedures such as performing inventory count through video conference, verified with roll back procedures, etc. and have obtained sufficient, appropriate audit evidence over the existence of inventory (aggregating to Rs. 93.83 million) as on March 31, 2020.

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

(c) The Balance Sheet, the Statement of Profit and Loss, the Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account;

(d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with read with the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016, as amended.

(e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure C".

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 34 to the standalone financial statements;

   ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

   iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

3. As required by The Companies (Amendment) Act, 2017, in our opinion, according to information, explanations given to us, the remuneration paid by the Company to its directors is within the limits laid prescribed under Section 197 of the Act and the rules thereunder.

For MSKA & Associates
Chartered Accountants
ICAI Firm Registration No. 105047W

Nitin Manohar Jumani
Partner
Membership No. 111700
UDIN: 20111700AAAABW3383

Place: Pune
Date: July 27, 2020

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF BVG INDIA LIMITED

Auditor's Responsibilities for the Audit of the Financial Statements

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013 ('the Act'), we are also responsible for expressing our opinion on whether BVG India Limited ('the Company') has internal financial controls with reference to financial statements in place and the operating effectiveness of such controls;

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

For MSKA & Associates
Chartered Accountants
ICAI Firm Registration No. 105047W

Nitin Manohar Jumani
Partner
Membership No. 111700
UDIN: 20111700AAAABW3383

Place: Pune
Date: July 27, 2020

ANNEXURE B TO INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF BVG INDIA LIMITED FOR THE YEAR ENDED MARCH 31, 2020

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report]

(i) (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets (Property, Plant and Equipment).

(b) All the fixed assets (Property, Plant and Equipment) have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties, are held in the name of the Company, except in case of the following land, which is not held in the name of the Company:

No. of cases	Leasehold / Freehold	Gross block as at March 31, 2020	Net block as at March 31, 2020	Remarks
1	Freehold land	INR 137.40 million	INR 137.40 million	Currently, the same is disclosed as 'Assets classified as held for sale'

(ii) The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable. No material discrepancies were noticed on verification between the physical stock and the book records.

(iii) The Company has not granted any loans, secured or unsecured to Companies, Firms, Limited Liability Partnerships (LLP) or other parties covered in the register maintained under Section 189 of the Act. Accordingly, the provisions stated in paragraph 3 (iii) (a) to (c) of the Order are not applicable to the Company.

(iv) In our opinion and according to the information and explanations given to us, the Company has not either directly or indirectly, granted any loan to any of its directors or to any other person in whom the director is interested, in accordance with the provisions of Section 185 of the Act and the Company has complied with the provisions of Section 186 of the Act, in respect of investments made during the year.

(v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the rules framed there under.

(vi) The provisions of sub-Section (1) of Section 148 of the Act are not applicable to the Company as the Central Government of India has not specified the maintenance of cost records for any of the products or services of the Company. Accordingly, the provisions stated in paragraph 3 (vi) of the Order are not applicable to the Company.

(vii) (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, goods and service tax, duty of customs, cess and any other statutory dues applicable to it except instances where there have been delays in remitting provident fund, employees' state insurance, goods and service tax, profession tax and withholding taxes are ranging from 1 to 338 days, 2 to 169 days, 4 to 103 days, 1 to 161 days and 1 to 71 days respectively.

The delays in provident fund and employees' state insurance are primarily due to non-generation of Universal Account Number ('UAN') through online provident fund portal.

(vii) (b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, service tax, duty of custom, goods and service tax, cess and other statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

However, there are various dues outstanding for a period of more than six months from the date they became payable as at March 31, 2020 in respect of provident fund and employees' state insurance. In the opinion of the management, in most cases, the same are outstanding on account of payment of arrears or on account of non-generation of UAN. In view of the voluminous data, the same has not been disclosed separately.

(c) According to the information and explanation given to us and examination of records of the Company, the outstanding dues of income-tax, goods and service tax, customs duty, cess and any other statutory dues on account of any dispute, are as follows:

Name of the statute	Nature of dues	Amount (in Rs. Millions)	Period to which the amount relates	Forum where the dispute is pending	Remarks, if any
Finance Act, 1994	Service tax	1,557.46	April 2011 to March 2016	Customs Excise Service Tax Appellate Tribunal	The Company has paid Rs. 17.78 million under protest.
Finance Act, 1994	Service tax	484.47	April 2015 to June 2017	Commissioner of Central Excise and GST	The amount excludes interest and penalty.
Income-tax Act, 1961	Income-tax	31.12	2013-14	Commissioner of Income-tax (Appeals)	The Company has paid Rs. 6.23 million as deposit against the said demand

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to the financial institution or bank. The Company does not have any outstanding dues to government or debenture holders during the year.

(ix) In our opinion, according to the information explanation provided to us, money raised by way of term loans during the year have been applied for the purpose for which they were raised. The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year.

(x) During the course of our audit, examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees.

(xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, the provisions stated in paragraph 3(xii) of the Order are not applicable to the Company.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Section 177 and 188 of the Act, where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable Accounting Standards.

(xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, the provisions stated in paragraph 3 (xiv) of the Order are not applicable to the Company.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, provisions stated in paragraph 3(xv) of the Order are not applicable to the Company.

(xvi) In our opinion, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions stated in paragraph clause 3 (xvi) of the Order are not applicable to the Company.

For MSKA & Associates
Chartered Accountants
ICAI Firm Registration No. 105047W

Nitin Manohar Jumani
Partner
Membership No. 111700
UDIN: 20111700AAAABW3383

Place: Pune
Date: July 27, 2020

ANNEXURE C TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF BVG India Limited

[Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report]

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

We have audited the internal financial controls with reference to standalone financial statements of BVG India Limited ('the Company') as of March 31, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls With Reference to Standalone Financial Statements

A Company's internal financial control with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the standalone1 financial statements.

Inherent Limitations of Internal Financial Controls With Reference to Standalone Financial Statements

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

Opinion

In our opinion, the Company has, in all material respects, internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2020, based on the internal control with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note.

For MSKA & Associates
Chartered Accountants
ICAI Firm Registration No. 105047W

Nitin Manohar Jumani
Partner
Membership No. 111700
UDIN: 20111700AAAABW3383

Place: Pune
Date: July 27, 2020

BVG India Limited
Standalone Balance Sheet
as at 31 March 2020
(All amounts are in Indian Rupees million)

	Notes	31 March 2020	31 March 2019
ASSETS			
Non-current assets			
Property, plant and equipment	3A	**1,707.75**	1,520.00
Capital work-in-progress	3A	**-**	-
Right-of-use asset	3B	**105.98**	-
Investment property	4	**72.80**	35.05
Other intangible assets	5	**46.06**	51.42
Financial assets			
Investments	6	**1.44**	1.26
Loans	7	**45.58**	89.82
Other financial assets	8	**769.13**	1,638.27
Other tax assets (net)		**88.21**	68.06
Deferred Tax assets (net)	32	**356.13**	46.99
Other non-current assets	9	**491.23**	390.00
Total non-current assets		**3,684.31**	3,840.87
Current assets			
Inventories	10	**1,600.20**	1,821.76
Financial assets			
Trade receivables	11	**8,737.16**	7,341.24
Cash and cash equivalents	12	**783.13**	628.15
Other bank balances	13	**527.62**	371.13
Loans	7	**192.01**	228.09
Other financial assets	8	**2,574.65**	2,337.74
Contract assets	14	**74.57**	36.21
Other current assets	9	**613.16**	603.81
Assets classified as held for sale	15	**137.40**	122.20
Total current assets		**15,239.90**	13,490.33
TOTAL ASSETS		**18,924.21**	17,331.20

EQUITY AND LIABILITIES	**Notes**	**31 March 2020**	31 March 2019
Equity			
Equity share capital	16	**257.10**	257.10
Instruments entirely equity in nature	16	**148.35**	148.35
Other equity	17	**6,532.48**	5,383.79
Total equity		**6,937.93**	5,789.24

BVG India Limited
Standalone Balance Sheet *(continued)*
as at 31 March 2020
(All amounts are in Indian Rupees million)

	Notes	31 March 2020	31 March 2019
LIABILITIES			
Non-current liabilities			
Financial liabilities			
Borrowings	18	**693.54**	727.38
Lease liability	19	**99.79**	-
Provisions	20	**352.72**	225.86
Total non-current liabilities		**1,146.05**	953.24
Current liabilities			
Financial liabilities			
Borrowings	18	**5,098.46**	4,760.18
Lease liability	19	**16.33**	-
Trade payables			
(a) Dues of micro and small enterprises	21	**0.81**	0.66
(b) Dues of other than micro and small enterprises	21	**1,309.13**	1,640.93
Other financial liabilities	22	**1,787.58**	1,565.77
Contract liabilities	23	**1,564.28**	1,699.21
Other current liabilities	24	**806.48**	761.59
Provisions	20	**66.90**	47.89
Current tax liabilities (net)		**147.26**	72.49
Liabilities directly associated with assets held for sale	25	**43.00**	40.00
Total current liabilities		**10,840.23**	10,588.72
Total liabilities		**11,986.28**	11,541.95
TOTAL EQUITY AND LIABILITIES		**18,924.21**	17,331.20

Summary of significant accounting policies	2
Notes to the financial statements	3-49

The notes referred above form an integral part of the financial statements

As per our report of even date attached

For MSKA & Associates
Chartered Accountants
Firm Registration Number: 105047W

Nitin Manohar Jumani
Partner
Membership No: 111700

Pune, 27 July 2020

For and on behalf of the Board of Directors of
BVG India Limited
CIN: U74999PN2002PLC016834

Hanmantrao Gaikwad
Chairman &
Managing Director
DIN: 01597742

Umesh Mane
Vice Chairman &
Jt. Managing Director
DIN: 01597365

Niraj Kedia
Chief Financial Officer

Rajni Pamnani
Company Secretary
Regs. No. A-8956

Pune, 27 July 2020

BVG India Limited
Standalone Statement of Profit and Loss
for the Year ended 31 March 2020
(All amounts are in Indian Rupees million)

	Notes	31 March 2020	31 March 2019
Continuing operations			
Income			
Revenue from contracts with customers	26	**19,234.80**	18,175.91
Other income	27	**100.49**	115.54
Total income		**19,335.29**	18,291.45
Expenses			
Cost of materials consumed	28	**1,901.01**	1,284.47
Employee benefits expense	29	**11,504.31**	11,026.10
Finance costs	30	**910.57**	851.71
Depreciation and amortisation expense	3A,3B, 4,5	**220.24**	183.24
Other expenses	31	**3,405.68**	4,177.95
Total expenses		**17,941.81**	17,523.47
Profit before tax from continuing operations		**1,393.48**	767.98
Tax expenses	32		
Current tax		**(337.39)**	(216.41)
Tax relating to earlier periods		**-**	(29.99)
Deferred tax (including MAT credit utilisation of 109.57 million {2019: NIL})		**121.23**	140.32
Profit from continuing operations		**1,177.32**	661.90
Discontinued operations			
Profit/ (loss) from discontinued operations before tax	43	**(105.02)**	(154.80)
Tax expense of discontinued operations	32, 42	**111.71**	307.76
Profit/ (loss) from discontinued operations		**6.69**	152.96
Profit for the year		**1,184.01**	814.86
Other Comprehensive Income			
Items that will not be reclassified to Statement of Profit and Loss			
Re-measurement of defined benefit plan	40	**(50.99)**	(41.71)
Income tax effect relating to above item	32	**17.83**	14.43
Other comprehensive income for the year (net of tax)		**(33.16)**	(27.28)
Total comprehensive income for the year		**1,150.85**	787.58

BVG India Limited
Standalone Statement of Profit and Loss (continued)
for the Year ended 31 March 2020
(All amounts are in Indian Rupees million)

	Notes	31 March 2020	31 March 2019
Earnings per equity share for profit from continuing operations	33		
Basic (INR)		**45.35**	25.50
Diluted (INR)		**44.19**	24.85
Earnings per equity share for profit from discontinued operations	33		
Basic (INR)		**0.26**	5.89
Diluted (INR)		**0.25**	5.75
Earnings per equity share for profit from continuing and discontinued operations	33		
Basic (INR)		**45.61**	31.39
Diluted (INR)		**44.44**	30.60
Summary of significant accounting policies	2		
Notes to the financial statements	3-49		

The notes referred above form an integral part of the financial statements

As per our report of even date attached
For MSKA & Associates
Chartered Accountants
Firm Registration Number: 105047W

Nitin Manohar Jumani
Partner
Membership No: 111700

Pune, 27 July 2020

For and on behalf of the Board of Directors of
BVG India Limited
CIN: U74999PN2002PLC016834

Hanmantrao Gaikwad
Chairman &
Managing Director
DIN: 01597742

Umesh Mane
Vice Chairman &
Jt. Managing Director
DIN: 01597365

Niraj Kedia
Chief Financial Officer

Rajni Pamnani
Company Secretary
Regs. No. A-8956

Pune, 27 July 2020

BVG India Limited
Standalone Cash Flow Statement
for the Year ended 31 March 2020
(All amounts are in Indian Rupees million)

		31 March 2020	31 March 2019
A	**Cash flows from operating activities**		
	Net profit before tax		
	Continuing operations	**1,393.48**	767.98
	Discontinued operations	**(105.02)**	(154.80)
	Profit before tax including discontinued operations	**1,288.46**	613.18
	Adjustments :		
	Depreciation and amortization	**222.24**	183.24
	(Gain) / Loss on sale of fixed assets	**(0.62)**	(0.38)
	Provision for doubtful debts (ECL)	**175.50**	1,022.25
	Bad debts and deposits written off	**106.62**	582.33
	Impairment loss on Intangibles	**-**	98.57
	Interest income	**(115.85)**	(41.18)
	Finance cost	**910.57**	891.27
	Operating Profit before working capital changes	**2,586.92**	3,349.28
	Movements in working capital :		
	(Increase) / decrease in inventories	**221.56**	3,999.24
	(Increase) / decrease in trade receivables	**(1,587.47)**	(292.35)
	(Increase) / decrease in loans	**102.04**	(529.66)
	(Increase) / decrease in other financial assets	**528.46**	(3.77)
	(Increase) / decrease in other assets	**(113.09)**	24.82
	(Increase) / decrease in margin money deposits	**(68.54)**	-
	Increase / (decrease) in trade payables	**(331.65)**	267.67
	Increase / (decrease) in other financial liabilities	**224.66**	231.35
	Increase / (decrease) in other current liabilities	**44.89**	(315.44)
	Increase / (decrease) in contract liabilities	**(134.93)**	(5,414.04)
	(Increase) / decrease in contract assets	**(38.36)**	23.35
	Increase / (decrease) in provisions	**94.88**	40.95
	Working capital changes	**(1,057.55)**	(1,967.88)
	Cash generated from operations	**1,529.37**	1,381.40
	Direct taxes paid (net of tax deducted at source and MAT credit utilisation), net of refunds	**(341.13)**	(661.77)
	Net cash flows from operating activities	**1,188.24**	719.63
B	**Cash flows from investing activities**		
	Purchase of fixed assets (tangible and intangible fixed assets, capital work-in-progress, intangible assets under development)	**(554.42)**	(441.94)
	Proceeds from sale of fixed assets	**4.51**	1.02
	Purchase of non current investments	**(0.18)**	(0.90)
	Net proceeds / (payment) for asset held for sale	**(12.20)**	40.00
	(Investment in) / maturity of bank deposits (having original maturity of more than three months) (net)	**15.82**	16.86
	Interest received	**110.18**	41.85
	Net cash used in investing activities	**(436.29)**	(343.11)
C	**Cash flows from financing activities**		
	Proceeds from long term borrowings (Net)	**261.39**	570.92
	Repayment of Long term borrowings	**(277.02)**	(493.80)
	Proceeds from short term borrowings (net)	**338.28**	296.65
	Proceeds on account of leases	**(21.23)**	-
	Dividends paid / returns	-	0.65
	Interest paid	**(898.39)**	(930.77)
	Net cash used in financing activities	**(596.97)**	(556.35)

BVG India Limited
Standalone Cash Flow Statement
for the Year ended 31 March 2020
(All amounts are in Indian Rupees million)

	31 March 2020	31 March 2019
Net Increase / (decrease) in cash and cash equivalents (A+B+C)	**154.98**	(179.83)
Cash and cash equivalents at beginning of the year	**628.15**	807.98
Cash and cash equivalents at the end of the period	**783.13**	628.15
Components of cash and cash equivalents		
Cash on hand	**0.58**	0.61
Cheques in hand	**700.36**	229.63
Balances with banks:		
On current accounts (includes unclaimed dividend of 2019 INR 0.80 million)	**71.86**	156.75
In deposit accounts (with original maturity of 3 months or less)	**-**	-
Debit balances in cash credit accounts	**10.33**	241.16
Total cash and cash equivalents *(also refer note 12)*	**783.13**	628.15

Summary of significant accounting policies	2
Notes to the financial statements	3-49

The notes referred above form an integral part of the financial statements

As per our report of even date attached

For MSKA & Associates
Chartered Accountants
Firm Registration Number: 105047W

For and on behalf of the Board of Directors of
BVG India Limited
CIN: U74999PN2002PLC016834

Nitin Manohar Jumani
Partner
Membership No: 111700

Hanmantrao Gaikwad
Chairman &
Managing Director
DIN: 01597742

Umesh Mane
Vice Chairman &
Jt. Managing Director
DIN: 01597365

Niraj Kedia
Chief Financial Officer

Rajni Pamnani
Company Secretary
Regs. No. A-8956

Pune, 27 July 2020

Pune, 27 July 2020

BVG India Limited
Statement of Changes in Equity
for the Year ended 31 March 2020
(All amounts are in Indian Rupees million)

A. Equity share capital

	Notes	
Balance as on 1 April 2018		**257.10**
Changes in equity share capital during 2018-19	16	-
Balance as on 31 March 2019		**257.10**
Changes in equity share capital during 2019-20	16	-
Balance as on 31 March 2020		**257.10**

B. Instruments entirely equity in nature

Compulsorily convertible preference shares ('CCPS')

Balance as on 1 April 2018		**148.35**
Changes in equity share capital during 2018-19	16	-
Balance as on 31 March 2019		**148.35**
Changes in equity share capital during 2019-20	16	-
Balance as on 31 March 2020		**148.35**

C. Other equity

	Equity component of compound financial instrument	Reserves and Surplus		Other comprehensive income	Total
		General reserve	Retained earnings	Remeasurement of defined benefit plan	
Balance at 1 April 2018	**4.20**	**1,672.40**	**2,931.07**	**(11.46)**	**4,596.21**
Profit for the year	-	-	814.86	-	814.86
Other comprehensive income (net of tax)	-	-	-	(27.28)	(27.28)
Balance at 31 March 2019	**4.20**	**1,672.40**	**3,745.93**	**(38.74)**	**5,383.79**
Impact of change in Accounting policy (Ind AS 116 Leases)	-	-	(2.16)	-	(2.16)
Balance at 1 April 2019	**4.20**	**1,672.40**	**3,743.77**	**(38.74)**	**5,381.63**
Profit for the year	-	-	**1,184.01**	-	1,184.01
Other comprehensive income (net of tax)	-	-	-	(33.16)	(33.16)
Balance as on 31 March 2020	**4.20**	**1,672.40**	**4,927.78**	**(71.90)**	**6,532.48**

Summary of significant accounting policies 2

Notes to the financial statements 3-49

The notes referred above form an integral part of the financial statements

As per our report of even date attached

For MSKA & Associates
Chartered Accountants
Firm Registration Number: 105047W

For and on behalf of the Board of Directors of
BVG India Limited
CIN: U74999PN2002PLC016834

Nitin Manohar Jumani
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Chief Financial Officer

Rajni Pamnani
Company Secretary
Regs. No. A-8956

Pune, 27 July 2020

Pune, 27 July 2020

1 The corporate overview

BVG India Limited ('BVG' or 'the Company') was incorporated on 20 March 2002 as Bharat Vikas Utility Services Limited. The name of the Company was subsequently changed to BVG India Limited on 7 July 2004.

The registered office of the Company is in Pune. The Company is engaged in providing and undertaking facility management, mechanised housekeeping, emergency medical services (ambulance), emergency police services (Dial 100), solid waste management, transportation, plant relocations, attendant services and labour supply.

The Company also undertakes various projects for garden development, landscaping, beautification projects, rural electrification, engineering and other contracts for Government and private organisations.

The Corporate Identification Number (CIN) of the Company is U74999PN2002PLC016834. The standalone financial statements were approved for issue in accordance with a resolution of the Board of directors on 27 July 2020.

2 Significant accounting policies

Significant accounting policies adopted by the company are as under:

2.1 Basis of preparation

a. Statement of Compliance with Ind AS

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the "Act") read with the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

Accounting policies have been consistently applied to all the years presented except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

b. New and amended standards adopted by the company

The Company has applied following standards and amendments for the first time for its annual reporting period commencing from 1 April 2019:

Ind AS 116 - Leases

Ind AS 116 "Leases", notified by the Ministry of Corporate Affairs ("MCA") on March 30, 2019 supersedes Ind AS 17 Leases, including Appendix A of Ind AS 17 Operating Leases-Incentives, Appendix B of Ind AS 17 Evaluating the Substance of Transactions Involving the Legal Form of a Lease and Appendix C of Ind AS 17, Determining whether an Arrangement contains a Lease. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to recognise most leases on the balance sheet.

(All amounts are in Indian Rupees million)

Lessor accounting under Ind AS 116 is substantially unchanged from Ind AS 17. Lessors will continue to classify leases as either operating or finance leases using similar principles as in Ind AS 17. Therefore, Ind AS 116 did not have an impact for leases where the Group is the lessor.

The Company adopted Ind AS 116 using the modified retrospective method of adoption with the date of initial application of 1 April 2019. Under this method, the standard is applied retrospectively with the cumulative effect of initially applying the standard recognised at the date of initial application. The Company elected to use the transition practical expedient to not reassess whether a contract is or contains a lease at 1 April 2019. Instead, the Company applied the standard only to contracts that were previously identified as leases applying Ind AS 17 and Appendix C to Ind AS 17 at the date of initial application.

The Company also elected to use the recognition exemptions for lease contracts that, at the commencement date, have a lease term of 12 months or less and do not contain a purchase option (short-term leases), and lease contracts for which the underlying asset is of low value (low-value assets).

2.2 Basis of measurement

The financial statements have been prepared on a historical cost convention on accrual basis, except for the following material items that have been measured on an alternative basis on each reporting date:

Items	Measurement basis
Certain non-derivative financial instruments at fair value through profit or loss	Fair value
Assets held for sale	Lower of carrying value as per the respective Ind AS and Fair value less cost to sell
Defined benefit plan assets	Fair value

2.3 Functional and presentation currency

These financial statements are presented in Indian Rupees (INR), which is the Company’s functional currency. All amounts have been rounded-off to the nearest million, as per the requirements of Schedule III, unless otherwise stated.

2.4 Significant accounting judgments, estimates and assumptions

The preparation of financial statements in conformity with Ind AS requires the Management to make estimate and assumptions that affect the reported amount of assets and liabilities as at the Balance Sheet date, reported amount of revenue and expenses for the year and disclosures of contingent liabilities as at the Balance Sheet date. The estimates and assumptions used in the accompanying financial statements are based upon the Management's evaluation of the relevant facts and circumstances as at the date of the financial statements. Actual results could differ from these estimates. Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates, if any, are recognized in the year in which the estimates are revised and in any future years affected.

Detailed information about each of these estimates and judgements is included in relevant notes.

The areas involving critical estimates and judgements are:
- Estimation of current tax expense and payable – Note 32
- Estimation of defined benefit obligation – Note 40
- Leases: Arrangement containing a lease – Note 39
- Recognition of deferred tax assets/ liabilities and MAT credit entitlement – Note 32
- Impairment of financial assets –Note 11
- Impairment of intangibles assets under development – Note 5
- Valuation of financial liability – Note 20
- Property, plant and equipment: useful lives and residual values – Note 3
- Assets held for sale – Note 15

2.5 Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current / non-current classification.

An asset as current when it is:
- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

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

All other liabilities are classified as non-current.

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

Operating cycle

Based on the nature of services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle for its facility and project businesses to be less than 12 months for the purpose of current – non-current classification of assets and liabilities.

2.6 Property, plant and equipment

- **Recognition and measurement**

Items of property, plant and equipment are measured at cost of acquisition or construction less accumulated depreciation and/or accumulated impairment loss, if any. The cost of an item of property, plant and equipment comprises its purchase price, including import duties and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition for its intended use; any trade discounts and rebates are deducted in arriving at the purchase price. Borrowing costs directly attributable to the construction of a qualifying asset are capitalised as part of the cost.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Property, plant and equipment under construction are disclosed as 'Capital work-in-progress'.

Advances paid towards the acquisition of property, plant and equipment outstanding at each reporting date are disclosed under 'Other non-current assets'.

- **Subsequent expenditure**

The cost of replacing a part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. The costs of the day-to-day servicing of property, plant and equipment are recognised in the statement of profit and loss as incurred.

- **Disposal**

An item of property, plant and equipment is derecognised upon disposal or when no future benefits are expected from its use or disposal. Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognised net within other income/ expenses in the statement of profit and loss.

- **Depreciation**

Depreciation is calculated over the depreciable amount, which is the cost of an asset, or other amount substituted for cost, less its residual value. Depreciation is recognised in the statement of profit and loss on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment as prescribed in Schedule II of the Companies Act, 2013.

Freehold land is not depreciated. Acquired assets consisting of leasehold improvements are recorded at acquisition cost and amortised on straight-line basis based over the leased term of 9 years.

The property, plant and equipment acquired under finance leases is depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Company will obtain ownership by the end of the lease term.

Depreciation on addition to property plant and equipment is provided on pro-rata basis from the date of acquisition. Depreciation on sale/deduction from property plant and equipment is provided up to the date preceding the date of sale, deduction as the case may be. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in Statement of Profit and Loss under 'Other Income' / 'Other Expenses'.

The useful lives are reviewed by the management at each financial year-end and revised, if appropriate. In case of a revision, the unamortised depreciable amount is charged over the revised remaining useful life.

2.7 Investment properties

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of the investment property are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognized as profit or loss as incurred.
The Company depreciates investment property over 86 years from the date of original purchase

Though the Company measures investment property using cost-based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an accredited external independent valuer applying a valuation model.

Investment properties are derecognized either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in profit or loss in the period of derecognition.

2.8 Goodwill

Goodwill represents the future economic benefits arising from a business combination that are not individually identified and separately recognised. Goodwill is carried at cost less accumulated impairment losses. Refer Note 2.10 for description of impairment testing procedures.

2.9 Other Intangible assets

- **Recognition and measurement**

Intangible assets are recognised when the asset is identifiable, is within the control of the Company, it is probable that the future economic benefits that are attributable to the asset will flow to the Company and cost of the asset can be reliably measured.

Intangible assets acquired by the Company that have finite useful lives are measured at cost less accumulated amortisation and any accumulated impairment losses.

Intangible assets with finite lives are assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at each financial year end.

- **Subsequent measurement**

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates.

- **Amortisation**

Amortisation is calculated over the cost of the asset, or other amount substituted for cost, less its residual value. Amortisation is recognised in statement of profit and loss on a straight-line basis over the estimated useful lives of intangible assets from the date that they are available for use, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset.

The estimated useful life for current and comparative periods is 3 years.

2.10 Impairment of non-financial assets

The Company assesses at each balance sheet date whether there is any indication that an asset or cash generating unit (CGU) may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. The recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal or its value in use. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are considered.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its recoverable amount.

Impairment losses are recognised in the statement of profit and loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

2.11 Assets classified as held for sale and discontinued operations

The Company classifies non-current assets (or disposal group) as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use.
The criteria for held for sale classification is regarded met only when the assets (or disposal group) are available for immediate sale in its present condition, subject only to terms that are usual and customary for sale of such assets (or disposal group), the sale is highly probable; and it will genuinely be sold, not abandoned. The Company treats sale of the asset (or disposal group) to be highly probable when:

- The appropriate level of management is committed to a plan to sell the asset (or disposal group),
- An active programmed to locate a buyer and complete the plan has been initiated (if applicable)
- The asset (or disposal group) is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
- Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Non-current assets (or disposal group) held for sale are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities (or disposal group) classified as held for sale are presented separately in the Balance sheet.

Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortized.

Non-current assets classified as held for sale and the assets of a disposal group classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a disposal group classified as held for sale are presented separately from the other liabilities in the balance sheet.

A discontinued operation is a component of an entity that either has been disposed of, or is classified as held for sale, and represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in statement of profit or loss.

2.12 Joint arrangements

Under Ind AS 111, Joint Arrangements, investments in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the contractual rights and obligations of each investor rather than the legal structure of the joint arrangement. The Company has only joint operations.

The Company recognises its direct right to the assets, liabilities, revenues and expenses of joint operations and its share of any jointly held or incurred assets, liabilities, revenues and expenses. These have been incorporated in the financial statements under the appropriate headings. Details of the joint operation are set out in note 6 – Investments.

2.13 Inventories

Inventories are measured at lower of cost and net realisable value. Cost is determined on the basis of weighted average method and includes expenditure in acquiring the inventories and bringing them to the present location and condition.

Cost comprises of purchase cost, duties and other direct expenses incurred in bringing the inventory to the present location and condition.

Provision of obsolescence on inventories is considered on the basis of management’s estimate based on demand and market of the inventories.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.
The comparison of cost and net realizable value is made on item by item basis.

2.14 Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.
For the purposes of the cash flow statement, cash and cash equivalents include cash on hand, cash in banks and short-term deposits net of bank overdraft.

2.15 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made.

Revenue is measured at the fair value of the consideration received or receivable. Amounts included in revenue are net of returns, trade allowances, rebates, Goods and Service Tax and amounts collected on behalf of third parties.

Revenue from contract with customer is recognized, when control of the goods or services are transferred to the customer, at an amount that reflects the consideration to which the Company is expected to be entitled in exchange for those goods or services. The Company assesses its revenue arrangements against specific criteria in order to determine if it is acting as principal or agent. The Company concluded that it is acting as a principal in all of its revenue arrangements. The specific recognition criteria described below must also be met before revenue is recognized.

Revenue is recognised as follows:

- **Sale of goods**

Revenue from sale of goods in the course of ordinary activities is recognized when control of the goods has been transferred, being when the goods are delivered to the customer and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of the goods and regarding its collection.

- **Rendering of services**

Revenue on service/maintenance contracts is recognized on straight-line basis over the period of the contract on performance of the services.

- **Revenue from Rural Electrification ('RE') contracts**

The Company recognizes revenue at the transaction price which is determined on the basis of agreement entered into with or letter of intent issued by the customer. Revenue from RE contracts is recognized at the point in time, when the control of the asset is transferred to the customer, which generally coincides with the receipt of Certificate of work completion. Until the time the control of the asset is transferred to the customer, the cost incurred to date in respect of such contracts is accounted as 'Work in progress'.

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognized when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognized as revenue when the control of the asset is transferred to the customer. A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

2.16 Interest income

Interest income is recognised using effective interest rate method (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability.

2.17 Foreign currency transactions and balances

Transactions in foreign currency are recorded at exchange rates prevailing at the date of transactions. Exchange differences arising on foreign exchange transactions settled during the year are recognised in the statement of profit and loss of the year.

Monetary assets and liabilities denominated in foreign currencies which are outstanding, as at the reporting period are translated at the closing exchange rates and the resultant exchange differences are recognised in the statement of profit and loss.

Non-monetary assets and liabilities denominated in foreign currencies that are measured in terms of historical cost are translated using the exchange rate at the date of the transaction.

2.18 Employee benefits

- **Short-term employee benefits**

Employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and are recognised in the period in which the employee renders the related service. These benefits include salaries and wages, bonus and compensated absences. The undiscounted amount of short-term employee services is recognised as an expense as the related service is rendered by the employees.

- **Post-employment benefits**

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays specified contributions to a separate entity (regulatory authority) and will have no legal or constructive obligation to pay any further amounts. The Company makes specified monthly contribution towards employee provident fund scheme and employees' state insurance scheme the regulatory authorities. The Company's contribution is recognised as an employee benefit expense in the statement of profit and loss in the period in which the employee renders the related service.

Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan, the present value of the obligation under which is determined based on actuarial valuation using the projected unit credit method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plans, is based on the market yields on government securities as at the reporting date, having maturity periods approximating to the terms of related obligations.

Re-measurement of the net defined benefit liability, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income (OCI) in the period in which they occur. Remeasurements are not reclassified to the statement of profit and loss in subsequent periods.

In case of funded plans, the fair value of the plan's assets is reduced from the gross obligation under the defined benefit plans, to recognise the obligation on net basis.

The liability for gratuity with respect to certain staff and workers is funded annually through a gratuity fund maintained with the Life Insurance Corporation of India.

When the benefits of the plan are changed or when a plan is curtailed, the resulting change in benefits that relates to past service or the gain or loss on curtailment is recognised immediately in the statement of profit and loss. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises gains/ losses on settlement of a defined plan when the settlement occurs.

Compensated Absences

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the year are treated as short term employee benefits. The obligation towards the same is measured at the expected cost of accumulating compensated absences as the additional amount expected to be paid as a result of the unused entitlement as at the year end.

The Company treats accumulated leave expected to be carried forward beyond 12 months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year end. The Company presents the leave as a current liability in the balance sheet as it does not have an unconditional right to defer its utilisation for 12 months after the reporting date.

The Company's liability is determined on actual basis at the end of each year.

2.19 Contributed equity

Equity shares are classified as equity share capital. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

2.20 Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

- **Company as a lessee**

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease.
Finance leases are capitalised at the commencement of the lease at the inception date at fair value of the leased asset or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the statement of profit and loss.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term unless the payments to the lessor are structured to increase in line with expected general inflation to compensate for the lessor’s expected inflationary cost increases or another systematic basis is available.

- **Company as lessor**

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease unless the payments to the lessor are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases or another systematic basis is available. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

2.21 Borrowing costs

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. All other borrowing costs are expensed in the period in which they are incurred.

2.22 Government Grants

Grants from government are recognized when there is reasonable assurance that the Company will comply with the specified conditions and that the Grant will be received.

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

Government grants relating to the purchase of property, plant and equipment are deducted from the carrying value of property, plant and equipment.

2.23 Income tax

Income tax expense comprises current and deferred tax. It is recognised in the statement of profit and loss except to the extent that it relates to a business combination, or items recognised directly in equity or in OCI.

- **Current tax**

Current tax or liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the country where the Company operates and generates taxable income. Current tax assets and liabilities are offset only if there is a legally enforceable right to set it off the recognised amounts and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Minimum Alternate Tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognises MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. The Company reviews the MAT credit entitlement at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

- **Deferred tax**

Deferred tax is recognised using the balance sheet method on temporary differences between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;
- Taxable temporary differences arising on the initial recognition of goodwill.

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

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and deferred tax liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity.

Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

In the situations where the Company is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognised in respect of temporary differences which reverse during the tax holiday period, to the extent the Company's gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of timing differences which reverse after the tax holiday period is recognized in the year in which the timing differences originate. However, the Company restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the temporary differences which originate first are considered to reverse first.

2.24 Provisions and contingencies

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost in the statement of profit and loss.

Contingent liability is disclosed in case of

- a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation.
- present obligation arising from past events, when no reliable estimate is possible
- a possible obligation arising from past events where the probability of outflow of resources is not remote.

Contingent asset is not recognised in the financial statements. A contingent asset is disclosed, where an inflow of economic benefits is probable.
Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

2.25 Earnings per share ('EPS')

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Earnings considered in ascertaining the Company's earnings per share is the net profit or loss for the year after deducting preference dividends and any attributable tax thereto for the year. The weighted average number of equity shares outstanding during the year and for all the years presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources.

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

2.26 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset considers a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

To fair value disclosures, the Company has determined classes of assets and liabilities based on the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2.27 Financial instruments

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

a) Financial assets

i. Initial recognition and measurement: At initial recognition, financial asset is measured at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

ii. Subsequent measurement: For purposes of subsequent measurement, financial assets are classified in following categories:
- at amortized cost; or
- at fair value through other comprehensive income; or
- at fair value through profit or loss.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. Interest income from these financial assets is included in finance income using the effective interest rate method (EIR).

Fair value through other comprehensive income (FVOCI): Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognized in Statement of Profit and Loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to Statement of Profit and Loss and recognized in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value through profit or loss (FVTPL): Assets that do not meet the criteria for amortized cost or FVOCI are measured at fair value through profit or loss. Interest income from these financial assets is included in other income.

Equity instruments: All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS 103 applies are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument- by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the profit and loss.

iii. Impairment of financial assets

In accordance with Ind AS 109, Financial Instruments, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on financial assets that are measured at amortized cost and FVOCI.

For recognition of impairment loss on financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If in subsequent years, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12 months ECL.

Lifetime ECLs are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12 months ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the year end.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e. all shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider all contractual terms of the financial instrument (including prepayment, extension etc.) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument.

In general, it is presumed that credit risk has significantly increased since initial recognition if the payment is more than 30 days past due.

ECL impairment loss allowance (or reversal) recognized during the year is recognized as income/expense in the statement of profit and loss. In balance sheet ECL for financial assets measured at amortized cost is presented as an allowance, i.e. as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

For trade receivables only, the Company applies the simplified approach permitted by ‘Ind AS 109 - Financial instruments’, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

iv. Derecognition of financial assets: A financial asset is derecognized only when:

a. the rights to receive cash flows from the financial asset is transferred or
b. retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.
c. Where the financial asset is transferred then in that case financial asset is derecognized only if substantially all risks and rewards of ownership of the financial asset is transferred. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognized.

b) Financial liabilities

i. Initial recognition and measurement: Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss and at amortized cost, as appropriate.

All financial liabilities are recognized initially at fair value and, in the case of borrowings and payables, net of directly attributable transaction costs.

ii. Subsequent measurement: The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments. Gains or losses on liabilities held for trading are recognized in the Statement of Profit and Loss.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in Statement of Profit and Loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the Statement of Profit and Loss.

iii. Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss as finance costs.

c) Embedded derivatives

An embedded derivative is a component of a hybrid (combined) instrument that also includes a non-derivative host contract – with the effect that some of the cash flows of the combined instrument vary in a way similar to a standalone derivative. Derivatives embedded in all other host contract are separated if the economic characteristics and risks of the embedded derivative are not closely related to the economic characteristics and risks of the host and are measured at fair value through profit or loss. Embedded derivatives closely related to the host contracts are not separated.

Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required or a reclassification of a financial asset out of the fair value through profit or loss.

d) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

2.28 Cash dividend to equity holders

The Company recognises a liability to make cash distributions to equity holders when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

2.29 Convertible preference shares

Convertible preference shares are separated into liability and equity components based on the terms of the contract.

On issuance of the convertible preference shares, the fair value of the liability portion of a compulsorily convertible preference shares is determined using a market interest rate for an equivalent non-convertible bonds. This amount is recorded as a liability on an amortised cost basis until extinguished on conversion or redemption of the bonds. The remainder of the proceeds is attributable to the equity portion of the compound instrument since it meets Ind AS 32, Financial Instruments: Presentation, criteria for fixed to fixed classification. Transaction costs are deducted from equity, net of associated income tax. The carrying amount of the conversion option is not subsequently re-measured.

Transaction costs are apportioned between the liability and equity components of the convertible preference shares based on the allocation of proceeds to the liability and equity components when the instruments are initially recognized.

2.30 Operating segments

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Company's Chief Operating Decision Maker (CODM) to make decisions about resources to be allocated to the segments and assess their performance.

BVG India Limited
Notes forming part of the standalone financial statements *(continued)*
for the Year ended 31 March 2020
(All amounts are in Indian Rupees million)

3A. Property, plant and equipment and Capital work-in-progress

	Land- Freehold	Leasehold Improvements	Buildings	Office equipment	Plant and equipment	Computers & peripherals	Furniture and fixtures	Vehicles	Total (A)	Capital work-in-progress (B)
Gross carrying amount										
Balance as at 1 April 2018	25.51	0.49	431.42	30.75	1,023.85	39.11	20.23	199.70	**1,771.06**	7.16
Additions / capitalisation	-	-	-	8.10	102.58	32.35	0.92	141.98	**285.93**	(7.16)
Disposals during the year	-	-	-	-	2.42	-	-	-	**2.42**	-
Balance as at 31 March 2019	**25.51**	**0.49**	**431.42**	**38.85**	**1,124.01**	**71.46**	**21.15**	**341.68**	**2,054.57**	**-**
Balance as at 1 April 2019	25.51	0.49	431.42	38.85	1,124.01	71.46	21.15	341.68	**2,054.57**	-
Additions	-	28.81	0.00	5.57	108.58	2.59	9.30	222.07	**376.92**	-
Disposals during the year	-	-	-	-	-	-	-	25.22	**25.22**	-
Balance as at 31 March 2020	**25.51**	**29.30**	**431.42**	**44.42**	**1,232.59**	**74.05**	**30.45**	**538.53**	**2,406.27**	**-**
Accumulated depreciation										
Balance as at 1 April 2018	-	0.49	29.90	10.70	259.62	22.08	5.39	46.06	**374.24**	-
Charge for the year	-	-	14.36	6.60	87.13	12.99	2.53	36.72	**160.33**	-
Balance as at 31 March 2019	**-**	**0.49**	**44.26**	**17.30**	**346.75**	**35.07**	**7.92**	**82.78**	**534.57**	**-**
Balance as at 1 April 2019	-	0.49	44.26	17.30	346.75	35.07	7.92	82.78	**534.57**	-
Charge for the year	-	0.07	13.92	6.46	90.43	14.96	3.33	56.11	**185.28**	-
Disposals during the year				-	-	-		21.33	**21.33**	
Balance as at 31 March 2020	**-**	**0.56**	**58.18**	**23.76**	**437.18**	**50.03**	**11.25**	**117.56**	**698.52**	**-**
Net block										
As at 31 March 2019	25.51	-	387.16	21.55	777.26	36.39	13.23	258.90	1,520.00	-
As at 31 March 2020	**25.51**	**28.74**	**373.24**	**20.66**	**795.41**	**24.02**	**19.20**	**420.97**	**1,707.75**	**-**

Note:
(i) Refer note 18 for details of Property, plant and equipment pledged as security for borrowings.
(ii) The Company has acquired certain plant and equipment, office equipment, computers and peripherals and vehicles under finance lease arrangement. The total minimum future lease payments at the Balance Sheet date is equal to the fair value of the assets acquired. The net carrying amount of such assets as on 31 March 2020 is INR 28.90 million (31 March 2019: 32.77 million)

(All amounts are in Indian Rupees million)

3B. Right-of-use asset

	Building
Gross carrying amount	
Balance as at 1 April 2019	-
Additions (including transitional adjustment of INR 63.10 million)*	123.79
Balance as at 31 March 2020	**123.79**
Accumulated depreciation	
Balance as at 1 April 2019	-
Charge for the year (including transitional adjustment of INR 2.16 million)*	17.81
Balance as at 31 March 2020	**17.81**
Net block	
As at 31 March 2020	**105.98**

*Also refer Note 39

(All amounts are in Indian Rupees million)

4. Investment property

	Investment Property
Gross carrying amount	
Balance as at 1 April 2018	36.05
Additions	-
Balance as at 31 March 2019	**36.05**
Balance as at 1 April 2019	36.05
Additions	38.15
Balance as at 31 March 2020	**74.20**
Accumulated depreciation	
Balance as at 1 April 2018	0.60
Charge for the year	0.40
Balance as at 31 March 2019	**1.00**
Balance as at 1 April 2019	1.00
Charge for the year	0.40
Balance as at 31 March 2020	**1.40**
Carrying amount (net)	
As at 31 March 2019	35.05
As at 31 March 2020	**72.80**
Fair value	
As at 31 March 2019	36.92
As at 31 March 2020	**74.20**

The above property has been acquired under a finance lease arrangement. The lease term of the arrangement is for the major economic life of the

Measurement of fair values

Fair value hierarchy
Investment property comprises of commercial property for the purpose of leasing out to third parties.

The fair value of investment property has been determined by an external independent external valuer, having appropriate recognised professional qualifications and experience in the location and category of property being valued. The fair value measurement for the investment property has been categorised as a Level 3 fair value based on the inputs to the valuation technique used.

Valuation technique
The valuation is based on government rates, market research, market trend and comparable values as considered appropriate.

(All amounts are in Indian Rupees million)

5. Goodwill, Other intangible assets Intangible assets under development

	Software	Goodwill	Total	Intangible assets under development
Gross carrying amount				
Balance as at 1 April 2018	26.55	68.89	95.44	128.71
Additions	58.96	-	58.96	-
Capitalisation during the year	-	-	-	(30.24)
Written off during the year (Refer note below)	-	-	-	(98.47)
Balance as at 31 March 2019	**85.51**	**68.89**	**154.40**	**-**
Balance as at 1 April 2019	85.51	68.89	154.40	-
Additions	13.40	-	13.40	-
Disposals during the year	-	-	-	-
Balance as at 31 March 2020	**98.91**	**68.89**	**167.80**	**-**
Accumulated amortisation				
Balance as at 1 April 2018	12.04	68.89	80.93	-
Charge for the year	22.05	-	22.05	-
Balance as at 31 March 2019	**34.09**	**68.89**	**102.98**	**-**
Balance as at 1 April 2019	34.09	68.89	102.98	-
Charge for the year	18.76	-	18.76	-
Disposals during the year	-	-	-	-
Balance as at 31 March 2020	**52.85**	**68.89**	**121.74**	**-**
Net block				
As at 31 March 2019	51.42	-	51.42	-
As at 31 March 2020	**46.06**	**-**	**46.06**	**-**

Note:

In December 2010, the Company acquired certain advertising rights in lieu of construction of bus stops. The right were to be effective for a period of 5 years from commencement of the bus routes. However, due to non-commencement of the bus routes, the right had not vested into the Company. The Company had been in discussions with the customer for extension of the period of advertising rights. Based on the management assessment , the Company, being of the view that the period of the advertising rights would not be further extended, and no economic benefits would flow to the Company, the asset amounting to INR 98.47 million was written the during the previous year.

6. Investments

	31 March 2020	31 March 2019
<u>Non-current</u>		
Investments measured at fair value through other comprehensive income		
Non-trade investments in equity instruments (unquoted)		
- Rupee Co-operative Bank Limited	**0.03**	0.03
1,000 (2019: 1,000) equity shares of Rs. 25 each fully paid		
- Saraswat Co-operative Bank Limited	**0.03**	0.03
1,000 (2019: 1,000) equity shares of Rs. 25 each fully paid		
- Thane Janta Sahakari Bank Limited	**0.00***	0.00*
10 (2019: 10) equity shares of Rs. 50 each fully paid		
- BVG Krystal Joint Venture (refer note 'a' below)	**-**	-
- The Cosmos Co-Operative Bank Limited		
10,000 (2019: 10,000) equity shares of Rs. 100 each fully paid	**1.00**	1.00
Investments measured at amortised cost (unquoted)		
Investments in Government or trust securities		
- National Saving Certificates	**0.00***	0.00*
Investments measured at cost (Unquoted)		
Investments in equity instruments of joint venture		
- BVG-UKSAS EMS Private Limited	**0.05**	0.05
4,900 (2019: 4,900) equity shares of Rs. 10 each fully paid		
Investments in equity instruments of subsidiary		
- BVG Kshitij Waste Management Services Private Limited	**0.07**	0.07
7,400 (2019: 7,400) equity shares of Rs. 10 each fully paid		
- Out-of-Home Media (India) Private Limited	**-**	-
36,599,062 (2019: 36,599,062) equity shares of INR 10 each fully paid		
- BVG Skill Academy	**0.26**	0.08
25,500 (2019: 7,500) equity shares of Rs. 10 each fully paid		
	1.44	1.26
Aggregate value of unquoted investments	**1.44**	1.26
Aggregate amount of impairment in value of investments	**1.90**	1.90
Investments measured at cost	**0.38**	0.20
Investments measured at amortised cost	**0.00**	0.00
Investments measured at fair value through other comprehensive income	**1.06**	1.06

* Since denominated in INR million

a) Equity shares designated as at fair value through other comprehensive income

The above amounts represent the fair values of the designated investments as at the respective reporting dates.

b) Investment in BVG Krystal Joint Venture

BVG Krystal Joint Venture (BVG Krystal) is a joint arrangement in which the Company has a right of 51% share in profits. BVG Krystal is a partnership firm registered on 2 June 2009, having its principal place of business at Mumbai. The firm was set up for providing all types of security solutions, including supply of security personnel, protection of property, house-keeping and all other relevant and incidental work.
Based on the nature of arrangement, it has been treated as a jointly controlled operation in these standalone financial statements. The following table summarises the financial information of BVG Krystal.

(All amounts are in Indian Rupees million)

6. Investments (continued)

	31 March 2020	31 March 2019
Share in profits (%)	**51%**	51%
Non current assets	**28.89**	28.89
Current Assets		
Trade receivables	**79.51**	79.51
Cash and cash equivalents	**0.01**	0.01
Current Liabilities		
Trade payables	**(108.55)**	(108.55)
Net Assets	**(0.14)**	(0.14)
Company's share of net assets of joint operation	**(0.07)**	(0.07)

7. Loans

(Unsecured, considered good unless otherwise stated)

	31 March 2020	31 March 2019
Non-current		
Security deposits	**45.58**	89.82
	45.58	89.82
Current		
Loans and advances to employees	**1.08**	3.39
Security and earnest money deposits	**190.93**	224.70
	192.01	228.09

Note: Information about the Company's exposure to interest rate risk, foreign currency risk and liquidity risk is disclosed in note 45

8. Other financial assets

(Unsecured, considered good unless otherwise stated)

	31 March 2020	31 March 2019
Non-current		
Lease receivables	-	367.39
Deposits (including Margin money) with banks (*with remaining maturity more than twelve months)*	**112.75**	216.52
Retention money	**656.38**	1,054.36
	769.13	1,638.27
Current		
Lease receivables	**367.39**	174.96
Interest accrued on fixed deposits	**16.79**	11.12
Unbilled revenue	**1,823.46**	1,952.12
Retention money	**367.01**	215.59
Less: Loss allowance	**-**	(16.05)
	2,574.65	2,337.74

Note: Information about the Company's exposure to interest rate risk, foreign currency risk and liquidity risk is disclosed in note 45.

(All amounts are in Indian Rupees million)

9. Other Assets	**31 March 2020**	31 March 2019
(Unsecured, considered good unless otherwise stated)		
Non-current		
Capital advances (Refer note 34)	**288.99**	184.88
VAT/ Service tax recoverable	**128.98**	122.11
Other loans and advances - Short term	**73.26**	83.01
	491.23	390.00
Current		
Advances for supply of goods and services	**536.66**	541.30
Other loans and advances		
Considered good	**76.50**	62.51
	1,104.39	993.81

10. Inventories

At lower of cost and net realisable value		
Stores and spares	**93.83**	233.94
Work in Progress relating to discontinued operations	**1,506.37**	1,587.82
	1,600.20	1,821.76

11. Trade receivables

Trade receivables		
Unsecured, considered good	**8,737.16**	7,341.24
Considered doubtful	**1,546.34**	1,354.79
	10,283.50	8,696.03
Loss allowance		
Doubtful	**(1,546.34)**	(1,354.79)
	(1,546.34)	(1,354.79)
Net trade receivables	**8,737.16**	7,341.24

Note:
(i) Refer note 37 for amounts due from related parties.
(ii) Information about the Company's exposure to interest rate risk, foreign currency risk and liquidity risk is disclosed in Note 45.

(All amounts are in Indian Rupees million)

12. Cash and cash equivalents

	31 March 2020	31 March 2019
Cash on hand	**0.58**	0.61
Cheques in hand	**700.36**	229.63
Balances with banks:		
On current accounts (includes unclaimed dividend of INR 0.80 million (2019 INR 0.80 million))	**71.86**	156.75
Debit balances in cash credit accounts	**10.33**	241.16
	783.13	628.15

13. Other bank balances

Margin money deposits with original maturity more than three months and remaining maturity less than twelve months	**494.98**	322.67
On deposit account with original maturity more than three months and remaining maturity less than twelve months	**32.64**	48.46
	527.62	371.13

14. Contract assets

Contract Assets relating to training business	**74.57**	36.21
	74.57	36.21

15. Assets classified as held for sale

Freehold land held for sale (Refer note 44)	137.40	122.20
	137.40	122.20

(All amounts are in Indian Rupees million)

	31 March 2020	31 March 2019
16. Equity share capital		
Authorized:		
Equity share capital		
27,164,861 (2019: 27,164,861) equity shares of Rs. 10 each	**271.65**	271.65
Preference share capital		
14,835,139 (2019: 14,835,139) compulsorily convertible cumulative preference shares ('CCPS') of Rs. 10 each	**148.35**	148.35
	420.00	420.00
Issued, subscribed and fully paid-up:		
A. Equity share capital		
25,710,388 (2019: 25,710,388) equity shares of Rs. 10 each	**257.10**	257.10
B. Instruments entirely equity in nature		
Preference share capital		
14,835,139 (2019: 14,835,139) compulsorily CCPS of Rs. 10 each	**148.35**	148.35
	405.45	405.45

16.1 Reconciliation of the shares outstanding at the beginning and at the end of the year

	31 March 2020		31 March 2019	
	Number of shares	Amount	Number of shares	Amount
A. Equity share capital				
At the beginning of the year	**25,710,388**	**257.10**	25,710,388	257.10
Shares issued during the year	**-**	**-**	-	-
Outstanding at the end of the year	**25,710,388**	**257.10**	25,710,388	257.10
B. Instruments entirely equity in nature *(also refer note 16.3 below)*				
Preference share capital				
At the beginning of the year	**14,835,139**	**148.35**	14,835,139	148.35
Shares issued during the year	**-**	**-**	-	-
Outstanding at the end of the year	**14,835,139**	**148.35**	14,835,139	148.35

16.2 Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 10. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

The Board of Directors, in their meeting on 27 July 2020 proposed a final dividend of NIL (2019 : NIL) per equity share. The proposal is subject to the approval of shareholders at the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their share holding.

16.3 Rights, preferences and restrictions attached to preference shares (Instruments entirely equity in nature)

The Compulsory Convertible Cumulative Preference Shares (CCPS) that were privately placed with Strategic Investments FM (Mauritius) B Limited and Strategic Investments FM (Mauritius) Alpha Limited are convertible into equity shares of the Company, at a predetermined rate pursuant to the Investment Agreement. The holders of CCPS shall be entitled to an annual per share dividend equal to 0.001% of the consideration paid for the preference shares. The preference shareholders are entitled to one vote per share at meetings of the Company on any resolutions of the Company directly affecting their rights. In the event of winding up, preference shareholders have a preferential right over equity shareholders to be repaid to the extent of capital paid-up and dividend in arrears on such shares.

16.4 Details of shareholders holding more than 5% shares is set out below:

Name of the shareholder	31 March 2020		31 March 2019	
	No. of shares	% held	No. of shares	% held
A. Equity share capital				
Hanmantrao Gaikwad	**13,474,912**	**52.41%**	13,474,912	52.41%
Umesh Mane	**1,949,092**	**7.58%**	2,149,092	8.36%
Strategic Investments FM (Mauritius) Alpha Ltd.	**5,628,249**	**21.89%**	5,628,249	21.89%
Strategic Investments FM (Mauritius) B Ltd.	**1,287,781**	**5.01%**	1,287,781	5.01%
B. Instruments entirely equity in nature				
Preference share capital				
Strategic Investments FM (Mauritius) Alpha Ltd.	**12,072,804**	**81.38%**	12,072,804	81.38%
Strategic Investments FM (Mauritius) B Ltd.	**2,762,335**	**18.62%**	2,762,335	18.62%

16.5 Classification of equity shares and CCPS ('Investor shares') as financial liability:

Under the provisions of Ind AS 32 "Financial Instruments - Presentation", the issuer of a financial instrument shall classify the instrument, or its component parts, on initial recognition as a financial liability, a financial asset or an equity instrument in accordance with the substance (and not the legal form) of the contractual arrangement and the definitions of a financial liability, a financial asset and an equity instrument.

A financial liability is defined as a liability that is a contractual obligation to deliver cash or any other financial asset or another entity.

In accordance with the Share holders' agreement, all CCPS series are cumulative, mandatorily and fully convertible. Further, with respect to the exit options available to the investors, the Company is liable to buy back all or any portion of the Investor Shares at fair market value determined by a valuer as per the investor agreement at the time of buy back, if certain conditions are not fulfilled by the Company.

Since there is an unavoidable obligation to pay cash in case of buy back of shares by the Company, these had initially been classified as a financial liability at fair value through Statement of Profit & Loss. Any directly attributable transaction cost were recognised in Statement of Profit & Loss as incurred.

Based on the addendum (vide a letter) to the shareholders agreement, the said liability was restated back to equity in the financial year 2017-18. Such addendum was further renewed vide extension letters issued at appropriate instances.

17. Other equity	**31 March 2020**	31 March 2019
Equity component of compound financial instrument		
As at the beginning of the year	**4.20**	4.20
Changes during the year	**-**	-
As at the end of the year	**4.20**	4.20
General reserve		
As at the beginning of the year	**1,672.40**	1,672.40
Add: Transferred from surplus in the Statement of Profit and Loss	**-**	-
As at the end of the year	**1,672.40**	1,672.40
Retained earnings		
As at the beginning of the year	**3,745.93**	2,931.07
Add: Net profit after tax transferred from Statement of Profit and Loss	**1,184.01**	814.86
Less: Impact on account of change in accounting policy Ind AS 116 (Refer note 39)	**(2.16)**	-
Less: Transferred to general reserve	**-**	-
Appropriations:		
Dividend and dividend distribution tax on preference shares	**(0.00)***	(0.00)*
Balance as at the end of the year	**4,927.78**	3,745.93
Other comprehensive income		
As at the beginning of the year	**(38.74)**	(11.46)
Re-measurement of defined benefit plan	**(50.99)**	(41.71)
Income tax effect relating to above item	**17.83**	14.43
As at the end of the year	**(71.90)**	(38.74)
	6,532.48	5,383.79

* Since denominated in INR million

(All amounts are in Indian Rupees million)

18. Borrowings

	Non-current portion		Current portion	
	31 March 2020	31 March 2019	**31 March 2020**	31 March 2019
Non-current borrowings				
Secured:				
Term loans:				
From banks				
in Indian Rupees *(also refer notes 'a & f' below)*	**311.97**	303.45	**150.89**	116.67
From other parties				
in Indian Rupees *(also refer note 'b & f' below)*	**371.60**	360.57	**85.30**	78.02
	683.57	664.02	**236.19**	194.69
Finance lease obligation *(also refer note 'c' and 'f')*	**8.40**	30.36	**20.75**	27.90
	8.40	30.36	20.75	27.90
Unsecured:				
Optionally convertible interest free debentures of Rs. 10 each 682,977 (2019: 682,977) *(also refer note 'd')*	**1.57**	1.34	**-**	-
From other parties *(also refer note 'e')*	-	31.66	**38.29**	54.43
	1.57	33.00	**38.29**	54.43
	693.54	727.38	**295.23**	277.02
Reclassified to current financial liabilities *(refer note 22)*	**-**	-	**(295.23)**	(277.02)
	693.54	727.38	**-**	-

	31 March 2020	31 March 2019
Current borrowings		
From banks (Secured) :		
Cash credit facilities *(also refer note 'g' below)*	**3,122.38**	4,620.18
Loan repayable on demand *(also refer note 'h' below)*	**1,976.08**	140.00
	5,098.46	4,760.18

Information about the Company's exposure to Interest rate risk, foreign currency risk and liquidity risk is disclosed in Note 45.

Securities

a) For term loans and current borrowings from consortium banks in Indian Rupees

1) The loans are from multiple banks under a consortium banking arrangement with the securities being under the charge of a security trustee Company (SBICAP trustee Company Limited). Total outstanding balance of such loans as on 31 March 2020 is 248.89 million (31 March 2019: 332.14 million). The securities offered under the said arrangement are as under:

i) Unconditional and irrevocable personal guarantees of Hanmantrao Gaikwad and Umesh Mane.

ii) Corporate guarantee of Aarya Agro-Bio and Herbals Private Limited.

iii) First charge ranking pari passu on land situated at Village Bibi, Taluka Phaltan owned by company together with all buildings and structures which are standing, erected and permanently attached or shall at any time constituted be erected, standing and permanently attached thereto.

iv) First charge ranking pari passu on all that pieces and parcels of land situated at Pandharpur owned by the Company, together with all buildings and structures which are standing, erected and permanently attached or shall at any time constituted be erected, standing and permanently attached thereto.

v) First charge ranking pari passu on all pieces and parcels of immovable property consisting of first, second and third floor situated at Premier Plaza, Chinchwad owned by the Aarya Agro-Bio and Herbals Private Limited.

vi) First charge ranking pari passu on all that pieces and parcels of garage & shed areas situated at Bhosari owned by Aarya Agro-Bio and Herbals Private Limited.

vii) First charge ranking pari passu on all pieces and parcels of immovable property in Chinchwad and Shivajinagar, Pune, owned by Mr. Hanmantrao Gaikwad.

viii) First charge ranking pari passu on agriculture land situated at Koregaon, District Satara owned by Mr. Hanmantrao Gaikwad.

ix) Second charge on ranking pari passu on the immovable property situated at Sagar complex , Kasarwadi.

x) Second charge on ranking pari passu on Company's movable fixed assets.

2) Long term loan from bank includes vehicle loan which is secured by way of hypothecation of vehicles. Total outstanding balance of such loans as on 31 march 2020 is 205.34 million (31 March 2019: 78.86 million).

3) Long term loan from bank includes property loan, which is secured by way of mortgage of property at Balewadi, Pune owned by the Company. Total outstanding balance of such loans as on 31 March 2020 is 8.63 million (31 March 2019 :9.12 million).

4) The term loans from banks carry interest rate ranging from 8.25% to 12.50% p.a. The number of monthly instalments payable for these are ranging from 36 to 140.

b) For term loans from others in Indian Rupees

1) The term loan from others include loans taken from Capital First Limited which are secured by way of first charge on ranking pari passu on the immovable property situated at Sagar complex, Kasarwadi. Total outstanding balance of such loan as on 31 March 2020 is 226.88 million (31 March 2019: 238.65 million). The loans were sanctioned in the years 2014 and 2018 and carry interest rate of 9.50% to 12.5% p.a. The monthly instalments payable for these loans end in December 2029.

2) The term loan from others include vehicle loans taken from Tata Motors Finance Limited & Tata Motors Finance Solutions Limited which is secured by of hypothecation of vehicles. The total outstanding balance of such loans as on 31 March 2020 is 230.02 million (31 March 2019: 194.65 million). The interest rate for these loans are ranging from 8.75% to 11.34% p.a. The number of monthly instalments payable for these are ranging from 51 to 60.

3) The term loan from others include working capital term loan taken from Tata Capital Financial Services Limited. Total outstanding balance of such loan as on 31 March 2020 is Nil million (31 March 2019: 5.56 million). The interest rate for this loan is 11.% p.a. This loan was repaid in April 2019.

(All amounts are in Indian Rupees million)

18.Borrowings (continued)

c) Certain assets have been obtained on finance lease basis. The legal title of those assets vests with the lessor. The lease term for such assets is 36 to 48 months, with equated monthly payments beginning from the month subsequent to the commencement of the lease. The total minimum future lease payments at the Balance Sheet date, element of interest included in such payments, and present value of these minimum lease payments are as follows:

Particulars	31 March 2020	31 March 2019
Total future minimum lease payments (MLP)	**31.68**	65.74
Future interest included in above MLP	2.53	7.48
Present value of future MLP	**29.15**	58.26

The rate of interest implicit above is 11.15% p.a.

The maturity profile of finance lease obligations is as follows:

Period	31 March 2020		31 March 2019	
	Minimum lease payments	Present value	Minimum lease payments	Present value
Payable within one year	22.13	**19.99**	32.86	27.90
Payable between 1-5 years	9.55	**9.16**	32.88	30.36

Finance lease obligations are secured against the respective assets taken on lease.

d) The Company had issued 682,977 unsecured, non-interest bearing optionally convertible debentures (OCD) of INR 10 each. The OCDs can be converted to 682,977 equity shares of the Company.

	31 March 2020	31 March 2019
Opening balance	**1.34**	1.15
Add: Accrued interest	0.23	0.19
Carrying amount of liability as at the Balance Sheet date	**1.57**	1.34

e) The unsecured loan from others include term loans from IBM India Private Limited. Total outstanding balance of such loans as on 31 March 2020 is 38.29 million (31 March 2019: 86.09 million). The loans carry interest rate of 10.70% p.a. The number of quarterly instalment payable for these are ranging from 4 to 7 quarters.

(All amounts are in Indian Rupees million)

18.Borrowings (continued)

f) Maturity profile of loans other than finance lease obligation and debentures -

	Maturity profile					
	Upto 1 year*	**1-2 Years**	**2-3 Years**	**3-4 Years**	**Beyond 4 years**	**Total**
Term loans						
as on 31 March 2020	**274.48**	**218.50**	**191.88**	**103.07**	**175.83**	963.76
as on 31 March 2019	249.12	209.85	151.10	113.52	221.21	944.80

* disclosed under other current liabilities *(also refer note 22)*
g) The cash credit facilities carry interest ranging between 9.15% to 11.80% p.a. Refer note (a) for security provided.
h) The working capital demand loans are repayable on demand at interest rate of 10.85%. Refer note (a) for security provided.

Net debt reconciliation

This section sets out an analysis of net debt and the movements in net debt for each of the periods presented

	31 March 2020	31 March 2019
Cash and cash equivalents	**783.13**	628.15
Other bank balances	**527.62**	371.13
Book overdraft	**-**	(26.23)
Non-current borrowings	**(693.54)**	(727.38)
Current maturities of long term debt	**(295.23)**	(277.02)
Current borrowings	**(5,098.46)**	(4,760.18)
Accrued interest (Classified in current liabilities)	(5.99)	(5.21)
	(4,782.47)	(4,796.74)

	Current assets		**Liabilities from financing activities**				
	Cash and cash equivalents	**Other bank balances**	**Term loans**	**Finance lease obligations**	**Unsecured loans**	**Other current borrowings**	**Total**
Net debt as at 1 April 2018	786.57	520.87	(895.71)	(35.63)	(1.15)	(4,463.53)	**(4,088.58)**
Cash flows	(184.65)	(149.74)	31.79	(22.63)	(86.28)	(296.65)	**(708.16)**
Net debt as at 31 March 2019	**601.92**	**371.13**	**(863.92)**	**(58.26)**	**(87.43)**	**(4,760.18)**	**(4,796.74)**
Cash flows	181.20	156.49	(61.83)	(87.02)	47.57	(338.28)	**(101.86)**
Net debt as at 31 March 2020	**783.12**	**527.62**	**(925.75)**	**(145.28)**	**(39.86)**	**(5,098.46)**	**(4,898.60)**

19. Lease liability	**Non-current portion**		**Current portion**	
	31 March 2020	**31 March 2019**	**31 March 2020**	**31 March 2019**
Lease liability	**99.79**	-	**16.33**	-
	99.79	-	16.33	-

20. Provisions

Non current	**31 March 2020**	31 March 2019
Provision for employee benefits		
Gratuity (Refer note 40)	**352.72**	225.86
	352.72	225.86
Current		
Gratuity (Refer note 40)	**31.19**	47.89
Compensated absense	**35.71**	-
Dividend on preference shares (including taxes)	**(0.00)***	(0.00)*
	66.90	47.89

* Since denominated in INR million

21. Trade payables

Outstanding dues of micro enterprises & small enterprises	0.81	0.66
Outstanding dues of creditors other than micro enterprises & small enterprises	**1,309.13**	1,640.93
	1,309.94	1,641.59

(i) Refer note 37 for amounts due to related parties
(ii) Information about the Company's exposure to interest rate risk, foreign currency risk and liquidity risk is disclosed in Note 45

22. Other financial liabilities

Current maturities of long-term debt (also refer note 18)	**274.48**	249.12
Current maturities of long-term debt pertaining to finance lease obligation (also refer note 18)	**20.75**	27.90
Interest accrued but not due on borrowings	**5.99**	5.21
Interim dividend payable	**0.80**	0.80
Accrued employee liabilities	**1,450.50**	1,225.84
Capital creditors	**35.06**	56.90
	1,787.58	1,565.77

23. Contract liabilities

Contract liabilities relating to discontinued operations	**1,425.47**	1,577.57
Contract liabilities relating to training business	**138.81**	121.64
	1,564.28	1,699.21

(i) Information about the Company's exposure to Interest rate risk, foreign currency risk and liquidity risk is disclosed in Note 45

24. Other current liabilities

Statutory liabilities	**798.07**	735.23
Advance from customers	**8.41**	0.13
Book overdraft	-	26.23
	806.48	761.59

25. Liabilities directly associated with assets held for sale

Advances received (Refer note 44)	43.00	40.00
	43.00	40.00

(All amounts are in Indian Rupees million)

	31 March 2020	31 March 2019
26. Revenue from contracts with customers		
Facility services revenue	**19,168.71**	18,153.73
Facility projects revenue	**66.09**	22.18
	19,234.80	18,175.91
27. Other income		
Interest income under effective interest method on deposits with banks and others	**39.86**	41.18
Foreign exchange fluctuation gain (net)	**0.03**	7.17
Finance income on lease receivables	**48.56**	66.10
Interest income on financial assets at amortised cost	**8.71**	-
Miscellaneous income	**3.33**	1.09
	100.49	115.54
28. Cost of materials consumed		
Inventory at the beginning of the year	**233.94**	430.75
Add: Purchases	**1,760.90**	1,087.66
Less: Inventory at the end of the year	**93.83**	233.94
	1,901.01	1,284.47
Break up of materials consumed		
Electrical material *(excludes material consumed for discontinued operations)*	**-**	2.75
Construction/ Project material	**49.14**	45.35
Others	**1,851.87**	1,236.37
	1,901.01	1,284.47
Break up of closing stock		
Electrical material	**34.63**	100.37
Construction/ Project material	**8.51**	27.00
Others	**50.69**	106.57
	93.83	233.94

BVG India Limited
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	31 March 2020	31 March 2019
29. Employee benefits expense		
Salaries, wages and allowances	**10,417.88**	9,805.05
Contribution to provident and other funds (refer note 40)	**1,001.45**	1,080.66
Staff welfare expenses	**84.98**	140.39
	11,504.31	11,026.10

	31 March 2020	31 March 2019
30. Finance costs		
Interest expense		
On borrowings from banks	**797.36**	685.08
On borrowings from others	**11.40**	63.06
On optionally convertible debentures	**0.23**	0.20
Other borrowing costs*	**101.58**	103.37
	910.57	851.71

*Includes charges on account of guarantee commission, LC and renewal of credit facilities.

	31 March 2020	31 March 2019
31. Other expenses		
Subcontracting charges	**704.82**	745.61
Freight, octroi and transportation	**29.79**	19.57
Equipment hiring charges	**129.20**	102.42
Retainership fees	**575.07**	612.14
Power and fuel	**871.56**	840.88
Rent (refer note 39)	**159.90**	131.33
Rates and taxes	**28.05**	38.48
Repairs and maintenance:		
- on machinery	**13.10**	10.86
- others	**314.93**	384.67
Insurance	**28.84**	64.18
Travelling and conveyance	**78.45**	140.55
Communication	**40.47**	42.33
Advertisement and sales promotions	**22.22**	16.35
Printing and stationery	**37.78**	27.66
Legal and professional charges	**161.48**	190.34
Auditors' remuneration (refer note below)	**5.10**	3.30
Impairment loss	**-**	98.57
Corporate social responsibility expenses (Refer note 41)	**22.63**	30.00
Advances and balances written off	**106.62**	412.57
Provision for expected credit loss	**28.32**	227.05
Miscellaneous expenses	**47.35**	39.09
	3,405.68	4,177.95

	31 March 2020	31 March 2019
Payments to auditors		
As an auditor		
Statutory audit fees	**3.30**	3.30
Other audit services	**1.80**	-
Reimbursement of expenses	**-**	-
	5.10	3.30

BVG India Limited
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32. Tax expenses

		31 March 2020	31 March 2019
A	**Recognised in Statement of Profit and Loss:**		
	Current income tax:		
	Current income tax charge	**395.76**	354.41
	Tax relating to earlier periods	**-**	29.99
	Deferred tax:		
	Relating to origination and reversal of temporary differences (including MAT credit 109.58 million (31 March 2019: NIL)	**(291.31)**	(586.08)
	Income tax expense reported in the statement of profit and loss	**104.45**	(201.68)
	Tax expense of the year attributable to:		
	Continuing operations	**(216.16)**	(106.08)
	Discontinued operations	**111.71**	307.76
		(104.45)	201.68
B	**Recognised in Statement of Other comprehensive income:**		
	Deferred tax:		
	Remeasurement of defined benefit plan	**17.83**	14.43
	Income tax expense reported in the Statement of other comprehensive income	**17.83**	14.43
C	**Recognised in Balance Sheet:**		
	Tax assets		
	Non- current tax assets	**88.21**	68.06
		88.21	68.06
	Current tax liabilities		
	Current tax liability	**147.26**	72.49
		147.26	72.49
D	**Reconciliation of effective tax rate**		
	Accounting profit before tax	**1,288.46**	613.18
	Tax using the Company’s domestic tax rate (34.944%)	**450.24**	214.27
	Adjustments in respect of MAT credit	**(109.58)**	-
	Adjustments in respect of current income tax of previous years (including MAT credit)	**-**	29.99
	Tax effect of:		
	Impact on account of change in accounting policy- Ind AS 115	**(75.01)**	(697.99)
	MAT credit and deferred tax on income tax loss not recognised	**-**	445.09
	Disallowance for donation and CSR	**7.91**	11.37
	Deduction under section 80JJAA of Income Tax Act	**(110.06)**	(157.97)
	Deduction under section 80IA of Income Tax Act	**(106.21)**	(53.78)
	Others	**47.16**	7.34
	Total	**104.44**	(201.68)
	Income tax expense reported in the Statement of profit and loss	**104.45**	(201.68)

(All amounts are in Indian Rupees million)

E **Deferred tax**

Deferred tax relates to the following: **Deferred tax asset / (liability)**	**Balance sheet**		**Statement of profit and loss & other comprehensive income**
	31 March 2020	31 March 2019	**31 March 2020**
Deferred tax asset			
Minimum alternate tax (MAT) credit	**109.58**	-	**(109.58)**
Expected credit loss and discounting of retention money	**606.12**	599.25	**(6.87)**
Provision for employee benefits	**304.24**	231.01	**(73.23)**
Others	**0.54**	3.28	**2.74**
Total	**1,020.48**	833.54	**(186.95)**
Deferred tax liability			
Property, plant & equipment and intangible assets (including intangible assets under development, net of RoU)	**(240.97)**	(260.69)	**(19.71)**
Arrangements that contain a lease	**-**	(4.84)	**(4.84)**
Claim of deduction on account of retention money	**(423.38)**	(519.12)	**(95.74)**
Others	**-**	(1.90)	**(1.90)**
Total	**(664.35)**	(786.55)	**(122.20)**
Net deferred tax asset / (liability)	**356.13**	46.99	**(309.14)**

Deferred tax expense/(income)	**31 March 2020**	31 March 2019
Recognised in the statement of profit and loss (Expense / (income)) (including MAT credit)		
- Attributable to continuing operations	**(121.23)**	140.32
- Attributable to discontinued operations (Refer Note 43)	**(170.09)**	(445.76)
Recognised in the statement of other comprehensive income (Expense / (income))		
- Attributable to continuing operations	**(17.83)**	(14.43)

(All amounts are in Indian Rupees million)

33 Earnings per share

		31 March 2020	31 March 2019
(a) Basic earnings per equity share of face value Rs. 10 each (in Rupees)			
- From continuing operations	A (G/N)	**45.35**	25.50
- From discontinued operations	B (H/N)	**0.26**	5.89
- Total basic earnings per share	C (I/N)	**45.61**	31.39
(b) Diluted earnings per equity share of face value Rs. 10 each (in Rupees)			
- From continuing operations	D (K/O)	**44.19**	24.85
- From discontinued operations	E (L/O)	**0.25**	5.75
- Total diluted earnings per share	F (M/O)	**44.44**	30.60
(c) Reconciliation of earnings used in calculating earnings per year			
Net profit for the year attributable to equity shareholders (Basic)			
- From continuing operations	G	**1,177.32**	661.90
- From discontinued operations	H	**6.69**	152.96
- Total net earnings	I	**1,184.01**	814.86
Add: Interest on compound financial instrument (after tax)	J	-	0.13
Net profit after tax available for equity share holders (Diluted)			
- From continuing operations	K	**1,177.32**	662.03
- From discontinued operations	L	**6.69**	153.09
- Total net earnings (diluted)	M	**1,184.01**	814.99
(d) Weighted average number of shares used as the denominator			
Weighted average number of equity shares of face value of INR 10 each outstanding during the year	N	**25,961,831**	25,961,831
Weighted average number of equity shares of INR 10 each considered as equity shares and potential equity shares outstanding	O	**26,644,808**	26,644,808

	31 March 2020	31 March 2019
Reconciliation of weighted average number of equity shares:		
Equity shares	**25,710,388**	25,710,388
Effect of compulsorily convertible preference shares	**251,443**	251,443
Weighted average number of equity shares: Basic	**25,961,831**	25,961,831
Effect of optionally convertible debentures	**682,977**	682,977
Weighted average number of equity shares: Diluted	**26,644,808**	26,644,808

(All amounts are in Indian Rupees million)

34 Contingent liabilities and commitments

	31 March 2020	31 March 2019
Capital commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	**132.07**	66.98
	132.07	66.98
Contingent liabilities		
I - Guarantees extended by the Company *(refer note a below)*	**35.50**	85.50
II - Employee dues on account of amendment to Payment of Bonus Act, 1965 *(Refer note c below)*	**57.52**	57.52
III - Service tax claims (excluding interest and penalty) *(Refer note c below)*	**1,087.54**	597.36
	1,180.56	740.38

(a) Guarantees disclosed above excludes performance guarantee amounting to INR 3,159.00 million (31 March 2019: 3,092.53 million) towards bid security, earnest money deposit and security deposit.

(b) Since the decision for retrospective application of the amendment in Payment of Bonus Act, 1965 is pending with Hon'ble Bombay High Court, the Company has considered the amendment prospectively from FY 2015-16.

(c) The service tax claim (excluding interest and penalty) is on account of exemption on certain services disallowed by the Service tax department for the period of financial years 2012-17. The Company has filed an appeal with Central Excise and Service Tax Appellate Tribunal and Commissioner of Central Excise and GST against the orders. The quantum of interest and penalty on above cannot be ascertained at the litigation stage and shall be finalised upon conclusion of the litigation.

35 On 6 November 2019, a search/survey was conducted on the Company by the Income Tax Department pursuant to the provisions of section 132/133 of the Income Tax Act, 1961 ("the IT Act"). The proceedings covered various office locations, and residences of certain directors and employees of the Company. The Company has not yet received any demand notice with respect to these proceedings. During these proceedings, the Income Tax department had requisitioned books of accounts and other documents under section 132A/133 of the IT Act for AY 2013-14 to AY 2019-20. The Company has provided the requisite information and explanations sought by the tax authority.

In the absence of any appraisal or demand order, management is currently unable to quantify any possible tax obligation that may arise out of the said search/survey proceedings. Accordingly, no provision has been made pursuant to above matter in the current year.

36 The Honourable Supreme court gave a judgement dated February 28, 2019 on certain aspects related to Provident Fund. The question before the Supreme Court was whether certain allowances payable to all employees generally or to all employees engaged in a particular category would also fall within the purview of 'basic wages' for the purpose of determining the amount of EPF Contribution payable by the employer.

In reference to the above judgement, the Company is of the view that it is highly unlikely that the judgment of the Supreme Court would call for retrospective application. Further, the Company is also of the view that there are interpretation challenges and considerable uncertainty, including estimating the amount retrospectively.

Consequently, no financial effect has been provided in the financial statements towards any potential retrospective application of the above Supreme court judgement. However, as a matter of abundant caution, the Company has made a provision on a prospective basis and believes that the difference between the provision and the expected liability (if any) is not material.

(All amounts are in Indian Rupees million)

37 Related party transactions

List of related parties as per the requirements of Ind-AS 24 - Related Party Disclosures

a) Related parties where control exists

Subsidiaries	BVG Kshitij Waste Management Services Private Limited
	Out of Home Media India Private Limited
	BVG Skill Academy
b) Joint venture	BVG-UKSAS EMS Private Limited
c) Joint operation	BVG Krystal Joint Venture
d) Key management personnel	
Chairman and Managing Director	Hanmantrao Ramdas Gaikwad
Vice Chairman and Whole time Director	Umesh Gautam Mane
Whole time Director	Ganesh Shripad Limaye (upto 30 June 2019)
Director	Swapnali Dattatray Gaikwad
Chief Financial Officer	Akshay Deodhar (upto 30 November 2018)
Chief Financial Officer	Niraj Kedia (from 02 January 2019)
Company Secretary	Rajni Pamnani
e) Relatives of Key management personnel	Vaishali Hanmantrao Gaikwad
	Dattatraya Ramdas Gaikwad
	Mohini Umesh Mane

f) Enterprises over which key management personnel and the relatives of such personnel exercise control / significant influence :

BVG Energy Efficiency Private Limited
BVG Life Sciences Limited
BVG Hi-Tech Agro Limited (formerly known as BVG Sugars Limited)
BVG Jal Private Limited (formerly known as Hilltop Developers Limited)
Livestock and Crop Registry India Limited
Satara Mega Food Park Private Limited
BVG Clean Energy Limited
BVG Security Services Private Limited
Bharat Vikas Pratishthan
BVG Clean Technologies Limited
Aadiarya Agrotech Services LLP (formerly known as BVG Agrotech Services LLP)
Intertech Electro Controls Private Limited

Transactions with related parties:

Nature of transaction	Name of the related party	Year ended 31 March 2020	Year ended 31 March 2019
Compensation paid to Key Management Personnel and their relatives*	Hanmantrao Ramdas Gaikwad	**7.82**	7.80
	Umesh Gautam Mane	**14.10**	10.20
	Ganesh Shripad Limaye	**0.87**	3.50
	Swapnali Dattatray Gaikwad	**2.42**	1.20
	Vaishali Hanmantrao Gaikwad	**6.82**	-
	Dattatraya Ramdas Gaikwad	**3.80**	-
	Mohini Umesh Mane	**0.76**	-
	Akshay Deodhar	**-**	2.02
	Niraj Kedia	**6.22**	1.46
	Rajni Pamnani	**1.90**	2.33
		44.71	28.51

*The above amounts do not include retirement benefits estimated based on actuarial valuation and not allocable to a specific employee.

Nature of transaction	Name of the related party	Year ended 31 March 2020	Year ended 31 March 2019
Rent Paid	Umesh Gautam Mane	-	0.85
Rent Payable	Umesh Gautam Mane	**0.11**	-
		0.11	0.85
Sale of services	Bharat Vikas Pratishan	**36.30**	43.60
	BVG Security Services Private Limited	**-**	64.15
	BVG Jal Private Limited (formerly known as Hilltop Developers Limited)	**-**	1.11
	BVG Kshitij Waste Management Services Private Limited	**35.17**	149.13
	BVG Life Sciences Limited	**3.52**	9.77
	BVG Hi-Tech Agro Limited (formerly known as BVG Sugars Limited)	**-**	2.26
	Livestock and Crop Registry India Limited	**-**	12.98
	Satara Mega Food Park Private Limited	**5.82**	30.58
	Aadiarya Agrotech Services LLP (formerly known as BVG Agrotech Services LLP)	**1.23**	1.56
	BVG-UKSAS EMS Private Limited	**114.90**	471.80
		196.94	786.94
Purchases of goods and services	BVG Life Sciences Limited	**0.05**	0.76

(All amounts are in Indian Rupees million)

Intertech Electro Controls Private Limited	**-**	14.50
BVG Skill Accademy	**11.62**	-
BVG Jal Private Limited	**0.01**	0.28
Satara Mega Food Park Private Limited	**0.21**	
	11.89	15.54

(All amounts are in Indian Rupees million)

Amounts due to/from related parties

Nature of outstanding *(net balances reported)*	**Name of the related party**	**31 March 2020**	31 March 2019
Trade receivables	BVG Krystal Joint Venture	**2.86**	2.86
	Bharat Vikas Pratishthan	**6.20**	8.11
	BVG Hi-Tech Agro Limited (formerly known as BVG Sugars Limited)	**8.56**	8.78
	BVG Security Services Private Limited	**5.80**	5.91
	BVG Life Sciences Limited	**11.22**	9.71
	Satara Mega Food Park Private Limited	**25.33**	18.74
	BVG-UKSAS EMS Private Limited	**808.94**	702.76
	Livestock and Crop Registry India Limited	**-**	28.04
	Intertech Electro Controls Private Limited	**42.20**	42.20
	Aadiarya Agrotech Services LLP (formerly known as BVG Agrotech Services LLP)	**1.56**	0.54
	BVG Clean Energy Limited	**4.86**	4.86
		917.53	832.51
Trade payables	BVG Energy Efficiency Private Limited	**36.97**	62.91
	BVG Clean Technologies Limited	**1.26**	0.50
	BVG Skill Accademy	**0.36**	-
	BVG Jal Private Limited	**0.16**	0.49
	BVG Kshitij Waste Management Services Private Limited	**7.17**	
		45.92	63.90
Capital advance	BVG Clean Energy Limited	**18.29**	18.09
	Satara Mega Food Park Private Limited	**235.57**	99.26
		253.86	117.35
Advances to suppliers	BVG Hi-Tech Agro Limited (formerly known as BVG Sugars Limited)	**63.62**	54.51
	Intertech Electro Controls Private Limited	**2.34**	-
	BVG-UKSAS EMS Private Limited	**8.23**	-
	BVG Life Sciences Limited	**1.96**	-
		76.15	54.51
Advances from customer	BVG Kshitij Waste Management Services Private Limited	**-**	6.24
		-	6.24
Deposits receivable	BVG Hi-Tech Agro Limited (formerly known as BVG Sugars Limited)	**24.00**	24.00
	BVG Krystal Joint Venture	**20.98**	20.98
		44.98	44.98
Unbilled revenue	BVG Kshitij Waste Management Service Private Limited	**-**	18.12
	Bharat Vikas Pratishthan	**0.03**	6.91
	BVG Security Services Private Limited	**-**	5.86
	Satara Mega Food Park Private Limited	**7.52**	2.94
	BVG Life Sciences Limited	**-**	1.03
	BVG Jal Private Limited	**-**	0.13
	Aadiarya Agrotech Services LLP (formerly known as BVG Agrotech Services LLP)	**3.08**	-
	BVG-UKSAS EMS Private Limited	**-**	47.09
		10.63	82.08
Guarantees given by the Company	BVG Kshitij Waste Management Services Private Limited	**-**	50.00
	BVG Krystal Joint Venture	**35.50**	35.50
		35.50	85.50

(i) Terms and conditions of transactions with related parties

The sales to and purchases from related parties are made on terms equivalent to those that prevail in an arm's length transaction. Outstanding balances at the year-end are unsecured and interest free.

38 Operating segments

A. Description of segments and principal activities

The business activities of the Company from which it earns revenues and incurs expenses; whose operating results are regularly reviewed by the chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available involve predominantly four segments.

The following summary describes the operations in each of the Company's reportable segments:

Reportable segments	Operations
1. Facility services:	The division is engaged in the business of mechanized housekeeping, transportation, labour supply, facility management, maintaining ambulances and providing support services in operating such ambulances, running vehicles on hire etc.
2. Facility projects:	The division is engaged in the business of horticultural & landscaping contracts, LED street lights installation and maintenance, etc.
3. Engineering projects (discontinued):	The division is engaged in the business of electrical erection and commissioning contracts.
4. Others:	Results from trading activities not directly related to the above segments are included in the "Others" column

B. Basis of identifying operating segments, reportable segments and segment profit

(i) Basis of identifying operating segments:

Operating segments are identified as those components of the Company (a) that engage in business activities to earn revenues and incur expenses (including transactions with any of the Company's other components; (b) whose operating results are regularly reviewed by the Company's Chief Operating Decision Maker (CODM) to make decisions about resource allocation and performance assessment and (c) for which discrete financial information is available. The Company has four reportable segments as described under 'Description of segments and principal activities' above. The nature of products and services offered by these businesses are different and are managed separately.

(ii) Reportable segments:

An operating segment is classified as reportable segment if reported revenue (including inter-segment revenue) or absolute amount of result or assets exceed 10% or more of the combined total of all the operating segments.

(iii) Segment profit:

Performance of a segment is measured based on segment profit (before interest and tax), as included in the internal management reports that are reviewed by the Company's CODM.

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C. Information about reportable segments

	Facility services		**Facility projects**		**Engineering projects**		**Others**		**Total**	
	31 March 2020	31 March 2019	**31 March 2020**	31 March 2019	**31 March 2020**	31 March 2019	**31 March 2020**	31 March 2019	**31 March 2020**	31 March 2019
External revenue recognised:										
Over time	**19,168.71**	18,153.73	**66.09**	22.18	**-**	-	-	-	**19,234.80**	18,175.91
At a point in time					**390.69**	5,799.90			**390.69**	5,799.90
Segment revenues	**19,168.71**	18,153.73	**66.09**	22.18	**390.69**	5,799.90	**-**	-	**19,625.49**	23,975.81
Segment results	**2,456.72**	1,966.74	**(32.92)**	(465.35)	**(122.30)**	(154.80)	**-**	-	**2,301.50**	1,346.59
Other unallocable income									**-**	8.26
Operating profit									**2,301.50**	1,354.85
Interest income									**119.80**	107.28
Finance Cost									**(910.59)**	(812.15)
Unallocated corporate expenses									**(222.24)**	(36.81)
Profit before tax									**1,288.47**	613.17
Current tax									**(395.77)**	(354.41)
Deferred tax charge									**291.32**	586.08
Short / (excess) provision of tax with respect to earlier years									**-**	(29.99)
Profit after tax									**1,184.02**	814.85
Segment assets	**14,298.94**	12,624.48	**1,012.84**	1,366.29	**2,356.30**	2,664.64	**-**	-	**17,668.08**	16,655.41
Unallocated Corporate assets									**863.64**	553.63
Total assets									**18,531.73**	17,209.04
Segment liabilities	**10,538.05**	9,308.26	**772.12**	299.79	**129.73**	1,739.32	**-**	-	**11,439.90**	11,347.37
Unallocated corporate liabilities								-	**147.26**	72.49
Total liabilities									**11,587.16**	11,419.86
Segment capital expenditure	**390.32**	285.93	**-**	-	**-**	-	**-**	-	**390.32**	285.93
Unallocated capital expenditure									**38.15**	58.96
Total capital expenditure									**428.47**	344.89
Segment depreciation and amortisation	**214.57**	146.43	**5.27**	-	**2.00**	-	**-**	-	**221.84**	146.43
Unallocated depreciation and amortisation									**0.40**	36.81
Total depreciation and amortisation									**222.24**	183.24

39 Leases

Changes in accounting policies

The Company applied Ind AS 116 with a date of initial application of 1 April 2019. The Company applied Ind AS 116 using the modified retrospective approach, under which the cumulative effect of initial application is recognised in retained earnings at 1 April 2019.

Definition of lease

Previously, the Company determined at contract inception whether an arrangement is or contains a lease under Appendix C of Ind AS 17. Under Ind AS 116, the Company assesses whether a contract is or contains a lease based on the definition of a lease, as explained in accounting policies.

On transition to Ind AS 116, the Company elected to apply the practical expedient to grandfather the assessment of which transactions are leases. It applied Ind AS 116 only to contracts that were previously identified as leases. Contracts that were not identified as leases under Ind AS 17 and Appendix C of Ind AS 17 were not reassessed for whether there is a lease. Therefore, the definition of a lease under Ind AS 116 was applied only to contracts open and entered into or modified on or after 1 April 2019.

A. As a lessee

As a lessee, the Company previously classified leases as operating or finance leases based on its assessment of whether the lease transferred significantly all of the risks and rewards incidental to ownership of the underlying asset to the Company. Under Ind AS 116, the Company recognises right-of-use assets and lease liabilities for most leases – i.e. these leases are on-balance sheet.

The Company decided to apply recognition exemptions to short-term leases . For leases of other assets, which were classified as operating under Ind AS 116, the Company recognised right-of-use assets and lease liabilities.

Leases classified as operating leases under Ind AS 17

At transition, lease liabilities were measured at the present value of the remaining lease payments, discounted at the Company's incremental borrowing rate as at 1 April 2019. Right-of-use assets are measured at either:

- their carrying amount as if Ind AS 116 had been applied since the commencement date, discounted using the lessee's incremental borrowing rate at the date of initial application ; or
- an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments.

The Company used the following practical expedients when applying Ind AS 116 to leases previously classified as operating leases under Ind AS 17.

- Applied a single discount rate to a portfolio of leases with similar characteristics.
- Adjusted the right-of-use assets by the amount of Ind AS 37 onerous contract provision immediately before the date of initial application, as an alternative to an impairment review.
- Applied the exemption not to recognise right-of-use assets and liabilities for leases with less than 12 months of lease term.
- Excluded initial direct costs from measuring the right-of-use asset at the date of initial application.
- Used hindsight when determining the lease term if the contract contains options to extend or terminate the lease.

Leases previously classified as finance leases

For leases that were classified as finance leases under Ind AS 17, the carrying amount of the right-of-use asset and the lease liability at 1 April 2019 are determined at the carrying amount of the lease asset and lease liability under Ind AS 17 immediately before that

B. As a lessor

The Company is not required to make any adjustments on transition to Ind AS 116 for leases in which it acts as a lessor, except for a sub-lease. The Company accounted for its leases in accordance with Ind AS 116 from the date of initial application.

(All amounts are in Indian Rupees million)

C. Impacts on financial statements

On transition to Ind AS 116, the Company recognised INR 63.10 million as right-of-use assets and INR 65.26 as lease liabilities, recognising the difference in retained earnings amounting to INR 2.16 million. Detailed bifurcation of lease liability & right-of-use

When measuring lease liabilities, the Company discounted lease payments using its incremental borrowing rate at 1 April 2019. The weighted-average rate applied is 11.1%.
The maturity analysis of lease liabilities is disclosed under Note 45 B

Particulars	**As at 1 April 2019**
Operating lease commitment at 31 March 2019 as disclosed in the Company's financial statements	-
Discounted using the incremental borrowing rate at 1 April 2019	-
Finance lease liabilities recognised as at 31 March 2019	**58.26**

Right-of-Use recognised in the balance sheet	**As at 31 March 2020**
Building	**105.98**

Lease liabilities included in the balance sheet	**As at 31 March 2020**
Non-current	**99.79**
Current	**16.33**
Total	**116.12**

Amounts recognised in the Statement of profit and loss	**For the year ended 31 March 2020**
Interest on lease liabilities	**11.40**
Total	**11.40**

Amounts recognised in the statement of cash flows	**For the year ended 31 March 2020**
Total cash inflow for leases	**(21.23)**
Total	**(21.23)**

B. Leases as lessor
The Company has leased its vehicles on finance lease basis.

	Lease receivable
Amount as at 1 April 2018	**699.77**
Add: Finance income recognised during the period	66.10
Less: Minimum lease payments received during the period	(223.52)
Amount as at 31 March 2019	**542.35**
Add: Finance income recognised during the period	**48.56**
Less: Minimum lease payments received during the period	**(223.52)**
Amount as at 31 March 2020	**367.39**

(All amounts are in Indian Rupees million)

	31 March 2020	31 March 2019
Gross investment in the lease		
- receivable in less than one year	**385.51**	223.52
- receivable between one and five years	**-**	385.51
- receivable after more than five years	**-**	-
	385.51	609.03
Present value of minimum lease payments		
- receivable in less than one year	**227.63**	174.96
- receivable between one and five years	**-**	361.43
- receivable after more than five years	**-**	-
	227.63	536.39
Unearned finance income	**18.12**	**66.68**
Net investment in lease	**367.39**	542.35
Unguaranteed residual value	**13.86**	13.86

During the year, there is no revenue against the investment property held by the company for the purpose of leasing out to third

(All amounts are in Indian Rupees million)

40 Employee benefits

A. Defined contribution plans

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards provident fund, employees state insurance corporation and labour welfare fund, which are defined contribution plans. The Company has no obligations other than to make the specified contributions. The contributions are charged to the Statement of Profit and Loss as they accrue. The amount recognised as an expense towards contribution to provident fund, employee state insurance and labour welfare fund for the year amounted to INR 799.92 million, INR 251.04 million and INR 1.88 million (31 March 2019 : 742.51 million, 335.78 million, 2.37 million) respectively.

B. Defined benefit plan

I. For staff:

The Company has a defined benefit gratuity plan governed by the Payment of Gratuity Act, 1972. The scheme is a non-contributory defined benefit arrangement providing gratuity benefits expressed in terms of final monthly salary and service. The scheme is partly funded with the Life Insurance Corporation of India. In accordance with the standard, the disclosures relating to the Company's gratuity plan are provided below:

	31 March 2020	31 March 2019
a) Statement showing changes in present value of obligation		
Present value of obligations at the beginning of the year	**50.94**	48.55
Interest cost	**3.82**	3.58
Current service cost	**9.02**	9.70
Benefits paid	**(4.26)**	(0.94)
Actuarial loss / (gain) on obligations	**11.80**	(9.95)
Present value of obligations as at the end of the year	**71.32**	50.94
b) Table showing changes in the fair value of plan assets		
Fair value of plan assets at the beginning of year	**0.22**	0.19
Interest income	**0.23**	0.28
Return on plan assets excluding amounts included in interest income	**(0.34)**	(0.90)
Contributions	**-**	0.65
Fair value of plan assets at the end of the year	**0.11**	0.22
c) Amounts recognised in the Balance Sheet are as follows:		
Present value of obligation as at the end of the period	**71.32**	50.94
Fair value of plan assets as at the end of the period	**(0.11)**	(0.22)
(Surplus) / deficit	**71.21**	50.72
d) Amounts recognised in the Statement of Profit and Loss are as follows:		
Current service cost	**9.02**	9.70
Net interest (income) / expense	**3.59**	3.31
Net periodic benefit cost recognised in the Statement of Profit and Loss at the end of the period	**12.61**	13.01

(All amounts are in Indian Rupees million)

40 Employee benefits *(continued)*

	31 March 2020	31 March 2019
e) Amounts recognised in Other Comprehensive Income (OCI) are as follows:		
Remeasurement for the year - obligation gain / (loss)		
(Gain) / loss from change in demographic assumptions	**(0.61)**	-
(Gain) / loss from change in financial assumptions	**7.20**	(0.90)
Experience (gains) / losses	**5.21**	(9.04)
Remeasurement for the year - plan assets (gain) / loss	**0.34**	0.90
Total remeasurements cost / (credit) for the year	**12.14**	(9.04)

f) Net interest (income) / expense recognised in the Statement of Profit and Loss are as follows:

	31 March 2020	31 March 2019
Interest (income) / expense - obligation	**3.82**	3.58
Interest (income) / expense - plan assets	**(0.23)**	(0.28)
Net interest (income) / expense for the year	**3.59**	3.30

g) The broad categories of plan assets as a percentage of total plan assets are as follows:

	%	%
Funds managed by insurer	**100**	100
Total	**100**	100

h) Principal actuarial assumptions used in determining gratuity benefit obligations for the Company's plans are as follows:

	%	%
Discount rate	**6.90**	7.75
Rate of increase in compensation levels	**5.00**	5.00
Expected rate of return on plan assets	**6.90**	7.75
Withdrawal rate	**8.00% p.a at younger ages reducing to 1.00% p.a% at older ages**	3.00
Mortality rate	Indian Assured Lives Mortality (2012-14) table	

i) A quantitative sensitivity analysis for significant assumptions is shown as follows:
Sensitivity analysis indicates the influence of a reasonable change in certain significant assumptions on the outcome of the present value of obligation. Sensitivity analysis is done by varying (increasing/ decreasing) one parameter by 50 basis points (0.5%).

(a) Impact of change in discount rate when base assumption is decreased / increased by 50 basis points

Discount rate	**Present value of obligation**	
	31 March 2020	31 March 2019
Increase by 0.5%	**66.95**	48.10
Decrease by 0.5%	**76.10**	54.05

(b) Impact of change in compensation levels when base assumption is decreased / increased by 50 basis points

Salary increment rate	**Present value of obligation**	
	31 March 2020	31 March 2019
Increase by 0.5%	**75.60**	53.87
Decrease by 0.5%	**67.33**	48.24

(c) Impact of change in withdrawal rate when base assumption is decreased / increased by 1000 basis points

Withdrawal rate	**Present value of obligation**	
	31 March 2020	31 March 2019
Increase by 10%	**71.84**	51.48
Decrease by 10%	**70.78**	50.38

The above sensitivity analyses have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the reporting date. In practice, generally it does not occur. When we change one variable, it affects to others. In calculating the sensitivity, project unit credit method at the end of the reporting period has been applied.

40 Employee benefits *(continued)*

The method and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous year.

The average duration of the defined benefit obligation is 14.58 years (March 31, 2019 - 14.16 years).

The Company makes payment of liabilities from it's cash and cash equivalents balances whenever liability arises.

The expected maturity analysis of the undiscounted gratuity benefit is as follows:

Defined benefit obligations	**Amount (in million)**
Within 1 year	**3.40**
1-2 year	**3.48**
2-3 year	**3.53**
3-4 year	**3.59**
4-5 year	**3.45**
More than 5 year	**16.11**
	33.56

The future accrual is not considered in arriving at the above cash-flows.

Risk exposure
These defined benefit plans expose the Company to actuarial risks such as longevity risk, currency risk, interest rate risk and market risk.

II. For workers:

The scheme is a non-contributory defined benefit arrangement providing gratuity benefits expressed in terms of final monthly salary and service. The Company's gratuity plan is unfunded. In accordance with the Standard, the disclosures relating to the Company's gratuity plan are provided below:

	31 March 2020	31 March 2019
a) Statement showing changes in present value of obligation		
Present value of obligations at the beginning of the year	**225.12**	142.75
Interest cost	**16.68**	10.49
Current service cost	**38.88**	24.98
Benefits paid	**(7.63)**	(3.54)
Actuarial loss / (gain) on obligations	**39.65**	50.45
Present value of obligations as at the end of the year	**312.70**	225.12
b) Table showing changes in the fair value of plan assets		
Fair value of plan assets at the beginning of year	**2.08**	-
Interest income	**0.68**	0.38
Return on plan assets excluding amounts included in interest income	**0.80**	(0.30)
Contributions	**-**	2.00
Paid / transfer out	**(3.56)**	-
Fair value of plan assets at the end of the year	**-**	2.08
c) Amounts recognised in the Balance Sheet are as follows:		
Present value of unfunded obligation as at the end of the period	**312.70**	225.13
Fair value of plan assets as at the end of the year	**-**	(2.08)
(Surplus) / deficit	**312.70**	223.05
d) Amounts recognised in the Statement of Profit and Loss are as follows:		
Current service cost	**38.88**	24.98
Net interest (income) / expense	**16.00**	10.11
Net periodic benefit cost recognised in the Statement of profit and loss at the end of the period	**54.88**	35.09

(All amounts are in Indian Rupees million)

40 Employee benefits *(continued)*

	31 March 2020	31 March 2019
e) Amounts recognised in Other Comprehensive Income (OCI) are as follows:		
Remeasurement for the year - obligation gain / (loss)		
(Gain) / loss from change in financial assumptions	**31.53**	(1.19)
(Gain) / loss from change in demographic assumptions	**(0.40)**	-
Experience (gains) / losses	**8.52**	51.64
Remeasurement for the year - plan assets (gain) / loss	**(0.80)**	0.30
Total remeasurements cost / (credit) for the year	**38.85**	50.75

f) Net interest (income) / expense recognised in Statement of Profit and Loss are as follows:

	31 March 2020	31 March 2019
Interest (income) / expense - obligation	**16.68**	10.49
Interest (income) / expense - plan assets	**(0.68)**	(0.38)
Net interest (income) / expense for the year	**16.00**	10.11

g) Principal actuarial assumptions used in determining gratuity benefit obligations for the Company's plans are as follows:

	%	**%**
Discount rate	**6.90**	7.75
Rate of increase in compensation levels	**5.00**	5.00
Withdrawal rate		
Age up to 25 years	**8.00**	8.00
Age 26 - 35 years	**6.00**	6.00
Age 36 - 45 years	**4.00**	4.00
Age 46 - 55 years	**2.00**	2.00
Age above 56 years	**1.00**	1.00

In addition to above, 80% withdrawal rate was assumed for employees with duration of service less than 5 years

Mortality rates — Indian Assured Lives Mortality (2012-14) table

h) A quantitative sensitivity analysis for significant assumptions is shown as follows:

Sensitivity analysis indicates the influence of a reasonable change in certain significant assumptions on the outcome of the present value of obligation. Sensitivity analysis is done by varying (increasing/ decreasing) one parameter by 50 basis points (0.5%).

(a) Impact of change in discount rate when base assumption is decreased / increased by 50 basis points

Discount rate	**Present value of obligation**	
	31 March 2020	31 March 2019
Increase by 0.5%	**293.54**	213.80
Decrease by 0.5%	**333.80**	237.50

(b) Impact of change in salary increase rate when base assumption is decreased / increased by 50 basis point

Salary increment rate	**Present value of obligation**	
	31 March 2020	31 March 2019
Increase by 0.5%	**334.08**	237.78
Decrease by 0.5%	**293.12**	213.47

(c) Impact of change in withdrawal rate when base assumption is decreased / increased by 1000 basis point

Withdrawal rate	**Present value of obligation**	
	31 March 2020	31 March 2019
Increase by 10%	**316.43**	228.67
Decrease by 10%	**308.84**	221.39

The above sensitivity analyses have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the reporting date. In practice, generally it does not occur. When we change one variable, it affects to others. In calculating the sensitivity, project unit credit method at the end of the reporting period has been applied.

40 Employee benefits *(continued)*

The method and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous year.

The weighted average duration of the defined benefit obligation is 15.51 years (March 31, 2019 - 13.97 years).
The Company makes payment of liabilities from it cash and cash equivalents balances whenever liability arises.

The expected maturity analysis of the undiscounted gratuity benefit is as follows:

Defined benefit obligations	Amount (in million)
Within 1 year	**19.52**
1-2 year	**25.63**
2-3 year	**18.57**
3-4 year	**16.25**
4-5 year	**15.93**
More than 5 year	**70.21**
	166.11

The future accrual is not considered in arriving at the above cash-flows.

Risk exposure
These defined benefit plans expose the Company to actuarial risks such as longevity risk, currency risk, interest rate risk and market risk.

41 Corporate Social Responsibility (CSR) expenditure

As per provisions of section 135 of Companies Act 2013, the Company was required to spend INR 30.97 million (31 March 2019: 38.96 million) being 2% of average net profits made during the three immediately preceding financial years, in pursuance of its Corporate Social Responsibility Policy on the activities specified in Schedule VII of the Act. The Company has spent INR 22.63 million (31 March 2019: 30 million) towards promotion of education in line with its CSR policy.

42 Details of dues to Micro, Small and Medium Enterprises Development Act, 2006

	31 March 2020	31 March 2019
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of year		
Principal amount due to micro and small enterprises	**0.81**	0.66
Interest due on above	**0.17**	0.11
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	**-**	-
Payment to supplier beyond the appointed date	**-**	-
Interest paid on above	**-**	-
The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	**-**	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	**-**	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	**0.36**	0.18

The Company has compiled this information based on intimation received from the suppliers of their status as Micro or Small Enterprises and/ or its registration with the appropriate authority under the Micro, Small and Medium Enterprises Development Act, 2006.

(All amounts are in Indian Rupees million)

43 Discontinued operations

(a) Description

On 11 February 2019, the Board of Directors decided to discontinue the Rural Electrification (RE) projects business. While the Company shall not be taking up new RE projects, the ongoing projects shall be completed and the Company will continue to fulfil its obligations towards closed and ongoing projects.

The Company has disclosed a single amount in the Statement of profit and loss comprising the total of the pre and post-tax profit or loss of discontinued operations separately from the results from Continuing operations as per the requirements of Ind AS 105 - Non-current Assets Held for Sale and Discontinued Operations. Moreover, the Company has also re-presented the above disclosures for prior periods presented in the financial statements so that the disclosures relate to all operations that have been discontinued by the end of the reporting period for the latest period presented.

(b) Financial performance

Financial information relating to the discontinued operation is set out below:

	31 March 2020	31 March 2019
Income		
Revenue from contracts with customers	**390.69**	5,799.90
Other income	**19.31**	-
Total income	**410.00**	5,799.90
Expenses		
Cost of materials consumed	**322.31**	4,939.36
Operating and other expenses	**190.68**	975.78
Finance costs	**0.02**	39.56
Depreciation and amortisation expense	**2.00**	-
Total expenses	**515.02**	5,954.70
Profit before tax from discontinued operations (A)	**(105.02)**	(154.80)
Tax expenses		
Current tax (B)	**58.37**	138.00
Deferred tax (C)	**(170.09)**	(445.76)
Profit from discontinued operations A-(B+C)	**6.69**	152.96
Total comprehensive income from discontinued operations	**6.69**	152.96

(c) Net cash flow from discontinued operations

- Net cash flow from operating activities	**413.64**	752.17

(All amounts are in Indian Rupees million)

44 Assets classified as held for sale and liabilities directly associated with assets classified as held for sale

	31 March 2020	31 March 2019
Assets classified as held for sale		
Freehold land held for sale	**137.40**	122.20
Liabilities directly associated with assets classified as held for sale		
Advances received	**43.00**	40.00

In November 2013, the Company had entered into a memorandum of understanding with a third party to acquire certain parcels of land in Bengaluru, with the intention of building residential colony for its employees. Payments made were disclosed as capital advances in the financial statements of earlier years.

During the previous financial year, the Company decided not to proceed with construction of the colony and to sell the said parcels of land. Consequently, in September 2018, the Company entered into a memorandum of understanding to sell the same.

The land has been disclosed as assets classified as held for sale and the advances received by the Company towards sale of land has been disclosed as liabilities directly associated with assets classified as held for sale

(All amounts are in Indian Rupees million)

45 Financial instruments: Fair values and risk management

A Accounting classifications and fair value measurements

As per assessments made by the management, fair values of financial instruments carried at amortised cost are not materially different from their carrying amounts since they are either short term nature or the interest rates applicable are equal to the current market rate of interest.
The Company has elected to measure certain equity instruments at 'Fair value through other comprehensive income (FVTOCI)'.

Refer note 2.26 '*Fair value measurement* 'of significant accounting policies for fair value hierarchy.

Sr. No.	Particulars	Carrying value	
		31 March 2020	31 March 2019
	Level 2 financial instruments		
I	**Financial asset**		
a)	**Carried at amortised cost**		
	Investments	**0.00**	0.00
	Loans	**237.59**	317.91
	Other financial assets	**3,343.78**	3,976.01
	Trade receivables	**8,737.16**	7,341.24
	Cash and cash equivalents	**783.13**	628.15
	Other bank balances	**527.62**	371.13
b)	**Carried at fair value through other comprehensive income (FVTOCI)**		
	Unquoted non-trade equity investments	**1.06**	1.06
II	**Financial liabilities**		
a)	**Carried at amortised cost**		
	Borrowings	**5,792.00**	5,487.56
	Trade payables	**1,309.94**	1,641.59
	Lease liability	**116.12**	-
	Other financial liabilities	**1,787.58**	1,565.77

B Valuation techniques for level 2 instruments

The following table shows the valuation techniques used in measuring Level 2 fair values for financial instruments measured at fair value and through Other Comprehensive Income in the Balance Sheet. Related valuation processes are described in Note 2.26.

Sr.No	Type	Valuation technique
1	Financial assets and liabilities	Discounted cash flows: The valuation model considers the present value of expected payment, discounted using risk-adjusted discount rate

45 Financial instruments: Fair values and risk management *(continued)*

C Financial risk management policy and objectives

The Company's principal financial liabilities comprise of borrowings, trade payables and other financial liabilities. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. The Company's principal financial assets include investments, loans, trade receivables, cash and cash equivalents, other bank balances and other financial assets that is derived directly from its operations.

The Company's risk management is carried out by the management under policies approved by the board of directors. The Company's treasury identifies, evaluates and hedges financial risks in close co-operation with the Company's operating units. The board provides written principles for overall risk management, as well as policies covering specific areas such as foreign exchange risk, credit risk, and liquidity risk. The Company, through its training and management standards and procedures, aims to maintain a discipline and constructive control environment in which all employees understand their roles and obligations. The Company is not exposed to interest rate risk since the Company has fixed interest rate borrowings.

In order to minimise any adverse effects on the financial performance of the Company, it has taken various measures. This note explains the source of risk which the entity is exposed to and how the entity manages the risk and impact of the same in the financial statements.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, other bank balances, trade receivables, loans, other financial assets measured at amortised cost.	Ageing analysis, external credit rating (wherever available)	Diversification of bank deposits, credit limits and letters of credit
Liquidity risk	Borrowings, trade payables and other financial liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market risk	Recognised financial assets and liabilities not denominated in Indian rupee (INR)	Sensitivity analysis	Management follows established risk management policies.

(A) Credit risk

Credit risk in case of the Company arises from cash and cash equivalents, deposits with banks, loans, other financial assets and credit exposures to customers including outstanding trade receivables.

Credit risk management

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. To manage this, the Company periodically assesses the reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. Individual risk limits are set accordingly.

The company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk the company compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers reasonable and supportive forward looking information such as:

(i) Actual or expected significant adverse changes in business,
(ii) Actual or expected significant changes in the operating results of the counterparty,
(iii) Financial or economic conditions that are expected to cause a significant change to counterparty's ability to meet its obligations,
(iv) Significant increases in credit risk on other financial instruments of the same counterparty,
(v) Significant changes in the value of collateral supporting the obligation or in the quality of third-party guarantees or credit enhancements.

The Company provides for lifetime Expected Credit Loss (ECL) in case of trade receivables. In case of all other financials assets, the Company applies 12-month expected credit loss model. The Company uses an allowance matrix to measure the expected credit loss of trade receivables.

(All amounts are in Indian Rupees million)

45 Financial instruments: Fair values and risk management *(continued)*

Expected credit loss for receivables

Under Indian GAAP, provision for doubtful debts is recognised on an incurred credit loss model. Under Ind AS, such provision is recognised on an expected credit loss model.

The Company uses a provision matrix to determine impairment loss of its receivables. The provision matrix is based on its historically observed default rates over the expected life of the receivables. At every reporting date, the historically observed default rates are updated, and changes in estimates are analysed.

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and loans and advances. The Company's customer profile include state and central government bodies, public sector enterprises, state owned companies and private customers. General payment terms entail monthly progress payments with a credit period ranging from 30 to 180 days and certain retention money to be released at the end of the project. In some cases retentions are substituted with bank/ corporate guarantees. The Company has a detailed review mechanism of overdue customer receivables at various levels within organisation to ensure proper attention and focus for realisation. Credit risk on trade receivables and unbilled work-in-progress is limited as the customers of the Company mainly consist of the government promoted entities having a strong credit worthiness. The credit period considered in the expected credit loss model for such entities is based on the past trend of receipts. The provision matrix takes into account available external and internal credit risk factors such as Company's historical experience for customers.

Financial assets for which loss allowance is measured using expected credit loss model:

Exposure to risk	**31 March 2020**	31 March 2019
Trade receivables	**10,283.50**	8,696.03
Less: Expected credit loss	**(1,546.34)**	(1,354.79)
	8,737.16	7,341.24
Retention money	**1,023.39**	1,269.95
Less: Expected credit loss	**-**	(16.05)
	1,023.39	1,253.90
Other loans and advances	**76.50**	62.51
Less: Expected credit loss	**-**	-
	76.50	62.51

Reconciliation of loss allowance

	Amount
Loss allowance as at 1 April 2018	(482.09)
Amounts written off	-
Allowance during the year	(888.75)
Loss allowance as at 31 March 2019	(1,370.84)
Amounts written off	**-**
Allowance during the year	**(175.50)**
Loss allowance as at 31 March 2020	**(1,546.34)**

(All amounts are in Indian Rupees million)

45 Financial instruments: Fair values and risk management *(continued)*

(B) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company aims to maintain the level of its cash and cash equivalents at an amount in excess of expected cash outflows on financial liabilities (other than trade payables) over the next six months. The Company also monitors the level of expected cash inflows on trade receivables and loans together with expected cash outflows on trade payables
and other financial liabilities. In addition, the Company's liquidity management policy involves considering the level of liquid assets necessary to meet the expected cash flows, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

Exposure to risk	**31 March 2020**	31 March 2019
Borrowings		
Less than 1 year	**5,098.46**	4,760.18
More than 1 year	**693.54**	727.38
Total	**5,792.00**	5,487.56
Trade payables		
Less than 1 year	**1,309.94**	1,641.59
More than 1 year	**-**	-
Total	**1,309.94**	1,641.59
Other financial liabilities		
Less than 1 year	**1,787.58**	1,565.77
More than 1 year	**-**	-
Total	**1,787.58**	1,565.77
Lease liabilities		
Less than 1 year	**16.33**	-
More than 1 year	**99.79**	-
Total	**116.12**	-

45 Financial instruments: Fair values and risk management *(continued)*

C Financial risk management policy and objectives *(continued)*

(C) Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates and interest rates – will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

The Company is exposed to currency risk to the extent that there is a mismatch between the currencies in which sales and purchases are denominated. The Company evaluates exchange rate exposure arising from foreign currency transactions and the Company follows established risk management policies to mitigate the risk.

Foreign currency exposure:

Financial assets	**Currency**	**Amount in foreign currency**		**Amount in INR**	
		31 March 2020	31 March 2019	**31 March 2020**	31 March 2019
Trade receivables	USD	**-**	-	**-**	-
Cash balance	USD	**643.00**	93.00	**0.05**	0.01
	RMB	**3,007.00**	3,007.00	**0.03**	0.03
	HKD	**1,102.00**	1,102.00	**0.01**	0.01
	AED	**2,300.00**	-	**0.05**	-
	EUR	**320.00**	320.00	**0.03**	0.02

Financial liabilities	**Currency**	**Amount in foreign currency**		**Amount in INR**	
		31 March 2020	31 March 2019	**31 March 2020**	31 March 2019
Trade payables	GBP	**57,337.00**	-	**4.10**	-
	USD	**-**	83,839.00	**-**	5.82
	EUR	**-**	5,606.00	**-**	0.44

Currency wise net exposure (assets -liabilities)

	Amount in foreign currency		**Amount in INR**	
	31 March 2020	31 March 2019	**31 March 2020**	31 March 2019
USD	**643.00**	(83,746.00)	**0.05**	(5.81)
RMB	**3,007.00**	3,007.00	**0.03**	0.03
HKD	**1,102.00**	1,102.00	**0.01**	0.01
AED	**2,300.00**	-	**0.05**	-
GBP	**(57,337.00)**	-	**(4.10)**	-
EUR	**320.00**	320.00	**0.03**	(0.42)

Sensitivity analysis

Currency	**Amount in INR**		**Sensitivity %**	**Impact on profit (strengthen)**		**Impact on profit (weakening)**	
	31 March 2020	31 March 2019		**31 March 2020**	31 March 2019	**31 March 2020**	31 March 2019
USD	**0.05**	(5.81)	5.00%	**0.00***	(0.29)	**(0.00)***	0.29
RMB	**0.03**	0.03	5.00%	**0.00***	0.00	**(0.00)***	0.00
HKD	**0.01**	0.01	5.00%	**0.00***	0.00	**(0.00)***	0.00
AED	**0.05**	-	5.00%	**0.00***	0.00	**(0.00)***	0.00
GBP	**(4.10)**	-	5.00%	**(0.20)**	0.00	**0.20**	0.00
EUR	**0.03**	(0.42)	5.00%	**0.00***	(0.02)	**(0.00)***	0.02
Total	**(3.93)**	(6.19)		**(0.20)**	(0.31)	**0.20**	0.31

(USD - US Dollar, RMB - Yuan, HKD - Hong Kong Dollar, AED - Arab Emirates Dirham, EUR - Euro, GBP - British Pounds)

* Since denominated in INR million

46 Capital management

Risk management
The Company's objectives when managing capital are to
-safeguard it's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and

-maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt. Consistent with others in the industry, the Company monitors capital on the basis of the following ratio: Net debt (total borrowings net of cash and cash equivalents) divided by total 'equity' (as shown in the balance sheet).

	31 March 2020	**31 March 2019**
Borrowings	**5,792.00**	5,487.56
Less: Cash and cash equivalents	**783.13**	628.15
Net debt	**5,008.87**	4,859.42
Equity	**6,937.93**	5,789.24
Debt to equity ratio	**72%**	84%