

## BOARD'S REPORT

**To the Members,  
BHARAT MUMBAI CONTAINER TERMINALS PRIVATE LIMITED**

Your Directors have pleasure in presenting their Ninth Report of the Company together with the Audited Financial Statements for the year ended 31<sup>st</sup> March, 2023.

### 1. FINANCIAL RESULTS

(Amount in INR Millions)

Particulars	Financial Year	
	2022-23	2021-22
Income <sup>1</sup>	10,926.11	7,398.60
Expenses <sup>1</sup>	15,769.32	11,414.80
Loss Before Tax	<b>(4,843.21)</b>	<b>(4,016.20)</b>
Other Comprehensive Income/(loss)	(2.48)	802.84
Other Comprehensive Loss for the year	<b>(4,845.69)</b>	<b>(3,213.36)</b>

### 2. DIVIDEND

During the year under review, no dividend is declared to conserve the resources and take up development measures.

### 3. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of section 125(2) of the Companies Act, 2013 does not apply as there was no dividend declared and paid during the year under review.

### 4. REVIEW OF BUSINESS OPERATIONS AND FUTURE PROSPECTS

The Company entered into a Concession Agreement ("CA") for the development of fourth container terminal at Jawaharlal Nehru Port ("the Port") on Design, Build, Finance, Operate and Transfer ("DBFOT") basis with the Board of Trustees for Jawaharlal Nehru Port ("JNPT") for 30 years with effect from 22 December 2014. After completion of Phase 1 construction, the Company commenced its commercial operations from January, 2018. It handled 1,863k TEUs during the year under review as compared to 1,246k TEUs in the previous year.

The Company ramped up volume through addition of new customers during the year ending March 2023. The world experienced high volatility, increased commodity prices and inflation and slowdown in trade activities. Competition intensified with JM Baxi winning over JNPA terminal bid and started operations in 2023. The Company remains positive on growth of both Exim and Non-Exim volumes and increase capacity utilization for the year ending March 2024.

<sup>1</sup> Income and Expenses does not include Construction Revenue and Construction Cost amounting to INR 13,409.57 mil.

**5. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THIS REPORT**

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

**6. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

The information pertaining to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished in **Annexure 1** and is attached to this report.

**7. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY**

The Company has in place a framework and process to identify potential risk elements and for its assessments and mitigation. The Company does not anticipate any immediate business risk.

**8. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY (CSR) INITIATIVES**

The provisions of section 135 (5) of the Companies Act, 2013 are not applicable to the Company and accordingly, is not required to spend 2% CSR for 2022-23. The Company has formed CSR Committee and has a CSR policy in place which can be accessed on the Company's website at <https://india.globalpsa.com/mumbai>.

**9. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

The Company has not provided any loans and guarantees or made any investments pursuant to Section 186 of the Companies Act, 2013.

**10. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES**

All the contracts and arrangements with Related Parties were in the ordinary course of business and on arm's length basis. There was no contract or arrangement made with related parties as defined under Section 188 of the Companies Act, 2013 which required approval of shareholders during the year under review.

**11. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS IN THEIR REPORTS**

All observations by the Auditors in their report are self-explanatory. There is no qualification, reservation or adverse remark in their Report.

**12. ANNUAL RETURN**

Pursuant to the provisions of section 92(3) and 134(3) of the Companies Act 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company as on 31<sup>st</sup> March 2023 can be accessed on the Company's website at <https://india.globalpsa.com/mumbai>.

**13. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW**

The Company had 5 Board Meetings during the financial year 2022-23 as listed below. The applicable Secretarial Standards were followed by the Company.

S#	Date
1	13 May 2022
2	18 August 2022
3	28 October 2022
4	29 November 2022
5	3 February 2023

**14. DIRECTORS RESPONSIBILITY STATEMENT**

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits its responsibility Statement that:

- in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- the Directors had 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 and loss of the company for that period;
- the Directors had 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;
- the Directors had prepared the annual accounts on a going concern basis;
- 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.

**15. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES**

The Company does not have any subsidiaries, joint ventures and associate companies.

## 16. DEPOSITS

The Company has neither accepted nor renewed any deposits during the year under review.

## 17. STATUTORY AUDITORS

B S R & Co. LLP, Chartered Accountants (Firm's Registration No: 101248W/ W-100022) are appointed as Statutory Auditors of the Company for a period of five financial years commencing from 1<sup>st</sup> April, 2020 till 31<sup>st</sup> March, 2025 by the members in the Annual General Meeting held on 30<sup>th</sup> October 2020.

## 18. COST AUDITOR

As per section 148 of the Companies Act, 2013 read with the rules made thereunder, the cost accounts and records are maintained by the Company for the year under review. Vivek Laddha & Associates, Cost Accountants (Firm Reg. No. 103465) are appointed as Cost Auditor for financial year 2023-24 for conducting cost audit and their remuneration is being placed for members' ratification at the Annual General Meeting.

## 19. SECRETARIAL AUDIT

For the financial year 2022-23, Secretarial Audit is applicable to the Company pursuant to the provisions of section 204 of the Companies Act, 2013 read with the rules made thereunder and accordingly, the Company has appointed Parikh & Associates, Practising Company Secretary to undertake the Secretarial Audit of the Company. The Secretarial Audit Report as per **Form No. MR-3** forms part of this report.

## 20. INTERNAL FINANCIAL CONTROL AND THEIR ADEQUACY

The Company has in place adequate internal control systems commensurate with the size of its operations. There is no material adverse remark made in Internal Audit and Internal Financial Control Report for 2022-23.

## 21. DISCLOSURE ON SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company is committed to uphold and maintain the dignity of woman employees and it has in place a policy which provides for protection against sexual harassment at workplace and for prevention and redressal of such complaints. For the same, the Company has an Internal Complaints Committee as required under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and during the year, there were 4 meetings held. During the year under review, no complaints were received.

**22. CHANGES IN BOARD OF DIRECTORS**

During the year 2022-23, the following changes happened:

- i. Mr. Michael Formoso, Mr. Gobu Selliaya and Ms. Lau Lee Leng were appointed as non-executive directors with effect from 1 April 2022, 2 May 2022 and 1 October 2022 respectively
- ii. Mr. Anuj Rathi resigned from the post of directorship with effect from 30 September 2022
- iii. Mr. Suresh N. Amirapu was re-designated from executive Director to non-executive Director with effect from 28 October 2022.

**23. SHARES****a. FURTHER ISSUE OF EQUITY SHARES**

There were no further shares issued in the financial year 2022-23. Total issued and paid-up share capital of the Company as on 31<sup>st</sup> March, 2023 is INR 38,79,81,97,720/-

**b. BUY BACK OF SECURITIES**

The Company has not bought back any of its securities during the year under review.

**c. SWEAT EQUITY**

The Company has not issued any Sweat Equity Shares during the year under review.

**d. BONUS SHARES**

No Bonus Shares were issued during the year under review.

**e. EMPLOYEES STOCK OPTION PLAN**

The Company has not issued Equity Shares under the Employees Stock Option Plan during the year under review.

**24. ACKNOWLEDGEMENTS**

Your Directors place on record their sincere thanks to the shareholders, bankers, business associates, consultants and various Government Authorities for their continued support extended to the Company during the year under review. Your Directors also gratefully acknowledges the shareholders for their support and confidence reposed on the Company.

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

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**T. Madhanmohan**  
**Director & CEO**  
**DIN: 07975425**

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**Gobu Selliaya**  
**Director**  
**DIN: 09565592**

**Date: 29 August 2023**

**Place: Mumbai**

### Annexure 1

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

### A. Conservation of Energy:

The Company is taking appropriate steps and measures to conserve the consumption of energy and wherever possible, is installing energy conservative tools, machineries and apparatus and providing training to the workers, staffs and others for the conservation of energy.

On the steps towards sustainability, the Company adopted renewable energy in the form of Solar plant in its premise with a capacity of 1.3MW. This include 0.3MW rooftop and 1MW ground mounted Solar plant. This also helps reduce CO2 emission by 1,300 tonnes.

### B. Technology absorption:

Considering the nature of business activities being carried out by the Company, the Directors have nothing to report regarding technology absorption.

### C. Foreign Exchange Earnings & Outgo:

Earnings & Expenditure in Foreign Currency:

(Amount in INR Millions)

Particulars	Financial Year	
	2022-23	2021-22
Purchase of Tangible/ Intangible Assets	-	-
Interest on external commercial borrowing	2,474.68	2,874.60
Other expenses	523.35	340.20
<b>Total</b>	<b>2,998.03</b>	<b>3,214.80</b>

### FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

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**T. Madhanmohan**  
Director & CEO  
DIN: 07975425

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**Gobu Selliaya**  
Director  
DIN: 09565592

**Date: 29 August 2023**

**Place: Mumbai**

**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 –***NONE***
  - 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- ***The contracts entered into are in the ordinary course of business.***
  - 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) Date(s) of approval by the Board, if any
  - f) Amount paid as advances, if any

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

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**T. Madhanmohan**  
**Director & CEO**  
**DIN: 07975425**

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**Gobu Selliaya**  
**Director**  
**DIN: 09565592**

**Date: 29 August 2023**  
**Place: Mumbai**

**FORM No. MR-3**

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH, 2023

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

To,  
The Members,  
Bharat Mumbai Container Terminals Private Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Bharat Mumbai Container Terminals Private Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, the information to the extent provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by The Ministry of Corporate Affairs warranted due to the spread of the COVID-19 pandemic, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on 31<sup>st</sup> March, 2023, generally 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 made available to us and maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2023 according to the applicable provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; (Not applicable to the Company during the audit period)
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; (Not applicable to the Company during the audit period)
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;



(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 to the Company during the audit period)

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; (Not applicable to the Company during the audit period)

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time; (Not applicable to the Company during the audit period)

(d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable to the Company during the audit period)

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the Company during the audit period)

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not applicable to the Company during the audit period)

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the Company during the audit period) and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the Company during the audit period)

(vi) Other laws applicable specifically to the Company namely:

- a) Dock Workers (Safety, Health And Welfare) Act, 1986
- b) Petroleum Act, 1934

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board and general meetings.

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

We further report that:

The Board of Directors of the Company is duly constituted. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for meetings other than those held at shorter notice, 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.

Decisions at the Board Meetings were taken unanimously.

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 etc.

We further report that during the audit period no events have occurred which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

Place: Mumbai  
Date: August 29, 2023

**For Parikh & Associates**  
Company Secretaries

**Akruti**  
**Rajesh Shah**

Signature:  
Akruti Shah  
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*This Report is to be read with our letter of even date which is annexed as Annexure A and Forms an integral part of this report.*

'Annexure A'

To,  
The Members  
Bharat Mumbai Container Terminals Private Limited

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

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

Place: Mumbai  
Date: August 29, 2023

**For Parikh & Associates**  
Company Secretaries

Akruti  
Rajesh Shah

Signature:  
Akruti Shah  
ACS No: 43371 CP No: 22955  
UDIN: A043371E000874993  
PR: 1129/2021

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# B S R & Co. LLP

Chartered Accountants

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Nesco IT Park 4, Nesco Center,  
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Goregaon (East), Mumbai – 400063, India  
Telephone: +91 (22) 6257 1000  
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## Independent Auditor's Report

### To the Members of Bharat Mumbai Container Terminals Private Limited

### Report on the Audit of the Financial Statements

#### Opinion

We have audited the financial statements of Bharat Mumbai Container Terminals Private Limited (the "Company") which comprise the balance sheet as at 31 March 2023, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the period beginning from 1 April 2022 to 31 March 2023 ("the period"), and notes to the 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 financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2023, and its loss and other comprehensive loss, 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 SAs are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the 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 on the financial statements.

#### Other Information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's directors' report, but does not include the financial statements and auditor's report thereon.

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the 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.

## Independent Auditor's Report (Continued)

### Bharat Mumbai Container Terminals Private Limited

#### Management's and Board of Directors' Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Management and Board of Directors are 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.

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

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

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to 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 the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements 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

## Independent Auditor's Report (Continued)

### Bharat Mumbai Container Terminals Private Limited

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.

#### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2 A. As required by Section 143(3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c. The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.
  - d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e. On the basis of the written representations received from the directors as on 31 March 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2023 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 financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- B. 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:
  - a. The Company does not have any pending litigations which would impact its financial position.
  - b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - d (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 43 to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
    - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
    - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

**Independent Auditor's Report (Continued)**

**Bharat Mumbai Container Terminals Private Limited**

- (ii) The management has represented, that, to the best of its knowledge and belief, as disclosed in the Note 44 to the financial statements, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:
- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
  - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.
- (iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.
- e. The Company has neither declared nor paid any dividend during the year.
- f. As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Company only with effect from 1 April 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is not applicable.
- C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the Company is not a public company. Accordingly, the provisions of Section 197 of the Act are not applicable to the Company. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

**For B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.:101248W/W-100022

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Kumar  
Shah

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Kumar Shah  
Date: 2023.08.29  
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**Rupen Shah**

*Partner*

Place: Ahmedabad

Date: 29 August 2023

Membership No.: 116240

ICAI UDIN:23116240BGWVFH8476



**Annexure A to the Independent Auditor's Report on the Financial Statements of Bharat Mumbai Container Terminals Private Limited for the year ended 31 March 2023**

**(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of one year. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.
- (c) The Company does not have any immovable property (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee). Accordingly, clause 3(i)(c) of the Order is not applicable.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The inventory, has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year. Accordingly, provisions of clauses 3(iii)(a) to 3(iii)(f) of the Order are not applicable to the Company.
- (iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security and therefore the relevant provisions of Sections 185 and 186 of the Companies Act, 2013 ("the Act") are not applicable to the Company. Accordingly, clause 3(iv) of the Order is not applicable.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
- (vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section



**Annexure A to the Independent Auditor's Report on the Financial Statements of Bharat Mumbai Container Terminals Private Limited for the year ended 31 March 2023 (Continued)**

148(1) of the Act in respect of or services provided by it and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

- (vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Service Tax, Value added tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have been regularly deposited with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2023 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax which have not been deposited on account of any dispute are as follows:

Amount in millions

Name of the statute	Nature of the dues	Amount (Rs.)	Period to which the amount relates	Forum where dispute is pending	Remarks , if any
Goods and Service Tax, 2017	GST (In-eligible ITC claimed)	2.30	2017-18	The Joint Commissioner (Appeals), Sales Tax, Maharashtra	

- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been

**Annexure A to the Independent Auditor's Report on the Financial Statements of Bharat Mumbai Container Terminals Private Limited for the year ended 31 March 2023 (Continued)**

used for long-term purposes by the Company.

- (e) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2023. Accordingly, clause 3(ix)(e) is not applicable.
- (f) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2023. Accordingly, clause 3(ix)(f) is not applicable.
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.  
(b) According to the information and explanations given to us and on the basis of 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, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the course of the audit.  
(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.  
(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) The Company is a private limited company and accordingly the requirements as stipulated by the provisions of Section 177 of the Act are not applicable to the Company. In our opinion and according to the information and explanations given to us and on the basis of our examination of records of the Company, transactions with the related parties are in compliance with Section 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) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.  
(b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.  
(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.  
(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.  
(d) The Company is not part of any group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended). Accordingly, the requirements of clause 3(xvi)(d) are not applicable.

**Annexure A to the Independent Auditor's Report on the Financial Statements of Bharat Mumbai Container Terminals Private Limited for the year ended 31 March 2023 (Continued)**

- (xvii) The Company has not incurred cash losses in the current financial year. However, the company had incurred cash loss of Rs 339.46 millions in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) The requirements as stipulated by the provisions of Section 135 are not applicable to the Company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.:101248W/W-100022

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**Rupen Shah**

*Partner*

Place: Ahmedabad

Date: 29 August 2023

Membership No.: 116240

ICAI UDIN:23116240BGWVFH8476

## **Annexure B to the Independent Auditor's Report on the financial statements of Bharat Mumbai Container Terminals Private Limited for the year ended 31 March 2023**

### **Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act**

**(Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

#### **Opinion**

We have audited the internal financial controls with reference to financial statements of Bharat Mumbai Container Terminals Private Limited ("the Company") as of 31 March 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2023, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

#### **Management's and Board of Directors' Responsibilities for Internal Financial Controls**

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in 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.

#### **Auditor's Responsibility**

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

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

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

#### **Meaning of Internal Financial Controls with Reference to Financial Statements**

A company's internal financial controls with reference to financial statements is a process designed to

**Annexure B to the Independent Auditor's Report on the financial statements of Bharat Mumbai Container Terminals Private Limited for the year ended 31 March 2023 (Continued)**

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

**Inherent Limitations of Internal Financial Controls with Reference to Financial Statements**

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

For **B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.:101248W/W-100022

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**Rupen Shah**

*Partner*

Place: Ahmedabad

Date: 29 August 2023

Membership No.: 116240

ICAI UDIN:23116240BGWVFH8476

# Bharat Mumbai Container Terminals Private Limited

## Balance Sheet

as at 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

	Note	As at 31 March 2023	As at 31 March 2022
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	3	168.61	211.59
Capital work-in-progress	5A	14.19	20.00
Intangible assets	4	53,910.89	56,647.64
Intangible assets under development	5B	13,409.57	269.74
Financial assets			
Other financial assets	6	27.48	27.49
Non-current tax assets (net)	26C	310.14	181.47
Other non-current assets	7	993.64	575.17
<b>Total - Non-current assets</b>		<b>68,834.52</b>	<b>57,933.10</b>
<b>Current assets</b>			
Inventories	8	150.80	145.00
Financial assets			
Trade receivables	9	295.86	73.78
Cash and cash equivalents	10	5,056.39	1,611.43
Derivative assets	28(iii)	449.12	79.95
Other financial assets	6	19.88	45.46
Other current assets	11	1,022.08	830.64
<b>Total - Current assets</b>		<b>6,994.13</b>	<b>2,786.26</b>
<b>TOTAL ASSETS</b>		<b>75,828.65</b>	<b>60,719.36</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	12	38,798.20	38,798.20
Other equity	13	(25,280.41)	(20,434.72)
<b>Total Equity</b>		<b>13,517.79</b>	<b>18,363.48</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
Borrowings	14	46,837.56	34,374.76
Other financial liabilities	15	7,135.91	3,525.92
Provisions	16	1,500.37	1,110.62
Other non-current liabilities	17	855.34	898.76
<b>Total Non-current liabilities</b>		<b>56,329.18</b>	<b>39,910.06</b>
<b>Current liabilities</b>			
Financial liabilities			
Borrowings	14	-	-
Trade payables			
Total outstanding dues of micro enterprises and small enterprises	18	45.75	3.26
Total outstanding dues of creditors other than micro enterprises and small enterprises	18	2,078.24	1,092.96
Other financial liabilities	15	2,688.30	851.37
Other current liabilities	17	1,166.76	496.22
Provisions	16	2.63	2.02
<b>Total Current liabilities</b>		<b>5,981.68</b>	<b>2,445.83</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>75,828.65</b>	<b>60,719.36</b>
Significant accounting policies	2		
Notes to the financial statements	3-45		

The notes referred to above form an integral part of the financial statements.  
As per our report of even date attached.

### For B S R & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W / W-100022

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Kumar Shah  
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Date: 2023.08.29 18:13:18 +05'30'

Rupen Shah  
Partner  
Membership No: 116240

Ahmedabad  
29th August 2023

For and on behalf of the Board of Directors of  
Bharat Mumbai Container Terminals Private Limited  
CIN: U74999MH2014FTC255169

THUMMALA  
MADHANMOHAN  
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Date: 2023.08.29 17:16:31 +05'30'

T. Madhanmohan  
Director & CEO  
DIN: 07975425

Mumbai  
29th August 2023

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Gobu Selliaya  
Director  
DIN: 09565592

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Pavitra Mehta  
Company Secretary  
Membership No: FCS 8010  
29th August 2023

# Bharat Mumbai Container Terminals Private Limited

## Statement of Profit and Loss

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

	Note	For the year ended 31 March 2023	For the year ended 31 March 2022
<b>INCOME</b>			
Revenue From operations - Construction Revenue		13,409.57	48.35
Revenue from operations - container handling and related services	19	10,721.58	7,019.94
Other income	20	204.54	378.66
<b>TOTAL INCOME</b>		<b>24,335.69</b>	<b>7,446.95</b>
<b>EXPENSES</b>			
Construction cost		13,409.57	48.35
Employee benefits expense	21	335.99	347.93
Finance costs	22	2,743.85	3,131.06
Depreciation and amortisation expense	23	2,543.72	2,543.72
Loss allowance		2.70	-
Other expenses	24	10,143.07	5,392.09
<b>TOTAL EXPENSES</b>		<b>29,178.90</b>	<b>11,463.15</b>
<b>Loss before tax</b>		<b>(4,843.21)</b>	<b>(4,016.20)</b>
Tax expense			
Current tax	26A	-	-
Deferred tax		-	-
<b>LOSS FOR THE YEAR (A)</b>		<b>(4,843.21)</b>	<b>(4,016.20)</b>
<b>OTHER COMPREHENSIVE INCOME ("OCI")</b>			
<b>Items that will not be reclassified subsequently to profit or loss</b>			
Remeasurements of the net defined benefit plans		0.47	(0.26)
Income tax relating to items that will not be reclassified to profit or loss		-	-
<b>Items that will be reclassified subsequently to profit or loss</b>			
Effective portion of gains/ (losses) on hedging instruments in cashflow hedge			
- Mark to market gain/ (loss) on the outstanding derivative contracts		369.17	(2,955.19)
- Gain/ (loss) on revaluation of external commercial borrowings		(372.12)	3,758.29
Income tax relating to items that will be reclassified to profit or loss		-	-
<b>OTHER COMPREHENSIVE INCOME FOR THE YEAR (NET OF TAX) (B)</b>		<b>(2.48)</b>	<b>802.84</b>
<b>TOTAL COMPREHENSIVE LOSS FOR THE YEAR (A+B)</b>		<b>(4,845.69)</b>	<b>(3,213.36)</b>

### Earnings per equity share (nominal value of INR 10 each)

Basic and diluted

Significant accounting policies

Notes to the financial statements

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

As per our report of even date attached.

### For B S R & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W / W-100022

Rupen Dilip Kumar Shah  
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Date: 2023.08.29 18:14:07 +05'30'

**Rupen Shah**

Partner

Membership No: 116240

Ahmedabad

29th August 2023

For and on behalf of the Board of Directors of  
Bharat Mumbai Container Terminals Private Limited  
CIN: U74999MH2014FTC255169

THUMMALA MADHANMOHAN  
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**T. Madhanmohan**

Director & CEO

DIN: 07975425

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**Gobu Selliaya**

Director

DIN: 09565592

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Date: 2023.08.29 17:37:32 +05'30'

**Pavitra Mehta**

Company Secretary

Membership No: FCS 8010

29th August 2023

Mumbai

29th August 2023

# Bharat Mumbai Container Terminals Private Limited

## Statement of Cash Flows

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

	Note	For the year ended 31 March 2023	For the year ended 31 March 2022
<b>A Cash flows from operating activities</b>			
<b>(Loss) before tax</b>		<b>(4,843.21)</b>	<b>(4,016.20)</b>
Adjustments for:			
Interest income		(123.87)	(19.42)
Amortisation of EPCG grant		(43.42)	(43.42)
Depreciation and amortisation expense		2,543.72	2,543.72
Finance Costs		2,741.92	3,130.22
Repairs and Maintenance Provision		256.17	287.59
Loss on sale of property, plant and equipment		1.07	0.74
Unrealised foreign exchange (gain)/ loss on borrowings		3,640.04	875.30
Realised mark to market gain on derivative contracts (net)		-	(293.64)
Unwinding of discount on employee and ex-employee related liabilities		1.18	0.84
Loss Allowance		2.70	
<b>Cash generated from operations before working capital changes</b>		<b>4,176.30</b>	<b>2,465.73</b>
Adjustments for:			
(Increase)/decrease in non-current financial assets		0.01	(0.24)
(Increase) in other non-current assets		(418.47)	683.81
(Increase) in inventories		(5.80)	(29.55)
Decrease in trade receivables		(224.78)	22.61
(Increase)/decrease in other current financial assets		41.91	(10.66)
(Increase) in other current assets		(191.44)	(91.72)
Increase/(decrease) in other non-current financial liabilities		3,609.98	(34.18)
Increase in provisions (current and non-current liabilities)		4.10	4.08
Increase in trade payables		996.34	86.75
Increase in other current financial liabilities		661.73	36.81
Increase in other current liabilities		670.54	19.23
<b>Cash generated from operations</b>		<b>9,320.42</b>	<b>3,152.68</b>
Income taxes refund/ (paid) (net)		(128.67)	(121.60)
<b>Net cash flows generated from operating activities (A)</b>		<b>9,191.75</b>	<b>3,031.08</b>
<b>B Cash flow from investing activities</b>			
Purchase of property, plant and equipment including expenditure on capital work in progress		(34.10)	(64.50)
Expenditure on intangible asset including intangible asset under development, capital advances and capital creditors		(12,352.34)	(123.98)
Proceeds on Sale/ Disposal of property, plant and equipment		257.53	0.56
Interest received		107.54	17.10
<b>Net cash flows (used in) investing activities (B)</b>		<b>(12,021.37)</b>	<b>(170.81)</b>
<b>C Cash flow from financing activities</b>			
Interest paid		(2,327.67)	(3,051.71)
Proceeds from borrowings		8,602.23	31,618.95
Repayment of borrowing		-	(30,644.20)
<b>Net cash flows (used in)/ generated from financing activities (C)</b>		<b>6,274.56</b>	<b>(2,076.95)</b>
<b>Net (decrease)/ increase in cash and cash equivalents (A+B+C)</b>		<b>3,444.94</b>	<b>783.31</b>
Cash and cash equivalents at the beginning of the year		1,611.43	828.12
<b>Cash and cash equivalents at the end of the year (refer note 2 below)</b>		<b>5,056.37</b>	<b>1,611.43</b>



# Bharat Mumbai Container Terminals Private Limited

## Statement of Cash Flows (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

### Notes:

- 1 The Statement of cash flows has been prepared under the indirect method as set out in Ind AS - 7 on Statement of Cash Flows specified under Section 133 of the Companies Act 2013.

	As at 31 March 2023	As at 31 March 2022
2 Components of Cash and cash equivalents		
Balances with bank:		
- in current accounts	107.35	44.55
- in deposit account (with original maturity of 3 months or less)	4,948.83	1,566.50
Cash on hand	0.21	0.38
	<b>5,056.39</b>	<b>1,611.43</b>

3 Debt reconciliation in accordance with Ind AS 7	<b>Non current borrowings</b>
<b>As at 31 March 2021</b>	<b>36,319.26</b>
Cash flows from borrowing during the year (net)	974.77
Non Cash Items (Foreign exchange changes)	(2,919.27)
<b>As at 31 March 2022</b>	<b>34,374.76</b>
Cash flows from borrowing during the year (net)	8,602.23
Non Cash Items (Foreign exchange changes)	3,860.57
<b>As at 31 March 2023</b>	<b>46,837.56</b>

Significant accounting policies

2

Notes to the financial statements

3-45

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

As per our report of even date attached.

### For B S R & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W / W-100022

Rupen Dilip Kumar  
Shah  
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Rupen Dilip Kumar  
Shah  
Date: 2023.08.29  
18:14:38 +05'30'

**Rupen Shah**

Partner

Membership No: 116240

Ahmedabad

29th August 2023

For and on behalf of the Board of Directors of

Bharat Mumbai Container Terminals Private Limited

CIN: U74999MH2014FTC255169

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Date: 2023.08.29 17:17:24  
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**T. Madhanmohan**

Director & CEO

DIN: 07975425

Mumbai

29th August 2023

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Date: 2023.08.29  
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**Gobu Selliaya**

Director

DIN: 09565592

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by PAVITRA AJIT  
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Date: 2023.08.29  
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**Pavitra Mehta**

Company Secretary

Membership No: FCS 8010

29th August 2023

# Bharat Mumbai Container Terminals Private Limited

## Statement of Changes in Equity

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

	Note	Balance
<b>A. Equity Share Capital</b>		
As at 1 April 2021		38,798.20
Equity shares issued during the year		-
As at 1 April 2022		38,798.20
Equity shares issued during the year		-
As at 31 March 2023	12	<b>38,798.20</b>

## B. Other Equity

	Reserves & Surplus	Items of Other Comprehensive Income (OCI)		Total
	Retained Earnings	Effective portion of cashflow hedges	Remesurements of not defined benefits plan	
As at 1 April 2021	(16,498.69)	(723.16)	0.50	(17,221.35)
(Loss) for the year	(4,016.21)	-	-	(4,016.21)
Other comprehensive income/ (loss) for the year	-	803.11	(0.26)	802.84
As at 31 March 2022	(20,514.90)	79.95	0.24	(20,434.72)
(Loss) for the year	(4,843.21)	-	-	(4,843.21)
Other comprehensive income/ (loss) for the year	-	(2.95)	0.47	(2.48)
As at 31 March 2023	<b>(25,358.11)</b>	<b>77.00</b>	<b>0.71</b>	<b>(25,280.41)</b>

Refer note 13.1 for nature and purpose of each reserve.

Significant accounting policies	2
Notes to the financial statements	3-45

The notes referred to above form an integral part of the financial statements.  
As per our report of even date attached.

### For B S R & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W / W-100022

Rupen Dilip Kumar Shah  
Digitally signed by Rupen Dilip Kumar Shah  
Date: 2023.08.29 18:15:00 +05'30'

**Rupen Shah**

Partner

Membership No: 116240

For and on behalf of the Board of Directors of  
Bharat Mumbai Container Terminals Private Limited  
CIN: U74999MH2014FTC255169

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Date: 2023.08.29 17:17:46 +05'30'

**T. Madhanmohan**

Director & CEO

DIN: 07975425

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Date: 2023.08.29 17:34:47 +05'30'

**Gobu Selliaya**

Director

DIN: 09565592

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Date: 2023.08.29 17:38:24 +05'30'

**Pavitra Mehta**

Company Secretary

Membership No: FCS 8010

29th August 2023

Ahmedabad  
29th August 2023

Mumbai  
29th August 2023

# Bharat Mumbai Container Terminals Private Limited

## Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

### 1A Company Overview

Bharat Mumbai Container Terminals Private Limited ("the Company") was incorporated on 1 April 2014. The Company has entered into a Concession Agreement ("CA") on 6 May 2014 for development of fourth container terminal at Jawaharlal Nehru Port ("JNPT" or "the Port") on Design, Build, Finance, Operate and Transfer ("DBFOT") basis with the Board of Trustees for Jawaharlal Nehru Port ("JNPT" or "Concessions Authority"). On completion of conditions precedent, the Company was granted Letter of Award by JNPT on 22 December 2014 to set-up and operate in accordance with the CA for a period of 30 years with effect from the date of Award i.e. 22 December 2014. The Company commenced its operations in January 2018. The Company is a subsidiary of PSA Bharat Investments Pte. Ltd. ('the Holding Company').

### 1B Basis of preparation

#### (a) Statement of compliance

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

The financial statements for the year ended 31 March 2023 have been approved by the Board of Directors at their meetings held on 14 August 2023

Details of the Company's Accounting Policies are included in Note 2.

#### (b) Basis of measurement

These financial statements are prepared under the historical cost convention, except for the following:

- certain financial assets and liabilities (including derivative instruments that are measured at fair value);

#### (c) Functional and presentation currency

These financial statements are presented in Indian Rupees, rounded off to the nearest Million except for the share data and per share data, unless otherwise stated, which is the functional currency of the Company and the currency of the primary economic environment in which the Company operates.

#### (d) Use of estimates and judgement

The preparation of financial statements in conformity with Generally Accepted Accounting Principles in India requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of the financial statements. Management believes that the estimates made in the preparation of the financial statements are prudent and reasonable. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

Information about assumptions and estimation of uncertainties that have a significant risk of resultant material adjustment in the year ended 31 March 2023 are as follows:

(i) determination of useful lives of tangible and intangible assets (Refer Note 2.5)

(ii) measurement of defined benefit obligations: key actuarial assumptions (Refer Note 2.10);

(iii) fair value measurement of financial instruments (including derivative instruments i.e. foreign currency forward contract and cross currency interest rate swap) (Refer Note 2.11 to 2.14);

(iv) recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources (Refer Note 2.16);

#### (e) Recent Indian Accounting Standards (Ind AS)

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, as below:

##### Ind AS 1 - presentation of financial statements

This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and the impact of the amendment is insignificant in the standalone financial statements.

##### Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors

This amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its standalone financial statements.

##### Ind AS 12 - Income Taxes

This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its financial statements.

# Bharat Mumbai Container Terminals Private Limited

## Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

## 2 Significant accounting policies

### 2.1 Classification of assets and liabilities

Schedule III to the Act, requires assets and liabilities to be classified as either Current or Non-current.

(a) An asset shall be classified as current when it satisfies any of the following criteria:

- (i) it is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;
- (ii) it is held primarily for the purpose of being traded;
- (iii) it is expected to be realised within twelve months after the reporting date; or
- (iv) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

(b) All assets other than current assets shall be classified as non-current.

(c) A liability shall be classified as current when it satisfies any of the following criteria:

- (i) it is expected to be settled in the Company's normal operating cycle;
- (ii) it is held primarily for the purpose of being traded;
- (iii) it is due to be settled within twelve months after the reporting date; or
- (iv) the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

(d) All liabilities other than current liabilities shall be classified as non-current.

### 2.2 Operating Cycle

An operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The Company has ascertained the operating cycle as twelve months for the purpose of current or non-current classification of assets and liabilities.

### 2.3 Property, plant and equipment

Property, plant and equipment ("PPE") is carried at cost of acquisition or construction less accumulated depreciation/amortisation and impairment loss, if any. Cost comprises its purchase price, including inward freight, duties, taxes (to the extent not recoverable from tax authorities) and expenses incidental to acquisition and installation of the asset up to the time the assets are ready for intended use. Subsequent expenditure on an asset after its purchase/ completion is recognised as an expense when incurred unless it is probable that such expenditure will enable the asset to generate future economic benefits associated with the expenditure will flow to the Company and such expenditure can be measured and attributed to the asset reliably, in which case such expenditure is added to the cost of the asset.

Advance paid /expenditure incurred on acquisition /construction of PPE which are not ready for their intended use at each balance sheet date are disclosed under Other non-current assets as capital advance and capital work-in-progress respectively. Capital work-in-progress includes cost of PPE that are not ready to use at balance sheet date.

Losses arising from retirement of and gains/ losses arising from disposal of PPE which are carried at cost are recognised in the statement of profit and loss.

### 2.4 Intangible assets

#### (i) Service concession arrangements

The Company recognises its exclusive port concession rights granted under the Concession Agreement as "Intangible Assets", in which the Concessioning Authority controls or regulates the services provided, the prices charged and controls any significant residual interest in the infrastructure such as PPE, if the infrastructure is constructed or purchased by the Company as part of the Concession Agreement. Such an intangible asset is recognised by the Company at fair value (which is the cost of the consideration received or receivable for the construction service delivered) and is capitalised when the project is complete in all respects and the Company receives the completion certificate from the Concessioning Authority as specified in the concession agreement. Port concession rights also include certain PPE which are reclassified as intangible assets in accordance with Appendix D of Ind AS 115 'Revenue from

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditures recognised the statement of profit and loss as incurred.

Refer note 36 for description and significant terms of service concession arrangements.

# Bharat Mumbai Container Terminals Private Limited

## Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

### (ii) Other intangible assets

Intangible assets comprise of Computer Software and are carried at cost less accumulated amortisation and impairment losses, if any. The cost of an intangible asset comprises its purchase price, including any import duties and other taxes (other than those subsequently recoverable from the taxing authorities), and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates. Subsequent expenditure on an intangible asset after its purchase/ completion is recognised as an expense when incurred unless it is probable that such expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standards of performance and such expenditure can be measured and attributed to the asset reliably, in which case such expenditure is added to the cost of the asset.

Losses arising from retirement of and gains/ losses arising from disposal of intangible assets which are carried at cost are recognised in the Statement of Profit and Loss.

### 2.5 Depreciation and amortisation

The depreciable amount of an item of Property, Plant and Equipment is allocated on a systematic basis over its useful life. The Company provides depreciation on the straight line method over the useful lives as prescribed under Schedule II of the Act or as per management technical assessment. Based on technical evaluation, the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support, etc, the management believed the useful lives of the assets are appropriate. The Company believes that straight line method reflects the pattern in which the asset's future economic benefits are expected to be consumed by the Company. The residual values, useful lives and method of depreciation are reviewed at least at each financial year-end and adjusted prospectively, if appropriate.

Depreciation on additions/ (disposals) are provided on a pro-rata basis i.e. from/ (up to) the date on which the asset is ready to use/ (disposed off).

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values using the straight line method over their estimated useful lives, and is generally recognised in profit and loss. The amortisation period and the amortisation method for finite-life intangible assets is reviewed at each financial year end and adjusted prospectively, if appropriate. The estimated useful life for Computer Software is 3 to 6 years.

The intangibles arising under a service concession arrangement will be amortised over the concession period on a straight line basis from commencement of commercial operation.

The estimated useful lives for the current and comparative periods are as follows:

Assets Class	Useful Lives (in years)	Useful Lives (in years)
	– as per Companies Act, 2013	– as estimated by the Company
Plant and Machinery	15 years	5 to 10 years
Furniture and Fixtures	10 years	10 years
Computers	3 to 6 years	3 to 6 years
Office equipments	5 years	2 to 5 years
Motor vehicles	8 years	8 years
Leasehold improvements	N.A.	3 years or over the lease period, which ever is less

### 2.6 Impairment of non financial assets

The Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. An impairment loss is recognised if the carrying amount of an asset exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss.

The recoverable amount is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, 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 respect of the assets for which impairment loss has been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. When there is indication that an impairment loss recognised for an asset (other than a revalued asset) in earlier accounting periods which no longer exists or may have decreased, impairment loss is reversed to the extent the amount was previously charged to the statement of profit and loss. In case of revalued assets, such reversal is not recognised.

# Bharat Mumbai Container Terminals Private Limited

## Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

### 2.7 Inventories

Inventories consists of store and spares, which are valued at the lower of cost and net realisable value. Cost is computed on a weighted average basis and includes purchase cost, taxes, duties and all expenses incurred in bringing the inventories to its present location and condition, but excludes duties and taxes that are subsequently recoverable from the tax authorities.

### 2.8 Revenue recognition

#### Construction revenue and cost

Construction contract revenue and costs represent the revenue and cost recorded on construction of the Port in accordance with the concession agreement. The construction revenue represent the fair value of the construction services provided in constructing the Port. No profit margin was recognised, as in management's opinion the fair value of the construction services provided approximates to the construction cost. Refer note 2.4 (i) under Significant accounting policies.

#### Revenue from operations - container handling and related services

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 an amount that reflects the consideration expected to be received, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. For export containers, all container handling and storage charges are recognised on the basis of Actual Time of Arrival of the vessel. For import containers, quay side container handling charges are recognised on the basis of Actual Time of Arrival of the vessel whereas storage charges are recognised once container is delivered to the customer.

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

### 2.9 Borrowing costs

Borrowing costs attributable to acquisition and construction of qualifying assets are capitalised as a part of the cost of such assets up to the date when such assets are ready for its intended use. In determining the amount of borrowing costs eligible for capitalisation, any income earned on the temporary investment of those borrowings is deducted from the borrowing costs incurred. Further, it includes exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Statement of Profit and Loss in the period in which they are incurred.

### 2.10 Employee benefits

#### Short-term employee benefits

Employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. These benefits include salaries and wages, bonus, performance incentives, compensated absences such as paid annual leave and sickness leave. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the employee service is recognised as an expense as the related service is rendered by the employee.

#### 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 and has no obligation to pay any further amounts. The Company makes specified monthly contributions towards employee provident fund to Government administered provident fund scheme which is a defined contribution plan. The Company's contributions to provident fund, pension fund and employee state insurance corporation are recognised as an expense in the Statement of profit and loss during the period in which the employee renders related service.

# Bharat Mumbai Container Terminals Private Limited

## Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

### Defined Benefit Plan:

The Company's gratuity benefit scheme is a defined benefit plan. The Company's net obligation in respect of the defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognised past service costs and the fair value of any assets are deducted. The calculation of the Company's obligation under the plan is performed annually by a qualified independent actuary using the projected unit credit method at the balance sheet date.

For defined benefit plans, the amount recognised as 'Employee benefit expenses' in the Statement of Profit and Loss is the cost of accruing employee benefits promised to employees over the year and the costs of individual events such as past/future service benefit changes and settlements (such events are recognised immediately in the Statement of Profit and Loss). The amount of net interest expense calculated by applying the liability discount rate to the net defined benefit liability or asset is charged or credited to 'Finance costs' in the Statement of Profit and Loss.

Any differences between the interest income on plan assets and the return actually achieved, and any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans, are recognised immediately in 'Other comprehensive income' and subsequently not reclassified to the Statement of Profit and Loss.

### Compensated absences

The employees can carry forward a portion of the unutilised accrued compensated absences and utilise it in future service periods or receive cash compensation on termination of employment. Since the compensated absences do not fall due wholly within twelve months after the end of such period, the benefit is classified as a long-term employee benefit. The Company records an obligation for such compensated absences in the period in which the employee renders the services that increase this entitlement. The obligation is measured on the basis of independent actuarial valuation using the projected unit credit method at the balance sheet date. Actuarial gains or losses comprising of experience adjustments and the effects of changes in actuarial assumptions are immediately recognised in the statement of profit and loss.

## 2.11 Financial instruments

### Recognition and initial measurement:

All financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument. A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

### Classification and subsequent measurement:

#### Financial Assets:

On initial recognition, a financial asset is classified as measured at

- amortised cost;
- fair value through other comprehensive income (FVOCI) -debt investment;
- FVOCI -equity investment; or
- FVTPL

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

# Bharat Mumbai Container Terminals Private Limited

## Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

### Financial assets: Subsequent measurement and gains and losses

#### Financial assets at FVTPL

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

#### Financial assets at amortised cost

These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

#### Debt investments at FVOCI

These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

#### Equity investments at FVOCI

These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

### Financial liabilities:

Classification, subsequent measurement and gains and losses:

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gains or loss on derecognition is also recognised in profit or loss.

### Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

## 2.12 Measurement of Fair Values

The Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values. The Company regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the Company assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1 : quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 : inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 : inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.



# Bharat Mumbai Container Terminals Private Limited

## Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

### 2.13 Foreign currency transactions

Functional currency is the currency of the primary economic environment in which the Company operates whereas presentation currency is the currency in which the financial statements are presented. Indian Rupee is the functional as well as presentation currency for the Company.

A foreign currency transaction is recorded, on initial recognition in the functional currency, by applying to the foreign currency amount the spot exchange rate between the functional currency and the foreign currency at the date of the transaction.

At the end of each reporting period, foreign currency monetary items are translated using the closing rate whereas non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction; and non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured.

Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous Financial Statements are recognised in the Statement of Profit and Loss in the period in which they arise. When a gain or loss on a non-monetary item is recognised in Other Comprehensive Income, any exchange component of that gain or loss is recognised in Other Comprehensive Income. Conversely, when a gain or loss on a non-monetary item is recognised in Statement of Profit and Loss, any exchange component of that gain or loss is recognised in Statement of Profit and Loss.

### 2.14 Hedge accounting

The Company designates certain hedging instruments in respect of foreign currency risk and interest rate risk as cash flow hedges. At the inception of the hedge relationship, the entity documents the relationship between the hedging instrument and the hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. Furthermore, at the inception of the hedge and on an ongoing basis, the Company documents whether the hedging instrument is highly effective in offsetting changes in fair values or cash flows of the hedged item attributable to the hedged risk.

The effective portion of changes in the fair value of the designated portion of derivatives that qualify as cash flow hedges is recognised in other comprehensive income and accumulated under equity. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss.

Amounts previously recognised in other comprehensive income and accumulated in equity relating to effective portion as described above are reclassified to profit or loss in the periods when the hedged item affects profit or loss, in the same line as the recognised hedged item. However, when the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, such gains and losses are transferred from equity and included in the initial measurement of the cost of the non-financial asset or non-financial liability.

Hedge accounting is discontinued prospectively when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. Any gain or loss recognised in other comprehensive income and accumulated in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in profit or loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised immediately in profit or loss.

### 2.15 Leases

On inception of a contract, the Company (as a lessee) assesses whether it contains a lease. A contract is or contains a lease when it conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

As a lessee, the Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful life of right-of-use assets are determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

# Bharat Mumbai Container Terminals Private Limited

## Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate. Lease payments included in the measurement of the lease liability comprise the fixed payments, including in substance fixed payments. The lease liability is measured at amortised cost using the effective interest method.

The Company has used number of practical expedients when applying Ind AS 116: - Short-term leases, leases of low-value assets. The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

### 2.16 Provision, contingent liability and contingent assets

Provisions are recognised when there is 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 there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the balance sheet date and are not discounted to its present value. These are reviewed at each year end date and adjusted to reflect the best current estimate.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

Contingent assets are neither recognised, nor disclosed in the financial statements.

### 2.17 Taxation

Income tax expense represents the sum of the current tax and deferred tax:

#### i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

#### ii) Current tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets- unrecognised or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

# Bharat Mumbai Container Terminals Private Limited

## Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

Deferred tax assets and liabilities are offset if there is 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, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

The Company is engaged in the business of container handling activities in addition to developing and maintaining the fourth container terminal at Jawaharlal Nehru Port and qualifies for deduction under Section 80 IA of the Income-Tax Act, 1961. The Company would exercise its option to claim deduction under this section in the subsequent years.

Minimum Alternate Tax (MAT) under the provision of Income Tax Act, 1961 is recognised as current tax in the Statement of Profit and Loss. The credit available under the Act in respect of MAT paid is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the period for which the MAT credit can be carried forward for set off against the normal tax liability. MAT credit recognised as an asset is reviewed at each balance sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

### 2.18 Earnings per share

Basic earnings per share is computed by dividing net profit or loss for the period attributable to equity shareholders by the weighted average number of shares outstanding during the period. Diluted earnings per share is computed after adjusting the effects of all dilutive potential equity shares, except where the results are anti-dilutive.

### 2.19 Statement of cash flows

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, financing and investing activities of the Company are segregated.

### 2.20 Cash and cash equivalents

Cash and cash equivalents for the purpose of cash flow statement comprise cash on hand and cash at bank including fixed deposit with original maturity period of three months or less and short term highly liquid investments with an original maturity of three months or less.

### 2.21 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Managing Director who makes strategic decisions.

## Bharat Mumbai Container Terminals Private Limited

### Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

#### 3 Property, plant and equipment

Particulars	Plant and Machinery	Furniture and Fixtures	Computers	Office equipments	Motor vehicles	Leasehold improvements	Total
<b>Gross block</b>							
Balance as at 1 April 2021	248.38	16.94	93.07	52.43	25.59	1.51	437.93
Additions	44.67	-	1.75	0.55	-	-	46.97
Deletions	(0.89)	-	-	-	(2.11)	-	(3.00)
Balance as at 31 March 2022	292.16	16.94	94.82	52.97	23.48	1.51	481.89
Additions	19.19	0.47	0.10	2.14	0.70	-	22.61
Deletions	-	-	-	-	(9.86)	-	(9.86)
Balance as at 31 March 2023	311.35	17.41	94.92	55.11	14.32	1.51	494.62
<b>Accumulated depreciation/amortisation</b>							
Balance as at 1 April 2021	100.85	5.04	59.12	32.79	10.72	1.51	210.03
Depreciation/amortisation for the year	33.77	1.69	14.37	8.97	3.17	-	61.98
Deletions	(0.61)	-	-	-	(1.11)	-	(1.71)
Balance as at 31 March 2022	134.01	6.74	73.50	41.76	12.78	1.51	270.30
Depreciation/amortisation for the year	34.80	1.72	14.26	8.66	2.98	-	62.42
Deletions	-	-	-	-	(6.71)	-	(6.71)
Balance as at 31 March 2023	168.81	8.46	87.76	50.42	9.05	1.51	326.01
<b>Net block</b>							
Balance as at 31 March 2022	158.15	10.21	21.33	11.21	10.69	-	211.59
Balance as at 31 March 2023	142.54	8.95	7.16	4.69	5.27	-	168.61

#### 4 Intangible assets

Particulars	Port concession rights (Refer note 36)	Port concession rights (Input tax credit)	Computer Software	Total
<b>Gross block</b>				
Balance as at 1 April 2021	66,608.15	255.45	42.90	66,906.50
Additions	-	-	-	-
Deletions	-	-	-	-
Balance as at 31 March 2022	66,608.15	255.45	42.90	66,906.50
Additions	-	-	-	-
Adjustment	-	(255.45)	-	(255.45)
Deletions	-	-	-	-
Balance as at 31 March 2023	66,608.15	-	42.90	66,651.05
<b>Accumulated depreciation/amortisation</b>				
Balance as at 1 April 2021	7,747.45	-	29.66	7,777.11
Depreciation/amortisation for the year	2,476.29	-	5.46	2,481.75
Deletions	-	-	-	-
Balance as at 31 March 2022	10,223.74	-	35.12	10,258.86
Depreciation/amortisation for the year	2,476.29	-	5.01	2,481.30
Deletions	-	-	-	-
Balance as at 31 March 2023	12,700.03	-	40.13	12,740.16
<b>Net block</b>				
Balance as at 31 March 2022	56,384.41	255.45	7.78	56,647.64
Balance as at 31 March 2023	53,908.12	-	2.77	53,910.89

# Bharat Mumbai Container Terminals Private Limited

## Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

	As at 31 March 2023	As at 31 March 2022
<b>5A Capital work-in-progress</b>		
Opening Balance	20.00	2.46
Addition during the year	11.50	64.50
Less: Assets capitalised during the year	(17.29)	(46.97)
	<u>14.19</u>	<u>20.00</u>

### Ageing of Capital work-in-progress as on 31 March 2023

Particulars	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Projects in Progress	11.49	0.55	0.90	1.26	14.19
Project temporarily suspended	-	-	-	-	-

### Ageing of Capital work-in-progress as on 31 March 2022

Particulars	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Projects in Progress	17.53	1.20	0.45	0.81	20.00
Project temporarily suspended	-	-	-	-	-

	As at 31 March 2023	As at 31 March 2022
<b>5B Intangible assets under development</b>		
Port concession rights*		
Opening balance	269.74	221.39
Addition during the year:		
- Civil and mechanical costs & others	12,939.31	-
- Employee benefits expense	33.38	10.16
- Legal and professional charges	167.14	38.19
	<u>13,139.83</u>	<u>48.35</u>
Less: Assets capitalised during the year	-	-
	<u>13,409.57</u>	<u>269.74</u>

\*Port concession rights includes certain property, plant and equipment and other direct and indirect costs which are reclassified as intangible assets in accordance with Appendix D of Ind AS 115 'Revenue from contracts with customers'. The Company has commenced amortisation of the said assets from the date of commencement of commercial operations during the year. (Also refer note 36 for balance concession term).

### Ageing of Intangible assets under development as on 31 March 2023

Particulars	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Projects in Progress	13,143.11	49.84	65.79	150.83	13,409.57
Project temporarily suspended	-	-	-	-	-

### Ageing of Intangible assets under development as on 31 March 2022

Particulars	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Projects in Progress	48.35	70.56	128.88	21.95	269.74
Project temporarily suspended	-	-	-	-	-

	As at 31 March 2023	As at 31 March 2022
<b>6 Other financial assets</b>		
(Unsecured, considered good unless otherwise stated)		
<b>Non-current</b>		
Security deposits	27.48	27.49
	<u>27.48</u>	<u>27.49</u>
<b>Current</b>		
Interest accrued on fixed deposits	19.88	3.55
Other receivables considered good - unsecured	-	41.91
Other receivables credit impaired	155.70	155.70
Less: Loss allowance	(155.70)	(155.70)
	<u>19.88</u>	<u>45.46</u>

	As at 31 March 2023	As at 31 March 2022
<b>7 Other non-current assets</b>		
(Unsecured, considered good unless otherwise stated)		
<b>To other than related parties</b>		
Deposits with regulatory authorities	53.96	0.03
Advance to vendor	918.26	-
Balance with government authorities	-	537.18
Prepaid expenses	21.42	37.97
	<u>993.64</u>	<u>575.17</u>

# Bharat Mumbai Container Terminals Private Limited

## Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

	As at 31 March 2023	As at 31 March 2022
<b>8 Inventories</b>		
(Valued at the lower of costs and net realisable value)		
Stores and spares	150.80	145.00
	<u>150.80</u>	<u>145.00</u>
<b>9 Trade receivables</b>		
Trade receivables considered good - Unsecured	169.24	32.47
Unbilled Revenue	126.62	41.31
	<u>295.86</u>	<u>73.78</u>

### Ageing for trade receivables from the due date of payment for each of the category as at 31st March, 2023

Particulars	Unbilled	Less than 6 months	6 months to 1 year	1-2 years	2-3 Years	More than 3 Years	Total
(i) Undisputed Trade receivables – considered good	126.62	136.87	30.32	1.15	0.72	0.18	295.86
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade receivables – considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>126.62</b>	<b>136.87</b>	<b>30.32</b>	<b>1.15</b>	<b>0.72</b>	<b>0.18</b>	<b>295.86</b>

### Ageing for trade receivables from the due date of payment for each of the category as at 31st March, 2022

Particulars	Unbilled	Less than 6 months	6 months to 1 year	1-2 years	2-3 Years	More than 3 Years	Total
(i) Undisputed Trade receivables – considered good	41.31	31.16	0.38	0.75	0.18	-	73.78
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade receivables – considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>41.31</b>	<b>31.16</b>	<b>0.38</b>	<b>0.75</b>	<b>0.18</b>	<b>-</b>	<b>73.78</b>

There are no Trade receivables which have a significant increase in credit risk or where credit is impaired.

	As at 31 March 2023	As at 31 March 2022
<b>10 Cash and cash equivalents</b>		
Cash on hand	0.21	0.38
Balances with bank		
-in current account	107.35	44.55
-in deposit account (with original maturity of 3 months or less)	4,948.83	1,566.50
	<u>5,056.39</u>	<u>1,611.43</u>
<b>11 Other current assets</b>		
(Unsecured, considered good)		
To parties other than related parties		
Prepaid expenses	51.69	50.20
Advance to vendor	-	14.66
Balance with government authorities	970.13	762.48
Other advances (Employee advance, Insurance claim receivable etc)	0.26	3.30
	<u>1,022.08</u>	<u>830.64</u>

# Bharat Mumbai Container Terminals Private Limited

## Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

	As at 31 March 2023	As at 31 March 2022
<b>12 Equity share capital</b>		
<b>Authorised</b>		
4,000,000,000 (2022: 4,000,000,000) equity shares of INR 10 each	40,000.00	40,000.00
	<b>40,000.00</b>	<b>40,000.00</b>
<b>Issued, subscribed and fully paid up</b>		
3,879,819,772 (2022:3,879,819,772 ) equity shares of INR 10 each, fully paid-up	38,798.20	38,798.20
	<b>38,798.20</b>	<b>38,798.20</b>

### 12.1 Reconciliation of number of shares outstanding at the beginning and at the end of the reporting year

	As at 31 March 2023		As at 31 March 2022	
	No. of shares	Amount	No. of shares	Amount
<b>Equity shares of INR 10 each, fully paid-up</b>				
At the beginning of the year	3,87,98,19,772	38,798.20	3,87,98,19,772	38,798.20
Add : Issue of equity shares during the year	-	-	-	-
At the end of the year	<b>3,87,98,19,772</b>	<b>38,798.20</b>	<b>3,87,98,19,772</b>	<b>38,798.20</b>

### 12.2 Rights, preferences and restrictions attached to shares

Equity shares of INR 10 each, fully paid-up

As at the reporting date, the Company has one class of equity shares referred to as 'equity shares' having a par value of INR 10 each. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets. Each holder of equity shares is entitled to receive dividend as declared from time to time declared by shareholders at General meeting, except Interim dividend approved by Board of Directors. The voting rights of an equity shareholder are in proportion to its share of the paid-up equity capital of the Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable have not been paid.

Failure to pay any amount called up on shares may lead to forfeiture of the shares.

On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts in proportion to the number of equity shares held.

### 12.3 Details of share holders holding more than 5% of shares of INR 10 each fully paid in the Company

	As at 31 March 2023		As at 31 March 2022	
	No. of shares	Amount	No. of shares	Amount
<b>Equity shares of INR 10 each, fully paid-up</b>				
PSA Bharat Investments Pte. Ltd.	1,97,87,08,084	51.00%	1,97,87,08,084	51.00%
Equi-lease Pte Ltd.	34,91,83,779	9.00%	34,91,83,779	9.00%
Portplus Pte Ltd.	1,55,19,27,909	40.00%	1,55,19,27,909	40.00%

### 12.4 Shares held by holding company and / or their subsidiaries / associates

	As at 31 March 2023		As at 31 March 2022	
	No. of shares	Amount	No. of shares	Amount
<b>Equity shares of INR 10 each, fully paid-up</b>				
<b>Shares held by holding company</b>				
PSA Bharat Investments Pte. Ltd.	1,97,87,08,084	19,787.08	1,97,87,08,084	19,787.08
<b>Shares held by subsidiaries of the intermediate holding company</b>				
Equi-lease Pte Ltd.	34,91,83,779	3,491.84	34,91,83,779	3,491.84
Portplus Pte Ltd.	1,55,19,27,909	15,519.28	1,55,19,27,909	15,519.28
<b>Total</b>	<b>3,87,98,19,772</b>	<b>38,798.20</b>	<b>3,87,98,19,772</b>	<b>38,798.20</b>

### 12.5 Details of shareholdings by the Promoter's of the company

Promoter's Name	As at 31 March 2023		As at 31 March 2022		% Changes in the Year
	No. of shares	% of total shares	No. of shares	% of total shares	
PSA Bharat Investments Pte. Ltd.	1,97,87,08,084	19,787.08	1,97,87,08,084	19,787.08	-
Equi-lease Pte Ltd.	34,91,83,779	3,491.84	34,91,83,779	3,491.84	-
Portplus Pte Ltd.	1,55,19,27,909	15,519.28	1,55,19,27,909	15,519.28	-
<b>Total</b>	<b>3,87,98,19,772</b>	<b>38,798.20</b>	<b>3,87,98,19,772</b>	<b>38,798.20</b>	-

## Bharat Mumbai Container Terminals Private Limited

### Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

#### 13 Other equity

	Retained earnings	Items of other comprehensive income (OCI)		Total
		Effective portion of cashflow hedges	Remeasurements of net defined benefit plans	
<b>As at 31 March 2021</b>	(16,498.69)	(723.16)	0.50	(17,221.35)
(Loss) for the year	(4,016.21)	-	-	(4,016.21)
Other comprehensive income/ (loss) for the year	-	803.11	(0.26)	802.85
<b>As at 31 March 2022</b>	(20,514.90)	79.95	0.24	(20,434.72)
(Loss) for the year	(4,843.21)	-	-	(4,843.21)
Other comprehensive income/ (loss) for the year	-	(2.95)	0.47	(2.48)
<b>As at 31 March 2023</b>	<b>(25,358.11)</b>	<b>77.00</b>	<b>0.71</b>	<b>(25,280.41)</b>

The Description of the nature and purpose of each reserve within equity is as follows:

##### 13.1 Retained earnings:

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

##### Capital Management

Equity share capital and other equity are considered for the purpose of Company's capital management. The Company manages its capital so as to safeguard its ability to continue as a going concern and to optimise returns to shareholders. The capital structure of the Company is based on management's judgement of its strategic and day-to-day needs with a focus on total equity so as to maintain investor, creditors and market confidence.

The management and the Board of Directors monitors the return on capital as well as the level of dividends to shareholders. The Company may take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

In addition, the Company has financial covenants relating to the borrowing facilities, which is maintained by the Company.

	As at 31 March 2023	As at 31 March 2022
Total liabilities	62,310.86	42,355.90
Less: Cash and cash equivalents	5,056.39	1,611.43
<b>Adjusted net debt</b>	<b>57,254.47</b>	<b>40,744.47</b>
Total equity	13,517.79	18,363.48
Less: effective portion of cashflow hedge	77.00	79.95
Adjusted equity	13,440.79	18,283.53
<b>Adjusted net debt to adjusted equity ratio</b>	<b>4.26</b>	<b>2.23</b>

#### 14 Long-term borrowings

	As at 31 March 2023	As at 31 March 2022
<b>Unsecured loan from related party</b>		
External commercial borrowing (refer note 30)	39,138.02	34,374.76
Term Loans - from Banks	7,699.54	-
	<b>46,837.56</b>	<b>34,374.76</b>

##### Terms of repayment of external commercial borrowing from related party

The Company has obtained unsecured External Commercial Borrowing ("ECB") from PSA International Pte Ltd, Singapore (Intermediate Holding Company), wherein the Company can drawdown upto USD 100.00 million (2022: USD 100.00 million) having average maturity more than 5 years. The Company has USD 100.00 million (2022: USD 100.00 million) outstanding as at the balance sheet date. The facility carries an interest rate of 3 months London Inter-Bank Offered Rate ("LIBOR") plus applicable margin of 3.50%.

The Company has obtained another unsecured ECB from PSA International Pte Ltd, Singapore, wherein the Company can drawdown upto SGD 500.00 million having average maturity more than 5 years. The Company has SGD 500.00 million (2022: SGD 478 million ) outstanding as at the balance sheet date. The facility carries an interest rate of 3 months SOR plus applicable margin of 3.50%.



## Bharat Mumbai Container Terminals Private Limited

### Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

#### 15 Other financial liabilities

	As at 31 March 2023		As at 31 March 2022	
	Non-current	Current	Non-current	Current
Interest accrued but not due on borrowings	-	651.10	-	263.39
Capital creditors	-	918.70	-	131.21
Retention money payable	-	400.56	-	53.43
Deposit from customers	-	136.56	-	79.18
Obligations under deferred payment to Concessioneing Authority*	7,135.91	536.89	3,525.92	276.69
Payable to employees	-	44.49	-	47.47
<b>Total</b>	<b>7,135.91</b>	<b>2,688.30</b>	<b>3,525.92</b>	<b>851.37</b>

\* The Company got access to the land for development of fourth container terminal at the Port on DBFOT basis and related infrastructure for providing services to the users in accordance with the terms of the concession agreement with JNPT. The license fees is subject to revision every year on 1 April by 2% per annum of the previous amount. The license fees terms are for the period of 30 years from 22 December 2014. The agreement entered is non-cancellable till the termination or expiry of the concession agreement. As per the requirements of Appendix D of Ind AS 115 'Revenue from contracts with customers', the Company has accounted for the present value of the future payments (non-cancellable) on the date of entering into the Concession Agreement and is being carried at amortised cost.

#### 16 Provisions

	As at 31 March 2023		As at 31 March 2022	
	Non-current	Current	Non-current	Current
Provision for employee benefits (refer note 31)				
Gratuity	20.89	1.84	16.90	0.78
Compensated absences	7.23	0.79	7.01	1.23
Other provisions				
Provision for replacement obligation (refer movement below)	1,472.25	-	1,086.70	-
<b>Total</b>	<b>1,500.37</b>	<b>2.63</b>	<b>1,110.62</b>	<b>2.02</b>

#### Movement in other provisions

	As at 31 March 2023	As at 31 March 2022
<b>Provision for replacement obligation</b>		
Opening balance	1,086.70	756.90
Interest component on provision for replacement (refer note 22)	26.56	12.91
Provision for the year	256.17	287.59
Foreign exchange loss (net)	102.83	29.30
Closing balance	<b>1,472.26</b>	<b>1,086.70</b>

Provision for replacement obligation related to obligation of replacement of equipment as per the concession agreement entered with Jawaharlal Nehru Port Trust. The provision is based on estimates made from technical evaluation as per terms of the concession agreement.

# Bharat Mumbai Container Terminals Private Limited

## Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

### 17 Other liabilities

	As at 31 March 2023		As at 31 March 2022	
	Non-current	Current	Non-current	Current
<b>Statutory liabilities</b>				
-TDS payable	-	237.12	-	124.69
-GST/ Service tax payable	-	6.22	-	3.05
-Professional tax payable	-	0.09	-	0.09
-ESIC payable	-	0.07	-	0.05
-Provident fund payable	-	1.76	-	1.71
Deferred income (Government Incentives)	855.34	43.42	898.76	43.42
Advance & Rebates payable to customers	-	878.08	-	323.17
<b>Total</b>	<b>855.34</b>	<b>1,166.76</b>	<b>898.76</b>	<b>496.18</b>

### 18 Trade payables

	As at 31 March 2023	As at 31 March 2022
Total outstanding dues of micro enterprises and small enterprises (refer note 38)	45.75	3.26
Total outstanding dues of creditors other than micro enterprises and small enterprises	2,078.24	1,092.96
	<b>2,123.99</b>	<b>1,096.22</b>

#### Ageing for trade payables from the due date of payment for each of the category as at 31 March 2023

Categories of vendors	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed dues - MSME	32.86	12.30	0.59	-	-	45.75
Undisputed dues - Others	693.57	1,355.74	0.50	20.79	7.63	2,078.24
Disputed dues - MSME	-	-	-	-	-	-
Disputed - Others	-	-	-	-	-	-
<b>Total</b>	<b>726.43</b>	<b>1,368.04</b>	<b>1.09</b>	<b>20.79</b>	<b>7.63</b>	<b>2,123.99</b>

#### Ageing for trade payables from the due date of payment for each of the category as at 31 March 2022

Categories of vendors	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed dues - MSME	2.47	0.50	0.30	-	-	3.26
Undisputed dues - Others	1,029.04	58.13	0.77	4.88	0.14	1,092.96
Disputed dues - MSME	-	-	-	-	-	-
Disputed - Others	-	-	-	-	-	-
<b>Total</b>	<b>1,031.51</b>	<b>58.63</b>	<b>1.07</b>	<b>4.88</b>	<b>0.14</b>	<b>1,096.22</b>

## Bharat Mumbai Container Terminals Private Limited

### Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

	For the year ended 31 March 2023	For the year ended 31 March 2022
<b>19 Revenue from operations</b>		
Revenue from operations	10,721.58	7,019.94
- container handling and related services (net)	<u>10,721.58</u>	<u>7,019.94</u>
<b>20 Other income</b>		
Interest income from banks	123.87	19.42
Amortisation of EPCG grant	43.42	43.42
Realised mark to market gain on derivative contracts (net)	-	293.64
Miscellaneous income	37.25	22.17
	<u>204.54</u>	<u>378.65</u>
<b>21 Employee benefits expense</b>		
Salaries, wages and bonus	305.95	319.11
Contribution to provident fund and other funds	9.44	9.78
Gratuity	5.01	4.44
Compensated absences	0.99	1.63
Staff welfare expenses	28.31	23.13
	349.70	358.09
Less: transferred to Intangible assets under development under 'Employee benefits expense' (Refer Note 5B)	(13.71)	(10.16)
	<u>335.99</u>	<u>347.93</u>
<b>22 Finance costs</b>		
Interest on external commercial borrowing#	2,474.68	2,874.60
Other finance costs		-
- Net interest on the net defined benefit liability	1.18	0.84
- Interest component on deferred license fees	240.71	242.53
- Interest component on provision for replacement	26.56	12.91
- Interest on delayed payment of taxes	0.72	0.19
	<u>2,743.85</u>	<u>3,131.07</u>
# includes Realised loss on settlement of principal and interest rate swaps amounting to INR 17.43 (2022: INR 1,666.00)		
<b>23 Depreciation and amortisation expense</b>		
Depreciation on property, plant and equipment (refer note 3)	62.42	61.98
Amortisation on intangible assets (refer note 4)	2,481.30	2,481.75
	<u>2,543.72</u>	<u>2,543.73</u>
<b>24 Other expenses</b>		
Rates and taxes	12.31	12.48
Power and fuel	876.93	606.13
Royalty expense	4,144.83	2,723.12
Equipment hire charges	285.51	190.85
Contract labour and services	105.40	93.67
Repairs and maintenance		
-Buildings	7.00	68.87
-Plant and machinery	331.21	329.06
-Others	78.04	78.94
Rent expenses	18.64	3.24
Legal and professional charges	287.33	112.86
Payment to auditors' (refer note 25)	1.89	1.69
Bank charges	11.97	11.11
Insurance	99.91	83.07
Travelling and communication expenses	34.10	29.05
Advertisement and business promotion expenses	1.06	0.93
Foreign exchange loss (net)	3,640.54	872.55
Security charges	299.09	164.47
Loss on sale of property, plant and equipment	1.07	0.74
Miscellaneous expenses	73.38	47.45
	10,310.21	5,430.28
Transferred to Intangible assets under development and Intangible assets (Refer Note 5B)		
Legal and professional charges	(167.14)	(38.19)
	<u>10,143.07</u>	<u>5,392.09</u>

# Bharat Mumbai Container Terminals Private Limited

## Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

	For the year ended 31 March 2023	For the year ended 31 March 2022		
<b>25 Payment to auditors' (excluding GST)</b>				
As auditors:				
- Statutory audit	0.75	0.70		
- Tax audit	0.16	0.14		
- Other services	0.93	0.80		
- Reimbursement of expenses	0.05	0.05		
	<u>1.89</u>	<u>1.69</u>		
<b>26 Current and Deferred tax</b>				
<b>A Amounts recognised in profit and loss</b>				
Current tax				
Current year	-	-		
Adjustments/(credits) related to previous years – (net)	-	-		
	<u>-</u>	<u>-</u>		
Deferred tax (refer note D below)	<u>-</u>	<u>-</u>		
<b>B Reconciliation of effective tax rate</b>				
The reconciliation between the statutory income tax rate applicable to the Company and the effective income tax rate of the Company is as follows :				
(Loss) before tax	(4,843.21)	(4,016.21)		
Company's domestic tax rates	34.94%	34.94%		
Current tax using Company's domestic tax rates	(1,692.41)	(1,403.43)		
Add/ (Less): Differences due to				
Tax losses	849.61	1,770.62		
Depreciation and amortisation	(537.55)	(717.49)		
Expenses allowable for tax purposes when paid	1.68	1.81		
Expenses not deductible for tax purposes	1,405.47	373.75		
Loss allowance	0.95	-		
Others	(27.75)	(25.26)		
<b>Effective tax</b>	<u>-</u>	<u>-</u>		
<b>C Tax asset and liability</b>				
Non-current tax asset (net)	310.14	181.47		
Current tax liability (net)	<u>-</u>	<u>-</u>		
	<u>310.14</u>	<u>181.47</u>		
<b>D Unrecognised deferred tax asset</b>				
	<b>As at 31 March 2023</b>	<b>As at 31 March 2022</b>		
	<b>Gross Amount</b>	<b>Unrecognised tax effect</b>	<b>Gross Amount</b>	<b>Unrecognised tax effect</b>
Deductible temporary differences:				
- Tax losses	34,799.97	12,160.50	32,368.60	11,310.88
- Depreciation and amortisation	(20,651.17)	(7,216.35)	(19,106.15)	(6,676.45)
- Expenses allowable for tax purposes when paid	31.45	10.99	26.17	9.15
- Obligations under deferred payment to Concessioning Authority	7,672.79	2,681.18	3,802.46	1,328.73
- Provision for replacement obligation	1,472.25	514.46	1,086.70	379.74
- Deferred income (Government Incentives)	898.76	314.06	942.18	329.23
- Loss allowance	155.70	54.41	155.70	54.41
- Derivative Instrument	(449.12)	(156.94)	(79.95)	(27.94)
	<u>23,930.64</u>	<u>8,362.32</u>	<u>19,195.71</u>	<u>6,707.75</u>
Net deferred tax assets recognised	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>

## Bharat Mumbai Container Terminals Private Limited

### Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

Tax losses carried forward	Expiry date	As at 31 March 2023	
		Gross Amount	Unrecognised tax effect
Tax losses (allowed to be carried forward for specific period)	2025-26	411.82	143.90
	2026-27	2,876.86	1,005.29
	2027-28	2,429.69	849.03
	2028-29	1,510.86	527.95
	2029-30	470.05	164.25
	2030-31	(1,650.68)	(576.81)
Unabsorbed depreciation(allowed to be carried forward for indefinite period)		28,751.37	10,046.88
		<b>34,799.97</b>	<b>12,160.50</b>
Tax losses carried forward	Expiry date	As at 31 March 2022	
		Gross Amount	Unrecognised tax effect
Tax losses (allowed to be carried forward for specific period)	2025-26	411.82	143.90
	2026-27	2,876.86	1,005.29
	2027-28	2,429.69	849.03
	2028-29	1,510.86	527.95
	2029-30	470.05	164.25
Unabsorbed depreciation(allowed to be carried forward for indefinite period)		24,669.34	8,620.45
		<b>32,368.62</b>	<b>11,310.89</b>

The Company commenced its operations in the year 2018. Accordingly, there is no reasonable certainty supported by convincing evidence that sufficient future taxable income would be generated against which the deferred tax assets could be realised. Further, the operations of the Company qualify for deduction under Section 80 IA of the Income-Tax Act, 1961 for a period of 10 years. The Company would exercise its option to claim deduction under this section in the subsequent years. Accordingly, the net deferred tax asset of INR 8,362.31 (2022: INR 6,707.75) has not been recognised.

## 27 Financial Instruments

### a) Accounting classifications and fair values

The carrying amounts and fair values of financial instruments by class are as follows:

	Notes	Carrying value /Fair value	
		As at 31 March 2023	As at 31 March 2022
<b>Financial Assets</b>			
Financial assets measured at fair value			
Derivative assets	28(iii)	449.12	79.95
Financial assets measured at amortised cost			
Security deposits	6	27.48	27.49
Trade receivables	9	295.86	73.78
Cash and cash equivalents	10	5,056.39	1,611.43
Interest accrued on fixed deposits	6	19.88	3.55
Other receivables	6	-	41.91
<b>Financial Liabilities</b>			
Financial liabilities measured at amortised cost			
Borrowings	14	46,837.56	34,374.76
Trade payables	18	2,124.00	1,096.22
Other payables	15	9,824.21	4,377.29

The Company has disclosed Security deposits, Trade receivables, Cash and cash equivalents, Interest accrued on fixed deposits, Other receivables, Borrowings, Trade payables and Other payables at carrying value because their carrying amounts are a reasonable approximation of the fair values due to their short term

### b) Fair values hierarchy

The fair value of financial instruments as referred to in note (a) above have been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and lowest priority to unobservable inputs (Level 3 measurements).

The categories used are as follows:

- Level 1: Quoted prices for identical instruments in an active market;
- Level 2: Directly or indirectly observable market inputs, other than Level 1 inputs; and
- Level 3: Inputs which are not based on observable market data.

For assets and liabilities which are measured at fair value as at Balance Sheet date, the classification of fair value calculations by category is summarised below:

## Bharat Mumbai Container Terminals Private Limited

### Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

	Level 1	Level 2	Level 3
As at 31 March 2023			
Assets at fair value			
Derivative assets	-	449.12	-
As at 31 March 2022			
Assets at fair value			
Derivative assets	-	79.95	-
There is no movement between level 1, 2 and 3 during the year.			

#### c) Calculation of fair value

The fair values of the financial assets and liabilities are defined as 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. Methods and assumptions used to estimate the fair values are consistent with those used for the year ended 31 March 2023.

#### Financial assets and liabilities measured at fair value as at Balance Sheet date

The following valuation techniques used in measuring Level 2 fair values:

- Derivative liability (Foreign Currency Interest Rate Swap on Foreign Currency loan): The fair value is determined using The MTM report sent by The bank. It is calculated as The present value of The estimated future cash flows. Estimates of future floating-Rate cash flows are based on quoted Swap rates, futures prices and interbank borrowing rates.
- Derivative liability (Foreign Currency Forward contracts): The fair value is determined using quoted forward exchange rates at the reporting date and present value calculations based on high credit quality yield curves in the respective currency.
- External commercial borrowing: The fair value is determined using exchange rates at the reporting date.
- Deferred license fees: The valuation model considers the present value of expected payments discounted using appropriate discounting rates.

#### 28 Financial risk management

The Company's business activities are exposed to the following risks arising from financial instruments:

- (i) credit risk;
- (ii) liquidity risk; and
- (iii) market risk.

The Company's senior management has the overall responsibility for establishing and governing the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set and monitor appropriate risk limits and controls, periodically review the changes in market conditions and reflect the changes in the policy accordingly.

#### (i) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counter-party fails to meet its contractual obligations.

Credit risk arises principally from the Company's receivables from customers and others. Credit risk is managed through continuously monitoring the creditworthiness of counterparty to which the Company having receivables in the normal course of business. The Company maintains exposure in cash and cash equivalents, term deposits with banks and derivative instruments with bank, which are rated CCR AAA/Stable/CRISIL A1+, based on CRISIL rating.

The carrying amounts of financial assets represent the maximum credit risk exposure.

A summary of the Company's exposure to credit risk for trade receivables is as follows:

	As at 31 March 2023		As at 31 March 2022	
	Not credit impaired	Credit impaired	Not credit impaired	Credit impaired
Trade Receivables	295.86	-	73.78	-
Interest accrued on fixed deposits	19.88	-	3.55	-
Security Deposits	27.48	-	27.49	-
Other Receivables	-	155.70	41.91	155.70
Less: Loss Allowance	-	(155.70)	-	(155.70)
	<b>343.22</b>	<b>-</b>	<b>146.73</b>	<b>-</b>

#### (ii) Liquidity risk

Liquidity risk is the risk that Company will face in meeting its obligations associated with its financial liabilities. The Company's approach in managing liquidity is to ensure that sufficient funds are available to meet its liabilities when due without incurring unacceptable losses. In doing this, the management considers both normal and stressed conditions.

The Company maintained a cautious liquidity strategy, with a positive cash balance throughout the year ended 31 March 2023 and 31 March 2022. As the Company started its operation only in 2018, Cash flow from operating activities and Cash flow from financing activities, provides the funds to service the financial liabilities on a day-to-day basis. The Company regularly monitors the rolling forecasts to ensure it has sufficient cash on an on-going basis to meet project needs. Any short term surplus cash is retained as cash and cash equivalents (to the extent required) and any excess is invested in interest bearing term deposits with appropriate maturities to optimise the cash returns on investments while ensuring sufficient liquidity to meet its liabilities.

The following table shows the maturity analysis of the Company's financial liabilities based on contractually agreed undiscounted cash flows along with its carrying value as at the Balance Sheet date.

## Bharat Mumbai Container Terminals Private Limited

### Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

Particulars	Carrying amount	Payable within 1 year	More than 1 year	Total
As at 31 March 2023				
Non-derivative liabilities				
Borrowing	46,837.56	-	46,837.56	<b>46,837.56</b>
Interest accrued but not due on borrowings	651.10	651.10	-	<b>651.10</b>
Capital creditors	918.70	918.70	-	<b>918.70</b>
Retention money payable	400.56	400.56	-	<b>400.56</b>
Security deposit from customers	136.56	136.56	-	<b>136.56</b>
Obligations under deferred payment to Concessioning Authority	7,672.79	536.89	7,135.91	<b>7,672.79</b>
Provision for Replacement of asset #	1,472.25	-	1,472.25	<b>1,472.25</b>
Payable to employees	44.49	44.49	-	<b>44.49</b>
Trade payables	2,123.99	2,123.99	-	<b>2,123.99</b>
As at 31 March 2022				
Non-derivative liabilities				
Borrowing	34,374.76	-	34,374.76	<b>34,374.76</b>
Interest accrued but not due on borrowings	263.39	263.39	-	<b>263.39</b>
Capital creditors	131.21	131.21	-	<b>131.21</b>
Retention money payable	53.43	53.43	-	<b>53.43</b>
Security deposit from customers	79.18	79.18	-	<b>79.18</b>
Obligations under deferred payment to Concessioning Authority	3,802.61	276.69	3,525.92	<b>3,802.61</b>
Provision for Replacement of asset #	1,086.70	-	1,086.70	<b>1,086.70</b>
Payable to employees	47.47	47.47	-	<b>47.47</b>
Trade payables	1,096.22	1,096.22	-	<b>1,096.22</b>

# Full amount pertains to over 5 years.

#### (iii) Market risk

The Company's size and operations result in it being exposed to the following market risks that arise from its use of financial

- currency risk;
- price risk; and
- interest rate risk

The above risks may affect the Company's income and expenses, or the value of its financial instruments. The Company's exposure to and management of these risks are explained below.

#### Currency risk

The Company is subject to the risk that changes in foreign currency values primarily impact the Company's imports of property, plant and equipment, debt servicing and external commercial borrowings. The Company is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to Singapore Dollars(SGD), United States Dollars(USD) and Euro. External commercial borrowing is hedged through Principal and Interest Rate Currency Swaps (refer Interest rate risk disclosure). Foreign exchange forward contracts are designated as hedging instruments in cash flow hedges of forecast imports of property, plant and equipment. The aim of the Company's approach to management of currency risk is to leave the Company with no material residual risk. Details of the forward contracts (to hedge inward against loan) provided below:

	As at 31 March 2023	As at 31 March 2022
Number of Instruments	7	11
Foreign Currency	USD	USD
Amount in Foreign Currency	1.53	2.41
Amount in Local Currency (INR)	124.57	191.26
Carrying amount of hedge instrument	3.53	0.14
Line item in the statement of financial positions	Derivative asset	Derivative asset
Hedge Ratio	1:1	1:1

The net unhedged exposure to the Company on holding financial assets and liabilities other than in their functional currency is as follows:

	As at 31 March 2023		As at 31 March 2022	
	Foreign currency	INR equivalent	Foreign currency	INR equivalent
Accounts payable				
- USD	0.36	32.52	1.30	98.81
- EUR	0.01	0.46	-	-
- SGD	0.18	11.39	0.22	12.25
Interest accrued but not due				
- SGD	7.63	471.56	3.78	212.09
- USD	1.44	118.46	0.46	34.71
Loan from related party				
- USD	-	-	100.00	7,582.53
- SGD	22.00	1,360.38	478.00	26,792.23

A 1% strengthening of the INR against key currencies to which the Company is exposed (net of hedge) would have led to approximately an additional INR gain INR 468.37 Million (2022: INR 348.19 Million) in the Statement of profit and loss. A 1% weakening of the INR against these currencies would have led to an equal but opposite effect.

## Bharat Mumbai Container Terminals Private Limited

### Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

#### Price risk

The Company is investing the surplus fund in term deposits with banks, which are rated CCR AAA/Stable/CRISIL A1+, based on CRISIL rating. Further, the Company awarded most of the construction and equipment contracts on fixed/ lump sum price basis. So Price risk is not significant.

#### Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company invests in term deposits for a period of less than one year. Considering the short-term nature, there is no significant interest rate risk pertaining to these deposits.

The Company's exposure to the risk of changes in market interest rates relates to long-term borrowings with floating rates, the risk of variation in the interest rates is mitigated through interest rate swaps. The Company constantly monitors the credit markets and rebalances its financing strategies to achieve an optimal maturity profile and financing cost. Refer note 14 for Borrowings and note 15 for Current maturities of borrowings - non-current. Detail of Principal and Interest Rate Currency Swaps (to hedge external commercial borrowing) is as below:

	As at 31 March 2023	As at 31 March 2022
<b>Principal and Interest Rate Currency Swaps (to hedge secured term loan from bank)</b>		
Number of Instruments	Nil	Nil
Foreign Currency	Nil	Nil
Amount in Foreign Currency	Nil	Nil
Amount in Local Currency (INR)	Nil	Nil
Carrying amount of hedge instrument	Nil	Nil
Line item in the statement of financial positions	Nil	Nil
Hedge Ratio	Nil	Nil
	<b>As at 31 March 2023</b>	<b>As at 31 March 2022</b>
<b>Principal and Interest Rate Currency Swaps (to hedge secured term loan from bank)</b>		
Number of Instruments	4	5
Foreign Currency	USD	USD
Amount in Foreign Currency	27.50	42.00
Amount in Local Currency (INR)	2,094.01	3,136.66
Carrying amount of hedge instrument	449.12	79.82
Line item in the statement of financial positions	Derivative asset	Derivative asset
Hedge Ratio	1:1	1:1
	<b>As at 31 March 2023</b>	<b>As at 31 March 2022</b>
<b>Sensitivity Analysis - impact on derivative liabilities</b>		
1% increase in SGD/INR exchange rate	7.70	Nil
1% decrease in SGD/INR exchange rate	(7.70)	Nil
1% increase in INR interest rate	29.44	16.90
1% decrease in INR interest rate	(29.44)	(16.90)
	<b>As at 31 March 2023</b>	<b>As at 31 March 2022</b>
<b>Recognition of gains/ (losses) on hedging instruments</b>		
Mark to market (loss)/ gain on the outstanding derivative contracts		
Effective Hedge (OCI)	369.17	(2,955.19)
Ineffective Hedge (Profit and loss)		
Gain/ (loss) on revaluation of external commercial borrowings	(372.12)	3,758.29

- (iv) Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company invests in term deposits for a period of less than one year. Considering the short-term nature, there is no significant interest rate risk pertaining to these deposits.

	As at 31 March 2023	As at 31 March 2022
<b>29 Contingent liabilities and commitments</b>		
(i) Capital Commitments (to the extent not provided for)		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	20,799.76	351.07
(ii) Goods and Service Tax (GST) under section 73 of Maharashtra Goods and Services Tax Act, 2017 for the period 2017-18.	2.30	2.30
(iii) License fees is payable from the date of allotment of phase II area towards use of land area @ INR 228.51 per square meter and water area @ INR 114.25 per square meter (rate for FY 2014-15) with escalation of 2% pa thereafter. Land and water area shall be 57,500 sq mt of berths, 100,000 sq mt of water area, 1,100,000 sq mt of reclamation.		

During the earlier years, the Company has received benefits in the form of duty saved on import of certain assets under the Export Promotion Capital Goods ("EPCG") scheme. Under this scheme, as per the management estimates the Company is obliged to export of INR 12,143.52 (2022: INR 12,143.52) over a period of 6 years from the date of issuance of the license. As of 31 March 2023, based on the management, the pending obligation to be fulfilled is Nil (2022: INR 925.49).



## Bharat Mumbai Container Terminals Private Limited

### Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

#### 30 Disclosures pursuant to Ind AS - 24 'Related party disclosure'

##### a) Names of related parties and nature of relationship are as follows:

<u>Nature of relationship</u>	<u>Name of the related party</u>
Ultimate Holding Company	Temasek Holdings (Private) Limited
Intermediate Holding Company	PSA International Pte Ltd. PSA India Pte Ltd
Holding Company	PSA Bharat Investments Pte. Ltd.
Subsidiaries of Holding/ Intermediate Holding Company	Chennai International Terminals Private Limited Bharat Kolkata Container Terminals Private Limited PSA SICAL Terminals Limited Equi-lease Pte Ltd. Portplus Pte Ltd. Cosmos N V PSA Cargo Solutions India Private Limited (Formerly known as Sunport Cargo Solutions Private Limited) BDP UGL Global Logistics (India) Private Limited Ameya Logistics Private Limited
Key Management Personnel (KMP)	Wan Chee Foong, Non-executive director Lim Pek Suat, Non-executive director Goh Mia Hock, Non-executive director T. Madhanmohan, CEO & Executive Director Michael Formoso Non-executive Director joined w.e.f. 01 April 2022 Gobu Selliaya Non- Executive Director w.e.f. 02 May 2022 Lau Lee Leng Non- Executive Director w.e.f. 01 Oct 2022 Suresh N. Amirapu, Non- Executive Director redesignated w.e.f.28 Oct 2022 Anuj Rathi, Non-executive Non- Executive Director resigned w.e.f. 30 Sept 2022

##### b) Names of related parties and nature of relationship are as follows:

<b>I Transactions during the year (including accruals)</b>	<b>For the year ended 31 March 2023</b>	<b>For the year ended 31 March 2022</b>
<b>Drawdown of loan</b>		
PSA International Pte Ltd.	1,223.96	31,618.97
<b>Revenue from Operations</b>		
Ameya Logistics Private Limited	4.63	2.20
PSA Cargo Solutions India Private Limited	9.42	20.35
<b>Interest expense</b>		
PSA International Pte Ltd.	2,491.76	677.46
<b>Royalty expense</b>		
PSA International Pte Ltd.	199.84	130.14
<b>Equipment hire charges</b>		
Ameya Logistics Private Limited	33.12	23.88
<b>Legal and professional charges</b>		
PSA International Pte Ltd.	0.32	22.85
PSA Cargo Solutions India Private Limited	125.71	60.94
<b>Software maintenance</b>		
Cosmos N V	43.26	32.96
<b>Reimbursement of expenses (recovery)</b>		
Bharat Kolkata Container Terminals Private Limited	0.14	0.22
Chennai International Terminals Private Limited	0.43	0.67
PSA SICAL Terminals Limited	0.10	0.16
<b>Reimbursement of expenses (payment)</b>		
PSA International Pte Ltd.	5.85	5.00
BDP UGL Global Logistics (India) Private Limited	2.00	-
<b>Remuneration to KMPs</b>	9.25	19.53

## Bharat Mumbai Container Terminals Private Limited

### Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

#### II Year end balances

	As at 31 March 2023	As at 31 March 2022
<b>Borrowings</b>		
PSA International Pte Ltd.	39,138.02	34,374.76
<b>Financial asset</b>		
PSA Cargo Solutions India Private Limited	4.66	2.58
Bharat Kolkata Container Terminal Ltd	-	0.05
BDP UGL Global Logistics (India) Private Limited	0.03	-
Chennai International Terminals Private Limited	-	0.16
<b>Financial liabilities</b>		
Ameya Logistics Private Limited	14.49	4.42
Cosmos N V	18.89	10.05
PSA International Pte Ltd.	786.61	395.50
Sunport Cargo Solutions Private Limited	-	6.73

#### Terms and conditions of transactions with related parties:

All transactions with related parties were made on normal commercial terms and conditions and at arms length.

#### 31 Disclosure pursuant to Ind AS - 19 'Employee Benefits'

##### (i) Defined Contribution Plan

An amount of INR 9.44 Million (2022: INR 9.78 Million) represents contribution to provident fund and other funds is recognised as an expense and included in 'Employee benefits expense' (Refer note 21) in the statement of profit and loss

##### (ii) Defined Benefit Plans in respect of Gratuity

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on death or resignation or retirement at 15 days salary (last drawn salary) for each completed year of service.

The amounts recognised in the Company's financial statements as at the year end are as follows:

	For the year ended 31 March 2023	For the year ended 31 March 2022
<b>Reconciliation of present value of the defined benefit obligation:</b>		
Opening defined benefit obligation	17.68	13.31
Current service cost	5.01	4.44
Interest cost	1.18	0.84
Actuarial loss(gain) recognised in OCI	(0.47)	0.26
Benefits paid	(0.68)	(1.17)
<b>Closing defined benefit obligation</b>	<b>22.72</b>	<b>17.68</b>
<b>Expenses recognised in the statement of profit and loss</b>		
Current service cost	5.01	4.44
Interest on defined benefit obligations	1.18	0.84
<b>Net gratuity cost</b>	<b>6.19</b>	<b>5.28</b>
<b>Remeasurements recognised in the other comprehensive income</b>		
Actuarial (gain) from changes in financial assumptions	(0.93)	(0.63)
Actuarial loss from experience over the past period	0.46	0.89
	<b>(0.47)</b>	<b>0.26</b>
<b>Amounts recognised in the balance sheet in respect of gratuity</b>		
Non-current	20.89	16.90
Current	1.84	0.78
<b>Present value of the unfunded defined benefit obligation</b>	<b>22.73</b>	<b>17.69</b>
<b>Experience adjustments</b>		
Defined benefit obligation	22.73	17.69
Fair value of plan assets	-	-
<b>Surplus/(deficit)</b>	<b>22.73</b>	<b>17.69</b>
Experience adjustment on plan liabilities: (gain)/loss	0.46	0.89
<b>Actuarial assumptions</b>		
Discount rate	7.20%	6.70%
Rate of growth in salary levels	8.00%	8.00%
Withdrawal rate	10.00%	10.00%

# Bharat Mumbai Container Terminals Private Limited

## Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

### Sensitivity Analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:

#### Impact on defined benefit obligation

	For the year ended 31 March 2023		For the year ended 31 March 2022	
	Increases 1%	Decreases 1%	Increases 1%	Decreases 1%
Salary Growth Rate	1.89	(1.68)	1.61	(1.42)
Discount Rate	(1.68)	1.92	(1.43)	1.65
Withdrawal Rate	(0.16)	0.18	(0.26)	0.28

#### (iii) Compensated absences

The Company provides for the encashment of leave or leave with pay subject to certain rules. The liability is provided based on the actuarial valuation report. The Defined Benefit Obligation (DBO) of Compensated Absences (privilege leave) of the Company as at 31 March 2023 is INR 8.02 Million (31 March 2022: INR 8.25 Million). The short term Defined Benefit Obligation of Compensated Absences (privilege leave) included in the above as at 31 March 2023 is INR 0.79 Million (31 March 2022: INR 1.23 Million) has been recognised in the statement of profit and loss on account of provision for leave wages during the year.

#### (iv) Notes

(a) Gratuity is payable to all eligible employees of the Company on superannuation, death, and permanent disablement, in terms of the provisions of the Payment of Gratuity Act, 1972.

(b) The discount rate is based on the prevailing market yields Indian Government securities as at the balance sheet date for the estimated term of the obligations.

(c) The Company's liability on account of gratuity and compensated absences is not funded and hence the disclosures relating to the planned assets are not applicable.

#### 32 Segment reporting

The Managing Director of the Company performs the function of allocation of resources and assessment of performance of the Company. Considering the level of activities performed, the Company has identified that Chief Operating Decision Maker ("CODM") function is being performed by the Managing Director. The Company is engaged exclusively in the development and container handling operation of fourth container terminal at JNPT on design, build, finance, operate and transfer basis, which is the primary business segment based on the nature of the Company's business activities. The Company is operating in a single geographical segment i.e., India. Hence, the financial statements are reflective of the information required by Ind AS 108 as per the Companies (Indian Accounting Standards) Rules, 2015.

#### 33 Disclosure under Ind AS 116

The Company has adopted IND AS 116 "Leases" with a date of initial application on 1 April 2019. As a result, the Company has changed its accounting policy for lease contracts. The Company applied IND AS 116 using the modified retrospective approach. The Company reclassified the leasehold land as right-of-use asset at the date of initial application in the balance sheet. In the context of initial application, the Company has exercised the option not to apply the new recognition requirements to short-term leases and to leases of low-value asset. For these short term and leases of low value assets, the Company recognises the lease payments as an operating expense on a straightline basis over the term of the lease.

#### Transition Disclosures

##### i. Impact on financial statements

On transition to IND AS 116, there is no impact on the financial statements.

##### ii. Practical expedients opted by the Company:

Reassessment whether a contract contains a lease as at the date of initial application i.e. 1 April 2019.

Non application of IND AS 116 for the leases for which the remaining lease term is less than 12 months as on the date of initial application.

The Company has excluded initial direct costs from the measurement of the right-of-use asset at the date of initial application.

#### 34 Earnings per share

		For the year ended 31 March 2023	For the year ended 31 March 2022
Net (loss) for the year as per the statement of profit and loss	A	(4,843.21)	(4,016.20)
<b>Calculation of weighted average number of equity shares</b>			
Number of equity shares at the beginning of the year		3,87,98,19,772	3,87,98,19,772
Number of equity shares issued during the year		-	-
Number of equity shares outstanding at the end of the year		<u>3,87,98,19,772</u>	<u>3,87,98,19,772</u>
Weighted-average Number of Equity Shares outstanding during the year (based on date of issue of shares)	B	3,87,98,19,772	3,87,98,19,772
Basic and diluted earnings per share (INR)	(A/B)	(1.25)	(1.04)
Nominal Value of Shares (INR)			

## Bharat Mumbai Container Terminals Private Limited

### Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

#### 35 Service concession arrangement - Concession Agreement with JNPT

The Company ("Concessionaire") has entered into a Concession Agreement ("CA") on 6 May 2014 for development of fourth container terminal at Jawaharlal Nehru Port ("the Port") on Design, Build, Finance, Operate and Transfer ("DBFOT") basis with the Board of Trustees for Jawaharlal Nehru Port ("JNPT" or "Concessioning Authority"). On completion of conditions precedent, the Company was granted Letter of Award by JNPT on 22 December 2014 to set-up and operate in accordance with the CA for a period of 30 years with effect from the date of Award i.e. 22 December 2014. The Company commenced its operations in the year 2018. The arrangements include infrastructure used in a public to private service concession arrangement for its entire useful life and consequently qualify for service concession accounting. Following are the key terms and conditions of the CA:

- a) The Project includes construction of 2,000 m length of berths, reclamation of 200 ha of land for land-side facilities, dredging between the berths and the channel, equipment for container handling and connecting road to be developed in 2 phases.
- b) The Concessionaire shall be entitled to recover Tariff from the users of the Project Facilities and Services as per the Tariff approved by the competent authority.
- c) The Concessionaire shall pay to the Concessioning Authority, royalty per month equivalent to 35.79% of the gross revenue chargeable by the Concessionaire.
- d) The Concessionaire shall pay to the Concessioning Authority, license fees as consideration for the use, in its capacity as a bare licensee of the Project Site and Port's Assets.
- e) The ownership of the Project Site and Port's Assets shall always remain vested with the Concessioning Authority. The rights of the Concessionaire in the Project Site and Port's Assets shall only be that of a bare licensee of such assets.
- f) The Concessionaire shall be entitled to create a charge on its rights, title and interest on all assets (excluding the Port's Assets and the Project Site) in favour of lenders for securing financial assistance provided or agreed to be provided by them under financing documents.
- g) Except as provided / authorised under this Agreement the Concessionaire shall not, without the prior written intimation to the Concessioning Authority, remove or replace any assets comprised in the Project Facilities and Services. Such notice shall contain the exact details of the assets that the Concessionaire intends to remove and / or replace, its reasons for doing so and the likely period for replacement.
- h) As per the agreement, the Concessionaire shall at its cost, plan for replacement of the equipments well ahead of the time when the utility thereof is reasonably expected to expire and replace the equipment in accordance with Good Industry Practice.
- i) On the expiry of the CA, the Concessionaire shall hand over / transfer peaceful possession of the Project Site, Port's Assets and the Project Facilities and Services free of cost and Encumbrance.
- j) "Post covid, validity of the Concession Agreement was extended by 6 months by the Concessioning Authority ("JNPA"). However, the Company has not agreed to the period and are in discussion with JNPA for extension of the concession period by 3 years. These discussions are ongoing with JNPA and not yet concluded".

#### 36 IND AS 115 - "Revenue from contracts with customers"

Ind AS 115 Revenue from contracts with customer has been notified by Ministry of Corporate Affairs (MCA) on 28 March 2018 and is effective from accounting period beginning on or after 1 April 2018, replace existing revenue recognition standard. The adoption of standard did not have any impact on the financials statements of the Company.

##### a) Disaggregation of revenue from contracts with customers

The Company derives revenue from the services of container handling and related services at a point in time as under :

	For the year ended 31 March 2023	For the year ended 31 March 2022
<b>Revenue from contracts with customers at a point in time</b>		
Revenue from container handling and related services	10,721.58	7,019.94
<b>Total Revenue from contract with customers</b>	<u>10,721.58</u>	<u>7,019.94</u>

##### b) Movement of Deferred Contract Liability (Advance from customer)

	For the year ended 31 March 2023	For the year ended 31 March 2022
Opening Balance	323.17	340.44
i) Addition during the year (Net)	878.08	323.17
ii) Income recognised during the year	(323.17)	(340.44)
Closing Balance	<u>878.08</u>	<u>323.17</u>

##### c) Reconciliation of revenue as per contract price and as recognised in the Statement of profit and loss:

	For the year ended 31 March 2023	For the year ended 31 March 2022
Revenue from contract with customer as per the contract price	11,135.49	7,333.84
Adjustments made to contract price on account of : Discounts / Rebates / Incentives / Commission / Bonus / Price concessions / Credits / Adjustments etc	(413.92)	(313.89)
<b>Revenue from contract with customer as per the statement of Profit and Loss</b>	<u>10,721.57</u>	<u>7,019.95</u>

##### d) Performance obligation

The Company is engaged in the business of providing container handling services. Revenue is recognised at a point in time upon satisfaction of the performance obligations which is typically upon rendering of services based on the contractual terms with its customers.

##### e) Transaction price allocated to remaining performance obligation

The Company is engaged in the business of providing container handling services. Revenue is recognised at a point in time upon satisfaction of the performance obligations which is typically upon rendering of services based on the contractual terms with its customers.

## Bharat Mumbai Container Terminals Private Limited

### Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

- 37 Under the Micro, Small and Medium Enterprises Development Act, 2006 which came into force from October 2, 2006, certain disclosures are required to be made relating to Micro, Small & Medium enterprises. On the basis of information and records available with the management, the creditors of the Company are not registered under the Micro Small and Medium Enterprises Development Act, 2006.

	For the year ended 31 March 2023	For the year ended 31 March 2022
The amounts remaining unpaid to micro and small suppliers as at the end of the period/year:		
- Principal	45.35	3.10
- Interest	0.40	0.16
The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006).	Nil	Nil
The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting year	Nil	Nil
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	Nil	Nil
The amount of interest accrued and remaining unpaid at the end of each accounting year	Nil	Nil
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 the MSMED Act, 2006	Nil	Nil

**38 Going concern**

As at 31 March 2023, the Company's paid up capital and accumulated losses were INR 38,798.20 Million and INR 25,280.41 Million (including current year loss of INR 4,845.69 Million) respectively. Basis on management projections, PSA International Pte Ltd's (Intermediate Holding Company) commitment to provide financial support to the Company through shareholder loan(s) and considering the long term Concession Agreement signed between the Company and Board of Trustees for Jawaharlal Nehru Port, the Company's management believes that the Company will continue to operate as a going concern and meet all its liabilities as they fall due for payment and consequently will be in a position to continue in operation for the foreseeable future, to realise its assets and to discharge its liabilities in the normal course of business. Accordingly, these financial statements have been prepared on a going concern basis and do not include any adjustments relating to the recoverability and classification of recorded assets, or to amounts and classification of liabilities that may be necessary if the entity is unable to continue as a going concern.

**39 Transfer pricing**

The Company's management is of the opinion that its international and domestic transactions are at arm's length as per the independent accountants report for the year ended 31 March 2022.

Management continues to believe that its international and domestic transactions post 31 March 2022 are at arm's length and that the transfer pricing legislation will not have any impact on these Ind AS financial statements, particularly on amount of tax expense and that of provision for taxation.

- 40 The Company did not have any material transactions and/or outstanding balance with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year.

**41 Other Statutory Information**

- i) The Company has registered with the Ministry of Corporate Affairs all charges created/ satisfied against Borrowings during FY 2022-23 within statutory due date.
- ii) The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- iii) The Company has complied with the number of layers for its holding in downstream companies prescribed under clause (87) of section 2 of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017.
- iv) The Company has not revalued any of its Property, Plant and Equipment during the year.

## Bharat Mumbai Container Terminals Private Limited

### Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

#### 42 No transactions to report against the following disclosure requirements as notified by MCA pursuant to amended Schedule III:

- a) Benami Property held under Benami Transaction (Prohibition) Act, 1988 (45 of 1988)
  - b) Crypto Currency or Virtual Currency
  - c) The Company does not hold any immovable property
  - d) Relating to borrowed funds
    - i. Wilful defaulter
    - ii. Utilisation of borrowed funds & share premium
    - iii. Borrowings obtained on the basis of security of current assets
    - iv. Discrepancy in utilisation of borrowings
- 43 The Company has not advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) any funds, that have been to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
- a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
  - b) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- 44 The Company has not received any funds from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:
- a) Directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
  - b) Provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.

#### 45 Accounting Ratios

Name of Ratios	Accounting Formula	For the year ended 31 March 2023	For the year ended 31 March 2022	Variance % and (Variance Reasons)
a) Current Ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities excluding current maturities of long-term borrowings}}$	1.17	1.14	3% (Not Applicable)
b) Debt – Equity	$\frac{\text{Non - Current Borrowings} + \text{Current Borrowings}}{\text{Total Equity}}$	3.46	1.87	85% (Increase in borrowing and loss during the year)
c) Debt service coverage	$\frac{\text{Profit before Tax} + \text{Interest (Net)} + \text{Provision for impairment of investments} + \text{Depreciation and amortisation expenses}}{\text{Interest (Net)} + \text{Lease Payments} + \text{Principal Repayment of long-term Debt}}$	0.16	0.05	229% (Repayment of DBS Bank loan in FY 2021-22)
d) Return on Equity	$\frac{\text{Profit/(Loss) after tax}}{\text{Average Total Equity}}$	-30%	-20%	51% Due to depreciation of INR against foreign currency i.e.USD and SGD
e) Inventory Turnover	$\frac{\text{Revenue from operations}}{\text{Average Inventory}}$	72.49	53.91	34% (Increase in revenue from operations and stocking of spares parts )
f) Trade Receivable Turnover	$\frac{\text{Revenue from operations}}{\text{Average Trade Receivables}}$	58.01	82.51	-30% (Due to better account receivable management )
g) Trade Payable Turnover	$\frac{\text{Total expenses - Depreciation - Interest - Payrol Cost}}{\text{Average Trade Payables}}$	6.30	5.14	23% (Foreign exchange loss (net) revaluation and increase in royalty in line with increase in revenue)

## Bharat Mumbai Container Terminals Private Limited

### Notes to the Financial Statements (Continued)

for the year ended 31 March 2023

(All amounts are in INR Million, unless otherwise stated)

h)	Net Capital Turnover (Working Capital Turnover)	$\frac{\text{Net Sales}}{\text{Working Capital i.e (Avg Current Assets - Avg Current)}}$	10.59	20.62	-49%
				(Mainly due to increase of cash & cash equivalents and derivative assets)	
i)	Net Profit Ratio	$\frac{\text{Profit(Loss) after tax}}{\text{Total Income}}$	-44%	-54%	-18%
				(Due to increase in revenue)	
j)	Return on capital employed	$\frac{\text{EBIT}}{\text{Average Equity + Average Debt}}$	-4%	-2%	121%
				Due to depreciation of INR against foreign currency i.e.USD and SGD	
k)	Return on Investment	$\frac{\text{EBIT}}{\text{Average Equity + Average Debt}}$	Not Applicable	Not Applicable	(Not Applicable)

As per our report of even date attached.

### For B S R & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W / W-100022

**Rupen Dilip  
Kumar Shah**  
Digitally signed by  
Rupen Dilip Kumar  
Shah  
Date: 2023.08.29  
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**Rupen Shah**  
Partner  
Membership No: 116240

Ahmedabad  
29th August 2023

**THUMMALA  
MADHANMOH  
AN**  
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THUMMALA  
MADHANMOHAN  
Date: 2023.08.29  
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**T. Madhanmohan**  
Director & CEO  
DIN: 07975425

Mumbai  
29th August 2023

**GOBU  
SELLIAYA**  
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GOBU SELLIAYA  
Date: 2023.08.29  
17:35:38 +05'30'

**Gobu Selliaya**  
Director  
DIN: 09565592

**PAVITRA  
AJIT MEHTA**  
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PAVITRA AJIT MEHTA  
Date: 2023.08.29  
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**Pavitra Mehta**  
Company Secretary  
Membership No: FCS 8010  
29th August 2023