

IRCON BHOJ MORBE EXPRESSWAY LIMITED

(A Wholly owned subsidiary of Ircon International Limited)

(CIN: U45203DL2022GOI392148)



ANNUAL REPORT

2023-2024



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COMPANY PROJECT

Construction of Eight Lane access-controlled Expressway from Km 69.800 to Km 79.783 (Bhoj to Morbe Section - SPUR of Vadodara Mumbai Expressway) in the State of Maharashtra on Hybrid Annuity Mode under Bharatmala Pariyojana (Phase II – Pkg XVII).

BOARD OF DIRECTORS

Mr. Yogesh Kumar Misra, Chairman

Mr. B. Mugunthan, Director

Mr. Masood Ahmad, Director

Mr. Manoj Kumar, Director

Ms. Yamini Sahib

STATUTORY AUDITOR

M/s Ahmad Shukla Jain & Associates,
Chartered Accountant

EPC CONTRACTOR TO COMPANY

Ircon International Limited

CONTACT PERSON

Mr. Shashwat Chaudhary
Compliance Officer
Email id: cospv.ircon@gmail.com

REGISTERED OFFICE

C-4, District Centre,
Saket, New Delhi-110017

BOARD OF DIRECTORS



Mr. Yogesh Kumar
Chairman



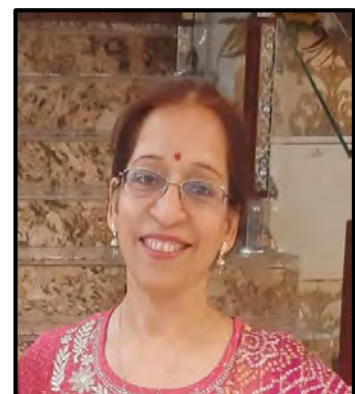
Mr. Masood Ahmad
Director



Mr. B. Mugunthan
Director



Mr. Manoj Kumar
Director



Ms. Yamini Sahib
Director

CHAIRMAN'S MESSAGE



Dear Shareholders,

It gives me immense pleasure to welcome you all on behalf of the esteemed members of the Board to the second (2nd) Annual General Meeting (AGM) of Ircon Bhoj Morbe Expressway Limited (IrconBMEL). The Directors' Report and the Audited Financial Statements for the year ended on 31st March, 2024, are already with you and with your kind permission, I take them as read. I would like to express my sincere gratitude for making it convenient for attending the AGM.

I would like to place before you, few highlights of IrconBMEL.

IrconBMEL has entered into Concession Agreement with NHAI on 18th February, 2022 and the concession period of the project comprises of construction period of 910 days from the appointed date and operation period of 15 years commencing from Commercial Operation Date (COD). IRCON has been appointed as EPC Contractor in terms of technical bid submitted by IRCON to NHAI.

As per Concession Agreement, the Bid Project Cost is Rs.1,436.00 crore plus GST (excluding escalation). The 40% of the project bid cost shall be reimbursed by NHAI during construction phase and balance 60% will be receivable after construction in the form of Annuity. The company will finance the cost of project by way of debt of Rs.823.39 crore & equity of Rs.205.85 crore. In respect of debt, Bank of Baroda (BOB) has sanctioned the term loan of Rs.823.39 crore. During the financial year, total equity of Rs.56.61 crore has been infused by Ircon International Limited.

IRCON has been appointed as EPC Contractor for execution of the project work including O&M for five (05) years at EPC price of Rs.1,321.25 crores plus applicable GST. Presently, the construction activities at project has started from the appointed date of 19th January, 2023 and the works are progressing on the available front.

The Company has entered in to a facility agreement on 19th September, 2022 with Bank of Baroda (BOB) on for availing loan/ financial assistance of upto Rs.823.39 crore to finance the project for its execution and as at 31st March, 2024, the Company has availed a loan of Rs.129.37 crore.

Compliances and Disclosures

Corporate Governance: Compliances and Disclosures under the Companies Act, 2013 and rules thereunder are being fully adhered to by your Company. As per Office Memorandum dated 10th July 2014 and 11th July 2019 issued by Department of Public Enterprises (DPE), CPSEs constituted as Special Purpose Vehicle (SPV) are exempted from compliance of the DPE Guidelines on Corporate Governance for CPSEs. Hence, these are not applicable on your company.

Memorandum of Understanding (MoU): Your Company has requested IRCON to grant it exemption from compliance of Annual MoU exercise for the financial year 2024-25, in line with the Memorandum of Understanding (MoU) Guidelines issued by Department of Public Enterprises (DPE) dated 10th March, 2023 and IRCON vide its letters dated 21st March, 2024 has granted exemption to the Company from compliance of Annual MOU exercise for the financial year 2024-25.

Acknowledgements

I, on behalf of Board of Directors, express my heartfelt thanks for the valuable assistance and co-operation extended to the Company by MoRTH, NHAI, Ircon International Limited, Auditors of the Company and all those who have supported and guided us during the year. I express my deep gratitude to employees for their dedication, intellect, hard work. And last, but not least, I would like to thank my colleagues on the Board for their guidance and continuous support.

We look forward to your continued support in our journey ahead.

**For and on behalf of Board of Directors
of Ircon Bhoj Morbe Expressway Limited**

**Sd/-
(Yogesh Kumar Misra)
Chairman
DIN: 07654014**

Date: 2nd August, 2024

Place: New Delhi

DIRECTORS' REPORT

Dear Members,

Your Directors have immense pleasure in presenting the **02nd Annual Report of Ircon Bhoj Morbe Expressway Limited (IrconBMEL)** together with the Audited Financial Statements of the Company and Auditor's Report for the year ended 31st March, 2024.

1. BUSINESS OPERATIONAL HIGHLIGHTS: PRESENT STATE OF COMPANY'S AFFAIRS:

IrconBMEL, a wholly owned subsidiary of IRCON International Limited (IRCON) was incorporated on 06th January, 2022 as a Special Purpose Vehicle (SPV) with the main object to carry the business of Construction of Eight Lane Access Controlled Expressway from Km 69.800 to Km 79.783 (Bhoj to Morbe Section - SPUR of Vadodara Mumbai Expressway) ('the Project') in the State of Maharashtra under Bharatmala Pariyojana (Phase II – Pkg XVII) by National Highway Authority of India (NHAI).

IrconBMEL has entered into Concession Agreement with NHAI on 18th February, 2022 and the concession period of the project comprises of construction period of 910 days from the appointed date and operation period of 15 years commencing from Commercial Operation Date (COD). IRCON has been appointed as EPC Contractor in terms of technical bid submitted by IRCON to NHAI.

As per Concession Agreement, the Bid Project Cost is Rs.1,436.00 crore plus GST (excluding escalation). The 40% of the project bid cost shall be reimbursed by NHAI during construction phase and balance 60% will be receivable after construction in the form of Annuity. The company will finance the cost of project by way of debt of Rs.823.39 crore & equity of Rs.205.85 crore. In respect of debt, Bank of Baroda (BOB) has sanctioned the term loan of Rs.823.39 crore. During the financial year, total equity of Rs.56.61 crore has been infused by Ircon International Limited.

IRCON has been appointed as EPC Contractor for execution of the project work including O&M for five (05) years at EPC price of Rs.1,321.25 crore plus applicable GST. Presently, the construction activities at project has started from the appointed date of 19th January, 2023 and the works are progressing on the available front.

The Company has entered in to a facility agreement on 19th September, 2022 with Bank of Baroda (BOB) on for availing loan/ financial assistance of upto Rs.823.39 crore to finance the project for its execution and as at 31st March, 2024, the Company has availed a loan of Rs.129.37 crore.

2. FINANCIAL HIGHLIGHTS:

In pursuance of the provisions enumerated under Companies (Indian Accounting Standards) Rules, 2015, the Company, has prepared its annual financial statements for the Financial Year 2023-24 as per Indian Accounting Standards (IND AS).

Financial performance indicators as on 31st March, 2024*(Amount in ₹ Lakhs)*

S.No.	Particulars	For the Year ended 31.03.2024	For the period from 06.01.2022 to 31.03.2023*
1.	Equity Share Capital	520.00	5.00
2.	Other Equity (includes Reserves and Surplus)	6212.87	672.38
3.	Net Worth	6732.87	677.38
4.	Borrowings (Long term)	12,937.00	-
5.	Total Assets and Liabilities	34,909.27	3,136.45
6.	Revenue from Operations	46,331.29	2,662.41
7.	Other Income	3.03	-
8.	Total Income (6) + (7)	46,334.32	2,662.41
9.	Profit Before Tax	1,458.57	(0.05)
10.	Profit/ (Loss) After Tax	1,091.48	(0.12)
11.	Earnings Per Equity Share (on face value of Rs.10/- per share)	27.45	(0.24)
	(i) Basic	27.45	(0.24)
	(ii) Diluted		

**The company is incorporated on 06th January, 2022 as wholly owned subsidiary of Ircon International Limited, hence corresponding figure of previous period are not provided.*

3. DIVIDEND & APPROPRIATION TO RESERVE:

Your Company's Project is under initial stage of construction, hence, there is no operational income/ profit, so your Company do not propose to carry any amount to the reserves for the Financial Year ended 31st March, 2024.

In view of the status of the Project which is on the initial stages of construction, the Board of Directors have not recommended any dividend on the equity shares for the period under review.

As per the applicability of Ind-AS, Reserves are reflected as Retained Earnings under the head "Other Equity" in Financial Statements and your Company has a balance of Rs.1,071.36 lakhs in Retained Earnings as on 31st March, 2024.

4. SHARE CAPITAL/ DEMATERIALISATION:

During the year, the Company has increased its Authorized Share Capital from Rs.5 lakhs to Rs.21 crore and Paid-up Share Capital from Rs.5 lakhs to Rs.5.20 crores.

At the end of the FY 2023-24, the Authorized Share Capital and the Paid-up Share Capital of the Company stands at Rs.21 Crores comprising of 2,10,00,000 Equity Shares of Rs.10/- each and Rs.5.20 Crores comprising of 52,00,000 Equity Shares of Rs.10/- each

respectively. Ircon International Limited (IRCON) continues to hold 100% paid-up share capital of IrconBMEL.

As per Rule 9A of the Companies (Prospectus and Allotment of Securities) Amendment Rules, 2019 dated 22nd January, 2019, the Company being a wholly owned subsidiary (WoS) is not required to get its securities in dematerialized form.

5. CASH FLOWS FROM THE PROJECT:

The Company is having a negative Cash Flows from operating activities of Rs.17,215.35 lakh for the financial year ended 31st March, 2024.

6. DETAILS OF SUBSIDIARY/ JOINT VENTURES/ ASSOCIATE COMPANIES:

For the period under review, there was no Subsidiary/ Joint Ventures/Associate Companies of the Company.

7. BOARD OF DIRECTORS & KEY MANAGEMENT PERSONNEL:

Board of Directors:

CATEGORY & NAME OF THE DIRECTORS WITH DESIGNATION DURING THE FINANCIAL YEAR 2023-24

During the year under review, the holding Company [IRCON] had nominated Mr. Yogesh Kumar Misra [having DIN:07654014], as the Chairman and Additional Part-time (Nominee) Director of your Company, vice Mr. Devendra Kumar Sharma w.e.f. February, 01, 2024. who ceased to be the Director of your Company consequent to withdrawal of nomination by the holding Company [IRCON] w.e.f. January, 31, 2024.

As per Articles of Association of the Company, the Board of the Company is appointed by the holding company, IRCON.

During the FY2023-24, Company's management is headed by the following Non-Executive (Nominee) Directors: -

Category, Name & Designation	DIN	Appointment or Cessation (during the year, if any)
Mr. Devendra Kumar Sharma, Chairman	08556821	Ceased to be the Chairman and Part-time (Nominee) Director of the Company w.e.f. 31 st January 2024
Mr. Yogesh Kumar Misra, Chairman	07654014	Appointed as Chairman and Additional Part-time (Nominee) Director w.e.f. 1 st February, 2024
Mr. Masood Ahmad, Director	09008553	-
Mr. B. Mugunthan, Director	08517013	Regularized at 1 st AGM of the Company held on 4 th August, 2023
Mr. Manoj Kumar	09766366	-

After closure of the financial year, the Holding Company, IRCON has nominated Ms. Yamini Sahib, GM (Finance-HQ), IRCON, (DIN:10686600) as Nominee Director w.e.f. 27th June 2024.

Mr. Yogesh Kumar Misra and Ms. Yamini Sahib, Directors, were nominated by IRCON as Additional Part-time (Nominee) Directors of the Company w.e.f. 1st February 2024 and 27th June, 2024 respectively, who shall hold office upto the date of the Annual General Meeting. The Company has received a notices under section 160 of the Companies Act, 2013 from Mr. Yogesh Kumar Misra and Ms. Yamini Sahib giving their candidatures for appointment as Directors, liable to retire by rotation, in the Annual General Meeting (AGM). Their appointments as Directors by Shareholders is included in the notice of the AGM.

In accordance with the provisions of Section 152(6) the Companies Act, 2013 all Directors of the Company shall be liable to retire by rotation at the Annual General Meeting of your Company. Mr. Masood Ahmad shall retire by rotation at the Annual General Meeting of your Company and being eligible, offers himself for re-appointment. The Board of Directors recommends his re-appointment as Director and his brief resume is annexed to the Notice of the Annual General Meeting.

None of the Directors is disqualified from being appointed/ re-appointed as Director.

Key Management Personnel (KMP):

Pursuant to Section 203 of the Companies Act, 2013, the Board of Directors of the Company has designated the Chief Financial Officer (CFO) as the Key Managerial Personnel (KMP) of the Company. The details of KMPs as at 31st March, 2024 are as follows:

Key Personnel of Company	Date of Appointment	Date of Cessation	Designation
Mr. Sanjay Podder	27 th June, 2023	-	Chief Financial Officer

After closure of the financial year, the Holding Company, IRCON has vide its HRM Office Order No. 393/2024 dated 18th June, 2024 has withdrawn the nomination of Mr. Sanjay Podder as CFO and KMP of the Company. Your Company is not required to appoint KMP under Section 203 of the Companies Act, 2013 read with Rule-8 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

8. Board Meetings:

During the period under review, the Board met five (5) times on 12.05.2023, 21.06.2023 01.08.2023, 02.11.2023 and 31.01.2024. The interval between the Board Meetings were within the period prescribed under the Companies Act, 2013. The attendance detail of the Board Meetings is as follows:

Date of The Meeting	Board Strength	No. of Directors Present
12.05.2023	4	4
21.06.2023	4	4
01.08.2023	4	4
02.11.2023	4	4
31.01.2024	4	3

The table below shows attendance of the Board members at the Board Meetings held during the period under review:

Name of Directors	Meeting Date					Total Board meetings held during the tenure	No. of Board meetings attended	% of attendance in Board Meeting	Whether attended last AGM held on 04.08.2023
	12.05.2023	21.06.2023	01.08.2023	02.11.2023	31.01.2024				
Mr. Devendra Kumar Sharma	✓	✓	✓	✓	✓	4	4	100	✓
Mr. B. Mugunthan	✓	✓	✓	✓	✓	4	4	100	✓
Mr. Masood Ahmad	✓	✓	✓	✓	✓	4	4	100	✓
Mr. Manoj Kumar	✓	✓	✓	✓	-	4	3	75	✓
Mr. Yogesh Kumar Misra	NA	NA	NA	NA	NA	NA	NA	NA	NA

9. INDEPENDENT DIRECTORS & BOARD COMMITTEES & CORPORATE GOVERNANCE GUIDELINES ISSUED BY DPE:

Ministry of Corporate Affairs (MCA) vide its notification dated 05th July, 2017 exempted an unlisted public company which are wholly-owned subsidiary from the requirement of appointing Independent Directors on its Board and constitution of Audit Committee and Nomination & Remuneration Committee (NRC).

IrconBMEL, an unlisted public company and a wholly-owned subsidiary company of IRCON, therefore, is not required to appoint any Independent Director on its Board and the declaration by the Independent Directors is not applicable on the Company.

Further, in terms of Department of Public Enterprises (DPE)'s Office Memorandum (OM) dated July 8-10, 2014, read with OM dated 11th July, 2019, CPSE's constituted as Special Purpose Vehicle (SPV) are exempted from compliance with the DPE Guidelines on Corporate Governance for CPSEs. Hence, Corporate Governance Guidelines of DPE are not applicable on IrconBMEL.

10. DIRECTORS' RESPONSIBILITY STATEMENT:

The Board of Directors of the Company confirms:

- a) that in the preparation of the annual financial statements for the year ended 31st March, 2024, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) that such accounting policies have been selected and applied consistently and judgment and estimates have been made 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 ended 31st March, 2024 and of the Profit & Loss of the Company for that period ended on that date;
- c) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) that the annual financial statements have been prepared on a going concern basis;
- e) that proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

11. DIRECTOR'S OBSERVATION AND COMMENT'S FOR FINANCIAL STATEMENTS (EXPLANATION FOR ANY COMMENTS MADE BY AUDITORS IN THEIR REPORT):

The Notes to Accounts forming part of the financial statements are self-explanatory and need no further explanation.

There are no qualifications or adverse remarks in the Auditors' Report which require any clarification/ explanation.

12. STATUTORY AUDITORS:

M/s. Ahmad Shukla Jain & Associates, Chartered Accountants, had been appointed as Statutory Auditors, for the period from April 1, 2023 to March 31, 2024 by the Comptroller and Auditor General of India vide CAG letter No./CA.V/COY/Central Government, IRCBME(1)/332 dated 13th September 2023. M/s. Ahmad Shukla Jain & Associates, Chartered Accountants, have confirmed by way of a written consent and certificate as required under Section 139(1) of the Companies Act, 2013.

13. STATUTORY AUDITORS' REPORT AND C&AG COMMENTS

The reports of the Statutory Auditors on the Financial Statements for the period from April 1, 2023 to March 31, 2024 with nil observation are attached separately as part of the Annual Report along with Non Review Certificate received from Comptroller & Auditor General (C&AG) of India for the period from April 1, 2023 to March 31, 2024.

14. COST RECORDS

Maintenance of cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, was not applicable to the Company during period under review.

15. SECRETARIAL AUDIT REPORT

The requirement of obtaining a Secretarial Audit Report under Section 204 of the Companies Act, 2013 from the practicing Company Secretary was not applicable to the Company during period under review.

16. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

There are no transactions of loans, guarantees and investments as covered under the provisions of Section 186 of the Companies Act, 2013 during the during period under review.

17. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

During period under review, the related party transactions with the holding company, IRCON were in the ordinary course of business and on an arm's length basis and approved in terms of the Companies Act 2013. The details of the related party transactions in form AOC-2 are enclosed to this report as **Annexure – A**.

18. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY AFTER THE CLOSURE OF THE FINANCIAL YEAR:

No material changes and commitments have occurred which affect the financial position of the Company between the end of the financial year and the date of this report except as mentioned in this Annual Report.

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

The particulars as prescribed under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are set out hereunder:

A. Conservation of energy: -

Your Company is not engaged in any manufacturing activity and hence the furnishing of particulars is not applicable to the Company.

B. Technology absorption: -

Your Company is not engaged in any manufacturing activity and hence the furnishing of particulars is not applicable to the Company.

C. Foreign exchange earnings and Outgo: -

There was no Foreign Exchange Earnings and Foreign Exchange Outgo during the period under review.

20. RISK MANAGEMENT:

In the opinion of the Board, presently the Company does not foresee any major threat/ risk to the business of the Company.

21. CORPORATE SOCIAL RESPONSIBILITY (CSR):

The provisions of Corporate Social Responsibility (CSR) under Section 135 of the Companies Act, 2013 were not applicable to the Company during the period under review.

22. PARTICULARS OF EMPLOYEES:

As per Notification dated 05th June, 2015 issued by the Ministry of Corporate Affairs, Government Companies are exempted from complying with the provisions of Section 197 of the Companies Act, 2013 and corresponding rules under Chapter XIII.

IrconBMEL, being a Government Company is not required to disclose information on the remuneration of employees falling under the criteria prescribed under rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as a part of the Directors' Report.

23. CHANGE IN THE NATURE OF BUSINESS:

There is no change in the nature of business of the Company during the period under review.

24. PUBLIC DEPOSITS:

During the period under review, your Company has not invited any deposits from its members pursuant to the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

25. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has adequate system of internal financial controls with reference to financial statements. All the transactions were properly authorized, recorded and reported to the Management. The Company is following all the applicable Indian Accounting Standards for properly maintaining the books of account and reporting in the financial statements. Your Company continues to ensure proper and adequate systems and procedures commensurate with its size and nature of its business.

26. SIGNIFICANT MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

No order has passed by the Regulators or Courts or Tribunals impacting the going concern status of the Company and its operations in future during the period under review.

27. COMPLIANCE OF MSME GUIDELINES FOR IMPLEMENTATION OF PURCHASE PREFERENCE POLICY

In exercise of powers conferred by section 9 of the Micro, Small and Medium Enterprise Development Act, 2006, the Central Government issued instructions that all companies registered under the Companies Act, 2013 with a turnover of more than Rs.500 crores and all CPSEs shall be required to get themselves on-boarded on the Trade Receivables Discounting System (TReDS) platform, set up as per the notification of the Reserve Bank of India. The Registrar of Companies (RoC) in each State shall be the competent authority to monitor the compliance of such instructions and also the Department of Public Enterprises, Government of India shall be the competent authority to monitor the compliance of such instructions by the CPSEs. In compliance with the above instruction, the Company has boarded on the TReDS platform w.e.f. 15th July, 2023, to facilitate the financing of trade receivables of MSEs by discounting of their receivables and realisation of their payment before the due date.

28. DISCLOSURE AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company being a wholly owned subsidiary of IRCON, 'Policy for Prevention, Prohibition and Redressal of Sexual Harassment at Workplace' of IRCON (POSH Policy) is applicable on the Company and the Internal Committee of IRCON deals with all the matters under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

During the period under review, there was no incidence where any complaint relating to sexual harassment was reported pursuant Section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

29. VIGIL MECHANISM:

The Company has established a mechanism for directors and employees to report concerns about unethical behaviour, actual or suspected fraud, or violation of the Code. It also provides for adequate safeguards against the victimization of employees who avail the mechanism. Being a wholly owned subsidiary of IRCON, for employees nominated and deputed from IRCON, the Whistle Blower Policy of IRCON is applicable, which is available on the website at , <https://www.ircon.org/images/file/cosecy/Whistle-Blower-Policy.pdf>.

For other persons in employment of the Company, complaint/ reporting under Vigil Mechanism, can be addressed to:

Shri Masood Ahmad, Director
Ircon Bhoj Morbe Expressway Limited (IrconBMEL)
Address: Ircon International Limited,
C-4, District Centre, Saket, New Delhi- 110017
Phone No.: +91 -9560595062, Email id: masood.ahmad@ircon.org

30. RIGHT TO INFORMATION:

No application under Right to Information Act, 2005 was received by your company during the period under review.

31. PERFORMANCE EVALUATION OF BOARD MEMBERS:

Pursuant to the notification of Ministry of Corporate Affairs dated 5th June 2015, sub-sections (2), (3) & (4) of Sec. 178 regarding the performance evaluation shall not apply to Directors of Government Company.

Being a Government Company and a wholly-owned subsidiary of Ircon International Limited, all part-time Directors are nominated by the holding company, IRCON. The evaluation of these nominated directors is done by the holding company as per pre-defined criteria in line with the guidelines of the Government of India. Hence, performance evaluation of Directors is not applicable on your company.

32. SECRETARIAL STANDARDS

During the period, the Company is in compliance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI).

33. APPLICATION/ PROCEEDING PENDING UNDER INSOLVENCY & BANKRUPTCY CODE, 2016

There are no proceeding initiated/ pending against the Company under the Insolvency & Bankruptcy Code, 2016 which materially impact the business of the Company.

34. MEMORANDUM OF UNDERSTANDING (MoU):

Pursuant to the provision of Consolidated Memorandum of Understanding (MoU) Guidelines dated 10th March, 2023 of Department of Public Enterprises (DPE), Companies, that are subsidiary company of a CPSE, will sign Annual MOU with its holding company and holding company is free to take a decision regarding exemption from MoU for its subsidiary companies and process of exemption shall ordinarily be completed by 31st of March of the base year.

Your Company, incorporated as wholly owned subsidiary of IRCON (holding company) and Special Purpose Vehicle (SPV), will sign Annual MoU with IRCON.

During the period under review, your Company requested IRCON to grant it exemption from compliance of Annual MOU exercise for the FY 2024-25, in line with the MOU Guidelines and IRCON vide its letter dated 21st March, 2024 has granted exemption to the Company.

35. ACKNOWLEDGEMENT:

We thank Ircon International Limited, Ministry of Road Transport & Highways (MORTH)/ National Highway Authority of India (NHAI), various other Government Agencies, Banks, Comptroller & Auditor General of India (CA&G) and Statutory Auditors, for their support, and look forward to their continued support in the future.

We also place on record our appreciation for the contribution made by our employees at all levels. Your Board of Directors also takes this opportunity to convey their gratitude and sincere thanks for the cooperation and assistance received from the Shareholders during the period under report. Our consistent growth was made possible by their hard work, solidarity, cooperation and support.

**For and on behalf of Board of Directors
of Ircon Bhoj Morbe Expressway Limited**

**Sd/-
(Yogesh Kumar Misra)
Chairman
DIN:07654014**

Date: 2nd August, 2024

Place: New Delhi

ANNEXURE -A

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 during the period from 01st April, 2023 to 31st March, 2024

1. Details of contracts or arrangements or transactions not at arm's length basis: NIL
2. Details of material contracts or arrangements or transactions at arm's length basis: as follows

Sr. No.	Nature of contracts or arrangements or transactions	Duration of the contracts or arrangements or transactions	Salient terms of the Contracts or Arrangements or Transactions including the value, if any	Date(s) of approval by the Board, if any:	Amount paid as advances, if any:
1.	EPC Agreement (For Appointing Ircon International Limited as EPC Contractor for construction, maintenance and management of Eight lane access controlled Expressway from Km 69.800 to Km 79.783 (Bhoj to Morbe Section – Spur of Vadodara Mumbai Expressway) in the State of Maharashtra on EPC mode under Bharatmala Pariyojna (Phase II - Package XVII).	910 days from the appointed date and 5 year O&M Period	Agreement dated 11 th August, 2022. The Contract has been awarded to IRCON for a consideration of Rs.1,321.25 crore Plus GST.	22 nd July, 2022	-
2.	Lease Agreement (To take on lease the Office Premises of IRCON)	Two Years (01.04.2023 to 31.03.2025)	Lease Agreement executed on 5 th April, 2023 for rent @ Rs.23,359/- p.m. plus GST	22 nd March, 2022	NIL (as on Date)

Note: Apart from above said transactions, IRCON (holding company) has deputed its employee i.e., Chief Operating Officer (COO) and Chief Financial Officer to IrconBMEL and the salary, benefits (like PF, GIS, Society deduction, related payments, etc.) and other miscellaneous payment in nature of travelling/ ticket cost etc. paid to such deputed employees as per IRCON's policy are reimbursed on actual cost basis.

**For and on behalf of Board of Directors
of Ircon Bhoj Morbe Expressway Limited**

**Sd/-
(Yogesh Kumar Misra)
Chairman
DIN: 07654014**

**Date: 2nd August, 2024
Place: New Delhi**

AOC-2



AHMAD SHUKLA JAIN & ASSOCIATES

Chartered Accountants

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF IRCON BHOJ MORBE EXPRESSWAY LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Ind AS financial statements of **IRCON BHOJ MORBE EXPRESSWAY LIMITED** (the "Company"), which comprise the Balance Sheet as at 31st March 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the standalone Ind AS financial statements, including material accounting policy information and other explanatory information (hereinafter referred to as "Standalone Ind As financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind As') prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and its profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date

Basis for Opinion

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



Key Audit Matters

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

We have determined that there are no Key Audit Matters to communicate in our report.

Information Other than the Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Company's annual report but does not include the standalone Ind AS financial statements and our auditor's report thereon.

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

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

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

The accompanying standalone Ind AS financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including 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 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting



records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone Ind AS financial statements, Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless 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 Ind AS 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.



- Conclude on the appropriateness of Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, 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. 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), and the Cash Flow Statement and the Statement of Change in Equity dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. Being a government company, provision of section 164(2) of the Act are not applicable pursuant to the notification No. G.S.R.463(E) dated 5th June 2015, issued by the Central Government of India.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
 - g. Being a government company, provision of section 197 of the Act are not applicable vide notification no. GSR 463 (E) dated 5th June 2015, issued by the Central Government of India.
 - h. 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 as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would have a material impact on its financial position.
 - ii. Based on the assessment made by the Company, there are no material foreseeable losses on long-term contracts that may require any provisioning. The Company did not have any derivative contracts for which there were any material foreseeable losses.



- iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company.
- iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (c) Based on the audit procedures 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 (a) and (b) above, contain any material misstatement.
- v. The Company has not proposed, declared or paid any final or interim dividend during the period and until the date of this report, therefore, the reporting under clause is not applicable.
- vi. (a) Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the accounting software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.



(b) As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April1, 2023, reporting under Rule 11 (g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March31, 2024.

3. As required by Section 143(5) of the Act and as per directions issued by Comptroller and Auditor General of India, we report that:

S. No	Directions	Auditor's Replies
1.	Whether the company has system in place to process all the accounting transactions through IT system? If yes, the implications of processing of accounting transactions outside IT system on the Integrity of the accounts along with the financial implications, if any, may be stated.	The Company has SAP system to process all the accounting transactions and used for preparation of the financial accounts. Based on the audit procedures carried out and as per the information and explanations given to us ,there is no accounting transaction processed outside IT System for which no financial implication. were observed.
2.	Whether there is any restructuring of an existing loan or cases of waiver/write off of debts/loans/interest etc. made by a lender to the company due to the company's inability to repay the loan? If yes, the financial impact may be stated. Whether such cases are properly accounted for? (In case, lender is a Government company, then this direction is also applicable for statutory auditor of lender company).	No, Company is having no case of any restructuring of an existing loan or cases of waiver/write off of debts/loans/interest etc. made by a lender to the company due to the company's inability to repay the loan.
3.	Whether funds (grants/subsidy etc.) received/receivable for specific schemes from Central/State Government or its	According to the information and explanation given to us and as per our



	<p>agencies were properly accounted for/utilized as per its term and conditions? List the cases of deviation</p>	<p>examination of records, no funds have been received/receivable for any specific scheme from Central/State Government or its agencies during the financial year 2023-24.</p>
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**For Ahmad Shukla Jain & Associates
Chartered Accountants**

Firm Registration No: 005583N



[Handwritten Signature]
CA Tanveer Ahmad
(Partner)

Membership No: 523922

UDIN:24523922BKCPXX6227

Place: New Delhi
Date: 15-05-2024

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of IRCON BHOJ MORBE EXPRESSWAY LIMITED of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- I. (a) The Company does not have any Property, Plant and Equipment (PPE), intangible assets or immovable property, hence reporting under clause 3 (i) (a) to (e) of the order is not applicable.
- II. (a) The Company does not have any inventory, hence reporting under clause 3 (ii) (a) of the Order is not applicable to the company.
(b) The Company has not been sanctioned any working capital limits, in excess of Rs 5 Crores, in aggregate at any point of time during the year, from banks or financial institutions on the basis of security of current assets, hence reporting under clause 3(ii)(b) of the Order is not applicable.
- III. The Company has not made investments in, provided any guarantee or security, or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships, and any other parties, during the year, hence reporting under clause 3(iii) (a), (b), (c), (d) and (e) of the Order is not applicable to the Company.
- IV. The Company has not granted loan, made investment, and provided guarantee and security, hence clause 3(iv) of the Order is not applicable to the Company.
- V. The Company has not accepted any deposit or amounts which are deemed to be deposits, hence reporting under clause 3(v) of the Order is not applicable.
- VI. According to the information and explanation given to us the Company do not require to maintain cost records pursuant to the companies (Cost Accounting Records and Audit) Rules 2011 as amended prescribed by the Central Govt. under the provisions of section 148(1) of the Companies Act, 2013.
- VII. In respect of statutory dues:
 - (a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues applicable with the appropriate authorities. There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund,



Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other statutory dues in arrears as at March 31, 2024 for a period of more than six months from the date they became payable.

(b) According to the information and explanation given to us, and as per examination of records of the Company, there is no amount payable in respect of Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess, which have not been deposited as on March 31, 2024 on account of any dispute.

VIII. According to the information and explanations given to us , No transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act , 1961(43 of 1961) which have not been previously recorded in the books of accounts.

IX. A) In respect of loans and borrowings taken by the Company, based on our review of accounts and as per information provided , the Company has not defaulted in payment of loans or other borrowing or in the payment of interest thereon during the year under audit.

B) The Company has not been declared willful defaulter by any bank or financial institution or any other lender.

C) Term loans received by the Company were applied for the purpose for which the loans were obtained.

D) On an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have not been utilised for long term purposes.

E) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its Associates.

F) The Company has not raised any loans during the year on the pledge of securities held in associates, hence reporting under clause 3(ix)(f) of the Order is not applicable.

X. A) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the period and hence reporting under clause 3(x) (a) of the Order is not applicable.



- B) During the period, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally), hence reporting under clause 3(x)(b) of the Order is not applicable.
- XI.** (a) According to information and explanation given to us, no fraud by the Company and no fraud on the Company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed by the Auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) No whistle blower complaints received by the Company during the year (and upto the date of this report),
- XII.** The Company is not a Nidhi Company, hence reporting under clause (xii) of the Order is not applicable.
- XIII.** in our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- XIV.** According to the information and explanation given to us, the Company does not require to have an internal audit system for the year as per the provisions of the Companies Act, 2013. Hence, reporting under clause (xiv) (a) and (b) of the Order is not applicable.
- XV.** According to the information and explanation given to us, in our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors, hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- XVI.** (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934, hence reporting under clause 3(xvi) (a) and (b) of the Order is not applicable.
- (b) According to the information provided and explanation given in our opinion, the Company is not engaged in the business which attracts the requirement of registration of the Company as Core Investment Company and further, there is no Core Investment Company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016), hence reporting under clause 3(xvi) (c) and (d) of the Order are not applicable
- XVII.** The Company has not incurred cash losses during the year covered by our audit and in the immediately preceding financial year.



- XVIII.** There has been no resignation of the statutory auditors of the Company during the year.
- XIX.** 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 and 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 indicating that 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.** (a) According to the information and explanations given to us and based on our examination of the records of the company there is no amount remaining unspent under sub section (5) of section 135 of the said Act.
- XXI.** The Company is not required to prepare the consolidated financial statements, hence reporting under clause (xxi) of the Order is not applicable.



For Ahmad Shukla Jain & Associates
Chartered Accountants
Firm Registration No: 005583N

CA Tanveer Ahmad
(Partner)
Membership No: 523922
UDIN:24523922BKCPXX6227

Place: New Delhi
Date: 15-05-2024

Annexure B” to the Independent Auditors’ Report of even date on the Ind AS Financial Statements of Ircan Bhoj Morbe Expressway Limited for the period ended 31st March, 2024

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

We have audited the internal financial controls with reference to financial statements of **Ircan Bhoj Morbe Expressway Limited** (“the Company”) as of March 31, 2024 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended 31st March 2024.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI)”. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 Companies Act, 2013.

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 on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. 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 over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial with reference to financial statements included obtaining an understanding of internal financial controls over financial reporting, 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 judgment, 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 Over Financial Reporting

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (i) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (ii) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (iii) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion


In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2024, "based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India".

Place: New Delhi
Date: 15-05-2024



**For Ahmad Shukla Jain & Associates
Chartered Accountants**

Firm Registration No: 005583N


CA Tanveer Ahmad
(Partner)

Membership No: 523922

UDIN:24523922BKCPXX6227

Iron Bhoj Morbe Expressway Limited

CIN:- U45203DL2022GOI392148

Balance Sheet as at 31st March 2024

(All amounts in Indian Rupees Lakhs unless otherwise stated)

Particulars		Note	As at 31st March, 2024	As at 31st March, 2023
I.	ASSETS			
1	Non-Current Assets			
	(a) Property, Plant and Equipment	2	-	-
	(b) Deferred Tax Assets (net)	3	0.03	0.04
	(c) Financial Assets			
	(i) Other Financial Assets		-	-
	(d) Other Non-Current Assets		-	-
	Total Non-Current Assets		0.03	0.04
2	Current assets			
	(a) Financial Assets	4		
	(i) Trade Receivables	4.1	6,473.95	-
	(ii) Cash and Cash Equivalents	4.2	458.03	4.86
	(iii) Loans		-	-
	(iv) Other Financial Assets	4.3	21,953.48	2,662.41
	(b) Current Tax Assets (Net)	5	217.29	-
	(c) Other Current Assets	6	5,806.49	469.14
	Total Current Assets		34,909.24	3,136.41
	TOTAL ASSETS		34,909.27	3,136.45
II.	EQUITY AND LIABILITIES			
1	Equity			
	(a) Equity Share Capital	7	520.00	5.00
	(b) Other Equity	8	6,212.87	672.38
	Total Equity		6,732.87	677.38
2	Liabilities			
	Non-Current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	9	12,937.00	-
	(ii) Lease Liabilities		-	-
	(iii) Trade Payables		-	-
	- total outstanding dues of micro enterprises and small enterprises		-	-
	- total outstanding dues of creditors other than of micro enterprises and small enterprises		-	-
	Total Non-Current Liabilities		12,937.00	-
3	Current Liabilities			
	(a) Financial Liabilities			
	(i) Lease Liabilities		-	-
	(ii) Trade Payables	10		
	- total outstanding dues of micro enterprises and small enterprises	10.1	0.18	3.04
	- total outstanding dues of creditors other than of micro enterprises and small enterprises	10.1	12,225.59	2,176.15
	(iii) Other Financial Liabilities	10.2	408.64	200.34
	(b) Other Current Liabilities	11	2,604.99	79.54
	(c) Current Tax Liabilities (Net)	12	-	-
	Total Current Liabilities		15,239.40	2,459.07
	TOTAL EQUITY AND LIABILITIES		34,909.27	3,136.45

Summary of material accounting policies

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For Ahmad Shukla Jain & Associates
ICAI Firm Registration No. : 005583N
Chartered Accountants

CA Tanveer Ahmad
Partner

ICAI Membership No. : 523922

UDIN: 24523922BKCPXX6227

Place: New Delhi

Date: 15-05-2024



For and on behalf of the Board of Directors
Iron Bhoj Morbe Expressway Limited

Sanjay Podder
CFO

B. Mugunthan
Director
(DIN:-08517013)

Masood Ahmad
Director
(DIN:-09008553)



Ircon Bhoj Morbe Expressway Limited

CIN:- U45203DL2022GOI392148

Statement of Profit and Loss for the Year ended 31st March 2024

(All amounts in Indian Rupees Lakhs unless otherwise stated)

Particulars	Note	For the year ended 31st March 2024	For the year ended 31st March 2024	For the period from 06th January 2022 (Date of incorporation) to 31st March 2023
Income				
Revenue from operations	13	46,331.29	4,63,31,29,297.54	2,662.41
Other income	14	3.03	3,02,963.00	-
Total Income (A)		46,334.32	4,63,34,32,260.54	2,662.41
Expenses				
Project Expenses	15	43,977.92	4,39,77,92,549.66	2,602.77
Employee benefits expenses	16	81.41	81,41,657.04	27.72
Finance Costs	17	238.39	2,38,38,788.54	-
Depreciation and amortization expenses		-	-	-
Other expenses	18	578.03	5,78,02,564.16	31.97
Total expenses (B)		44,875.75	4,48,75,75,559.40	2,662.46
Profit/(Loss) before tax (A-B)		1,458.57	14,58,56,701.14	(0.05)
Tax expenses				
Current tax	3	367.08	3,67,07,960.00	0.11
Deferred tax (net)		0.01	1,258.40	(0.04)
		367.09	3,67,09,218.40	0.07
Profit/(Loss) for the period		1,091.48	10,91,47,482.74	(0.12)
Other comprehensive income/(loss)				
A) Items that will not be reclassified to profit or loss		-	-	-
Income tax relating to Items that will not be reclassified to profit or loss		-	-	-
B) Items that will be reclassified to profit or loss		-	-	-
Income tax relating to Items that will be reclassified to profit or loss		-	-	-
Other comprehensive income/(loss) for the period (net of tax)		-	-	-
Total Comprehensive income/(loss) for the period		1,091.48	10,91,47,482.74	(0.12)
Earnings per equity share (Face Value Per Equity Share Rs. 10)				
Basic	21	27.45	27.45	(0.24)
Diluted		27.45	27.45	(0.24)

Summary of material accounting policies

The accompanying notes are an integral part of the financial statements.

1
2 to 37

As per our report of even date

For Ahmad Shukla Jain & Associates

ICAI Firm Registration No. : 005583N

Chartered Accountants

CA Tanveer Ahmad

Partner

ICAI Membership No. : 523922

UDIN: 24523922-BKCPXX6227

Place: New Delhi

Date: 15-05-2024



Sanjay Podder
Sanjay Podder
CFO

B. Mungunthan
B. Mungunthan
Director
(DIN:-08517013)

For and on behalf of the Board of Directors
Ircon Bhoj Morbe Expressway Limited

Masood Ahmad
Masood Ahmad
Director
(DIN:-09008553)



Iron Bhoj Morbe Expressway Limited
CIN:- U45203DL2022GOI392148
Cash Flow Statement for the Year ended 31st March 2024
(All amounts in Indian Rupees Lakhs unless otherwise stated)

Particulars		For the year ended 31st March 2024	For the period from 06th January 2022 (Date of incorporation) to 31st March 2023
A. Cash flow from operating activities			
Profit before tax		1,458.57	(0.05)
Adjustments for:			
Depreciation/Amortization		-	-
Interest Income		(3.03)	-
Interest Expenses		238.39	-
Loss on disposal of assets		-	-
Bad Debts		-	-
Tax for the Earlier Years		-	-
Operating profit before working capital changes		1,693.93	(0.05)
Movements in working capital:			
Increase/(decrease) in other non-current liability		-	-
Increase/(decrease) in other current financial liabilities		205.42	200.34
Increase/(decrease) in Current Trade Payables		10,046.59	2,179.18
Increase/(decrease) in other non-current financial liabilities		-	-
Increase/(decrease) in other current liability		2,525.43	79.54
Increase/(decrease) in non-current provisions		-	-
Increase/(decrease) in current provisions		-	-
Decrease/(increase) in trade receivables		(6,471.95)	-
Decrease/(increase) in inventories		-	-
Decrease/(increase) in non current financial loans		-	-
Decrease/(increase) in Loans & current financial assets		(19,291.08)	(2,662.41)
Decrease/(increase) in other Non-current assets		-	-
Decrease/(increase) in other current assets		(5,337.34)	(469.13)
Cash Generated from Operation		(16,630.98)	(672.53)
Less - Income Tax Paid		584.37	0.11
Net cash flow from/(used in) operating activities	(A)	(17,215.35)	(672.64)
B. Cash flows from investing activities			
Purchase of PPE		-	-
Interest Income		3.03	-
Net cash flow from/(used in) investing activities	(B)	3.03	-
C. Cash flow from financing activities			
Proceeds from borrowings		12,937.00	-
Proceeds from fresh issue of share capital		515.00	5.00
Share issue expenses		(19.99)	-
Interest expenses		(235.51)	-
Loan From Iron International Limited as Deemed Capital		4,460.00	672.50
Net cash flow from/(used in) in financing activities	(C)	17,665.50	677.50
Net increase/(decrease) in cash and cash equivalents	(A + B + C)	452.17	4.86
Cash and cash equivalents at the beginning of the period		4.86	-
Closing cash and cash equivalents		458.03	4.86
Notes:		458.03	0.00

- Figures in brackets indicate cash outflow.
- The Statement of Cash flows has been prepared under the indirect method set out in Ind AS-7 'Statement of Cash Flows' notified under the Companies (Indian Accounting) Regulations, 2015.
- Reconciliation of Cash and Cash Equivalents and Components of Cash and Cash Equivalents included in the above Statement of Cash Flows

Particulars	As at 31st March, 2024	As at 31st March, 2023
Components of cash and cash equivalents		
- Cash on hand	-	-
- With banks in current account	458.03	4.86
- Deposit with original maturity of less than 3 months	-	-
Total cash and cash equivalents as per Balance Sheet and Statement of Cash Flows	458.03	4.86

4. Reconciliation of Liabilities arising from financing activities as on 31.03.2024

Particulars	Loan From BOB	Interest on Loan from BOB
Opening balances	-	-
Cash flows:		
- Repayments	-	(238.39)
- Proceeds	12,937.00	-
- Interest expense	-	235.51
Closing balances	12,937.00	(2.88)

Reconciliation of Liabilities arising from financing activities as on 31.03.2023

Particulars	Loan From BOB	Interest on Loan from BOB
Opening balances	-	-
Cash flows:		
- Repayments	-	-
- Proceeds	-	-
Closing balances	-	-

Summary of material accounting policies

The accompanying notes are an integral part of the financial statements.

2 to 37

As per our report of even date
For Ahmad Shukla Jain & Associates
ICAI Firm Registration No. : 0055832
Chartered Accountants

CA. Tameer Ahmad
 Partner
 ICAI Membership No. : 523922
 UDIN: **24523322BKCPXX 6227**
 Place: New Delhi
 Date: **15-05-2024**

For and on behalf of the Board of Directors
Iron Bhoj Morbe Expressway Limited

E. Misra
 Director
 (DIN: 08517015)

Masood Ahmad
 Director
 (DIN: 09008553)

Sanjay Poddar
 CFO



Ironcon Bhoj Morbe Expressway Limited

CIN:- U45203DL2022GOI392148

Statement of changes in equity for the year ended 31st March 2024*(All amounts in Indian Rupees Lakhs unless otherwise stated)***(a) Equity Share Capital**

Particulars	Amount
Balance as at 06th January, 2022	-
Changes in equity share capital during the year	5.00
Balance as at 31st March, 2023	5.00
Balance as at 01st April, 2023	5.00
Changes in equity share capital during the year	515.00
Balance as at 31st March 2024	520.00

(b) Other Equity

Particulars	Reserves & Surplus	Other Comprehensive Income	Deemed Equity equity	Total
	Retained Earnings			
Balance as at 06th January, 2022	-	-	-	-
Profit for the year	(0.12)	-	-	(0.12)
Other Comprehensive income	-	-	-	-
Total Comprehensive Income for the period	(0.12)	-	-	(0.12)
Addition in Deemed Equity Equity	-	-	672.50	672.50
Balance as at March 31, 2023	(0.12)	-	672.50	672.38
Balance as at 01st April 2023	(0.12)	-	672.50	672.38
Total profit for the period	1,091.47	-	-	1,091.47
Other comprehensive income for the period	-	-	-	-
Total comprehensive income for the period	1,091.47	-	-	1,091.47
Share issue expenses	(19.99)	-	-	(19.99)
Addition in Deemed Equity Equity	-	-	4,469.00	4,469.00
Balance as at March 31, 2024	1,071.36	-	5,141.50	6,212.86

Summary of material accounting policies

1

The accompanying notes are an Integral part of the financial statements.

2 to 37

As per our report of even date

For Ahmad Shukla Jain & Associates

ICAI Firm Registration No. : 005583N

Chartered Accountants

CA Tanveer Ahmad

Partner

ICAI Membership No. : 523922

UDIN: 24523922 BK CPX X6 227

Place: New Delhi

Date: 15-05-2024



Sanjay Podder
Sanjay Podder
CFQ

For and on behalf of the Board of Directors
Ironcon Bhoj Morbe Expressway Limited

B. Mugunthan
B. Mugunthan
Director
(DIN:-08517013)

Masood Ahmad
Masood Ahmad
Director
(DIN:-09008553)



2 Property, Plant and Equipment

During the year ended 31st March 2024 & 31st March 2023, the Company does not have any assets, therefore, no disclosure is provided.

3 Deferred Tax Assets (Net)

A) The major components of income tax expense for the year ended 31st March, 2024 and period ended 31st March 2023 are:-

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2024	For the period from 06th January 2022 (Date of incorporation) to 31st March 2023	For the period from 06th January 2022 (Date of incorporation) to 31st March 2023
Current income tax				
Current income tax charge	367.08	3,67,07,960.00	0.11	11,222.00
Deferred tax				
Relating to origination and reversal of temporary differences	0.01	1,258.40	(0.04)	(3,775.20)
Income tax expense reported in the statement of Profit and Loss	367.09	3,67,09,218.40	0.07	7,446.80

B) The reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for 31st March 2024 & 31st March 2023:-

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2024	For the period from 06th January 2022 (Date of incorporation) to 31st March 2023	For the period from 06th January 2022 (Date of incorporation) to 31st March 2023
1. Profit/(Loss) before tax	1,458.57	14,58,56,701.14	(0.05)	(5,002.73)
2. Corporate tax rate as per Income tax Act, 1961	25.17%	25.17%	25.17%	25.17%
3. Tax on accounting profit	367.09	3,67,09,218.40	-	-
4. Effect of tax adjustments				
(i) Tax on expenses				
(a) Pre-incorporation expenses	(0.01)	(1,258.40)	0.11	11,222.00
(b) Penalty for late payment of statutory dues	-	-	-	-
(ii) Deferred tax expenses / (income)	0.01	1,258.40	(0.04)	(3,775.20)
Total effect of tax adjustments	-	-	0.07	7,446.80
5. Income tax expense reported in the statement of profit and loss (3+4)	367.09	3,67,09,218.40	0.07	7,446.80
6. Effective tax rate 6 = 5/1	25.17%	25.17%	0.00%	0.00%

C) Component of deferred tax assets and (liabilities) in Balance Sheet and Statement of Profit and Loss

Particulars	Statements of Profit and Loss	Statements of Profit and Loss	Balance Sheet	Balance Sheet	Statements of Profit and Loss	Statements of Profit and Loss	Balance Sheet	Balance Sheet
	31-Mar-24	31-Mar-24	31-Mar-24	31-Mar-24	31-Mar-23	31-Mar-23	31-Mar-23	31-Mar-23
Pre-incorporation expense	0.01	1,258.40	0.03	2,516.80	(0.04)	(3,775.20)	0.04	3,775.20
Depreciation	-	-	-	-	-	-	-	-
Carry forward losses	-	-	-	-	-	-	-	-
Net deferred tax Assets/(Liabilities)	0.01	1,258.40	0.03	2,516.80	(0.04)	(3,775.20)	0.04	3,775.20

D) Reflected in the Balance Sheet as follows:

Particulars	As at 31st March, 2024	As at 31st March, 2024	As at 31st March, 2023	As at 31st March, 2023
Deferred tax assets	0.03	2,516.80	0.04	3,775.20
Deferred tax liabilities	-	-	-	-
Deferred Tax Assets/(Liabilities) (Net)	0.03	2,516.80	0.04	3,775.20

E) Reconciliation of deferred tax (liabilities)/assets:

As at 31.03.2024

Particulars	Balance As at 01st April 2023 (Net)	Balance As at 01st April 2023 (Net)	Recognised in Statement of Profit and Loss	Recognised in Statement of Profit and Loss	Recognised in OCI	Recognised in OCI	Balance As at 31st March 2024 (Net)	Balance As at 31st March 2024 (Net)
Pre-incorporation expense	0.04	3,775.20	(0.01)	(1,258.40)	-	-	0.03	2,516.80
Difference in Book depreciation and Income tax depreciation	-	-	-	-	-	-	-	-
Carry forward losses	-	-	-	-	-	-	-	-
Net deferred tax Assets/(Liabilities)	0.04	3,775.20	(0.01)	(1,258.40)	-	-	0.03	2,516.80

As at 31.03.2023

Particulars	Balance As at 06th January 2022 (Net)	Balance As at 06th January 2022 (Net)	Recognised in Statement of Profit and Loss	Recognised in Statement of Profit and Loss	Recognised in OCI	Recognised in OCI	Balance As at 31st March 2023 (Net)	Balance As at 31st March 2023 (Net)
Pre-incorporation expense	-	-	0.04	3,775.20	-	-	0.04	3,775.20
Net deferred tax Assets/(Liabilities)	-	-	0.04	3,775.20	-	-	0.04	3,775.20



Iron Bhoj Morhe Expressway Limited
CIN:- U45203DL2025OL192148
 Notes to financial statements for the year ended 31st March 2024
 (All amounts in Indian Rupee, unless otherwise stated)

4 Current Assets - Financial Assets

4.1 Trade Receivables

Particulars	As at 31st March, 2024	As at 31st March, 2023
Secured considered good	-	-
Unsecured considered good	6,473.95	-
Trade receivables which have significant increase in credit risk	-	-
Trade receivables-credit impaired	-	-
Less: Impairment allowance for doubtful trade receivables	6,473.95	-
Total	6,473.95	-

Note:

Trade Receivable Aging Schedule for the year ended as at 31st March 2024 and 31st March 2023

Particulars	Exhibits	Settle Due	Outstanding for the year ended March 31st, 2024 from the due date of payment		
			Less than 6 months	6 months - 1 year	More than 1 year
Unsecured Trade receivables - considered good	-	-	6,473.95	-	-
Unsecured Trade Receivables - which have significant increase in credit risk	-	-	-	-	-
Unsecured Trade Receivables - credit impaired	-	-	-	-	-
Deposited Trade Receivable considered good	-	-	-	-	-
Deposited Trade Receivables - which have significant increase in credit risk	-	-	-	-	-
Deposited Trade Receivables - credit impaired	-	-	-	-	-
Impairment Allowance	-	-	6,473.95	-	-
Total	-	-	6,473.95	-	-

For the year ended 31st March 2023

Particulars	Exhibits	Settle Due	Outstanding for the year ended March 31st, 2023 from the due date of payment		
			Less than 6 months	6 months - 1 year	More than 1 year
Unsecured Trade receivables - considered good	-	-	-	-	-
Unsecured Trade Receivables - which have significant increase in credit risk	-	-	-	-	-
Unsecured Trade Receivables - credit impaired	-	-	-	-	-
Deposited Trade Receivable considered good	-	-	-	-	-
Deposited Trade Receivables - which have significant increase in credit risk	-	-	-	-	-
Deposited Trade Receivables - credit impaired	-	-	-	-	-
Impairment Allowance	-	-	-	-	-
Total	-	-	-	-	-

4.2 Current Financial Assets - Cash and Cash Equivalents

Particulars	As at 31st March, 2024	As at 31st March, 2023
Balances with banks:		
Earmarked Funds (i)	458.03	4.86
On current accounts	-	-
Deposits with original maturity of less than 3 months	-	-
Total	458.03	4.86

(i) Rs. 458.03 lakhs held in escrow account (31st March 2023; Rs. 4.86 lakhs held in current account) which are earmarked fund as per concession agreement entered with NHAI.

4.3 Current Assets - Other Financial Assets

Particulars	As at 31st March, 2024	As at 31st March, 2023
(Unsecured and considered good)		
Security Deposit	-	-
Contract Assets	21,623.54	2,662.41
Contract Assets under SCA	329.94	-
Money Withheld by Client	-	-
Intt Receivable from holding company	-	-
Interest accrued on deposits with banks	-	-
Total	21,953.48	2,662.41

5. Current Tax Assets (Net)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Taxes Paid including TDS and Advance Tax (Net of provision for tax)	217.29	-
Total	217.29	-

6. Other Current Assets

Particulars	As at 31st March, 2024	As at 31st March, 2023
(Unsecured and considered good)		
Advances Recoverable from Goods & Services Tax (GST)	3,550.80	468.56
Advances to Contractors	2,162.96	-
Advances to others	92.64	0.58
Prepaid Expenses	-	-
Total	5,806.49	469.14



Iron Bhoj Morbe Expressway Limited

CIN:- U45203DL2022GOI392148

Notes to financial statements for the year ended 31st March 2024

(All amounts in Indian Rupees Lakhs unless otherwise stated)

7 Equity Share Capital

Particulars	As at 31st March, 2024	As at 31st March, 2024	As at 31st March, 2023
Authorised Share Capital			
21000000 equity shares of Rs.10/- each (31.03.2023 50000 equity shares of Rs. 10/- each)	2,100.00	21,00,00,000.00	5.00
Issued, subscribed and fully paid-up shares			
5200000 equity shares of Rs.10/- each (31.03.2023 50000 equity shares of Rs. 10/- each)	520.00	5,20,00,000.00	5.00
Total issued, subscribed and fully paid-up share capital	520.00	5,20,00,000.00	5.00

(a) Promoter's shareholding

Particulars	Shares held by Promoter at the end of the period			% change during the
	Promoter Name	No. of shares	% of total shares	
As at 31st March, 2024	Iron International Limited	52,00,000	100%	-
Outstanding at the end of the period		52,00,000	100%	-
As at 31st March, 2023	Iron International Limited	50,000	100%	-
Outstanding at the end of the period		50,000	100%	-

(b) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	No. of Shares	Amount in Lakhs	No. of Shares	Amount in Lakhs
At the beginning of the period	50,000.00	5.00	-	-
Issued during the period	51,50,000.00	515.00	50,000.00	5.00
Outstanding at the end of the period	52,00,000.00	520.00	50,000.00	5.00

(c) Terms/ rights attached to equity shares

(i) Voting

The Company has only one class of equity shares having a par value of 10 per share. Each holder of equity share is entitled to one vote per share.

(ii) Liquidation

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

(iii) Dividend

The dividend proposed by the Board of Directors is subject to the approval of the shareholders in ensuing Annual General Meeting.

(d) Details of shareholders holding more than 5% shares in the Company:

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	No. of Shares	% holding in the class	No. of Shares	% holding in the class
Equity Shares of Rs. 10 each fully paid Iron International Limited and its nominees*	5200000	100%	50000	100%

(e) For the period of preceding five years as on the Balance sheet date:

(i) Shares bought back: Nil

(ii) Shares allotted as fully paid up by way of bonus shares: Nil

(iii) Shares issued for consideration other than cash: Nil

(f) Holding Company "M/s Iron International Limited" is public sector construction company, holding 100% Equity Share of the company.

8 Other Equity

Particulars	As at 31st March, 2024	As at 31st March, 2024	As at 31st March, 2023
Retained Earnings	1,071.37	10,71,35,783.21	(0.12)
Deemed Equity (Interest Free Loan From Iron)	5,141.50	51,41,50,000.00	672.50
Total	6,212.87	62,12,85,783.21	672.38

i) Movement as per below:

Retained Earnings			
Particulars	As at 31st March, 2024	As at 31st March, 2024	As at 31st March, 2023
Opening Balance	(0.12)	(12,449.53)	-
Transfer from surplus in statement of profit and loss	1,091.48	10,91,47,482.74	(0.12)
Share issue expenses	(19.99)	(19,99,250.00)	-
Closing Balance	1,071.37	10,71,35,783.21	(0.12)

Deemed/Quasi Equity

Particulars	As at 31st March, 2024	As at 31st March, 2024	As at 31st March, 2023
Opening Balance	672.50	6,72,50,000.00	-
Receipt of Quasi Equity	4,469.00	44,69,00,000.00	672.50
Closing Balance	5,141.50	51,41,50,000.00	672.50

ii) Nature and Purpose:

Retained Earnings

Retained Earnings represents the undistributed profits of the Company.

Quasi Equity

Quasi Equity represents equity contribution from the Holding Company in form of Interest free loan. The Company does not have any repayment obligation and are defined as "Equity" in the concession agreement with NHAI. Accordingly, these are considered to be in the nature of equity instruments.



(Handwritten signature)

Ircon Bhoj Morbe Expressway Limited

CIN:- U45203DL2022GOI392148

Notes to financial statements for the year ended 31st March 2024

(All amounts in Indian Rupees Lakhs unless otherwise stated)

10.2 Current Liabilities - Other Financial Liabilities

Particulars	As at 31st March, 2024	As at 31st March, 2024	As at 31st March, 2023
Unsecured			
Payable to Holding Company	52.55	52,54,710.09	6.77
Money withheld Contractors	329.94	3,29,94,245.00	175.68
Security Deposit	-	-	-
Interest payable on loan from banks	2.88	2,87,724.54	-
Other payable (including staff payable)	23.27	23,27,183.00	17.89
Total	408.64	4,08,63,862.63	200.34

11 Other Current Liabilities

Particulars	As at 31st March, 2024	As at 31st March, 2024	As at 31st March, 2023
Contract Liability			
Advance from clients	2,162.96	21,62,95,609.00	-
Others			
Statutory dues	442.03	4,42,03,324.10	79.54
Total	2,604.99	26,04,98,933.10	79.54

12 Current Tax Liabilities (Net)

Particulars	As at 31st March, 2024	As at 31st March, 2024	As at 31st March, 2023
Provision for Income tax (Net of Advance tax & TDS)	-	-	-
Total	-	-	-

13 Revenue from operations

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2024	For the period from 06th January 2022 (Date of incorporation) to 31st March 2023
Contract revenue under SCA	46,331.29	4,63,31,29,297.54	2,662.41
Total	46,331.29	4,63,31,29,297.54	2,662.41

14 Other Income

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2024	For the period from 06th January 2022 (Date of incorporation) to 31st March 2023
Interest Income:			
Interest Income on FDR	3.03	3,02,963.00	-
Interest on mobilisation advances	-	-	-
Total	3.03	3,02,963.00	-



(Handwritten signature)

Ircon Bhoj Morbe Expressway Limited

CIN:- U45203DL2022GOI392148

Notes to financial statements for the year ended 31st March 2024

(All amounts in Indian Rupees Lakhs unless otherwise stated)

15 Project Expenses

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2024	For the period from 06th January 2022 (Date of incorporation) to 31st March 2023
Work Expenses	43,831.48	4,38,31,48,567.66	2,584.99
Inspection, Geo Technical Investigation & Survey Exp. Etc	146.44	1,46,43,982.00	17.78
Total	43,977.92	4,39,77,92,549.66	2,602.77

16 Employee benefits expenses

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2024	For the period from 06th January 2022 (Date of incorporation) to 31st March 2023
Salary & Wages	67.01	67,01,693	22.90
Contribution to Provident and other Funds	4.58	4,58,252	1.53
Retirement Benefits	9.82	9,81,712	3.29
Total	81.41	81,41,657.04	27.72

Foot Notes:

Disclosure as per Ind AS 19 on Employee benefits:-The employees in Ircon Bhoj Morbe Expressway Limited are posted on nomination/secondment basis from Ircon International Limited (Holding Company)

In terms of accounting policy of the Company and arrangement with the Holding Company, the provision for Retirement Benefits such as provident fund, pension, gratuity, post retirement medical benefits, Leaves and other terminal benefits of nominated employees is being made by Holding company in terms of Ind AS-19. The amount paid or payable towards provident fund, pension, gratuity, post retirement medical benefits, Leaves and other terminal benefits to the holding company are included in "Employee Benefit

Provident Fund Contribution of the employees on nomination/secondment have been regularly deposited by the holding company with its P.F Trust.

17 Finance Cost

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2024	For the period from 06th January 2022 (Date of incorporation) to 31st March 2023
Interest Expense	238.39	2,38,38,788.54	-
Other Borrowing Cost			
-Bank guarantee and other charges	-	-	-
Total	238.39	2,38,38,788.54	-

18 Other Expenses

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2024	For the period from 06th January 2022 (Date of incorporation) to 31st March 2023
Printing & Stationary expenses	0.10	9,761.57	0.54
Business Promotion	-	-	0.65
Legal & Professional charges	15.28	15,28,002.80	20.77
Auditor Remuneration	1.15	1,14,500.00	0.48
Pre-incorporation expense	-	-	0.48
Rent	3.31	3,30,756.00	3.51
Rates and Taxes	-	-	0.62
Insurance	553.14	5,53,13,804.13	-
Travelling & Conveyance	0.08	8,548.00	1.13
Bank Charges	3.26	3,25,659.70	3.45
Miscellaneous Expenses*	1.71	1,71,531.96	0.34
Total	578.03	5,78,02,564.16	31.97

(i) Payment to the Auditors

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2024	For the period from 06th January 2022 (Date of incorporation) to 31st March 2023
Payment to the auditor's for			
- Statutory Audit Fee	0.65	65,000.00	0.25
- Tax Audit Fee	0.20	19,500.00	0.08
- Fee for Quarterly limited review	0.30	30,000.00	0.15
Total	1.15	1,14,500.00	0.48

*Includes Penalty of Rs. Nil (Rs. 0.05 Lakhs) for late payment of Statutory Dues.



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Iron Bhoj Morbe Expressway Limited

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Notes to financial statements for the year ended 31st March 2024

(All amounts in Indian Rupees Lakhs unless otherwise stated)

19 Disclosure as per Ind AS 21 'The Effects of Changes in Foreign Exchange Rates'

The amount of exchange differences (net) credited/debited to the statement of profit and loss is Nil (Previous Period: Nil).

20 Related Party Disclosures

Disclosures in compliance with Ind AS 24 'Related Party Disclosures' are as under:

a) List of Related Parties**(i) Holding company**

Iron International Limited

(ii) Key Management Personnel (KMP)**Non Executive Directors**

Name	Designation
Shri Masood Ahmad (w.e.f. 06th January, 2022)	Director from Iron
Shri Mugunthan Boju (w.e.f. 06th January, 2022)	Director from Iron
Shri Devendra Kumar Sharma (w.e.f. 10th October 2022 to 31st January 2024)	Director from Iron
Shri Manoj Kumar (w.e.f. 14th October 2022)	Director from Iron
Shri Yogesh Kumar Misra (w.e.f. 01st February 2024)	Director from Iron

Remuneration to Key Management Personnel: Company had Part-time and Non Executive Directors during the financial year 2023-24 and 2022-23 (06.01.2022 to 31.03.2023), nominated on the Board by the Holding Company, do not draw any remuneration from the Company. No sitting fee is paid to Part-time and Non Executive Directors.

b) Transactions with other related parties are as follows:

Nature of transaction	Name of related party	Nature of relationship	For the year ended 31st March 2024	For the period from 06th January 2022 (Date of incorporation) to 31st March 2023
1) Reimbursement expenses			60.39	6.35
2) Rent Expense (inclusive of GST)			3.31	3.51
3) Investment in Equity Shares			51.50	5.00
4) Works Contract	Iron International Limited	Holding Company	43,831.49	2,584.99
5) Loan from holding company- Deemed Equity			4,469.00	672.50
6) Share Issue expenses			19.99	-
6) Advance given			2,162.96	-

c) Outstanding balances with the related parties are as follows:

Nature of transaction	Name of related party	Nature of relationship	As at 31st March, 2024	As at 31st March, 2023
Balance Payable as on reporting date	Iron International Limited	Holding Company	12,606.87	2,358.28
Equity Share Capital (Including Deemed Equity equity)			5,661.50	677.50
Advances balance			2,162.96	-

d) Terms and conditions of transactions with related parties

(i) Transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.

(ii) Outstanding balances of related parties at the reporting date are unsecured and settlement occurs through banking transactions. These balances are interest free.



(Signature)

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Notes to financial statements for the year ended 31st March 2024

(All amounts in Indian Rupees Lakhs unless otherwise stated)

21 Earnings per share (EPS)**Disclosure as per Ind AS 33 'Earnings per share'**

(a) Basic EPS is calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the period.

(b) Diluted EPS is calculated by dividing the profit for the period attributable to the equity holders after considering the effect of dilution by weighted average number of equity shares outstanding during the period plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

(i) Basic and diluted earnings per share (in Rs.)

Particulars	Note	For the year ended 31st March 2024	For the period from 06th January 2022 (Date of incorporation) to 31st March 2023
Profit attributable to Equity holders (Rs. in lakhs)	(ii)	1,091.48	(0.12)
No. of equity shares		39,75,819.67	50,000.00
Weighted average number of equity shares for Basic and Diluted EPS (In No.)	(iii)	39,75,819.67	50,000.00
Earnings per share (Basic)		27.45	(0.24)
Earnings per share (Diluted)		27.45	(0.24)
Face value per share		10.00	10.00

(ii) Profit attributable to equity shareholders (used as numerator) (Rs. in lakhs)

Particulars	For the year ended 31st March 2024	For the period from 06th January 2022 (Date of incorporation) to 31st March 2023
Profit for the year as per Statement of Profit and Loss	1,091.48	(0.12)
Profit attributable to Equity holders of the company used for computing EPS	1,091.48	(0.12)

(iii) Weighted average number of equity shares (used as denominator) (Nos.)

Particulars	For the year ended 31st March 2024	For the period from 06th January 2022 (Date of incorporation) to 31st March 2023
Opening balance of issued equity shares	50,000.00	-
Equity shares issued during the year	51,50,000.00	50,000.00
Equity shares outstanding as on date	52,00,000.00	50,000.00
Weighted average number of equity shares for computing Basic EPS	39,75,819.67	50,000.00
Dilution Effect:		
Add: Weighted average numbers of potential equity shares outstanding during the year	-	-
Weighted average number of equity shares for computing Diluted EPS	39,75,819.67	50,000.00

Note: Weighted average number of equity shares is the number of shares outstanding from the date of incorporation adjusted by the number of equity shares issued during the period multiplied by the time weighting factor. The time weighting factor is the number of days for which the specific shares are outstanding as proportion of total number of days during the period.



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Notes to financial statements for the year ended 31st March 2024

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22 Impairment of Assets

During the period, Company has carried out assessment on impairment of individual assets by working out the recoverable amount based on lower of the net realizable value and carrying cost in terms of Ind AS 36, "Impairment of Assets" notified under section 133 of the companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian accounting standards) Amendment Rules 2016. Accordingly, impairment loss of Nil (Previous period: Nil) has been provided for."

23 Provision, Contingencies and Commitments

(a) Provisions

No provisions provided during the year as per Ind AS 37 'Provisions, Contingent Liabilities and Contingent Assets'

(b) Contingent liabilities

No Claims against the Company acknowledged as debts as on the reporting date as per Ind AS 37 'Provisions, Contingent Liabilities and Contingent Assets'.

(c) Contingent assets

No claims in favour of the company accounted as receivables as on the reporting date as per Ind AS 37 'Provisions, Contingent Liabilities and Contingent Assets'

(d) Commitments

Estimated amount of contracts remaining to be executed on capital account (Net of advance) and not provided for is Nil. Other Commitments as on 31st March' 2024 is Rs. 89,956.00 Lakhs (Previous period: Rs. 1,29,750.83 Lakhs).

24 Segment Reporting

(i) General Information

Operating segments are defined as components of an enterprise for which discrete financial information is available which is being evaluated regularly by the Chief Operating Decision Maker (CODM) in deciding how to allocate resources and assessing performance. The Board of Directors of the Company is the Chief Operating Decision Maker (CODM). The Company is engaged in the business of infrastructure development in the state of Maharashtra and the Chief Operating Decision Maker (CODM) monitors the operating results of the business as a single segment. Hence, the Company has only one reportable segment, which is Development of Expressway. Information about the reportable segment is same as reflected in the financial statements. Hence, no separate segment needs to be disclosed in accordance with the requirements of Ind AS 108.

(ii) Information about geographical information

As the Company operates in a single geographical segment i.e. India, hence no separate geographical segment is disclosed.

(iii) Information about major customer

During the year ended March 31st, 2024, Revenue of Rs. 46331.29 Lakhs (March 31st 2023, Rs. 2662.41 Lakhs) are derived from a single customer i.e. NHAI which is more than 10% of the Company's total revenue.

25 Financial Risk Management

The Company's principal financial liabilities comprise trade payables and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include receivables and cash and short-term deposits. The Company is exposed to the following risks from its use of financial instruments: Credit risk, Liquidity risk and Market risk. This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk.

Risk Management Framework

The Company's activities make it susceptible to various risks. The Company has taken adequate measures to address such concerns by developing adequate systems and practices. The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

a) Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations resulting in a financial loss to the Company. Credit risk arises principally from trade receivables, cash and cash equivalents with banks and other financial assets. The Company's exposure and credit ratings of its counterparties are continuously monitored by the management.

Cash and cash equivalents

The Company held cash and cash equivalents of Rs. 458.03 lakhs (31 March 2023: Rs. 4.86 lakhs). The cash and cash equivalents are held in public sector banks with strong credit ratings.

Other financial assets

The other financial assets primarily relates to the Construction Asset Receivable under Service Concession Arrangement (SCA). The credit risk arising from these construction assets receivable is limited because the counterparty is National Highways Authority of India (NHAI), an autonomous agency of Government of India.



Ircon Bhoj Morbe Expressway Limited

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Notes to financial statements for the year ended 31st March 2024

(All amounts in Indian Rupees Lakhs unless otherwise stated)

(i) Exposure to credit risk

(Rs. In Lakhs)

Particulars	31-Mar-24	31-Mar-23
Financial Assets for which allowance is measured using life-time expected credit loss as per simplified approach		
Trade Receivables	6,473.95	-
Cash and Cash Equivalents	458.03	4.86
Other Current Financial Assets	21,953.48	2,662.41

(ii) Provision for expected credit losses

No impairment loss has been recognised during the reporting period.

(iii) Summary of loss allowance measured using simplified approach: -

(Rs. In Lakhs)

Particulars	31-Mar-24	31-Mar-23
Opening Allowances	-	-
Impairment loss recognised during	-	-
Utilization during the year	-	-
Amount written off	-	-
Closing Allowances	-	-

During the year, the Company has recognised loss allowance of Nil (31st March, 2023 : Rs. Nil)

Summary of change in loss allowances measured using Lifetime Expected Credit Losses (LECL) approach

(Rs. In Lakhs)

Particulars	31-Mar-24	31-Mar-23
Opening Allowances	-	-
Impairment loss recognised during	-	-
Utilization during the year	-	-
Amount written off	-	-
Closing Allowances	-	-

b) Liquidity risk

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

The table below provides details regarding the significant financial liabilities as at 31st March 2024 & 31st March 2023

(Rs. In Lakhs)

Particulars	As at 31st March, 2024		
	Less than 1 Year	1-2 Years	2 years and above
Borrowings	-	617.54	12,319.46
Trade Payables	12,225.77	-	-
Other Financial Liabilities	408.64	-	-

(Rs. In Lakhs)

Particulars	As at 31st March, 2023		
	Less than 1 Year	1-2 Years	2 years and above
Borrowings	-	-	-
Trade Payables	2,179.19	-	-
Other Financial Liabilities	200.34	-	-

c) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instruments will fluctuate because of changes in market prices. Market risk comprises Foreign currency risk and Interest rate risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Board of Directors is responsible for setting up of policies and procedures to manage market risks of the Company.

(i) Currency risk

The Company operates in India only and the functional currency of the Company is also Indian Rupees. The Company has no transaction in currency other than functional currency and therefore, the Company is not exposed to foreign currency risk.



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Notes to financial statements for the year ended 31st March 2024

(All amounts in Indian Rupees Lakhs unless otherwise stated)

(ii) **Interest rate risk**

Interest rate risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. At the reporting date, the Company has no interest-bearing financial instruments.

26 Fair Value Measurements

a) **Financial instruments by category**

Particulars	As at 31st March, 2024		
	FVTPL	FVTOCI	Amortised Cost
Financial Assets at Amortized Cost			
(i) Trade Receivables	-	-	6,473.95
(ii) Cash and cash equivalents	-	-	458.03
(iii) Other current financial assets	-	-	21,953.48
	-	-	28,885.46
Financial Liabilities at Amortized Cost			
(i) Borrowings	-	-	12,937.00
(ii) Trade Payables	-	-	12,225.77
(iii) Other financial liabilities	-	-	408.64
	-	-	25,571.41

Particulars	As at 31st March, 2023		
	FVTPL	FVTOCI	Amortised Cost
Financial Assets at Amortized Cost			
(i) Trade Receivables	-	-	-
(ii) Cash and cash equivalents	-	-	4.86
(iii) Other current financial assets	-	-	2,662.41
	-	-	2,667.27
Financial Liabilities at Amortized Cost			
(i) Borrowings	-	-	-
(ii) Trade Payables	-	-	2,179.19
(iii) Other financial liabilities	-	-	200.34
	-	-	2,379.53

b) **Fair value hierarchy**

Financial assets and financial liabilities are measured at fair value in these financial statements and are grouped into three levels of a fair value hierarchy. The three Levels are defined based on the observability of significant inputs to the measurement, as follows:

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

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Unobservable inputs for the asset or liability.

c) **Carrying value and Fair value of financial assets and liabilities as at 31st March 2024**

Particulars	Carrying Value	Fair Value		
		Level-1	Level-2	Level-3
Financial Assets at Amortized Cost				
(i) Trade Receivables	6,473.95	-	-	6,473.95
(ii) Cash and cash equivalents	458.03	-	-	458.03
(iii) Other current financial assets	21,953.48	-	-	21,953.48
	28,885.46	-	-	28,885.46
Financial Liabilities at Amortized Cost				
(i) Borrowings	12,937.00	-	-	12,937.00
(ii) Trade Payables	12,225.77	-	-	12,225.77
(iii) Other financial liabilities	408.64	-	-	408.64
	25,571.41	-	-	25,571.41



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Notes to financial statements for the year ended 31st March 2024

(All amounts in Indian Rupees Lakhs unless otherwise stated)

Carrying value and Fair value of financial assets and liabilities as at 31st March 2023

Particulars	Carrying Value	Fair Value		
		Level-1	Level-2	Level-3
Financial Assets at Amortized Cost				
(i) Trade Receivables	-	-	-	-
(ii) Cash and cash equivalents	4.86	-	-	4.86
(iii) Other current financial assets	2,662.41	-	-	2,662.41
	2,667.27	-	-	2,667.27
Financial Liabilities at Amortized Cost				
(i) Borrowings	-	-	-	-
(ii) Trade Payables	2,179.19	-	-	2,179.19
(iii) Other financial liabilities	200.34	-	-	200.34
	2,379.53	-	-	2,379.53

The management assessed that fair value of cash and cash equivalents, trade payables, and other current financial assets / liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties.

27 Capital Management

The Company's objective to manage its capital in a manner to ensure and safeguard their ability to continue as a going concern so that the Company can continue to provide maximum returns to shareholders and benefit to other stakeholders and also to maintain an appropriate capital structure of debt and equity. 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 monitor the return on capital. The Company may take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

Further, the Company manages its capital structure to make adjustments in light of changes in economic conditions and the requirements of the financial covenants.

28 Revenue

A. Disaggregation of Revenue

Set out below is the disaggregation of the company's revenue from contracts with customers into operating segment and type of product or services.

Type of Product or Services	For the year ended 31st March 2024			
	Revenue as per Ind AS 115	Method for measuring performance obligation		Other Revenue
		Input Method	Output Method	
Highway	46,331.29	46,331.29	-	-
Total	46,331.29	46,331.29	-	-

The revenue of Rs 46331.29 Lakhs is recognised over a period of time.

Type of Product or Services	For the period from 06th January 2022 (Date of incorporation) to 31st March 2023			
	Revenue as per Ind AS 115	Method for measuring performance obligation		Other Revenue
		Input Method	Output Method	
Highway	2,662.41	2,662.41	-	-
Total	2,662.41	2,662.41	-	-

The revenue of Rs 2662.41 Lakhs is recognised over a period of time.

B. Contract balances

Particulars	As at 31st March, 2024	As at 31st March, 2023
Contract Assets (Note 4.2)	21,623.54	2,662.41
Contract liability	2,162.96	-

i) Contract Assets are recognised over the period in which services are performed to represent the Company's right to consideration in exchange for goods or services transferred to the customer. It includes balances due from customers under construction contracts that arise when the Company receives payments from customers as per terms of the contracts however the revenue is recognised over the period under input method. Any amount previously recognised as a contract asset is reclassified to trade receivables on satisfaction of the condition attached i.e. future service which is necessary to achieve the billing milestone.



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Notes to financial statements for the year ended 31st March 2024

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Movement in contract balances during the period

Particulars	As at 31st March, 2024	As at 31st March, 2023
Contract asset at the Beginning of the year	2,662.41	-
Contract asset at the end of the year	21,623.54	2,662.41
Net increase/(decrease)	18,961.13	2,662.41

For the year 2023-24 & 2022-23, there has been net increase of Rs. 18931.13 Lakhs & Rs. 2662.41 Lakhs respectively due to recognition of revenue based on input method whereas bills for workdone are certified based on contract condition. There is no reclassification from unbilled revenue to trade receivables during the period.

- ii) Contract liabilities relating to construction contracts are balances due to customers, these arise when a particular milestone payment exceeds the revenue recognised to date under the input method and advance received in long-term construction contracts. The amount of Advance received gets adjusted over the construction period as and when invoicing is made to the customer.

Particulars	As at 31st March, 2024	As at 31st March, 2023
Contract liabilities at the Beginning of the year	-	-
Contract liabilities at the end of the year	2,162.96	-
Net increase/(decrease)	2,162.96	-

C. Set out below is the amount of revenue recognised from:

Particulars	As at 31st March, 2024	As at 31st March, 2023
Amount included in contract liabilities at the beginning of the period	-	-
Performance obligation satisfied in previous period	-	-

D. Cost to obtain the contract

The Company has not incurred any incremental costs of obtaining contracts with a customer and therefore, not recognised an asset for such costs.

E. Transaction price allocated to the remaining performance obligations

The transaction price for remaining performance obligations shall be received over the contract period in proportion of the work performed/services provided by the Company.

The following table shows unsatisfied performance obligations resulting from long-term construction contracts:

Particulars	As at 31st March 2024**	As at 31st March 2023**
Within one year	1,16,181.00	49,226.10
More than one year to 2 years	328.00	74,333.08
More than 2 years	4,526.00	17,505.45
Total	1,21,035.00	1,41,064.63

**The amount disclosed above does not include variable consideration which is constrained.

29 Service Concession Arrangements

Disclosure pursuant to Appendix D of Ind AS 115 "Service Concession Arrangements" is as under:

a) Description of the arrangement

Ircon Bhoj Morbe Expressway Limited (IrconBMEL), a wholly-owned subsidiary of Ircon International Limited has been incorporated as a Special Purpose Vehicle on January 06, 2022, pursuant to a conditions as stipulated in Letter of Award issued by National Highway Authority of India (NHAI). Ircon Bhoj Morbe Expressway Limited (IrconBMEL) has entered in to service concession arrangement on 18th February 2022 with National Highway authority of India (NHAI) in terms of which NHAI (Authority) has authorised the company to carry the business of Construction of Eight Lane access controlled Expressway from Km 69.800 to Km 79.783 (design length 9.983 km) from Bhoj to Morbe Section SPUR of Vadodara Mumbai Expressway (hereinafter called the "Vadodara Mumbai Expressway") in the State of Maharashtra under Bharatmala Pariyojana (Phase II-Package XVII) by Eight laning thereof (the "Project") on Hybrid Annuity basis, which shall be partly financed by the concessionaire who shall recover its investment and costs through payment to be made by the authority, in accordance with the terms and conditions set in the concession agreement.

b) Significant terms of the arrangement

- Period of the Concession : 15 Years from Commercial Operation Date (COD).
- Construction Period : 910 days from Appointed Date i.e. from 19.01.2023
- Payment Terms : Bid Project Cost (BPC) = Rs. 1436 crore. 40% of the BPC, adjusted for the Price Index Multiple, shall be due and payable in 10 equal installments of 4% each during the Construction period and remaining BPC, adjusted for the Price Index Multiple, shall be due and payable in 30 biannual installments commencing from the 180th day of COD



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In terms of the said agreement IronBMEL has no right to use the specified assets and has an obligation to complete construction of the project and to keep the project assets in proper working condition including all projects assets whose lives have expired.

At the end of the concession period, the assets will be transferred back to National Highway Authority of India (NHAI).

In case of material breach in terms of agreement the NHAI and IronBMEL have right to terminate the agreement if they are not able to cure the event of default in accordance with such agreement.

c) Financial assets (Service concession receivables)

The company has recognized receivable of Rs. 21623.54 Lakhs (Rs. 2662.41 Lakhs) under service concession arrangement and shown under Other Financial current Assets which it will receive as per terms of the contract based on the completion of milestone, as on 31st March 2024 and 31st March 2023 respectively.

Disclosure in terms of Appendix D of Ind AS 115:

In terms of the disclosure required in Appendix D in Ind AS -115 Revenue from Customers, as notified in the companies (Indian Accounting Standard) rules 2016, the amount considered in the financial statements up to the balance sheet date are as follows:-

Particulars	For the year ended 31st March 2024	For the period from 06th January 2022 (Date of incorporation) to 31st March 2023
Contract Revenue Recognized	46,331.29	2662.41
Aggregate amount of cost incurred	44,875.75	2662.46
Amount of advance received from Client	-	-
Amount of retention by Client	-	-
Profit/(Loss) recognised during the period for exchange of construction service for a financial asset	1,455.54	(0.05)
Gross amount due from Client for Contract Works	21,623.54	2,662.41

30 Leases

a) Company as a Lessee

(i) The Company has no leasing arrangement which are non-cancellable in nature. Accordingly, no right of use assets and lease liabilities have been recognised by the Company.

(ii) The Company has taken Office on lease with lease terms of 12 months or less. The Company applies the 'short-term lease' recognition exemptions for such leases.

The following are the amounts recognised in Statement of profit and loss:

Particulars	For the year ended 31st March 2024	For the period from 06th January 2022 (Date of incorporation) to 31st March 2023
Expense relating to short-term leases (Refer Note 18)	3.31	3.51

b) Company as a Lessor

Company has no leasing arrangement as a lessor.

31 Details of dues to Micro and Small Enterprises as defined under the MSMED Act, 2006

S.No.	Particulars	As at 31st March, 2024	As at 31st March, 2023
a)	The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year: - Principal amount due to micro and small enterprises - Interest due on above	- -	- -
b)	The amount of interest paid by the buyer in terms of Section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
c)	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 the MSMED Act 2006	-	-
d)	The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
e)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act 2006	-	-

32 Corporate Social Responsibility

The Company is not covered under section 135 of the Companies Act, 2013 and no CSR expenditure has been incurred during the period.



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Notes to financial statements for the year ended 31st March 2024

(All amounts in Indian Rupees Lakhs unless otherwise stated)

33 Disclosure pursuant to section 186 of the Companies Act 2013:

There are no loans given, investments made and guarantee given by the Company during the year ending 31st March 2024 & 31st March 2023.

34 Other Statutory Disclosures

The MCA vide notification dated 24th March 2021 has amended Schedule III to the Companies Act, 2013 in respect of certain disclosures which are applicable from 1st April 2021. The Company has incorporated the changes as per the said amendment in the financial statements and below disclosures are made in compliance of the said amendment :

- (i) The Company has no transactions with companies struck off under section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year ending 31st March 2024 and 31st March 2023.
- (ii) The Company has not traded or invested in Crypto Currency or Virtual Currency during the financial year ending 31st March 2024 and 31st March 2023.
- (iii) The Company do not have any Benami property as on 31st March 2024 and 31st March 2023, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (iv) The Company do not have any prior period errors in financial year ending on 31st March 2024 and 31st March 2023 to be disclosed separately in Statement of changes in equity.
- (v) The Company has no cases of any charges or satisfaction which is yet to be registered with ROC beyond the statutory period in the financial year ending 31st March 2024 and 31st March 2023.
- (vi) During the financial year 2023-24 and 2022-23 (06.01.2022 to 31.03.2023), the Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (vii) During the financial year 2023-22 and 2022-23 (06.01.2022 to 31.03.2023), the Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) 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 by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (viii) The Company has not granted any loans and advances in the nature of loans to promoters, directors, KMP and other related parties in the financial year ending 31st March 2024 and 31st March 2023.
- (ix) The Company does not have any immovable properties as at 31st March 2024 and 31st March 2023.
- (x) The Company has not been declared as wilful defaulter by any bank or financial institution or government or any government authority in the financial year 2023-24 and 2022-23 (06.01.2022 to 31.03.2023).
- (xi) Company is not required to submit statement of current assets with the bank and therefore reconciliation of the statement filed by the company with bank and the books of accounts is not applicable.
- (xii) The Company does not have any transactions in financial year 2023-24 and 2022-23 (06.01.2022 to 31.03.2023), where the company has not used the borrowings from banks and financial institutions for the specific purpose for which it was taken at the balance sheet date.
- (xiii) The Company have not entered into any scheme(s) of arrangements during the year ending 31st March 2024 and 31st March 2023.
- (xiv) The Company has not entered in any transaction 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).
- (xv) Company has not received any grants and donations during the year ending 31st March 2024 and 31st March 2023.
- (xvi) The Company does not have any Capital Work- in- Progress, Investment Property, Intangible Assets and Intangible Assets under Development as at 31st March, 2024 and 31st March, 2023. During the year 2023-24 and 2022-23 (06.01.2022 to 31.03.2023), the company has not revalued any of its Property, plant and equipment.
- (xvii) The following accounting ratios are disclosed: -

S.No	Particulars	Numerator	Denominator	March 31, 2024	March 31, 2023	% change	Reason for change more than 25%
a)	Current ratio	Current Assets	Current Liabilities	2.29	1.28	79.60%	As the previous year figures are for the period from 06th January 2022 to 31st March 2022, ratios
b)	Debt-equity ratio	Total Debt	Shareholder's Equity	1.92	0.00	100.00%	
c)	Debt service coverage ratio	Earnings for debt service = Net profit after taxes + Non-cash operating expenses	Debt service = Interest & Lease Payments + Principal Repayments	5.58	0.00	100.00%	
d)	Return on equity ratio	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity	0.29	0.00	100.00%	
e)	Inventory turnover ratio	Cost of goods sold	Average Inventory	0.00	0.00	N.A	
f)	Trade receivables turnover ratio	Net credit sales= Gross credit sales- sales return	Average Trade Receivable	7.16	0.00	100.00%	



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Iron Bhoj Morbe Expressway Limited

CIN:- U45203DL2022GOI392148

Notes to financial statements for the year ended 31st March 2024

(All amounts in Indian Rupees Lakhs unless otherwise stated)

g)	Trade payable turnover ratio	Net credit purchases = Gross credit purchases - purchase return	Average Trade Payables	6.09	1.19	413.03%	comparison with current year does not provide the appropriate result. Therefore reason for change is not provided.
h)	Net capital turnover ratio	Net Sales = Total sales- sales return	Working capital = Current assets – Current liabilities	2.36	3.93	-39.95%	
i)	Net profit ratio	Net Profit	Net Sales = Total sales- sales return	0.02	0.00	100.00%	
j)	Return on capital employed	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt +	0.25	0.00	100.00%	
k)	Return on investment	Income generated from Investments (Finance Income)	Investment	0.00	0.00	N.A	

35 Recent pronouncement

Ministry of Corporate Affairs ("MCA") notifies new standards 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 an 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 Error - 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 standalone financial statement.

36 Covid-19 Disclosure

The Company has considered the possible effects that may result from Covid-19 in the preparation of its financial results including the recoverability of carrying amounts of financial and non-financial assets. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of Covid-19, the Company has used internal and external sources of information and expects that the carrying amount of the assets will be recovered. The actual impact of this global health pandemic may be different from that which has been estimated, as the Covid-19 situation evolves in India and globally. However, the Company will continue to closely monitor any material changes to future economic conditions.

37 Other disclosures

- (i) The Iron Bhoj Morbe Expressway limited was incorporated on 06th January 2022 as a wholly owned subsidiary of Iron International Limited.
- (ii) The company has entered into loan agreement for Rs. 823.39 Crore to finance the project from Bank of Baroda on 31.08.2022, however, the Company has not availed the sanctioned credit facility for the period from 06th January 2022 to 31st March 2023. NHAH has noted the Financial Closure on 30.08.2022 and the Company has received 'Appointed Date' i.e. 19.01.2023.
- (iii) There is no change in the authorised and issued share capital of the Company during the year. However, the Promoter Company, Iron International Limited in its 285th Board Meeting held on 6th April, 2023, has approved the modification of capital structure of the Company to increase the equity capital contribution by Rs.20.58 crore and reduce the Quasi-Equity (Interest Free Loan) with equivalent amount as per Lender Banks's Sanctioned term. Thus, there will be no additional financial implication on Promoter Company. Accordingly, the company will take necessary action to increase the authorised share capital to enable the company to increase its paid up share capital as per Lender Banks's Sanctioned term.
- (iv) The Company has a system of obtaining periodic confirmation of balances from banks and other parties. So far as trade/other payables and loans and advances are concerned, the balance confirmation letters were sent to the parties. Balances of some of the Trade Receivables, Other Assets, Trade and Other Payables are subject to confirmations/reconciliations and consequential adjustment, if any. Reconciliations are carried out on on-going basis. However, management does not expect to have any material financial impact of such pending confirmations / reconciliations.
- (v) In the opinion of the management, the value of assets on realisation in the ordinary course of business, will not be less than the value at which these are stated in the Balance Sheet.
- (vi) Figures rounded off to the nearest rupees in Lakh.

Place: New Delhi



For and on behalf of the Board of Directors
Iron Bhoj Morbe Expressway Limited

B. Madhuran
B. Madhuran
Director
(DIN:-08517013)

Sanjay Poddar
Sanjay Poddar
CFO



Masood Ahmad
Masood Ahmad
Director
(DIN:-09008553)

Sr. No.	Particulars	(Rs.in lakhs)	(Rs.in lakhs)
		Upto the year ended on 31.03.2023	Up to Date as on 31.03.2024
A)	Name of the Project : BHOJ MORBE EXPRESSWAY PROJECT	IBMEL	IBMEL
B)	Date of start of work	19-01-2023	19-01-2023
C)	Likely date of completion of the project	Scheduled : 910 days from Start	17-07-2025
1	Latest Estimate of the Project Value with Client (Contract value) (including escalation/variation)		1,78,591.00
2	Latest Estimated cost to complete the project (including escalation/variation) as per Note 1 D.		1,73,275.00
3(1-2)	Latest Estimated PBT		5,316.00
4	Turnover booked upto 31.03.2023		2,662.41
5	Updated Total expenditure/cost(including Materials Purchased)		47,535.34
6	Material in hand (closing stock of material)		-
7	Contract WIP at cost (uncertified)		-
8=(5-6-7)	Updated cost incurred to date (i.e. Upto 31.03.2024) on certified work		47,535.34
9=(8/2*100)	Percentage of cost incurred to date to estimated cost to complete the project		27.43%
10=(1*9)	Revenue to be recognised as per % age completion method upto date 31.03.2024		48,993.70
11=(10-4)	Revenue to be booked as on 31.03.2024 of FY 2023-24		46,331.29
12	Bill certified by the client upto 31.03.2024		27,370.16
	Either		
	If Bill Certified is less than Revenue as per percentage of completion		
13=(10-12)	Construction cost incurred in terms of SCA - Current		18,961.13
	OR		
	If Bill Certified is more than Revenue as per percentage of completion		
14=(12-10)	Advance work receipts		



Ircon Bhoj Morbe Expressway Ltd.
Notes to financial statements for the year ended March 31, 2024

1. Corporate Information

Ircon Bhoj Morbe Expressway Limited (the "Company") is domiciled and incorporated in India and is a wholly owned subsidiary of Ircon International Limited (IRCON), public sector construction company domiciled in India. The Company (CIN U45203DL2022GOI392148) is incorporated under the provisions of the Companies Act, 2013 applicable in India.

The Company came into existence when IRCON was awarded the work of upgradation & construction of Eight lane access controlled expressway from 69.800 to KM 79.783(Bhoj to Morbe Section-Spur of Vadodara Mumbai Expressway) In the state of Maharashtra on Hybrid Annuity mode under Bharatmala Pariyojna (Phase II Pacakage XVII) In pursuant to the provision of request for Proposal", the selected bidder 'IRCON' has formed a Special Purpose Vehicle (SPV) named Ircon Bhoj Morbe Expressway Ltd. as wholly owned subsidiary of IRCON, incorporated on 06.01.2022. Accordingly, the Company has signed the Concession Agreement with NHAI on 18.02 2022 for the project value amounting to Rs 1436 Crore. The Concession period is 15 years from Commercial Operation Date (COD) and Construction period is 910 days from Appointed Date. The registered office of the company is located at C-4, District Centre, Saket, New Delhi-110017.

The financial statements are approved for issue by the company's Board of Directors in their meeting held on 10.05.2024

2. Material accounting policies

2.1. Basis of preparation of Financial Statements

i. Statement of compliance

The Standalone Financial Statements of the Company have been prepared on going concern basis following accrual system of accounting and in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 read together with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the standalone financial statements.

ii. Basis of measurement

The Standalone Financial Statements have been prepared under the historical cost convention except for the following assets and liabilities which have been measured at fair value:

- Certain financial assets and liabilities measured at fair value.

iii. Functional and Presentation Currency

These Standalone Financial Statements are presented in Indian Rupees (INR) which is the Company's functional currency. All amounts have been rounded to the nearest Lakhs up to two decimals except for per share data, unless otherwise stated.



Ircon Bhoj Morbe Expressway Ltd.
Notes to financial statements for the year ended March 31, 2024

2.2. Summary of material accounting policies

A summary of the material accounting policies applied in the preparation of the financial statements are as given below. These accounting policies have been applied consistently to all periods presented in the financial statements.

2.2.1. Current and non-current classification

Based on the time involved between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has determined twelve months as its operating cycle for the purpose of classification of its assets and liabilities as current and non-current in the balance sheet. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.2.2. Revenue Recognition

The Company derives revenues primarily from the Service Concession Arrangement comprising the construction and operation & maintenance services pertaining to an infrastructure (Road) on Hybrid Annuity Mode.

i. Revenue from Service Concession Arrangement

The Company's contracts with the Customers for the construction and operation & maintenance services under the Service Concession Arrangement (SCA) are accounted for as a single performance obligation as contract is negotiated as a package with a single commercial objective and involves complex integration of construction and maintenance services.

Revenue is recognised over the time using input method (i.e., percentage-of-completion method) which is consistent with the transfer of control to the customer because there is a direct relationship between the Company's effort (i.e., cost incurred) and the transfer of service to the customer. Under input method, contract revenue is recognized as revenue by reference to the stage of completion as at the reporting date. The stage of completion is measured in terms of a proportion of actual cost incurred to-date, to the total estimated cost attributable to the performance obligation. However, where the Company is not be able to reasonably measure the outcome of a performance obligation, but the Company expects to recover the costs incurred in satisfying the performance obligation, the Company recognises revenue only to the extent of the costs incurred until such time that it can reasonably measure the outcome of the performance obligation. A cumulative catch-up adjustment would be recognized in the period in which the entity is able to reasonably measure its progress. Changes to total estimated contract costs, if any, are recognised in the period in which they are determined as assessed at the contract level.

Any expected losses on contracts in progress are charged to statement to profit & Loss, in total, in the period the losses are identified.

Revenue is measured at the transaction price that is allocated to the performance obligation and is adjusted for variable considerations. Variability in the transaction price arises primarily due to liquidated damages, price variation clauses, incentives, change in law etc. The Company recognizes revenue for variable consideration when it is probable that a significant reversal in the amount cumulative revenue

Ircon Bhoj Morbe Expressway Ltd.
Notes to financial statements for the year ended March 31, 2024

recognized will not occur. The company estimates the amount of revenue to be recognized on variable consideration using most likely amount method. Consequently, amounts allocated to a satisfied performance obligation are recognised as revenue, or as a reduction of revenue, in the period in which the transaction price changes.

Contract balances

Contract assets

If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional. The portion of the payments retained by the customer until final contract settlement is not considered a significant financing component since it is usually intended to provide customer with a form of security for Company's remaining performance as specified under the contract, which is consistent with the industry practice.

Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Trade receivable are recognised initially at the transaction price as they do not contain significant financing components. The Company hold the trade receivable with the objective of collecting the contractual cash flows and therefore measure them subsequently at amortised cost using the effective interest rate method less loss allowance.

Contract liabilities

If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made, or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

Financial Assets Under Service Concession Arrangements (Appendix C to Ind AS 115 – Revenue from Contracts with Customers)

The Company recognise a financial asset to the extent that it has an unconditional contractual right to receive cash or another financial asset from or at the direction of the grantor ("NHAI") for the construction services and Operation & Maintenance services.

Such financial assets are initially measured at fair value and subsequently at amortized cost using the Effective Interest Rate (EIR) method.

ii. Other income

Interest income is recognized using Effective Interest rate method.

All other income is accounted on accrual basis when no significant uncertainty exists regarding the amount that will be received.

1.2.3. Borrowing cost

Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds and are charged to statement of profit and loss in the period in which they are incurred except when it meets the criteria for capitalisation as part of qualifying assets as per Ind AS 23.



Ircon Bhoj Morbe Expressway Ltd.
Notes to financial statements for the year ended March 31, 2024

2.2.4. Taxes

Tax expense comprises current tax and deferred income tax.

i. Current income Tax

Current tax is determined as the tax payable in respect of taxable income for the period and is computed in accordance with relevant tax regulations.

Current income tax is recognized in statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

ii. Deferred Tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

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

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

2.2.5. Employee Benefits

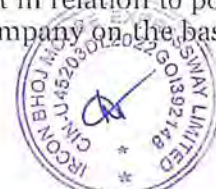
i. Short Term Employee Benefits

Employee benefits such as salaries and wages, short term compensated absences, and Performance Related Pay (PRP) falling due wholly within twelve months of rendering the service are classified as short-term employee benefits and undiscounted amount of such benefits are expensed in the statement of profit and loss in the period in which the employee renders the related services.

ii. Post-employment benefits & other Long Term Employee Benefits

The employees of the Company are on deputation from Ircon International Limited, Holding Company. The post employee benefits & other long term employee benefits includes gratuity, provident fund, post-retirement medical facility, pension, leave encashment and leave travel concession.

As per arrangement with the Ircon International Limited, Holding Company, the cost in relation to post employee & other long term Employee Benefits will be reimbursed to the holding Company on the basis



Irecon Bhoj Morbe Expressway Ltd.
Notes to financial statements for the year ended March 31, 2024

of fixed contribution based on basic pay and dearness allowance for the period of services rendered in the Company.

The companies liability with respect to the long term employee benefit is limited to the extent of fixed contribution to be paid to the holding company. Actual settlement of the long term employee liability will be the responsibility of holding company.

The Contractual employees of the Company are not eligible for post employee benefits & other long term employee benefits.

2.2.6. Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes unrestricted cash and short-term deposits with original maturities of three months and less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

2.2.7. Contingent liabilities & contingent assets

Contingent liabilities

Contingent liabilities are disclosed when there is a possible obligation or present obligations that may but probably will not, require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Contingent assets

Contingent assets are not recognized though are disclosed, where an inflow of economic benefits is probable.

2.2.8. Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period in exchange for consideration.

Company as a lessee

Short Term leases

The company has elected not to recognise ROU and lease liabilities for short term leases that have a lease term of twelve months or less. The company recognises lease payments associated with these leases as an expense on a straight-line basis over the lease term.

2.2.9. Financial instruments



Ircon Bhoj Morbe Expressway Ltd.
Notes to financial statements for the year ended March 31, 2024

The Company recognises financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument.

i. Financial assets

a) Initial recognition and measurement

All financial assets (excluding trade receivables which do not contain a significant financing component, being measured at transaction price) are recognised initially at fair value plus transaction costs that are directly attributable to the acquisition of financial asset. Transaction costs directly attributable to the acquisition of financial assets carried at fair value through profit or loss are expensed in statement of profit and loss.

b) Subsequent measurement

Subsequent measurement of financial asset depends on the Company business model for managing the asset and the cash flow characteristics of the asset. The Company classifies its financial asset as:

Financial assets at amortised cost

After initial measurement, the financial assets that are held for collection of contractual cash flows where those cash flow represent solely payments of principal and interest (SPPI) on the principal amount outstanding are measured at amortised cost using the effective interest rate (EIR) method. Interest income from these financial assets is included in other income.

Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognising impairment loss on financial assets measured at amortised cost, trade receivables, and other contractual rights to receive cash or other financial asset.

For trade receivables and contract assets, the Company follows 'simplified approach' and measures the loss allowance at an amount equal to lifetime expected credit losses.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss.

c) Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset, and the transfer qualifies for derecognition under Ind AS 109.

The difference between the carrying amount and the amount of consideration received / receivable is recognised in the statement of profit and loss.

ii. Financial liabilities

a) Initial recognition and measurement

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

The Company's financial liabilities include borrowings, trade and other payables and other financial



Irecon Bhoj Morbe Expressway Ltd.
Notes to financial statements for the year ended March 31, 2024

liabilities.

b) Subsequent measurement

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

Financial liabilities at amortized cost

After initial recognition, borrowings, trade payables and other financial liabilities are subsequently measured at amortised cost using the EIR (Effective Interest Rate) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

c) Derecognition of financial liabilities

A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

2.2.10. Fair value measurement

The company measures financial instruments at fair value at each reporting period.

All assets and liabilities for which fair value is measured, are disclosed in the financial statements. Such assets and liabilities are categorised within the level 3 (Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable) of fair value hierarchy.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

2.2.11. Earnings Per Share

In determining basic earnings per share, the company considers the net profit attributable to equity shareholders. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the period.

In determining diluted earnings per share, the net profit attributable to equity shareholders and weighted average number of shares outstanding during the period are adjusted for the effect of all dilutive potential equity shares.

2.2.12. Prior Period Adjustment

Errors/omissions discovered in the current year relating to prior periods are treated as immaterial and adjusted during the current year, if all such errors and omissions in aggregate does not exceed 0.50% of total operating revenue as per last audited financial statement of the Company.

2.2.13. Significant accounting estimates and judgements

The preparation of Standalone Financial Statements requires the management to make judgements,



Icon Bhoj Morbe Expressway Ltd.
Notes to financial statements for the year ended March 31, 2024

accounting estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

Significant areas of estimation and judgements as stated in the respective accounting policies that have the most significant effect on the financial statements are as follows:

i. Allowances for uncollected trade receivables

Trade receivables do not carry interest and are stated at their nominal values as reduced by appropriate allowances for estimated irrecoverable amount are based on ageing of the receivable's balances and historical experiences. Individual trade receivables are written off when management deems not be collectible.

ii. Contingencies

In the normal course of business, contingent liabilities may arise from litigation and other claims against the company. There are certain obligations which managements have concluded based on all available facts and circumstances are not probable of payment or difficult to quantify reliably and such obligations are treated as contingent liabilities and disclosed in notes Although there can be no assurance of the final outcome of legal proceedings in which the company is involved. it is not expected that such contingencies will have material effect on its financial position of probability.

iii. Impairment of financial assets

The impairment provision for financial assets are based on assumptions about risk of default and expected loss rates. The company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the company's past history, credit risk, existing market conditions as well as forward looking estimates at the end of each reporting period.

iv. Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the nature of business differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments that will impact the current and deferred income tax assets and liabilities in the period in which such determination is made. The company establishes provisions, based on reasonable estimates.

Deferred tax assets are recognized for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgement is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.



Ircon Bhoj Morbe Expressway Ltd.
Notes to financial statements for the year ended March 31, 2024

v. Revenue recognition

The company's revenue recognition policy, which is set out in Note 2.2.2, is central to how the company values the work it has carried out in each financial year.

These policies require forecasts to be made of the outcomes of Contracts, which require, assessments and judgements to be made on changes in scope of work and claims and variations.

The Company has incorporated significant judgements over contractual entitlements for long term project. The range of potential outcomes could result in a materially positive or negative change to underlying profitability and cash flow.

Estimates are also required with respect to the below mentioned aspects of the contract:

- Determination of stage of completion
- Estimation of project completion date
- Provisions for foreseeable losses
- Estimated total revenues and estimated total costs to completion, including claims and variations.

These are reviewed at each reporting date and adjust to reflect the current best estimates.





लोकहितार्थं सत्यनिष्ठा
Dedicated in Truth in Public Interest

संख्या: DGA/RC/AA-IBMEL/83-32/2023-24/168

महानिदेशक लेखापरीक्षा का कार्यालय
रेलवे वाणिज्यक, नई दिल्ली
C/o भारत के नियंत्रक और महालेखा परीक्षक
**Office of the Director General of Audit
Railway Commercial, New Delhi**
C/o Comptroller and Auditor General of India

4, दीनदयाल उपाध्याय मार्ग, नई दिल्ली 4, Deen Dayal Upadhyaya Marg, New Delhi-110002



दिनांक: 27.06.2024

सेवा में,

निदेशक,
इरकॉन भोज मोर्बे एक्सप्रेसवे लिमिटेड
सी-4, जिला केंद्र, साकेत,
नई दिल्ली-110007

महोदय,

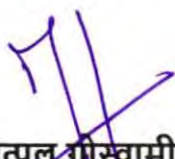
विषय: 31 मार्च 2024 को समाप्त वर्ष के लिए इरकॉन भोज मोर्बे एक्सप्रेसवे लिमिटेड के वित्तीय विवरणों पर कंपनी अधिनियम 2013 की धारा 143 (6)(b) के अंतर्गत भारत के नियंत्रक एवं महालेखापरीक्षक की टिप्पणियाँ।

मैं, इरकॉन भोज मोर्बे एक्सप्रेसवे लिमिटेड के 31 मार्च 2024 को समाप्त वर्ष के वित्तीय विवरणों पर कंपनी अधिनियम 2013 की धारा 143 (6) (b) के अंतर्गत भारत के नियंत्रक एवं महालेखापरीक्षक की टिप्पणियाँ अग्रेषित कर रहा हूँ।

कृपया इस पत्र की संलग्नको सहित प्राप्ति की पावती भेजी जाए।

भवदीय,

संलग्न : यथोपरि


डॉ. नीलोत्पल गोस्वामी
महानिदेशक (रेलवे वाणिज्यक)


**COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA
UNDER SECTION 143(6) (b) OF THE COMPANIES ACT, 2013, ON THE
FINANCIAL STATEMENTS OF IRCON BHOJ MORBE EXPRESSWAY LIMITED
FOR THE YEAR ENDED 31 MARCH 2024**

The preparation of financial statements of **Ircon Bhoj Morbe Expressway Limited** for the year ended 31 March 2024 in accordance with the financial reporting framework prescribed under the Companies Act, 2013, is the responsibility of the management of the Company. The Statutory Auditor appointed by the Comptroller and Auditor General of India under Section 139 (5) of the Act is responsible for expressing opinion on the financial statements under Section 143 of the Act, based on independent audit in accordance with the standards on auditing prescribed under Section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 15 May 2024.

I, on behalf of the Comptroller and Auditor General of India, have decided not to conduct supplementary audit of the financial statements of Ircon Bhoj Morbe Expressway Limited for the year ended 31 March 2024 under Section 143 (6)(a) of the Act.

For and on the behalf of the
Comptroller & Auditor General of India

Place: New Delhi
Dated: 27.06.2024


Dr. Nilotpai Goswami
Director General of Audit
Railway Commercial, New Delhi



**IRCON BHOJ MORBE EXPRESSWAY LIMITED
(‘IrconBMEL’)**

Registered & Corporate Office:

**C-4, District Centre, Saket, New Delhi -110017, India
Tel.: +91-11-29565666 | Fax: +91-11-26522000, 26854000
E-mail id: cospv.ircon@gmail.com**