

**ITNL INTERNATIONAL PTE. LTD.**

**FINANCIAL STATEMENT**

**2014-15**

## **AUDITORS' REPORT ON THE SPECIAL PURPOSE FINANCIAL STATEMENTS**

### **TO THE BOARD OF DIRECTORS OF**

### **ITNL INTERNATIONAL PTE. LTD, SINGAPORE**

#### **Introduction**

We have audited the accompanying special purpose financial statements of **ITNL INTERNATIONAL PTE. LTD, SINGAPORE** ("the Company"), which comprise the Balance Sheet as at March 31, 2015, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information as per Group Referral Instructions (GRI). The special purpose financial statements have been prepared by the Management based on the accounting principles generally accepted in India and the Group Referral Instructions (GRI) dated **March 24, 2015** issued by the Management of IL&FS Transportation Networks Limited (ITNL) ("Parent Company").

#### **Management's Responsibility for the Special Purpose Financial Statements**

The Company's Board of Directors is responsible for the preparation of these special purpose financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Principles Generally Accepted in India, including the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, the accounting policies as mentioned in the GRI and in accordance with the format of financial statements as given in the GRI. This responsibility also includes maintenance of adequate accounting records for safeguarding 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 special purpose financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### **Auditors' Responsibility**

Our responsibility is to express an opinion on these special purpose financial statements based on our audit. We have taken into account the provisions of the accounting and auditing standards.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the special purpose financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the special purpose financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the special purpose financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers the internal financial control relevant to the Company's preparation of the special purpose financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operative effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Board of Directors, as well as evaluating the overall presentation of the special purpose financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the special purpose financial statements.

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the special purpose financial statements give a true and fair view of the state of affairs of the Company as at March 31, 2015, and of its results of operations and its cash flows for the year ended March 31, 2015 in accordance with the accounting principles generally accepted in India and the GRI.

### **Emphasis of Matter**

We draw attention to the fact that these special purpose financial statements have been prepared on the basis that the Company is a going concern although the accumulated losses exceed 50% of its Paid-up Share Capital as at March 31, 2015. The Management's reasons for preparing the special purpose financial statements on a going concern basis are given in Note 1(IA) of the special purpose financial statements.

Our opinion is not modified in respect of this matter.

**Basis of Accounting**

Without modifying our opinion, we draw attention to Note 1(1B) to the special purpose financial statements, which describe the basis of accounting. The special purpose financial statements have been prepared for inclusion in the consolidated financial information of Parent Company. As a result, the special purpose financial statements may not be suitable for another purpose. Our report is intended solely for the Company, the Parent Company and the auditors of the Parent Company for their consideration into the audit of Consolidated Financial Statements and should not be distributed to or used by parties other than the Company, the Parent Company and the auditors of the Parent Company.

For **DELOITTE HASKINS & SELLS LLP**  
Chartered Accountants  
(ICAI Registration No. 117366W/W-100018)



Kalpesh J. Mehta  
Partner  
(Membership no: 48791)

**MUMBAI, May 06, 2015**  
**KJM/NDU**


SPECIAL PURPOSE FINANCIAL STATEMENTS  
ITNL INTERNATIONAL PTE. LTD., SINGAPORE  
Balance Sheet as at March 31, 2015

Equivalent ₹

	Particulars	Note	As at	
			March 31, 2015	March 31, 2014
I	<b>EQUITY AND LIABILITIES</b>			
1	<b>SHAREHOLDERS' FUNDS</b>			
	(a) Share capital	2	3,219,473,660	2,426,204,375
	(b) Reserves and surplus	3	(2,217,634,952)	(1,233,179,106)
			1,001,838,708	1,193,025,269
2	Share Application Money			60,099,800
2	<b>NON-CURRENT LIABILITIES</b>			
	(a) Long-term borrowings	4	11,439,783,107	10,757,864,200
	(b) Other long term liabilities	4A	313,783,996	-
			11,753,567,103	10,757,864,200
3	<b>CURRENT LIABILITIES</b>			
	(a) Trade payables		83,579,769	143,061,145
	(b) Other current liabilities	5	292,159,915	433,514,978
	(c) Short-term provisions	6	3,655,561	75,195
			379,395,245	576,651,318
	<b>TOTAL</b>		<b>13,134,801,056</b>	<b>12,587,640,587</b>
II	<b>ASSETS</b>			
1	<b>NON CURRENT ASSETS</b>			
	(a) Fixed assets			
	(i) Tangible assets (net)	7	1,162,437	188,659
	(b) Non-current investments	8	12,169,455,995	11,635,879,827
	(c) Long-term loans and advances	9	675,582,861	218,709,843
	(d) Other non-current assets	11	57,791,234	75,765,626
			12,903,992,527	11,930,543,955
2	<b>CURRENT ASSETS</b>			
	(a) Trade receivables	13	16,578,237	14,954,693
	(b) Cash and cash equivalents	14	146,270,052	125,898,500
	(c) Short-term loans and advances	10	7,652,299	13,577,458
	(d) Other current assets	12	60,307,941	502,665,981
			230,808,529	657,096,632
	<b>TOTAL</b>		<b>13,134,801,056</b>	<b>12,587,640,587</b>

Notes 1 to 24 form part of the special purpose financial statements

In terms of our report attached.  
For Deloitte Haskins & Sells LLP  
Chartered Accountants

  
Kalpesh J. Mehta  
Partner

Mumbai  
Date: May 06, 2015

For and on behalf of the Board

  
Director

  
Director



Singapore  
Date: May 06, 2015

**SPECIAL PURPOSE FINANCIAL STATEMENTS**  
**ITNL INTERNATIONAL PTE. LTD., SINGAPORE**  
**Statement of Profit and Loss for the Year ended March 31, 2015**

Equivalent ₹

	Particulars	Note	Year ended March 31, 2015	Year ended March 31, 2014
I	Revenue from operations	15	336,830,693	602,218,000
II	Other income	16	33,825,491	7,349,573
III	<b>Total revenue (I + II)</b>		<b>370,656,184</b>	<b>609,567,573</b>
IV	Expenses			
	Employee benefits expense	17	40,031,223	5,033,295
	Finance costs	18	1,045,449,491	964,373,713
	Administrative and general expenses	19	160,703,579	45,909,583
	Depreciation and amortization expense	7	243,532	50,727
	<b>Total expenses (IV)</b>		<b>1,246,427,825</b>	<b>1,015,367,318</b>
V	<b>Loss before taxation (III-IV)</b>		<b>(875,771,641)</b>	<b>(405,799,745)</b>
VI	Tax expense:			
	(a) Current tax expense		24,053,666	54,975,075
	(b) (Less): MAT credit (where applicable)		-	-
	(c) Short / (Excess) provision for tax relating to prior years		(24,786,953)	(15,085,149)
	(d) Net current tax expense		(733,287)	39,889,926
	(e) Deferred tax		-	-
	<b>Net tax (benefit)/expense (VI)</b>		<b>(733,287)</b>	<b>39,889,926</b>
VII	<b>Loss for the year (V-VI)</b>		<b>(875,038,354)</b>	<b>(445,689,671)</b>
	Earnings per equity share (Face value per share USD 1)	20		
	(1) Basic		(16.95)	(9.60)
	(2) Diluted		(16.95)	(9.60)

Notes 1 to 24 form part of the special purpose financial statements

In terms of our report attached.  
For Deloitte Haskins & Sells LLP  
Chartered Accountants



Kalpesh J. Mehta  
Partner

Mumbai  
Date: May 06, 2015

For and on behalf of the Board

  
Director

  
Director

Singapore  
Date: May 06, 2015

**SPECIAL PURPOSE FINANCIAL STATEMENTS**  
**ITNL INTERNATIONAL PTE. LTD., SINGAPORE**  
**Cashflow statement for the Year ended March 31, 2015**

Equivalent ₹

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
<b>Cash Flow from Operating Activities</b>		
<b>Loss Before Tax</b>	<b>(875,771,641)</b>	<b>(405,799,745)</b>
<b>Adjustments for :-</b>		
Interest Income	(33,810,713)	(4,123,024)
Provision for employee benefits	2,568,032	-
Dividend income	(268,069,061)	(538,140,177)
Finance costs	966,935,207	964,373,713
Depreciation and amortization expense	243,532	50,727
Unrealised Foreign exchange gain	8,071,470	-
Excess provisions written back	(14,779)	-
<b>Operating profit/(loss) before Working Capital Changes</b>	<b>(199,847,953)</b>	<b>16,361,494</b>
<b>Adjustments changes in working capital:</b>		
Increase in Trade receivables	(913,811)	(1,708,805)
Decrease in other assets & loans and advances (current and non current)	5,906,341	24,710,285
Increase in Margin Money Deposit	(39,519,083)	-
Decrease in liabilities (current and non current)	(66,278,704)	(76,256,746)
<b>Cash used in Operations</b>	<b>(300,653,210)</b>	<b>(36,893,772)</b>
Direct Taxes paid (Net)	(9,723,735)	(39,964,784)
<b>Net Cash used in Operating Activities (A)</b>	<b>(310,376,945)</b>	<b>(76,858,557)</b>
<b>Cash flow from Investing Activities</b>		
Purchase of fixed assets	(1,122,976)	(122,631)
Investments made in equity shares of subsidiary	(46,701,245)	(97,466,567)
Long term loans given	(562,956,288)	(10,433,092)
Interest received	20,229,882	4,003,891
Dividend received	740,108,902	353,129,096
<b>Net Cash generated from Investing Activities (B)</b>	<b>149,558,275</b>	<b>249,110,697</b>
<b>Cash flow from Financing Activities</b>		
Proceeds from Issue of Shares	793,269,285	443,117,056
Security Premium on Issue of equity shares	10,250,611	-
Bond Issue expenses incurred	(6,144,382)	-
Proceeds from Bond issuance	5,285,941,596	-
Repayment of Term Loans from Banks	(5,128,648,108)	-
Share application money received //(allotted)	-	60,501,918
Interest and Finance costs paid	(819,573,249)	(706,238,261)
<b>Net Cash generated from/ (used in) Financing Activities (C)</b>	<b>135,095,753</b>	<b>(202,619,287)</b>
<b>Net Decrease in Cash and Cash Equivalents (A+B+C)</b>	<b>(25,722,917)</b>	<b>(30,367,147)</b>
Cash and Cash Equivalent at the beginning of the period	46,566,764	74,458,766
(+)(-) Impact of forex differences	(600,371)	2,475,145
Cash and Cash Equivalent at the end of the period	20,243,476	46,566,764
<b>Net Decrease in Cash and Cash Equivalents</b>	<b>(25,722,917)</b>	<b>(30,367,147)</b>


Equivalent ₹

Components of Cash and Cash Equivalents		
Cash on hand	98,063	259,140
Balances with Banks in current accounts	20,145,413	46,307,624
Balances with Banks in deposit accounts	-	-
	20,243,476	46,566,764
Unpaid Dividend Accounts	-	-
Bank balances / deposits held as margin money or as security against borrowings	126,026,576	79,331,736
<b>Cash and Cash Equivalents as per Balance Sheet</b>	<b>146,270,052</b>	<b>125,898,500</b>

During the previous period, short term borrowing from IL&FS Transportation Networks Ltd of USD 4,500,000 was converted into equivalent amount of equity shares. This being a non-cash item has not been disclosed on the Cash Flow statement

Notes 1 to 24 form part of the special purpose financial statements

In terms of our report attached,  
For Deloitte Haskins & Sells LLP  
Chartered Accountants

  
Mr. Kalpesh J. Mehta  
Partner

Mumbai  
Date :

For and on behalf of the Board

  
Director

  
Director

  
Singapore  
Date :

**ITNL INTERNATIONAL PTE. LTD., SINGAPORE**  
**Notes forming part of the Special Purpose Financial Statements for the Year ended March 31, 2015**  
**Note 1: Significant Accounting policies**

**IA Company and Operations**

ITNL International Pte Ltd. ("IIPL") was incorporated in Singapore and is an investment holding Company. The current share capital is historical ₹ 3,219.47 Mn and is held 100% by IL&FS Transportation Networks Limited ("ITNL"). IIPL has borrowings of INR 11,439.78 Million made up of INR 5,570.58 Million from fellow subsidiary i.e. ITNL Offshore Pte Ltd. (IOPL) for financing the acquisition of a 49% stake in a Toll Road Company in Chongqing, China and INR 5,869.20 Million through issue of Bonds. IIPL has borrowed funds from IOPL, which have been guaranteed by the parent company indirectly. These are the significant liabilities in the Company which are guaranteed by parent company either directly or indirectly. Accordingly, the financial statements have been prepared on a going concern basis.

(i) The Company is assured of continuing operational and financial support from its parent company, vide its letter dated March 31, 2015 which is effective for the period of 12 months.

(ii) The Company continues to grow its operations. The Company is therefore being viewed as a going concern and financial statements have been prepared under the going concern basis.

IL&FS Transportation Networks Limited ("ITNL") has made an application to the Reserve Bank of India (RBI) for selling its existing shareholding of 77.39% in Elsamex S.A to ITNL International Pte Ltd. ("IIPL") its wholly owned subsidiary. IIPL will discharge the purchase consideration through issue of its equity to ITNL.

Currently IIPL holds 22.61% in Elsamex S.A. Post this transaction IIPL will be 100% holding company of Elsamex. The said transaction is viewed as expansion of Company's Operation which will have a positive impact on the profitability of the company. The Approval of the application made for this transaction to RBI is pending.

**IB Basis of Preparation of Financial Statement**

The primary books of account of the Company are prepared and maintained as per the Local GAAP. These Special Purpose Financial Statements have been specifically prepared in accordance with the Accounting Principles Generally Accepted in India, including the Accounting Standards specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014. The accounting policies followed in the preparation and presentation of the Special Purpose Financial Statements are consistent with those followed by IL&FS Transportation Networks Limited ("ITNL") (the Intermediate Holding Company) i.e. the accounting principles generally accepted in India and also the accounting policies given in the Group Referral Instructions issued by ITNL. The functional currency of the Company is USD.

These special purpose financial statements have been prepared for the limited purpose of inclusion in the preparation of the consolidated financial statements of ITNL and these special purpose financial statements have been prepared in Indian Rupees (Reporting Currency) in accordance with the principles for conversion laid down in Accounting Standard - 11 notified under the Rules.

**II Use of estimates**

The preparation of special purpose financial statements requires the Management to make estimates and assumptions considered in the reported amounts of Assets and Liabilities (including Contingent Liabilities) as of the date of the special purpose financial statements and the reported Income and Expenses during the year. Management believes that the estimates used in the preparation of the special purpose financial statements are prudent and reasonable. Actual results could differ from these estimates.

**III Provisions, Contingent Liabilities and Contingent Assets**

A provision is recognised when the Company has a present obligation as a result of a past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on best estimates required to settle the obligation at the Balance Sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised but are disclosed in the notes to the financial statement. A contingent asset is neither recognised nor disclosed.

**IV Foreign Currency Transactions**

Transactions in currencies other than the Company's functional currency (US\$) are initially recorded in the functional currency, by applying to the foreign currency amount the exchange rate at the date of the transaction. At each balance sheet date outstanding foreign currency monetary items are translated using the exchange rate prevailing on that date. Non-monetary items that are measured in terms of historical cost are not restated at the reporting date.

Exchange gains or losses arising on the settlement of monetary items and on restatement of monetary items are recognised as income or as expenses in the period in which they arise. When a diminution on a non-monetary item is recognised in the Statement of Profit and Loss, any exchange component of that gain or loss is also recognised in the Statement of Profit and Loss.

Since these special purpose financial statements have been prepared for the limited purpose of inclusion in the preparation of the consolidated financial statements of ITNL, the assets and liabilities, both monetary and non - monetary have been translated into Indian Rupees at the closing exchange rate. Income and expense items are translated into Indian Rupees at the average exchange rate for the period. The equity share capital has been translated into Indian Rupees at the historical exchange rates. All resulting exchange differences are accumulated in a foreign currency translation reserve.

The Company has exercised the option of amortising / capitalising the exchange differences arising on long-term foreign currency monetary items as given under Ministry of Corporate Affairs (MCA) Notification No. G.S.R 914(E) dated December 29, 2011





**V Fixed Assets and Depreciation/Amortisation****Tangible assets and depreciation**

The useful lives of the tangible assets as determined by the Company are as stated below:

(i) All tangible assets are depreciated on a Straight Line Depreciation Method, over the useful life of assets as prescribed under Schedule II of the Companies Act 2013 other than assets specified in para (ii) below as included in the accounting policy of ITNL Group.

(ii) Following assets are depreciated over a useful life which is shorter than the life prescribed under Schedule II of the Companies Act 2013 based on internal technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes etc.

a) Data Processing Equipment – Server and Networking equipment are depreciated over a period of 4 years

b) Mobile Phones and I pad / Tablets are fully depreciated in the year of purchase

c) Specialised office equipment's are depreciated on Straight Line Method over a period of three years

d) Vehicles purchased by the company for employees, are depreciated over a period of five years

e) Assets provided to employees are depreciated over a period of three years

f) Leasehold improvement costs are capitalised and amortised over the period of lease agreement

g) All categories of assets costing less than Equivalent ₹. 5,000/- each are fully depreciated in the year of purchase.

(iii) During the year, pursuant to the change in depreciation policy of ITNL with effect from April 1, 2014, the Company changed its method of depreciation for certain categories of fixed assets from written down value (WDV) method to straight line method (SLM). Consequent to this change, all assets are now being depreciated under SLM. The Company also revised the estimated useful life of some of its assets to align the useful life with those specified in Schedule II. The details of previously applied depreciation method, rates / useful life are as follows:

Asset	Previous depreciation method	Previous depreciation rate/useful life	Revised useful life based on SLM
Computers and Data Processing Equipment	SLM	25% / ~ 4 Years	3 Years
Furniture and Fixtures	NA	nil	10 Years

There is no impact on the Depreciation due to aforesaid change

**VI Investments**

- (a) Investments are classified as long term or current at the time of making such investments.  
 (b) Long-term investments are individually valued at cost, less provision for diminution that is other than temporary.  
 (c) Current investments are valued at the lower of cost and market value.  
 (d) Investments are capitalised at actual cost including costs incidental to acquisition, net of dividend received (net of tax) attributable to the period prior to acquisition of investment.

**VII Employee Benefits**

Short term employee benefits are recognised as an expense at the undiscounted amount expected to be paid over the period of services rendered by the employees to the Company.

**VIII Cash and Cash Equivalents**

Cash comprises of Cash on Hand, Cheques on Hand demand deposits with Banks and Balances in banks. Cash Equivalents are short term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risks of changes in value.

**IX Cash Flow Statement**

The Cash Flow Statement is prepared in accordance with the "Indirect Method" as explained in the Accounting Standard (AS) 3 on Cash Flow Statements as notified under the Rules.

**X Earnings per Share**

Basic earnings per share is calculated by dividing the profit / (loss) for the year attributable to equity shareholders of the Company by the weighted average number of equity shares in issue during the year.

Diluted earnings per share is calculated by dividing the profit / (loss) for the year attributable to equity shareholders of the Company by the weighted average number of equity shares determined by assuming conversion on exercise of conversion rights for all potential dilutive securities.



**XI Borrowing Costs**

Borrowing costs are recognised in the period to which they relate, regardless of how the funds have been utilised, except where it relates to the financing of construction or development of assets requiring a substantial period of time to prepare for their intended future use. Borrowing Costs are capitalised up to the date when the asset is ready for its intended use. The amount of borrowing costs capitalised (gross of tax) for the period is determined by applying the interest rate applicable to appropriate borrowings outstanding during the period to the average amount of accumulated expenditure for the assets during the period.

**XII Taxes on income**

(a) Taxes include taxes on income, adjustment attributable to earlier periods and changes in deferred taxes. Taxes are determined in accordance with enacted tax regulations and tax rates in force and in the case of deferred taxes at rates that have been substantively enacted.

(b) Deferred tax is calculated to correspond to the tax effect arising when final tax is determined. Deferred tax corresponds to the net effect of tax on all timing differences, which occur as a result of items being allowed for income tax purposes during a period different from when they are recognised in the financial statements.

(c) Deferred tax assets are recognised with regard to all deductible timing differences to the extent that it is probable that taxable profit will be available against which deductible timing differences can be utilised. When the Group's entities carry forward unused tax losses and unabsorbed depreciation, deferred tax assets are recognised only to the extent there is virtual certainty backed by convincing evidence that sufficient future taxable income will be available against which deferred tax assets can be realised.

(d) The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced by the extent that it is no longer probable that sufficient future taxable profit will be available to allow all or a part of the aggregate deferred tax asset to be utilised.

**XIII Revenue Recognition**

The Company's service offering includes management services. Revenue is recognised when it is realised or realisable and earned. Revenue is considered as realised or realisable and earned when it has persuasive evidence of an arrangement, services provided, the sale price / contract price is fixed or determinable and collectability is reasonable assured.

Dividend Income, other than dividend referred to in note VI (d) above, is recognised in the Statement of Profit and Loss when the unconditional right to receive the payment is established.

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable provided it is not unreasonable to expect ultimate collection.



ITNL INTERNATIONAL PTE. LTD., SINGAPORE

Notes forming part of the Special Purpose Financial Statements for the Year ended March 31, 2015

Note 2: Share capital

Particulars	As at March 31, 2015		As at March 31, 2014	
	Number	Equivalent ₹	Number	Equivalent ₹
<b>Authorised</b> Equity Shares of USD 1/- each	Not Applicable	Not Applicable	Not Applicable	Not Applicable
<b>Issued</b> Equity Shares of USD 1/- each	60,894,038	3,219,473,660	48,050,001	2,426,204,375
<b>Issued, Subscribed and Paid up</b> Equity Shares of USD 1/- each fully paid (refer foot note no. i, ii, and iii)	60,894,038	3,219,473,660	48,050,001	2,426,204,375
<b>Total</b>	<b>60,894,038</b>	<b>3,219,473,660</b>	<b>48,050,001</b>	<b>2,426,204,375</b>

Foot Notes:

i. Of the above, 60,894,038 shares are held by the holding Company (As at March 31, 2014 : 48,050,001 shares).

ii. Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting year / period.

Particulars	As at March 31, 2015		As at March 31, 2014	
	Equity Shares		Equity Shares	
	No. of Shares	Equivalent ₹	No. of Shares	Equivalent ₹
Shares outstanding at the beginning of the year	48,050,001	2,426,204,375	36,050,001	1,753,100,025
Shares issued during the Year	12,844,037	793,269,285	12,000,000	673,104,350
Shares outstanding at the end of the year	60,894,038	3,219,473,660	48,050,001	2,426,204,375

During the year Company has issued 12,844,037 (Equivalent ₹ 793,269,285 at transaction rate) share at a premium of 9% above face value based on SEBI registered merchant banker (i.e 1.09 per share). Accordingly company has credited USD 1,155,963 (Equivalent ₹ 71,394,236 @ transaction rate) in Security premium account i.e 0.09 per share.

\* During the previous year, short term borrowing from IL&FS Transportation Networks Ltd of USD 4,500,000 (Rs. 244,751,850) was converted into equivalent amount of equity shares.

iii. Shareholding more than 5% shares

Name of Shareholder	As at March 31, 2015		As at March 31, 2014	
	No. of Shares held	% of total holding	No. of Shares held	% of total holding
IL&FS Transportation Networks Limited	60,894,038	100%	48,050,001	100%
<b>Total</b>	<b>60,894,038</b>	<b>100%</b>	<b>48,050,001</b>	<b>100%</b>

Note 3: Reserves and surplus

Equivalent ₹

Particulars	As at March 31, 2015		As at March 31, 2014	
<b>(a) Foreign currency monetary reserve</b>				
Opening balance	-	-	-	-
(+)(-) Movement during the year (net)	(51,733,237)	(51,733,237)	-	-
<b>(b) Foreign currency translation reserve</b>				
Opening balance	137,595,994		(13,324,080)	
(+)(-) Movement during the year (net)	(129,078,491)	8,517,503	150,920,074	137,595,994
<b>(c) Securities Premium Account</b>				
Opening balance	-		-	
(+) Addition during the year	71,394,236	71,394,236	-	-
<b>(d) Deficit in Statement of Profit and Loss</b>				
Opening balance	(1,370,775,100)		(925,085,429)	
(+) Loss for the current year	(875,038,354)	(2,245,813,454)	(445,689,671)	(1,370,775,100)
<b>Total</b>		<b>(2,217,634,952)</b>		<b>(1,233,179,106)</b>



ITNL INTERNATIONAL PTE. LTD., SINGAPORE

Notes forming part of the Special Purpose Financial Statements for the Year ended March 31, 2015

Note 4: Long-term borrowings

Equivalent ₹

Particulars	As at March 31, 2015		As at March 31, 2014	
(i) Secured From banks	-	-	-	5,408,982,000
(ii) Unsecured Bond	5,869,201,907	-	-	-
From Related party	5,570,581,200	11,439,783,107	5,348,882,200	5,348,882,200
<b>Total</b>		<b>11,439,783,107</b>		<b>10,757,864,200</b>

Foot Notes:

Issue	RMB 575M 8% Bond Due 2017
Issue Date	July 17th 2014
Value	RMB 575M
Maturity Date	July 17th 2017
Interest payable	Semi annually on 17th January and 17th July

a. The Bond is identified as a long term foreign exchange monetary liability in accordance with paragraph 46A of the Accounting Standard 11 and hence difference on account of fluctuation in foreign currency is amortized over the period of the bond.

b. Company had obtained loan of USD 89 MN (Equivalent INR 5,570.58 MN as at March 31, 2015) from ITNL Offshore Pte Ltd, Singapore fellow subsidiary (IOPL) in earlier year, which was used by the Company to purchase an equity investment in Chongqing Yuhe Expressway Co. Ltd.

c. With the issuance of the Bond, the Bond holders through the Offering Memorandum have restricted the Company from making any payment to the fellow subsidiary in respect of the aforesaid loan during the existence of the Bond liability.

d. In order to give effect to the aforesaid provision of the Bond Holders, the Company entered into an agreement with ITNL Offshore Pte Limited ("IOPL) dated July 18, 2014 wherein the Interest rate on the aforesaid loan was fixed at 8% p.a (inclusive of all expenses) w.e.f July 14, 2014 and the payment of the interest and principal has been now agreed to be made on January 2018 bullet. Hence the maturity date of the loan from IOPL is now revised to January 2018 and thereafter payable / renewable on mutually agreeable terms (Agreement between the Company and IOPL dated July 18, 2014)

e. The aggregate amount of principal and interest not to exceed USD 115 Mn (Outstanding as at March 31, 2015 USD 93.77 Mn) which is defined under "Qualified Inter Company Loan" in the Offer Memorandum of the Bond issue.

Note 4A: Other Long term liabilities

Equivalent ₹

Particulars	As at March 31, 2015		As at March 31, 2014	
Interest accrued but not due on borrowings From related parties		313,783,996	-	-
<b>Total</b>		<b>313,783,996</b>		<b>-</b>



ITNL INTERNATIONAL PTE. LTD., SINGAPORE

Notes forming part of the Special Purpose Financial Statements for the Year ended March 31, 2015

Note 5: Other current liabilities

Equivalent ₹

Particulars	As at March 31, 2015		As at March 31, 2014	
(a) Interest accrued but not due on borrowings				
From related parties	-		57,372,110	
From Others	-		6,344,356	
From Others(Bond)	92,620,802	92,620,802	-	63,716,466
(b) Interest accrued and due on borrowings				
From related parties		199,495,594		362,653,372
(c) Statutory dues		43,519		7,145,140
<b>Total</b>		<b>292,159,915</b>		<b>433,514,978</b>

Note 6: Short-term provisions

Equivalent ₹

Particulars	As at March 31, 2015		As at March 31, 2014	
Provision for tax (net of advance)		1,026,747		75,195
Provision for Employee Bonus		2,628,814		-
<b>Total</b>		<b>3,655,561</b>		<b>75,195</b>



ITNL INTERNATIONAL PTE. LTD., SINGAPORE  
Notes forming part of the Special Purpose Financial Statements for the Year ended March 31, 2015

Note 7: Fixed assets

Current Year

Particulars	Gross block (at cost)				Depreciation and Amortisation				Equivalent ₹		
	Balance as at April 1, 2014	Adjustments / Reclassifications	Additions	Deletions	Balance as at March 31, 2015	Balance as at April 1, 2014	Adjustments / Reclassifications	Charge for the period / year	Deletions	Balance as at March 31, 2015	Net block Balance as at March 31, 2015
a) Tangible assets											
Data processing equipment	260,258	36,143	1,155,810		1,454,211	71,599	8,683	241,437	-	321,717	1,132,494
Furniture & Fixtures		741	31,347		32,088		50	2,085		2,145	29,943
Grand total	260,258	38,884	1,187,157	-	1,486,299	71,599	8,733	243,522	-	323,862	1,162,437

Previous Year

Note: Adjustments includes additions to Gross Block and Accumulated Depreciation towards foreign exchange fluctuation during the period and deductions to Gross Block and Accumulated Depreciation towards foreign exchange fluctuation and regrouping of previous year figures.

Particulars	Gross block (at cost)				Depreciation and Amortisation				Net block		
	Balance as at April 1, 2013	Adjustments / Reclassifications	Additions	Deletions	Balance as at March 31, 2014	Balance as at April 1, 2013	Adjustments / Reclassifications	Charge for the period / year	Deletions	Balance as at March 31, 2014	Net block Balance as at March 31, 2014
a) Tangible assets											
Data processing equipment	113,425	10,857	135,976		260,258	19,218	1,653	50,727	-	71,599	188,659
Total	113,425	10,857	135,976	-	260,258	19,218	1,653	50,727	-	71,599	188,659
Grand total	113,425	10,857	135,976	-	260,258	19,218	1,653	50,727	-	71,599	188,659



ITNL INTERNATIONAL PTE. LTD., SINGAPORE

Notes forming part of the Special Purpose Financial Statements for the Year ended March 31, 2015

Note 8: Non-current investments

Equivalent ₹

Particulars	As at March 31, 2015		As at March 31, 2014	
(a) Investment in Unquoted Equity Instruments - Associates* Elsamex S.A. (76,226 equity shares of Nominal Value Euro 60,10121 each)		1,185,358,653		1,138,183,535
(b) Investment in Unquoted Equity Instruments - Joint Ventures Chongqing Yuhe Expressway Co. Ltd.(77,166 equity shares representing		10,519,244,313		10,100,597,522
(c) Investment in Unquoted Equity instruments - Wholly owned Subsidiary ITNL International JLT (11,500 equity shares as at December 31, 2014 and 10,000 shares as at March 31, 2014 of face value AED 1,000)		222,817,315		164,695,637
(d) Investment in Unquoted Equity instruments - Subsidiary ITNL Africa Projects Limited (497,500,000 equity shares of face value NAIRA 1)		172,124,700		165,274,450
(e) Investment in Unquoted Equity instruments Others Airport Holding Australasia Pte. Ltd, (100,000 Equity shares of USD Face Value 1/- each)		4,708,060		4,520,688
(f) Investment in Unquoted Equity instruments Others Sharjah General Services Co. LLC (147,000 Equity shares of AED Face Value 1/- each)		2,612,154		2,508,195
(f) Investment in Unquoted Equity instruments Others (IIPL US 100% voting in Equity shares)		62,590,800		60,099,800
<b>Total</b>		<b>12,169,455,995</b>		<b>11,635,879,827</b>

\* The Company has entered into a share purchase agreement dated June 11, 2014, with the holding company viz. IL&FS Transportation Networks Limited for acquisition of ITNL's entire holding in Elsamex. The sale consideration will be discharged by issuing the Company's share to ITNL. The Transaction is subject to approval from Reserve Bank of India. The Company is awaiting regulatory approvals.

Note 9: Long-term loans and advances

Equivalent ₹

Particulars	As at March 31, 2015		As at March 31, 2014	
<b>Loans and advances to related parties</b>				
Unsecured, considered good				
- Long term loan - Elsamex S.A.	624,471,213		206,441,250	
- Long term loan - ITNL International JLT	21,296,520		-	
- Long term loan - Sharjah General Services Co. LLC	29,815,128	675,582,861	12,268,593	218,709,843
<b>Total</b>		<b>675,582,861</b>		<b>218,709,843</b>

Note 10 Short-term loans and advances

Equivalent ₹

Particulars	As at March 31, 2015		As at March 31, 2014	
(a) <b>Other loans and advances</b>				
Unsecured, considered good				
- Advance recoverable	1,458,654		1,400,602	
- Rent deposit	1,281,870		483,843	
- Prepaid expenses	2,699,399		11,693,013	
- Others	2,212,376	7,652,299	-	13,577,458
<b>Total</b>		<b>7,652,299</b>		<b>13,577,458</b>



ITNL INTERNATIONAL PTE. LTD., SINGAPORE

Notes forming part of the Special Purpose Financial Statements for the Year ended March 31, 2015

Note 11: Other non-current assets

Equivalent ₹

Particulars	As at March 31, 2015		As at March 31, 2014	
Unamortised borrowing costs		57,791,234		75,765,626
<b>Total</b>		<b>57,791,234</b>		<b>75,765,626</b>

Note 12 Other current assets

Equivalent ₹

Particulars	As at March 31, 2015		As at March 31, 2014	
(a) Dividend receivable	-		485,835,965	
(b) Interest accrued on long term loan given	15,806,242		854,018	
(c) Unamortised borrowing costs	44,501,699		15,975,998	
		60,307,941		502,665,981
<b>Total</b>		<b>60,307,941</b>		<b>502,665,981</b>

Note 13: Trade receivables

Equivalent ₹

Particulars	As at March 31, 2015		As at March 31, 2014	
Trade receivables outstanding for a period less than six months from the date they are due for payment Unsecured, considered good		16,578,237		14,954,693
<b>Total</b>		<b>16,578,237</b>		<b>14,954,693</b>

Note 14: Cash and cash equivalents

Equivalent ₹

Particulars	As at March 31, 2015		As at March 31, 2014	
(a) Cash and cash equivalents				
Cash on hand	98,063		259,140	
Balances with Banks in current accounts	20,145,413	20,243,476	46,307,624	46,566,764
(b) Other bank balances				
Bank balances held as margin money or as security against borrowings / Bank Guarantees.		126,026,576		79,331,736
<b>Total</b>		<b>146,270,052</b>		<b>125,898,500</b>





ITNL INTERNATIONAL PTE. LTD., SINGAPORE

Notes forming part of the Special Purpose Financial Statements for the Year ended March 31, 2015

Note 15: Revenue from operations

Equivalent ₹

Particulars	Year ended March 31, 2015		Year ended March 31, 2014	
<b>Income from services</b>				
Advisory and project management fees		68,761,632		64,077,823
Dividend Income		268,069,061		538,140,177
<b>Total</b>		<b>336,830,693</b>		<b>602,218,000</b>

Note 16: Other income

Equivalent ₹

Particulars	Year ended March 31, 2015		Year ended March 31, 2014	
<b>(a) Interest Income</b>				
Interest on loans granted		33,810,713		4,123,024
<b>(b) Excess provisions written back</b>		14,778		-
<b>(c) Other non-operating income</b>				
Exchange rate fluctuation Gain (net)		-		3,226,549
<b>Total</b>		<b>33,825,491</b>		<b>7,349,573</b>



ITNL INTERNATIONAL PTE. LTD., SINGAPORE

Notes forming part of the Special Purpose Financial Statements for the Year ended March 31, 2015

Note 17: Employee benefits expense

Equivalent ₹

Particulars	Year ended March 31, 2015		Year ended March 31, 2014	
Salaries and wages	34,875,481		1,784,826	
Staff welfare expenses	5,155,742	40,031,223	3,248,469	5,033,295
<b>Total</b>		<b>40,031,223</b>		<b>5,033,295</b>

Note 18: Finance costs

Equivalent ₹

Particulars	Year ended March 31, 2015		Year ended March 31, 2014	
(a) Interest expenses				
Interest on loans for fixed period	842,834,804		700,152,460	
(b) Other borrowing costs	202,614,687	1,045,449,491	264,221,253	964,373,713
<b>Total</b>		<b>1,045,449,491</b>		<b>964,373,713</b>

Note 19: Administrative and general expenses

Equivalent ₹

Particulars	Year ended March 31, 2015		Year ended March 31, 2014	
Travelling and conveyance	27,244,951		10,261,395	
Legal and consultation fees	72,579,147		18,205,272	
Exchange rate fluctuation loss (net)	7,928,868		-	
Amortisation of Foreign currency translation monetary loss	15,559,156		-	
Rent	10,242,434		1,459,004	
Retainership fees	8,655,533		7,415,114	
Miscellaneous expenses	7,150,783		453,071	
Business tax paid - Chinese VAT	3,850,581		3,588,369	
Insurance	52,432		-	
Communication expenses	2,516,091		142,696	
Directors' fees	1,424,093		696,058	
Auditor's remuneration	1,164,297		1,351,250	
Bank commission	1,633,012		736,989	
Business Promotion Expenses	565,300		173,553	
Rates and taxes	136,901		821,793	
Tender fees	-	160,703,579	605,019	45,909,583
<b>Total</b>		<b>160,703,579</b>		<b>45,909,583</b>



ITNL INTERNATIONAL PTE. LTD., SINGAPORE

Notes forming part of the Special Purpose Financial Statements for the Year ended March 31, 2015

Note 20: Earnings per equity share

Particulars	Unit	Year ended March 31, 2015	Year ended March 31, 2014
Profit / (Loss) for the Period	Equivalent ₹	(875,038,354)	(445,689,671)
Weighted number of Equity Shares outstanding	Numbers	51,639,294	46,008,905
Nominal Value of equity shares	USD	1	1
Nominal Value of equity shares	Equivalent ₹	52.87	60.50
Basic Earnings per share	Equivalent ₹	(16.95)	(9.69)
Equity shares used to compute diluted earnings per share	Numbers	51,639,294	46,008,905
Diluted Earnings per share	Equivalent ₹	(16.95)	(9.69)



**SPECIAL PURPOSE FINANCIAL STATEMENTS**  
**ITNL INTERNATIONAL PTE. LTD., SINGAPORE**  
**Notes forming part of the Special Purpose Financial Statements for the Year ended March 31, 2015**

**Note 21: Related Party Disclosure**

**Current Year**

**a Name of related parties and description of relationship**

Nature of Relationship	Name of Entity	Acronym used
Ultimate Holding Company	Infrastructure Leasing & Financial Services	IL&FS
Immediate Holding Company	IL&FS Transportation Networks Limited	ITNL
Subsidiary Company	ITNL International JLT	IJLT
	Sharjah General Services Co. LLC	SGSC
Associate (also a fellow subsidiary)	Elsamex SA	ESA
Jointly controlled entity	Chongqing Yuhe Expressway Co. Ltd.	CYE
key Management Personal	K Ramchand Director and his relatives	Managing Director in Parent Company and Director in the Company
key Management Personal	Mr George Cherian-Chief Financial Officer	Managing Director in Parent Company and Director in the Company
key Management Personal	Mukund Sapre and his relatives	Managing Director in Parent Company and Director in the Company
Fellow Subsidiary Companies (only with whom there have been transactions / closing balances)	ITNL Offshore Pte. Ltd.	IOPL
	ITNL Offshore Two Pte. Ltd.	IOTPL
	Global Business Services JLT	GBSJ
	IL&FS Global Financial Services (UK) Limited	IGFSL
	IL&FS Global Financial Services (HK) Limited	IGFSL(HK)

**b Transactions / Balances with related parties as mentioned ( a ) above**

Account head	Name of Entity	Equivalent ₹
<b>Balances:</b>		<b>As at March 31, 2015</b>
Long term loan taken	IOPL	5,570,581,200
Interest payable but not due on borrowings - Non Current	IOPL	313,783,996
Interest payable and due on borrowings- Current	IOPL	199,495,594
Long Term Loans given (Long-term loans and advances) -	ESA	624,471,213
Long Term Loans given (Long-term loans and advances) -	SGSC	29,815,128
Long Term Loans given (Long-term loans and advances) -	IJLT	21,296,520
Other receivables	IOTPL	1,236,708
Other receivables	GBSJ	1,458,654
Trade receivables	CYE	16,578,237
Dividend income accrued for the year ended December 201	CYE	-
Dividend income accrued for the year ended December 201	ESA	-
Trade Payables	IOPL	64,351,685
Trade Payables	ITNL	5,139,644
Interest accrued on long term loan given - Current	ESA	14,600,118
Interest accrued on long term loan given - Current	IJLT	437,760
Interest accrued on long term loan given - Current	SGSC	768,365
Unamortized Borrowing cost	IGFSL(HK)	22,330,395
<b>Account head</b>	<b>Name of Entity</b>	<b>Year ended March 31, 2015</b>
<b>Transactions:</b>		
Finance Costs	IOPL	415,215,413
Advisory and project management fees (Revenue from ope	CYE	68,761,632
Dividend income	CYE	268,069,061
Other Borrowing Costs	ITNL	22,433,902
Retainership costs	IGFSL	4,507,080
Upfront Fees	IGFSL(HK)	6,716,016
Interest income on long-term loan (Other income)	ESA	32,632,475
Interest income on long-term loan (Other income)	IJLT	427,639
Interest income on long-term loan (Other income)	SGSC	750,599

**Previous Year**

**c Name of related parties and description of relationship**

Nature of Relationship	Name of Entity	Acronym used
Ultimate Holding Company	Infrastructure Leasing & Financial Services	IL&FS
Immediate Holding Company	IL&FS Transportation Networks Limited	ITNL
Subsidiary Company	ITNL International JLT	IJLT
Associate (also a fellow subsidiary)	Elsamex SA	ESA
Jointly controlled entity	Chongqing Yuhe Expressway Co. Ltd.	CYE
Fellow Subsidiary Companies (only with whom there have been transactions / closing balances)	ITNL Offshore Pte. Ltd.	IOPL
	IL&FS Global Financial Services Pte. Ltd.	IGFSL



SPECIAL PURPOSE FINANCIAL STATEMENTS  
ITNL INTERNATIONAL PTE. LTD., SINGAPORE

Notes forming part of the Special Purpose Financial Statements for the Year ended March 31, 2015

Related Party Disclosure

d Transactions / Balances with related parties as mentioned (c) above

Account head	Name of Entity	Equivalent ₹ As at March 31, 2014
<b>Balances:</b>		
Long term loan taken	IOPL	5,348,882,200
Interest payable but not due on borrowings	IOPL	57,372,110
Interest payable and due on borrowings	IOPL	362,653,372
Long Term Loans given (Long-term loans and advances)	ESA	206,441,250
Long Term Loans given (Long-term loans and advances)	SGSC	12,268,593
Trade receivables	CYE	14,954,693
Dividend income accrued for the year ended December 2013 [Net]	CYE	438,547,820
Dividend income accrued for the year ended December 2013 [Net]	ESA	47,288,145
Trade Payables	IOPL	125,658,867
Trade Payables	ITNL	11,971,720
Trade Payables	IGFSL	3,696,438
Interest accrued on long term loan given	ESA	829,317
Interest accrued on long term loan given	SGSC	24,701

Account head	Name of Entity	As at March 31, 2014
<b>Transactions:</b>		
Finance Costs	IOPL	363,920,972
Other borrowing costs	ITNL	1,050,001
Advisory and project management fees (Revenue from operations)	CYE	64,077,823
Retainership costs	IGFSL	7,415,114
Interest income on long-term loan (Other income)	ESA	4,098,323
Interest income on long-term loan (Other income)	SGSC	24,701
Conversion of Short-Term Loan to Investment	ITNL	244,751,850



ITNL INTERNATIONAL PTE. LTD., SINGAPORE

Notes forming part of the Special Purpose Financial Statements for the Year ended March 31, 2015

Contingent liabilities and capital commitments

Note 22 Contingent liabilities :

Equivalent ₹

Sr No	Name of party	Description	As at March 31, 2015	As at March 31, 2014
1		Guarantees issued on behalf of Group Companies	-	Not Applicable
2		Guarantees issued on behalf of other than Group Companies	-	
3		Guarantees / counter guarantees issued in respect of borrowing facilities of foreign subsidiary companies	-	
4		Claims against the Group not acknowledged as debt	-	
5		Income tax demands contested by the Company	-	
6		Other tax demands contested by the Company	-	
		- Service tax	-	
		- VAT	-	
		- Others (Please give description)	-	
7	Bank of India	Guarantee Issued to Vietnam Infrastructure Development and Finance Investment Joint Stock Company (Fixed Deposit of Rs. 126,026,576 placed with the Bank under lien)	126,026,576	
8				



**ITNL INTERNATIONAL PTE. LTD., SINGAPORE**

**Notes forming part of the Special Purpose Financial Statements for the Year ended March 31, 2015**

**Note 23: Segment Information**

As per para 1 of AS - 17 as notified under the Companies (Accounting Standards) Rules, 2006, Segment reporting is applicable to the General Purpose financial statements. These Special Purpose Financial Statements have been prepared for limited and specific purpose to be included into the Consolidated Financial Statements of IL&FS Transportation Networks Limited and hence disclosure requirements as per AS-17 under Segment Reporting is not applicable.

**Note 24: Previous year**

Figures for the previous year have been regrouped, reclassified where necessary, to conform to the classification of the current period.

For and on behalf of the Board

  
Director

  
Director



Singapore

Date: May 06, 2015