

Date: 14th August, 2020

The National Stock Exchange of India Ltd.

Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra - Kurla Complex,
Bandra (East),
Mumbai - 400 051
NSE Code: GAMMONIND

BSE Limited

1st Floor, New Trading Ring,
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
BSE Code: 509550

Dear Sir/Madam,

Sub: Outcome of Board Meeting held on 14th August, 2020 pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 30 and 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, you are hereby informed that the Board of Directors ("Board") of the Company at its meeting held on 14th August, 2020 which commenced at 3:00 p.m. and concluded at 06:20 p.m. *inter - alia* transacted the following business:

1. The Board approved and took on record the following:
 - (i) Audited Standalone Financial Statements of the Company for the quarter and financial year ended 31st March, 2020;
 - (ii) Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2020.

The aforesaid Financial Results duly reviewed by the Audit Committee, have been approved and taken on record by the Board of Directors together with the Audit Report of the Statutory Auditors and the same are placed on the website of the Company at <http://www.gammonindia.com/investors/financial-results.htm>.

You are requested to take the above information on record.

Thanking you,

For Gammon India Limited



Niki Shingade

Company Secretary

Encl: As above

GAMMON INDIA LIMITED

Registered Office : Floor 3rd, Plot - 3/8, Hamilton House, J. N. Heredia Marg, Ballard Estate,
Mumbai - 400 038. Maharashtra, India; **Telephone :** +91-22-2270 5562
E-Mail : gammon@gammonindia.com; **Website :** www.gammonindia.com
CIN : L74999MH1922PLC000997

| STANDALONE STATEMENT OF ASSETS AND LIABILITIES AS AT 31 MARCH 2020 | | |
|--|------------------------|------------------------|
| (₹. in Crore) | | |
| Particulars | As at 31 March 2020 | As at 31 March 2019 |
| ASSETS | | |
| NON-CURRENT ASSETS | | |
| (a) Property, plant and equipment | 429.51 | 439.63 |
| (b) Capital work-in-progress | 1.73 | 3.33 |
| (c) Financial assets | - | - |
| (i) Investments | 211.97 | 272.05 |
| (ii) Trade receivable | 270.70 | 269.60 |
| (iii) Loans | 739.69 | 876.66 |
| (iv) Others | 82.04 | 93.74 |
| (d) Deferred tax assets (net) | - | - |
| (e) Other non-current assets | 1,347.54 | 1,349.38 |
| TOTAL NON-CURRENT ASSETS | 3,083.18 | 3,304.40 |
| CURRENT ASSETS | | |
| (a) Inventories | 38.92 | 45.47 |
| (b) Financial assets | - | - |
| (i) Investments | 0.03 | 0.95 |
| (ii) Trade receivables | 108.99 | 121.06 |
| (iii) Cash and cash equivalents | 3.37 | 2.81 |
| (iv) Bank balances | 0.58 | 0.58 |
| (v) Loans | 7.91 | 7.96 |
| (vi) Others | 26.51 | 26.51 |
| (c) Current tax assets (net) | - | - |
| (d) Other current assets | 113.04 | 114.78 |
| TOTAL CURRENT ASSETS | 299.35 | 320.12 |
| TOTAL ASSETS | 3,382.53 | 3,624.51 |
| EQUITY AND LIABILITIES | | |
| EQUITY | | |
| (a) Equity share capital | 74.11 | 74.11 |
| (b) Other equity | (4,264.75) | (3,141.86) |
| TOTAL EQUITY | (4,190.64) | (3,067.75) |
| LIABILITIES | | |
| NON-CURRENT LIABILITIES | | |
| (a) Financial liabilities | - | - |
| (i) Borrowings | - | - |
| (ii) Trade payables | - | - |
| - Total outstanding dues to Micro and Small Enterprises | - | - |
| - Total outstanding dues to other than Micro and Small Enterprises | 16.93 | 12.82 |
| (iii) Other financial liabilities | 12.00 | 12.00 |
| (b) Provisions | 0.56 | 0.40 |
| (c) Deferred tax liabilities (net) | 103.19 | 102.18 |
| (d) Other non-current liabilities | 70.73 | 70.74 |
| TOTAL NON-CURRENT LIABILITIES | 203.41 | 198.14 |
| CURRENT LIABILITIES | | |
| (a) Financial liabilities | - | - |
| (i) Borrowings | - | - |
| (ii) Trade payables | - | - |
| - Total outstanding dues to Micro and Small Enterprises | 0.25 | 0.25 |
| - Total outstanding dues to other than Micro and Small Enterprises | 112.73 | 134.99 |
| (iii) Other financial liabilities | 6,755.87 | 5,935.91 |
| (b) Other current liabilities | 71.29 | 73.08 |
| (c) Provisions | 429.62 | 346.93 |
| (d) Current tax liabilities (net) | - | 2.96 |
| TOTAL CURRENT LIABILITIES | 7,369.76 | 6,494.12 |
| TOTAL EQUITY AND LIABILITIES | 3,382.53 | 3,624.51 |

SIGNED FOR IDENTIFICATION
BY

[Signature] **GAMMON INDIA LIMITED**

Registered Office: Floor 3rd, Plot - 3/8, Hamilton House, J. N. Heredia Marg, Ballard Estate,

NAYAN PARIKH & CO
MUMBAI

400 038, Maharashtra, India; Telephone : +91-22-2270 5562

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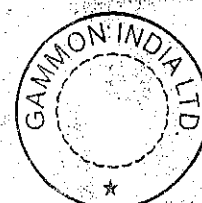
STATEMENT OF STANDALONE RESULTS FOR THE QUARTER ENDED AND YEAR ENDED 31 MARCH 2020

(₹ in Crore except earning per share data)

| Sr. No | Particulars | Quarter ended | | | Year ended | |
|-------------|---|-----------------|-----------------|-----------------|-------------------|-------------------|
| | | 31-Mar-20 | 31-Dec-19 | 31-Mar-19 | 31-Mar-20 | 31-Mar-19 |
| | | Audited | Unaudited | Audited | Audited | Audited |
| I | Income | | | | | |
| a) | Revenue from Operations : | 26.65 | 4.37 | 123.58 | 71.71 | 197.40 |
| b) | Other Income | 32.49 | 4.40 | 9.27 | 51.49 | 112.75 |
| | Total Income (a+b) | 59.14 | 8.77 | 132.85 | 123.20 | 310.15 |
| II | Expenses | | | | | |
| a) | Cost of material consumed | 10.27 | 2.26 | 7.96 | 16.71 | 22.16 |
| b) | Changes in inventories of finished goods, work-in progress and stock-in-trade | - | - | 4.44 | - | - |
| c) | Subcontracting Expenses | 19.90 | 0.68 | 29.37 | 50.74 | 75.83 |
| d) | Employee benefits expense | 1.74 | 1.97 | 2.04 | 7.63 | 8.48 |
| e) | Finance Costs | 152.81 | 149.13 | 137.56 | 586.55 | 562.42 |
| f) | Depreciation & amortization | 2.34 | 2.44 | 2.57 | 9.74 | 10.56 |
| g) | Other expenses | 39.70 | 8.54 | 53.85 | 64.44 | 71.82 |
| | Total Expenses | 226.76 | 165.02 | 237.79 | 735.81 | 751.27 |
| III | Profit/(Loss) before exceptional items and tax | (167.62) | (156.25) | (104.94) | (612.61) | (441.12) |
| IV | Exceptional items Income / (Expense) | (476.35) | (11.32) | (349.24) | (508.94) | (1,313.00) |
| V | Profit / (Loss) before tax | (643.97) | (167.57) | (454.18) | (1,121.55) | (1,754.12) |
| VI | Tax expenses | | | | | |
| | Current Tax | - | - | - | - | - |
| | Excess / Short Provision of Earlier years | - | - | - | - | - |
| | Deferred Tax Liability / (asset) | 0.21 | 0.17 | (2.59) | 1.01 | 0.93 |
| | Total tax expenses | 0.21 | 0.17 | (2.59) | 1.01 | 0.93 |
| VII | Profit after tax for the Period | (644.18) | (167.70) | (451.59) | (1,122.56) | (1,755.05) |
| VIII | Other Comprehensive Income: | | | | | |
| | Items that will not be reclassified to profit or loss | | | | | |
| | Remeasurement gain / loss on Actuarial | (0.10) | 0.07 | (0.11) | (0.32) | (0.12) |
| | Net gain/ (loss) on fair value of equity instruments through OCI | - | - | 2.43 | (0.08) | 2.43 |
| IX | Other Comprehensive Income: | (0.10) | 0.07 | 2.32 | (0.40) | 2.31 |
| X | Total Comprehensive Income / (Loss) For The Period | (644.28) | (167.63) | (449.27) | (1,122.96) | (1,752.74) |
| XI | Paid up Equity Share Capital (Face Value ₹ 2 per Equity share) | 74.11 | 74.11 | 74.11 | 74.11 | 74.11 |
| XII | Earnings per equity share | | | | | |
| | Basic | (17.46) | (4.55) | (12.24) | (30.43) | (47.58) |
| | Diluted | (17) | (5) | (12) | (30) | (48) |

See accompanying notes to the financial results

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 BY *K. N. Parikh*
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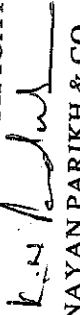
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Notes:

1. The Financial Results for the quarter and year ended March 31, 2020 were reviewed by the Audit Committee and approved by the Board of Directors of the Company at its meeting held on August 14, 2020 and have been audited by the Statutory Auditors of the Company.
2. Results for the quarter and year ended March 31, 2020 have been prepared in accordance with the Indian Accounting Standards (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rule, 2015 and Companies (Indian Accounting Standards) Amendment Rule, 2016.
3. The figures for the quarter ended March 2020 and March 2019 are derived from the audited figures of the twelve months period ended March 31, 2020 and March 31, 2019 and the year to date figures upto December 31, 2019 and December 31, 2018 which were subjected to limited review by the statutory auditors.
4. The auditors have qualified their report in respect of the following matters -
 - a) The Company had evaluated its claims in respect of on-going, completed and/or terminated contracts in the earlier periods which amounts to Rs. 894.41 crore as at March 31, 2020 with the help of an independent expert in the field of claims and arbitration who had assessed the likely amount of claims being settled in favour of the Company. The management contends that there is no change in position during the quarter and the same are due to them and they have a very good chance of realisation.
 - b) There are disputes in six projects of the Company. The total exposure against these projects is Rs. 364.44 Crore consisting of receivable of Rs. 148.05 crores, inventory Rs. 44.78 crore and other receivables Rs. 171.60 crores. The Company is pursuing legal recourse / negotiations for settling the disputes in favour of the Company and is of the opinion that it has a good case in the matter hence does not require any provision considering the claims of the Company against the Clients
 - c) The Company's exposure to one of the subsidiary company developing a real estate project in Bhopal is Rs 225.60 crores (net of provisions). Due to slow down in the real estate market the subsidiary company is facing problems in its development and sale. The Company has already made a provision of Rs 100 crores against its exposure based on internal estimates of the realisable value. The subsidiary company is in active discussion with the lenders for the financial support for completion of the project.
 - d) During the year ended Mach 31, 2020 two lenders have levied penal interest and charges of Rs 61.22 Crores. Total amount of penal interest amount to Rs. 179.33 Crores up to March 31,2020. The management is disputing the same and has not accepted the debit of interest and charges in its books. They have also requested the lenders to reverse the same.
 - e) It is the normal practice of the company to physically verify the inventories at March end for its valuation as on March 31, 2020. The inventories at site as at the year end is Rs. 38.92 Crore. However, this was not possible to be done due to the lockdown declared by the Government in view of COVID-19 pandemic. The management proposes to get the stock verified by its Internal

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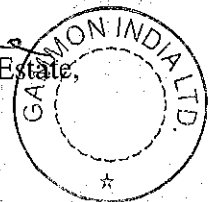
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Auditors in the near future after normalcy is restored. For the purpose of preparing this financials, the management has considered the value of inventory as per the books of accounts maintained by the company and believes the internal control process is reliable in this regard.

5. The Company in evaluating its jobs has considered an amount of Rs. 7.56 Crore relating to the likelihood of the claim materializing in favour of the Company, arising out of claims for work done, cost overruns arising due to client delays, changes of scope, escalation claims, variation orders, deviation in design and other charges recoverable from the client which are pending acceptance or certification by the client or referred the matter to the dispute resolution board / arbitration panel.

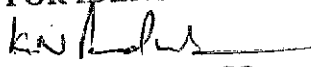
In furtherance to the recommendation of the Dispute Resolution Board (DRB) and Arbitration Awards in the Company's favour, the Company has recognized income to the extent of Rs. 235.77 Crore in the previous years, which is part of Long Term Trade Receivable. The Company contends that such awards have reached finality for the determination of the amounts of such claims and are reasonably confident of recovery of such claims although the client has moved the court to set aside the awards. Considering the fact that the Company has received favorable awards from the DRB and the Arbitration Tribunal, the management is reasonably certain that the claims will get favorable verdict from the courts.

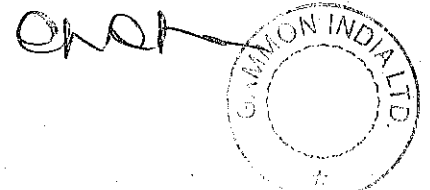
6. The Company has receivable including retention and work in progress aggregating to Rs. 44.51 Crore (inventory - Rs. 21.19 crores and receivables Rs. 23.31 crores) in various jobs relating to the Real Estate Projects due to the problems faced by the Real Estate Sector. The management is confident of ultimate recovery considering its contractual position and therefore no adjustments are required to be made in respect of such contracts.
7. Material Uncertainty Relating to Going Concern:

The Company's operations have been affected in the last few years by various factors including liquidity crunch, unavailability of resources on timely basis, delays in execution of projects, delays in land acquisition, operational issues etc. The Company's overseas operations are characterized due to weak order booking, paucity of working capital and uncertain business environment. Also the Company's current liabilities exceed the current assets by Rs. 7070.41 Crore. The facilities of the Company with the CDR lenders are presently marked as NPA since June 2017. The liquidity crunch has resulted in several winding up petitions being filed against the Company by various stakeholders for recovery of the debts which the Company has been settling as per the mutually agreed repayment terms. The liquidity crunch is affecting the Company's operation with increasing severity. The CDR lenders have recalled the various facilities, initiated recovery suits in the Debt Recovery Tribunals as well as filing a winding up petition with the National Company Law Tribunal, Mumbai bench under the Insolvency and Bankruptcy code

The Company has been making every effort in settling the outstanding CDR dues.

The Reserve Bank of India had vide its circular no. RBI/2018-19/ 203 DBR.No.BP.BC.45/ 21.04.048/2018-19 dated 7th June, 2019 issued directions for 'Prudential Framework for Resolution of Stressed Assets'. These directions were called the Reserve Bank of India (Prudential Framework for Resolution of Stressed Assets) Directions 2019 and which came into immediate effect i.e. 7th June, 2019

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These directions were issued by RBI with a view to providing a framework for early recognition, reporting and time bound resolution of stressed assets.

Pursuant to the provisions of the above mentioned directions, all the lenders shall enter into an Inter Creditor Agreement (ICA) within 30 days of the issuance of the said circular i.e. within 7th July, 2019 to provide for ground rules for finalisation and implementation of the resolution plan in respect of borrowers with credit facilities from more than one lender. The circular also provided that the ICA shall be binding on all the lenders, if the decision is agreed by lenders representing 75% by value of total outstanding and 60% of lenders by number

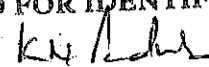
To take into consideration the above mentioned circular issued by RBI and the execution of the ICA, ICICI Bank Limited being the lead monitoring institution of the CDR Lenders, invited all the lenders for a consortium meeting and the ICA was executed in July 2019 by all the lenders.

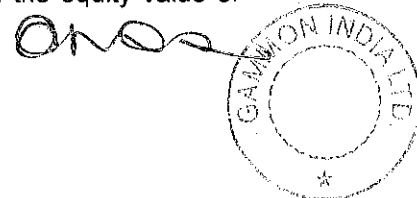
Pursuant to the execution of the ICA the lenders appointed M/s Deloitte Touche Tohmatsu India LLP as Process Advisory (PA) in the resolution process of the Company. Subsequent to the abovementioned appointment the representatives of Deloitte attended one of the Joint Lenders Meeting held on 13th January, 2020, wherein the plans regarding the way forward on the resolution process were presented. Pursuant to the quotes sought by Deloitte from various valuers and legal consultants to carry out the valuation of the Company and estimation on the recoverability of arbitration claims of the Company, the quote received from Duff and Phelps (D&P) was found to be lower as compared to others. Based on the recommendation by Deloitte the Company signed an engagement letter with Duff and Phelps (D&P) on such terms and conditions as directed by IDBI Bank.

The management is hopeful of being successful in accomplishing its objective and servicing the debt and maintain its going concern status and to that effect is continuously engaged with the lenders for a solution.

Therefore, in the view of the management the going concern assumption of GIL is intact and these financials are prepared on a going concern basis. The above action plan of the Company for repaying the debts and servicing the same including the necessary value of the balance stake being available and realisation of the claim amounts filed by the Company, monetisation of the stake sale of investments and also the acceptance of the resolution proposal by the lenders is exposed to material uncertainties which may affect the going concern assumption.

8. The Company is engaged mainly in "Construction and Engineering" segment. The Company also has "Real Estate Development" as other segments. Revenue from such activities is not significant and accounts for less than 10% of the total revenue and total assets of the Company. Therefore no disclosure of separate segment reporting as required in terms of Indian Accounting Standard INDAS -108 is done in respect of this segment.
9. The exposure of the Company in Sofinter S.p.A through two subsidiaries is Rs. 1328.40 crores of which Gammon International BV is Rs. 966.69 Crores and Gammon Holding Mauritius Limited is Rs. 361.41 Crores. Based on the latest valuation of Sofinter group carried out by an independent valuer, there is a diminution in the equity value of Sofinter group as compared to the total exposure of the Company. The management is of the view that this diminution in the equity value of

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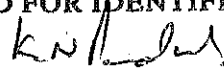


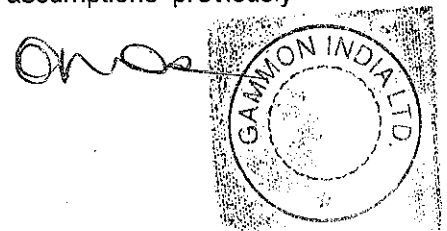
Sofinter group is of temporary in nature considering the Sofinter Group's strong order book position. Considering the combined exposure in GIBV & GHML as per the valuation report for the purposes of the financial statement of March 31, 2020 the reduction in equity value of Rs. 165.46 crores in current year has been provided (Rs. 391 crores in previous years) against its exposure to GIBV which is included in exceptional item.

10. On account of the company being marked as non performing assets by the lenders no interest has been debited by majority of the lenders. The company has made provision for interest on the basis of the last sanction and last revision of terms. Therefore the loan balances and finance cost are subject to confirmation and consequent reconciliation, if any.
11. The application of IND AS 116 "Leases" effective from April 1, 2019, has no impact on the profit and loss for the quarter and year ended March 31, 2020 as the Company does not have any right of use assets.
12. The Exceptional items include the following

| Particulars | Rs. In Crore | |
|---|------------------------------|------------------------------|
| | Year ended March 31, 2020 | Year ended March 31, 2019 |
| Net provision for impairment of Investments net of DTL reversal | 59.85 | 56.52 |
| Impairment provisions of Loans and interest | 367.75 | 984.71 |
| Provision for risk and contingency | 82.34 | 274.97 |
| Write back of provision of Loans | (1.00) | (3.21) |
| Total | 508.94 | 1313.00 |

13. The Covid-19 Pandemic has severely disrupted business operations due to lockdown and other emergency measures imposed by the Governments. The operations of the Company were impacted, due to shutdown of Projects and offices following nationwide lockdown. Various proposals for restructuring and arbitration & settlement matters have been delayed on account of the non-availability of the officials and the offices being shut. The COVID -19 Pandemic has compounded the problems due to all the restrictions on the movement of people, opening of offices, and the project work at sites, which was already at its slowest. The impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration and accordingly, the impact may be different from that estimated as at the date of approval of these financial results. The Company will continue to monitor any material changes to future economic conditions. The Management does not expect any further material adjustment beyond the assessments and impairments already made in the financial statements to the assets and liabilities. The Covid-19 Pandemic does not have further implications on the going concern assumptions previously assessed.

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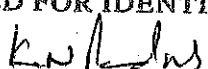


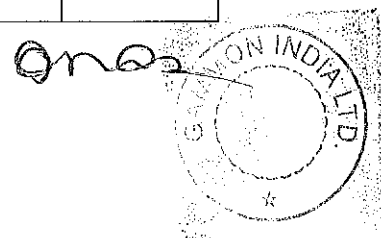
14. The details of previous due date of the Non-Convertible Debentures interest and its next due dates is given herein below:

| Particulars | Previous Due Date | Paid (Y / N) | Next Due Date | Amount (Rs in Crores) |
|---|-------------------|--------------|------------------------------|-----------------------|
| NCD 10.5% monthly interest payments (Rs. 28.18 Cr. not paid since April'16) | 31st March,2020 | No | 30 th April, 2020 | 0.58 Cr |
| NCD 11.05% monthly interest payments (Rs. 40.09 Cr. not paid since April'16) | 31st March,2020 | No | 30 th April, 2020 | 0.83 Cr |
| NCD 9.50% monthly interest payments (Rs.34.22 Cr. not paid since April'16) | 31st March,2020 | No | 30 th April, 2020 | 0.72 Cr |
| NCD 9.95% half yearly interest payments (Rs. 18.09 Cr. not paid since September'16) | 31st March,2020 | No | 30 th Sept, 2020 | 2.22 Cr |

Details of previous due date of the Non-Convertible Debentures principal and its next due date is given herein below:

| Particulars | Previous Due Date | Paid (Y / N) | Next Due Date | Amount (Rs in Crores) |
|---|-------------------|--------------|-----------------|-----------------------|
| NCD 10.5% quarterly Principal payments (Rs. 37.00 Cr. not paid since April'16) | 15th Jan,2020 | No | 15th April,2020 | 2.96 Cr. |
| NCD 11.05% quarterly Principal payments (Rs. 47.00 Cr. not paid since April'16) | 15th Jan,2020 | No | 15th April,2020 | 4.00 Cr. |
| NCD 9.50% quarterly Principal payments (Rs. 42.68 Cr. not paid since April'16) | 15th Jan,2020 | No | 15th April,2020 | 4.00 Cr. |
| NCD 9.95% yearly Principal payments (Rs. 24.20 Cr. not paid since April'16) | 15th Jan,2020 | No | 15th April,2020 | 2.00 Cr. |

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15. Additional Disclosure as per Regulation 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

| Sr. No. | Particulars | As at March 31, 2020 |
|---------|---------------------------------|----------------------|
| A | Debt Equity Ratio | (1.16) |
| B | Debt Service Coverage Ratio | (0.49) |
| C | Interest Service Coverage Ratio | (0.98) |
| D | Debenture Redemption Reserve | 81.00 |
| E | Net Worth | (4190.64) |
| F | Net Profit after Tax | (1122.56) |
| G | Basic Earnings per share | (30.43) |

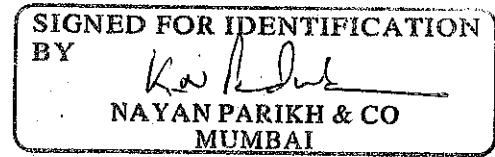
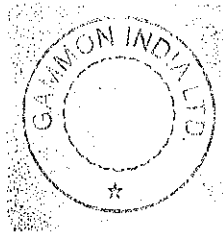
- i) Debt Equity Ratio = Term Loans and Debentures / Network
ii) Debt Service Coverage Ratio = Profit before Depreciation and Amortization, interest and Tax / (Interest + Principal repayment of long term loans)
iii) Interest Service Coverage Ratio = Profit before Depreciation and Amortization, interest and Tax / interest
Net Worth = Equity + Other Equity

16. Corresponding figures of the previous period have been regrouped / rearranged wherever necessary.

For Gammon India Limited



Anurag Choudhry
Executive Director & CFO
DIN No. 00955456
Mumbai, August 14, 2020



NAYAN PARIKH & CO.

(REGISTERED)

CHARTERED ACCOUNTANTS

OFFICE NO. 9, 2ND FLOOR, JAIN CHAMBERS, 577, S.V. ROAD, BANDRA (WEST), MUMBAI 400050, INDIA.

PHONE : (91-22) 2640 0358, 2640 0359

Independent Auditor's Report on Annual Standalone Financial Results of Gammon India Limited Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To

The Board of Directors
Gammon India Limited,
Mumbai.

Qualified Opinion

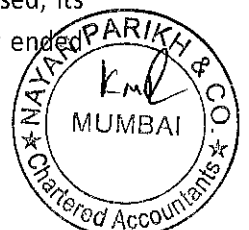
We have audited the accompanying statement of Standalone Financial Results of Gammon India Limited ("the Company") for the year ended March 31, 2020, ("Statement"), being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the listing regulations").

Except for the possible effects of the matter described in Basis of Qualified Opinion paragraph (a) to (e), the Statement In our opinion and to the best of our information and according to the explanations given to us,

- (i) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended in this regard; and
- (ii) gives a true and fair view in conformity with recognition and measurement principles laid down in the applicable Indian accounting standard ("Ind AS") and other accounting principles generally accepted in India of the net loss, total comprehensive income and other financial information of the Company for the year ended March 31, 2020.

Basis of Qualified Opinion

(a) We invite attention to note no. 4 (a) of the statement, detailing the recognition of claims during the earlier years in respect of on-going, completed and/or terminated contracts. The aggregate amount of claims outstanding as at March 31, 2020 is Rs. 894.41 crores. These claims were recognised only on the basis of opinion of an expert in the field of claims and arbitration. There are no further updates from the expert except that we are informed the arbitrations are in progress. In view of the above-mentioned circumstances and facts we are unable to comment upon the amounts recognised, its realisation and the consequent effect on the financial statements for the year ended



NAYAN PARIKH & CO.

(REGISTERED)

CHARTERED ACCOUNTANTS

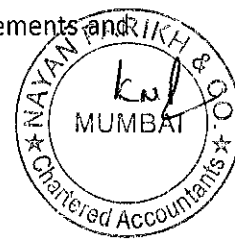
OFFICE NO. 9, 2ND FLOOR, JAIN CHAMBERS, 577, S.V. ROAD, BANDRA (WEST), MUMBAI 400050, INDIA.

PHONE : (91-22) 2640 0358, 2640 0359

March 31, 2020.

- (b) We invite attention to note no. 4(b) of the statement relating to Trade receivables, inventories and loans and advances which includes an amount of Rs. 364.44 crores in respect of disputes in six projects of the Company and/or its SPVs. The Company is pursuing legal recourse/ negotiations for addressing the disputes in favour of the Company. Pending the conclusion of the matters we are unable to state whether any provisions would be required against the Company's exposure
- (c) We invite attention to note no. 4(c) relating to the exposure of the Company to a subsidiary engaged in real estate development in Bhopal. The Company has on prudent basis made a provision of Rs. 100 crores against the exposure of Rs. 325.60 crores. The Subsidiary's audited financials are also not available for our review and also the management has not carried out any exercise of determining the realisable value. Hence in the absence of any indicators of value arising out of the project and its financial stability we are unable to state whether any further provision is required towards the balance exposure of Rs. 225.60 crores.
- (d) We invite attention to note no 4 (d) relating to penal interest and charges of Rs 61.23 crores during the year charged by the lenders on its facilities. Total amount of penal interest amount to Rs. 179.93 Crores up to March 31, 2020. The same has not been debited to profit and loss account as management is disputing the same and in discussion with the lenders for reversal of the said penal interest and charges. In the absence of conclusion of the aforesaid discussion, we are unable to state whether any provision is required to be made against such penal interest and charges.
- (e) We attention to note no. 4(e) relating to inventory of material at construction sites amounting to Rs. 38.92 Cores, where the Company has not carried out exercise of physical verification of inventory due to the Covid-19 Pandemic, hence in absence of any confirmation of physical verification of inventory we are unable to comment upon availability and realisation of inventory.

We conducted our audit 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 Financial results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial results 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



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the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion

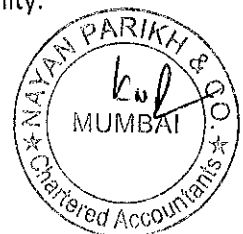
Material Uncertainty related to Going Concern.

We invite attention to the note no. 7 of the Statement relating to the present financial situation of the Company detailing the Material Uncertainties Relating to Going Concern and the Going Concern assumptions. The lenders had in the previous year recalled all the loans and facilities and also the Company Current Liabilities exceeds Current Assets by Rs 7070.41 Crore. The Company is finding it difficult to meet its financial obligations and the lenders have still not approved its further restructuring plan. The liquidity crunch is affecting the Company's operation with increasing severity. Further due to the issues detailed in the note no 7 of the Statement the Company has continuously delayed the preparation of the financial statements and submissions to the stock exchanges as per the timelines of the listing agreement. The trading in the equity shares of the Company is presently suspended. Some of the creditors have filed for winding up petitions against the Company. The company has severe manpower issues and is defaulting on its statutory and regulatory obligations. The issues as stated above and in note no 7 of the Statement including but not limited to the Material uncertainties involved in the restructuring and resolution plans forming the basis of the Going Concern assumption indicates material uncertainties that may cast significant doubt about the Going Concern Assumption. Our report is not qualified on this account.

Emphasis of Matter

Without qualifying our opinion, we draw attention to the following matters

- a) We draw attention to Note no 5 of the statement relating to recoverability of an amount of Rs.235.77 crores as at March 31, 2020 under trade receivables in respect of contract revenue where the Company has received arbitration awards in its favour in respect of which the client has preferred an appeal for setting aside the said arbitration awards, recognition of claims while evaluating the jobs of Rs.7.56 crores where the Company is confident of recovery. The recoverability is dependent upon the final outcome of the appeals & negotiations getting resolved in favour of the company.
- b) We draw attention to note no. 6 relating to the projects of real estate sector where the exposure is Rs. 44.51 crores. The management is confident of ultimate recovery of the amounts and we have relied on the management assertions of recoverability.



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Management's responsibilities for the Standalone Financial Results

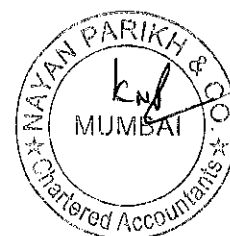
This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared on the basis of standalone financial statements. The Company's Board of Directors are responsible for the preparation and presentation of these standalone financial results that give a true and fair view of the net loss and other comprehensive income and other financial information of the Company in accordance with the recognition and measurement principles laid down in Ind AS prescribed under section 133 of the Act read with relevant rules thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error,

In preparing the standalone financial results, management 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 management 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 Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the standalone financial results 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 standalone financial results.



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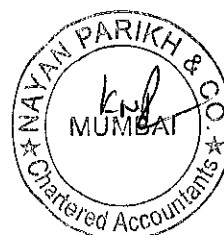
CHARTERED ACCOUNTANTS

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

1. Identify and assess the risks of material misstatement of the standalone financial results, 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.
2. 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.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results 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.
5. Evaluate the overall presentation, structure and content of the standalone financial results, including the disclosures, and whether the standalone financial results represent the underlying transactions and events in a manner that achieves fair presentation



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Materiality is the magnitude of misstatements in the standalone financial results that, individually or in aggregate, make it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial results.

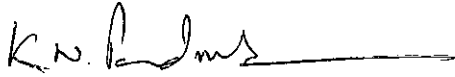
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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.

Other Matters

The Statement includes the results for the quarter ended March 31, 2020 and March 31, 2019 being the balancing figures between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current and previous financial year which were subject to limited review by us.

For Nayan Parikh & Co
Chartered Accountants
Firm Registration No. 107023W

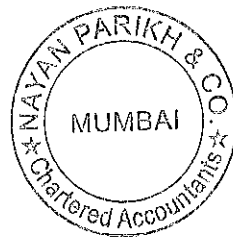


K N Padmanabhan
Partner

M. No. 36410

Mumbai, Dated: - August 14, 2020

UDIN: 20036410 AAAA CJ 80 17



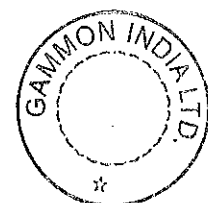
ANNEXURE I

Statement on Impact of Audit Qualifications
(For audit report with modified opinion) submitted along-with
Annual Audited Financial Results (Standalone)

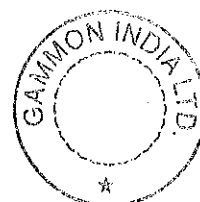
| Statement on Impact of Audit Qualifications for the Financial Year Ended March 31, 2020 [See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016] | | | | |
|---|--|------------------------------|--|--|
| I. | Sr. no. | Particulars | Audited Figures (as reported before adjusting for qualifications) | Adjusted Figures (audited figures after adjusting for qualifications) |
| | 1 | Turnover/Total income | 123.20 | 123.20 |
| | 2 | Total Expenditure | 1,245.76 | 1,245.76 |
| | 3 | Net Profit/(loss) before OCI | (1,122.56) | (1,122.56) |
| | 4 | Earnings Per Share- Basic | (30.43) | (30.43) |
| | 5 | Total Assets | 3,382.53 | 3,382.53 |
| | 6 | Total Liabilities | 7,573.17 | 7,573.17 |
| | 7 | Net Worth | (4,190.64) | (4,190.64) |
| | 8 | Any Other Financial Item | - | - |
| II. | <u>Audit Qualification (each audit qualification separately):</u> | | | |
| 1. | <p>a. Details of Audit Qualification: We invite attention to note no. 4 (a) of the statement, detailing the recognition of claims during the earlier years in respect of on-going, completed and/or terminated contracts. The aggregate amount of claims outstanding as at March 31, 2020 is Rs. 894.41 crores. These claims were recognised only on the basis of opinion of an expert in the field of claims and arbitration. There are no further updates from the expert except that we are informed the arbitrations are in progress. In view of the above-mentioned circumstances and facts we are unable to comment upon the amounts recognised, its realisation and the consequent effect on the financial statements for the year ended March 31, 2020.</p> | | | |
| | b. Type of Audit Qualification: Qualified Opinion | | | |
| | c. Frequency of qualification: 5th Time in Audited Accounts | | | |
| | d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: Not Applicable | | | |
| | e. For Audit Qualification(s) where the impact is not quantified by the auditor: | | | |
| | (i) Management's estimation on the impact of audit qualification: The management believes that they have strong case for each of the claims lodged against the client. This has been validated by independent techno legal consultant. The Board therefore has decided to account the claims. | | | |
| | (ii) If management is unable to estimate the impact, reasons for the same: Not Applicable | | | |
| | (iii) Auditors' Comments on (i) or (ii) above: In the absence of confirmations from the client we are unable to comment upon the amounts recognised, its realisation and the consequent effect on the financial results for the year ended 31st March 2020. | | | |

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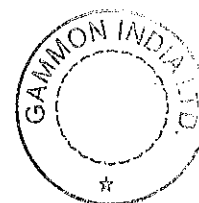
| | |
|----|--|
| 2. | <p>a. Details of Audit Qualification: We invite attention to note no. 4(b) of the statement relating to Trade receivables, inventories and loans and advances which includes an amount of Rs. 364.44 crores in respect of disputes in six projects of the Company and/or its SPVs. The Company is pursuing legal recourse/ negotiations for addressing the disputes in favour of the Company. Pending the conclusion of the matters we are unable to state whether any provisions would be required against the Company's exposure</p> |
| | <p>b. Type of Audit Qualification: Qualified Opinion</p> |
| | <p>c. Frequency of qualification: 5th Time in Audited Accounts</p> |
| | <p>d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: Not Applicable</p> |
| | <p>e. For Audit Qualification(s) where the impact is not quantified by the auditor:</p> |
| | <p>(i) Management's estimation on the impact of audit qualification: There are disputes in six projects of the Company. The total exposure against these projects is Rs. 364.44 Crore. The Company is pursuing legal recourse / negotiations for addressing the disputes in favour of the Company and is of the opinion that it has a good case in the matter hence does not require any provision considering the claims of the Company against the Clients.</p> |
| | <p>(ii) If management is unable to estimate the impact, reasons for the same: Not Applicable</p> |
| | <p>(iii) Auditors' Comments on (i) or (ii) above: Pending the conclusion of the disputes we are unable to state whether any provisions would be required against the Company's exposure.</p> |
| | |
| 3 | <p>a. Details of Audit Qualification: We invite attention to note no. 4(c) relating to the exposure of the Company to a subsidiary engaged in real estate development in Bhopal. The Company has on prudent basis made a provision of Rs. 100 crores against the exposure of Rs. 325.60 crores. The Subsidiary's audited financials are also not available for our review and also the management has not carried out any exercise of determining the realisable value. Hence in the absence of any indicators of value arising out of the project and its financial stability we are unable to state whether any further provision is required towards the balance exposure of Rs. 225.60 crores</p> |
| | <p>b. Type of Audit Qualification: Qualified Opinion</p> |
| | <p>c. Frequency of qualification: 4th Time in Audited Accounts</p> |
| | <p>d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: Not Applicable</p> |
| | <p>e. For Audit Qualification(s) where the impact is not quantified by the auditor:</p> |
| | <p>(i) Management's estimation on the impact of audit qualification: Due to slow down in the real estate market the subsidiary company is facing problems in its development and sale. The management is confident that there will be no further provision required towards impairment.</p> |
| | <p>(ii) If management is unable to estimate the impact, reasons for the same: Not Applicable</p> |
| | <p>(iii) Auditors' Comments on (i) or (ii) above: In the absence of any indicators of value arising out of the project we are unable to</p> |







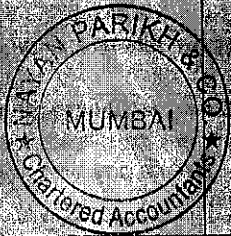
| | |
|---|---|
| | state whether any provision is required towards the exposure of Rs. 225.60 crores. |
| 4 | <p>a. Details of Audit Qualification: We invite attention to note no 4 (d) relating to penal interest and charges of Rs 61.23 crores during the year charged by the lenders on its facilities. Total amount of penal interest amount to Rs. 179.93 Crores up to March 31, 2020. The same has not been debited to profit and loss account as management is disputing the same and in discussion with the lenders for reversal of the said penal interest and charges. In the absence of conclusion of the aforesaid discussion, we are unable to state whether any provision is required to be made against such penal interest and charges.</p> <p>b. Type of Audit Qualification: Qualified Opinion</p> <p>c. Frequency of qualification: 2nd Time in Audited Accounts</p> <p>d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: Not Applicable</p> <p>e. For Audit Qualification(s) where the impact is not quantified by the auditor:</p> <p>(i) Management's estimation on the impact of audit qualification: The management is disputing the same and has not accepted the debit of interest in its books. They have also requested the lenders to reverse the charges.</p> <p>(ii) If management is unable to estimate the impact, reasons for the same: Not Applicable</p> <p>(iii) Auditors' Comments on (i) or (ii) above: In the absence of any confirmation for reversal of charges by the lenders, we are unable to state whether any provision is required to be made against such penal interest and charges.</p> |
| 5 | <p>a. Details of Audit Qualification: (a) We attention to note no. 4(e) relating to inventory of material at construction sites amounting to Rs. 38.92 Cores, where the Company has not carried out exercise of physical verification of inventory due to the Covid-19 Pandemic, hence in absence of any confirmation of physical verification of inventory we are unable to comment upon availability and realisation of inventory.</p> <p>b. Type of Audit Qualification: Qualified Opinion</p> <p>c. Frequency of qualification: 1st Time in Audited Accounts</p> <p>d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: Not Applicable</p> <p>e. For Audit Qualification(s) where the impact is not quantified by the auditor:</p> <p>(i) Management's estimation on the impact of audit qualification: Not Applicable</p> <p>(ii) If management is unable to estimate the impact, reasons for the same: It is the normal practice of the company to physically verify the inventories at the year end for its valuation. However, this was not possible to be done due to the lockdown declared by the Government in view of COVID-19 pandemic. The management proposes to get the stock verified by its Internal Auditors in the near future after normalcy is restored.</p> <p>(iii) Auditors' Comments on (i) or (ii) above: in absence of any confirmation of physical</p> |

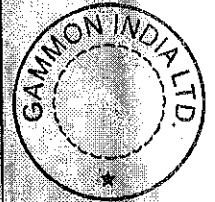
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verification of inventory we are unable to comment upon availability and realisation of inventory

| III. | Signatories: | Signatures |
|------|---|---|
| | Executive Director & CFO Mr. Anurag Choudhry |  |
| | Chief Executive Officer Mr. Ajit Desai |  |
| | Audit Committee Chairman Mr. Ulhas Dharmadhikari |  14/08/2020 |
| | Auditors For Nayan Parikh & Co. Chartered Accountants Firm Registration No. 107023W K.N. Padmanabhan Partner M. No. 036410 Place: Mumbai |   |
| | Date: August 14, 2020 | |



CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES

(₹ in Crore)

| Particulars | As at March 31, 2020 | As at March 31, 2019 |
|--|-------------------------|-------------------------|
| ASSETS | | |
| NON-CURRENT ASSETS | | |
| (a) Property, plant and equipment | 430.14 | 444.01 |
| (b) Capital work-in-progress | 1.73 | 3.33 |
| (c) Intangible Asset | - | - |
| (d) Goodwill on Consolidation | - | - |
| (e) Financial assets | | |
| (i) Investments | 752.34 | 853.86 |
| (ii) Trade receivable | 270.57 | 270.01 |
| (iii) Loans | 184.86 | 193.11 |
| (iv) Others financial assets | 1.56 | 28.90 |
| (f) Deferred tax assets (net) | 0.90 | 0.25 |
| (g) Other non-current assets | 1,392.61 | 1,399.66 |
| TOTAL NON-CURRENT ASSETS | 3,034.71 | 3,193.13 |
| CURRENT ASSETS | | |
| (a) Inventories | 948.12 | 911.72 |
| (b) Financial assets | | |
| (i) Investments | 0.03 | 0.96 |
| (ii) Trade receivables | 147.43 | 156.74 |
| (iii) Cash and cash equivalents | 4.83 | 6.64 |
| (iv) Bank balances | 6.98 | 6.58 |
| (v) Loans | 68.66 | 68.72 |
| (vi) Others | 28.74 | 28.88 |
| (c) Other current assets | 180.16 | 191.04 |
| TOTAL CURRENT ASSETS | 1,384.95 | 1,371.28 |
| TOTAL ASSETS | 4,419.66 | 4,564.41 |
| EQUITY AND LIABILITIES | | |
| EQUITY | | |
| (a) Equity share capital | 74.11 | 74.11 |
| (b) Other equity | (4,385.56) | (3,449.28) |
| Equity attributable to owners of the parent | (4,311.45) | (3,375.17) |
| (c) Non-controlling interests | (117.74) | (116.78) |
| TOTAL EQUITY | (4,429.19) | (3,491.95) |
| LIABILITIES | | |
| NON-CURRENT LIABILITIES | | |
| (a) Financial liabilities | | |
| (i) Borrowings | 48.56 | 48.56 |
| (ii) Trade payables | | |
| - Total outstanding dues to Micro and Small Enterprises | - | - |
| - Total outstanding dues to other than Micro and Small Enterprises | 25.13 | 20.99 |
| (b) Provisions | 0.62 | 0.46 |
| (c) Deferred tax liabilities (net) | 103.20 | 102.33 |
| (d) Other non-current liabilities | 205.67 | 207.07 |
| TOTAL NON-CURRENT LIABILITIES | 383.18 | 379.41 |
| CURRENT LIABILITIES | | |
| (a) Financial liabilities | | |
| (i) Borrowings | 609.67 | 622.78 |
| (ii) Trade payables | | |
| - Total outstanding dues to Micro and Small Enterprises | 0.25 | 0.25 |
| - Total outstanding dues to other than Micro and Small Enterprises | 188.71 | 233.68 |
| (iii) Other financial liabilities | 7,264.46 | 6,416.36 |
| (b) Other current liabilities | 130.89 | 129.53 |
| (c) Provisions | 264.70 | 264.41 |
| (d) Current tax liabilities (net) | 6.99 | 9.94 |
| TOTAL CURRENT LIABILITIES | 8,465.67 | 7,676.95 |
| TOTAL EQUITY AND LIABILITIES | 4,419.66 | 4,564.41 |

See accompanying notes to the financial results

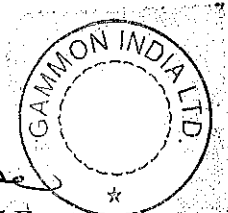
SIGNED FOR IDENTIFICATION **GAMMON INDIA LIMITED**

BY Registered Office: Floor 3rd, Plot - 3/8, Hamilton House, J. N. Heredia Marg, Ballard Estate,

Mumbai - 400 038, Maharashtra, India; **Telephone :** +91-22-2270 5562

NAYAN PARIKH & CO
E-Mail: gammon@gammonindia.com; **Website :** www.gammonindia.com

CIN : L74999MH1922PLC000997




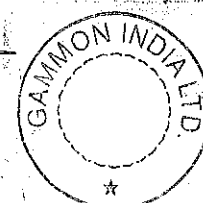
STATEMENTS OF CONSOLIDATED AUDITED RESULTS FOR THE QUARTER AND TWELVE MONTHS ENDED MARCH 31, 2020

(₹ in Crore)

| Sr No | Particulars | Quarter Ended | | | Year Ended | |
|-----------|---|-----------------|-----------------|-----------------|-----------------|-------------------|
| | | 31-Mar-20 | 31-Dec-19 | 31-Mar-19 | 31-Mar-20 | 31-Mar-19 |
| | | Audited | Unaudited | Audited | Audited | Audited |
| 1 | Income | | | | | |
| | (a) Revenue from Operations | 27.51 | 8.67 | 210.43 | 86.38 | 984.38 |
| | (b) Other Income | 87.99 | 41.15 | 8.25 | 136.40 | 78.30 |
| | Total Income | 115.50 | 49.82 | 218.68 | 222.78 | 1,062.68 |
| 2 | Expenses | | | | | |
| | (a) Cost of Sales | 6.72 | 2.44 | 39.71 | 17.74 | 770.67 |
| | (b) Purchases of stock-in-trade | 3.72 | - | 0.09 | 3.72 | 0.09 |
| | (c) Subcontracting Expenses | 20.40 | 3.59 | 77.92 | 58.27 | 127.56 |
| | (d) Employee benefits expense | 1.52 | 2.36 | 20.61 | 8.73 | 28.54 |
| | (e) Finance Costs | 177.54 | 176.85 | 178.66 | 693.87 | 683.71 |
| | (f) Depreciation & amortization | 2.64 | 2.76 | 4.33 | 11.03 | 13.46 |
| | (g) Other expenses | 41.38 | (18.70) | 124.11 | 57.20 | 203.50 |
| | Total Expenses | 253.92 | 169.30 | 445.43 | 850.56 | 1,827.53 |
| 3 | Profit/(Loss) before exceptional items and tax | (138.42) | (119.48) | (226.75) | (627.78) | (764.85) |
| 4 | Exceptional items (Income) / Expense | - | - | 237.06 | - | 443.32 |
| 5 | Profit / (loss) before share of (profit)/loss of associates and joint ventures and tax | (138.42) | (119.48) | (463.81) | (627.78) | (1,208.17) |
| 6 | Share of profit / (loss) of associates and joint ventures | 3.04 | - | (65.05) | (2.78) | (79.33) |
| 7 | Profit / (Loss) before tax | (135.38) | (119.48) | (528.86) | (630.56) | (1,287.50) |
| 8 | Tax expenses | | | | | |
| | Current Tax | 0.00 | - | (0.01) | 0.00 | 8.01 |
| | Excess / Short Provision of Earlier years | - | - | 0.03 | - | 0.03 |
| | Deferred Tax Liability / (asset) | (0.42) | 0.12 | (2.55) | 0.23 | 0.90 |
| | Total tax expenses ₹ | (0.42) | 0.12 | (2.53) | 0.23 | 8.94 |
| 9 | Profit after tax for the period | (134.96) | (119.60) | (526.33) | (630.79) | (1,296.44) |
| 10 | Other Comprehensive Income: | | | | | |
| | Items that will not be reclassified to profit or loss: | | | | | |
| | - Remeasurements of the defined benefit plans [net of tax] | (0.02) | (0.01) | (0.13) | (0.32) | (0.14) |
| | Items that will be reclassified to profit or loss | | | | | |
| | - Exchange differences through OCI | (125.99) | (56.77) | 58.37 | (170.41) | 46.56 |
| | - Net gain/ (loss) on fair value of equity instruments through OCI | (135.65) | - | (32.42) | (135.73) | (32.42) |
| | Other Comprehensive Income for the year | (261.66) | (56.78) | 25.82 | (306.46) | 13.99 |
| 11 | Total Comprehensive Income / (Loss) For The Period | (396.62) | (176.38) | (500.51) | (937.25) | (1,282.44) |
| | Profit for the year attributable to: | | | | | |
| | - Owners of the Company | (134.46) | (119.68) | (499.89) | (629.82) | (1,209.89) |
| | - Non- Controlling interest | (0.50) | (0.08) | (26.44) | (0.97) | (86.55) |
| 12 | Other Comprehensive Income attributable to: | | | | | |
| | - Owners of the Company | (261.66) | (56.78) | 25.81 | (306.46) | 13.99 |
| | - Non- Controlling interest | - | - | 0.01 | - | 0.01 |
| 13 | Total Comprehensive Income attributable to: | | | | | |
| | - Owners of the Company | (396.12) | (176.46) | (474.08) | (936.28) | (1,195.90) |
| | - Non- Controlling interest | (0.50) | 0.08 | (26.43) | (0.97) | (86.54) |
| 14 | Earnings per equity share | | | | | |
| | Basic | (3.65) | (3.24) | (13.55) | (17.08) | (32.80) |
| | Diluted | (3.65) | (3.24) | (13.55) | (17.08) | (32.80) |

See accompanying notes to the financial results

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MUMBAI



GAMMON INDIA LIMITED

Registered Office : Floor 3rd, Plot - 3/8, Hamilton House, J.N. Heredia Marg, Ballard Estate,


Mumbai - 400 038. Maharashtra, India; Telephone : +91-22-2270 5562

E-Mail : gammon@gammonindia.com; Website : www.gammonindia.com

CIN : L74999MH1922PLC000997

Notes:

1. The Consolidated Financial Results for the year ended 31st March 2020 were reviewed by the Audit Committee and taken on record by the Board of Directors of the Company at its meeting held on August 14, 2020.
2. Results for the year ended March 31, 2020 have been prepared in accordance with the Indian Accounting Standards (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rule, 2015 and Companies (Indian Accounting Standards) Amendment Rule, 2016.
3. The financial figures of the quarter ended March 31, 2020 are the balancing figures between audited figures in respect of full financial year March 31, 2020 and published year to date unaudited figures upto the third quarter ended December 31, 2019 respectively, which were subjected to limited review by the Statutory Auditors.
4. The financial figures for the quarter ended March 2019 is derived from audited financial results for the year ended March 31, 2019 and the nine month ended December 31, 2018 which were prepared by the Company's Board of Directors, but have not been subjected to review.
5. The auditors have qualified their report in respect of the following matters -
 - a) The Company had evaluated its existing claims in respect of on-going, completed and/or terminated contracts of Rs. 894.41 crore upto March 31, 2020 with the help of an independent expert in the field of claims and arbitration who had assessed the likely amount of claims being settled in favour of the Company. The management contends that the same are due to them and they have a very good chance of realization.
 - b) There are disputes in four projects of the Company. The total exposure against these projects is Rs. 270.92 Crore consisting of receivable of Rs. 148.27 crores, inventory Rs. 44.78 crore and other receivables Rs. 77.87 crores. The Company is pursuing legal recourse / negotiations for settling the disputes in favour of the Company and is of the opinion that it has a good case in the matter hence does not require any provision considering the claims of the Company against the Clients.
 - c) The Group's exposure to a real estate project being carried out in one of the subsidiary company in Bhopal is Rs 933.78 crore. Due to slow down in the real estate market the subsidiary company is facing problems in its development and sale. The Company has already made a provision of Rs 100 crores against its project development inventory based on internal estimates of the realisable value which has been adjusted against its carrying value. The management is confident that there will be no further provision required towards impairment.
 - d) During the period one of the lenders has levied penal interest and charges as reversal of benefit of CDR of Rs 179.88 Crores (PY118.70 Crores). The management is disputing the same and has not accepted the debit of interest in its books. They have also requested the lenders to reverse the charges.
 - e) It is the normal practice of the company to physically verify the inventories at March end for its valuation as on March 31, 2020. The total inventory at site

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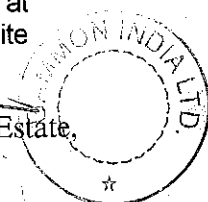
GAMMON INDIA LIMITED

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Mumbai - 400 038. Maharashtra, India; Telephone : +91-22-2270 5562

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CIN : L74999MH1922PLC000997



excluding the inventory of the Real estate projects is Rs. 42.64 Crore. However, this was not possible to be done due to the lockdown declared by the Government in view of COVID-19 pandemic. The management proposes to get the stock verified by its Internal Auditors in the near future after normalcy is restored. For the purpose of preparing this financials, the management has considered the value of inventory as per the books of accounts maintained by the company and believes the internal control process is reliable in this regard

6. (a) Material Uncertainty Relating to Going Concern - Holding Company

The Company's operations have been affected in the last few years by various factors including liquidity crunch, unavailability of resources on timely basis, delays in execution of projects, delays in land acquisition, operational issues etc. The Company's overseas operations are characterized due to weak order booking, paucity of working capital and uncertain business environment. Also the Company's current liabilities exceed the current assets by Rs. 7080.71 Crore. The facilities of the Company with the CDR lenders are presently marked as NPA since June 2017. The liquidity crunch has resulted in several winding up petitions being filed against the Company by various stakeholders for recovery of the debts which the Company has been settling as per the mutually agreed repayment terms. The liquidity crunch is affecting the Company's operation with increasing severity. The CDR lenders have recalled the various facilities, initiated recovery suits in the Debt Recovery Tribunals as well as filing a winding up petition with the National Company Law Tribunal, Mumbai bench under the Insolvency and Bankruptcy code.

The Company has been making every effort in settling the outstanding CDR dues.


The Reserve Bank of India had vide its circular no. RBI/2018-19/ 203 DBR.No.BP.BC.45/ 21.04.048/2018-19 dated 7th June, 2019 issued directions for 'Prudential Framework for Resolution of Stressed Assets'. These directions were called the Reserve Bank of India (Prudential Framework for Resolution of Stressed Assets) Directions 2019 and which came into immediate effect i.e. 7th June, 2019

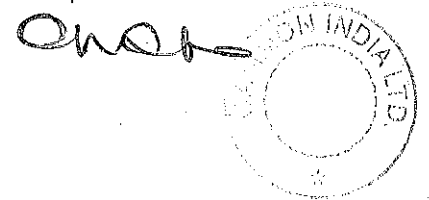
These directions were issued by RBI with a view to providing a framework for early recognition, reporting and time bound resolution of stressed assets.

Pursuant to the provisions of the above mentioned directions, all the lenders shall enter into an Inter Creditor Agreement (ICA) within 30 days of the issuance of the said circular i.e. within 7th July, 2019 to provide for ground rules for finalisation and implementation of the resolution plan in respect of borrowers with credit facilities from more than one lender. The circular also provided that the ICA shall be binding on all the lenders, if the decision is agreed by lenders representing 75% by value of total outstanding and 60% of lenders by number

To take into consideration the above mentioned circular issued by RBI and the execution of the ICA, ICICI Bank Limited being the lead monitoring institution of the CDR Lenders, invited all the lenders for a consortium meeting and the ICA was executed in July 2019 by all the lenders.

Pursuant to the execution of the ICA the lenders appointed M/s Deloitte Touche Tohmatsu India LLP as Process Advisory (PA) in the resolution process of the

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Company. Subsequent to the abovementioned appointment the representatives of Deloitte attended one of the Joint Lenders Meeting held on 13th January, 2020, wherein the plans regarding the way forward on the resolution process were presented. Pursuant to the quotes sought by Deloitte from various valuers and legal consultants to carry out the valuation of the Company and estimation on the recoverability of arbitration claims of the Company, the quote received from Duff and Phelps (D&P) was found to be lower as compared to others. Based on the recommendation by Deloitte the Company signed an engagement letter with Duff and Phelps (D&P) on such terms and conditions as directed by IDBI Bank.

The management is hopeful of being successful in accomplishing its objective and servicing the debt and maintain its going concern status. and to that effect is continuously engaged with the lenders for a solution.

Therefore, in the view of the management the going concern assumption of GIL is intact and these financials are prepared on a going concern basis. The above action plan of the Company for repaying the debts and servicing the same including the necessary value of the balance stake being available and realisation of the claim amounts filed by the Company, monetisation of the stake sale of investments and also the acceptance of the resolution proposal by the lenders is exposed to material uncertainties which may affect the going concern assumption.

(b) Material Uncertainty Relating to Going Concern – Subsidiary Companies

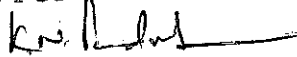
i. ACBI

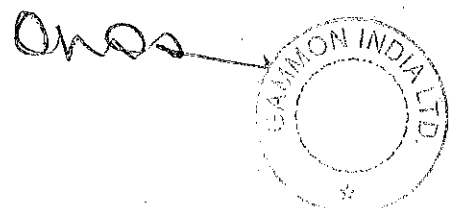
The Company is facing financial difficulties and material uncertainties relating to Operations and cashflows which is significantly impairing its ability to continue as a going concern. More specifically the company is facing the following issues:

1. The company has incurred substantial cash losses in its operations (in previous periods) and more than than 50% of its net worth is eroded.
2. The Current liabilities of the Company is more than the Current Assets by Rs 8043.94 lacs .
3. There are no Orders on hand and the power sector is already laden with troubled projects and facing uncertainties.
4. The RBI has directed the Company to refund the excess share application money received.
5. The investment in Ansaldo GB-Engineering Pvt Ltd is facing impairment issues on account of defaults to their bankers resulting in possession of properties of ACGB by lenders for auction.

The management is hopeful of tiding over these problems with amicable resolution with lenders and RBI. The Company has made loss in the current year and out of the collection repaid its majority of the debts towards lenders. The Company is also in negotiation with various customers for getting manufacturing and spares contracts and succeeded in getting few. The Company is also taking up the overseas opportunities with its associate companies which can give the new order to substantiate future operations of the Company.

The management also is constantly pursuing new opportunities in the power sector and therefore is of the view that there are material uncertainties relating to going concern but is hopeful of reviving the Company.

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ii. GHBV, GIBV, PVAN, ATSLBV, GIFZE

The Company has underlying investment in Sofinter group and also land available in Francotossi Mechanica S.p.A.. As per the valuation reports for each companies the investment value is sufficient to cover the exposure in the respective SPV companies. The Company is also reviewing the resolution plan to cover the shortfall in Current Assets over Current Liabilities.

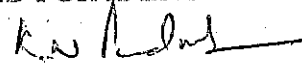
7. The financial statements of the following material Associate, Subsidiaries and Joint Ventures are based on un-audited management prepared financial statements including the INDAS effects:

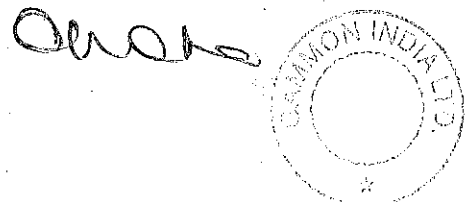
- a) M/s Campo Puma Oriente S.A, Panama, a Joint Venture of the Company whose financials statement for the year 31st December 2019 has been not received. There are no audited financial statements after 31st December 2012.
- b) M/s SAE Powerlines S.r.L, Associated Transrail Structures Limited (Nigeria) and Gammon Italy S.r.L, wholly owned subsidiary of the Companies whose financial statements for the year 31st December 2017 31st December 2018 & 31st December 2019 has been not received.
- c) M/s Deepmala Infrastructure Private Limited, a subsidiary of the Company whose financial statements reflects total assets of Rs. 1,111.03 crores and total revenues of Rs. Nil.
- d) M/s Gammon & Billimoria Limited, a subsidiary of the Company and its associate whose financial statements reflects total assets of Rs. 288.54 crore and total revenues of Rs. 381.51 crore. the groups share in the net profit is Rs. 3.01 Crores. Associate is accounted on equity method
- e) M/s Patna Water Supply Distribution Network Private Limited, a subsidiary of the Company whose financial statements reflects total assets of Rs. 33.13 crores and total revenues of Rs. Nil.
- f) M/s Gammon OJSC Mosmetrostroy, a Joint Venture of the group whose financial statements reflect Total Assets of Rs. 153.88 Crores, Revenue of Rs. NIL Crores for the year ended March 31, 2020, the groups share in the net loss is Rs. Nil. The JV is accounted on equity method

8. The auditors of one subsidiary of the Company have qualified their auditors' report which is being replicated by the Group auditor as follows:

I. Ansaldo Caldaie Boilers India Limited:

- a) ACBI had received amounts as share application money of Rs 16.64 Crores for further allotment of shares which were to be issued on terms and conditions to be decided by the Board and in line with the extant regulation of the RBI. he RBI vide its letter dated August 16, 2018 has asked the Company to refund the money. The Company has replied to RBI asking them to reconsider their directive for reasons detailed in the aforesaid note. RBI has

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not responded on the matter till date. The Company has not given any effects to the RBI directive and has disclosed the same as Current Liabilities.

- b) We invite attention relating to accessibility of the inventory of Rs. 1.19 Cr. The above Stock are in the custody of the lenders of the GB-Engineering Pvt Ltd who have taken over the possession of the Subsidiary as at March 31, 2020. In the absence of any confirmation from the lenders of the GB-Engineering Pvt Ltd regarding possession of inventory we are unable to comment upon recoverability and physical possession of the inventory.

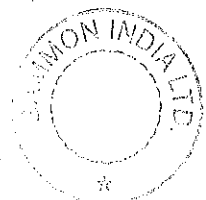
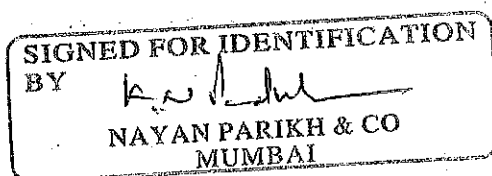
9. The Company in evaluating its jobs has considered an amount of Rs. 7.56 Crore relating to the likelihood of the claim materializing in favour of the Company, arising out of claims for work done, cost overruns arising due to client delays, changes of scope, escalation claims, variation orders, deviation in design and other charges recoverable from the client which are pending acceptance or certification by the client or referred the matter to the dispute resolution board / arbitration panel.

In furtherance to the recommendation of the Dispute Resolution Board (DRB) and Arbitration Awards in the Company's favour, the Company has recognized income to the extent of Rs. 235.77 Crore, which is part of Long Term Trade Receivable. The Company contends that such awards have reached finality for the determination of the amounts of such claims and are reasonably confident of recovery of such claims although the client has moved the court to set aside the awards. Considering the fact that the Company has received favorable awards from the DRB and the Arbitration Tribunal, the management is reasonably certain that the claims will get favorable verdict from the courts.

10. The Company has receivable including retention and work in progress aggregating to Rs. 44.51 Crore (inventory - Rs. 21.19 crores and receivables Rs. 23.32 crores) in various jobs relating to the Real Estate Projects due to the problems faced by the Real Estate Sector. The management is confident of ultimate recovery considering its contractual position and therefore no adjustments are required to be made in respect of such contracts.

11. The Company's funded and non-funded exposure towards Franco Tosi Mecannica S.p.A (FTM) group is Rs.756.28 crores (fully provided) including Investments and guarantees towards the acquisition loan taken by the SPV. The commissioner in charge of the Extraordinary Administration of Franco Tosi Meccanica S.p.A. had already concluded the sale of the operating business of FTM to the successful bidder and has commenced the disposal of the non-core assets (i.e. those assets which were not part of the sale of operating business), which includes 60 acres of land in Legnano, Italy. The commissioner has not started the actual disposal of the property. However the liabilities to be discharged against the surplus on disposal (net of tax) are not yet crystallised and firmed up as on date. The Commissioner of the said FTM has released summarized statement of affairs from July 2016 to December 2016 from which also the values of assets and liabilities to be discharged there against are unclear.

The management was expecting that the value of the non core assets would be sufficient to cover the exposure of the company. However there has been no progress in the matter either for the disposal of the non core assets or ascertainment of the value of the non core assets by the commissioner in charge of the Extraordinary Administration of Franco Tosi Meccanica S.p.A. Considering the elapse of time and uncertainties relating to the value of the non core assets and its disposal, the management on a prudent basis has provided for the entire exposure, notwithstanding



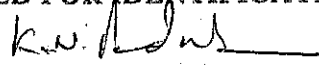
its ongoing endeavor to recover the value of the non core assets.

On account of the above facts and the absence of financial statements of the said FTM, FTM functions under severe long term restrictions which impair its ability to transfer funds to its parent. Further the parent does not have any control whatsoever as the entire control lies with the commissioner and the parent does not have access to information also. The Management of the Company and the Board of FTM have no say in the matter and has no access to records which are with the Commissioner. Therefore, in accordance with INDAS 110 – Consolidated Financial Statements, in the absence of control, the said FTM is excluded from Consolidation.

The said Subsidiary has therefore been accounted as Financial Instrument accounted on Fair Value through Other Comprehensive Income. Since no information is available from the commissioner, the fair value changes cannot be identified and the investment is carried without further fair value changes. However the entire exposure has been provided.

12. On account of the company being marked as non-performing assets by the lenders no interest has been debited by majority of the lenders. The company has made provision for interest on the basis of the last sanction and last revision of terms. Therefore, the loan balances and finance cost are subject to confirmation and consequent reconciliation, if any.
13. The Company is engaged mainly in "Construction and Engineering" segment. The Company also has "Real Estate Development" as other segments. Revenue from such activities is not significant and accounts for less than 10% of the total revenue and total assets of the Company. Therefore no disclosure of separate segment reporting as required in terms of Indian Accounting Standard INDAS -108 is done in respect of this segment. Therefore comparative previous period have also not been provided.
14. The application of IND AS 116 "Leases" effective from April 1, 2019, has no impact on the profit and loss for the quarter and year ended March 31, 2020 as the Group does not have any right of use assets.
15. Exceptional items represent the following

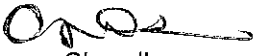
| Particulars | Period ended March 31, 2020 | Period ended March 31, 2019 |
|--|--------------------------------|--------------------------------|
| Impairment provisions of Investments, Goodwill and Loans and Receivables | - | 482.09 |
| Reversal of provision | - | (38.77) |
| TOTAL | - | 443.32 |

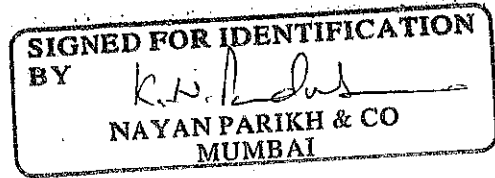
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16. Corresponding figures of the previous period have been regrouped / rearranged wherever necessary.

For Gammon India Limited


Anurag Choudhry
Executive Director & CFO
DIN No. 00955456
Mumbai, August 14, 2020



NAYAN PARIKH & CO.

(REGISTERED)

CHARTERED ACCOUNTANTS

OFFICE NO. 9, 2ND FLOOR, JAIN CHAMBERS, 577, S.V. ROAD, BANDRA (WEST), MUMBAI 400050, INDIA.

PHONE : (91-22) 2640 0358, 2640 0359

Independent Auditor's Report on Annual Consolidated Financial Results of Gammon India Limited Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To

The Board of Directors

Gammon India Limited,

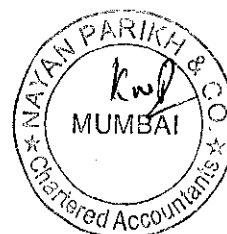
Mumbai.

Qualified Opinion

We have audited the accompanying statement of Consolidated Financial Results of **Gammon India Limited** ("Holding Company") and its Subsidiaries (holding company and its subsidiaries together referred as "The Group"), its joint venture and associates for the year ended March 31, 2020, ("Statement") being submitted by the holding company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the listing regulations"). Attention is drawn to the fact that the consolidated figures for the quarter ended March 2019 as reported in these financial results have been approved by the holding Company's Board of Directors but have not been subjected to review.

Except for the possible effects of the matter described in Basis of Qualified Opinion paragraph (a) to (g) In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of other auditor on financial statements of subsidiaries, associates and joint venture the Statement :

- (i) Includes the results of the companies listed in Annexure A to this report
- (ii) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended in this regard; and
- (iii) gives a true and fair view in conformity with recognition and measurement principles laid down in the applicable Indian accounting standard ("Ind AS") and other accounting principles generally accepted in India of the consolidated net loss, total comprehensive income and other financial information of the Company for the year ended March 31, 2020.



NAYAN PARIKH & CO.

(REGISTERED)

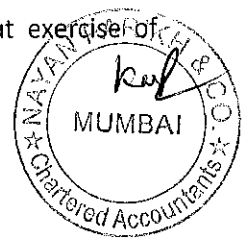
CHARTERED ACCOUNTANTS

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PHONE : (91-22) 2640 0358, 2640 0359

Basis of Qualified Opinion

- (a) We invite attention to note no. 5 (a) of the statement, detailing the recognition of claims during the earlier years in respect of on-going, completed and/or terminated contracts. The aggregate amount of claims outstanding as at March 31, 2020 is Rs. 894.41 crores. These claims were recognised only on the basis of opinion of an expert in the field of claims and arbitration. There are no further updates from the expert except that we are informed the arbitrations are in progress. In view of the above-mentioned circumstances and facts we are unable to comment upon the amounts recognised, its realisation and the consequent effect on the financial statements for the year ended March 31, 2020.
- (b) We invite attention to note no. 5(b) of the statement relating to Trade receivables, inventories and loans and advances which includes an amount of Rs. 270.92 crores in respect of disputes in six projects of the Company and/or its SPVs. The Company is pursuing legal recourse/ negotiations for addressing the disputes in favour of the Company. Pending the conclusion of the matters we are unable to state whether any provisions would be required against the Company's exposure.
- (c) We invite attention to note no 5 (c) relating to the exposure of the Company to a real estate project of one of the subsidiary engaged in real estate development in Bhopal. The Company had on prudent basis, based on internal estimates, made a provision of Rs. 100 crores against the exposure of Rs. 325.60 crores in the standalone financials which has been adjusted against the carrying value of inventory of said project in these consolidated financial statements. The Subsidiary's financials are not audited and the realisable value of the project work in progress and other receivables are not available for our review. Hence in the absence of any indicators of value arising out of the project and its financial stability we are unable to state whether any further provision is required towards the exposure of Rs. 833.78 crores (net of provision).
- (d) We invite attention to note no 5 (d) relating to penal interest and charges of Rs 61.23 crores during the year charged by the lenders on its facilities. Total amount of penal interest amount to Rs. 179.93 Crores up to March 31, 2020. The same has not been debited to profit and loss account as management is disputing the same and in discussion with the lenders for reversal of the said penal interest and charges. In the absence of conclusion of the aforesaid discussion, we are unable to state whether any provision is required to be made against such penal interest and charges.
- (e) We attention to note no. 5(e) relating to inventory of material at construction sites amounting to Rs. 42.64 Cores, where the Company has not carried out exercise of



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physical verification of inventory due to the Covid-19 Pandemic, hence in absence of any confirmation of physical verification of inventory we are unable to comment upon availability and realisation of inventory.

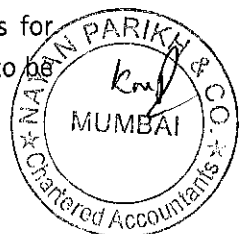
(f) The financial statements of the following material Associate, Subsidiaries and Joint Ventures are based on un-audited management prepared financial statements and have been accounted as such and on which no further audit procedures have been carried out by us, including to determine whether the INDAS effects have been appropriately considered , as follows

- i) M/s Campo Puma Oriente S.A, Panama, a Joint Venture of the Company whose financials statement for the year 31st December 2019 has been not received. There are no audited financial statements after 31st December 2012.
- ii) M/s SAE Powerlines S.r.L, Associated Transrail Structures Limited (Nigeria) and Gammon Italy S.r.L, wholly owned subsidiary of the Companies whose financial statements for the year 31st December 2017 31st December 2018 & 31st December 2019 has been not received.
- iii) M/s Deepmala Infrastructure Private Limited, a subsidiary of the Company whose financial statements reflects total assets of Rs. 1,111.03 crores and total revenues of Rs. Nil.
- iv) M/s Gammon & Billimoria Limited, a subsidiary of the Company and its associate whose financial statements reflects total assets of Rs. 288.54 crores and total revenues of Rs. 381.51 crores, the groups share in the net profit is Rs. 3.01 Crores. Associate is accounted on equity method.
- v) M/s Patna Water Supply Distribution Network Private Limited, a subsidiary of the Company whose financial statements reflects total assets of Rs. 33.13 crores and total revenues of Rs. Nil.
- vi) M/s Gammon OJSC Mosmetrostroy, a Joint Venture of the group whose financial statements reflect Total Assets of Rs. 153.88 Crores, Revenue of Rs. NIL Crores for the year ended March 31, 2020, the groups share in the net loss is Rs. Nil. The JV is accounted on equity method.

Since the Subsidiaries, Joint Ventures and Associates mentioned above are material, the Assets, Revenue and Cash Flow represented in those financial statements are subject to audit and consequent effect, if any

(g) The auditors of one subsidiary Ansaldo Caldaie Boilers India Pvt Ltd have qualified their auditors' report as follows

- a) ACBI had received amounts as share application money of Rs 16.64 Crores for further allotment of shares which were to be issued on terms and conditions to be



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decided by the Board and in line with the extant regulation of the RBI. The RBI vide its letter dated August 16, 2018 has asked the Company to refund the money. The Company has replied to RBI asking them to reconsider their directive for reasons detailed in the aforesaid note. RBI has not responded on the matter till date. The Company has not given any effects to the RBI directive and has disclosed the same as Current Liabilities.

- b) We invite attention relating to accessibility of the inventory of Rs. 1.19 Cr. The above Stock are in the custody of the lenders of the GB-Engineering Pvt Ltd who have taken over the possession of the Subsidiary as at March 31, 2020. In the absence of any confirmation from the lenders of the GB-Engineering Pvt Ltd regarding possession of inventory we are unable to comment upon recoverability and physical possession of the inventory.

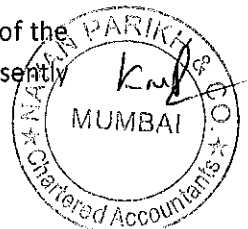
We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial results section of our report. 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 consolidated financial results 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 Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

Material Uncertainty related to Going Concern.

We draw attention to the following material uncertainty related to going concern included in the notes on the consolidated financial statements of Holding Company, a subsidiary company of the Holding Company, on matters which are relevant to our opinion on the consolidated financial statements of the Group, and reproduced by us as under

- a. In respect of Holding Company

We invite attention to the note no.6 relating to the present financial situation of the Company detailing the Material Uncertainties Relating to Going Concern and the Going Concern assumptions. The lenders had in the previous year recalled all the loans and facilities and also the Company Current Liabilities exceeds Current Assets by Rs 7080.71 Crore. The Company is finding it difficult to meet its financial obligations and the lenders have still not approved its further restructuring plan. The liquidity crunch is affecting the Company's operation with increasing severity. Further due to the issues detailed in the note 6 of the Statement the Company has continuously delayed the preparation of the financial statements and submissions to the stock exchanges as per the timelines of the listing agreement. The trading in the equity shares of the Company is presently



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suspended. Some of the creditors have filed for winding up petitions against the Company. The company has severe manpower issues and is defaulting on its statutory and regulatory obligations. The issues as stated above and in note 6 of the Statement including but not limited to the Material uncertainties involved in the restructuring and resolution plans forming the basis of the Going Concern assumption indicates material uncertainties that may cast significant doubt about the Going Concern Assumption. Our report is not qualified on this account.

- b. In respect of Subsidiaries in the following cases the auditors' have carried a paragraph relating to going concern which is extracted from the Independent Auditors' Report of the respective component detailed below:

- **Ansaldo Caldaie Boilers India Pvt Ltd**

The Company is facing financial difficulties and material uncertainties relating to Operations and cash flows which is significantly impairing its ability to continue as a going concern. These conditions indicate the existence of significant uncertainty over the cash flows expected and the Company's ability to continue as a going concern. Our report is not qualified on this matter.

- **ATSL Holding BV**

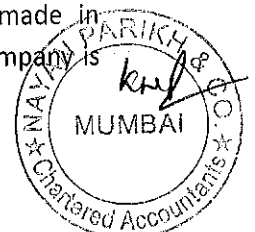
As at March 31, 2020 Current liabilities exceed current assets by Euro 1.87 Crores (Rs. 154.98 Crores), the Company is taking various steps to meet its commitments both short term and long term in nature. This situation along with the financial stress the parent Company is presently facing indicates significant uncertainty which may have a significant effect on the going concern assumption and the carrying values of the assets and liabilities in these financial statements.

- **Gammon Holding BV**

As on 31st March, 2020, current liabilities exceed current assets by Euro 6.60 Crores (Rs. 548.05 Crores). The Company is taking various steps to meet its commitments, both, short term and long term in nature. However the ability of the Company to meet its commitment depends upon the disposal of the Investment made in M/s Franco Tosi Meccanica S.p.A. which in turn depends upon the value of non-core assets of the said Franco Tosi Meccanica. This situation along with the financial stress the parent Company is presently facing indicates significant uncertainty which may have an significant effect on the going concern assumption and the carrying values of the assets and liabilities in these financial statements.

- **Gammon International BV**

As on 31st March, 2020, current liabilities exceed current assets by Euro 7.06 Crores (Rs. 586.72 Crores). The Company is taking various steps to meet its commitments, both, short term and long term in nature. However the ability of the Company to meet its commitment depends upon the disposal of the Investment made in Sofinter S.p.A.. This situation along with the financial stress the parent Company is



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presently facing indicates significant uncertainty, which may have an effect on the going concern assumption and the carrying values of the assets and liabilities in these financial statements. The conditions as detailed in aforesaid note indicate existence of material uncertainties relating to the timing and realisation of the cash flows that may cast significant doubt about the going concern assumptions. Our opinion is not qualified on this account.

Gammon International FZE

As on 31st March, 2020, current liabilities exceed current assets by AED 1.25 Crores (Rs. 25.57 Crores). The Company is taking various steps to meet its commitments, both, short term and long term in nature. This situation along with the financial stress the parent Company is presently facing indicates significant uncertainty, which may have an effect on the going concern assumption and the carrying values of the assets and liabilities in these financial statements. The conditions as detailed in aforesaid note indicate existence of material uncertainties relating to the timing and realisation of the cash flows that may cast significant doubt about the going concern assumptions.

Pvan Eerd Beheersmaatschappij B.V

As on 31st March, 2020, current liabilities exceed current assets by Euro 1.59 Crores (Rs. 131.75 Crores). The company is taking various steps to meet its commitments, both, short term and long term in nature. However the ability of the Company to meet its commitment depends upon the disposal of the Investment made in Sadelmi SpA, which presently is impaired. This situation along with the financial stress the parent Company is presently facing indicates significant uncertainty which may have an effect on the going concern assumption and the carrying values of the assets and liabilities in these financial statements. The conditions as detailed in aforesaid note indicate existence of material uncertainties relating to the timing and realisation of the cash flows that may cast significant doubt about the going concern assumptions

Emphasis of Matter

Without qualifying our opinion, we draw attention to the following matters related to Emphasis of Matter included in the audit report issued on the consolidated financial statements of Holding Company, a subsidiary company of the Holding Company, on matters which are relevant to our opinion on the consolidated financial statements of the Group, and reproduced by us as under

- a) We draw attention to Note no 9 of the statement relating to recoverability of an amount of Rs.235.77 crores as at March 31, 2020 under trade receivables in respect of contract revenue where the Company has received arbitration awards in its favour



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respect of which the client has preferred an appeal for setting aside the said arbitration awards, recognition of claims while evaluating the jobs of Rs.7.56 crores where the Company is confident of recovery. The recoverability is dependent upon the final outcome of the appeals & negotiations getting resolved in favour of the company.

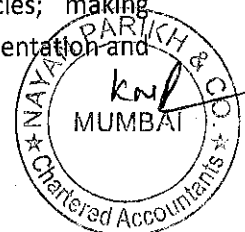
- b) We draw attention to note no. 10 relating to the projects of real estate sector where the exposure is Rs. 44.51 crores. The management is confident of ultimate recovery of the amounts and we have relied on the management assertions of recoverability.
- c) In respect of Subsidiary Ansaldo Caldaie Boilers India Pvt Ltd the auditors' have carried a paragraph relating to Emphasis of Matter which is extracted from the Independent Auditors' Report of the respective component detailed below:

We invite attention to regarding recoverability of trade receivable of Rs. 9.57 Cr due from M/s Nagai Power, the management is of the view that the debts are good and receivable, and it holds guarantees in support of recovery. Pending recovery, the Company has initiated legal proceedings in the form of initial demand notice as a precursor to NCLT proceedings. The NCLT proceedings could not be further acted upon on account of lockdown and deferment of proceedings on account of lockdown. No adjustments are therefore made for the same in the books except for provision for expected credit loss.

Management's responsibilities for the Consolidated Financial Results

This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared on the basis of consolidated financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of these consolidated financial results that give a true and fair view of the consolidated net loss and other comprehensive income and other financial information of the Group its joint venture and associated in accordance with the recognition and measurement principles laid down in Ind AS prescribed under section 133 of the Act read with relevant rules thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

The respective board of directors of the companies included in the group and of its joint venture and associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and its joint venture and associated 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



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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 consolidated financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error,

In preparing the consolidated financial results, the respective Board of Directors of the companies included in the Group and of its joint venture and associates are responsible for assessing the ability of the group and of its joint venture and associates to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

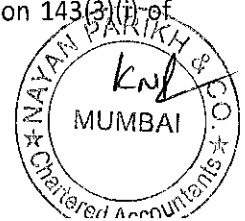
The Respective Board of Directors of the companies included in the Group and of its joint venture and associates are responsible for overseeing financial reporting process of the Group and of its joint venture and associates.

Auditor's Responsibilities for the Audit of the Consolidated Financial Results

Our objectives are to obtain reasonable assurance about whether the consolidated financial results 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 consolidated financial results.

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

1. Identify and assess the risks of material misstatement of the consolidated 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.
2. 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



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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.

3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group, its joint venture and associates 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 consolidated 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 Group, its joint venture and associates to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation
6. Obtain sufficient appropriate audit evidence regarding the financial results and other financial information of the Group and its joint venture and associates to express an opinion on the consolidated financial results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of such entities included in the statement of which we are the independent auditor. For the entities included in the statement which have been audited by other auditor, such auditors remain responsible for the direction, supervision and performance of the audits carried out by them, We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial results that, individually or in aggregate, make it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial results



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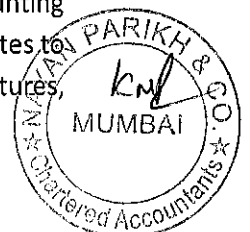
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We communicate with those charged with governance of the holding company and such other entities included in the consolidated financial results of which we are independent auditors regarding, among other matters, the planned scope and timing of the 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.

Other Matters

- a) We did not audit the financial statements and other financial information, in respect of 15 subsidiaries, whose Ind AS financial statements reflect total assets of Rs. 1,444.55 crores as at March 31, 2020, total revenues of Rs. 16.09 crores and net cash outflow amounting to Rs. 1.81 crores for the year ended on that date, before giving effect to elimination of intra-group transactions as considered in the preparation of the consolidated financial statements. The consolidated financial statements also includes the Group's share of net profit of Rs 0.03 crores in respect of 1 joint ventures for the year ended March 31, 2020, as considered in the consolidated financial statements, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associates, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, joint ventures and associates in India, is based solely on the reports of the other auditors.
- b) We did not audit the financial statements of 3 subsidiaries, whose financial statements reflect total assets of Rs. 1,248.94 crores as at March 31, 2020, total revenues of Rs. Nil and net cash outflow amounting to Rs. 0.29 crores for the year ended on that date, as considered in the preparation of the consolidated financial statements. We also did not audit the financial statements of 1 joint ventures and 1 associates whose financial statements reflect total assets of Rs. 337.65 crores and total revenue of Rs. 381.51 crores, the Company's share of profit in such joint ventures accounted under equity method being Rs. 3.01 crores. These financial statements are unaudited and have been furnished to us by the Management including the application of the INDAS accounting standards. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiary and joint ventures,



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and our report in terms of sub-sections (3) and (11) of Section 143 of the Act in so far as it relates to the aforesaid subsidiary and joint ventures, is based solely on such unaudited financial statements. As these Subsidiaries, Joint Ventures and Associates are material to the Consolidated Financial Statements our report has been qualified as detailed in Basis of Qualified Opinion paragraph.

- c) Attention is drawn to the fact that the consolidated figures for the quarter ended March 2019 is derived from audited financial results for the year ended March 31, 2019 and the nine month ended December 31, 2018 which were prepared by the Company's Board of Directors, but have not been subjected to review
- d) The Statement includes the results for the quarter ended March 31, 2020 being the balancing figures between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

For Nayan Parikh & Co
Chartered Accountants
Firm Registration No. 107023W



K N Padmanabhan
Partner

M. No. 36410

Mumbai, Dated: - August 14, 2020

UDIN: 20036410 AAAA CL 6604



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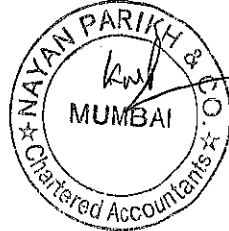
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Annexure A

| Sr no. | Name of Entity | Nature of Relationship |
|--------|---|------------------------|
| 1. | Gammon India Limited | Parent |
| 2. | ATSL Infrastructure Projects Limited | Subsidiary |
| 3. | Gactel Turnkey Projects Limited. ('GACTEL') | Subsidiary |
| 4. | Gammon International FZE ('GIFZE') | Subsidiary |
| 5. | P.Van Eerd Beheersmaatschappaji B.V. Netherlands ('PVAN') | Subsidiary |
| 6. | Deepmala Infrastructure Private Limited ('DIPL') | Subsidiary |
| 7. | Gammon Retail Infrastructure Private Limited ('GRIPL') | Subsidiary |
| 8. | Gammon Power Limited. ('GPL') | Subsidiary |
| 9. | ATSL Holding B.V. Netherlands | Subsidiary |
| 10. | Gammon Realty Limited. ('GRL') | Subsidiary |
| 11. | Gammon Holdings B.V., Netherlands ('GHBV') | Subsidiary |
| 12. | Gammon International B.V., Netherlands ('GIBV') | Subsidiary |
| 13. | Metropolitan Infrahousing Private Limited ('MIPL') | Subsidiary |
| 14. | Gammon & Billimoria Limited ('GBL') and its associate. | Subsidiary |
| 15. | Gammon Transmission Limited ('GTL') | Subsidiary |
| 16. | Gammon Real estate developers private limited (GRDL') | Subsidiary |
| 17. | Ansaldoaldiae Boilers India Private Limited ('ACB') | Subsidiary |
| 18. | Gammon Holdings (Mauritius) Limited ('GHM') | Subsidiary |
| 19. | Patna Water Supply Distribution Network Private Limited ('PWS') | Subsidiary |
| 20. | Gammon – Ojsc Mosmetrostroy – JV('GOM') | Joint Venture |
| 21. | Gammon SEW('GSEW') | Joint Venture |
| 22. | Gammon Infrastructure Projects Limited (GIPL) | Associates |

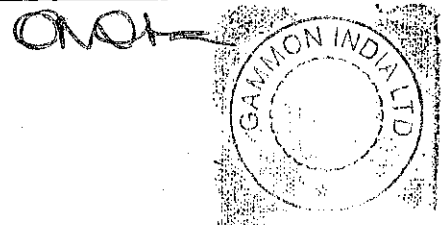


ANNEXURE I

Statement on Impact of Audit Qualifications
(for audit report with modified opinion) submitted along-with
Annual Audited Financial Results (Consolidated)

| Statement on Impact of Audit Qualifications for the Financial Year Ended March 31, 2020 [See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016] | | | | |
|---|---|--|--|--|
| I. | Sr. no. | Particulars | Audited Figures (as reported before adjusting for qualifications) | Adjusted Figures (audited figures after adjusting for qualifications) |
| | 1 | Turnover/Total Income | 222.78 | 222.78 |
| | 2 | Total Expenditure | 853.57 | 853.57 |
| | 3 | Net Profit/(loss) | (630.79) | (630.79) |
| | 4 | Earnings Per Share | (17.08) | (17.08) |
| | 5 | Total Assets | 4,419.66 | 4,419.66 |
| | 6 | Total Liabilities | 8,731.11 | 8,731.11 |
| | 7 | Net Worth | (4,311.45) | (4,311.45) |
| | 8 | Any Other Financial Item | - | - |
| II. | Audit Qualification (each audit qualification separately): | | | |
| 1 | a. Details of Audit Qualification: | We invite attention to note no. 5 (a) of the statement, detailing the recognition of claims during the earlier years in respect of on-going, completed and/or terminated contracts. The aggregate amount of claims outstanding as at March 31, 2020 is Rs. 894.41 crores. These claims were recognised only on the basis of opinion of an expert in the field of claims and arbitration. There are no further updates from the expert except that we are informed the arbitrations are in progress. In view of the above-mentioned circumstances and facts we are unable to comment upon the amounts recognised, its realisation and the consequent effect on the financial statements for the year ended March 31, 2020 | | |
| | b. Type of Audit Qualification: | Qualified Opinion | | |
| | c. Frequency of qualification: | 5 th Time in Audited Accounts | | |
| | d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: | Not Applicable | | |
| | e. For Audit Qualification(s) where the impact is not quantified by the auditor: | | | |
| | (i) Management's estimation on the impact of audit qualification: | The management believes that they have strong case for each of the claims lodged against the client. This has been validated by independent techno legal consultant. The Board therefore has decided to account the claims. | | |
| | (ii) If management is unable to estimate the impact, reasons for the same: | Not Applicable | | |
| | (iii) Auditors' Comments on (i) or (ii) above: | In the absence of confirmations from the client we are unable to comment upon the amounts recognised, its realisation and the consequent effect on the financial results for the year ended 31st March 2020. | | |
| 2 | a. Details of Audit Qualification: | We invite attention to note no. 5(b) of the statement relating to Trade receivables, inventories and loans and advances which includes an amount of Rs. 270.92 crores in respect of disputes in six projects of the Company and/or its SPVs. The Company is pursuing legal recourse/ negotiations for addressing the disputes in favour of the Company. Pending the conclusion of the matters we are unable to state whether any provisions would be required against the Company's exposure | | |
| | b. Type of Audit Qualification: | Qualified Opinion | | |
| | c. Frequency of qualification: | 5 th Time in Audited Accounts | | |
| | d. For Audit Qualification(s) where the impact is quantified by the auditor, | | | |

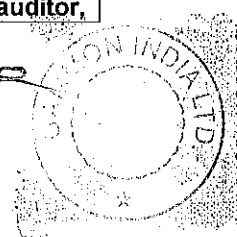
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| | Management's Views: Not Applicable |
| | e. For Audit Qualification(s) where the impact is not quantified by the auditor: |
| | (i) Management's estimation on the impact of audit qualification: There are disputes in seven projects of the Company. The total exposure against these projects is Rs. 270.92 crore. The Company is pursuing legal recourse / negotiations for addressing the disputes in favour of the Company and is of the opinion that it has a good case in the matter hence does not require any provision considering the claims of the Company against the Clients. |
| | (ii) If management is unable to estimate the impact, reasons for the same: Not Applicable |
| | (iii) Auditors' Comments on (i) or (ii) above: Pending the conclusion of the disputes we are unable to state whether any provisions would be required against the Company's exposure. |
| 3. | a. Details of Audit Qualification: b. We invite attention to note no 5 (c) relating to the exposure of the Company to a real estate project of one of the subsidiary engaged in real estate development in Bhopal. The Company had on prudent basis, based on internal estimates, made a provision of Rs. 100 crores against the exposure of Rs. 325.60 crores in the standalone financials which has been adjusted against the carrying value of inventory of said project in these consolidated financial statements. The Subsidiary's financials are not audited and the realisable value of the project work in progress and other receivables are not available for our review. Hence in the absence of any indicators of value arising out of the project and its financial stability we are unable to state whether any further provision is required towards the exposure of Rs. 833.78 crores (net of provision). |
| | c. Type of Audit Qualification: Qualified Opinion |
| | d. Frequency of qualification: 4th Time in Audited Accounts |
| | e. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: Not Applicable |
| | f. For Audit Qualification(s) where the impact is not quantified by the auditor: |
| | (i) Management's estimation on the impact of audit qualification: Due to slow down in the real estate market the subsidiary company is facing problems in its development and sale. However on prudent basis management has made a provision of Rs. 100 crores and management is confident that there will be no further provision required towards impairment. |
| | (ii) If management is unable to estimate the impact, reasons for the same: Not Applicable |
| | (iii) Auditors' Comments on (i) or (ii) above: In the absence of any indicators of value arising out of the project we are unable to state whether any provision is required towards the exposure of Rs. 833.78 crores. |
| 4 | a. Details of Audit Qualification: We invite attention to note no 5 (d) relating to penal interest and charges of Rs 61.23 crores during the year charged by the lenders on its facilities. Total amount of penal interest amount to Rs. 179.93 Crores up to March 31, 2020. The same has not been debited to profit and loss account as management is disputing the same and in discussion with the lenders for reversal of the said penal interest and charges. In the absence of conclusion of the aforesaid discussion, we are unable to state whether any provision is required to be made against such penal interest and charges |
| | b. Type of Audit Qualification: Qualified Opinion |
| | c. Frequency of qualification: 2nd Time in Audited Accounts |
| | d. For Audit Qualification(s) where the impact is quantified by the auditor, |

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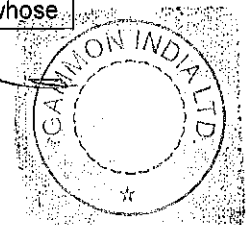
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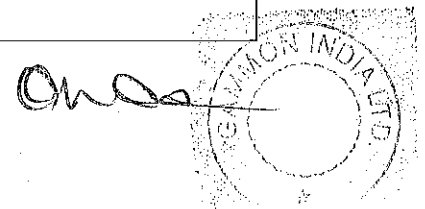
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| | Management's Views: Not Applicable |
| | e. For Audit Qualification(s) where the impact is not quantified by the auditor: |
| | (iv) Management's estimation on the impact of audit qualification: The management is disputing the same and has not accepted the debit of interest in its books. They have also requested the lenders to reverse the charges. |
| | (v) If management is unable to estimate the impact, reasons for the same: Not Applicable |
| | (vi) Auditors' Comments on (i) or (ii) above: In the absence of any confirmation for reversal of charges by the lenders, we are unable to state whether any provision is required to be made against such penal interest and charges. |
| 5. | a. Details of Audit Qualification: (a) We attention to note no. 5(e) relating to inventory of material at construction sites amounting to Rs. 42.64 Cores, where the Company has not carried out exercise of physical verification of inventory due to the Covid-19 Pandemic, hence in absence of any confirmation of physical verification of inventory we are unable to comment upon availability and realisation of inventory |
| | b. Type of Audit Qualification: Qualified Opinion |
| | c. Frequency of qualification: 1st Time in Audited Accounts |
| | d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: Not Applicable |
| | e. For Audit Qualification(s) where the impact is not quantified by the auditor: |
| | (i) Management's estimation on the impact of audit qualification: Not Applicable |
| | (ii) If management is unable to estimate the impact, reasons for the same: It is the normal practice of the company to physically verify the inventories at the year end for its valuation. However, this was not possible to be done due to the lockdown declared by the Government in view of COVID-19 pandemic. The management proposes to get the stock verified by its Internal Auditors in the near future after normalcy is restored. |
| | (b) Auditors' Comments on (i) or (ii) above: in absence of any confirmation of physical verification of inventory we are unable to comment upon availability and realisation of inventory |
| 6. | a. Details of Audit Qualification: The financial statements of the following material Associate, Subsidiaries and Joint Ventures are based on un-audited management prepared financial statements and have been accounted as such and on which no further audit procedures have been carried out by us, including to determine whether the INDAS effects have been appropriately considered , as follows i. M/s Campo Puma Oriente S.A, Panama, a Joint Venture of the Company whose financials statement for the year 31 st December 2019 has been not received. There are no audited financial statements after 31 st December 2012.. ii. M/s SAE Powerlines S.r.L, Associated Transrail Structures Limited (Nigeria) and Gammon Italy S.r.L, wholly owned subsidiary of the Companies whose financial statements for the year 31 st December 2017 31 st December 2018 & 31 st December 2019 has been not received iii. M/s Deepmala Infrastructure Private Limited, a subsidiary of the Company whose |





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| | <p>financial statements reflects total assets of Rs. 1,111.03 crores and total revenues of Rs. Nil</p> <p>iv. M/s Gammon & Billimoria Limited, a subsidiary of the Company whose financial statements reflects total assets of Rs. 288.54 crores and total revenues of Rs. 381.51 Crores, the group share in the net profit is Rs. 3.01 Crores. Associate is accounted on equity method</p> <p>v. M/s Patna Water Supply Distribution Network Private Limited, a subsidiary of the Company whose financial statements reflects total assets of Rs. 33.13 crores and total revenues of Rs. Nil.</p> <p>vi. M/s Gammon OJSC Mosmetrostroy, a Joint Venture of the group whose financial statements reflect Total Assets of Rs. 153.88 Crores, Revenue of Rs. NIL Crores for the year ended March 31, 2020, the groups share in the net loss is Rs. Nil The JV is accounted on equity method</p> <p>Since the Subsidiaries, Joint Ventures and Associates mentioned above are material, the Assets, Revenue and Cash Flow represented in those financial statements are subject to audit and consequent effect, if any.</p> |
| | b. Type of Audit Qualification: Qualified Opinion |
| | c. Frequency of qualification: 7th Time in Audited Accounts |
| | d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: Not Applicable |
| | e. For Audit Qualification(s) where the impact is not quantified by the auditor: |
| | (i) Management's estimation on the impact of audit qualification: The audit could not be completed due to various reasons for the above entities. Based on the discussions with the respective managements, we do not foresee any material impacts arising out of audit in the aforesaid financials statements. |
| | (ii) If management is unable to estimate the impact, reasons for the same: Not Applicable |
| | (iii) Auditors' Comments on (i) or (ii) above: In the absence of audit reports we are unable to further comments on the management response |
| 7.. | <p>Details of Audit Qualification: The auditors of one subsidiary Ansaldo Caldaie Boilers India Pvt Ltd have qualified their auditors' report as follows</p> <p>a) ACBI had received amounts as share application money of Rs 16.64 Crores for further allotment of shares which were to be issued on terms and conditions to be decided by the Board and in line with the extant regulation of the RBI. The RBI vide its letter dated August 16, 2018 has asked the Company to refund the money. The Company has replied to RBI asking them to reconsider their directive for reasons detailed in the aforesaid note. RBI has not responded on the matter till date. The Company has not given any effects to the RBI directive and has disclosed the same as Current Liabilities.</p> <p>b) We invite attention relating to accessibility of the inventory of Rs. 1.19 Cr. The above Stock are in the custody of the lenders of the GB-Engineering Pvt Ltd who have taken over the possession of the Subsidiary as at March 31, 2020. In the absence of any confirmation from the lenders of the GB-Engineering Pvt Ltd regarding possession of inventory we are unable to comment upon recoverability and physical possession of the inventory</p> |



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| | b. Type of Audit Qualification: Qualified Opinion | |
| | c. Frequency of qualification: In respect of ACBI share application money - 4 th time In respect of inventory recoverability - 1 st time | |
| | d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: Not Applicable | |
| | e. For Audit Qualification(s) where the impact is not quantified by the auditor: | |
| | (i) Management's estimation on the impact of audit qualification: ACBI has made an application to RBI for write back of the share application money received from Ansaldo Caldate Italy. There is no confirmation available from the lenders of the Subsidiary that they are in custody of materials belonging to the Company. | |
| | (ii) If management is unable to estimate the impact, reasons for the same: Not Applicable | |
| | (iii) Auditors' Comments on (i) or (ii) above: In respect of ACBI - In the absence of fresh development we are unable to offer further comments. In respect of inventory recoverability - In the absence of any confirmation from the lenders of the GB-Engineering Pvt Ltd regarding possession of inventory we are unable to comment upon recoverability and physical possession of the inventory | |
| III. | Signatories | Signatures |
| | Executive Director & CFO Mr. Anurag Choudhry |  |
| | Chief Executive Officer Mr. Ajit Desai |  |
| | Audit Committee Chairman Mr. Uhas Dharmadhikari |  |
| | Auditors For Nayan Parikh & Co. Chartered Accountants Firm Registration No. 107023W K N Padmanabhan Partner M. No. 36410 Place: Mumbai |  |
| | Date: August 14, 2020. | |

