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GPT Infraprojects Limited | Annual report 2013-14

Contents

Corporate Information

Corporate Identification No.	:	L20103WB1980PLC032872
Chairman	:	Mr. D.P. Tantia
Managing Director	:	Mr. S.G. Tantia
Executive Director	:	Mr. Atul Tantia
Director & COO	:	Mr. Vaibhav Tantia
Non-Executive Directors	:	Mr. H. S. Sinha Mr. V. N. Purohit Dr. N. N. Som Mr. Kunal Kumthekar Mr. Sunil Patwari Mrs. Mamta Binani
Chief Finance Officer	:	Mr. A. K. Dokania
Company Secretary	:	Mr. R. Mishra
Bankers	:	State Bank of India Allahabad Bank Axis Bank Limited ICICI Bank Limited IDBI Bank Limited Standard Chartered Bank HDFC Bank Limited
Auditors	:	SRBC & CO LLP Chartered Accountants 22, Camac Street, 3rd Floor, Block – C, Kolkata – 700 071
Registered & Corporate Office	:	GPT Centre, JC – 25, Sector – III, Salt Lake, Kolkata - 700 098, West Bengal, India
Works	:	Concrete Sleeper Division P. Way Depot, Panagarh, District - Burdwan, West Bengal
Registrar & Transfer Agent	:	Link Intime India Private Limited 59C, Chowringhee Road, 3rd Floor, Kolkata – 700 004.

Directors' Report

Dear members,

Your Directors' are pleased to present the 34th Annual Report on our business and operations of the Company and the audited accounts for the financial year ended 31st March, 2014.

Results of operations

₹ in lacs, except per share data
(₹ 1 lac equals ₹ 100,000)

Particulars	Standalone		Consolidated	
	2013-14	2012-13	2013-14	2012-13
Earnings before interest, tax, depreciation and amortisation (EBIDTA)	4,160.96	4,620.55	6,079.25	6,873.98
Finance cost	2,997.62	2,717.50	3,289.21	3,035.09
Depreciation & amortisation	1,043.67	927.73	2,015.77	1,925.76
Profit before tax (PBT)	119.67	975.32	774.27	1,913.13
Tax expense	(147.60)	42.62	143.36	472.37
Profit after tax (PAT)	267.27	932.70	630.91	1,440.76
Minority interest	–	–	127.03	74.48
Profit after tax and minority interest	267.27	932.70	503.88	1,366.28
Profit and loss account balance brought forward	5,475.59	4,763.04	6,746.51	5,659.37
Excess provision of dividend tax written back	21.62	–	21.62	–
Amount available for appropriation	5,764.48	5,695.74	7,272.01	7,025.65
Dividend	145.43	145.43	145.43	145.43
Dividend tax	24.72	24.72	24.72	24.72
Amount transferred to general reserve	Nil	50.00	Nil	50.00
Transfer to capital redemption reserve	–	–	24.86	58.99
Balance in profit and loss account	5,594.33	5,475.59	7,077.00	6,746.51
Earnings per share :				
Basic	1.86	3.69	3.51	6.71
Diluted	1.86	6.50	3.51	9.53

Business Results

For the year 2013-14, the total revenue of the Company stands at ₹ 32,796 Lacs and ₹ 45,504 Lacs in comparison with the previous year amounting to ₹ 33,765 Lacs and ₹ 48,534 Lacs for standalone and consolidated respectively.

EBIDTA for the year under review is ₹ 4,161 Lacs and ₹ 6,079 Lacs in comparison with the previous year amounting to ₹ 4,621 Lacs and ₹ 6,874 Lacs for standalone and consolidated respectively.

PAT for the year under review is ₹ 267 Lacs and ₹ 631 Lacs in comparison with the previous year amounting to ₹ 933 Lacs and ₹ 1,441 Lacs for standalone and consolidated respectively.

Concrete Sleeper business

During 2013-14, this business recorded a total income of ₹ 6,113 Lacs and ₹ 12,642 Lacs in comparison with the previous year amounting to ₹ 5,361 Lacs and ₹ 12,714 Lacs for standalone and consolidated respectively.

The production in the manufacturing facilities set up in Tsumeb, Namibia for the manufacture and supply of concrete sleepers in joint venture with TransNamib Holdings Limited, Namibia (A Government of Namibia undertaking) namely GPT TransNamib Concrete Sleepers (Pty) Limited has recorded a turnover of N$ 48,817,925 (₹ 2,915.81 Lacs) and net profit after tax N$. 5,604,536 (₹ 334.75 Lacs).

The manufacture and supply of concrete sleeper at the Company's South African subsidiary namely GPT Concrete Products (South Africa) Pty Limited is smoothly going on and the said subsidiary has recorded a turnover of ZAR 91,243,804 (₹ 5,449.83 Lacs) and a PAT of ZAR 8,280,600 (₹ 494.58 Lacs).

Infrastructure business

During 2013-14, this division contributed an income of ₹ 24,511 Lacs against that of ₹ 27,375 Lacs in the previous year. This business segment currently has order book under execution of ₹ 1,668 crore approximately.

Dividend

The Board of Directors are pleased to recommend a dividend of ₹ 1.00 per equity share (i.e. @10% on par value of ₹ 10 each) aggregating to ₹ 145.43 Lacs (excluding dividend tax of ₹ 24.72 Lacs) on existing 14,543,000 nos. Ordinary shares of ₹ 10 each of the Company as on 31st March, 2014, subject to the approval of shareholders in the ensuing Annual General Meeting (AGM) of the Company.

Credit Rating of Debt Instrument

The long term credit facilities continues to be rated by Credit Analysis & Research Ltd. (CARE) as BBB.

Corporate Social Responsibility(CSR)

A sum of ₹ 20.00 Lacs contributed during the year under review to a charitable trust for various social upgradation programmes.

Management's Discussion and Analysis

Management's Discussion and Analysis Report for the year under review as stipulated under clause 49 of the Listing Agreement with stock exchanges, is presented in a separate section forming part of the Annual Report.

Directors

As per the provisions of the Companies Act, 2013, Sri Atul Tantia, Director of the Company will retire at the ensuing Annual General Meeting (AGM) by rotation and, being eligible, offer himself for re-appointment.

As per the provisions of Section 149(10) & (11) of the Companies Act, 2013 and amended clause 49 of the Listing Agreement, the Board of Directors of the Company has recommended the appointment of Mrs. Mamta Binani, Director, Sri Sunil Patwari, Director of the Company as well as re-appointment of Sri Himangsu Sekhar Sinha, Director, Sri Viswa Nath Purohit, Director and Dr. Nitindra Nath Som, as Independent Directors of the Company for a period of five (5) consecutive years effective from the date of ensuing AGM, for approval of the Members at the ensuing AGM of the Company.

Subsidiary companies

Statement pursuant to Section 212 of the Companies Act, 1956 relating to Subsidiary companies:-

Name of subsidiary	**GPT Concrete Products South Africa (Pty.) Limited, South Africa**	**GPT Investments Private Limited, Mauritius**	**Jogbani Highway Private Limited**	**GPT Marecom Private Limited**
Financial year ending of the subsidiary	31st March 2014	31st March 2014	31st March 2014	31st March 2014
No. of equity shares held with its face value	27,000, PY 27,000 Equity shares of ZAR 1 each	2,125,000, PY 2,125,000 Equity shares of USD 1 each	3,300,000, PY 3,300,000 Equity shares of ₹ 10 each	485,920, PY 485,920 Equity shares of ₹ 10 each
Extent of Holding	54%, PY 54%	100%, PY 100%	73.33%, PY 73.33%	100%, PY 100%
Profit/(loss) so far as it concerns the members of the holding company and not dealt with in the holding company's accounts	₹ 267.08 lacs, PY ₹ 154.54 lacs	₹ 76.34 lacs, PY (₹ 59.02 lacs)	(₹ 0.90 lacs), PY (₹ 0.37 lacs)	(₹ 14.24 lacs), PY (₹ 24.51 lacs)
Profit/(Loss) so far as it concerns the members of the holding company and dealt with in the holding company's accounts	Nil PY Nil	Nil PY Nil	Nil PY Nil	Nil PY Nil

Note:

1) The Company undertakes that the annual accounts of the above-stated subsidiary companies and the related detailed information are available to the shareholders of the Company and its subsidiary companies as and when they seek such information at any point of time.

2) The annual accounts of the above-stated subsidiary companies are also available for inspection by shareholders in the head office/registered office of the Company and of the subsidiary companies concerned.

Human resources

During the year under review, there was a renewed thrust on attracting, developing and retaining talent. To improve the competence of employees, organizational effectiveness and productivity, a number of need-based training and development programmes are being organized. Human relations continue to be cordial.

Your Directors wish to place on record their appreciation of all employees for their valuable contribution.

Corporate Governance

The Company is committed to maintain the highest standards of Corporate Governance. The report on Corporate Governance as stipulated under Clause 49 of the Listing Agreement forms part of the Annual Report.

The requisite certificate from the Auditors of the Company, M/s. SRBC & CO. LLP, Chartered Accountants, confirming compliance with the conditions of Corporate Governance as stipulated under the aforesaid Clause 49 is attached to this Report.

Fixed Deposit

Your Company is not inviting or accepting any deposits from the public/ shareholders.

Conservation of energy, technology absorption and foreign exchange earnings and outgo

The additional information required under the provision of Section 217(1) (e) of the Companies Act, 1956, read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1998, and forming part of the Report, is also annexed hereto.

Particulars of Employees

The name and other Particulars of Employees whose salary exceed the limits as prescribed under Section 217(2A) of the Companies Act, 1956, read with the Companies (particulars of Employees) Rules, 1975, are given below:

Name	: Mr. Shree Gopal Tantia
Age	: 49 years
Qualification	: B. Com Graduate
Date of Employment	: 13th August, 2007
Designation/Nature of duties	: Managing Director
Remuneration received gross (₹ in '000)	: ₹ 4,500
Experience	: 31 years
Last employment	: Managing Director, GPT Infrastructures Private Limited

Notes:

a) Remuneration received includes salary, ₹ 45.00 Lacs

b) Nature of employment is contractual. Other terms and conditions are as per the Board resolution and as per the Company rules.

c) Mr. Shree Gopal Tantia holds 1,368,022 shares in the Company which is about 9.41% of the Company's total equity shares.

Auditors and Auditor's Report

M/s. SRBC & Co. LLP, Chartered Accountants, Auditors of the Company, retire at the conclusion of the ensuing AGM of the Company but do not offer themselves for re-appointment. The Company has received a requisition to appoint M/s. S.R. Batliboi & Co. LLP, Chartered Accountants, Firm Registration No. 301003E, as the Statutory Auditors of the Company. Consequently a consent letter and certificate from M/s. S.R. Batliboi & Co. LLP, Chartered Accountants, Kolkata, stating that their appointment, if made, will be in accordance with the provisions contained in the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, has also been received. The Audit Committee of the Board at its meeting held on 29th May,2014 has recommended the appointment of M/s. S.R. Batliboi & Co. LLP, Chartered Accountants, Kolkata, as Statutory Auditors of the Company for a period of 5 years effective from the conclusion of the ensuing Annual General Meeting (AGM) subject to ratification of appointment at every subsequent AGM of the Company as required under section 139 (1) of the Companies Act, 2013. Your directors also recommend their appointment at the ensuing AGM of the Company.

As regards observations contained in the Auditors' Report, the respective notes to the accounts are self-explanatory and, therefore, do not call for further comments.

Unpaid/Unclaimed Dividend

As on 31st March, 2014, the Company is having a sum of ₹ 2,473.75 as unpaid/unclaimed dividend lying in its Unpaid Dividend Account. During the year under review no amount which remained unclaimed and unpaid for a period of seven years, is due for transfer to Investor's Education and Protection Fund.

Consolidated Financial Statements

In accordance with the requirements under clause 32 of the Listing Agreement of Stock Exchanges, Your Company prepared the consolidated financial statements in accordance with the Accounting Standard 21 issued by The Institute of Chartered Accountants of India. The consolidated financial statements form a part of the Annual Report.

Directors' responsibility statement

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956, with respect to the Directors' responsibility statement, it is hereby confirmed:

a. That in preparation of the annual accounts, the applicable accounting standards read with requirements set out under Schedule VI of the Companies Act,1956, have been followed along with a proper explanation relating to the material departures, if any;

b. That the Directors have selected such accounting policies and applied them consistently, made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the Company's state of affairs as at 31st March, 2014 and of the Profit and Loss Account of the Company for the year ended on that date;

c. That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and

d. That the Directors have prepared the annual accounts on going concern basis.

Acknowledgements

Your Directors acknowledge with gratitude the co-operation and assistance received from various government departments and from banks, financial institutions, vendors, customers and investors.

For and on behalf of the Board,

Registered office:
GPT Centre, JC-25,
Sector-III, Salt Lake,
Kolkata 700 098, India

D. P. Tantia
Chairman

Dated: 29th May, 2014

Annexure - I
to the Directors' Report

Information under Section 217(1) (e) of the Companies Act, 1956, read with Companies (Disclosure of particulars in the Report of Board of Directors) Rule 1988, and forming part of the Directors' Report for the year ended 31st March, 2014.

A. Conservation of energy

(i) Power factor improvement

(ii) Campaign to create awareness amongst the employees on the necessity of conservation of energy is practiced regularly

B. Technology absorption

Research and development (R&D)	:	None
Technology absorption, adaptation and innovation	:	Not applicable

C. Foreign exchange earnings

Exports (FOB)	:	₹ 3,470 lacs	(PY ₹ 2,670 lacs)
Other income	:	₹ 153 lacs	(PY ₹ 48 lacs)

D. Foreign exchange Outgo

Foreign travel	:	₹ 26 lacs	(PY ₹ 30 lacs)
Professional Fees	:	₹ 65 lacs	(PY ₹ 334 lacs)
Interest	:	₹ 58 lacs	(PY ₹ 141 lacs)

For and on behalf of the Board,

Registered office:
GPT Centre, JC-25,
Sector-III, Salt Lake,
Kolkata 700 098, India

Dated: 29th May, 2014

D. P. Tantia
Chairman

Management Discussion and Analysis

Economy review

Global:

The state of the global economy has been one of the most decisive factors impacting the growth of developing countries. Policy paralysis, geopolitical stresses and consumption downtrends of the past few years have been on a gradual decline, paving the way for the appearance of green shoots. This has more or less stabilised the global economy, which grew 3% in 2013 (3.1% in 2012; *Source: IMF*).

Outlook for 2014:

Global economic activity strengthened during the second half of 2013, as anticipated in the October 2013 World Economic Outlook (WEO). This activity is expected to further gain momentum in 2014, largely on account of recovery in the advanced economies. Global growth is projected to be slightly higher in 2014, at around 3.7%, rising to 3.9% in 2015 (IMF estimates). However, downward revisions to growth forecasts in some economies highlight continued fragilities and downside risks. In advanced economies, output gaps generally remain large and the monetary policy stance should stay accommodative while fiscal consolidation continues. In many emerging markets and developing economies, stronger external demand from advanced economies will lift growth, although domestic structural weaknesses remain a cause for concern.

India:

The economic situation of major trading partners of India, who are also the major source of capital inflows, continues to remain under stress. The US is on a gradual recovery from a long spell of recession, while the Euro-zone as a whole is reporting a growth of a mere 0.2%. China's growth has also slowed down.

In 2013-14, the Indian economy showed signs of cautious optimism. While the economy faced similar challenges as the fragile economies in the first half of the fiscal, timely policy changes to contain deficits brought the economy back on track in the second half of the year. The Indian economy grew at a sub-5% rate for the second year running, led by a deceleration in industrial growth and sluggish investment demand. Policy uncertainty, declining capital productivity, high interest rates and retail inflation constrained industrial output. Faced with compulsions to contain the fiscal deficit, slackening government spending had a negative impact on rural consumption growth. The result was that investment and consumption growth declined to 11-year lows.

The RBI has played an active role in controlling inflation with fiscal stability the top priority of the country's central bank. Apart from embarking on the path of fiscal consolidation, the objectives of price stability, self-sufficiency in food, reviving the growth cycle, enhancing investments, promoting manufacturing, encouraging exports, quickening the phase of implementation of projects and reducing stress on the import sector represented the key goals of the 2014 fiscal.

Outlook for 2014-15:

The outlook for the Indian economy in 2014-15 continues to remain cautiously optimistic. Recovery in the advanced economies and the ever-changing dynamics of global liquidity are the key in shaping the country's growth trajectory. On the domestic front, the approval of the Cabinet Committee on Investments (CCI) regarding infrastructure projects and moderating inflation on account of a negative output gap would be supportive. With a stable government at the centre with a strong mandate, the country's GDP growth is expected to moderately improve to 5.4% in 2014-15, ahead of the initial growth projections of 4.9% (CSO estimates).

Also, the instability in the weather conditions (especially the occurrence of El Nino and a subsequent below-average monsoon) may lead to event risks, impacting the GDP growth.

Infrastructure sector review

India's Planning Commission has projected an investment of USD 1 trillion for the infrastructure sector during the 12th Five-Year Plan, with 40% of the funds coming from the private sector. India's focus on infrastructure over the last decade made the country the second-fastest growing economy in the world.

A strong infrastructure sector is vital to the development of the country's economy. In this regard, the government has played a major part by liberalising foreign direct investment (FDI) norms. Also, it has taken up large-scale infrastructure ventures such as the Delhi–Mumbai Industrial Corridor, for which it has collaborated with Japan.

Towards enhancing the flow of resources to the sector, the RBI has allowed holding companies and core investment companies to raise resources through the external commercial borrowing (ECB) route. The RBI has specified that ECB for the SPV (special purpose vehicle) can be taken up to three years after the SPV's commercial date of operations.

Interim Budget 2014-15

The 2014-15 Interim Budget mentioned several initiatives with a view to accelerate investments in the infrastructure space in the country. Some of the key points are:

- Allocations towards the infrastructure sector were raised by as much as 8.6%. The government will allocate ₹ 1,81,134 crores to the sector, comprising power, coal, roads, civil aviation, ports and railways, against ₹ 1,66,756 crores in 2013-14.
- For 2014-15, the Plan outlay for the coal ministry has been raised by 15%, while the power ministry recorded a 12% rise in budgetary allocation.
- Over the past two years, 29,350 MW of power capacity, 3,928 km of national highways, 39,144 km of rural roads, 3,343 km of new railway tracks, 554 million tonnes of coal production from 361 million tonnes and 217.5 million tonnes of capacity per annum in the country's ports have been created, giving a huge fillip to our infrastructure industries.
- 19 oil and gas blocks were given out for exploration.
- 7 new airports are under construction.
- Infrastructure debt funds have been promoted to provide financing for infrastructure projects.
- The allocation towards the roads sector was raised to 5%, as less than 500 km of road projects were awarded in 2013-14 by the NHAI.

Roads

India has the world's second largest road network, spanning a total of 4.7 million km. This network transports over 60% of all goods in the country and 85% of the total passenger traffic. With greater connectivity between cities, towns and villages in India, road traffic has increased substantially over the years, necessitating upgradation and new network creation across the country.

The length of the national highways, which was 21,378 km during the late 1940s, touched 71,772 km by the end of the 11th Five-Year Plan (2007-2012). Furthermore, India's Planning Commission aims to spend nearly 20% of the total investment of USD 1 trillion during the 12th Plan to develop roads.

The value of total roads and bridges infrastructure in the country is projected to grow at a compound annual growth rate (CAGR) of 17.4% over FY 12-17. India's roads and bridges infrastructure was valued at USD 6.9 billion in 2009 and is expected to reach USD 19.2 billion by 2017.

The outlay for road transport and highways increased at a CAGR of 19.4% in the period FY 09-FY 14. For FY 14, the Planning Commission provided an outlay of USD 6.9 billion for the roads sector.

Interim Budget 2014-15 proposals:

In the year 2004, the country's highway network was 51,511 km, which has now reached a massive 389,578 km today. Highways and rural roads were added under the PMGSY (Pradhan Mantri Gram Sadak Yojana) scheme.

The Ministry of Road, Transport and Highways indicated that it expects projects worth over ₹ 1 lakh crore, which have been stuck for long, to start moving soon (*Source: Business Today*).

Government policy and initiatives:

The Asian Development Bank (ADB) and the Government of India signed loan agreements valued at USD 605 million in February 2014, for three separate projects to improve rail services, power and roads in India.

A government panel has suggested five road transport and highway projects worth ₹ 7,595 crores (USD 1.26 billion) in the public-private partnership (PPP) mode. The projects, which involve two and four laning of roads and highways, are in Madhya Pradesh, Haryana, Karnataka and Kerala; the fifth project is the Eastern Peripheral Expressway. The length of the projects total 626 km.

In February 2014, the Union Cabinet gave its approval for declaration of about 7,200 km of state roads as new national highways. Adequate funds are also expected for undertaking the work of improving the other existing national highways network totalling 21,271 km, which are not covered under any programs/ schemes till now.

The Centre is looking to develop a total of 66,117 km of roads under several programs such as the National Highways Development Project (NHDP) and the Special Accelerated Road Development Programme in North East (SARDP-NE). A good portion of that work, 20,945 km, has already been completed, while the rest of the projects are expected to be complete by the end of the 12th Plan.

About two-thirds of NHDP road projects are still to be awarded, thus offering a big opportunity for private players over the next few years. For the 12th Plan period, the government targets to develop national highways at the rate of 20 km per day.

Ports

The ports and shipping industry plays a pivotal role in sustaining growth in trade and commerce and the overall development of the Indian economy. India currently ranks 16th among the major maritime countries, having a long coastline of about 7,517 km with 13 major ports and about 200 non-major ports currently operating on the western and eastern coasts of the country. These ports serve as the gateway to India's international trade by sea, handling over 90% of the foreign trade.

During April-December 2013, Indian major ports handled 413.01 million tonnes (MT) of cargo, as compared to 405.28 MT over the corresponding period in 2012, registering a growth of 1.91%. The state governments have provided sops and a favourable investment climate which are attracting investments from private players into the sector.

The capacity of ports in India by the end of the 12th Plan is targeted to increase to 2,493.10 million tonnes per annum (MTPA) as compared to 1,245.30 MTPA at the end of the 11th Plan period.

The 12 state-owned ports, which manage about 58% of India's external trade by volume shipped by sea, handled a combined 555.50 MT of various commodities such as crude oil, petroleum products, iron ore, coal, container cargo and fertilisers in 2013-14, as compared with 545.79 MT the previous year, registering a growth of 1.78%, according to Indian Ports Association (IPA).

The Indian ports sector received foreign direct investment (FDI) worth USD 1,635.40 million between April 2000 and January 2014, according to the Department of Industrial Policy and Promotion (DIPP), Ministry of Commerce and Industry.

Interim Budget 2014-15 proposals:

The Public Private Partnership Appraisal Committee (PPPAC) has evaluated five proposals in the port sector. These projects will now be recommended for grant of final approval by the Cabinet Committee on Economic Affairs (CCEA). The projects are expected to be awarded in the current fiscal by various major ports for implementation, under the Public Private Partnership (PPP) mode.

India's port sector is also poised to mark great progress in the coming years. It is projected that by the end of 2017, port traffic will rise to 943.06 MT for India's major ports and 815.20 MT for its minor ports.

Government and policy initiatives:

The Government of India has allowed 100% FDI under the automatic route for port development projects. A 10-year tax holiday has been given to enterprises engaged in the business of developing, maintaining and operating ports, inland waterways and inland ports.

A total of 23 projects, out of the targeted 30 projects for 2013-14 involving a total capacity addition of 116 MT, were awarded up to mid-February 2014, according to ICRA.

The CCEA has approved 5 projects involving an investment of over ₹ 17,630 crores (USD 2.93 billion) to increase the capacity of major ports. Of the 5 projects approved, 4 are container terminals and 1 is a multi-purpose cargo berth project at the Mumbai port.

The Ministry of Shipping through its Maritime Agenda 2010-2020 has set a target capacity of over 3,130 MT by 2020, largely through private sector participation. More than 50% of this capacity is expected to be created at non-major ports.

In its 12th Plan projections, the Planning Commission expects a total investment of ₹ 180,626 crores (USD 30.01 billion) into the ports sector.

Airports

The Indian aviation sector is growing steadily. Passenger traffic rose from 73 million in FY 2006 to 144 million in FY 2011, according to a study by FICCI–KPMG (2012). The high growth path can be credited to the 11th Five Year Plan, with this period witnessing the completion of four international airport projects through the public-private partnership (PPP) route and also five Indian carriers starting operations on international routes.

India is one the fastest growing aviation markets and currently the ninth largest civil aviation market in the world. The sector is projected to be the third largest aviation market globally by 2020. Air transport in India presently supports 56.6 million jobs and generates over USD 2.2 trillion of the global gross domestic product (GDP).

Currently, the country's aviation sector caters to 117 million domestic and 43 million international passengers. Over the next decade, the market could reach 337 million domestic and 84 million international passengers.

Interim Budget 2014-15 proposals:

India's aviation ministry is looking at small and medium airports to set-up centres for maintenance, repair and overhaul (MRO) of aircrafts. Currently, India's MRO market is worth USD 800 million with the likelihood of touching USD 1.5 billion by 2020.

US companies, encouraged by the growth of the Indian aviation sector, are keen to invest in the various fields associated with the industry, such as building new airports and aircraft technology and security.

Government and policy initiatives:

The domestic market already has about 150 million travellers passing through its airports. By 2020, traffic at Indian airports is projected to touch 450 million. Furthermore, India's aviation industry supports about 0.5% of the Indian GDP and close to 1.7 million high-productivity jobs. The annual value added by an employee in air transport services in the country is nearly 10 times greater than the Indian average.

Air transport (including air freight) in the country attracted FDI worth USD 456.84 million in the period between April 2000-July 2013, according to data released by the Department of Industrial Policy and Promotion (DIPP).

Railways

The Indian Railways is one of the largest institutions in the world. It has a total route network of about 64,600 km spread across 7,146 stations, operating over 19,000 trains every day. The Railways carried freight traffic of 975 million metric tonnes (MMT) in 2012 and is expected to carry 1,405 MMT by 2017.

The Government of India has invested significantly to improve railway infrastructure, by relaxing norms and making appropriate policies. Over FY 2008-2012, FDI participation increased steadily. From April 2000-August 2013, cumulative FDI inflows totalled USD 366.3 million. The Cabinet also approved private ownership of some railway lines.

The total approximate earnings of Indian Railways on originating basis during FY 2013-14 stood at ₹ 140,485.02 crores (USD 23.14 billion) compared with ₹ 121,831.65 crores (USD 20.06 billion) during the period of 2012-13. The total goods earnings during 2013-14 was ₹ 94,925.02 crores (USD 15.63 billion) as against ₹ 82,852.54 crores (USD 13.64 billion) during the corresponding period of 2012-13.

The total passenger revenue earnings during 2013-14 stood at ₹ 37,478.03 crores (USD 6.17 billion) as against ₹ 31,896.22 crores (USD 5.25 billion) during 2012-13. The total approximate numbers of passengers booked during FY 2013–14 were 8,535 million as against 8,602.12 million during the corresponding period of FY 2012–13.

The Rail Coach Factory (RCF) produced a record number of coaches in FY 2013-14, reaching a mark of 1,701 coaches against installed capacity of 1,500 coaches per annum. During the fiscal, the factory made 23 different variants of coaches for high-speed trains.

Interim Budget 2014-15 proposals:

High-speed trains in India could be a reality soon, with the Indian Railways focusing on bringing new technology for train modernisation. The first high-speed rail (300-350 km/ hour) will likely connect Mumbai and Ahmedabad, the two financial hubs in western India. The route, along with the Delhi-Amritsar pathway are two of the seven corridors planned to be take up on a priority basis.

Implementation of the eastern and western dedicated freight corridor projects was recording good progress with about 1,100 km of civil construction contracts being awarded till today. In 2014-15, an additional 1,000 km of civil construction contracts are expected to be awarded, besides those for systems contracts.

Budgetary support to the Railways has been increased from ₹ 26,000 crores in 2013-14 to ₹ 29,000 crores in 2014-15.

Government and policy initiatives:

The Asian Development Bank (ADB) and the Government of India signed loan agreements worth about USD 605 million for three separate projects in February 2014. The projects will aim to enhance rail services, power and roads in India. To improve rail services along some of the most critical freight and passenger transport routes, a USD 130 million loan has also been signed, which is part of the USD 500 million Railway Sector Investment Programme that was approved by the ADB in 2011.

The Ministry of Home Affairs has approved the proposal of allowing FDI in railways. The Ministry of Railways is also keen on getting FDI, especially through PPP projects. Once the FDI proposal is cleared by the CCEA, foreign investors can hold stake in special-purpose vehicles meant for PPP in construction projects. The move could help the Indian Railways achieve its target of ₹ 60,000 crores (USD 9.88 billion) through different projects.

The Union Cabinet has given the green signal for establishing a new rail coach manufacturing unit at Kolar, Karnataka. The unit will produce 500 coaches per annum at a projected cost of ₹ 1,460.92 crores (USD 240.56 million) excluding the cost of land, with active participation from the state government.

An outlay of USD 95.6 billion has been approved by the Planning Commission for the Railways, for the 12th Five-Year Plan. Freight traffic is set to increase manifold, due to investments and the participation of the private sector. The Indian Railways has set a target of freight market share of 50% by 2030, up from 30% in 2010. Furthermore, investments are expected in metro rail networks across the country to the tune of USD 42 billion by 2020 *(Source: IBEF)*.

Power

Power or electricity is one of the most critical components of infrastructure, affecting economic growth and well-being of nations. The existence and development of adequate power infrastructure is essential for India's sustained economic growth. With generation of 1,006 terawatt hours (TWh), India is the fifth largest producer and consumer of electricity in the world after the US, China, Japan and Russia. The growth in energy demand in India is expected to be the highest among all countries by 2030-35, beating even China, according to the 2014 energy outlook report by BP.

Indian power sector is one of the most diversified in the world. Sources for power generation range from commercial resources such as coal, lignite, natural gas, oil, hydro and nuclear power to other viable non-conventional sources such as wind, solar, and agriculture and domestic waste.

As of October 2013, total thermal installed capacity stood at 156.5 gigawatt (GW), while hydro and renewable energy installed capacity totalled 39.8 GW and 28.2 GW, respectively. Nuclear energy capacity remained broadly constant from that in the previous year, at 4.8 GW.

Indian solar installations are forecast to be approximately 1,000 megawatt (MW) in 2014 with the government expected to add four ultra-mega solar power projects with a capacity of about 500 MW each as well as 1,684 MW of grid-connected solar power under the National Solar Mission *(Source: Business Today)*.

The investment climate is becoming increasingly favourable in the power sector. Due to policy liberalisation, the sector has witnessed higher investment flows than envisaged. The power ministry has set a target for adding 76,000 MW of electricity generation capacity in the 12th Plan and 93,000 MW in the 13th Plan (2017-2022).

The 12th Five Year Plan has estimated total fund requirement of ₹ 1,372,580 crores (USD 227.98 billion) for the power sector. The industry attracted FDI worth ₹ 40,417.6 crores (USD 6.72 billion) during April 2000 to January 2014.

Interim Budget 2014-15 proposals:

The government has said that India's installed power generation capacity has more than doubled to 234,600 MW in the past 10 years, up from 112,700 MW.

Over 29,000 MW of power generation capacity has been added in 2013-14. An additional 118,000 MW capacity would be added by 2017. The target includes the shortfall in addition from the previous Plan period, the Planning Commission's current target of over 88,000 MW and nuclear and renewable power capacities.

Government and policy initiatives:

India has emerged as one of the fastest growing economies in the world. Its current economic performance reflects a healthy trend based on increased consumption, investment and exports. Over the next five years, this growth is expected to continue. The Government of India has identified the power sector as a key sector of focus to promote sustained industrial growth.

The Government of India plans to reintroduce 'generation-based incentives' for wind power projects to boost capacity addition in the sector. During FY13, the government liberalised the FDI policy for Power Trading Exchanges. Foreign investments in power exchanges registered under the Central Electricity Regulatory Commission Regulations, 2010, are allowed up to 49% (FDI 26% and FII 23%).

Wind energy is the largest renewable energy source in India; projects like the Jawaharlal Nehru National Solar Mission that aims to generate 20,000 MW of solar power by 2022, is creating a positive environment among investors keen to tap into India's potential.

The country offers unlimited growth potential for solar photovoltaic (PV) industry as well. It is expected that the annual PV-installed capacity will grow at a CAGR of around 49.5% during 2010-2014 to reach 1,500 MW by end of 2014.

Segment review

GPT Infraprojects is one of the most respected infrastructure enterprises in East India. Despite a challenging economic environment, the Company secured fresh orders worth ₹ 413 crores (standalone ₹ 253 crores and ₹ 160 crores with joint venture partners), taking the cumulative order book position to ₹ 800 crores at the close of 2013-14, providing revenue visibility for the next two years or so.

Concrete sleeper division:

Overview

- One manufacturing unit is located at Panagarh (production capacity of 480,000 units sleepers per annum) in West Bengal, catering to both railways and non-railways demand (captive rail sidings for power, steel and cement companies, among others).
- The Company, along with its subsidiaries/ associates, possess a strong manufacturing presence in Dondo (Mozambique), Ladysmith (South Africa) and Tsumeb (Namibia) with a total production capacity of 700000 units per annum.

Leveraging three decades of rich knowledge and exposure, GPT is a respected name in pre-stressed concrete sleepers in India. The Company is also among the country's largest exporters of concrete sleepers, showcasing India's engineering and technical expertise to world markets. It also pioneered the indigenous 'stress-bench' production system and its product range comprises concrete sleepers for mainline, curves, bridges, level crossings, points and crossing.

GPT is one of the largest single-location concrete sleeper manufacturers in India with an annual installed capacity of 480000 units. The Company strengthens customer convenience through providing an extensive range of products and solutions under a single roof – comprising design of the track super structure, right up to the manufacture of concrete sleepers. This enlarges prospects for repeat business, which constituted almost 19.08% of its turnover in 2013-14. The Company's success in this division is evident in the fact that it has supplied over 361594 in F.Y. 2013-14 mn concrete sleepers to such pride-enhancing customers as the Indian Railways, IRCON, RITES, SAIL, NTPC, Tata Steel and DVC, among others.

Key developments of 2013-14

- Turnover increased 14.02% to ₹ 61.13 cr, export earnings increased 27.25% to ₹ 38.19 cr.
- Reported an overall 72% capacity utilisation at our Panagarh (West Bengal) facility, with the supply of 229,612 nos. meter gauge sleepers for Bangladesh Railways, worth USD 381.88 mn .
- Doubled capacity at our Mozambique and Namibia manufacturing units in anticipation of the substantial rail network expansion in these countries.
- GPT Concrete Products (South Africa) Pty Limited, our 54% subsidiary, reported good performance with turnover increase of (2.13%) to ZAR 91,243,804 (₹ 54.50 cr) with a net profit of ZAR 8,280,600 (₹ 4.95 cr) in 2013-14.

Infrastructure division:

GPT established a full-fledged infrastructure division in 2004 to play a responsible role in nation building. With a strong project showcase, robust execution skills and a suite of cutting-edge equipment, the division has emerged as a reputed partner for large infrastructure projects. The division's core strengths comprise on-schedule delivery, quality focus and cost optimisation. The division is credited with being among a handful players to execute riverine bridges with foundation-to-finish capabilities.

Key developments of 2013-14

- Despite a subdued environment and high levels of competition during bidding, the division bagged seven prestigious orders during the year. Some of the major awarded projects included:
  - Design and construction of rail flyover near Ganjkhwaja, formation in embankments/ cuttings including blanketing, bridges, supply and spreading of ballast and other related infrastructural works for double track electrified railway line on design-build-lump-sum basis in different stretches between Dehri-on-Sone and Mughalsarai of the Eastern Dedicated Freight Corridor in the states of Bihar and Uttar Pradesh in India; total project worth of ₹ 144.65 crores.
  - Construction of important and major steel girder bridges along with foundation, substructure and related protection works in connection with the Jhansi-Bhimsen doubling of North Central Railway in Uttar Pradesh; total project worth of ₹ 114.13 crores.
  - Improvement of tram track from the junction of Ripon Street and Rafi Ahmed Kidwai Road to the junction of Lenin Sarani and Rafi Ahmed Kidwai Road: Scheme – 2; total project worth of ₹ 6.35 crores.
  - Jharsuguda MCL siding comprising the execution of major bridges in connection with the construction of the new railway line from Jharsuguda to Sardega for Mahanadi Coalfields Limited (MCL); total project worth of ₹ 30.78 crores.
  - Construction of bridge over the River Fulahar at

Manickchak at Manickchak Block of Malda District, West Bengal; total project worth of ₹ 100.86 crores.

Finance review

Revenue: Over the years, GPT's financials have reported sustainable growth. However, during the year 2013-14, the Company reported a 2.87% decline in its total income to ₹ 327.95 cr.

(₹ cr)

Metric	2013-14	Growth over 2012-13 (%)
Revenue (net)	327.96	(2.87)
EBIDTA	41.61	(9.95)
EBIDTA margin (%)	12.69	(1 bps)
Cash profit	11.64	(38.80)
Net profit	1.20	(87.69)

Raw material management: GPT uses high quality raw material resources comprising cement, sand and steel, among others, across its project sites. The quality of its incoming material and the finished product is secured by robust quality control systems. The raw material consumption to sales optimized to 58.91% in 2013-14 compared with 63.08% in 2012-13, reflecting a continuous monitoring of raw material prices and timely procurement at competitive costs to reduce overall costs.

Fuel: The infrastructure industry is fuel-intensive. The Company optimizes its fuel costs through timely procurement and operating its assets at rated capacities. Fuel cost to sales stood at 5.16% in 2013-14 compared with 5.01% in 2012-13.

Personnel: Employee costs increased by Nil% in 2013-14 as per inflationary trends. The Company had an employee strength of 795 members as on 31 March 2014. Employee cost to sales increased Nil% compared with 1% in 2012-13.

EBIDTA: The Company's operating profit (EBIDTA) increased 1% from ₹ 46.20 cr in 2012-13 to ₹ 41.61 cr in 2013-14. Consequently, EBIDTA margin expanded by 1 bps to 12.69%.

Interest cost: The Company's interest cost increased 10.98% to ₹ 35.16 cr in 2013-14 principally on account of increased debt mobilized to fund the business.

Tax: The Company's effective tax rate stood at 123.34% in 2013-14 and tax provisions during the year was ₹ 1.47 cr.

Net profit: The Company's net profit increased 70.77% ₹ 2.67 cr in 2013-14, a considerable achievement in a tight and challenging operating environment.

Dividend: The Company proposed a dividend of 10% for 2013-14 (₹ 1/- per share of face value of ₹ 10/-). Together with the dividend distribution tax, the total outgo will comprise an amount of ₹ 1.70 cr.

Share capital: The Company's paid-up share capital stood at ₹ 14.54 cr as on 31 March 2014.

Reserves and surplus: The Company's reserves increased to ₹ 127.13 cr in 2013-14, up from ₹ 125.92 cr in 2012-13 on account of prudent profit ploughbacks.

Loan funds: The Company's loan funds increased 4.15% from ₹ 206 cr as on 31 March 2013 to ₹ 214 cr as on 31 March 2014, owing to fresh borrowings mobilised for business expansion. The Company repaid ₹ Nil of loans in 2013-14 with the intent of reducing its debt burden.

Current liabilities and provisions increased from ₹ 349.80 cr as on 31 March 2013 to ₹ 363.84 cr as on 31 March 2014.

Gross block: The Company's gross block increased 11.74 % from ₹ 99.92 cr as on 31 March 2013 to ₹ 111.66 cr as on 31 March 2014, on account of incorporation of new cutting-edge equipment. This also resulted in increased depreciation provision of 12.50 % from ₹ 9.27 cr in 2012-13 to ₹ 10.43 cr in 2013-14.

Investments: Investments increased 16.09 % from ₹ 50.26 cr as on 31 March 2013 to ₹ 58.35 cr as on 31 March 2014 mainly due to investments in Group companies and subsidiaries.

Current assets: Current assets increased by (1.18)% from ₹ 368.43 cr as on 31 March 2013 to ₹ 364.06 cr as on 31 March 2014, mainly due to an increase in short-term loans, advances and sundry debtors.

Working capital: GPT's working capital increased from ₹ 18.63 cr in 2012-13 to ₹ 0.21 cr in 2013-14 largely on account of funding its growing business. Strong receivables management enabled the Company to optimize its debtors' cycle, which declined from 92 days of turnover equivalent in 2012-13 to 83 days in 2013-14.

Risk management process

At GPT, we believe the most powerful pillar of our de-risked business model is our ability to anticipate future market trends and create operating efficiencies to deliver accordingly. In a dynamic business environment, customer-centricity is the key to success. The challenge is to continue to create value sustainably.

The Company's Board continually reviews the risk management process and key risks have already been identified with their mitigation initiatives put in place. A process has been institutionalized in the organization through which internal audit will monitor the implementation of the mitigation plans for the management's review.

Human resources

We anticipate and deliver on the strength of our people; and in this environment, our people create and sustain our brand. Our HR team focuses on employee training, inculcation of values and enhancing functional expertise. The key HR objective is to ensure that our employees are aware of the role they are expected to play in the organisation to be able to drive organisational momentum.

The total manpower strength as on 31 March 2014 stood at 795 members.

Internal control systems

The Company has effective and robust systems of internal controls to help the management review the effectiveness of the financial and operating controls and assurance about adherence to Company's framework of systems and procedures. Proper controls are in place which is reviewed at regular intervals to ensure that the transactions are properly authorized and correctly reported and assets are safeguarded. The audit committee, along with the management, periodically reviews the findings and recommendations of the auditors and take necessary corrective actions as deemed necessary.

Cautionary statement

Statements made in the Management Discussion and Analysis report relating to projections, estimates, expectations or predictions are based on certain assumptions. The Company cannot guarantee that these assumptions are accurate or will be realised. The actual results, performance or achievements of the Company could thus differ materially from those projected or estimated.

Report on
Corporate Governance

In accordance with Clause 49 of the Listing Agreement with the stock exchanges of India, the report containing details of governance systems and processes at GPT Infraprojects Limited is as under :-

1. The Company's philosophy on Code of Governance

a) Ensure that the quantity, quality and frequency of financial and managerial information, which the management shares with the Board, fully places the Board Members in control of the Company's affairs

b) Ensure that the Board exercises its fiduciary responsibilities towards shareowners and creditors, thereby ensuring high accountability

c) Ensure that the extent to which the information is disclosed to present and potential investors is maximized

d) Ensure that decision-making is transparent and documentary evidence is traceable through the minutes of the meetings of the Board/Committee thereof

e) Ensure that the Board, the management, the employees and all concerned are fully committed in maximizing long-term values to the shareowners and the Company

f) Ensure that the core values of the Company are protected

g) Ensure that the Company positions itself from time to time to be at par with other world-class companies in operating practices.

2. Board of Directors

As on 31st March 2014, the Board comprises Ten Directors, of which Seven are Non-Executive Directors – comprising five Independent Directors, one Nominee Director of private equity investor and the Non-Executive Chairman, and three others are Executive Directors. The Company's day-to-day affairs are being managed by three Executive Directors, one of whom is designated as the Managing Director of the Company.

2.1 Details of Board meetings held during FY 2013-14

Date of Board meeting	Board strength	Number of Directors present
24th May, 2013	10	8
10th August, 2013	10	10
12th November, 2013	10	9
14h February, 2014	10	10

2.2 Board Composition and attendance at Board meetings and last Annual General Meeting and particulars of other Directorships, Chairmanships/Memberships

Sl. No.	Name & designation of Director	Status	Board meetings in 2013-14		Attendance in last AGM	Other Indian public companies (number)		
			Held	Attended		Directorship	Committee Chairmanship*	Committe Membership* (including Chairmanship)
1.	Mr. Dwarika Prasad Tantia, *Chairman*	Non-Executive/ Promoter Director	4	4	Yes	1	Nil	Nil
2.	Mr. Shree Gopal Tantia, *Managing Director*	Executive/ Promoter Director	4	4	Yes	1	Nil	Nil
3.	Mr. Atul Tantia, *Executive Director*	Executive/ Promoter Director	4	4	Yes	1	Nil	Nil
4.	Mr. Vaibhav Tantia, *Director & COO*	Executive/ Promoter Director	4	4	No	Nil	Nil	Nil
5.	Mr. Himangsu Sekhar Sinha, *Director*	Non-Executive/ Independent Director	4	4	No	Nil	Nil	Nil
6.	Mr. Viswa Nath Purohit, *Director*	Non-Executive/ Independent Director	4	4	Yes	2	Nil	Nil
7.	Dr. Nitindra Nath Som, *Director*	Non-Executive/ Independent Director	4	4	Yes	1	Nil	2
8.	Mr. Kunal Kumthekar, *Director*	Non-Executive/ Nominee Director	4	2	No	Nil	Nil	Nil
9.	Mr. Sunil Patwari, *Director*	Non-Executive/ Independent Director	4	3	No	2	Nil	3
10.	Mamta Binani, *Director*	Non-Executive/ Independent Director	4	4	No	Nil	Nil	Nil

*In Audit Committee and Shareholders'/Investors' Grievance Committee of Indian Public Limited Companies and subsidiaries of Public Limited Companies.

3. Audit Committee

The Audit Committee of the Board comprises four Non-Executive Directors of which three are Independent Directors and one is a Nominee Director.

3.1 Composition of Committee and attendance of members:

Sl. No.	Name of the Director and position	Attendance in Committee meeting held on			
		24th May 2013	10th August 2013	12th November 2013	14th February 2014
1	Mr. Viswa Nath Purohit, Chairman (Independent Director)	Yes	Yes	Yes	Yes
2	Mr. Himangsu Sekhar Sinha, Member (Independent Director)	Yes	Yes	Yes	Yes
3	Dr. Nitindra Nath Som, Member (Independent Director)	Yes	Yes	Yes	Yes
4	Mr. Kunal Kumthekar, Member (Nominee Director)	No	Yes	No	Yes

In addition to the members of the Audit Committee, these meetings are attended by the heads of accounts, finance, and other respective functional heads of the Company, and by those executives of the Company who are considered necessary for providing inputs to the Committee and also by statutory auditors of the Company. Mr. Raghunath Mishra, Company Secretary, acts as the Secretary of the Committee.

The Chairman of the Audit Committee has accounting and financial management expertise.

3.2 Terms of reference

a. Review the financial reporting process and disclosure of its financial information

b. Review with management the annual/quarterly financial statements before submission to the Board for approval

c. Review with management, the performance of Statutory Auditors, Internal Auditors and the adequacy of internal control systems

d. Review the Company's accounting policies

e. Look into reasons for substantial defaults, if any, in payment to depositors, shareowners and creditors

f. Recommend the appointment, reappointment and replacement or removal of Statutory Auditors and fixation of audit fee

g. Approval of payment to Statutory Auditors for any other services rendered by them

h. Other functions as required by applicable regulations

The Audit Committee may also review such matters as are considered appropriate by it or referred to it by the Board.

4. Shareholders'/Investors' Grievance Committee

The Shareholders'/Investors' Grievance Committee of the Board comprises two Directors of which one is an Non-Executive Independent Director and the other is an Executive Director. Mr. Raghunath Mishra, Company Secretary, acts as the Secretary of the Committee.

4.1 Composition of Committee and attendance of members

Sl. No.	Name of Director and position	No. of Committee meeting held during FY 2013-14 and attendance
1.	Mr. Himangsu Sekhar Sinha, Chairman, Non-Executive Independent Director	Nil
2.	Mr. Atul Tantia, Member, Executive Director	Nil

4.2 Terms of Reference

a. Look into the redressal of shareholders' and investors' complaints/grievances in respect of transfer of shares, non-receipt of balance sheet and non-receipt of declared dividends, among others

b. Oversee the performance of the Registrar and Share Transfer Agent and recommend measures for overall improvement in the quality of investor services

c. Ascertain whether the Registrars and Share Transfer Agents (RTA) are sufficiently equipped with infrastructure facilities such as adequate manpower, computers and software, office space and document-handling facility, among others, to serve the shareholders/investors

d. Recommend to the Board, the appointment, reappointment, if required, the replacement or removal of the Registrar and Share Transfer Agent and the fixation of their fees; and

e. To carry out any other functions as required by the Listing Agreement of the stock exchanges, Companies Act and other regulations.

4.3 Other information

Name of Non-Executive Director heading the Committee	Mr. Himangsu Sekhar Sinha, Independent Director
Name and designation of Compliance Officer	Mr. R. Mishra, Company Secretary
Number of shareholders' complaints received so far	Nil
Number resolved to the satisfaction of shareholders	Nil
Number of pending complaints	Nil
Number of share transfer pending	Nil

5. Compensation & Selection Committee

The Compensation & Selection Committee of the Board comprises four Non-Executive Directors of which two are independent Directors, one is a nominee Director and the other is a Non-executive Director. The Committee is headed by Mr. H. S. Sinha, Independent Director of the Company.

5.1 Composition of Committee and attendance of members

Sl. No.	Name of Director and position	Attendance in Committee meeting held on	
		24th May, 2013	10th August, 2013
1.	Mr. Himangsu Sekhar Sinha, Chairman, Non-Executive Independent Director	Yes	Yes
2.	Mr. Dwarika Prasad Tantia, Member, Non-Executive Director	Yes	Yes
3.	Mr. Kunal Kumthekar, Member, Non-Executive Nominee Director	No	Yes
4.	Mr. Sunil Patwari, Member, Non-Executive Independent Director	No	Yes

Mr. R. Mishra, Company Secretary, acts as the Secretary of the Committee.

5.2 Terms of Reference

a) To frame/review the remuneration policy in relation to Whole-time Directors/Managing Directors, Senior Officers of the Company

b) To recommend/approve terms, conditions and compensation including commission on profits to Directors including Whole-time Directors

c) To recommend/approve appointment of relatives along with its terms, conditions and compensation, of any Director under Section 314 of the Companies Act, 1956

d) To consider, recommend and/or approve Employee Stock Option Schemes and to administer and supervise the same

e) To formulate/modify the detailed terms and conditions of the Employee Stock Option Scheme including quantum of option, exercise period, the right of an employee

f) To provide for the welfare of employees or ex-employees, Directors or ex-Directors and the wives, widows, and families of the dependents or connections of such persons

g) To frame suitable policies and systems to ensure that is no violation of SEBI regulations

h) To perform such other functions consistent with applicable regulatory requirements.

5.3 Details of remuneration and sitting fees paid to the Directors during FY 2013-14

(₹ in lacs)

Name and status	Salary	HRA	Commission	Others	Sitting fees	Total
Mr. Dwarika Prasad Tantia Non-Executive/ Promoter Director	Nil	Nil	3.33	Nil	0.85	4.18
Mr. Shree Gopal Tantia Executive/ Promoter Director	45.00	Nil	Nil	Nil	Nil	45.00
Mr. Atul Tantia Executive/Promoter Director	15.30	7.65	Nil	Nil	Nil	22.95
Mr. Vaibhav Tantia Executive /Promoter Director	15.30	7.65	Nil	Nil	Nil	22.95
Mr. Himangsu Sekhar Sinha Non-Executive/Independent Director	Nil	Nil	Nil	Nil	0.60	0.60
Mr. Viswa Nath Purohit Non-Executive/ Independent Director	Nil	Nil	Nil	Nil	0.50	0.50
Dr. Nitindra Nath Som Non-Executive/ Independent Director	Nil	Nil	Nil	Nil	0.50	0.50
Mr. Kunal Kumthekar Non-Executive / Nominee Director	Nil	Nil	Nil	Nil	0.30	0.30
Mamta Binani Non-Executive/ Independent Director	Nil	Nil	Nil	Nil	0.30	0.30
Mr. Sunil Patwari Non-Executive/ Independent Director	Nil	Nil	Nil	Nil	0.28	0.28

5.4 Details of Shareholding of Non-Executive Directors

Name of the Non-Executive Director	No. of Equity Shares	No. of convertible instrument
Mr. Dwarika Prasad Tantia	449,442	Nil
Mr. Himangsu Sekhar Sinha	Nil	Nil
Mr. Viswa Nath Purohit	Nil	Nil
Dr. Nitindra Nath Som	Nil	Nil
Mr. Kunal Kumthekar	Nil	Nil
Mrs. Mamta Binani	Nil	Nil
Mr. Sunil Patwari	Nil	Nil

6. Management Review Committee

The Management Review Committee of the Board comprises three Directors of whom, two are Executive Directors and the other is a Nominee Director.

6.1 Composition of Committee and attendance of members

Sl. No.	Name of Director and position	No. of Committee meeting held during FY 2013-14 and attendance
1.	Mr. Shree Gopal Tantia, Chairman, Managing Director/Executive Director	Nil
2.	Mr. Atul Tantia, Member, Executive Director	Nil
3.	Mr. Kunal Kumthekar, Member, Non-Executive Nominee Director	Nil

Mr. R. Mishra, Company Secretary is the Secretary to the Committee.

6.2 Terms of Reference

a) To review the periodical budgets and its analysis from time to time

b) To review major investments in new ventures and major capital expenditure

7. Share Allotment and Transfer Committee

The Share Allotment and Transfer Committee of the Board comprises four Directors of whom, three are Non-Executive Directors including two Independent Director and one is Executive Director. The said committee is headed by Mr. D. P. Tantia, Non-Executive Director of the Company.

7.2 Terms of Reference

In accordance with Clause 49 of the Listing Agreement of the stock exchanges, the Board has unanimously delegated the following powers to the Committee

a) To allot shares, debentures, equity warrant, compulsorily convertible preference shares or other securities of the Company as required from time to time

b) To issue necessary certificates/duplicate certificates thereto

c) To assign Corporate Action in respect of all matter concerning shares of the Company.

d) To approve and monitor transfer and transmission of shares or other securities

e) To approve dematerialisation and re-materialisation of securities

f) To approve the splitting and consolidation of shares or other securities

g) Any other matter as authorised by the Board from time to time.

8. Executive Committee

The Executive Committee of the Board comprises three Directors, of whom two are Executive Directors and one is a Non-Executive Director. Mr. R. Mishra, Company Secretary, is the Secretary to the said Committee.

7.1 Composition of Committee and Attendance of Members

Sl. No.	Name of Director and position	No. of Committee meeting held during FY 2013-14 and attendance
1.	Mr. Dwarika Prasad Tantia, Chairman, Non-Executive Director	Nil
2.	Mr. Shree Gopal Tantia, Member, Executive Director	Nil
3.	Dr. Nitindra Nath Som, Member, Independent Director	Nil
4.	Mr. Himangsu Sekhar Sinha, Member, Independent Director	Nil

In addition to the above members, Mr. R. Mishra, Company Secretary is the Secretary to the Committee. The Committee meets as and when required on need basis.

8.1 Composition of Committee and attendance of members

Sl. No.	Name of Director and position	Attendance at the Committee meeting	
		No. of Meetings held	No. of Meetings attended
1.	Mr. Dwarika Prasad Tantia, Chairman, Non-Executive Director	10	10
2.	Mr. Shree Gopal Tantia, Member, Managing Director/Executive Director	10	10
3.	Mr. Atul Tantia, Member, Executive Director	10	10

8.2 Terms of Reference

a) To open and close banking account(s) including Demat account(s) of the Company in India and/or abroad and to authorise office bearers to operate such banking account(s) including internet banking, phone banking or otherwise.

b) To enter into, carry out, rescind or vary all financial arrangements, with any bank, persons or corporations, for or in connection with the Company's business or affairs, and pursuant to or in connection with such arrangements, to deposit, pledge, lien or hypothecate any deposits, shares, securities, other investments and/or properties of the Company, or the documents representing or relating to the same subject to overall limitation of the amount which may be borrowed by the Board of Director under Section 293(1)(d) of the Companies Act,1956.

c) To authorise Directors of the Company and other person(s) to execute and sign such documents, deeds, agreements, papers and to create security on the assets of the company in favour of the banks, financial institutions, corporate bodies, NBFCs and others to avail credit facilities and also to authorise Directors of the Company and other persons to affix common seal of the Company by any of such person so authorised to execute the documents.

d) To make loans, deposits in banks or with others, advances, issue guarantees, invest in shares and securities, mutual funds, other investments in India or abroad including the Company's subsidiaries, associates, joint ventures/ consortiums and to authorise Directors or others to execute any documents required to be executed for the purpose and also to authorise any Director to affix the common seal of the Company in their presence.

e) To enter into any joint venture, consortium agreement(s), technical collaboration, understandings or other agreements with other companies, firms, concerns, individuals in India or abroad for execution of any work/contract for attainment of main objects of the Company with such terms and conditions as deemed fit and proper and to authorise the Directors, employees or others to execute the same for and on behalf of the Company.

f) To submit tenders, bids, offers, quotations and to negotiate, modify the same and for the purpose delegate such powers to the Directors, employees or others to enter into negotiations, contracts, arrangements, agreements with the others in the manner and with such terms and conditions as felt expedient and proper.

g) To execute power of attorney(s) with such powers and responsibilities as may be deemed fit and proper in favour of the Director, employees of the Company and others from time to time.

h) To enter into sub-contract agreement, understanding or arrangements with any Company, firm, individual or others to sub-contract any contract awarded to the company in part or whole of the contract on such terms and conditions as felt expedient and proper and to authorise the Directors, employees or others to execute the same for and on behalf of the Company.

i) To purchase/sale/lease/dispose off/hire/take on rent movable and immovable assets for and belonging to the Company subject to compliance of Section 293(1)(a) of the Companies Act,1956, wherever applicable and for that to authorise the Directors, employees and/or others in respect thereof.

j) To mortgage, pledge, sale or subject to lien the shares and/or securities held as investment or otherwise and other movable and immovable properties of the Company including for and on account of any obligation undertaken by Company's subsidiaries, associates, joint ventures, consortium, among others.

k) To undertake and execute the derivative transactions and/or foreign exchange transactions as well as to manage the foreign exchange risk exposure and to delegate such powers to any of Company Directors and/or employees.

l) To institute, defend, compromise, withdraw or abandon any legal proceedings by or against the Company, or the Board members or its Officers or otherwise concerning the affairs of the Company including for its subsidiaries, associates, joint ventures, consortium among others and also to compound offences committed under various statutes and allow time for payment or satisfaction of any debts due and of any claims or demands by or against the Company.

m) To refer any claims or demands or disputes by or against the Company to arbitration, and to observe and perform the award.

n) To invest by way of acquiring the shares or securities of other bodies corporate, to make/provide any loan to any other bodies corporate, and to give any corporate guarantee/ other guarantees or provide security by way of pledge, lien, mortgage, hypothecation of any of the investments, moveable and immoveable assets of the Company in connection with a loan/credit facilities made by any other person, bank, corporate bodies, NBFCs, financial institution, among others to any other person, any body corporate including the Company's subsidiaries, associates, joint ventures/consortiums, subject to the overall limit of the amount the Board of Directors of the Company are authorised under Section 372A of the Companies Act,1956.

o) To subscribe or contribute or otherwise to assist any charitable, benevolent, religious, scientific, national, political or useful object of a public character of institutions the object of which shall have any moral or other claim for support for aid by the Company either by person or locality of operation or of public and general utility or otherwise subject to provisions of Section 293A of the Companies Act,1956

p) To carry out or exercise such other powers as delegated by the Board from time to time.

9. General meetings

9.1 The last three Annual General Meetings with details of special resolutions passed

Date	6th August, 2013	27th July, 2012	12th July, 2011
Time	3.00 p.m.	3.00 p.m.	12.30 p.m.
Venue	CII-Suresh Neotia Centre of Excellence for Leadership, DC-36, 1st Floor, Sector-I, Salt Lake City (behind City Centre) Kolkata-700064	DC-36, 1st Floor, Sector-I, Salt Lake City, Kolkata - 700064	Auditorium, JC-25, 9th Floor, Sector-III, Salt Lake City, Kolkata – 700098
Details of special resolutions passed in the Annual General Meeting	1) Waiver of recovery of excess remuneration paid to Mr. Shree Gopal Tantia, Managing Director of the Company for the financial year 2012-13 2) Waiver of recovery of excess remuneration paid to Mr. Atul Tantia, Executive Director of the Company for the financial year 2012-13 3) Waiver of recovery of excess remuneration paid to Mr. Vaibhav Tantia, Director & COO of the Company for the financial year 2012-13	NIL	1) Payment of Commission at a rate of 1% of the net profit of the Company to Mr. D. P. Tantia, Chairman of the Company for a period of three years commencing from the financial year 2011-12. 2) Revision of remuneration of Mr. Vaibhav Tantia, COO of the Company to hold or continue to hold an office of profit/place of profit at a monthly remuneration of ₹ 2,50,000 with effect from 1st August 2011.

9.2 Extraordinary General Meeting

No Extraordinary General Meeting was held during the financial year ended 31st March 2014.

9.3 Other information

During the year ended 31st March 2014, there have been no resolutions passed by the Company's shareholders through postal ballot. At the ensuing Annual General Meeting, there is no resolution proposed to be passed by postal ballot.

10. Disclosures

a. **Disclosure on materially-significant related party transactions of the Company, that may have potential conflict with the interests of the Company at large**

The Company does not have any material-related party transactions, which may have potential conflict with its interests at large. In any case, disclosures regarding the transactions with related parties are given in the notes to the Accounts.

b. **Details of non-compliance by the Company, penalties, strictures imposed on the Company by the Stock Exchanges or SEBI or any statutory authority, on any matter related to Capital Markets during the last three years**

There has been no instance of non-compliance by the Company on any matter related to capital market in the last three years.

c. **Details of compliance with mandatory requirements and adoption of the non-mandatory requirements**

The Company has complied with all mandatory requirements of Clause 49 of Listing Agreement.

11. Disclosure on non-mandatory requirements

a. The Board

Has a Non-Executive Chairman. The expenses incurred by him in the performance of his duties are reimbursed. No policy was laid down on tenure of Independent Directors.

b. Compensation and Selection Committee

The Company constituted a Compensation and Selection Committee and the full details of the same is available elsewhere in this Report.

c. Shareholder's rights

The Company publishes quarterly unaudited financial results in the newspapers and is also displayed it on the Company's website www.gptinfra.in. Accordingly, it does not envisage to send the same separately to the shareholders.

d. Audit qualifications

The Company endeavours to maintain a regime of unqualified statements.

e. Training of Board members

No policy has yet been laid down by the Company.

f. Mechanism for evaluating Non-Executive Board Members

No policy has yet been laid down by the Company.

g. Whistle Blower Policy

The Company does not have any Whistle Blower Policy. However, any employee, if he/she so desires, has free access to meet or communicate with the Senior Management and report any matter of concern.

11.1 Means of communication

a. Quarterly, half-yearly and annual results

The Company's quarterly, half-yearly and annual financial statements are generally published in "Mint"/ "The Business Standard" (English language) and in "Kalantar"/ "Dainik Statesman" (local language). The financial statements are also displayed on the Company's website.

b. Annual Reports

Annual Report containing inter alia, Audited Annual Accounts.

c. Website where displayed

http://www.gptinfra.in

d. Whether it also displays official news releases:

Yes, it is displayed on the above website.

e. Whether presentations were made to Institutional Investors or to the analysts:

No.

12. Management Discussions and Analysis Report

In line with the requirements of Clause 49, the Management Discussion and Analysis is also provided under various heads in this Annual Report.

13. General shareholder information

13.1 Company registration details

The Company is registered in the State of West Bengal, India. The Corporate Identification Number (CIN) of the Company is L20103WB1980PLC032872.

13.2 Annual General Meeting

Day: Friday; **Date:** 29th August, 2014; **Time:** 3.00 PM; **Venue:** CII-Suresh Neotia Centre of Excellence For Leadership at DC-36, Ground Floor, Sector-I, Salt Lake City (behind City Centre), Kolkata-700064.

13.3 Financial calendar (tentative)

- Financial year : 1st April 2014 to 31st March 2015
- Results for quarter ending
  - First quarter, 2014 : On or before 14th August 2014
  - Second quarter, 2014 : On or before 15th November 2014
  - Third quarter, 2014 : On or before 15th February 2015
  - Fourth quarter (unaudited): On or before 30th May 2015 and annual accounts (audited), 2015
- Annual General Meeting : Before 30th September, 2015

13.4 Dates of book closure:

From 23rd August, 2014 to 29th August, 2014(both days inclusive)

13.5 Dividend payment date:

On or after 29th August, 2014

13.6 Listing on Stock Exchange details:

Exchange	Code/ Trading Symbol	ISIN
(i) The BSE Limited	533761	INE390G01014
(ii) The Calcutta Stock Exchange Limited	10030117	

13.6.1 Payment of listing fees: Annual listing fee for the financial year 2013-14 has been paid to the respective Stock Exchanges.

13.6.2 Market price data:

Monthly high/low of market price of the Company's Equity Shares traded on BSE Limited and Calcutta Stock Exchange Limited during the financial year 2013-14 was as under:

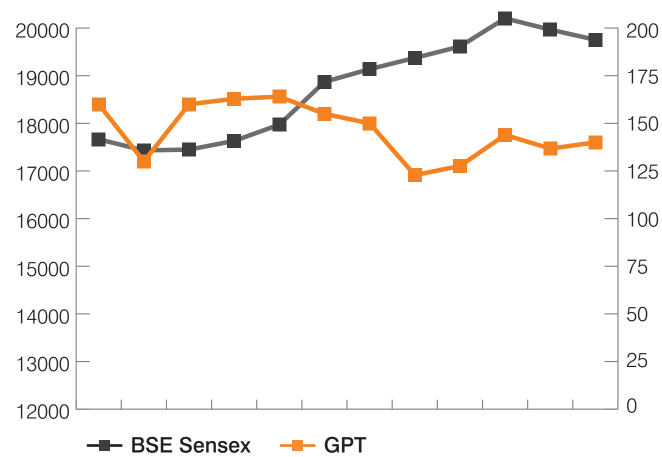
A) BSE Limited

Month	High (₹)	Low (₹)
April, 2013	144.50	140.95
May, 2013	141.00	133.95
June, 2013	157.00	144.45
July, 2013	197.90	155.00
August, 2013	207.00	171.55
September, 2013	295.00	194.80
October, 2013	278.00	264.15
November, 2013	260.00	246.10
December, 2013	233.80	147.55
January, 2014	140.20	130.55
February, 2014	130.35	125.00
March, 2014	135.00	127.00

B) Calcutta Stock Exchange Limited

Month	High (₹)	Low (₹)
April, 2013	Nil	Nil
May, 2013	Nil	Nil
June, 2013	Nil	Nil
July, 2013	Nil	Nil
August, 2013	Nil	Nil
September, 2013	Nil	Nil
October, 2013	Nil	Nil
November, 2013	Nil	Nil
December, 2013	Nil	Nil
January, 2014	Nil	Nil
February, 2014	Nil	Nil
March, 2014	Nil	Nil

13.6.3 Performance of Company's Equity Shares in comparison to BSE Sensex



13.6.4 Registrar and Share transfer agents

LINK INTIME INDIA PRIVATE LIMITED
Operational Office Address:
59C, Chowringhee Road, 3rd Floor,
Kolkata-700020
Tel.: 033-22890540; FAX: 033-22890539
E-Mail: Kolkata@linkintime.co.in

13.6.5 Share transfer system in physical form

The Company has in place a proper and adequate share transfer system. The Company formed a Committee known as "Share Allotment & Transfer Committee" to process share transfer request as delegated by the Board of Directors of the Company. LINK INTIME INDIA PVT. LIMITED, the Registrar and Share Transfer Agent of the Company was appointed to ensure that the share transfer system is maintained in physical as well as electronic form.

13.7 Distribution of shareholding as on 31st March 2014

a. Distribution of shareholding according to the size of holding

Number of shares	Shareholders		Face value of shares	
	Number	Percentage	₹	Percentage
Upto 500	349	89.25	1,03,010	0.07
501 – 1,000	10	2.56	70,160	0.05
1,001 – 2,000	2	0.51	26,860	0.02
2,001 – 3,000	1	0.26	25,290	0.02
3,001 – 4,000	Nil	Nil	Nil	Nil
4,001 – 5,000	Nil	Nil	Nil	Nil
5,001 – 10,000	Nil	Nil	Nil	Nil
10,001 and Above	29	7.42	14,52,04,680	99.84
Total	**391**	**100.00**	**14,54,30,000**	**100.00**

b. Distribution of shares by shareholder category

Category	Number of shareholders	Number of shares held	Voting strength (%)
Promoters – Corporate bodies	2	4,610,398	31.70
Directors, their relatives	12	42,51,978	29.24
Corporate bodies (Domestic)/ Trusts	12	5,85,167	4.03
Banks	Nil	Nil	Nil
Mutual funds	Nil	Nil	Nil
Financial institutions (FIs)	Nil	Nil	Nil
Foreign Institutional Investors (FIIs)	Nil	Nil	Nil
Non-Resident Individuals (NRIs) / foreign corporate bodies / overseas corporate bodies (OCBs) / foreign banks	1	2,168,000	14.91
Resident individuals	364	29,27,457	20.12
Total	**391**	**14,543,000**	**100.00**

c. Top 10 shareholders

Name(s) of shareholders	Category	Number of shares	Percentage
GPT Sons Private Limited	Promoter	46,10,398	31.70
Nine Rivers Capital Limited	Public	21,68,000	14.91
Shree Gopal Tantia and Vinita Tantia	Promoter	13,68,022	9.41
Om Tantia and Aruna Tantia	Promoter	9,09,504	6.25
Aruna Tantia and Om Tantia	Promoter	6,46,074	4.44
Vinita Tantia and Shree Gopal Tantia	Promoter	4,60,324	3.17
Dwarika Prasad Tantia and Pramila Tantia	Promoter	4,49,442	3.09
Pramila Tantia & Dwarika Prasad Tantia	Promoter	4,44,312	3.06
Atul Tantia & Kriti Tantia	Promoter	4,17,456	2.87
Rashmi Keyal	Public	3,96,240	2.72

13.8 Dematerialisation of shares and liquidity

Equity Shares of the Company are held both in dematerialised and physical form as on 31st March 2014.

Status of dematerialization	Number of shares	Percentage of total shares
Shares held in NSDL	144,08,404	99.07
Shares held in CDSL	1,34,595	0.93
Shares held in physical form	1	0.00

13.9 Outstanding GDRs/ADRs, Warrants, ESOS and Convertible instruments, conversion date and likely impact on equity

a. As on 31st March 2014 the Company did not have any outstanding GDRs/ADRs, Warrants, other convertible instruments.

b. Employees' Stock Option Plans (ESOPs)

With a view to enable its employees to participate in the future growth and success, the Company introduced Employee Stock Option Scheme-2009 (ESOP) in the financial year 2009-10. With the approval of shareholders, the Board of Directors of the Company at its meeting held on 2nd January 2010, allotted 200,000 equity shares of ₹. 10 each at a premium of ₹. 90 per share to GPT Employees Welfare Trust for the purpose of issuing shares to the eligible persons under the ESOP Scheme.

14. Plant locations

Concrete sleeper division:

P-Way Depot, Panagarh, Dist. Burdwan, West Bengal

15. Address for correspondence

Registered/corporate office

GPT Infraprojects Limited
GPT Centre, JC-25, Sector-III, Salt Lake,
Kolkata-700098, West Bengal, India
Tel: +91-33-4050-7000, Fax: +91-33-4050-7399
Email : info@gptgroup.co.in

15.1 Investor correspondence

All shareholders complaints/queries in respect of their shareholdings may be addressed to

Contact Person:

Mr. Raghunath Mishra, Company Secretary & Compliance Officer
GPT Infraprojects Limited,
GPT Centre, JC-25, Sector-III, Salt Lake,
Kolkata-700098, West Bengal, India
Tel : +91-33-40507311, Fax +91-33-40507399
Email: gil.cosec@gptgroup.co.in
Website: http://www. gptinfra.in

15.2 Queries relating to financial statements and Company performance, among others, may be addressed to

Mr. Arun Kumar Dokania, Chief Finance Officer
GPT Infraprojects Limited,
GPT Centre, JC-25, Sector-III, Salt Lake,
Kolkata-700098, West Bengal, India
Tel: +91 – 33-40507300, Fax +91-33-40507399
Email: akd@gptgroup.co.in

Subject: Compliance with Code of Conduct

As required under Clause 49(I)(D) of the Listing Agreement with the Stock Exchanges, I hereby declare that all the Board Members and Senior Management personnel of the Company have affirmed compliance with the Code of Conduct as adopted by the Board of Directors for the year ended 31st March 2014.

Place: Kolkata
Date: 29th May 2014

S. G. Tantia
Managing Director

CEO/CFO Certification

The Board of Directors
GPT Infraprojects Limited

We, S. G. Tantia, Managing Director and A. K. Dokania, CFO of GPT Infraprojects Limited certify to the Board that, we have reviewed financial statements and the cash flow statement for the year ended 31st March 2014.

1. To the best of our knowledge and belief, we certify that:

   a) These statements do not contain any materially-false statement or omit any material fact nor do they contain statements that might be misleading;

   b) These statements together present a true and fair view of the Company, and are in compliance with the existing Accounting Standards, applicable laws and regulations;

   c) There are no transactions entered into by the Company during the year, that are fraudulent, illegal or violative of the Company's Code of Conduct.

2. We accept the responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting; and deficiencies in the design or operation of such internal controls, if any of which we are aware have been disclosed to the Auditors and the Audit Committee and steps have been taken to rectify these deficiencies.

3. We have indicated to Auditors and Audit Committee that:

   a) There has not been any significant change in internal control over financial reporting during the year under reference.

   b) There has been significant changes in accounting policies during the year and the same have been disclosed in the notes to the financial statements.

   c) We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Place: Kolkata	**A. K. Dokania**	**S. G. Tantia**
Date: 29th May, 2014	*Chief Finance Officer*	*Managing Director*

Auditors' Certificate
on Corporate Governance

To

The Members of GPT Infraprojects Limited

We have examined the compliance of conditions of corporate governance by GPT Infraprojects Limited, for the year ended on March 31, 2014, as stipulated in clause 49 of the Listing Agreement of the said Company with stock exchanges.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E

per **Kamal Agarwal**
Partner
Membership No.: 058652

Place: Kolkata
Date: 29th May, 2014

Independent Auditor's Report

To

The Members of GPT Infraprojects Limited

Report on the Financial Statements

We have audited the accompanying financial statements of GPT Infraprojects Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2014, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with accounting principles generally accepted in India, including the Accounting Standards notified under the Companies Act, 1956, read with General Circular 8/2014 dated 4 April 2014 issued by the Ministry of Corporate Affairs. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Companies Act, 1956 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

(a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;

(b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and

(c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Emphasis of Matter

We draw attention to note no. 45 of the financial statements regarding discontinuation of execution of an EPC contract by the Company (such contract was received from its subsidiary) pursuant to the termination of a concession agreement between the subsidiary and its customer which is more fully explained in the said note. Our opinion is not qualified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.

2. As required by section 227(3) of the Act, we report that:

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

   (b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books. Further the foreign project site at Mozambique has been audited by another auditor whose report has been forwarded to us and has been appropriately dealt with by us;

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

   (d) In our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards notified under the Companies Act, 1956, read with General Circular 8/2014 dated 4 April 2014 issued by the Ministry of Corporate Affairs;

   (e) On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

Other Matters

1) We did not audit financial statements of the Company's joint ventures, whose financial statements reflect the Company's share of ₹ 448.70 lacs in the net profit of the joint ventures for the year ended March 31, 2014. Those financial statements and other financial information have been audited by other auditors whose report has been furnished to us. Our opinion, in so far as it relates to the share of profit of the joint ventures, is based solely on the reports of other auditors. Our opinion is not qualified in respect of this matter.

2) We did not audit total assets of ₹ 882.80 lacs as at March 31, 2014, total revenues of ₹ 86.52 lacs, profit before tax ₹ 66.06 lacs and net cash outflows amounting to ₹ 10.70 lacs for the year then ended, included in the accompanying financial statements in respect of a foreign project site not visited by us, whose financial statements and other financial information have been audited by another auditor and whose report has been furnished to us. Our opinion, in so far as it relates to the affairs of such foreign project site is based solely on the report of another auditor. Our opinion is not qualified in respect of this matter.

3) The financial statements of a joint venture which do not reflect any Company's share of profit or loss for the year ended March 31, 2014 is based on the unaudited financial statements as certified by the management. Our opinion is not qualified in respect of this matter.

For S R B C & CO LLP
Chartered Accountants
Firm registration number: 324982E

per Kamal Agarwal
Partner
Membership No.: 058652

Place : Kolkata
Date : May 29, 2014

Annexure referred to in paragraph 1 under the heading "Report on other legal and regulatory requirements" of our report of even date to the members of GPT Infraprojects Limited as at and for the year ended March 31, 2014

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

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

(c) There was no disposal of a substantial part of fixed assets during the year.

(ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year.

(b) The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.

(c) The Company is maintaining proper records of inventory and no material discrepancies were noticed on their physical verification.

(iii) (a) The Company has granted loan to a company covered in the register maintained under section 301 of the Companies Act, 1956. The maximum amount involved during the year for loan granted to such Company was ₹ 195 lacs.

(b) In our opinion and according to the information and explanations given to us, the rate of interest and other terms and conditions for such loan are not prima facie prejudicial to the interest of the Company.

(c) The loan granted and interest thereon is re-payable on demand. We have been informed that the Company has not demanded repayment of any such loan and interest during the year and thus, there has been no default on the part of the party to whichsuch loan has been provided as regards repayment of loan and interest.

(d) There is no overdue amount of loans granted to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956.

(e) According to information and explanations given to us, the Company has not taken any loans, secured or unsecured, from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Accordingly, the provisions of clause 4(iii)(f) and (g) of the Order are not applicable to the Company and hence not commented upon.

(iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods and services. During the course of our audit, we have not observed any major weakness or continuing failure to correct any major weakness in the internal control system of the Company in respect of these areas.

(v) (a) According to the information and explanations provided by the management, we are of the opinion that the particulars of contracts or arrangements referred to in section 301 of the Act that need to be entered into the register maintained under section 301 have been so entered.

(b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements exceeding the value of Rupees five lacs have been entered into during the financial year at prices which are reasonable having regard to the prevailing market prices at the relevant time.

(vi) The Company has not accepted any deposit from the public within the purview of Section 58A, 58AA or any other relevant provisions of the Companies Act, 1956 and the rules framed there under.

(vii) In our opinion, the Company has an internal audit system commensurate with the size of the Company and nature of its business.

(viii) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 209(1)(d) of the Companies Act, 1956, and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

(ix) (a) Undisputed statutory dues including, investor education and protection fund, customs duty, excise duty, sales-tax and wealth-tax, have been regularly deposited with the appropriate authorities. However, such dues for provident fund, employees' state insurance, income-tax, service tax, and other material statutory dues have *not generally been regularly deposited with the appropriate authorities though the delays in deposit have not been serious in most of the cases*.

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

(c) According to the records of the Company, the dues outstanding of income-tax, sales-tax, wealth-tax, service tax, customs duty, excise duty and cess on account of any dispute, are as follows:

Name of the statute	Nature of dues	Amount (₹ in lacs)	Period to which the amount relates (Financial Year)	Forum where dispute is pending
Central Excise Act	Interest and penalty on account of delay in deposit of excise duty on escalation prices, sale of old and used moulds etc.	2.09	2004-05 2006-07 2007-08 2008-09	Commissioner of Central Excise (Appeal), Kolkata
Central Excise Act	Modvat Credit disallowed for subsequent endorsement of third party invoice in favour of the Company	92.16	1991 - 92	Commissioner of Central Excise (Appeal), Kolkata
Central Excise Act	Claim of excess refund granted towards descalation in prices of sleeper	6.32	2008-09 to 2009-10	Commissioner of Central Excise (Appeal), Kolkata
West Bengal Sales Tax Act	Disallowance of Labour, Supervision charges, works contract tax, etc. from Taxable Contractual Transfer Price. Disallowance of Export Sale, Late Fee, etc.	479.97	2010-11	Additional Commissioner of Commercial tax (Appeal), West Bengal
West Bengal Sales Tax Act	Disallowance of Works contracts tax included in Taxable Contractual Transfer Price	21.21	2009-10	West Bengal Commercial Taxes Appellate & Revisional Board, Kolkata
Bihar Value Added Tax Act	Disallowance of Labour and Supervision charges, input VAT on purchases and part disallowance of input credit on entry tax etc.	373.88	2011-12	Joint Commissioner of Commercial Taxes (Appeals), Patna

(x) The Company has no accumulated losses at the end of the financial year and it has not incurred cash losses in the current and immediately preceding financial year.

(xi) Based on our audit procedures and as per the information and explanations given by the management, *during the year the Company had delayed repayment of dues to banks to the extent of ₹ 2975.62 lacs (the delay in such repayments for more than 60 days being ₹ 13.01 lacs) and ₹ 16.31 lacs of such dues were outstanding as at the balance sheet date (such dues were not outstanding for period exceeding 60 days)*. During the year, the Company did not have any outstanding debentures or dues to a financial institution.

(xii) According to the information and explanations given to us and based on the documents and records produced to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

(xiii) In our opinion, the Company is not a chit fund or a nidhi / mutual benefit fund / society. Therefore, the provisions of clause 4(xiii) of the Order are not applicable to the Company and hence not commented upon.

(xiv) In our opinion, the Company is not dealing or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Order are not applicable to the Company and hence not commented upon.

(xv) According to the information and explanations given to us, the Company has given corporate guarantees for loans taken by certain subsidiary companies from banks, the terms and conditions whereof, in our opinion, are not prima-facie prejudicial to the interest of the Company. According to the information and explanations given to us, the Company has not given any guarantees for loans taken by others from financial institutions.

(xvi) Based on the information and explanations given to us by the management, term loans were applied for the purpose for which these loans were obtained..

(xvii) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term investment.

(xviii) The Company has not made any preferential allotment of shares during the year to parties or companies covered in the register maintained under section 301 of the Companies Act, 1956.

(xix) The Company did not have any outstanding debentures during the year.

(xx) The Company has not raised any money through a public issue during the year.

(xxi) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E

per Kamal Agarwal
Partner
Membership No.: 058652

Place of Signature: Kolkata
Date: May 29, 2014

Balance Sheet for the year ended 31st March 2014

(₹ in lacs)

Particulars	Note No.	As at 31st March 2014		As at 31st March 2013	
EQUITY AND LIABILITIES					
Shareholders' funds					
Share capital	3	1,434.30		1,434.30	
Reserves and surplus	4	12,713.14	14,147.44	12,592.60	14,026.90
Non-current liabilities					
Long-term borrowings	5	376.54		1,151.02	
Deferred tax liabilities (net)	6	151.57		257.23	
Long-term provisions	7	217.09	745.20	178.57	1,586.82
Current liabilities					
Short-term borrowings	8	21,038.54		19,409.87	
Trade payables	9	9,356.97		9,202.42	
Other current liabilities	10	5,775.10		6,189.26	
Short-term provisions	7	214.17	36,384.78	178.20	34,979.75
TOTAL			**51,277.42**		**50,593.47**
ASSETS					
Non-current assets					
Fixed assets					
- Tangible assets	11	7,227.11		7,043.78	
- Intangible assets	11	38.00		68.10	
- Capital work-in-progress		10.54		161.67	
Non-current investments	12	5,722.49		4,689.90	
Long-term loans and advances	13	1,242.27		1,235.64	
Trade receivables	15	–		–	
Other non-current assets	14	630.71	14,871.12	551.23	13,750.32
Current assets					
Current investments	12	113.28		336.92	
Inventories	16	5,801.47		8,394.51	
Trade receivables	15	7,495.84		8,515.74	
Cash and bank balances	17	1,520.82		2,143.17	
Short-term loans and advances	13	3,990.08		3,397.64	
Other current assets	14	17,484.81	36,406.30	14,055.17	36,843.15
TOTAL			**51,277.42**		**50,593.47**
Summary of significant accounting policies	2				

The accompanying notes are an integral part of the financial statements

As per our attached report of even date

For S R B C & CO LLP
Chartered Accountants
ICAI Firm registration number: 324982E

per Kamal Agarwal
Partner
Membership no.: 058652

Place: Kolkata
Date: 29th May 2014

For and on behalf of the Board of Directors

D. P. Tantia
Chairman

S. G. Tantia
Managing Director

Atul Tantia
Executive Director

V. N. Purohit
Director

R. Mishra
Company Secretary

Statement of profit and loss for the year ended 31st March 2014

(₹ in lacs)

Particulars	Note No.	2013-14	2012-13
Continuing Operations			
INCOME			
Revenue from operations (gross)	18	**32,862.33**	**33,850.08**
Less: Excise duty		297.16	294.05
Revenue from operations (net)		**32,565.17**	**33,556.03**
Other income	19.1	230.46	208.71
Total revenue (I)		**32,795.63**	**33,764.74**
EXPENSES			
Cost of materials consumed			
- Raw materials	20	3,774.83	3,107.85
- Materials for construction / other contracts	21	9,303.67	11,291.63
Purchase of stock-in-trade	22	1,652.34	1,646.34
Change in inventories of finished goods, stock-in-trade and work-in-progress	23	662.80	(895.39)
Employee benefits expense	24	2,087.43	2,141.48
Other expenses [including prior period expenses of ₹ 5.27 lacs (31st March 2013: ₹ 2.76 lacs)]	25	11,153.60	12,338.75
Total expenses (II)		**28,634.67**	**29,630.66**
Earning before interest, tax expenses, depreciation & amortization expenses (EBITDA) (I) – (II)		**4,160.96**	**4,134.08**
Depreciation & amortization expenses	11	1,043.67	874.07
Interest Income	19.2	(518.74)	(186.79)
Finance costs	26	3,516.36	2,902.27
Profit before taxes (III)		**119.67**	**544.53**
Tax expenses			
- Excess tax provision of earlier year written back		(41.95)	–
- Deferred tax expense / (credit)		(105.65)	15.25
Total tax expenses (IV)		**(147.60)**	**15.25**
Profit for the year from continuing operations (A)		**267.27**	**529.28**
Discontinued Operations	30		
Profit before tax from discontinued operations		**–**	**430.79**
Tax expense of discontinued operations			
- Current tax		–	160.21
- Deferred tax		–	(132.84))
		–	27.37
Profit for the year from discontinued operations (B)		**–**	**403.42**
Profit for the year (A+B)		**267.27**	**932.70**
Earnings per equity share (nominal value of share ₹ 10/- each)	31		
Basic and Diluted (₹)			
Computed on the basis of profit from continuing operations		1.86	3.69
Computed on the basis of total profit for the year		1.86	6.50
Summary of significant accounting policies	2		

The accompanying notes are an integral part of the financial statements

As per our attached report of even date

For and on behalf of the Board of Directors

For S R B C & CO LLP
Chartered Accountants
ICAI Firm registration number: 324982E

per Kamal Agarwal
Partner
Membership no.: 058652

Place: Kolkata
Date: Date: 29th May 2014

D. P. Tantia
Chairman

S. G. Tantia
Managing Director

Atul Tantia
Executive Director

V. N. Purohit
Director

R. Mishra
Company Secretary

Cash Flow Statement for the year ended 31st March 2014

(₹ in lacs)

Particulars		2013-14	2012-13
A. CASH FLOW FROM OPERATING ACTIVITIES			
Net Profit before tax		119.67	975.32
Adjustment for:			
Depreciation & amortization expenses		1,043.67	927.73
Loss on sale / discard of fixed assets (net)		45.68	5.84
Profit on disposal of wind power division		–	(390.61)
Interest income on deposits from Banks / loans, advances etc. (Gross)		(518.74)	(186.79)
Dividend income on investment in a subsidiary company		(127.22)	–
Provision for bad / doubtful debts		73.73	150.00
Provision for doubtful receivable written back		–	(15.00)
Share in Profits of Joint Ventures		(448.70)	(639.63)
Premium on redemption of investment in preference shares		(62.04)	(17.31)
Unspent liabilities / Provisions no longer required written back		(25.78)	(128.12)
Loss / (Gain) on Exchange Fluctuation (Net) - Unrealised		(45.64)	33.49
Interest Expenses		3,202.60	2,603.70
		3,137.56	**2,343.30**
Operating Profit before working capital changes		3,257.23	3,318.62
(Increase) / Decrease in Loans and Advances		(6.76)	(94.15)
(Increase) / Decrease in Other Assets		(3,098.43)	(974.43)
(Increase) / Decrease in Trade Recievable		979.95	(2,112.85)
(Increase) / Decrease in Inventories		2,593.04	(2,419.01)
Increase / (Decrease) in Trade Payable / Other liabilities		(470.99)	3,976.38
Increase / (Decrease) in Provisions		37.30	31.21
		34.11	**(1,592.85)**
Cash Generated from operations		3,291.34	1,725.77
Taxes paid		(50.53)	(397.53)
Net Cash flow from Operating Activities	**(A)**	**3,240.81**	**1,328.24**
B. CASH FLOW FROM INVESTING ACTIVITIES			
Refund of loan to M/s GPT Employees Welfare Trust (Interest free)		1.80	3.00
Loans paid to Bodies Corporate		(2,102.70)	(1,740.41)
Refund of loans from Bodies Corporate		1,628.00	–
Purchase of fixed assets (including capital work in progress)		(932.48)	(1,968.02)
Proceeds from sale of fixed assets (including advances received)		14.80	112.00
Proceeds from disposal of wind power division		–	802.00
Purchase of Investments		(706.95)	(498.53)
Redemption of investment in preference shares		398.96	471.44
Interest received		187.53	169.88
Dividend received		127.22	70.74
Investment in margin money deposits		(797.22)	(1,288.31)
Proceeds from maturity of margin money deposits		1,108.47	676.22
Net Cash from / (used in) Investing Activities	**(B)**	**(1,072.57)**	**(3,189.99)**

Cash Flow Statement (Contd...) for the year ended 31st March 2014

(₹ in lacs)

Particulars	2013-14	2012-13
C. CASH FLOW FROM FINANCING ACTIVITIES		
Long Term Borrowings received	589.95	2,019.81
Long Term Borrowings repaid	(1,314.80)	(537.72)
Net movement in cash credit	3,701.78	1,720.70
Proceeds from short-term borrowings	15,527.61	24,485.19
Repayment of short-term borrowings	(17,594.31)	(22,628.14)
Dividend paid	(145.43)	(218.14)
Interest Paid	(3,161.96)	(2,562.30)
Tax on Dividend	(3.10)	(35.39)
Net Cash flow from / (used in) Financing Activities (C)	**(2,400.26)**	**2,244.01**
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	(232.02)	382.26
Effect of exchange differences on cash & cash equivalents held in foreign currency	0.41	(0.30)
Cash and Cash Equivalents - Opening Balance	520.78	138.82
Cash and Cash Equivalents - Closing Balance	**289.17**	**520.78**
Notes:		
Cash & Cash Equivalents*:		
Cash on hand (including cheques/draft on hand)	66.84	47.21
Balance with Banks:		
On Current Account	222.31	473.56
On Unpaid dividend account**	0.02	0.01
Cash and Cash Equivalents as at the Close of the year (Refer note no. 17)	**289.17**	**520.78**
*Excluding restricted Cash in form of margin money deposits pledged as security / margin with sales tax authorities, banks and customers	1,231.65	1,622.39
** The Company can utilise these balances only towards settlement of the respective unpaid dividend		

As per our attached report of even date

For S R B C & CO LLP
Chartered Accountants
ICAI Firm registration number: 324982E

per Kamal Agarwal
Partner
Membership no.: 058652

Place: Kolkata
Date: 29th May 2014

For and on behalf of the Board of Directors

D. P. Tantia
Chairman

S. G. Tantia
Managing Director

Atul Tantia
Executive Director

V. N. Purohit
Director

R. Mishra
Company Secretary

1. Corporate Information

GPT Infraprojects Limited (the Company) is a listed public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The Company is primarily engaged in Construction Activities for Infrastructure projects. Besides, the Company is also engaged in Concrete Sleeper Manufacturing business.

2. Summary of Significant accounting policies

a) Basis of preparation of Accounts

The financial statements have been prepared to comply in all material respects with the accounting standards notified by the Companies Accounting Standards Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956 read with General Circular 8/2014 dated 4th April 2014 issued by the Ministry of Corporate Affairs. The financial statements have been prepared under the historical cost convention on an accrual basis, except for insurance and other claims which are accounted for on acceptance / actual receipt basis. The accounting policies adopted in the preparation of financial statements are consistent with those used in the previous year.

b) Use of estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities, at the end of reporting period. Although these estimates are based upon the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets and liabilities in future periods.

c) Tangible Fixed Assets

Tangible Fixed assets are stated at cost of acquisition less accumulated depreciation and impairment loss, if any. The Cost of acquisition comprises of purchase price inclusive of duties (net of CENVAT / VAT), taxes, directly attributable incidental expenses, erection / commissioning expenses, borrowing cost if capitalization criteria are met, etc. incurred upto the date the asset is ready for its intended use.

Machinery Spares which can be used only in connection with a particular item of Fixed Assets and whose use, as per the technical assessment, is expected to be irregular are capitalized and depreciated proportionately over the residual life of the respective assets.

Gain or losses arising from derecognition of tangible fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the assets and are recognized in the statement of profit and loss when the assets are derecognized.

From accounting periods commencing on or after 1st April, 2011, the company adjusts exchange differences arising on translation/ settlement of long-term foreign currency monetary items pertaining to the acquisition of a depreciable asset to the cost of the asset and depreciates the same over the remaining life of the asset.

d) Intangible Fixed Assets

Intangible assets are carried at cost of acquisition less accumulated amortization and impairment losses, if any. The Cost of acquisition comprises of purchase price inclusive of duties (net of CENVAT / VAT), taxes, etc.

Computer softwares not being part of the hardware operating system are assessed to have a useful life of 3 years and are capitalized as intangible fixed assets.

Gain or losses arising from derecognition of intangible fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the assets and are recognized in the statement of profit and loss when the assets are derecognized.

e) Depreciation & Amortization

Tangible Fixed Assets

i. The classification of Plant and Machinery into continuous and non-continuous process is done as per technical certification and depreciation thereon is provided accordingly.

ii. Depreciation on tangible fixed assets except as mentioned below, is provided using the Straight Line Method at the rates and in the manner prescribed under Schedule XIV of the Companies Act, 1956 or at rates determined based on the useful life of

Assets estimated by the management, whichever is higher.

– Tangible fixed assets acquired up to March 31, 1991 are depreciated at the rates specified in Schedule XIV of the Companies Act, 1956 using written down value method.

– Steel Shutterings are depreciated over a period of five years on straight line method from the year of addition.

iii. Depreciation on Insurance Spares / standby equipments is provided over the useful lives of the respective mother assets.

iv. Depreciation on fixed assets added / disposed off during the year, is provided on pro-rata basis with reference to the date of addition / disposal.

Intangible Fixed Assets

i. Computer softwares capitalized as intangible fixed assets are amortized on a straight line basis over their useful life of 3 years.

f) Impairment of tangible and intangible fixed assets

The carrying amounts of assets are reviewed at each balance sheet date to determine if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount which is the greater of the asset's net selling price and value in use. In assessing the value in use, the estimated future cash flows are discounted to their present value using a pre- tax discount rate that reflects current market assessments of the time value of money and risks specific to the assets.

g) Leases

Finance Leases, which effectively transfer to the Company, substantially, all the risks and benefits incidental to the ownership of the leased items, are capitalized at the lower of the fair value and present value of the minimum lease payment at the inception of lease term and disclosed as leased assets.

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased assets, are classified as operating leases. Operating lease payments are recognized as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term.

h) Borrowing costs

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

i) Investments

Investments that are readily realizable and intended to be held for not more than a year from the date on which such investments are made are classified as current investments. All other investments are classified as long-term investments. Long term investments are considered at cost, unless there is an "other than temporary" decline in value thereof, in which case, adequate provision for diminution is made in the financial statements. Current Investments are carried at lower of cost and fair value on an individual investment basis.

j) Inventories

(i) Closing stock of stores and spares and raw materials (except for those relating to construction activities) are valued at lower of cost computed on 'Weighted Average' basis and net realizable value. However, materials and other supplies held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost includes expenses incidental to procurement thereof.

(ii) Finished goods and work in progress (except for those relating to construction activities) are valued at the lower of cost (computed on weighted average basis) and net realizable value. Costs in respect of finished goods include direct material, labour and an appropriate portion of overhead costs and excise duty.

(iii) Construction work in progress is valued at cost. However, in case of contracts where losses are likely to occur, the stock is considered at net realizable value. Costs include materials, labour and an appropriate portion of construction overheads.

(iv) Stores, components, etc. and construction materials at sites to be used in contracts are valued at cost which is ascertained on

'Weighted Average' basis.

(v) Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

k) Revenue recognition

(i) Construction contracts

Revenue on construction contracts is recognized on percentage completion method based on the stage of completion of the contract. The stage of completion is determined as a proportion that contract costs incurred for work performed upto the reporting date bears to the estimated total costs. When it is probable that the total contract cost will exceed the total contract revenue, the expected loss is recognized immediately. For this purpose, total contract costs are ascertained on the basis of actual costs incurred and costs to be incurred for completion of contracts in progress, which is arrived at by the management based on current technical data, forecasts and estimate of expenditure to be incurred in future including contingencies, which being technical matters have been relied upon by the auditors. Revisions in projected profit or loss arising from change in estimates are reflected in each accounting period which, however, cannot be disclosed separately in the financial statements as the effect thereof cannot be accurately determined.

Overhead expenses representing indirect costs that cannot be directly aligned with the jobs, are distributed over the various contracts on a pro-rata basis.

(ii) Sale of Goods

Revenue from sale of goods is recognized on passage of title thereof to the customers, which generally coincides with delivery. Sales are net of taxes, returns, claims, trade discounts etc. Revenue is recognized when the significant risks and rewards of ownership of the goods get passed to the buyer.

(iii) Income from Services

Revenues from operation and maintenance contracts are recognized on rendering of services as per the terms of contract.

(iv) Interest

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

l) Foreign currency translations

(i) Initial Recognition

Foreign currency transactions are recorded in the reporting currency by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

(ii) Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction and non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

(iii) Exchange Differences

Exchange differences, in respect of accounting periods commencing from 1st April 2011, arising on reporting of long-term foreign currency monetary items at rates different from those at which they were initially recorded during the period, or reported in previous financial statements, in so far as they relate to the acquisition of a depreciable capital asset, are added to or deducted from the cost of the asset and are depreciated over the balance life of the asset, and in other cases, such exchange differences are accumulated in a "Foreign Currency Monetary Items Translation Difference Account" and amortised over the balance period of such long-term asset / liability.

Exchange differences arising on the settlement or reporting of monetary items, not covered above, at rates different from those at which they were initially recorded during the period, or reported in previous financial statements, are recognized as income or expenses in the period in which they arise.

(iv) Forward Exchange Contracts not intended for trading or speculation purposes.

The premium or discount arising at the inception of forward exchange contracts is amortized as expenses or income over the life of the respective contracts. Exchange differences on such contracts, except the contracts which are long term foreign currency monetary items, are recognized in the statement of profit and loss in the year in which the exchange rates change. Any profit or loss arising on cancellation or renewal of forward exchange contract is recognized as income or expense for the year. Any gain/loss arising on forward contracts which are long term foreign currency monetary items is recognized in accordance with paragraph 2 (l) (iii) above.

(v) Derivatives Instruments:

As per ICAI announcement, accounting for derivative contracts, other than those covered under AS-11, are marked to market on a portfolio basis, and the net loss after considering the offsetting effect on the underlying hedge item is charged to the statement of profit and loss. Net gains are ignored.

(vi) Translation of Integral foreign operations

The financial statements of an integral foreign operation are translated as if the transactions of the foreign operation have been those of the Company itself.

(vii) Translation of Non-integral foreign operations

Exchange differences arising on a monetary item that, in substance, forms part of the Company's net investment in a non-integral foreign operation is accumulated in the foreign currency translation reserve until the disposal of the net investment. On the disposal of such net investment, the cumulative amount of the exchange differences which have been deferred and which relate to that investment is recognized as income or as expenses in the same period in which the gain or loss on disposal is recognized.

m) Retirement and other employee benefits

Retirement benefit in the form of Provident Fund is a defined contribution scheme. The Company recognizes contribution payable to provident fund scheme as an expenditure on rendering of related service by employees. There are no obligations other than the contribution payable to the fund. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset.

Gratuity (funded) being defined benefit obligations and long term compensated absences (unfunded) are provided for based on actuarial valuation made at the end of each financial year using the projected unit credit method.

Actuarial gain and losses are recognized immediately in the Statement of Profit and Loss as income or expenses.

n) Income Taxes

Tax expense comprises current and deferred income tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act, 1961. Deferred taxes reflect the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Company has unabsorbed depreciation or carry forward tax losses, deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that such deferred tax assets can be realized against future taxable profits.

The carrying amounts of deferred tax assets are reviewed at each Balance Sheet date. The Company writes down the carrying amount of the deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax assets can be realized. Any such write down is reversed to the extent it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

o) Employee Stock Compensation Cost

Measurement and disclosure of the employee share-based payment plans is done in accordance with SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and the Guidance Note on Accounting for Employee Share-based Payments, issued by the Institute of Chartered Accountants of India. The Company measures compensation cost relating to employee stock options using the intrinsic value method. Compensation expense is amortized over the vesting period of the option on a straight line basis.

p) Segment Reporting

i. Identification of Segments

The Company has identified that its business segments are the primary segments. The Company's businesses are organized and managed separately according to the nature of activity, with each segment representing a strategic business unit that offers different products and serves different markets. The analysis of geographical segments is based on the areas in which major operating divisions of the Company operate.

ii. Inter segment Transfers

The Company generally accounts for intersegment sales and transfers as if the sales or transfers were to third parties at current market prices.

iii. Allocation of common costs

Common allocable costs are allocated to each segment on case to case basis applying the ratio, appropriate to each relevant case. Revenue and expenses, which relate to the enterprise as a whole and are not allocable to segment on a reasonable basis, have been included under the head "Unallocated – Common".

iv. Segment Policies

The accounting policies adopted for segment reporting are in line with those of the Company.

q) Earning Per Share

Basic earning per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period.

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

r) Provisions

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made.

Provisions made in terms of Accounting Standard 29 are not discounted to their present value and are determined based on management estimates required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and appropriately adjusted to reflect the current management estimates.

Provision for warranties cost is based on the claims received upto the year end as well as the management estimates of further liability to be incurred in this regard during the warranty period.

s) Cash and Cash Equivalents

Cash and cash equivalents as indicated in the Cash Flow Statement comprise of cash at bank and on hand and short-term investments with an original maturity of three months or less.

t) Accounting for interests in joint ventures

In respect of joint ventures entered into with other parties in the form of 'integrated joint ventures', the accounting treatment is done as below in terms of Accounting Standard 27 notified by the Companies Accounting Standards Rules, 2006 (as amended):

(i) Company's share in profits and losses is accounted for on determination of profits or losses by the Joint Ventures;

(ii) Investments are carried at cost, net of the Company's share of profits or losses, recognized in the accounts.

u) Measurement of EBIDTA

As permitted by the Guidance Note on the Revised Schedule VI to the Companies Act, 1956, the Company has elected to present earnings before interest, tax expenses, depreciation and amortization expenses (EBITDA) as a separate line item on the face of the statement of profit and loss. The Company measures EBITDA on the basis of profit from continuing operations. In its measurement, the Company does not include depreciation and amortization expenses, interest and tax expenses.

Notes to the Financial Statements as at and for the year ended 31st March 2014

3. SHARE CAPITAL

(₹ in lacs)

Particulars	As at 31st March 2014	As at 31st March 2013
(a) Authorized shares		
50,000,000 (31st March 2013 : 50,000,000) equity shares of ₹ 10/- each	5,000.00	5,000.00
	5,000.00	**5,000.00**
(b) Issued, subscribed and fully paid-up shares		
14,543,000 (31st March 2013 : 14,543,000) equity shares of ₹ 10/- each	1,454.30	1,454.30
Less: Amount recoverable from M/s GPT Employees Welfare Trust towards 200,000 (31st March 2013 : 200,000) shares allotted to the trust (Refer note no 29)	20.00	20.00
Total issued, subscribed and fully paid-up share capital	**1,434.30**	**1,434.30**

(c) Reconciliation of the Shares outstanding at the beginning and at the end of the year

i. Equity Shares

Particulars	2013 - 14		2012 - 13	
	No. of Shares	₹ in lacs	No. of Shares	₹ in lacs
At the beginning of the year	14,543,000	1,454.30	14,543,000	1,454.30
Issued during the year	–	–	–	–
Outstanding at the end of the Year	**14,543,000**	**1,454.30**	**14,543,000**	**1,454.30**

(d) Terms/ rights attached to equity shares

i. The Company has only one class of equity shares having par value of ₹ 10/- each. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the general meeting.

ii. The amount of per share dividend recognised as distribution to equity shareholders is ₹ 1.00 (31st March 2013 : ₹ 1.00) for the year.

iii. In the event of winding-up of the Company, the equity shareholders shall be entitled to receive remaining assets of the Company. The distribution will be in proportion to the number of equity shares held by the shareholders.

(e) Details of shareholders holding more than 5% in the Company

Equity Shares

Name of the shareholders	As at 31st March 2014		As at 31st March 2013	
	No. of Shares held	% holding	No. of Shares held	% holding
Om Tantia and Aruna Tantia (Joint holder)	909,504	6.25%	909,504	6.25%
Shree Gopal Tantia and Vinita Tantia (Joint holder)	1,368,022	9.41%	1,368,022	9.41%
GPT Sons Private Limited	4,610,398	31.70%	1,633,600	11.23%
GPT Ventures Private Limited	–	–	2,976,798	20.47%
Nine Rivers Capital Limited	2,168,000	14.91%	2,168,000	14.91%

As per records of the company, including its register of shareholders / members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

4. RESERVES AND SURPLUS

(₹ in lacs)

Particulars	As at 31st March 2014	As at 31st March 2013
A. Capital Reserve (as per last financial statements)		
State Capital Subsidies	16.93	16.93
Share Forfeiture Account	0.11	0.11
	17.04	**17.04**
B. Securities Premium Account*		
Balance as per last financial statements	6,447.40	6,444.40
Add: Amount received from M/s GPT Employees Welfare Trust (Refer note no 29)	1.80	3.00
	6,449.20	**6,447.40**
C. General Reserve		
Balance as per last financial statements	652.57	602.57
Add: amount transferred from surplus balance in the statement of profit and loss	–	50.00
	652.57	**652.57**
D. Surplus in the statement of profit and loss		
Balance as per last financial statements	5,475.59	4,763.04
Profit for the year	267.27	932.70
Excess provision of dividend tax written back	21.62	–
	5,764.48	**5,695.74**
Less: Appropriations		
- Proposed final equity dividend [amount per share ₹ 1.00 (31st March 2013 : ₹ 1.00)]	145.43	145.43
- Tax on proposed equity dividend	24.72	24.72
- Transfer to General Reserve	–	50.00
Total appropriations	170.15	220.15
	5,594.33	**5,475.59**
Total Reserves and surplus (A+B+C+D)	**12,713.14**	**12,592.60**

* Net of ₹ 168.70 lacs (31st March 2013 : ₹ 170.50 lacs) recoverable on equity shares allotted to M/s GPT Employees Welfare Trust.

5. LONG-TERM BORROWINGS

(₹ in lacs)

Particulars	Note No.	As at 31st March 2014		As at 31st March 2013	
		Non-Current	Current maturities	Non-Current	Current maturities
Secured					
I) Term Loans					
From Banks					
- In Foreign Currency (External Commercial Borrowings)	5.1	37.56	281.72	288.94	237.95
From Others					
- In Indian rupees	5.2	–	825.00	175.00	925.00
II) Deferred Payment Credits	5.3	338.98	622.87	687.08	517.01
		376.54	1,729.59	1,151.02	1,679.96
Less: Amount disclosed under the head "other current liabilities" (Refer note no. 10)		–	1,729.59	–	1,679.96
Net amount		**376.54**	**–**	**1,151.02**	**–**

Notes to the Financial Statements as at and for the year ended 31st March 2014

Note:

5.1 Term Loans in foreign currency (external commercial borrowing) is secured by first charge of equipments purchased from proceeds of such loans and personal guarantees of four directors of the Company. The loan is repayable in 8 quarterly equal installments of ₹ 67.98 lacs (USD 1.25 lacs) each after 27 months from the date of disbursement (first tranche of repayment commenced from February 26, 2013) and carries interest @ Libor (3 months) plus 3%.

5.2 Term loan in Indian Rupees is secured by exclusive charge by way of hypothecation of (a) current assets both present and future (b) entire fixed assets both present and future (c) Trust and Retention account (d) Project development documents rights, title, interest, benefits, claims and demand (e) Personal guarantee of one director, relating to Ahmedpur project of the Company. The outstanding loan is repayable by August 2014 and carries interest @ 14.25% p.a.

5.3 Deferred Payment Credits are secured by first charge of equipments purchased from proceeds of such loans and personal guarantees of two Directors. The outstanding loan amount is repayable in monthly installments and the amount repayable within one year being ₹ 622.87 lacs, between 1 - 2 years ₹ 266.44 lacs and between 2 - 3 year ₹ 72.54 lacs. The loan carries interest @ 8.00% - 14.00% p.a.

5.4 Continuing defaults as on the Balance Sheet date:

Particulars	As at 31st March 2014		As at 31st March 2013	
	Period	Amount (₹ in lacs)	Period	Amount (₹ in lacs)
a. Term Loan in Indian Rupee				
- Principal overdue	January 2014 to March 2014	350.00	–	–
- Interest accrued and due	January 2014 & February 2014	21.18	–	–
b. Deferred Payment Credits				
- Installments overdue	February 2014 & March 2014	9.86	–	–
- Interest accrued and due	February 2014 & March 2014	1.22	–	–

6. DEFERRED TAX LIABILITIES (NET)

(₹ in lacs)

Particulars	As at 31st March 2014	As at 31st March 2013
Deferred tax liability		
Timing difference on depreciable assets	333.42	372.53
Deferred tax assets		
Expenses allowable against taxable income in future years	181.85	115.30
Net Deferred tax liabilities	**151.57**	**257.23**

7. PROVISIONS

(₹ in lacs)

Particulars	As at 31st March 2014		As at 31st March 2013	
	Non-current	Current	Non-current	Current
For Employee Benefits * (Refer note no 42)				
- Gratuity	87.85	4.10	62.27	3.38
- Leave	129.24	2.73	116.30	3.17
	217.09	6.83	178.57	6.55
Other provisions for -				
- Income tax [Net of advance tax of ₹ 630.00 lacs (31st March 2013 : ₹ Nil)]	–	37.19	–	–
- Wealth tax	–	–	–	1.50
- Proposed equity dividends	–	145.43	–	145.43
- Tax on proposed equity dividends	–	24.72	–	24.72
	–	207.34	–	171.65
	217.09	**214.17**	**178.57**	**178.20**

* The classification of provision for employee benefits in current / non current has been done by the actuary based upon the estimated amount of cash outflow during the next 12 months from the balance sheet date.

8. SHORT-TERM BORROWINGS

(₹ in lacs)

Particulars	Note No.	As at 31st March 2014	As at 31st March 2013
Secured			
<u>From banks:</u> **In Indian Rupees**			
- Cash credit (repayable on demand)	8.1 & 8.2	15,885.50	12,183.72
- Short term loans for working capital	8.1 & 8.3	4,531.92	3,997.84
Buyers Credit in foreign currency	8.1 & 8.4	621.12	3,228.31
		21,038.54	**19,409.87**

Note:

8.1 Cash credit, short term loans for working capital and foreign currency loan are secured by (a) First hypothecation charge on current assets of the Company on pari pasu basis under consortium banking arrangement. (b) First hypothecation charge on all movable fixed assets (excluding those assets financed out of term loan / lease finance from Banks / Financial Institutions) of the Company on pari pasu basis under consortium banking arrangement. (c) Personal guarantee of four promoter directors of the Company and (d) Corporate guarantee and equitable mortgage of land owned by GPT Developers Limited. All the charges created in favour of the Lenders for Cash Credit and Working Capital loan rank pari passu inter se.

8.2 Cash Credit borrowings carry interest @ 10.60% to 13.75% p.a. and are repayable on demand.

8.3 Short term loans for working capital carries interest @ 11.00% to 12.75% p.a. and are repayable till August 2014.

8.4 Buyers Credit in foreign currency carry interest @ 1.03% to 2.44% p.a. and are repayable till July 2014.

8.5 Default as on the Balance Sheet date:

Particulars	As at 31st March 2014		As at 31st March 2013	
	Period	Amount (₹ in lacs)	Period	Amount (₹ in lacs)
a. Short term Loan for working capital				
- Principal overdue	March 2014	5.22	–	–

Notes to the Financial Statements as at and for the year ended 31st March 2014

9. TRADE PAYABLES

(₹ in lacs)

Particulars	As at 31st March 2014	As at 31st March 2013
Trade Payables* [Including acceptances of ₹ 1,152.09 lacs (31st March 2013 : ₹ 1,738.88 lacs) and Due to Micro, Small and Medium Enterprises ₹ Nil (31st March 2013 : ₹ Nil)]	9,356.97	9,202.42
	9,356.97	**9,202.42**

* As per information available with the Company, there are no suppliers covered under Micro, Small & Medium Enterprise Development Act, 2006. As a result, no interest provision/payment have been made by the Company to such creditors, if any, and no disclosure thereof is made in these financial statements.

10. OTHER CURRENT LIABILITIES

(₹ in lacs)

Particulars	As at 31st March 2014	As at 31st March 2013
Current maturities of long-term borrowings (Refer note no. 5)	1,729.59	1,679.96
Interest accrued but not due on borrowings	71.97	53.73
Interest accrued and due on borrowings	22.40	–
Other Payables		
- Advance from customers (partly bearing interest) [includes Mobilisation advance of ₹ 2,660.50 lacs (31st March 2013: ₹ 3,040.42 lacs)]	2,717.68	3,255.84
- Advance against sale of fixed assets	100.63	100.63
- Capital creditors	401.02	247.38
- Employees related liabilities	309.05	327.17
- Statutory dues	405.82	432.54
- Payable towards forward / derivative contracts	16.92	92.00
Investor Education and Protection Fund :		
- Unpaid dividend (Not Due)	0.02	0.01
	5,775.10	**6,189.26**

11. TANGIBLE AND INTANGIBLE ASSETS

(₹ in lacs)

Particulars	Tangible Assets											Intangible Assets	Total Fixed Assets
	Land		Buildings		Plant & equipment		Furniture & fixtures	Vehicles	Computer & Office Equipments	Steel Shutterings	Total	Computer software	
Gross Block :													
As at 1st April, 2012	**234.65**		**313.86**		**5,982.81**		**169.36**	**449.61**	**324.55**	**1,122.83**	**8,597.67**	**85.47**	**8,683.14**
Additions	148.52		–		1,663.12		9.19	141.16	69.58	463.03	2,494.60	43.73	2,538.33
Disposals	(30.16)		(72.74)		(1,139.66)		–	(18.20)	(0.09)	–	(1,260.85)	–	(1,260.85)
Other Adjustments													
Exchange Differences	–		–		30.28		–	0.79	1.16	–	32.23	–	32.23
As at 31st March 2013	**353.01**		**241.12**		**6,536.55**		**178.55**	**573.36**	**395.20**	**1,585.86**	**9,863.65**	**129.20**	**9,992.85**
Additions	–		36.25		719.05		1.85	4.85	32.57	434.82	1,229.39	15.75	1,245.14
Disposals	–		–		(58.75)		–	(14.25)	(12.35)	–	(85.35)	–	(85.35)
Other Adjustments													
- Exchange Differences	–		–		11.50		–	0.30	0.44		12.24	–	12.24
- Others	–		0.11		60.39		(0.87)	(59.06)	0.68		1.25	–	1.25
As at 31st March 2014 [refer note no (i) and (ii)]	**353.01**	**(i)**	**277.48**		**7,268.74**	**(ii)**	**179.53**	**505.20**	**416.54**	**2,020.68**	**11,021.18**	**144.95**	**11,166.13**
Depreciation/Amortisation:													
As at 1st April, 2012	**–**		**85.63**		**2,015.34**		**13.22**	**151.79**	**66.63**	**425.02**	**2,757.63**	**22.86**	**2,780.49**
Charge for the year [refer note no (iii)]	–		10.73	(iii)	532.04	(iii)	10.81	49.64	32.67	253.60	889.49	38.24	927.73
Other Adjustments	–		–		14.31		–	(14.31)	–	–	–	–	–
On Disposals	–		(37.85)		(781.95)		–	(7.45)	–	–	(827.25)	–	(827.25)
As at 31st March 2013	**–**		**58.51**		**1,779.74**		**24.03**	**179.67**	**99.30**	**678.62**	**2,819.87**	**61.10**	**2,880.97**
Charge for the year	–		7.84		543.29		11.24	47.90	36.39	351.16	997.82	45.85	1,043.67
Other Adjustments	–		0.31		6.03		0.34	(35.37)	(0.06)	–	1.25	–	1.25
On Disposals	–		–		(16.50)		–	(6.37)	(2.00)	–	(24.87)	–	(24.87)
As at 31st March 2014	**–**		**66.66**		**2,342.56**		**35.61**	**185.83**	**133.63**	**1,029.78**	**3,794.07**	**106.95**	**3,901.02**
Net Block													
As at 31st March 2013	**353.01**		**182.61**		**4,756.81**		**154.52**	**393.69**	**295.90**	**907.24**	**7,043.78**	**68.10**	**7,111.88**
As at 31st March 2014	**353.01**		**210.82**		**4,926.18**		**143.92**	**319.37**	**282.91**	**990.90**	**7,227.11**	**38.00**	**7,265.11**

Notes:

(i) Includes ₹ 101.60 lacs (31st March 2013 : ₹ 101.60 lacs) registered in the name of GPT Metal Industries Limited, which has been merged with the Company in an earlier year.

(ii) Includes Plant and equipment of ₹ 30.12 lacs (31st March 2013 : ₹ 106.83 lacs) installed on premises of a related party.

(iii) Charge for the year 2012 - 13 includes ₹ 53.66 lacs relating to wind power division / business disposed off during the previous year. Also refer note no 30.

Notes to the Financial Statements as at and for the year ended 31st March 2014

12. INVESTMENTS (valued at cost unless stated otherwise)

(₹ in lacs)

Particulars	No. of shares	Face Value per share	As at 31st March 2014		As at 31st March 2013	
			Non-current	Current	Non-current	Current
Trade investments, unquoted (fully paid up)						
A. Investment in subsidiary Companies						
(i) Equity shares						
Jogbani Highway Private Limited, India. [Refer note no (a) below]	3,300,000 (3,300,000)	₹ 10/-	330.00	–	330.00	–
GPT Marecom Private Limited, India	485,920 (485,920)	₹ 10/-	144.00	–	144.00	–
GPT Concrete Products South Africa (Pty.) Limited, South Africa. [Refer note no (b) below]	27,000 (27,000)	ZAR 1/-	1.49	–	1.49	–
GPT Investments Private Limited, Mauritius [Refer note no (b) below]	2,125,000 (2,125,000)	USD 1/-	935.42	–	935.42	–
(ii) Preference shares						
12 % Non Cumulative Redeemable Preference shares of Jogbani Highway Private Limited [Refer note no (c) below]	267,000 (250,000)	₹ 100/-	267.00	–	267.00	–
B. Investment in Joint Venture Company						
(i) Equity shares						
GPT - Transnamib Concrete Sleepers (Pty.) Limited, Namibia [Refer note no (b) below]	4,625,000 (4,625,000)	NAD 1/-	295.67	–	295.67	–
(ii) Preference shares						
Redeemable Preference Shares of GPT - Transnamib Concrete Sleepers (Pty.) Limited, Namibia [Refer note no (d) below]	2,000 (5,548)	NAD 100/-	–	113.28	–	336.92

12. INVESTMENTS (valued at cost unless stated otherwise) (Contd...)

(₹ in lacs)

Particulars	No. of shares	Face Value per share	As at 31st March 2014		As at 31st March 2013	
			Non-current	Current	Non-current	Current
C. Investment in Capital of Joint Ventures [Refer note no (e) below]						
GPT - GVV (JV)			–	–	26.37	–
GPT - MADHAVA (JV)			69.04	–	67.85	–
GPT - PREMCO - RDS (JV)			7.27	–	6.96	–
GPT - GEO (JV)			6.96	–	7.25	–
GPT - GEO - UTS (JV)			1.82	–	4.31	–
GPT - SLDN - UTS (JV)			80.86	–	84.06	–
GPT - RDS (JV)			78.57	–	77.47	–
GPT - SLDN - COPCO (JV)			8.07	–	8.02	–
GPT Infrastructure Pvt Ltd & Universal Construction Co. (JV)			–	–	2.89	–
GPT - RAHEE (JV)			1,908.27	–	1,473.44	–
RAHEE - GPT (JV)			157.62	–	148.79	–
BHARAT - GPT (JV)			5.01	–	5.41	–
GPT - TRIBENI (JV)			92.80	–	121.32	–
GPT - CVCC - SLDN (JV)			124.91	–	119.88	–
PREMCO - GPT (JV)			8.58	–	14.43	–
RAHEE - GPT (NFR) (JV)			2.78	–	4.39	–
RAHEE - GPT (IB) (JV)			14.10	–	9.17	–
BHARTIA - GPT - ALLIED (JV)			0.18	–	4.06	–
PIONEER - GPT (JV)			8.18	–	8.18	–
GEO Foundation & Structure Pvt. Ltd. & GPT Infraprojects Ltd. (JV)			80.35	–	65.85	–
GPT - RANHILL (JV)			114.38	–	17.35	–
JMC - GPT (JV)			4.66	–	5.10	–
GPT - SMC (JV)			972.05	–	433.77	–
GPT - Bhartia (JV)			2.45	–	–	–
			5,722.49	**113.28**	**4,689.90**	**336.92**
Aggregate amount of unquoted investments			**5,722.49**	**113.28**	**4,689.90**	**336.92**

(a) 2,295,000 (31st March 2013 : 2,295,000) Shares Pledged with State Bank of India as security for loan sanctioned (but not disbursed as on the balance sheet date) by them to the Subsidiary Company.

(b) Valued at exchange rate prevailing on the date of allotment / transaction.

(c) The non cumulative redeemable preference shares are redeemable after the expiry of 13 years from the date of issue / allotment or earlier subject to the approval / consent of the board, preference shareholders and lenders of the Investee Subsidiary Company.

(d) The Redeemable Preference Shares are redeemable in remaining four equal quarterly installments by March 2015.

(e) The Joint Ventures are in the form of AOP and unincorporated entities. Hence, number of shares and face value are not applicable.

Notes to the Financial Statements as at and for the year ended 31st March 2014

13. LOANS AND ADVANCES

(₹ in lacs)

Particulars	As at 31st March 2014		As at 31st March 2013	
	Non-current	Current	Non-current	Current
(Unsecured, Considered Good)				
Capital Advances	5.38	–	25.51	–
Advances recoverable in cash or kind				
- Related parties (Refer note no 33)	–	193.79	–	154.15
- Others	1.10	69.52	1.10	158.70
Loan to bodies corporate				
- Related parties (Refer note no 33)	–	1,287.00	–	195.00
- Others	120.00	1,125.50	142.69	1,720.11
Security Money / Earnest Money Deposits				
- Related parties (Refer note no 33)	100.00	–	100.00	30.00
- Others	150.34	125.00	186.31	87.83
Other Loans and advances				
- Balance with Government Authorities	–	973.48	–	818.56
- Loan to employees	10.02	29.39	18.38	32.00
- Prepaid expenses	22.69	186.40	58.58	201.29
- Advance income-tax [net of provisions of ₹ 160.21 lacs (31st March 2013 : ₹ 1,079.34 lacs)]	832.74	–	703.07	–
	1,242.27	**3,990.08**	**1,235.64**	**3,397.64**

a) Loans and advances include:

(₹ in lacs)

Particulars	As at 31st March 2014		As at 31st March 2013	
	Non-current	Current	Non-current	Current
Loan to bodies corporate				
Dues from a wholly owned subsidiary (GPT Marecom Private Limited) in which one of the Company's director was director till 15th November 2013	–	–	–	195.00
Security Money / Earnest Money Deposits				
Dues from a Private Company (GPT Estate Private Limited) in which two of the Company's directors were directors till 5th November 2013	–	–	100.00	–

b) Disclosure as per clause 32 of the Listing Agreement:

(₹ in lacs)

Particulars	As at 31st March 2014	As at 31st March 2013	Maximum Amount due at any time during the year	
			2013 - 14	2012 - 13
Loans and advances to Subsidiaries				
GPT Marecom Private Limited	1,287.00	195.00	1,327.00	195.00
Jogbani Highway Private Limited	–	–	–	17.00
GPT Concrete Products South Africa Pty. Limited	–	–	–	14.19

14. OTHER ASSETS

(₹ in lacs)

Particulars	As at 31st March 2014		As at 31st March 2013	
	Non-current	Current	Non-current	Current
(Unsecured, considered good)				
Non-current Bank Balances (Refer note no. 17)	630.71	–	551.23	–
Unamortised premium on forward contracts	–	8.19	–	58.51
Interest accrued on loan paid and fixed deposits	–	365.24	–	34.03
Unbilled revenue on construction contracts	–	14,614.93	–	11,013.54
Accrued price variation yet to be billed	–	2,448.66	–	2,870.03
Export benefits receivable	–	47.79	–	79.06
	630.71	**17,484.81**	**551.23**	**14,055.17**

15. TRADE RECEIVABLES

(₹ in lacs)

Particulars	As at 31st March 2014		As at 31st March 2013	
	Non-current	Current	Non-current	Current
Unsecured				
Outstanding for a period exceeding six months from the date they became due for payment				
- Considered Good	–	1,905.19	–	1,422.15
- Considered Doubtful	227.84	–	154.11	–
	227.84	1,905.19	154.11	1,422.15
Less: Provision for Doubtful receivables	227.84	–	154.11	–
	–	1,905.19	–	1,422.15
Others				
- Considered Good [includes Retention money ₹ 2,148.90 lacs (31st March 2013 : ₹ 3,212.55 lacs)]	–	5,590.65	–	7,093.59
	–	5,590.65	–	7,093.59
	–	**7,495.84**	**–**	**8,515.74**

16. Inventories [valued at lower of cost and net realisable value also refer note no 2(j)]

(₹ in lacs)

Particulars	As at 31st March 2014 Current	As at 31st March 2013 Current
Raw Materials [including in transit ₹ Nil (31st March 2013 : ₹ 119.11 lacs)] [Refer note no. 20 (b)]	247.33	826.31
Construction Materials [including in transit ₹ 50.52 Lacs (31st March 2013 : ₹ 847.82 lacs)]	2,367.57	3,598.07
Work in Progress (Refer note no. 23 and 45)	1,446.58	1,902.74
Finished Goods (Refer note no. 23)	1,220.95	1,455.12
Stock - in - Trade (Refer note no. 23)	9.31	6.95
Stores and Spares [including in transit ₹ 6.60 lacs (31st March 2013 : ₹ 0.65 lacs)]	509.73	605.32
	5,801.47	**8,394.51**

Notes to the Financial Statements as at and for the year ended 31st March 2014

17. CASH AND BANK BALANCES

(₹ in lacs)

Particulars	As at 31st March 2014		As at 31st March 2013	
	Non-current	Current	Non-current	Current
Cash and cash equivalents				
Balances with banks:				
- On current accounts	–	222.31	–	473.56
- On unpaid dividend account	–	0.02	–	0.01
- Cheques/drafts on hand	–	41.45	–	–
- Cash on hand	–	25.39	–	47.21
	–	289.17	–	520.78
Other bank balances				
Balances with banks:				
- Margin money deposit*	630.71	1,231.65	551.23	1,622.39
	630.71	1,231.65	551.23	1,622.39
Less : Amount disclosed under non-current assets (Refer note no. 14)	630.71	–	551.23	–
	–	1,231.65	–	1,622.39
	–	**1,520.82**	–	**2,143.17**

*Receipts pledged as security / margin with sales tax authorities, banks and customers

18. REVENUE FROM OPERATIONS

(₹ in lacs)

Particulars	2013-14	2012-13
Revenue from operations		
Sale of products		
- Finished goods	6,500.46	4,847.91
- Traded goods	1,827.07	1,737.58
Contract Revenues	23,997.44	26,441.95
Other operating revenue		
- Scrap Sales	61.60	124.72
- Exports Benefits	5.84	30.79
- Share in profits of joint ventures	448.70	639.63
- Royalty Fees	21.22	27.50
Revenue from operations (gross)	**32,862.33**	**33,850.08**
Less: Excise duty	297.16	294.05
Revenue from operations (net)	**32,565.17**	**33,556.03**

Details of products sold

(₹ in lacs)

Particulars	2013-14	2012-13
Finished goods		
- Concrete Sleeper	6,394.00	4,827.86
- Bridge Section	106.46	20.05
	6,500.46	**4,847.91**
Traded goods		
- Steel	402.23	913.23
- Elastic Rail Clip	–	256.16
- Manganese Ore	1,400.67	363.74
- SGCI Inserts	–	33.96
- Others	24.17	170.49
	1,827.07	**1,737.58**

18. REVENUE FROM OPERATIONS (Contd...)

Details of Contract Revenue

(₹ in lacs)

Particulars	2013-14	2012-13
Revenue from Construction Contracts	23,616.33	25,783.81
Other Contract Revenue	381.11	658.14
	23,997.44	**26,441.95**

19.1 OTHER INCOME

(₹ in lacs)

Particulars	2013-14	2012-13
Insurance claims received	4.43	34.07
Dividend income on investment in subsidiary company	127.22	–
Premium on redemption of investment in preference shares	62.04	17.31
Unspent Liabilities / Provisions no longer required written back	25.78	128.12
Provision for doubtful receivable written back	–	15.00
Other Non Operating Income	10.99	14.21
	230.46	**208.71**

19.2 INTEREST INCOME

(₹ in lacs)

Particulars	2013-14	2012-13
Interest income on		
- Bank deposits	163.53	156.33
- Loans given	355.21	30.46
	518.74	**186.79**

20. COST OF RAW MATERIALS CONSUMED

(₹ in lacs)

Particulars	2013-14	2012-13
Inventory at the beginning of the year	826.31	269.75
Add: Purchases (including procurement expenses)	3,195.85	3,664.41
	4,022.16	3,934.16
Less: Inventory at the end of the year	247.33	826.31
	3,774.83	**3,107.85**

a. Details of raw materials consumed

(₹ in lacs)

Particulars	2013-14	2012-13
H.T.S Wire	1,108.38	1,185.68
Cement	765.76	690.83
Stone Aggregates	314.10	313.21
SGCI Inserts	1,527.32	856.74
Others	59.27	61.39
Total	**3,774.83**	**3,107.85**

Notes to the Financial Statements as at and for the year ended 31st March 2014

20. COST OF RAW MATERIALS CONSUMED (Contd...)

b. Details of Inventory of Raw Material

(₹ in lacs)

Particulars	As at 31st March 2014	As at 31st March 2013
H.T.S Wire	55.59	97.10
Cement	5.52	64.10
Stone Aggregates	44.05	47.88
SGCI Inserts	132.86	604.35
Others	9.31	12.88
Total	**247.33**	**826.31**

21. COST OF MATERIALS CONSUMED FOR CONSTRUCTION / OTHER CONTRACTS

(₹ in lacs)

Particulars	2013-14	2012-13
Inventory at the beginning of the year	3,598.07	2,726.87
Add: Purchases (including procurement expenses)	8,073.17	12,162.83
	11,671.24	14,889.70
Less: Inventory at the end of the year	2,367.57	3,598.07
	9,303.67	**11,291.63**

22. PURCHASE OF STOCK - IN - TRADE

(₹ in lacs)

Particulars	2013-14	2012-13
Steel	401.09	882.50
Elastic Rail Clip	–	244.23
Manganese Ore	1,245.05	363.13
SGCI Inserts	–	25.26
Others	6.20	131.22
	1,652.34	**1,646.34**

23. CHANGE IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS

(₹ in lacs)

Particulars	2013 - 14	2012 - 13	Change in inventories
Inventories at the end of the year:			
- Finished goods	1,220.95	1,455.12	234.17
- Work in Progress	1,446.58	1,902.74	456.16
- Stock - in - trade	9.31	6.95	(2.36)
	2,676.84	**3,364.81**	**687.97**
Inventories at the beginning of the year:			
- Finished goods	1,455.12	1,418.43	(36.69)
- Work in Progress	1,902.74	1,033.21	(869.53)
- Stock - in - trade	6.95	12.21	5.26
	3,364.81	**2,463.85**	**(900.96)**
	687.97	**(900.96)**	
Less. (Increase) / decrease in excise duty on Finished Goods Stock #	25.17	(5.57)	
	662.80	**(895.39)**	

(#)represents differential excise duty and cess on opening and closing inventory of Finished Goods.

Details of Inventories

(₹ in lacs)

Particulars	As at 31st March 2014	As at 31st March 2013
Finished Goods		
- Sleepers	1,220.95	1,455.12
Work in Progress		
- Construction work in progress	1,446.58	1,902.74
Stock-in-trade		
- Others	9.31	6.95

24. EMPLOYEE BENEFITS EXPENSE

(₹ in lacs)

Particulars	2013-14	2012-13
Salaries, Wages and Bonus (Refer note no. 35)	1,946.02	1,981.92
Contribution to Provident and Others Funds	54.47	61.57
Gratuity expense (Refer note no 42)	26.30	27.98
Staff Welfare Expenses	60.64	70.01
	2,087.43	**2,141.48**

Notes to the Financial Statements as at and for the year ended 31st March 2014

25. OTHER EXPENSES

(₹ in lacs)

Particulars		2013 - 14		2012 - 13
Consumption of stores and spares		1,026.39		1,440.88
Power and fuel		1,000.32		1,140.23
Payment to subcontractors (including towards turnkey contracts)		5,791.22		6,325.07
Rent		170.73		189.29
Machinery hire charge		518.30		400.18
Carriage inward		152.53		248.06
Rates and taxes [including ₹ NIL (31st March 2013 : ₹ 12.68 lacs) for earlier years]		133.54		266.03
Insurance		107.31		83.53
Repairs and maintenance				
- Plant and machinery	132.71		136.94	
- Buildings	0.33		0.46	
- Others	30.50	163.54	37.85	175.25
Professional charges and consultancy fees		365.98		550.13
Travelling and conveyance		235.51		238.35
Donations and charity		20.00		23.75
Site mobilisation expenses		48.44		259.47
Directors remuneration				
- Commission	3.33		8.76	
- Directors sitting fees	3.33	6.66	3.38	12.14
Payment to auditors				
As auditor:				
- Audit fee	15.00		15.00	
- Limited review	7.50		7.50	
In other capacity:				
- Other services (certification fees)	3.70		6.85	
- Reimbursement of expenses	0.80	27.00	0.77	30.12
Loss on foreign exchange fluctuations (net)		483.39		170.79
Loss on sale / discard of fixed assets (net)		45.68		5.84
Provision for bad / doubtful debts		73.73		150.00
Prior period expenses [Refer note no (a) below]		5.27		2.76
Selling and distribution expenses				
- Advertisement expenses	7.03		16.03	
- Selling commission	–		2.73	
- Business promotion expenses	5.22		8.32	
- Freight and forwarding expenses	363.38	375.63	254.06	281.14
Other miscellaneous expenses		402.43		345.74
		11,153.60		**12,338.75**

25. OTHER EXPENSES (Contd...)

a) Details of prior period expenses

(₹ in lacs)

Particulars	2013-14	2012-13
Staff welfare expenses	–	0.49
Carriage inward	–	0.92
Repairs and Maintenance	–	0.48
Rent	–	0.03
Interest expense	4.07	0.76
Travelling and conveyance	1.20	–
Other miscellaneous Expenses	–	0.08
	5.27	**2.76**

26. FINANCE COSTS

(₹ in lacs)

Particulars	2013-14	2012-13
Interest expense on:		
Term Loans from		
- Banks	615.59	884.40
- Others	177.81	7.81
Other Loans, Mobilisation advances etc.		
- Banks	1,760.31	1,297.23
- Others	648.89	412.24
Other borrowing costs	313.76	300.59
	3,516.36	**2,902.27**

27. CONTINGENT LIABILITIES NOT PROVIDED FOR IN RESPECT OF:

(₹ in lacs)

Particulars	As at 31st March 2014	As at 31st March 2013
a) Outstanding bank guarantees and Letters of Credit [Including ₹ 4,630.74 lacs (31st March 2013 : ₹ 5,618.87 lacs) given for Joint Ventures and ₹ 368.00 lacs (31st March 2013 : ₹ 368.00) given for a subsidiary]	17,291.00	16,870.81
b) Corporate guarantees given for a subsidiary	2,971.00	1,723.79
c) Disputed excise demands under appeal :		
(i) Demand on account of Modvat Credit disallowed for subsequent endorsement of third party invoice in favour of the Company. The Company has filed an appeal before the Appellate Authority against such demand which is pending hearing.	92.16	92.16
(ii) Others	9.31	13.13
d) Disputed VAT / CST demand under appeal : Demand on account of disallowances of export sales, labour and supervision charges, Works Contract Tax, etc. from taxable contractual transfer price and disallowance of Input VAT on purchases, Entry Tax etc. The Company has filed an appeal before the Appellate Authority against such demand which is pending hearing.	875.06	–

Notes to the Financial Statements as at and for the year ended 31st March 2014

28. CAPITAL AND OTHER COMMITMENTS

(₹ in lacs)

Particulars	As at 31st March 2014	As at 31st March 2013
a) Estimated amount of contracts remaining to be executed on Capital Account and not provided for (net of advances)	10.82	23.75

29 (a) During the year 2009 - 10, the Company had issued and allotted 200,000 equity shares of ₹ 10.00 each at a premium of ₹ 90.00 each aggregating to ₹ 200.00 lacs to M/s GPT Employees Welfare Trust for exercising the option under GPT Employees Stock Option Plan - 2009 (the Scheme). The Scheme to be operative for this purpose is as under:

	Scheme
Date of Board Approval	30.11.2009
Date of Shareholder's approval	24.12.2009
Number of options to be granted	2,00,000
Vesting Period	1 -5 Years
Exercise Period	5 years from vesting period

The Company has not granted any options under the scheme till the balance sheet date.

(b) Further, the Company had given ₹ 200.00 lacs during 2009 - 10 by way of interest free loan to M/s. GPT Employees Welfare Trust which would be recovered from the trust on issue of the aforesaid shares to the employees in terms of the above Scheme. The trust has refunded ₹ 1.80 lacs (31st March 2013 : ₹ 3.00 lacs) to the Company during the year. As per Guidance Note on Accounting for Employee Share based Payments issued by the Institute of Chartered Accountants of India, the above loan has been adjusted to the extent of ₹ 20.00 lacs (31st March 2013 : ₹ 20.00 lacs) in equity share capital and balance ₹ 168.70 lacs (31st March 2013 : ₹ 170.50 lacs) in the securities premium account.

30. The Company had disposed off its wind power division / business during the previous year in January 2013 in terms of resolution passed by the shareholders through postal ballot process on 28th December 2012 for sale consideration of ₹ 813.36 lacs (net of disposal cost) and had recognized pre-tax gain of ₹ 390.61 lacs on such disposal. Income tax expense thereon was ₹ 160.21 lacs.

The following statement shows the revenue and expenses of discontinued operations:

(₹ in lacs)

Particulars	2013-14	2012-13
Revenue from operations (gross)	–	117.77
Less: excise duty	–	–
Revenue from operations (net)	–	117.77
Other Income	–	390.61
Total Revenue (I)	–	508.38
Expenses		
Other Expenses	–	21.91
Total Expenses (II)	–	21.91
Earning before finance costs, tax expenses, depreciation and amortization expenses (EBITDA) (I) – (II)	–	486.47
Depreciation & amortization expenses (Refer note no 11)	–	53.66
Finance costs	–	2.02
Profit before tax	–	430.79

The net cash flows attributable to the wind power division / business are as below:

(₹ in lacs)

Particulars	2013-14	2012-13
Operating activities	–	221.17
Investing activities	–	802.00
Financing activities	–	(1,023.25)
Net cash inflows / (outflows)	–	(0.08)

31. Basis for calculation of Basic and Diluted Earnings per Share (EPS) is as follows:

(₹ in lacs, except per share data)

Particulars	2013-14	2012-13
Profit after tax as per Statement of Profit and Loss	267.27	932.70
Weighted average number of equity shares for calculating basic and diluted EPS (Nos.)	14,343,000	14,343,000
Basic and diluted EPS (₹)	1.86	6.50
Continuing operations		
Profit after tax as per Statement of Profit and Loss	267.27	529.28
Weighted average number of equity shares for calculating basic and diluted EPS (Nos.)	14,343,000	14,343,000
Basic and diluted EPS (₹)	1.86	3.69

32. Segment information

Business segment	The business segments have been identified on the basis of the activities undertaken by the Company. Accordingly, the Company has identified the following segments:
Concrete Sleepers and Allied	Consists of manufacturing of concrete sleepers, supply of plant & machinery and components for manufacturing of concrete sleepers.
Infrastructure	Consists of execution of construction contracts and other infrastructure activities.
Others	Consists of miscellaneous business comprising of less than 10% revenue on individual basis (includes the wind power division which has been disposed off during the previous year)
Geographical segment	The Company primarily operates in India and therefore the analysis of geographical segment is demarcated into Domestic and Overseas operations.

Notes to the Financial Statements as at and for the year ended 31st March 2014

(a) Information about Primary Business Segments:

(₹ in lacs)

Particulars	Concrete Sleepers and Allied		Infrastructure		Others (Including Discontinued Operation in previous year)		Elimination		Total	
	2013 -14	2012 -13	2013 -14	2012 - 13	2013 – 14	2012 -13	2013 -14	2012 – 13	2013 - 14	2012 – 13
(a) Revenue (Net of Excise Duty and Cess)										
External sales	6,110.14	5,358.17	24,511.88	27,375.22	1,405.79	117.77	–	–	32,027.81	32,851.16
Inter Segment Sales	3.00	3.00	–	–	0.59	–	(3.59)	(3.00)	-	-
Total Revenue	**6,113.14**	5,361.17	**24,511.88**	27,375.22	**1,406.38**	117.77	**(3.59)**	(3.00)	**32,027.81**	32,851.16
(b) Results										
Segment Results	262.06	38.30	3,643.41	4,181.48	(68.99)	432.81	–	–	3,836.48	4,652.59
Unallocated Income (Net of unallocated expenses)									(200.45)	(772.98)
Operating Profit									3,636.03	3,879.61
Finance Cost									3,516.36	2,904.29
Profit before tax									119.67	975.32
Tax Expenses / (Credit									(147.60)	42.62
Profit after tax									**267.27**	932.70
OTHER INFORMATION										
(a) Total Assets										
Segment Assets	3,258.15	4,183.81	38,932.67	37,975.96	362.25	–	–	–	42,553.07	42,159.77
Unallocated Corporate/ other Assets									8,724.35	8,433.70
Total									**51,277.42**	50,593.47
(b) Total Liabilities										
Segment Liabilities	1,134.65	1,553.07	11,525.66	11,889.14	385.34	–	–	–	13,045.65	13,442.21
Unallocated Corporate / other Liabilities									24,084.33	23,124.36
Total									**37,129.98**	36,566.57
(c) Capital Expenditure	43.87	224.02	1,029.54	1,326.48	–	–	–	–	1,073.41	1,550.50
Unallocated, Corporate and others									32.84	206.97
Total									**1,106.25**	1,757.47
(d) Depreciation and Amortisation	137.96	117.21	853.78	707.34	–	53.66	–	–	991.74	878.21
Unallocated, Corporate and others									51.93	49.52
Total									**1,043.67**	927.73
(e) Non cash expenses other than depreciation included in segment expenses for arriving at Segment Results	-	76.02	8.93	73.98	64.80	–	–	–	73.73	150.00

(b) Information about Geographical Segments:

The following table shows the distribution of the Company's sales and services by geographical market, regardless of where the goods / services were produced:

(₹ in lacs)

Particulars	2013-14	2012-13
Domestic	26,716.63	29,698.67
Overseas	5,311.18	3,152.49
	32,027.81	32,851.16
Less. Sales attributable to discontinued operation	–	117.77
Revenue from continuing operation	**32,027.81**	**32,733.39**

Assets and additions to tangible and intangible fixed assets by geographical area: The following table shows the carrying amount of segment assets and addition to segment assets by geographical area in which the assets are located:

(₹ in lacs)

Particulars	Carrying amount of segment assets		Addition to tangible and intangible assets	
	2013 – 14	2012 – 13	2013 – 14	2012 – 13
Domestic	41,670.27	41,379.50	1,227.56	2,368.43
Overseas	882.80	780.27	–	2.71
	42,553.07	42,159.77	1,227.56	2,371.14

33. In compliance with Accounting Standard – 18, the disclosures regarding related parties are as follows:

A. Name of Related parties:

a) Subsidiaries	GPT Investments Private Limited , Mauritius GPT Concrete Products South Africa (Pty) Limited, South Africa GPT Marecom Private Limited Jogbani Highway Private Limited
b) Joint Ventures	GPT – Transnamib Concrete Sleepers (Pty.) Limited, Namibia. GPT – GVV(JV) GPT – MADHAVA (JV) GPT – PREMCO – RDS (JV) GPT – GEO (JV) GPT – GEO – UTS (JV) GPT – SLDN – UTS (JV) GPT – RDS (JV) GPT – SLDN – COPCO (JV) GPT Infrastructure Pvt Ltd & Universal Construction Co. (JV) GPT – RAHEE (JV) GPT – CVCC – SLDN (JV) GPT – TRIBENI (JV) GPT – RANHILL (JV) GPT – SMC (JV) GPT – BALAJI – RAWATS (JV) GPT – BHARTIA (JV) BHARAT – GPT (JV) BHARTIA – GPT – ALLIED (JV) PREMCO – GPT (JV) RAHEE – GPT (JV) RAHEE – GPT (IB) (JV) RAHEE – GPT (NFR) (JV) PIONEER – GPT (JV) GEO Foundation & Structure Pvt Ltd & GPT Infraprojects Ltd (JV) JMC – GPT (JV)

c) **Key Management Personnel (KMP)**	Mr. D. P. Tantia – Chairman Mr. S. G. Tantia – Managing Director Mr. Atul Tantia – Executive Director Mr. Vaibhav Tantia – Director and Chief Operating Officer Mr. Arun Kumar Dokania – Chief Finance Officer
d) **Relatives of Key Management Personnel (KMP)**	Mrs. Pramila Tantia – Wife of Mr. D.P. Tantia Mrs. Kriti Tantia – Wife of Mr. Atul Tantia Mrs. Vinita Tantia – Wife of Mr. S. G. Tantia Mrs. Radhika Tantia – Wife of Mr. Vaibhav Tantia Ms. Harshita Tantia – Daughter of Mr. S. G. Tantia Mr. Amrit Jyoti Tantia – Son of Mr. S. G. Tantia Mrs. Manju Dokania – Wife of Mr. A. K. Dokania
e) **Enterprises owned or significantly influenced by the KMP/ KMP's relatives**	GPT Castings Limited GPT Healthcare Private Limited GPT Ventures Private Limited GPT Estate Private Limited GPT Developers Limited GPT Sons Private Limited M/s. Stone Products M/s. GPT Employees Welfare Trust M/s. Govardhan Foundation M/s. Dwarika Prasad Tantia HUF – Mr. D. P. Tantia is the Karta M/s. Shree Gopal Tantia HUF – Mr. S. G. Tantia is the Karta

B. Details of transactions and Balances outstanding relating to Joint Ventures:

(₹ in lacs)

Name of Joint Ventures	Sales and Contract Revenue	Recovery of Machine Hire & Staff Deputation Charges	Royalty and License Fees	Directors Remuneration and Sitting Fees	Share of Profit from JV's	Premium received on redemption of investment in preference shares	Mobilisation Advance received	Outstanding Guarantees	Investments during the year (net)	Balance outstanding as at the year end
GPT – GVV (JV)	103.73 (173.80)	– (–)	– (–)	– (–)	2.02 (4.73)	– (–)	– (–)	98.71 (98.71)	-33.46 (14.84)	7.75 (93.43)
GPT – MADHAVA (JV)	– (78.54)	– (–)	– (–)	– (–)	– (1.45)	– (–)	– (–)	– (–)	1.19 (-21.80)	69.05 (95.87)
GPT – PREMCO – RDS (JV)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	0.31 (-7.54)	7.27 (6.96)
GPT – GEO (JV)	– (–)	– (–)	– (–)	– (–)	-1.53 (–)	– (–)	– (–)	– (–)	1.24 (-3.15)	6.96 (7.25)
GPT – GEO – UTS (JV)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	-2.48 (-7.97)	2.26 (4.74)
GPT – SLDN – UTS (JV)	– (54.12)	– (–)	– (–)	– (–)	– (0.69)	– (–)	– (–)	– (–)	-3.20 (-15.77)	83.18 (86.38)
GPT – RDS (JV)	– (178.93)	– (–)	– (–)	– (–)	– (3.25)	– (–)	– (–)	– (–)	1.10 (3.74)	93.48 (111.38)
GPT – SLDN – COPCO (JV)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	0.05 (0.20)	8.07 (8.02)
GPT Infrastructure Pvt Ltd & Universal Construction Co. (JV)	1.23 (22.56)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	- 3.64 (–)	1.12 (16.89)
GPT – RAHEE (JV)	1,095.30 (1,088.58)	212.25 (228.06)	– (–)	– (–)	350.61 (491.11)	– (–)	– (–)	1,367.10 (1,640.85)	84.41 (104.06)	2,841.61 (2,701.87)
GPT – CVCC – SLDN (JV)	49.37 (26.87)	– (–)	– (–)	– (–)	0.53 (0.29)	– (–)	– (–)	– (–)	4.50 (4.75)	124.91 (120.44)
GPT – TRIBENI (JV)	443.97 (722.77)	– (–)	– (–)	– (–)	9.77 (15.77)	– (–)	– (–)	250.62 (725.93)	- 38.28 (27.50)	399.32 (373.05)
GPT – RANHILL (JV)	1,542.77 (1,702.77)	– (–)	– (–)	– (–)	– (–)	– (–)	– (549.69)	1,894.95 (2,176.04)	97.03 (17.25)	-110.10 (-393.97)
GPT – SMC (JV)	– (–)	36.62 (22.22)	– (–)	– (–)	7.48 (-0.29)	– (–)	– (–)	194.61 (108.00)	530.79 (419.43)	1,033.49 (474.51)
GPT – BALAJI – RAWATS (JV)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)
GPT – BHARTIA (JV)	– (–)	– (–)	– (–)	– (–)	2.45 (–)	– (–)	– (–)	– (–)	– (–)	2.45 (–)
GPT Transnamib Concrete Sleepers (Pty.) Limited	1.94 (–)	– (–)	21.22 (27.50)	4.37 (3.60)	– (–)	62.04 (17.31)	– (–)	– (–)	- 223.64 (- 454.13)	429.12 (637.65)
BHARAT – GPT (JV)	– (–)	– (–)	– (–)	– (–)	29.60 (28.17)	– (–)	– (–)	– (–)	- 30.00 (- 32.50)	5.01 (5.41)
BHARTIA – GPT – ALLIED (JV)	– (–)	– (–)	– (–)	– (–)	11.63 (20.59)	– (–)	– (–)	– (–)	- 15.51 (- 26.99)	0.18 (4.06)
Geo Foundation & Structure Pvt. Ltd. & GPT Infraprojects Limited (JV)	650.25 (1,613.59)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	375.62 (524.19)	14.50 (65.75)	250.19 (266.85)
JMC – GPT (JV)	– (67.26)	– (–)	– (–)	– (–)	– (0.01)	– (–)	– (–)	325.98 (325.98)	- 0.45 (5.00)	11.37 (11.82)
PREMCO – GPT (JV)	– (–)	– (–)	– (–)	– (–)	5.93 (15.31)	– (–)	– (–)	– (–)	- 11.77 (- 25.60)	8.58 (14.43)
PIONEER – GPT (JV)	– (–)	– (–)	– (–)	– (–)	– (14.18)	– (–)	– (–)	– (–)	– (-25.25)	8.18 (8.18)
RAHEE – GPT (JV)	– (–)	.74 (4.19)	– (–)	– (–)	5.41 (11.55)	– (–)	– (–)	– (19.17)	3.42 (17.45)	200.92 (191.35)
RAHEE – GPT (IB) (JV)	– (–)	– (–)	– (–)	– (–)	18.78 (32.13)	– (–)	– (–)	– (–)	- 13.85 (-30.45)	14.10 (9.17)
RAHEE – GPT (NFR) (JV)	– (–)	– (–)	– (–)	– (–)	6.02 (0.69)	– (–)	– (–)	– (–)	- 7.64 (- 1.60)	2.78 (4.39)

Notes to the Financial Statements as at and for the year ended 31st March 2014

C. Details of transactions and Balances outstanding relating to Others:

(₹ in lacs)

Nature of Transactions	Subsidiaries	Key Management Personnel	Enterprises over which KMP/ KMP's relatives having significant influence	Relatives of Key Management Personnel	Total
Raw Material, Trading Goods and Scrap sales					
GPT Castings Limited	– (–)	– (–)	34.01 (45.90)	– (–)	34.01 (45.90)
GPT Developers Limited	– (–)	– (–)	18.02 (–)	– (–)	18.02 (–)
GPT Healthcare Private Limited	– (–)	– (–)	– (2.16)	– (–)	– (2.16)
GPT Concrete Products South Africa (Pty.) Limited	3.17 (–)	– (–)	– (–)	– (–)	3.17 (–)
Interest Received					
GPT Marecom Private Limited	51.32 (–)	– (–)	– (–)	– (–)	51.32 (–)
Dividend Received					
GPT Concrete Products South Africa (Pty.) Limited	127.22 (–)	– (–)	– (–)	– (–)	127.22 (–)
Contract Revenue					
Jogbani Highway Private Limited	– (15.22)	– (–)	– (–)	– (–)	– (15.22)
Loan Received					
GPT Sons Private Limited	– (–)	– (–)	– (1,045.00)	– (–)	– (1,045.00)
Refund received for Loans Given					
M/s. GPT Employees Welfare Trust	– (–)	– (–)	1.80 (3.00)	– (–)	1.80 (3.00)
GPT Marecom Private Limited	258.00 (–)	– (–)	– (–)	– (–)	258.00 (–)
Purchase of Raw Materials, Stock-in-Trade and Fixed Assets					
GPT Castings Limited	– (–)	– (–)	280.64 (928.46)	– (–)	280.64 (928.46)
Interest Expense					
GPT Sons Private Limited	– (–)	– (–)	– (22.75)	– (–)	– (22.75)
Reimbursement paid for Staff Deputation Charges					
GPT Healthcare Private Limited	– (–)	– (–)	13.48 (–)	– (–)	13.48 (–)
Rent Paid					
GPT Castings Limited	– (–)	– (–)	– (18.00)	– (–)	– (18.00)
GPT Sons Private Limited	– (–)	– (–)	9.00 (9.00)	– (–)	9.00 (9.00)
GPT Estate Private Limited	– (–)	– (–)	108.00 (108.00)	– (–)	108.00 (108.00)
Mr. S. G. Tantia	– (–)	0.30 (0.30)	– (–)	– (–)	0.30 (0.30)
Mr. Vaibhav Tantia	– (–)	0.42 (0.42)	– (–)	– (–)	0.42 (0.42)
Mrs. Pramila Tantia	– (–)	– (–)	– (–)	0.30 (0.30)	0.30 (0.30)

C. Details of transactions and Balances outstanding relating to Others: *(contd...)*

(₹ in lacs)

Nature of Transactions	Subsidiaries	Key Management Personnel	Enterprises over which KMP/ KMP's relatives having significant influence	Relatives of Key Management Personnel	Total
Salary / Remuneration Paid					
Mr. D. P. Tantia	– (–)	3.33 (8.76)	– (–)	– (–)	3.33 (8.76)
Mr. S. G. Tantia	– (–)	45.00 (67.99)	– (–)	– (–)	45.00 (67.99)
Mr. Atul Tantia	– (–)	22.95 (33.32)	– (–)	– (–)	22.95 (33.32)
Mr. Vaibhav Tantia	– (–)	22.95 (33.10)	– (–)	– (–)	22.95 (33.10)
Mr. Arun Kumar Dokania	– (–)	35.80 (37.03)	– (–)	– (–)	35.80 (37.03)
Mrs. Kriti Tantia	– (–)	– (–)	– (–)	– (0.13)	– (0.13)
Directors Sitting Fees Paid					
Mr. D. P. Tantia	– (–)	0.85 (1.05)	– (–)	– (–)	0.85 (1.05)
Donation Paid					
M/s. Govardhan Foundation	– (–)	– (–)	11.00 (18.50)	– (–)	11.00 (18.50)
Dividend Paid					
Mr. D. P. Tantia	– (–)	4.49 (6.74)	– (–)	– (–)	4.49 (6.74)
Mr. S. G. Tantia	– (–)	13.68 (20.52)	– (–)	– (–)	13.68 (20.52)
Mr. Atul Tantia	– (–)	4.17 (6.26)	– (–)	– (–)	4.17 (6.26)
Mr. Vaibhav Tantia	– (–)	2.68 (4.02)	– (–)	– (–)	2.68 (4.02)
Mr. Arun Kumar Dokania	– (–)	0.01 (0.01)	– (–)	– (–)	0.01 (0.01)
M/s. Dwarika Prasad Tantia HUF	– (–)	– (–)	1.01 (1.51)	– (–)	1.01 (1.51)
M/s. Shree Gopal Tantia HUF	– (–)	– (–)	1.57 (2.35)	– (–)	1.57 (2.35)
GPT Ventures Private Limited	– (–)	– (–)	– (54.16)	– (–)	– (54.16)
GPT Sons Private Limited	– (–)	– (–)	46.10 (15.00)	– (–)	46.10 (15.00)
M/s. GPT Employees Welfare Trust	– (–)	– (–)	2.00 (3.00)	– (–)	2.00 (3.00)
Mrs. Pramila Tantia	– (–)	– (–)	– (–)	4.44 (6.66)	4.44 (6.66)
Mrs. Kriti Tantia	– (–)	– (–)	– (–)	2.13 (3.20)	2.13 (3.20)
Mrs. Radhika Tantia	– (–)	– (–)	– (–)	1.00 (1.50)	1.00 (1.50)
Mrs. Vinita Tantia	– (–)	– (–)	– (–)	4.60 (6.90)	4.60 (6.90)

Notes to the Financial Statements as at and for the year ended 31st March 2014

C. Details of transactions and Balances outstanding relating to Others: *(contd...)*

(₹ in lacs)

Nature of Transactions	Subsidiaries	Key Management Personnel	Enterprises over which KMP/ KMP's relatives having significant influence	Relatives of Key Management Personnel	Total
Ms. Harshita Tantia	– (–)	– (–)	– (–)	0.16 (0.24)	0.16 (0.24)
Mr. Amrit Jyoti Tantia	– (–)	– (–)	– (–)	2.58 (3.87)	2.58 (3.87)
Mrs. Manju Dokania	– (–)	– (–)	– (–)	0.01 (0.01)	0.01 (0.01)
Investment during the year					
Jogbani Highway Private Limited	– (17.00)	– (–)	– (–)	– (–)	– (17.00)
Loan Repaid					
GPT Sons Private Limited	– (–)	– (–)	– (1,210.00)	– (–)	– (1,210.00)
Loan Given					
GPT Marecom Private Limited	1,350.00 (9.50)	– (–)	– (–)	– (–)	1,350.00 (9.50)
Outstanding Guarantees					
GPT Concrete Products South Africa (Pty.) Limited	2,971.00 (1,723.79)	– (–)	– (–)	– (–)	2,971.00 (1,723.79)
Jogbani Highway Private Limited	368.00 (368.00)	– (–)	– (–)	– (–)	368.00 (368.00)
Balance outstanding as at the year end – Debit					
GPT Concrete Products South Africa (Pty.) Limited	24.29 (1.49)	– (–)	– (–)	– (–)	24.29 (1.49)
GPT Investments Private Limited	935.42 (935.42)	– (–)	– (–)	– (–)	935.42 (935.42)
GPT Marecom Private Limited	1,478.35 (339.00)	– (–)	– (–)	– (–)	1,478.35 (339.00)
Jogbani Highway Private Limited	84.79 (30.47)	– (–)	– (–)	– (–)	84.79 (30.47)
GPT Castings Limited	– (–)	– (–)	200.38 (84.52)	– (–)	200.38 (84.52)
GPT Estate Private Limited	– (–)	– (–)	143.21 (87.90)	– (–)	143.21 (87.90)
GPT Healthcare Private Limited	– (–)	– (–)	– (2.45)	– (–)	– (2.45)
GPT Developers Limited	– (–)	– (–)	19.02 (–)	– (–)	19.02 (–)
Balance outstanding as at the year end – Credit					
Mr. D. P. Tantia	– (–)	3.33 (8.76)	– (–)	– (–)	3.33 (8.76)
Mr. S. G. Tantia	– (–)	0.45 (4.31)	– (–)	– (–)	0.45 (4.31)
Mr. Atul Tantia	– (–)	– (2.38)	– (–)	– (–)	– (2.38)

C. Details of transactions and Balances outstanding relating to Others: *(contd...)*

(₹ in lacs)

Nature of Transactions	Subsidiaries	Key Management Personnel	Enterprises over which KMP/ KMP's relatives having significant influence	Relatives of Key Management Personnel	Total
Mr. Vaibhav Tantia	– (–)	0.42 (2.38)	– (–)	– (–)	0.42 (2.38)
Mr. Arun Kumar Dokania	– (–)	1.72 (2.52)	– (–)	– (–)	1.72 (2.52)
Mrs. Pramila Tantia	– (–)	– (–)	– (–)	0.45 (0.15)	0.45 (0.15)
GPT Sons Private Limited	– (–)	– (–)	16.20 (8.10)	– (–)	16.20 (8.10)
GPT Healthcare Private Limited	– (–)	– (–)	2.66 (–)	– (–)	2.66 (–)
Outstanding Personal Guarantee of Directors on behalf of the Company					
Mr. D. P. Tantia	– (–)	39,900.91 (37,304.26)	– (–)	– (–)	39,900.91 (37,304.26)
Mr. S. G. Tantia	– (–)	40,472.58 (38,318.49)	– (–)	– (–)	40,472.58 (38,318.49)
Mr. Atul Tantia	– (–)	41,687.76 (39,608.35)	– (–)	– (–)	41,687.76 (39,608.35)
Mr. Vaibhav Tantia	– (–)	39,900.91 (37,304.26)	– (–)	– (–)	39,900.91 (37,304.26)
Outstanding Corporate Guarantee given on behalf of the Company					
GPT Developers Limited	– (–)	– (–)	39,081.63 (36,777.37)	– (–)	39,081.63 (36,777.37)

Note: Figures in bracket relates to previous year.

Notes to the Financial Statements as at and for the year ended 31st March 2014

34. Interest in Joint Ventures:

a) Particulars of the Company's interest in Joint Ventures (jointly controlled entity) are as below:

Name of Joint Venture	Proportion of Interest		Country of	
	2013 – 14	2012 – 13	Incorporation	Residence
GPT – GVV(JV)	60.00%	60.00%	India	India
GPT – MADHAVA (JV)	49.00%	49.00%	India	India
GPT – PREMCO – RDS (JV)	45.00%	45.00%	India	India
GPT – GEO (JV)	60.00%	60.00%	India	India
GPT – GEO – UTS (JV)	60.00%	60.00%	India	India
GPT – SLDN – UTS (JV)	60.00%	60.00%	India	India
GPT – RDS (JV)	50.00%	50.00%	India	India
GPT – SLDN – COPCO (JV)	60.00%	60.00%	India	India
GPT Infrastructure Pvt Ltd & Universal Construction Co. (JV)	60.00%	60.00%	India	India
GPT – RAHEE (JV)				
GPT – Rahee (JV) - Fabrication and Jodhpur	50.00%	50.00%	India	India
GPT – Rahee (JV) - Erection	65.00%	65.00%	India	India
GPT – CVCC – SLDN (JV)	37.50%	37.50%	India	India
GPT – TRIBENI (JV)	60.00%	60.00%	India	India
GPT – RANHILL (JV)	99.99%	99.99%	India	India
GPT – SMC (JV)	51.00%	51.00%	India	India
GPT – BALAJI – RAWATS (JV)	51.00%	–	India	India
GPT – BHARTIA (JV)	61.75%	–	India	India
GPT – Transnamib Concrete Sleepers (Pty) Limited	37.00%	37.00%	Namibia	Namibia
BHARAT – GPT (JV)	50.00%	50.00%	India	India
BHARATIA – GPT – ALLIED (JV)	65.00%	65.00%	India	India
GEO Foundation & Structure Pvt Ltd & GPT Infraprojects Ltd (JV)	49.00%	49.00%	India	India
JMC – GPT (JV)	99.99%	99.99%	India	India
PREMCO – GPT (JV)	40.00%	40.00%	India	India
PIONEER – GPT (JV)	80.00%	80.00%	India	India
RAHEE – GPT (JV)				
Rahee – GPT (JV) – Mahanadi	50.00%	50.00%	India	India
Rahee – GPT (JV) – Patna	51.00%	51.00%	India	India
Rahee – GPT (JV) - Brajrajnagar	30.00%	30.00%	India	India
RAHEE – GPT (IB) (JV)	30.00%	30.00%	India	India
RAHEE – GPT (NFR) (JV)	51.00%	51.00%	India	India

b) The Company's share of assets, liabilities, income and expenses in the Joint Ventures as at and for the year ended 31st March 2014 is as follows:

(₹ in lacs)

Name of the joint venture	Company's share in				
	Assets	Liabilities	Income	Expenses	Profit / Loss (-) after tax
GPT – GVV(JV)	28.70 (110.08)	28.70 (110.08)	70.26 (187.97)	68.24 (183.24)	2.02 (4.73)
GPT – MADHAVA (JV)	69.05 (82.16)	69.05 (82.16)	– (40.58)	– (39.13)	– (1.45)
GPT – PREMCO – RDS (JV)	8.36 (8.19)	8.36 (8.19)	– (–)	– (–)	– (–)
GPT – GEO (JV)	6.96 (7.25)	6.96 (7.25)	– (–)	1.53 (–)	-1.53 (–)
GPT – GEO – UTS (JV)	2.08 (4.57)	2.08 (4.57)	– (–)	– (–)	– (–)
GPT – SLDN – UTS (JV)	82.92 (85.60)	82.92 (85.60)	– (33.47)	– (32.78)	– (0.69)
GPT – RDS (JV)	86.02 (94.42)	86.02 (94.42)	– (94.17)	– (90.92)	– (3.25)
GPT – SLDN – COPCO (JV)	8.33 (8.32)	8.33 (8.32)	– (–)	– (–)	– (–)
GPT Infrastructure Pvt Ltd & Universal Construction Co. (JV)	8.78 (20.20)	8.78 (20.20)	0.74 (13.54)	0.74 (13.54)	– (–)
GPT – RAHEE (JV)	3,751.63 (4,194.35)	3,751.63 (4,194.35)	4,939.07 (4,894.11)	4,588.46 (4,403.00)	350.61 (491.11)
GPT – CVCC – SLDN (JV)	125.46 (120.09)	125.46 (120.09)	19.28 (10.50)	18.75 (10.21)	0.53 (0.29)
GPT – TRIBENI (JV)	278.22 (289.70)	278.22 (289.70)	280.40 (456.49)	270.63 (440.72)	9.77 (15.77)
GPT – RANHILL (JV)	887.73 (1,286.38)	887.73 (1,286.38)	1,790.13 (2,333.56)	1,790.13 (2,333.56)	– (–)
GPT – SMC (JV)	1,281.48 (846.02)	1,281.48 (846.02)	627.71 (832.92)	620.23 (833.21)	7.48 (-0.29)
GPT – BALAJI – RAWATS (JV)	– (–)	– (–)	– (–)	– (–)	– (–)
GPT – BHARTIA (JV)	5.46 (–)	5.46 (–)	60.46 (–)	58.01 (–)	2.45 (–)
GPT – Transnamib Concrete Sleepers (Pty) Limited	767.62 (1,097.21)	767.62 (1,097.21)	1080.81 (1,382.05)	930.87 (1,039.70)	149.94 (342.35)
BHARAT – GPT (JV)	107.59 (174.20)	107.59 (174.20)	592.07 (563.37)	562.47 (535.20)	29.60 (28.17)
BHARATIA – GPT – ALLIED(JV)	222.07 (67.74)	222.07 (67.74)	287.28 (512.70)	275.65 (492.11)	11.63 (20.59)
GEO Foundation & Structure Pvt Ltd & GPT Infraprojects Ltd (JV)	174.89 (174.42)	174.89 (174.42)	318.62 (790.66)	318.62 (790.66)	– (–)
JMC – GPT (JV)	11.37 (11.82)	11.37 (11.82)	– (67.26)	– (67.25)	– (0.01)
PREMCO – GPT (JV)	129.20 (136.23)	129.20 (136.23)	114.38 (295.37)	108.46 (280.06)	5.92 (15.31)
PIONEER – GPT (JV)	73.20 (73.20)	73.20 (73.20)	– (273.54)	– (259.36)	– (14.18)
RAHEE – GPT (JV)	326.72 (334.66)	326.72 (334.66)	92.45 (203.66)	87.04 (192.11)	5.41 (11.55)
RAHEE – GPT – (IB) (JV)	166.37 (160.37)	166.37 (160.37)	219.84 (382.28)	201.06 (350.15)	18.78 (32.13)
RAHEE – GPT - NFR (JV)	37.00 (74.29)	37.00 (74.29)	118.61 (14.25)	112.59 (13.56)	6.02 (0.69)

Note: Figures in bracket relates to previous year.

c) **Company's share of Contingent Liabilities of the Joint Ventures –** ₹ Nil (31st March 2013 : ₹ 4.85 Lacs)

Notes to the Financial Statements as at and for the year ended 31st March 2014

35. Directors' Remuneration

(a) Details of Directors' Remuneration are as follows:

(₹ in lacs)

Particulars	2013-14	2012-13
I. Managing and Executive Directors:		
Salary and Allowances*	90.90	123.44
II. Non-executive Directors		
Commission	3.33	8.76
Total	**94.23**	**132.20**

* As the future liability for gratuity and leave encashment is provided on an actuarial basis for the Company as a whole, the amount pertaining to the directors is not ascertainable and therefore, not included above.

(b) Managerial remuneration for the year aggregating ₹ 49.20 lacs paid / payable to Managing Director and other whole time directors are in excess of the limits specified under Section 198 read with Schedule XIII of the Companies Act, 1956. Out of the aforesaid amount, ₹ 21.00 lacs has been paid to such directors and recognised as charge in these financial statements. The Company is in the process of filing an application with the Central Government for excess remuneration paid / payable during the year aggregating ₹ 49.20 lacs as required under the provisions of section 309 of the Companies Act, 1956. Out of the aforesaid amount, ₹ 30.30 lacs will be paid to the aforesaid directors and recognised as charge on receipt of approval from Central Government.

(c) During the year, the Company has filed an application with the Central Government for its approval of managerial remuneration aggregating ₹ 36.71 lacs paid during the previous year in excess of the limits prescribed under the provisions of Section 198 of the Companies Act, 1956. The approval of the Central Government is awaited.

36. Derivative instruments and unhedged foreign currency exposure as on the balance sheet date are as under:

Derivative Instruments / Forward Contracts outstanding as at the balance sheet date are as follows :-

- Forward Cover Contracts of USD 6.22 lacs (31st March 2013 : USD 42.26 lacs) on short term borrowings,
- Interest rate swap with call spread contracts of USD 5.31 lacs (31st March 2013 : USD 9.69 lacs) on long term borrowings

The Particulars of unhedged foreign currency exposure at the balance sheet date are as follows:

(₹ in lacs)

Particulars	As at 31st March 2014	As at 31st March 2013
Trade Receivable [Net of provisions ₹ 222.57 lacs (31st March 2013 : ₹ 150.00 lacs)]	819.13	584.82
Cash and Bank Balance	7.33	16.66
Loans & Advances	142.50	134.44
Investments	1,345.86	1,569.50
Borrowings (Long Term and Short Term)	248.81	929.72
Trade Payable	416.29	281.46
Other Liabilities	4.62	20.49

37. Earning in foreign currency (Accrual basis)

(₹ in lacs)

Particulars	2013-14	2012-13
F.O.B. Value of Exports	3,470.07	2,669.51
License fees received	21.22	27.50
Premium on redemption of preference shares	62.03	17.31
Dividend Received	127.22	–
Income from Foreign Operations	86.53	261.59
Other Non Operating Income (Director Remuneration, Sitting Fees, etc.)	4.37	3.60

Notes to the Financial Statements as at and for the year ended 31st March 2014

38. Expenditure in foreign currency (Accrual basis)

(₹ in lacs)

Particulars	2013-14	2012-13
Travelling	25.51	30.34
Professional Fees	65.24	333.88
Interest	58.24	140.75
Expenditure for foreign Operations	10.52	86.66

39. Value of imports calculated on CIF basis

(₹ in lacs)

Particulars	2013-14	2012-13
Raw Materials	913.69	413.58
Traded Goods	1,034.09	363.13
Capital Goods	333.15	–

40. Value of imported and indigenous Raw Materials, Construction Materials and Stores & Spares consumed:

Particulars	2013 – 14		2012 – 13	
	(₹ in lacs)	Percentage	(₹ in lacs)	Percentage
(i) Raw Materials				
Imported	1,114.40	29.52%	98.34	3.16%
Indigenous	2,660.43	70.48%	3,009.51	96.84%
Total:	**3,774.83**	**100.00%**	**3,107.85**	**100.00%**
(ii) Construction Materials				
Imported	–	–	–	–
Indigenous	9,303.67	100.00%	11,291.63	100.00%
Total:	**9,303.67**	**100.00%**	**11,291.63**	**100.00%**
(iii) Stores & Spares				
Imported	–	–	–	–
Indigenous	1,026.39	100.00%	1,440.88	100.00%
Total:	**1,026.39**	**100.00%**	**1,440.88**	**100.00%**

41. Construction contracts disclosure:

Information relating to Construction contracts as per Accounting Standard 7 (Revised) are given below:

(₹ in lacs)

Particulars	2013-14	2012-13
Contract income recognized as revenue during the year	23,616.33	25,783.81
Aggregate amount of costs incurred and recognized profits (less recognized losses) till date	119,682.04	100,313.33
Advances received (unadjusted)	2,660.50	3,141.95
Retention amount	2,148.90	3,218.27
Gross amount due from customers for contract work	18,598.99	16,035.71
Gross amount due to customers for contract work	258.41	7.89

Notes to the Financial Statements as at and for the year ended 31st March 2014

42. (a) Gratuity and leave benefit plans (AS 15 Revised)

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service is entitled to Gratuity on terms not less favorable than the provisions of The Payment of Gratuity Act, 1972. The scheme is funded.

The Company also has a long term employee benefit plan towards leave. Every employee is entitled to cash equivalent of unutilized leave balance at the time of retirement/resignation. The scheme is unfunded.

(₹ in lacs)

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	2013 – 14	2012 – 13	2013 – 14	2012 – 13
Movement in defined / other long term employee benefit obligation				
Obligation at the beginning of the year	158.26	136.34	119.47	108.74
Current Service Cost	27.63	25.78	14.58	27.56
Curtailment Cost	–	(31.65)	–	(19.89)
Interest Cost	14.03	10.38	10.02	7.96
Actuarial (gain) / loss	(5.82)	30.55	4.14	13.51
Benefits paid	(4.56)	(13.14)	(16.24)	(18.41)
Obligation at the year end	**189.54**	**158.26**	**131.97**	**119.47**
Change in Plan Assets				
Plan assets at period beginning, at fair value	92.61	91.17	N.A.	N.A.
Expected return on plan assets	8.33	7.75	N.A.	N.A.
Actuarial gain / (Loss)	1.21	(0.67)	N.A.	N.A.
Contributions	–	7.50	N.A.	N.A.
Benefits paid	(4.56)	(13.14)	N.A.	N.A.
Plan Assets at the year end, at fair value	**97.59**	**92.61**	**N.A.**	**N.A.**
Reconciliation of present value of the obligation and the fair value of plan assets.				
Fair Value of plan assets at the end of the year	97.59	92.61	–	–
Present value of the defined benefit obligations at the end of the year	189.54	158.26	131.97	119.47
Liability / (Assets) recognised in the Balance Sheet	**91.95**	**65.65**	**131.97**	**119.47**
Cost for the Year				
Current service cost	27.63	25.78	14.58	27.56
Interest cost	14.04	10.38	10.02	7.96
Expected return on plan assets	(8.34)	(7.75)	–	–
Curtailment Cost	–	(31.65)	–	(19.89)
Actuarial (gain) / loss	(7.03)	31.22	4.15	13.51
Net Cost recognized in the statement of Profit and Loss	**26.30**	**27.98**	**28.75**	**29.14**
Assumptions used to determine the benefit obligations:				
Discount rate	9.00%	8.00%	9.00%	8.00%
Estimated rate of return on plan assets	9.00%	8.50%	N.A.	N.A.
The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:				
Funded with the insurer	100%	100%	N.A.	N.A.

The amount for current and previous years is as follows:-

(₹ in lacs)

Particulars	2014	2013	2012	2011	2010
		Gratuity (Funded)			
Defined value of obligations at the end of the year	189.54	158.26	136.34	121.06	73.57
Plan Assets at the end of the period	97.59	92.61	91.17	71.10	65.90
Surplus / (Deficit)	(91.95)	(65.65)	(45.17)	(49.96)	(7.67)
Experience (Gain) / Loss on Plan Liabilities	(3.27)	(19.93)	20.42	18.14	Not Available*
Experience Gain / (Loss) on Plan Assets	0.75	(4.55)	0.10	0.08	Not Available*

* The Management has relied on the overall actuarial valuation conducted by the actuary. However, experience adjustments on plan liabilities and assets are not readily available and hence not disclosed.

The Company expects to contribute ₹ 26.30 lacs (31st March 2013 : ₹ 3.51 lacs) in the year 2014 – 15.

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

(b) Amount incurred as expense for defined contribution plans

(₹ in lacs)

Particulars	2013-14	2012-13
Contribution to Provident Fund	46.04	51.54

Notes:

a. The estimates of future salary increase considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

b. The leave liabilities are non - funded. Accordingly, information regarding planned assets are not applicable.

43 The Company has operating leases for office and other premises that are renewable on a periodic basis and are cancelable by giving a notice period ranging from one month to three months. The amount of rent expenses included in statement of profit and loss towards operating Leases aggregate to ₹ 170.73 lacs (31st March 2013 : ₹ 189.29 lacs).

44. Pursuant to the clarification issued by the Ministry of Corporate Affairs vide its circular no. 25/2012 dated 9th August, 2012 on para 46A of the notification number G.S.R.914 (E) dated 29th December, 2011 on Accounting Standard 11 relating to "The Effects of Changes in Foreign Exchange Rates", the Company has w.e.f. 1st April 2012 added exchange difference of ₹ 44.47 lacs (including ₹ 12.24 lacs incurred during the year) to the cost of fixed assets.

45. In an earlier year, the Company had formed a special purpose vehicle (SPV) in form of a subsidiary (Jogbani Highway Private Limited) for execution of a BOT contract awarded by a customer. The subsidiary had entered into a concession agreement with the customer and had awarded an EPC contract to the Company. During the year, the subsidiary has terminated the concession agreement with the customer and has gone into arbitration mainly due to required land not being made available by the customer, resulting in termination of the EPC contract awarded to the Company. The Company is carrying assets of ₹ 1,680.60 lacs (net of liabilities of ₹ 552.71 lacs), including construction work in progress of ₹ 1,394.89 lacs and investments of ₹ 597.00 lacs as on the Balance Sheet date pertaining to the above project. Since the matter has been referred to arbitration, the recoverability of the aforesaid net assets of the Company is subject to outcome of the said arbitration. The Management believes that the outcome of the arbitration shall result in recovery of the said cost on the facts of the case and as per the terms and conditions of the said concession agreement and accordingly no provision is considered necessary in the financial statements.

46. All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle, which is determined based on the project period in respect of its construction business and 12 months in respect of its other businesses and other criteria set out in the revised schedule VI to the Companies Act, 1956.

47. Previous year's figures including those given in brackets have been regrouped / re-arranged wherever considered necessary to confirm to current year's classification.

As per our attached report of even date

For S R B C & CO LLP
Chartered Accountants
ICAI Firm registration number: 324982E

per Kamal Agarwal
Partner
Membership no.: 058652

Place: Kolkata
Date: 29th May 2014

For and on behalf of the Board of Directors

D.P. Tantia
Chairman

S.G.Tantia
Managing Director

Atul Tantia
Executive Director

V. N. Purohit
Director

R. Mishra
Company Secretary

CONSOLIDATED FINANCIAL SECTION

Independent Auditor's Report

To

The Board of Directors of GPT Infraprojects Limited

We have audited the accompanying consolidated financial statements of GPT Infraprojects Limited ("the Company") and its subsidiaries, which comprise the consolidated Balance Sheet as at March 31, 2014, and the consolidated Statement of Profit and Loss and the consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Company in accordance with accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and presentation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

(a) in the case of the consolidated Balance Sheet, of the state of affairs of the Company as at March 31, 2014;

(b) in the case of the consolidated Statement of Profit and Loss, of profit for the year ended on that date; and

(c) in the case of the consolidated Cash Flow Statement, of the cash flows for the year ended on that date.

Emphasis of Matter

We draw attention to note no. 39 of the consolidated financial statements regarding discontinuation of execution of an EPC contract by the Company (such contract was received from its subsidiary) pursuant to the termination of a concession agreement between the subsidiary and its customer which is more fully explained in the said note. Our opinion is not qualified in respect of this matter.

Other Matters

1) We did not audit total assets of ₹ 17,644.14 lacs as at March 31, 2014, total revenues of ₹ 16,240.19 lacs and net cash outflows amounting to ₹ 67.65 lacs for the year then ended, included in the accompanying consolidated financial statements in respect of certain subsidiaries, and joint ventures, whose financial statements and other financial information have been audited by other auditors and whose reports have been furnished to us. Our opinion, in so far as it relates to the affairs of such subsidiaries and joint ventures is based solely on the report of other auditors. Our opinion is not qualified in respect of this matter.

2) We did not audit total assets of ₹ 882.80 lacs as at March 31, 2014, total revenues of ₹ 86.52 lacs, profit before tax ₹ 66.06 lacs and net cash outflows amounting to ₹ 10.70 lacs for the year then ended, included in the accompanying financial statements in respect of a foreign project site not visited by us, whose financial statements and other financial information have been audited by another auditor and whose report has been furnished to us. Our opinion, in so far as it relates to the affairs of such foreign project site is based solely on the report of another auditor. Our opinion is not qualified in respect of this matter.

3) The financial statements of a joint venture which reflect the Company's share of total assets of ₹ 74.40 lacs as at March 31, 2014, and do not reflect any Company's share of total revenues and cash flows for the year then ended is based solely on the unaudited financial statements as certified by the management. Our opinion is not qualified in respect of this matter.

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E

per Kamal Agarwal
Partner
Membership No.: 058652

Place of Signature: Kolkata
Date: May 29, 2014

Consolidated Balance Sheet for the year ended 31st March 2014

(₹ in lacs)

Particulars	Note No.	As at 31st March 2014		As at 31st March 2013	
EQUITY AND LIABILITIES					
Shareholders' funds					
Share capital	3	1,434.30		1,434.30	
Reserves and surplus	4	14,601.50		14,267.70	
Minority Interest		462.89	16,498.69	406.08	16,108.08
Non-current liabilities					
Long-term borrowings	5	1,593.17		1,510.67	
Trade payables	9	–		9.21	
Deferred tax liabilities (net)	6	642.79		659.35	
Long-term provisions	7	217.09	2,453.05	179.83	2,359.06
Current liabilities					
Short-term borrowings	8	21,877.30		20,301.28	
Trade payables	9	12,658.86		12,573.28	
Other current liabilities	10	7,016.21		7,118.03	
Short-term provisions	7	220.32	41,772.69	337.93	40,330.52
TOTAL			**60,724.43**		**58,797.66**
ASSETS					
Non-current assets					
Fixed assets					
- Tangible assets	11	13,865.50		12,010.34	
- Intangible assets	11	65.62		104.66	
- Capital work-in-progress		10.54		161.67	
- Intangible assets under development		173.66		113.39	
- Goodwill on Consolidation		335.81		335.81	
Long-term loans and advances	12	1,416.04		1,379.25	
Trade receivables	14	7.69		7.96	
Other non-current assets	13	630.71		551.23	
Preliminary Expenses to the extent not written off		0.74	16,506.31	1.48	14,665.79
Current assets					
Current investments	15	71.37		–	
Inventories	16	7,539.48		9,657.87	
Trade receivables	14	8,856.89		10,963.50	
Cash and bank balances	17	1,694.18		2,383.74	
Short-term loans and advances	12	6,133.35		4,856.55	
Other current assets	13	19,922.85	44,218.12	16,270.21	44,131.87
TOTAL			**60,724.43**		**58,797.66**
Summary of significant accounting policies	2				

The accompanying notes are an integral part of the financial statements

As per our attached report of even date

For S R B C & CO LLP
Chartered Accountants
ICAI Firm registration number: 324982E

per Kamal Agarwal
Partner
Membership no.: 058652

Place: Kolkata
Date: 29th May 2014

For and on behalf of the Board of Directors

D. P. Tantia
Chairman

S. G. Tantia
Managing Director

Atul Tantia
Executive Director

V. N. Purohit
Director

R. Mishra
Company Secretary

Consolidated Statement of profit and loss for the year ended 31st March 2014

(₹ in lacs)

Particulars	Note No.	2013-14	2012-13
Continuing Operations			
INCOME			
Revenue from operations (gross)	18	**45,580.73**	**48,608.43**
Less: Excise duty		297.16	294.05
Revenue from operations (net)		**45,283.57**	**48,314.38**
Other income	19.1	220.14	219.20
Total revenue (I)		**45,503.71**	**48,533.58**
EXPENSES			
Cost of materials consumed			
- Raw materials	20	7,258.54	6,417.51
- Material for construction / other contracts	21	10,174.50	12,845.08
Purchase of stock-in-trade	22	1,665.10	1,660.03
Change in inventories of finished goods, stock-in-trade and work-in-progress	23	411.50	(534.12)
Employee benefits expense	24	2,987.63	2,995.36
Other expenses [including prior period expenses of ₹ 5.27 lacs (31st March 2013 : ₹ 2.76 lacs)]]	25	16,927.19	18,762.21
Total expenses (II)		**39,424.46**	**42,146.07**
Earning before interest, tax expenses, depreciation & amortization expenses (EBITDA) (I) – (II)		**6,079.25**	**6,387.51**
Depreciation & amortization expenses	11	2,015.77	1,872.10
Interest income	19.2	(499.25)	(190.29)
Finance costs	26	3,788.46	3,223.36
Profit before taxes (III)		**774.27**	**1,482.34**
Tax expenses			
- Current tax [includes proportionate share in Joint Venture ₹ 200.26 lacs (31st March 2013 : ₹ 290.55 lacs)]		202.25	290.55
- Excess tax provision of earlier year written back		(42.34)	(2.81)
- Deferred tax [includes proportionate share in Joint Venture ₹ 14.12 lacs (31st March 2013 : ₹ 18.75 lacs)]		(16.55)	157.26
Total tax expenses (IV)		**143.36**	**445.00**
Profit for the year before minority interest [(III) – (IV)]		**630.91**	**1,037.34**
Less: Minority Interest		127.03	74.48
Profit for the year from continuing operations (A)		**503.88**	**962.86**
Discontinued Operations	29		
Profit before tax from discontinued operations		–	430.79
Tax expense of discontinued operations			
- Current tax		–	160.21
- Deferred tax		–	(132.84)
		–	27.37
Profit for the year from discontinued operations (B)		**–**	**403.42**
Profit for the year (A+B)		**503.88**	**1,366.28**
Earnings per equity share (nominal value of share ₹ 10/- each)	31		
Basic and Diluted (₹)			
Computed on the basis of profit from continuing operation		**3.51**	**6.71**
Computed on the basis of total profit for the year		**3.51**	**9.53**
Summary of significant accounting policies	2		

The accompanying notes are an integral part of the financial statements

As per our attached report of even date

For S R B C & CO LLP
Chartered Accountants
Firm registration number: 324982E

per Kamal Agarwal
Partner
Membership no.: 058652

Place: Kolkata
Date: 29th May 2014

For and on behalf of the Board of Directors

D. P. Tantia
Chairman

S. G. Tantia
Managing Director

Atul Tantia
Executive Director

V. N. Purohit
Director

R. Mishra
Company Secretary

Consolidated Cash Flow Statement for the year ended 31st March 2014

(₹ in lacs)

Particulars		2013-14	2012-13
A. CASH FLOW FROM OPERATING ACTIVITIES			
Net Profit before tax		774.27	1,913.13
Adjustment for:			
Depreciation & amortization expenses		2,015.77	1,925.76
Loss / (Profit) on sale / discard of fixed assets (net)		45.68	(1.67)
Profit on disposal of wind power division		–	(390.61)
Interest income on deposits from Banks / loans, advances etc. (Gross)		(499.25)	(190.76)
Premium on redemption of investment in preference shares		–	(10.91)
Provision for bad / doubtful debts		73.73	150.00
Provision for doubtful receivable written back		–	(15.00)
Unspent liabilities / Provisions no longer required written back		(26.54)	(128.54)
Loss on Exchange Fluctuation (Net) - Unrealised		(45.89)	7.11
Preliminary Expenses written off		0.74	1.11
Interest Expenses		3,474.70	2,922.77
Operating Profit before working capital changes		**5,813.21**	**6,182.39**
(Increase) / Decrease in Loans & Advances		(792.11)	(983.71)
(Increase) / Decrease in Other Assets		(3,344.26)	(2,115.15)
(Increase) / Decrease in Trade Receivable		2,066.92	(2,305.78)
(Increase) / Decrease in Inventories		2,118.39	(2,126.39)
Increase / (Decrease) in Trade Payable / Other Liabilities		(658.64)	3,933.01
Increase / (Decrease) in Provisions		37.81	31.55
Cash Generated from operations		5,241.32	2,615.92
Taxes paid		(334.65)	(706.35)
Net Cash flow from Operating Activities	**(A)**	**4,906.67**	**1,909.57**
B. CASH FLOW FROM INVESTING ACTIVITIES			
Refund of loan to M/s GPT Employees Welfare Trust (Interest free)		1.80	3.00
Loan to bodies corporate		(754.95)	(1,730.91)
Refund of loans from bodies corporate		278.00	–
Purchase of fixed assets (including capital work in progress)		(3,669.86)	(2,667.17)
Proceeds from sale of fixed assets (including advances received)		56.93	126.54
Proceeds from disposal of wind power division		–	802.00
Premium received on redemption of investment in preference shares		–	10.91
Purchase of investments		(81.15)	–
Interest received		190.87	173.87
Investment in margin money deposits		(797.65)	(1,288.31)
Proceeds from maturity of margin money / bank fixed deposit		1,108.47	728.70
Net Cash from / (used in) Investing Activities	**(B)**	**(3,667.54)**	**(3,841.37)**

Consolidated Cash Flow Statement (Contd...) for the year ended 31st March 2014

(₹ in lacs)

Particulars	2013-14	2012-13
C. CASH FLOW FROM FINANCING ACTIVITIES		
Long Term Borrowings received	2,060.79	2,730.76
Long Term Borrowings repaid	(1,506.73)	(1,347.13)
Net movement in cash credit	3,649.13	1,935.37
Proceeds from short term borrowings	15,521.20	24,485.19
Repayment of short term borrowings	(17,587.90)	(22,628.14)
Dividend paid	(145.43)	(218.14)
Dividend paid by a subsidiary (Including tax on dividend)	(70.23)	(6.78)
Interest Paid	(3,433.18)	(2,882.35)
Tax on Dividend	(3.10)	(35.39))
Net Cash flow from / (used in) Financing Activities (C)	**(1,515.45)**	**2,033.39**
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	(276.32)	101.59
Effect of Foreign Currency Translation	(22.94)	242.61
Cash and Cash Equivalents - Opening Balance	761.29	417.09
Cash and Cash Equivalents - Closing Balance	**462.03**	**761.29**
Notes: Cash & Cash Equivalents *:		
Cash on hand (including cheques/draft on hand)	92.81	62.74
Balance with Banks:		
On Current Account	369.20	698.54
On Unpaid dividend account**	0.02	0.01
Cash and Cash Equivalents as at the close of the year (Refer note no. 17)	**462.03**	**761.29**
* Excluding restricted Cash in form of margin money deposits pledged as security / margin with sales tax authority, banks and customers	1,231.72	1,622.45
* Excluding fixed deposits having maturity period over 3 months	–	–
** The Company can utilise these balances only towards settlement of the respective unpaid dividend		

As per our attached report of even date

For and on behalf of the Board of Directors

For S R B C & CO LLP
Chartered Accountants
Firm registration number: 324982E

per Kamal Agarwal
Partner
Membership no.: 058652

Place: Kolkata
Date: 29th May 2014

D. P. Tantia
Chairman

S. G. Tantia
Managing Director

Atul Tantia
Executive Director

V. N. Purohit
Director

R. Mishra
Company Secretary

1. Group Information

GPT Infraprojects Limited (the Company) is a listed public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The Company along with its four subsidiaries and twenty six joint ventures (collectively referred as the Group) operates in (a) execution of construction contracts and other infrastructure activities (b) manufacture and supply of concrete sleepers and (c) manufacture and supply of PVC Revetment Concrete Mattress generally used for maritime protection works.

2. Summary of Significant accounting policies

a) Principles of Consolidation

The consolidated financial statements which relate to GPT Infraprojects Limited, (the Company) and its subsidiaries and Joint Ventures (the 'Group') have been prepared in accordance with the applicable Accounting Standards notified by the Companies Accounting Standards Rules, 2006 (as amended) read with General Circular 8/2014 dated 4th April 2014 issued by the Ministry of Corporate Affairs on the following basis:

i. In terms of Accounting Standard 21 – 'Consolidated Financial Statements', the financial statements of the Company and its Subsidiaries are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenditure, after fully eliminating intra-group balances, intra-group transactions and any unrealized profit/loss included therein.

ii. The difference of the cost to the Company of its investment in subsidiaries over its proportionate share in the equity of the respective investee companies as at the date of acquisition of stake is recognized in the financial statements as Goodwill or Capital Reserve, as the case may be.

iii. The subsidiary companies considered in the financial statements are as follows:

Name of the Subsidiary	Country of Incorporation	Proportion of Ownership Interest	
		31st March 2014	31st March 2013
GPT Investments Private Limited, Mauritius	Mauritius	100.00%	100.00%
GPT Concrete Products South Africa (Pty.) Limited, South Africa	South Africa	69.00%	69.00%
Jogbani Highway Private Limited	India	73.33%	73.33%
GPT Marecom Private Limited	India	100.00%	100.00%

iv. Minorities' interest in net profit / loss of consolidated subsidiaries for the year is identified and adjusted against the income in order to arrive at the net income attributable to the shareholders of the Company. Their share of net assets has been identified and presented in the Consolidated Balance Sheet separately.

v. In terms of Accounting Standard (AS) 27 'Financial Reporting of Interests in Joint Venture' notified by the Companies Accounting Standards Rules, 2006 (as amended) read with General Circular 8/2014 dated 4th April 2014 issued by the Ministry of Corporate Affairs, the Company's proportionate interests in the Joint Ventures are consolidated as separate line items in the financial statements along with the book values of assets, liabilities, income and expenses, after eliminating intra-group balances/transactions and unrealized profit and losses resulting from the transactions between the Company and the joint ventures.

vi. Particulars of interest in joint ventures (Jointly controlled entity):

Name of Joint Venture	Proportion of Interest		Country of	
	2013 – 14	2012 – 13	Incorporation	Residence
GPT– GVV(JV)	60.00%	60.00%	India	India
GPT- MADHAVA (JV)	49.00%	49.00%	India	India
GPT – PREMCO - RDS (JV)	45.00%	45.00%	India	India
GPT – GEO (JV)	60.00%	60.00%	India	India
GPT – GEO - UTS (JV)	60.00%	60.00%	India	India
GPT – SLDN - UTS (JV)	60.00%	60.00%	India	India
GPT – RDS (JV)	50.00%	50.00%	India	India
GPT – SLDN - COPCO (JV)	60.00%	60.00%	India	India
GPT – CVCC – SLDN (JV)	37.50%	37.50%	India	India
GPT – TRIBENI (JV)	60.00%	60.00%	India	India
GPT – RANHILL (JV)	99.99%	99.99%	India	India
GPT – SMC (JV)	51.00%	51.00%	India	India
GPT – BALAJI – RAWATS (JV)	51.00%	–	India	India
GPT – BHARTIA (JV)	61.75%	–	India	India
BHARAT – GPT (JV)	50.00%	50.00%	India	India
BHARATIA – GPT - ALLIED (JV)	65.00%	65.00%	India	India
JMC – GPT (JV)	99.99%	99.99%	India	India
PREMCO – GPT (JV)	40.00%	40.00%	India	India
PIONEER – GPT (JV)	80.00%	80.00%	India	India
RAHEE – GPT (IB) (JV)	30.00%	30.00%	India	India
RAHEE – GPT (NFR) (JV)	51.00%	51.00%	India	India
GPT – RAHEE (JV)				
GPT – Rahee (JV) - Fabrication and Jodhpur	50.00%	50.00%	India	India
GPT – Rahee (JV) - Erection	65.00%	65.00%	India	India
RAHEE – GPT (JV)				
Rahee – GPT (JV) – Mahanadi	50.00%	50.00%	India	India
Rahee – GPT (JV) – Patna	51.00%	51.00%	India	India
Rahee – GPT (JV) - Brajrajnagar	30.00%	30.00%	India	India
GPT Infrastructure Pvt. Ltd. & Universal Construction Co. (JV)	60.00%	60.00%	India	India
Geo Foundation & Structure Pvt. Ltd. & GPT Infraprojects Ltd. (JV)	49.00%	49.00%	India	India
GPT – Transnamib Concrete Sleepers (Pty.) Ltd.	37.00%	37.00%	Namibia	Namibia

vii. The Financial Statements of GPT Investments Private Limited Mauritius, GPT Concrete Products South Africa (Pty.) Limited South Africa and GPT – Transnamib Concerte Sleepers (Pty) Limited Namibia have been prepared in accordance with International Financial Reporting Standards.

viii. The consolidated financial statements have been prepared using uniform accounting policies for like transactions and events in similar circumstances and necessary adjustments required for deviation in accounting policies, if any and to the extent possible, are made in the consolidated financial statements and are presented in the same manner to the extent possible as the Company's separate financial statements.

b) Basis of preparation of Accounts

The financial statements have been prepared to comply in all material respects with the accounting standards notified by the Companies Accounting Standards Rules, 2006 (as amended) read with General Circular 8/2014 dated 4th April 2014 issued by the Ministry of Corporate Affairs and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared under the historical cost convention on an accrual basis, except for insurance and other claims which are accounted for on acceptance / actual receipt basis. The accounting policies adopted in the preparation of financial statements are consistent with those used in the previous year.

c) Use of estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities, at the end of reporting period. Although these estimates are based upon the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets and liabilities in future periods.

d) Tangible Fixed Assets

i. Tangible Fixed assets are stated at cost of acquisition less accumulated depreciation and impairment loss, if any. The cost of acquisition comprises purchase price inclusive of duties (net of CENVAT / VAT), taxes, directly attributable incidental expenses, erection / commissioning expenses, borrowing cost if capitalization criteria are met, etc. incurred upto the date the asset is ready for its intended use.

ii. Machinery Spares which can be used only in connection with a particular item of Fixed Assets and whose use, as per the technical assessment, is expected to be irregular are capitalized and depreciated proportionately over the residual life of the respective assets.

iii. Gain or losses arising from derecognition of tangible fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the assets and are recognized in the statement of profit and loss when the assets are derecognized.

iv. From accounting periods commencing on or after 1st April, 2011, the Group adjusts exchange differences arising on translation/ settlement of long-term foreign currency monetary items pertaining to the acquisition of a depreciable asset to the cost of the asset and depreciates the same over the remaining life of the asset.

v. Expenditure on new projects and substantial expansion:

Expenditure directly relating to construction activity are capitalized. Indirect expenditure incurred during construction period are capitalized as part of the indirect construction cost to the extent to which the expenditure are related to construction activity or are incidental thereto. Other indirect expenditure (including borrowing costs) incurred during the construction period which are not related to the construction activity nor are incidental thereto are charged to the statement of profit and loss. Income earned during construction period is deducted from the total of the indirect expenditure.

All direct capital expenditure on expansion are capitalized. As regards indirect expenditure on expansion, only that portion is capitalized which represents the marginal increase in such expenditure involved as a result of capital expansion. Both direct and indirect expenditure are capitalized only if they increase the value of the asset beyond its original standard of performance.

e) Intangible Fixed Assets

i. Intangible assets are carried at cost of acquisition less accumulated amortization and impairment losses, if any. The Cost of acquisition comprises of purchase price inclusive of duties (net of CENVAT / VAT), taxes, etc.

ii. Computer software not being part of the hardware operating system, are assessed to have a useful life of 3 years and are capitalized as intangible fixed assets.

iii. Gain or losses arising from derecognition of intangible fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the assets and are recognized in the statement of profit and loss when the assets are derecognized.

iv. Annuity entitlements are obtained in consideration for construction, operation and maintenance services in relation to design, build, finance, operate and transfer of Annuity basis. Intangible Asset under development comprises of cost of construction and pre-operative expenses incurred upto the date of commencement of commercial operations. Such pre-operative expenses are treated as Intangible Asset.

f) Depreciation & Amortization

Tangible Fixed Assets

i. The classification of Plant and Machinery into continuous and non-continuous process is done as per technical certification and depreciation thereon is provided accordingly.

ii. Depreciation on tangible fixed assets except as mentioned below, is provided using the Straight Line Method at the rates and in the manner prescribed under Schedule XIV to the Companies Act, 1956 or at rates determined based on the useful life of Assets estimated by the management, whichever is higher.

– Tangible fixed assets acquired up to March 31, 1991 are depreciated at the rates specified in Schedule XIV of the Companies Act, 1956 using written down value method.

– Steel Shutterings are depreciated over a period of five years on straight line method from the year of addition.

– Depreciation on Fixed Assets of certain Joint Ventures are provided using written down value method as per the depreciation rates estimated by the management as given below:

Sl. No.	Type of Assets	Rates (WDV) %	Schedule XIV Rates (SLM) %
1.	Building	10 .00%	3.34%
2	Plant and Equipments	15.00%	4.75%
3.	Furniture and Fixture	10.00%	6.33%
4.	Computer and Office Equipments	60.00% & 15.00%	16.21% & 4.75%
5.	Vehicles and Trollies	15.00% & 20.00%	9.50%

– Depreciation in respect of foreign subsidiaries and a joint venture is provided on straight line method as per the useful lives of the assets estimated by the management which are as follows:

Sl. No.	Type of Assets	Rates as per useful lives estimated by the management %	Schedule XIV Rates (SLM) %
1.	Building	12.50% & 20.00%	3.34%
2	Plant and Equipments	12.50% & 20.00%	4.75%
3.	Furniture and Fixture	12.50% & 20.00%	6.33%
4.	Computer and Office Equipments	12.50% & 20.00%	16.21% & 4.75%
5.	Vehicles and Trollies	20.00%	9.50%

iii) Depreciation on Insurance Spares / standby equipments is provided over the useful lives of the respective mother assets.

iv) Depreciation on fixed assets added / disposed off during the year, is provided on pro-rata basis with reference to the date of addition / disposal.

Intangible Fixed Assets

i) Computer softwares capitalized as intangible fixed assets are amortized on a straight line basis over their useful life of 3 years.

ii) Goodwill arising on consolidation is stated at cost and impairment, if any, is recognized.

g) Impairment of tangible and intangible fixed assets

The carrying amounts of assets are reviewed at each balance sheet date to determine if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount which is the greater of the asset's net selling price and value in use. In assessing the value in use, the estimated future cash flows are discounted to their present value using a pre- tax discount rate that reflects current market assessments of the time value of money and risks specific to the assets.

h) Leases

Finance Leases, which effectively transfer to the Group, substantially, all the risks and benefits incidental to the ownership of the leased items, are capitalized at the lower of the fair value and present value of the minimum lease payment at the inception of lease term and disclosed as leased assets.

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased assets, are classified as operating leases. Operating lease payments are recognized as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term.

i) Borrowing costs

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

j) Inventories

i. Closing stock of stores and spares and raw materials (except for those relating to construction activities) are valued at lower of cost computed on 'Weighted Average' basis and net realizable value. However, materials and other supplies held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost includes expenses incidental to procurement thereof.

ii. Finished goods and work in progress (except for those relating to construction activities) are valued at the lower of cost computed on weighted average basis and net realizable value. Costs in respect of finished goods include direct material, labour and an appropriate portion of overhead costs and excise duty.

iii. Construction work in progress is valued at cost. However, in case of contracts where losses are likely to occur, the stock is considered at net realisable value. Costs include materials, labour and an appropriate portion of construction overheads.

iv. Stores, components, etc. and construction materials at sites to be used in contracts are valued at cost which is ascertained on 'Weighted Average' basis.

v. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

k) Revenue recognition

i. Construction contracts

Revenue on construction contracts is recognized on percentage completion method based on the stage of completion of the contract. The stage of completion is determined as a proportion that contract costs incurred for work performed upto the reporting date bears to the estimated total costs. When it is probable that the total contract cost will exceed the total contract revenue, the expected loss is recognized immediately. For this purpose, total contract costs are ascertained on the basis of actual costs incurred and costs to be incurred for completion of contracts in progress, which is arrived at by the management based on current technical data, forecasts and estimate of expenditure to be incurred in future including contingencies, which being technical matters have been relied upon by the auditors. Revisions in projected profit or loss arising from change in estimates are reflected in each accounting period which, however, cannot be disclosed separately in the financial statements as the effect thereof cannot be accurately determined.

Overhead expenses representing indirect costs that cannot be directly aligned with the jobs, are distributed over the various contracts on a pro-rata basis.

ii. Sale of Goods

Revenue from sale of goods is recognized on passage of title thereof to the customers, which generally coincides with delivery. Sales are net of taxes, returns, claims, trade discounts etc.

Revenue is recognized when the significant risks and rewards of ownership of the goods get passed to the buyer.

iii. Income from Services

Revenues from operation and maintenance contracts are recognized on rendering of services as per the terms of contract.

iv. Interest

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

v. Government grants

Government grants are recognized when there is reasonable assurance that:

- the Group will comply with the conditions attaching to them; and
- the grants will be received.

Government grants with no conditions attached are recognized in the income statement immediately

l) Foreign currency translations

i. Initial Recognition

Foreign currency transactions are recorded in the reporting currency by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

ii. Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction and non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

iii. Exchange Differences

Exchange differences, in respect of accounting periods commencing from 1st April 2011, arising on reporting of long-term foreign currency monetary items at rates different from those at which they were initially recorded during the period, or reported in previous financial statements, in so far as they relate to the acquisition of a depreciable capital asset, are added to or deducted from the cost of the asset and are depreciated over the balance life of the asset, and in other cases, such exchange differences are accumulated in a “Foreign Currency Monetary Items Translation Difference Account” and amortised over the balance period of such long-term asset / liability.

Exchange differences arising on the settlement or reporting of monetary items, not covered above, at rates different from those at which they were initially recorded during the period, or reported in previous financial statements, are recognized as income or expenses in the period in which they arise.

iv. Forward Exchange Contracts not intended for trading or speculation purposes.

The premium or discount arising at the inception of forward exchange contracts is amortized as expenses or income over the life of the respective contracts. Exchange differences on such contracts, except the contracts which are long term foreign currency monetary items, are recognized in the statement of profit and loss in the year in which the exchange rates change. Any profit or loss arising on cancellation or renewal of forward exchange contract is recognized as income or expense for the year. Any gain/loss arising on forward contracts which are long term foreign currency monetary items is recognized in accordance with paragraph 2 (l) (iii) above.

v. **Derivatives Instruments**

As per ICAI announcement, accounting for derivative contracts, other than those covered under AS-11, are marked to market on a portfolio basis, and the net loss after considering the offsetting effect on the underlying hedge item is charged to the statement of profit and loss. Net gains are ignored.

vi. **Translation of Integral and Non-integral foreign operations**

The financial statements of an integral foreign operation are translated as if the transactions of the foreign operation have been those of the company itself.

In translating the financial statements of a non-integral foreign operation for incorporation in financial statements, the assets and liabilities, both monetary and non-monetary, are translated at the closing rate; while income and expense items are translated at exchange rates at the dates of the transactions; All the resulting exchange differences are accumulated in a foreign currency translation reserve until the disposal of the net investment.

On the disposal of a non-integral foreign operation, the cumulative amount of the exchange differences which have been deferred and which relate to that operation are recognized as income or as expenses in the same period in which the gain or loss on disposal is recognized.

When there is a change in the classification of a foreign operation, the translation procedures applicable to the revised classification are applied from the date of the change in the classification.

m) Retirement and other employee benefits

Retirement benefits in the form of Provident Fund is a defined contribution scheme. The Group recognizes contribution payable to provident fund scheme as an expenditure on rendering of related service by employees. There are no obligations other than the contribution payable to the fund. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset.

Gratuity (funded) being defined benefit obligations and long term compensated absences (unfunded) are provided for based on actuarial valuation made at the end of each financial year using the projected unit credit method.

Actuarial gains and losses are recognized immediately in the Statement of Profit and Loss as income or expenses.

n) Income Taxes

Tax expense comprises current and deferred income tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act, 1961. Deferred taxes reflect the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the company has unabsorbed depreciation or carry forward tax losses, deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that such deferred tax assets can be realized against future taxable profits.

The carrying amounts of deferred tax assets are reviewed at each Balance Sheet date. The Group writes down the carrying amount of the deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax assets can be realized. Any such write down is reversed to the extent it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

o) Employee Stock Compensation Cost

Measurement and disclosure of the employee share-based payment plans is done in accordance with SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and the Guidance Note on Accounting for Employee Share-based Payments, issued by the Institute of Chartered Accountants of India. The Company measures compensation cost relating to employee stock options using the intrinsic value method. Compensation expense is amortized over the vesting period of the option on a straight line basis.

p) Segment Reporting

Identification of Segments

The Group has identified that its business segments are the primary segments. The Group's businesses are organized and managed separately according to the nature of activity, with each segment representing a strategic business unit that offers different products and serves different markets. The analysis of geographical segments is based on the areas in which major operating divisions of the Group operate.

Inter segment Transfers

The Group generally accounts for intersegment sales and transfers as if the sales or transfers were to third parties at current market prices.

Allocation of common costs

Common allocable costs are allocated to each segment on case to case basis applying the ratio, appropriate to each relevant case. Revenue and expenses, which relate to the enterprise as a whole and are not allocable to segment on a reasonable basis, have been included under the head "Unallocated - Common".

Segment Policies

The accounting policies adopted for segment reporting are in line with those of the Group.

q) Earning Per Share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period.

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

r) Provisions

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made.

Provisions made in terms of Accounting Standard 29 are not discounted to their present value and are determined based on management estimates required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and appropriately adjusted to reflect the current management estimates.

Provision for warranties cost is based on the claims received upto the year end as well as the management estimates of further liability to be incurred in this regard during the warranty period.

s) Cash and Cash Equivalents

Cash and cash equivalents as indicated in the Cash Flow Statement comprise cash at bank and on hand and short-term investments with an original maturity of three months or less.

t) Measurement of EBIDTA

As permitted by the Guidance Note on the Revised Schedule VI to the Companies Act, 1956, the Group has elected to present earnings before interest, tax expenses, depreciation and amortization expenses (EBITDA) as a separate line item on the face of the statement of profit and loss. The Group measures EBITDA on the basis of profit from continuing operations. In its measurement, the Group does not include depreciation and amortization expenses, interest and tax expenses.

3. SHARE CAPITAL

(₹ in lacs)

Particulars	As at 31st March 2014	As at 31st March 2013
(a) Authorized shares		
50,000,000 (31st March 2013 : 50,000,000) Equity shares of ₹ 10/- each	5,000.00	5,000.00
	5,000.00	**5,000.00**
(b) Issued, subscribed and fully paid-up shares		
14,543,000 (31st March 2013 : 14,543,000) Equity shares of ₹ 10/- each	1,454.30	1,454.30
Less: Amount recoverable from M/s GPT Employees Welfare Trust towards 200,000 (31st March 2013 : 200,000) shares allotted to the trust (Refer note no 29)	20.00	20.00
Total issued, subscribed and fully paid-up share capital	**1,434.30**	**1,434.30**

(c) Reconciliation of the Shares outstanding at the beginning and at the end of the year

i. Equity Shares

Particulars	2013 - 14		2012 - 13	
	No. of Shares	₹ in lacs	No. of Shares	₹ in lacs
At the beginning of the year	14,543,000	1,454.30	14,543,000	1,454.30
Issued during the year	–	–	–	–
Outstanding at the end of the Year	**14,543,000**	**1,454.30**	**14,543,000**	**1,454.30**

(d) Terms/ rights attached to equity shares

i. The Company has only one class of equity shares having par value of ₹ 10/- each. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the general meeting.

ii. The amount of per share dividend recognised as distribution to equity shareholders is ₹ 1.00 (31st March 2013 : ₹ 1.00) for the year.

iii. In the event of winding-up of the Company, the equity shareholders shall be entitled to receive remaining assets of the Company. The distribution will be in proportion to the number of equity shares held by the shareholders.

(e) Details of shareholders holding more than 5% in the Company

Equity Shares

Name of the shareholders	As at 31st March 2014		As at 31st March 2013	
	No. of Shares held	% holding	No. of Shares held	% holding
Om Tantia and Aruna Tantia (Joint holder)	909,504	6.25%	909,504	6.25%
Shree Gopal Tantia and Vinita Tantia (Joint holder)	1,368,022	9.41%	1,368,022	9.41%
GPT Sons Private Limited	4,610,398	31.70%	1,633,600	11.23%
GPT Ventures Private Limited	–	–	2,976,798	20.47%
Nine Rivers Capital Limited	2,168,000	14.91%	2,168,000	14.91%

As per records of the Company, including its register of shareholders / members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

Notes to the Consolidated Financial Statements as at and for the year ended 31st March 2014

4. RESERVES AND SURPLUS

(₹ in lacs)

Particulars	As at 31st March 2014	As at 31st March 2013
A. Capital Reserve (as per last financial statements)		
State Capital Subsidies	16.93	16.93
Share Forfeiture Account	0.11	0.11
Add: Arisen on Consolidation	109.86	109.86
	126.90	**126.90**
B. Capital Redemption reserve Fund		
Balance as per last financial statements	58.99	58.99
Amount transferred from surplus balance in the statement of profit and loss	24.86	–
	83.85	**58.99**
C. Securities Premium Account*		
Balance as per last financial statements	6,447.40	6,444.40
Add: Amount received from M/s GPT Employees Welfare Trust (Refer note no 29)	1.80	3.00
	6,449.20	**6,447.40**
D. General Reserve		
Balance as per last financial statements	652.57	602.57
Add: amount transferred from surplus balance in the statement of profit and loss	–	50.00
	652.57	**652.57**
E. Foreign Exchange Translation Reserve		
Balance as per last financial statements	235.33	361.77
Add: Arisen during the year	(23.35)	(126.44)
	211.98	**235.33**
F. Surplus in the statement of profit and loss		
Balance as per last financial statements	6,746.51	5,659.37
Profit for the year	503.88	1,366.28
Excess provision of dividend tax written back	21.62	–
Less: Appropriations	7,272.01	7,025.65
- Proposed final equity dividend [Amount per share ₹ 1.00 (31st March 2013 : ₹ 1.00)]	145.43	145.43
- Tax on proposed equity dividend	24.72	24.72
- Transfer to General Reserve	–	50.00
- Transfer to Capital Redemption Reserve Fund	24.86	58.99
Total appropriations	195.01	279.14
	7,077.00	**6,746.51**
Total Reserves and surplus (A+B+C+D+E+F)	**14,601.50**	**14,267.70**

* Net of ₹ 168.70 lacs (31st March 2013 : ₹ 170.50 lacs) recoverable on equity shares allotted to M/s GPT Employees Welfare Trust.

5. LONG-TERM BORROWINGS

(₹ in lacs)

Particulars	Note No.	As at 31st March 2014		As at 31st March 2013	
		Non-Current	Current maturities	Non-Current	Current maturities
Secured					
I) Term Loans					
From Banks					
- In Foreign currency	5.1	1,254.19	1,132.69	648.59	662.80
From Others					
- In Indian rupees	5.2	–	825.00	175.00	925.00
II) Deferred Payment Credits	5.3	338.98	622.87	687.08	517.01
		1,593.17	2,580.56	1,510.67	2,104.81
Add: Proportionate Share in Joint Ventures (Deferred Payment Credits)	5.3	–	–	–	4.19
		1,593.17	2,580.56	1,510.67	2,109.00
Less: Amount disclosed under the head “other current liabilities” (Refer note no. 10)		–	2,580.56	–	2,109.00
Net amount		**1,593.17**	–	**1,510.67**	–

Note:

5.1 (a) Term Loans in foreign currency includes ₹ 319.28 lacs (31st March 2013 : ₹ 526.89 lacs) towards external commercial borrowing, secured by first charge of equipments purchased from proceeds of such loans and personal guarantees of four directors of the Company. The loan is repayable in 8 quarterly equal installments of ₹ 67.98 lacs (USD 1.25 lacs) each after 27 months from the date of disbursement (first tranche commenced from February 26, 2013) and carries interest @ Libor (3 months) plus 3%.

(b) Includes ₹ Nil (31st March 2013 : ₹187.74 lacs) secured by first charge on all present and future fixed assets except acquired from term loan refered in (c) below of GPT Concrete Products South Africa (Pty.) Ltd. a subsidiary, pari passu charge over receivables, pledge of entire shareholding of GPT Infraprojects Limited in the GPT Concrete Products South Africa (Pty.) Ltd. and personal guarantees of four directors of the Company. The outstanding loan was repaid in June 2013 and was carrying interest @ Libor (6 months) + 3.75% p.a.

(c) Includes ₹ 2,067.60 lacs (31st March 2013 : ₹ 596.76) secured by first charge on the current assets, assets acquired out of bank finance for term loans and first charge on entire movable and immovable assets of GPT Concrete Products South Africa (Pty.) Ltd. a subsidiary and personal guarantees of four directors of the Company. The outstanding loan is repayable in 35 equal monthly installment with the 36th payment being the balance, payable by June 2018 and carries interest at the prime lending rate as applicable in South Africa.

5.2 Term loan in Indian Rupees is secured by exclusive charge by way of hypothecation of (a) current assets both present and future (b) entire fixed assets both present and future (c) Trust and Retention account (d) Project development documents rights, title, interest, benefits, claims and demand (e) Personal guarantee of one director, relating to Ahmedpur project of the Company. The outstanding loan is repayable by August 2014 and carries interest @ 14.25% p.a.

5.3 Deferred Payment Credits are secured by first charge of equipments purchased from proceeds of such loans and personal guarantees of two Directors. The outstanding loan amount is repayable in monthly installments and the amount repayable within one year being ₹ 622.87 lacs, between 1 - 2 years ₹ 266.44 lacs and between 2 - 3 year ₹ 72.54 lacs. The loan carries interest @ 8.00% - 14.00% p.a.

5.4 Continuing defaults as on the Balance Sheet date :

Particulars	As at 31st March 2014		As at 31st March 2013	
	Period	Amount (₹ in lacs)	Period	Amount (₹ in lacs)
a. Term Loan in Indian Rupee				
- Principal overdue	January 2014 to March 2014	350.00	–	–
- Interest accrued and due	January 2014 & February 2014	21.18	–	–
b. Deferred Payment Credits				
- Installments overdue	February 2014 & March 2014	9.86	–	–
- Interest accrued and due	February 2014 & March 2014	1.22	–	–

6. DEFERRED TAX LIABILITIES (NET)

(₹ in lacs)

Particulars	As at 31st March 2014	As at 31st March 2013
Deferred tax liability		
- Timing difference on depreciable assets	839.19	756.48
- Timing difference on interest capitalised	10.29	8.17
	849.48	764.65
Deferred tax assets		
- Expenses allowable against taxable income in future years	204.43	127.20
- Tax losses available for set off against future taxable income	113.44	77.94
- Operating lease accruals	3.43	0.65
	321.30	205.79
	528.18	558.86
Add: Proportionate Share in Joint Ventures	114.61	100.49
Net Deferred tax liabilities	**642.79**	**659.35**

7. PROVISIONS

(₹ in lacs)

Particulars	As at 31st March 2014		As at 31st March 2013	
	Non-current	Current	Non-current	Current
For Employee Benefits (Refer note no 35) *				
- Gratuity	87.85	4.10	62.27	3.38
- Leave	129.24	2.73	117.56	3.17
Other provisions for -				
- Income tax [Net of advance tax of ₹ 630.00 lacs (31st March 2013 : ₹ Nil)]	–	37.19	–	–
- Wealth tax	–	–	–	1.50
- Proposed equity dividends	–	145.43	–	145.43
- Tax on proposed equity dividends	–	24.72	–	24.72
	217.09	214.17	179.83	178.20
Add: Proportionate Share in Joint Ventures [includes provision for income tax ₹ 2.90 lacs (31st March 2013 : ₹ 158.25 lacs)]	–	6.15	–	159.73
	217.09	**220.32**	**179.83**	**337.93**

* The classification of provision for employee benefits into current / non current has been done by the actuary based upon the estimated amount of cash outflow during the next 12 months from the balance sheet date.

8. SHORT-TERM BORROWINGS

(₹ in lacs)

Particulars	Note No.	As at 31st March 2014	As at 31st March 2013
Secured			
From banks: **In Indian Rupees**			
- Cash credit (repayable on demand)	8.1 and 8.2	15,885.50	12,183.72
- Short term loan for working capital	8.1 and 8.3	4,531.92	3,997.84
Foreign currency loan			
- Cash credit (repayable on demand)	8.4	838.76	882.86
- Buyers Credit	8.1 and 8.5	621.12	3,228.31
		21,877.30	20,292.73
Add: Proportionate Share in Joint Ventures (unsecured, interest free, repayable on demand)		–	8.55
		21,877.30	**20,301.28**

Note:

8.1 Cash credit, short term loans for working capital and foreign currency loan are secured by (a) First hypothecation charge on current assets of the Company on pari pasu basis under consortium banking arrangement. (b) First hypothecation charge on all movable fixed assets (excluding those assets financed out of term loan / lease finance from Banks / Financial Institutions) of the Company on pari pasu basis under consortium banking arrangement. (c) Personal guarantee of four directors of the Company and (d) Corporate guarantee and equitable mortgage of land owned by GPT Developers Limited. All the charges created in favour of the lenders for Cash Credit and Working Capital loan rank pari passu inter se.

8.2 Cash Credit borrowings carry interest @ 10.60% to 13.75% p.a. and are repayable on demand.

8.3 Short term loans for working capital carries interest @ 11.00% to 12.75% p.a. and are repayable till August 2014.

8.4 Foreign currency cash credit loan is secured by first charge on the current assets and first charge on entire movable and immovable assets of GPT Concrete Products South Africa (Pty.) Ltd. a subsidiary and personal guarantees of four directors of the Company. The loan carries interest at the prime lending rate as applicable in South Africa.

8.5 Buyers Credit in foreign currency carry interest @ 1.03% to 2.44% p.a. and are repayable till July 2014.

8.6 Default as on the Balance Sheet date :

Particulars	As at 31st March 2014		As at 31st March 2013	
	Period	Amount (₹ in lacs)	Period	Amount (₹ in lacs)
Short term Loan for working capital				
- Principal overdue	March 2014	5.22	–	–

9. TRADE PAYABLES

(₹ in lacs)

Particulars	As at 31st March 2014		As at 31st March 2013	
	Non-current	Current	Non-current	Current
Trade payables* [including acceptances of ₹ 1,152.09 lacs (31st March 2013 : ₹ 1,738.88 lacs) and due to Micro, Small and Medium Enterprises ₹ Nil (31st March 2013 : ₹ Nil)]	–	10,489.31	–	10,034.25
Add: Proportionate Share in Joint Ventures	–	2,169.55	9.21	2,539.03
	–	**12,658.86**	**9.21**	**12,573.28**

* As per information available with the Group, there are no suppliers covered under Micro, Small & Medium Enterprise Development Act, 2006. As a result, no interest provision/payment have been made by the Group to such creditors, if any, and no disclosure thereof is made in these financial statements.

10. OTHER CURRENT LIABILITIES

(₹ in lacs)

Particulars	As at 31st March 2014	As at 31st March 2013
Current maturities of long-term borrowings (Refer note no. 5)	2,580.56	2,109.00
Interest accrued but not due on borrowings	71.97	53.73
Interest accrued and due on borrowings	22.40	–
Other Payables		
- Advance from customers (partly bearing interest) [includes mobilisation advance of ₹ 1,676.71 lacs (31st March 2013 : ₹ 1,633.70 lacs)]	1,733.88	1,810.71
- Advance against sale of fixed assets	100.63	100.63
- Capital creditors	409.07	255.42
- Employees related liabilities	314.35	345.25
- Statutory dues	472.98	544.56
- Payable towards forward / derivative contracts	16.92	92.00
Investor Education and Protection Fund :		
- Unpaid dividend (Not Due)	0.02	0.01
	5,722.78	5,311.31
Add: Proportionate Share in Joint Ventures [includes mobilisation advance of ₹ 756.63 lacs (31st March 2013 : ₹ 1,496.85 lacs)]	1,293.43	1,806.72
	7,016.21	**7,118.03**

Notes to the Consolidated Financial Statements as at and for the year ended 31st March 2014

11. TANGIBLE AND INTANGIBLE ASSETS

(₹ in lacs)

Particulars	Tangible Assets										Intangible Assets					Total
	Land	Buildings	Plant and equipment	Furniture and fixtures	Vehicles	Computer and Office Equipments	Steel Shutter-ings	Total	Add: Propotion-ate share in Joint Venture	Total Tangible Assets	Computer software	Technology Transfer Fees	Total	Add: Propotion-ate share in Joint Venture	Total Intangible Assets	Fixed Assets
Gross Block:																
As at 1st April, 2012	320.34	1,431.40	10,486.74	183.35	487.50	353.09	1,122.83	14,385.25	2,096.23	16,481.48	85.47	46.24	131.71	5.49	137.20	16,618.68
Additions	148.52	83.01	1,979.83	9.84	182.07	70.12	463.03	2,936.42	85.36	3,021.78	43.73	–	43.73	–	43.73	3,065.51
Disposals	(30.16)	(72.74)	(1,139.66)	–	(23.85)	(0.09)	–	(1,266.50)	(1.38)	(1,267.88)	–	–	–	–	–	(1,267.88)
Other Adjustments																
- Exchange Differences	–	(94.72)	(437.34)	(1.20)	(23.44)	(9.00)	–	(565.70)	(107.10)	(672.80)	–	–	–	–	–	(672.80)
As at 31st March 2013	**438.70**	**1,346.95**	**10,889.57**	**191.99**	**622.28**	**414.12**	**1,585.86**	**15,489.47**	**2,073.11**	**17,562.58**	**129.20**	**46.24**	**175.44**	**5.49**	**180.93**	**17,743.51**
Additions	–	517.92	3,076.56	1.85	4.85	32.67	434.82	4,068.67	42.78	4,111.45	15.75	–	15.75	–	15.75	4,127.20
Disposals	–	(1.07)	(59.22)	–	(14.25)	(12.35)	–	(86.89)	(85.79)	(172.68)	–	–	–	(5.49)	(5.49)	(178.17)
Other Adjustments																
- Exchange Differences	–	(36.59)	(133.29)	(0.44)	(22.23)	(19.18)	–	(211.73)	(66.87)	(278.60)	–	–	–	–	–	(278.60)
- Others	–	0.11	60.37	(0.86)	(59.06)	0.68	–	1.24	–	1.24	–	–	–	–	–	1.24
As at 31st March 2014 [refer Note No. (i) and (ii)]	**438.70** (i)	**1,827.32**	**13,833.99** (ii)	**192.54**	**531.59**	**415.94**	**2,020.68**	**19,260.76**	**1,963.23**	**21,223.99**	**144.95**	**46.24**	**191.19**	**–**	**191.19**	**21,415.18**
Depreciation/Amortisation:																
As at 1st April, 2012	–	385.72	3,276.50	16.89	176.52	82.10	425.03	4,362.76	442.59	4,805.35	22.86	3.21	26.07	3.84	29.91	4,835.26
Charge for the year [refer Note No. (iii)]	–	139.55 (iii)	1,084.47 (iii)	12.40	58.53	35.64	253.60	1,584.19	295.21	1,879.40	38.24	7.71	45.95	0.41	46.36	1,925.76
On Disposals	–	(37.85)	(781.95)	–	(7.45)	–	–	(827.25)	–	(827.25)	–	–	–	–	–	(827.25)
Other Adjustments																
- Exchange Differences	–	(47.26)	(193.58)	(0.57)	(24.24)	(9.79)	–	(275.44)	(29.82)	(305.26)	–	–	–	–	–	(305.26)
- Others	–	–	14.31	–	(14.31)	–	–	–	–	–	–	–	–	–	–	–
As at 31st March 2013	–	**440.16**	**3,399.75**	**28.72**	**189.05**	**107.95**	**678.63**	**4,844.26**	**707.98**	**5,552.24**	**61.10**	**10.92**	**72.02**	**4.25**	**76.27**	**5,628.51**
Charge for the year	–	129.89	1,100.85	12.79	57.90	38.96	351.16	1,691.55	269.43	1,960.98	45.84	7.71	53.55	1.24	54.79	2,015.77
On Disposals	–	–	(16.50)	–	(6.37)	(2.00)	–	(24.87)	(45.20)	(70.07)	–	–	–	(5.49)	(5.49)	(75.56)
Other Adjustments																
- Exchange Differences	–	(11.27)	(30.24)	(0.13)	(23.49)	(15.95)	–	(81.08)	(4.82)	(85.90)	–	–	–	–	–	(85.90)
- Others	–	0.30	36.03	0.33	(35.36)	(0.06)	–	1.24	–	1.24	–	–	–	–	–	1.24
As at 31st March 2014	–	**559.08**	**4,489.89**	**41.71**	**181.73**	**128.90**	**1,029.79**	**6,431.10**	**927.39**	**7,358.49**	**106.94**	**18.63**	**125.57**	–	**125.57**	**7,484.06**
Net Block																
As at 31st March 2013	**438.70**	**906.79**	**7,489.82**	**163.27**	**433.23**	**306.17**	**907.23**	**10,645.21**	**1,365.13**	**12,010.34**	**68.10**	**35.32**	**103.42**	**1.24**	**104.66**	**12,115.00**
As at 31st March 2014	**438.70**	**1,268.24**	**9,344.10**	**150.83**	**349.86**	**287.04**	**990.89**	**12,829.66**	**1,035.84**	**13,865.50**	**38.01**	**27.61**	**65.62**	**–**	**65.62**	**13,931.12**

Notes:

(i) Includes ₹ 101.60 lacs (31st March 2013 : ₹ 101.60 lacs) registered in the name of GPT Metal Industries Limited, which has been merged with the company in an earlier year.

(ii) Includes plant and equipment of ₹ 30.12 lacs (31st March 2013 : ₹ 106.83 lacs) installed on premises of a related party.

(iii) Charge for the year 2012 - 13 includes ₹ 53.66 lacs relating to wind power division / business disposed off during the previous year. Also refer note no 30.

12. LOANS AND ADVANCES

(₹ in lacs)

Particulars	As at 31st March 2014		As at 31st March 2013	
	Non-current	Current	Non-current	Current
(Unsecured, Considered Good)				
Capital Advances	5.38	–	25.51	–
Advances recoverable in cash or kind				
- Related parties (Refer note no 34)	–	152.94	–	71.41
- Others	1.10	69.61	1.10	160.05
Loan to bodies corporate	120.00	2,219.75	142.69	1,720.11
Security Money / Earnest Money Deposits				
- Related parties (Refer note no 34)	100.00	–	100.00	30.00
- Others	150.34	227.03	190.98	194.56
Other Loans and advances				
- Balance with Government Authorities	–	978.17	–	823.23
- Loan to employees	10.02	39.10	18.38	32.00
- Prepaid expenses	22.69	188.94	58.58	212.81
- Advance income-tax [net of provisions of ₹ 160.21 lacs (31st March 2013 : ₹ 1,079.34 lacs)]	835.63	–	705.13	–
	1,245.16	3,875.54	1,242.37	3,244.17
Add: Proportionate Share in Joint Ventures [includes advance income tax of ₹ 245.42 lacs (31st March 2013 : ₹ 119.07 lacs)]	170.88	2,257.81	136.88	1,612.38
	1,416.04	**6,133.35**	**1,379.25**	**4,856.55**

13. OTHER ASSETS

(₹ in lacs)

Particulars	As at 31st March 2014		As at 31st March 2013	
	Non-current	Current	Non-current	Current
(Unsecured, considered good)				
Non-current Bank Balances (Refer note no. 17)	630.71	–	551.23	–
Unamortised premium on forward contracts	–	8.19	–	58.51
Interest accrued on loan given and fixed deposits	–	342.41	–	34.03
Unbilled revenue on construction contracts	–	14,614.93	–	11,013.53
Accrued price variation yet to be billed	–	2,448.66	–	2,870.03
Export benefits receivable	–	47.79	–	79.06
	630.71	17,461.98	551.23	14,055.16
Add: Proportionate share in Joint Ventures	–	2,460.87	–	2,215.05
	630.71	**19,922.85**	**551.23**	**16,270.21**

14. TRADE RECEIVABLES

(₹ in lacs)

Particulars	As at 31st March 2014		As at 31st March 2013	
	Non-current	Current	Non-current	Current
Unsecured				
Outstanding for a period exceeding six months from the date they become due for payment				
- Considered Good	–	1,595.46	–	1,134.34
- Considered Doubtful	227.84	–	154.11	–
	227.84	1,595.46	154.11	1,134.34
Less: Provision for doubtful receivables	227.84	-	154.11	-
	–	1,595.46	–	1,134.34
Others				
- Considered Good [includes Retention money* ₹ 2,018.10 lacs (31st March 2013 : ₹ 3,055.29 lacs)]	–	5,251.13	–	7,126.85
	–	5,251.13	–	7,126.85
	–	6,846.59	–	8,261.19
Add: Proportionate share in Joint Ventures [includes Retention money* ₹ 180.47 lacs (31st March 2013 : ₹ 309.64 lacs)]	7.69	2,010.30	7.96	2,702.31
	7.69	**8,856.89**	**7.96**	**10,963.50**

* Classified as current / non current based on the operating cycle as indicated in note no 40.

15. CURRENT INVESTMENTS (valued at cost unless stated otherwise)

(₹ in lacs)

Particulars	No of Shares	Face value per share	As at 31st March 2014	As at 31st March 2013
Trade investments, unquoted (fully paid up)				
Preference shares				
Redeemable Preference Shares of GPT - Transnamib Concrete Sleepers (Pty.) Limited, Namibia [Refer note no (a) below]	1260 (–)	NAD 100/-	71.37	–

(a) The Redeemable Preference Shares are redeemable in remaining four equal quarterly installments by March 2015.

16. Inventories [valued at lower of cost and net realisable value also refer note no 2(j)]

(₹ in lacs)

Particulars	As at 31st March 2014	As at 31st March 2013
Raw Materials [including in transit ₹ Nil (31st March 2013 : ₹ 119.11 lacs)]	658.47	992.46
Construction Materials [including in transit ₹ 50.52 Lacs (31st March 2013 : ₹ 847.82 lacs)]	2,367.57	3,598.07
Work in Progress (Refer note no. 23 and 39)	1,446.58	1,902.74
Finished Goods (Refer note no. 23)	1,955.82	1,958.03
Stock-in-Trade (Refer note no. 23)	9.31	6.95
Stores and Spare [including in transit ₹ 6.60 lacs (31st March 2013 : ₹ 0.65 lac)]	516.09	611.93
	6,953.84	9,070.18
Add: Proportionate share in Joint Ventures	585.64	587.69
	7,539.48	**9,657.87**

17. CASH AND BANK BALANCES

(₹ in lacs)

Particulars	As at 31st March 2014		As at 31st March 2013	
	Non-current	Current	Non-current	Current
Cash and cash equivalents				
Balances with banks:				
- On current accounts	–	287.65	–	486.62
- On unpaid dividend account	–	0.02	–	0.01
- Cheques / drafts on hand	–	41.45	–	–
- Cash on hand	–	28.25	–	50.40
	–	357.37	–	537.03
Other bank balances				
Balances with banks:				
- Margin money deposit*	630.71	1,231.72	551.23	1,622.45
	630.71	1,231.72	551.23	1,622.45
	630.71	1,589.09	551.23	2,159.48
Add: Proportionate share in Joint Ventures [Including Cash and Cash equivalents of ₹ 104.66 lacs (31st March 2013 : ₹ 224.26 lacs)]	–	105.09	–	224.26
	630.71	1,694.18	551.23	2,383.74
Less: Amount disclosed under non-current assets (Refer note no. 13)	630.71	–	551.23	–
	–	**1,694.18**	–	**2,383.74**

*Receipts pledged as security / margin with sales tax authorities, banks and customers

18. REVENUE FROM OPERATIONS

(₹ in lacs)

Particulars	2013-14	2012-13
Revenue from operations		
Sale of products		
- Finished goods	11,950.29	10,828.03
- Traded goods	1,823.17	1,737.58
Contract Revenues	21,116.65	22,523.13
Other operating revenue		
- Scrap Sales	61.60	124.72
- Exports Benefits	5.84	30.79
- Royalty Fees	13.37	17.33
Revenue from operations (gross)	34,970.92	35,261.58
Less: Excise duty	297.16	294.05
Revenue from operations (net)	34,673.76	34,967.53
Add: Proportionate share in Joint Ventures	10,609.81	13,346.85
	45,283.57	**48,314.38**

19.1 OTHER INCOME

(₹ in lacs)

Particulars	2013-14	2012-13
Premium on redemption of investment in preference shares	–	10.91
Insurance claims received	4.43	34.07
Profit on sale of Fixed Assets (net)	–	2.34
Unspent Liabilities/Provisions no longer required written back	26.54	128.54
Provision for doubtful receivable written back	–	15.00
Other non operating income	186.81	19.42
	217.78	210.28
Add: Proportionate share in Joint Ventures	2.36	8.92
	220.14	**219.20**

19.2 INTEREST INCOME

(₹ in lacs)

Particulars	2013-14	2012-13
Interest income on		
- Bank deposits	169.40	159.54
- Loans given	329.85	30.75
	499.25	**190.29**

20. COST OF RAW MATERIALS CONSUMED

(₹ in lacs)

Particulars	2013-14	2012-13
Inventory at the beginning of the year	992.46	577.59
Add: Purchases (including procurement expenses)	6,423.43	6,279.05
	7,415.89	6,856.64
Less: Inventory at the end of the year	658.47	992.46
	6,757.42	5,864.18
Add: Proportionate share in Joint Ventures	501.12	553.33
	7,258.54	**6,417.51**

21. COST OF MATERIALS CONSUMED FOR CONSTRUCTION / OTHER CONTRACTS

(₹ in lacs)

Particulars	2013-14	2012-13
Inventory at the beginning of the year	3,598.07	2,726.87
Add: Purchases (including procurement expenses)	8,073.17	12,162.83
	11,671.24	14,889.70
Less: Inventory at the end of the year	2,367.57	3,598.07
	9,303.67	11,291.63
Add: Proportionate share in Joint Ventures	870.83	1,553.45
	10,174.50	**12,845.08**

Notes to the Consolidated Financial Statements as at and for the year ended 31st March 2014

22. PURCHASE OF STOCK - IN - TRADE

(₹ in lacs)

Particulars	2013-14	2012-13
Steel	401.09	882.50
Elastic Rail Clip	–	244.23
Manganese Ore	1,245.05	363.13
SGCI Inserts	–	25.26
Others	6.20	131.22
	1,652.34	**1646.34**
Add: Proportionate share in Joint Ventures	12.76	13.69
	1,665.10	**1,660.03**

23. CHANGE IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS

(₹ in lacs)

Particulars	2013 - 14	2012 - 13	Change in inventories
Inventories at the end of the year:			
- Finished goods	1,955.82	1,958.03	2.21
- Work in Progress	1,446.58	1,902.74	456.16
- Stock in Trade	9.31	6.95	(2.36)
	3,411.71	3,867.72	456.01
Inventories at the beginning of the year:			
- Finished goods	1,958.03	2,310.69	352.66
- Work in Progress	1,902.74	1,033.21	(869.53)
- Stock in Trade	6.95	12.21	5.26
	3,867.72	3,356.11	(511.61)
	456.01	**(511.61)**	
Less: (Increase)/decrease in excise duty on Finished Goods Stock #	25.17	(5.57)	
	430.84	**(506.04)**	
Add: Proportionate share in Joint Ventures	(19.34)	(28.08)	
	411.50	**(534.12)**	

(#) represents differential excise duty and cess on opening and closing stock of Finished Goods.

24. EMPLOYEE BENEFITS EXPENSE

(₹ in lacs)

Particulars	2013-14	2012-13
Salaries, Wages and Bonus (also Refer note no 37)	2,639.31	2,604.10
Contribution to Provident and Others Funds	54.47	61.57
Gratuity expense (Refer note no 35)	26.30	27.93
Staff Welfare Expenses	68.42	91.10
	2,788.50	2,784.70
Add: Proportionate share in Joint Ventures	199.13	210.66
	2,987.63	**2,995.36**

25. OTHER EXPENSES

(₹ in lacs)

Particulars	2013 - 14		2012 - 13	
Consumption of stores and spares		1,112.13		1,580.28
Power and Fuel		1,034.01		1,178.24
Payment to subcontractors (inlcuding towards turnkey contracts)		5,791.22		6,325.21
Rent		222.07		243.01
Machinery hire charges		569.64		438.42
Carriage inward		160.25		248.06
Rates and taxes [Including ₹ NIL (31st March 2013 : ₹ 12.68 lacs) for earlier years]		134.85		266.98
Insurance		122.94		98.53
Repairs and maintenance				
- Plant and machinery	336.09		285.07	
- Buildings	0.33		0.46	
- Others	44.86	381.28	53.32	338.85
Professional charges and consultancy fees		428.89		607.27
Travelling and conveyance		296.85		278.03
Donations and charity		23.07		56.14
Site mobilisation expenses		48.44		259.47
Directors remuneration				
- Commission	3.33		8.76	
- Directors sitting fees	4.66	7.99	3.38	12.14
Payment to auditors				
As auditor:				
- Audit fee	27.53		27.78	
- Limited reviews	7.50		7.50	
In other capacity:				
- Other services (certification fees)	5.30		6.85	
- Reimbursement of expenses	0.80	41.13	0.77	42.90
Loss on foreign exchange fluctuations (net)		732.76		534.59
Loss on sale / discard of fixed assets (net)		45.68		–
Provision for bad / doubtful debts		73.73		150.00
Prior period expenses [Refer note no (a) below]		5.27		2.76
Selling and distribution expenses				
- Advertisement expenses	7.88		16.26	
- Selling commission	–		2.73	
- Business promotion expenses	27.03		8.32	
- Freight & forwarding expenses	376.44	411.35	376.19	403.50
Other miscellaneous expenses		469.23		470.45
		12,112.78		**13,534.83**
Add: Proportionate share in Joint Ventures		4,814.41		5,227.38
		16,927.19		**18,762.21**

a) Details of prior period expenses

(₹ in lacs)

Particulars	2013-14	2012-13
Staff welfare expenses	–	0.49
Carriage inward	–	0.92
Repairs and maintenance	–	0.48
Rent	–	0.03
Interest expense	4.07	0.76
Travelling and conveyance	1.20	–
Other miscellaneous expenses	–	0.08
	5.27	**2.76**

26. FINANCE COSTS

(₹ in lacs)

Particulars	2013-14	2012-13
Interest expense on:		
Term loans from		
- Banks	615.59	968.52
- Others	177.81	7.81
Other loans, mobilisation advances etc.		
- Banks	1,901.08	1,384.34
- Others	654.48	412.74
Other borrowing costs	313.76	300.59
Exchange difference to the extent considered as an adjustment to borrowing cost	–	–
	3,662.72	3,074.00
Add: Proportionate share in Joint Ventures	125.74	149.36
	3,788.46	**3,223.36**

27. CONTINGENT LIABILITIES NOT PROVIDED FOR IN RESPECT OF:

(₹ in lacs)

Particulars	As at 31st March 2014	As at 31st March 2013
a) Outstanding bank guarantees and Letters of Credit [Including ₹ 4,630.74 lacs (31st March 2013 : ₹ 5,618.87 lacs) given for Joint Ventures and ₹ 368.00 lacs (31st March 2013 : ₹ 368.00) given for a subsidiary]	17,355.63	16,938.41
b) Corporate guarantees given	2,971.00	1,723.79
c) Disputed excise demands under appeal:		
(i) Demand on account of Modvat Credit disallowed for subsequent endorsement of third party invoice in favour of the Company. The Company has filed an appeal before the Appellate Authority against such demand which is pending hearing.	92.16	92.16
(ii) Others	9.31	13.13
d) Disputed VAT / CST demand under appeal :		
(i) Demand on account of disallowances of export sales, labour and supervision charges, Works Contract Tax, etc. from taxable contractual transfer price and disallowance of Input VAT on purchases, Entry Tax etc. The Company has filed an appeal before the Appellate Authority against such demand which is pending hearing.	875.06	–
e) Other Claims not acknowledged as debts [Includes proportionate share in Joint Ventures ₹ Nil (31st March 2013 : ₹ 4.85 lacs)]	–	4.85

28. CAPITAL AND OTHER COMMITMENTS

(₹ in lacs)

Particulars	As at 31st March 2014	As at 31st March 2013
Estimated amount of contract remaining to be executed on Capital Account and not provided for (net of advances)	10.82	7,448.75

29(a) During the year 2009 - 10, the Company had issued and allotted 200,000 equity shares of ₹ 10.00 each at a premium of ₹ 90.00 each aggregating ₹ 200.00 lacs to M/s GPT Employees Welfare Trust for exercising the option under GPT Employees Stock Option Plan-2009 (the Scheme). The Scheme to be operative for this purpose is as under:

	Scheme
Date of Board Approval	30.11.2009
Date of Shareholder's approval	24.12.2009
Number of options to be granted	2,00,000
Vesting Period	1 -5 Years
Exercise Period	5 years from vesting period

The Company has not granted any options under the scheme till the balance sheet date.

(b) Further, the Company had given ₹ 200.00 lacs during 2009-10 by way of interest free loan to the M/s GPT Employees Welfare Trust which would be recovered from the trust on issue of the aforesaid shares to the employees in terms of the above Scheme. The trust has refunded ₹ 1.80 lacs (31st March 2013 : ₹ 3.00 lacs) to the Company during the year. As per Guidance Note on Accounting for Employee Share based payments issued by the Institute of Chartered Accountants of India, the above loan has been adjusted to the extent of ₹ 20.00 lacs (31st March 2013 : ₹ 20.00 lacs) in equity share capital and balance ₹ 168.70 lacs (31st March 2013 : ₹ 170.50 lacs) in the securities premium account.

30. The Company has disposed off its wind power division / business during previous year in January 2013 in terms of resolution passed by the shareholders through postal ballot process on 28th December 2012 for sale consideration of ₹ 813.36 lacs (net of disposal cost) and had recognized pre-tax gain of ₹ 390.61 lacs on such disposal. Income tax expense thereon was ₹ 160.21 lacs.

The following statement shows the revenue and expenses of discontinued operations:

(₹ in lacs)

Particulars	2013-14	2012-13
Revenue from operations (gross)	–	117.77
Less: excise duty	–	-
Revenue from operations (net)	–	117.77
Other Income	–	390.61
Total Revenue (I)	–	508.38
Expenses		
Other Expenses	–	21.91
Total Expenses (II)	–	21.91
Earning before finance costs, tax expenses, depreciation & amortization expenses (EBITDA) (I) – (II)	–	486.47
Depreciation & amortization expenses (Refer note no 11)	–	53.66
Finance costs	–	2.02
Profit before tax	–	430.79

The net cash flows attributable to the wind power division / business are as below:

(₹ in lacs)

Particulars	2013-14	2012-13
Operating activities	–	221.17
Investing activities	–	802.00
Financing activities	–	(1,023.25)
Net cash inflows / (outflows)	–	(0.08)

31. Basis for calculation of Basic and Diluted Earnings per Share (EPS) is as follows:

(₹ in lacs, except per share data)

Particulars	2013-14	2012-13
Profit after tax as per Statement of profit & loss	503.88	1,366.28
Weighted average number of equity shares for calculating basic and diluted EPS (Nos.)	14,343,000	14,343,000
Basic and diluted EPS (₹)	3.51	9.53
Continuing operations		
Profit after tax as per Statement of Profit and Loss	503.88	962.86
Weighted average number of equity shares for calculating basic and diluted EPS (Nos.)	14,343,000	14,343,000
Basic and diluted EPS (₹)	3.51	6.71

32. Segment information

Business segment	The business segments have been identified on the basis of the activities undertaken by the Company. Accordingly, the Company has identified the following segments
Concrete Sleepers and Allied	Consists of manufacturing of concrete sleepers, supply of plant & machinery and components for manufacturing of concrete sleepers
Infrastructure	Consists of execution of construction contracts and other infrastructure activities
Others	Consists of miscellaneous business comprising of less than 10% revenue on individual basis (includes the wind power division which has been disposed off during the previous year)
Geographical segment	The analysis of geographical segment is demarcated into Domestic and Overseas operation.

(a) Information about Primary Business Segments:

(₹ in lacs)

Particulars	Concrete Sleepers and Allied		Infrastructure		Others		Discontinued Operation (Others)		Elimination		Total	
	2013-14	2012-13	2013-14	2012-13	2013-14	2012-13	2013-14	2012-13	2013-14	2012-13	2013-14	2012-13
(a) Revenue (Net of Excise Duty and Cess)												
External sales	**12,638.83**	12,711.42	**31,162.03**	35,430.12	**1,401.90**	–	–	117.77	–	–	**45,202.76**	48,259.31
Inter Segment Sales	**3.00**	3.00	–	–	**0.59**	–	–	–	**(3.59)**	(3.00)	–	–
Total Revenue	**12,641.83**	12,714.42	**31,162.03**	35,430.12	**1,402.49**	–	–	117.77	**(3.59)**	**(3.00)**	**45,202.76**	48,259.31
(b) Results												
Segment Results	**1,460.05**	1,229.24	**3,959.45**	4,610.18	**(93.86)**	(26.90)	–	432.81	–	–	**5,325.64**	6,245.33
Unallocated Income (Net of unallocated expenses)											**(762.91)**	(1,106.82)
Operating Profit											**4,562.73**	5,138.51
Finance Cost											**3,788.46**	3,225.38
Profit before tax											**774.27**	1,913.13
Tax Expenses / (Credit)											**143.36**	472.37
Profit after tax but before minority interest											**630.91**	1,440.76
OTHER INFORMATION												
(a) Total Assets												
Segment Assets	**11,019.65**	10,420.15	**42,064.96**	41,550.06	**558.23**	437.74	–	–	–	–	**53,642.84**	52,407.95
Unallocated Corporate/ other Assets											**7,081.59**	6,389.71
Total											**60,724.43**	58,797.66
(b) Total Liabilities												
Segment Liabilities	**2,323.05**	2,574.13	**13,974.16**	14,716.21	**402.58**	14.75	–	–	–	–	**16,699.79**	17,305.09
Unallocated Corporate / other Liabilities											27,988.84	25,790.57
Total											**44,688.63**	43,095.66
(c) Capital Expenditure	**2,595.25**	808.08	**1,069.40**	1,392.06	–	–	–	–	–	–	**3,664.65**	2,200.14
Unallocated, Corporate and others											32.84	206.97
Total											**3,697.49**	2,407.11
(d) Depreciation and Amortization	**990.93**	980.30	**954.20**	823.06	**18.71**	18.85	–	53.66	–	–	**1,963.84**	1,875.87
Unallocated, Corporate and others											**51.93**	49.89
Total											**2,015.77**	1,925.76
(e) Non cash expenses other than depreciation included in segment expenses for arriving at segment results	–	76.02	**8.93**	73.98	**64.80**	–	–	–	–	–	**73.73**	150.00

(b) Information about Geographical Segments:

The following table shows the distribution of the Group's consolidated sales and services by geographical market, regardless of where the goods / services were produced:

(₹ in lacs)

Particulars	2013-14	2012-13
Domestic	33,366.79	37,753.57
Overseas	11,835.97	10,505.74
	45,202.76	48,259.31
Less: Sales attributable to discontinued operation	–	117.77
Revenue from continuing operation	**45,202.76**	**48,141.54**

Assets and additions to tangible and intangible fixed assets by geographical area: The following table shows the carrying amount of segment assets and addition to segment assets by geographical area in which the assets are located: *(₹ in lacs)*

Particulars	Carrying amount of segment assets		Addition to tangible and intangible assets	
	2013 – 14	2012 – 13	2013 – 14	2012 – 13
Domestic	44,998.52	45,047.27	1,267.39	2,420.30
Overseas	8,644.32	7,360.68	2,551.38	586.77
	53,642.84	52,407.95	3,818.77	3,007.07

33. Construction contracts disclosure

Information relating to Construction contracts as per Accounting Standard 7 (Revised) are given below *(₹ in lacs)*

Particulars	2013-14	2012-13
Contract income recognized as revenue during the year	30,253.50	33,554.89
Aggregate amount of costs incurred and recognized profits (less recognized losses) till date	119,682.04	100,313.33
Advances received (unadjusted)	2,772.84	3,609.18
Retention amount	2,198.57	3,367.88
Gross amount due from customers for contract work	18,598.99	16,035.71
Gross amount due to customers for contract work	258.41	7.89

34. In compliance with Accounting Standard – 18, the disclosures regarding related parties are as follows:

A. Name of Related parties:

a) Joint Ventures :

GPT – Transnamib Concrete Sleepers (Pty.) Limited, Namibia
GPT - GVV(JV)
GPT - MADHAVA (JV)
GPT – PREMCO - RDS (JV)
GPT – GEO (JV)
GPT – GEO - UTS (JV)
GPT – SLDN - UTS (JV)
GPT – RDS (JV)
GPT – SLDN - COPCO (JV)
GPT Infrastructure Pvt Ltd & Universal Construction Co. (JV)
GPT – RAHEE (JV)
GPT – CVCC – SLDN (JV)
GPT – TRIBENI (JV)
GPT – RANHILL (JV)
GPT – SMC (JV)
GPT – BALAJI – RAWATS (JV)
GPT – BHARTIA (JV)
BHARAT – GPT (JV)
BHARTIA – GPT – ALLIED (JV)
PREMCO – GPT (JV)
RAHEE – GPT (JV)
RAHEE – GPT (IB) (JV)
RAHEE – GPT (NFR) (JV)
PIONEER – GPT (JV)
GEO Foundation & Structure Pvt Ltd & GPT Infraprojects Limited (JV)
JMC – GPT (JV)

b) Key Management Personnel (KMP) :	Mr. D. P. Tantia – Chairman Mr. S. G. Tantia – Managing Director Mr. Atul Tantia – Executive Director Mr. Vaibhav Tantia – Director and Chief Operating Officer Mr. Arun Kumar Dokania – Chief Finance Officer
c) Relatives of Key Management Personnel (KMP) :	Mrs. Pramila Tantia – Wife of Mr. D. P. Tantia Mrs. Kriti Tantia – Wife of Mr. Atul Tantia Mrs. Radhika Tantia – Wife of Mr. Vaibhav Tantia Mrs. Vinita Tantia – Wife of Mr. S. G. Tantia Ms. Harshita Tantia – Daughter of Mr. S. G. Tantia Mr. Amrit Jyoti Tantia – Son of Mr. S. G. Tantia Mrs. Manju Dokania – Wife of Mr. A K Dokania
d) Enterprises owned or significantly influenced by the KMP/KMP's relatives :	GPT Castings Limited GPT Healthcare Private Limited GPT Ventures Private Limited GPT Estate Private Limited GPT Developers Limited GPT Sons Private Limited M/s. Stone Products M/s. Govardhan Foundation M/s. GPT Employees Welfare Trust M/s. Dwarika Prasad Tantia HUF – Mr. D. P. Tantia is the Karta M/s. Shree Gopal Tantia HUF – Mr. S. G. Tantia is the Karta

B. Details of transactions and Balances outstanding relating to Joint Ventures:

(₹ in lacs)

Name of Joint Ventures	Sales and Contract Revenue	Recovery of Machine Hire & Staff Deputation Charges	Royalty Fees	Directors Remuneration and Sitting Fees	Premium received on redemption of investment in preference shares	Mobilisation Advance received	Outstanding Guarantees	Balance outstanding as at the year end
GPT Transnamib Concrete Sleepers (Pty.) Ltd.	1.22 (–)	– (–)	13.37 (17.33)	2.75 (2.27)	39.09 (10.91)	– (–)	– (–)	86.47 (3.19)
GPT – GVV (JV)	41.49 (69.52)	– (–)	– (–)	– (–)	– (–)	– (–)	39.48 (39.48)	5.13 (26.82)
GPT – MADHAVA (JV)	– (40.06)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	0.01 (14.29)
GPT – GEO – UTS (JV)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	0.17 (0.17)
GPT – SLDN – UTS (JV)	– (21.65)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	0.93 (0.93)
GPT – RDS (JV)	– (89.47)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	7.46 (16.95)
GPT – SLDN – COPCO (JV)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)
GPT Infrastructure Pvt Ltd & Universal Construction Co. (JV)	0.49 (9.02)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	0.75 (5.60)
GPT – RAHEE (JV)	423.62 (451.66)	90.58 (98.35)	– (–)	– (–)	– (–)	– (–)	603.80 (714.23)	377.88 (519.71)
GPT – CVCC – SLDN (JV)	30.86 (16.79)	– (–)	– (–)	– (–)	– (–)	– (–)	– (–)	– (0.35)
GPT – TRIBENI (JV)	177.59 (289.11)	– (–)	– (–)	– (–)	– (–)	– (–)	100.25 (290.38)	122.61 (100.69)
RAHEE – GPT (JV)	– (–)	0.37 (2.10)	– (–)	– (–)	– (–)	– (–)	– (9.59)	21.65 (21.27)
GPT – RANHILL (JV)	0.15 (0.17)	– (–)	– (–)	– (–)	– (–)	– (0.05)	0.17 (0.22)	- 0.02 (-0.04)
GPT - SMC (JV)	– (–)	17.94 (10.89)	– (–)	– (–)	– (–)	– (–)	85.05 (52.92)	30.11 (19.96)
JMC – GPT (JV)	– (0.01)	– (–)	– (–)	– (–)	– (–)	– (–)	0.03 (0.03)	– (0.01)
GEO Foundation & Structure Pvt Ltd & GPT Infraprojects Ltd (JV)	331.63 (822.93)	– (–)	– (–)	– (–)	– (–)	– (–)	191.57 (267.34)	86.62 (102.51)

C. Details of transactions and Balances outstanding relating to Others:

(₹ in lacs)

Nature of Transactions	Key Management Personnel	Enterprises over which KMP/ KMP's relatives having significant influence	Relatives of Key Management Personnel	Total
Raw Material and Scrap sales				
GPT Castings Limited	– (–)	34.01 (45.90)	– (–)	34.01 (45.90)
GPT Healthcare Private Limited	– (–)	– (2.16)	– (–)	– (2.16)
GPT Developers Limited	– (–)	18.02 (–)	– (–)	18.02 (–)
Refund received for Loan Given				
M/s. GPT Employees Welfare Trust	– (–)	1.80 (3.00)	– (–)	1.80 (3.00)
Loan Received				
GPT Sons Private Limited	– (–)	– (1,045.00)	– (–)	– (1,045.00)
Purchase of Raw Materials / Stock – in – Trade / Stores and Spares / Fixed Assets				
GPT Castings Limited	– (–)	443.21 (931.33)	– (–)	443.21 (931.33)
Reimbursement paid for Staff Deputation Charges				
GPT Healthcare Private Limited	– (–)	13.48 (–)	– (–)	13.48 (–)
Interest Expense				
GPT Sons Private Limited	– (–)	– (22.75)	– (–)	– (22.75)
Rent Paid				
GPT Castings Limited	– (–)	– (18.00)	– (–)	– (18.00)
GPT Sons Private Limited	– (–)	9.00 (9.00)	– (–)	9.00 (9.00)
GPT Estate Private Limited	– (–)	108.00 (108.00)	– (–)	108.00 (108.00)
M/s. Stone Products	– (–)	– (–)	– (–)	– (–)
Mr. S. G. Tantia	0.30 (0.30)	– (–)	– (–)	0.30 (0.30)
Mr. Vaibhav Tantia	0.42 (0.42)	– (–)	– (–)	0.42 (0.42)
Mrs. Pramila Tantia	– (–)	– (–)	0.30 (0.30)	0.30 (0.30)

Notes to the Consolidated Financial Statements as at and for the year ended 31st March 2014

C. Details of transactions and Balances outstanding relating to Others: *(contd...)*

(₹ in lacs)

Nature of Transactions	Key Management Personnel	Enterprises over which KMP/ KMP's relatives having significant influence	Relatives of Key Management Personnel	Total
Salary / Remuneration Paid				
Mr. D. P. Tantia	3.33 (8.76)	– (–)	– (–)	3.33 (8.76)
Mr. S. G. Tantia	45.00 (67.99)	– (–)	– (–)	45.00 (67.99)
Mr. Atul Tantia	22.95 (33.32)	– (–)	– (–)	22.95 (33.32)
Mr. Vaibhav Tantia	22.95 (33.10)	– (–)	– (–)	22.95 (33.10)
Mr. Arun Kumar Dokania	35.80 (37.03)	– (–)	– (–)	35.80 (37.03)
Mrs. Kriti Tantia	– (–)	– (–)	– (0.13)	– (0.13)
Directors Sitting Fees Paid				
Mr. D. P. Tantia	0.85 (1.05)	– (–)	– (–)	0.85 (1.05)
Donation Paid				
M/s. Govardhan Foundation	– (–)	11.00 (18.50)	– (–)	11.00 (18.50)
Dividend Paid				
Mr. D. P. Tantia	4.49 (6.74)	– (–)	– (–)	4.49 (6.74)
Mr. S. G. Tantia	13.68 (20.52)	– (–)	– (–)	13.68 (20.52)
Mr. Atul Tantia	4.17 (6.26)	– (–)	– (–)	4.17 (6.26)
Mr. Vaibhav Tantia	2.68 ((4.02)	– (–)	– (–)	2.68 (4.02)
Mr. Arun Kumar Dokania	0.01 (0.01)	– (–)	– (–)	0.01 (0.01)
M/s. Dwarika Prasad Tantia HUF	– (–)	1.01 (1.51)	– (–)	1.01 (1.51)
M/s. Shree Gopal Tantia HUF	– (–)	1.57 (2.35)	– (–)	1.57 (2.35)
GPT Ventures Private Limited	– (–)	– (54.16)	– (–)	– (54.16)
GPT Sons Private Limited	– (–)	46.10 (15.00)	– (–)	46.10 (15.00)
M/s. GPT Employees Welfare Trust	– (–)	2.00 (3.00)	– (–)	2.00 (3.00)
Mrs. Pramila Tantia	– (–)	– (–)	4.44 (6.66)	4.44 (6.66)
Mrs. Kriti Tantia	– (–)	– (–)	2.13 (3.20)	2.13 (3.20)
Mrs. Radhika Tantia	– (–)	– (–)	1.00 (1.50)	1.00 (1.50)
Mrs. Vinita Tantia	– (–)	– (–)	4.60 (6.90)	4.60 (6.90)
Ms. Harshita Tantia	– (–)	– (–)	0.16 (0.24)	0.16 (0.24)

C. Details of transactions and Balances outstanding relating to Others: *(contd...)*

(₹ in lacs)

Nature of Transactions	Key Management Personnel	Enterprises over which KMP/ KMP's relatives having significant influence	Relatives of Key Management Personnel	Total
Mr. Amrit Jyoti Tantia	– (–)	– (–)	2.58 (3.87)	2.58 (3.87)
Mrs. Manju Dokania	– (–)	– (–)	0.01 (0.01)	0.01 (0.01)
Loan Repaid				
GPT Sons Private Limited	– (–)	– (1,210.00)	– (–)	– (1,210.00)
Balance outstanding as at the year end – Debit				
GPT Estate Private Limited	– (–)	143.21 (87.90)	– (–)	143.21 (87.90)
GPT Castings Limited	– (–)	182.95 (77.97)	– (–)	182.95 (77.97)
GPT Healthcare Private Limited	– (–)	– (2.45)	– (–)	– (2.45)
GPT Developers Private Limited	– (–)	19.02 (–)	– (–)	19.02 (–)
Balance outstanding as at the year end – Credit				
GPT Sons Private Limited	– (–)	16.20 (8.10)	– (–)	16.20 (8.10)
GPT Healthcare Private Limited	– (–)	2.66 (–)	– (–)	2.66 (–)
Mr. D. P. Tantia	3.33 (8.76)	– (–)	– (–)	3.33 (8.76)
Mr. S. G. Tantia	0.45 (4.31)	– (–)	– (–)	0.45 (4.31)
Mr. Atul Tantia	– (2.38)	– (–)	– (–)	– (2.38)
Mr. Vaibhav Tantia	0.42 (2.38)	– (–)	– (–)	0.42 (2.38)
Mr. Arun Kumar Dokania	1.72 (2.52)	– (–)	– (–)	1.72 (2.52)
Mrs. Pramila Tantia	– (–)	– (–)	0.45 (0.15)	0.45 (0.15)
Outstanding Personal Guarantee of Directors / Relatives on behalf of the Company				
Mr. D. P. Tantia	42,871.91 (39,039.23)	– (–)	– (–)	42,871.91 (39,039.23)
Mr. S. G. Tantia	43,443.58 (40,053.45)	– (–)	– (–)	43,443.58 (40,053.45)
Mr. Atul Tantia	44,658.76 (41,343.32)	– (–)	– (–)	44,658.76 (41,343.32)
Mr. Vaibhav Tantia	42,871.91 (39,039.23)	– (–)	– (–)	42,871.91 (39,039.23)
Outstanding Corporate Guarantee given by other on behalf of the Company				
GPT Developers Limited	– (–)	39,081.63 (36,777.37)	– (–)	39,081.63 (36,777.37)

Note: Figures in bracket relates to previous year.

35. (a) Gratuity and leave benefit plans (AS 15 Revised)

The Group has a defined benefit gratuity plan. Every employee who has completed five years or more of service is entitled to Gratuity on terms not less favorable than the provisions of The Payment of Gratuity Act, 1972. The scheme is funded.

The Group also has a long term employee benefit plan towards leave. Every employee is entitled to cash equivalent of unutilized leave balance at the time of retirement/resignation. The scheme is unfunded.

(₹ in lacs)

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	2013 – 14	2012 – 13	2013 – 14	2012 – 13
Movement in defined / other long term employee benefit obligation				
Obligation at the beginning of the year	158.26	136.39	119.47	109.56
Current Service Cost	27.63	25.78	14.58	28.10
Curtailment Cost	–	(31.65)	–	(19.89)
Interest Cost	14.03	10.38	10.02	7.96
Actuarial (gain) / loss	(5.82)	30.50	4.14	13.41
Benefits paid	(4.56)	(13.14)	(16.24)	(18.41)
Obligation at the year end	**189.54**	**158.26**	**131.97**	**120.73**
Change in Plan Assets				
Plan assets at period beginning, at fair value	92.61	91.17	N.A.	N.A.
Expected return on plan assets	8.33	7.75	N.A.	N.A.
Actuarial gain / (Loss)	1.21	(0.67)	N.A.	N.A.
Contributions	–	7.50	N.A.	N.A.
Benefits paid	(4.56)	(13.14)	N.A.	N.A.
Plan Assets at the year end, at fair value	**97.59**	**92.61**	**N.A.**	**N.A.**
Reconciliation of present value of the obligation and the fair value of plan assets				
Fair Value of plan assets at the end of the year	97.59	92.61	–	–
Present value of the defined benefit obligations at the end of the year	189.54	158.26	131.97	120.73
Liability / (Assets) recognised in the Balance Sheet	**91.95**	**65.65**	**131.97**	**120.73**
Cost for the Year				
Current service cost	27.63	25.78	14.58	28.10
Interest cost	14.04	10.38	10.02	7.96
Expected return on plan assets	(8.34)	(7.75)	–	–
Curtailment Cost	–	(31.65)	–	(19.89)
Actuarial (gain) / loss	(7.03)	31.17	4.15	13.41
Net Cost recognized in the statement of Profit and Loss	**26.30**	**27.93**	**28.75**	**29.58**
Assumptions used to determine the benefit obligations:				
Discount rate	9.00%	8.00%	9.00%	8.00%
Estimated rate of return on plan assets	9.00%	8.50%	N.A.	N.A.
The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:				
Funded with insurer	100%	100%	N.A.	N.A.

The amount for current and previous years is as follows:-

(₹ in lacs)

Particulars	2014	2013	2012	2011	2010
		Gratuity (Funded)			
Defined value of obligations at the end of the year	189.54	158.26	136.39	121.06	73.57
Plan Assets at the end of the period	97.59	92.61	91.17	71.10	65.90
Surplus / (Deficit)	(91.95)	(65.65)	(45.22)	(49.96)	(7.67)
Experience (Gain) / Loss on Plan Liabilities	(3.27)	(19.93)	20.42	18.14	Not Available*
Experience Gain / (Loss) on Plan Assets	0.75	(4.55)	0.10	0.08	Not Available*

* The Management has relied on the overall actuarial valuation conducted by the actuary. However, experience adjustments on plan liabilities and assets are not readily available and hence not disclosed.

The Group expects to contribute ₹ 26.30 lacs (31st March 2013 : ₹ 3.51 lacs) in the year 2014 – 15.

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

(b) Amount incurred as expense for defined contribution plans

(₹ in lacs)

Particulars	2013-14	2012-13
Contribution to Provident Fund	46.04	51.54

Notes:

a. The estimates of future salary increase considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

b. The leave liabilities are non - funded. Accordingly, information regarding planned assets are not applicable.

36. The Group has operating leases for office and other premises that are renewable on a periodic basis and are cancelable by giving a notice period ranging from one month to three months. The amount of rent expenses included in statement of profit and loss towards operating Leases aggregate to ₹ 222.07 lacs (31st March 2013 : ₹ 243.01 lacs).

37. (a) Managerial remuneration for the year aggregating ₹ 49.20 lacs paid / payable to Managing Director and other whole time directors are in excess of the limits specified under Section 198 read with Schedule XIII of the Companies Act, 1956. Out of the aforesaid amount, ₹ 21.00 lacs has been paid to such directors and recognised as charge in these financial statements. The Company is in the process of filing an application with the Central Government for excess remuneration paid / payable during the year aggregating ₹ 49.20 lacs as required under the provisions of section 309 of the Companies Act, 1956. Out of the aforesaid amount, ₹ 30.30 lacs will be paid to the aforesaid directors and recognised as charge on receipt of approval from Central Government.

(b) During the year, the Company has filed an application with the Central Government for its approval of managerial remuneration aggregating ₹ 36.71 lacs paid during the previous year in excess of the limits prescribed under the provisions of Section 198 of the Companies Act, 1956. The approval of the Central Government is awaited.

38. Pursuant to the clarification issued by the Ministry of Corporate Affairs vide its circular no. 25/2012 dated 9th August, 2012 on para 46A of the notification number G.S.R.914 (E) dated 29th December, 2011 on Accounting Standard 11 relating to "The Effects of Changes in Foreign Exchange Rates", the Company has w.e.f. 1st April 2012 added exchange difference of ₹ 153.22 lacs (including ₹ 12.24 lacs incurred during the year) to the cost of fixed assets.

Notes to the Consolidated Financial Statements as at and for the year ended 31st March 2014

39. In an earlier year, the Company had formed a special purpose vehicle (SPV) in form of a subsidiary (Jogbani Highway Private Limited) for execution of a BOT contract awarded by a customer. The subsidiary had entered into a concession agreement with the customer and had awarded an EPC contract to the Company. During the year, the subsidiary has terminated the concession agreement with the customer and has gone into arbitration mainly due to required land not being made available by the customer, resulting in termination of the EPC contract awarded to the Company. The Group is carrying assets of ₹ 1,797.63 lacs (net of liabilities of ₹ 41.40 lacs), including construction work in progress of ₹ 1,394.89 lacs as on the Balance Sheet date pertaining to the above project. Since the matter has been referred to arbitration, the recoverability of the aforesaid net assets of the Group is subject to outcome of the said arbitration. The Management believes that the outcome of the arbitration shall result in recovery of the said cost on the facts of the case and as per the terms and conditions of the said concession agreement and accordingly no provision is considered necessary in the financial statements.

40. All assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle, which is determined based on the project period in respect of its construction business and 12 months in respect of its other businesses and other criteria set out in the schedule VI to the Companies Act, 1956.

41. Previous year's figures including those given in brackets have been regrouped / re-arranged wherever considered necessary to confirm to current year's classifications.

As per our attached report of even date

For S R B C & CO LLP
Chartered Accountants
Firm registration number: 324982E

per Kamal Agarwal
Partner
Membership no.: 058652

Place: Kolkata
Date: 29th May 2014

For and on behalf of the Board of Directors

D. P. Tantia
Chairman

S. G. Tantia
Managing Director

Atul Tantia
Executive Director

V. N. Purohit
Director

R. Mishra
Company Secretary

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Cautionary Statement

In this annual report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements – written and oral – that we periodically make, contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion of future performance.

We cannot guarantee that these forward looking statements will be realised, although we believe we have been prudent in assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind.

We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

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