

**VADHVAN PORT PROJECT LIMITED**

1st Floor, Administrative Building Sheva, Navi Mumbai, Maharashtra, India-400707

(CIN: U45309MH2016GOI285869)

**Balance Sheet**

as at 31 March 2022

(Currency : Indian Rupees)

Sr. No.	Particulars	Note	31 March 2022	31 March 2021
(I)	<b>EQUITY AND LIABILITIES</b>			
(1)	<b>Shareholder's funds</b>			
	(a) Share capital	3	65,00,000	65,00,000
	(b) Reserves and surplus	4	(2,32,011)	(1,81,531)
			<b>62,67,989</b>	<b>63,18,469</b>
(2)	<b>Current liabilities</b>			
	(a) Other current liabilities	5	26,000	39,284
			<b>26,000</b>	<b>39,284</b>
	<b>Total</b>		<b>62,93,989</b>	<b>63,57,753</b>
(II)	<b>ASSETS</b>			
(1)	<b>Non-current assets</b>			
	(a) Fixed assets			
	(i) Property, plant and equipment		-	-
	(ii) Intangible assets		-	-
	(iii) Capital work-in-progress		-	-
	(b) Non-current investments		-	-
	(c) Deferred tax assets (net)		-	-
	(d) Long-term loans and advances		-	-
(2)	<b>Current assets</b>			
	(a) Inventories		-	-
	(b) Trade receivables		-	-
	(c) Cash and bank balances	6	62,90,389	63,57,753
	(d) Other current Assets	7	3,600	-
			<b>62,93,989</b>	<b>63,57,753</b>
	<b>Total</b>		<b>62,93,989</b>	<b>63,57,753</b>

Significant accounting policies.

2

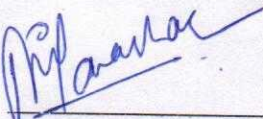
The accompanying notes referred above form an integral part of financial statements

As per our report of even date attached.

**For M Parashar & Co**

Chartered Accountants

Firm's Registration No: 110954C


**Amit Parashar**

Partner

Membership no : 430317

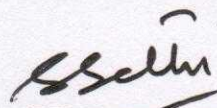
Date : 21/06/2022

Place : Mumbai

**For and behalf of the Board**

Vadhvan Port Project Limited

CIN : U45309MH2016GOI285869


**Sanjay Sethi**


Director

DIN : 02235406



Date : 21/06/2022

Place : Mumbai


**Gautam Kr Das**

Director

DIN : 09463705





**VADHVAN PORT PROJECT LIMITED**

1st Floor, Administrative Building Sheva, Navi Mumbai, Maharashtra, India-400707

(CIN: U45309MH2016GOI285869)

**Statement of profit and loss**

for the year ended 31 March 2022

(Currency : Indian Rupees)

Sr. No.	Particulars	Note	For the year ended 31 March 2022	For the year ended 31 March 2021
	<b>Total Income</b>		-	-
I	Revenue from operations		-	-
II	Other income		-	-
III	<b>Total income (I+II)</b>		-	-
IV	<b>Expenses</b>			
	(a) Cost of materials consumed		-	-
	(b) Changes in inventories of finished goods, work-in progress and stock-in-trade		-	-
	(c) Employee benefits expense		-	-
	(d) Finance costs		-	-
	(e) Depreciation and amortisation expense		-	-
	(f) Other expenses	8	50,480	32,463
	(g) Less : Expenditure (other than interest) transferred to capital & other account		-	-
	<b>Total expenses</b>		<b>50,480</b>	<b>32,463</b>
V	<b>Loss before tax (III-IV)</b>		<b>(50,480)</b>	<b>(32,463)</b>
VI	Tax expense	15	-	-
	(1) Current tax	16	-	-
	(2) Deferred tax		-	-
	(3) Tax for previous years		-	-
	<b>Total tax expenses</b>		-	-
VII	<b>Loss for the year (V-VI)</b>		<b>(50,480)</b>	<b>(32,463)</b>
VIII	<b>Earnings per share</b>	9		
	(1) Basic		(0.08)	(0.05)
	(2) Diluted		(0.08)	(0.05)

Significant accounting policies.

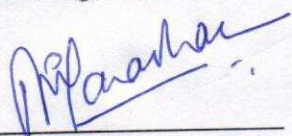
The accompanying notes referred above form an integral part of financial statements

As per our report of even date attached.

**For M Parashar & Co**

Chartered Accountants

Firm's Registration No: 110954C


**Amit Parashar**

Partner

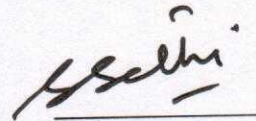
Membership no : 430317

Date : 21/06/2022

Place : Mumbai

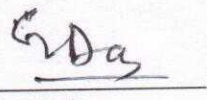
**For and behalf of the Board****Vadhvan Port Project Limited**

CIN : U45309MH2016GOI285869


**Sanjay Sethi**

Director

DIN : 02235406



**Gautam Kr Das**

Director

DIN : 09463705





**VADHVAN PORT PROJECT LIMITED**

1st Floor, Administrative Building Sheva, Navi Mumbai, Maharashtra, India-400707

(CIN: U45309MH2016GOI285869)

for the year ended 31 March 2022

(Currency : Indian Rupees)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>(A) Cashflows from operating activities</b>		
Loss before tax	(50,480)	(32,463)
<b>Adjustments for:</b>		
Interest Income	-	-
Depreciation and amortisation	-	-
<b>Operating profit before working capital changes</b>	(50,480)	(32,463)
<b>Adjustments for working capital changes :</b>		
Increase/(Decrease) in other current liabilities	(13,284)	-
(Increase)/Decrease in Current assets	(3,600)	-
<b>Cash generated from / (used in) operations</b>	(67,364)	(32,463)
Taxes paid	-	-
<b>Net cash generated from / (used in) operating activities (A)</b>	(67,364)	(32,463)
<b>(B) Cashflows from investing activities</b>		
Net cash generated from / (used in) investing activities (B)	-	-
<b>(C) Cash flows from financing activities</b>		
Proceeds from share application money	-	-
<b>Net cash generated from / (used in) financing activities (C)</b>	-	-
<b>Net increase/(decrease) in cash and cash equivalent (A+B+C)</b>	(67,364)	(32,463)
Cash and cash equivalent at the beginning of the year	63,57,753	63,90,216
<b>Cash and cash equivalent at the end of the year (Refer note 1 below)</b>	<b>62,90,389</b>	<b>63,57,753</b>

**Notes to cash flow statements**

## 1. Components of cash and cash equivalents

Particulars	31 March 2022	31 March 2021
Cash on hand	-	-
<b>Balances with banks</b>		
- In current accounts	62,90,389	63,57,753
<b>Total</b>	<b>62,90,389</b>	<b>63,57,753</b>

2. Figures in brackets represent outflow of cash and cash equivalents.

3. The above cash flow statement has been prepared under the indirect method as set out in Accounting Standard 3 on "Cash Flow Statement".

As per our report of even date attached.

**For M Parashar & Co**

Chartered Accountants

Firm's Registration No: 110954C

**Amit Parashar**

Partner

Membership no : 430317

Date : 21/06/2022

Place : Mumbai

**For and behalf of the Board****Vadhvan Port Project Limited**

CIN : U45309MH2016GOI285869

**Sanjay Sethi**

Director

DIN : 02235406

**Gautam Kr Das**

Director

DIN : 09465795





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(CIN: U45309MH2016GOI285869)

(Currency : Indian Rupees)

**3 Share capital****31 March 2022****31 March 2021****Authorised :**

50,00,000 (P.Y 50,00,000) equity shares of ₹ 10 each

5,00,00,000

5,00,00,000

5,00,00,0005,00,00,000**Issued, subscribed and fully paid-up :**

6,50,000 (P.Y 6,50,000) equity shares of ₹ 10 each

65,00,000

65,00,000

65,00,00065,00,000**(a) Reconciliation of equity shares outstanding as at the beginning and at the end of the year**

Particulars	31 March 2022		31 March 2021	
	No. of Shares	Amount	No. of Shares	Amount
Equity shares at the beginning of the year	6,50,000	65,00,000	6,50,000	65,00,000
Add : Equity shares issued during the year	-	-	-	-
Equity shares outstanding at the end of the year	6,50,000	65,00,000	6,50,000	65,00,000
Change in Shareholding (%) - NIL, (P.Y. - NIL)				

**(b) Terms / rights attached to equity shares**

The Company has issued only one class of equity shares having par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. All shares rank pari passu with regard to dividend & repayment of capital. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining net assets of the Company, after distribution of all preferential amounts in proportion to the number of equity shares held by the shareholders.

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

Name of the shareholder	31 March 2022		31 March 2021	
	No. of Shares	% holding	No. of Shares	% holding
Jawaharlal Nehru Port Authority	4,80,995	73.99%	4,80,995	73.99%
Maharashtra Maritime Board	1,69,000	26.00%	1,69,000	26.00%

Note: 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.

**(d) For the immediately preceding periods before the date at which the balance sheet is prepared:**

- there are no shares allotted as fully paid pursuant to contract(s) without payment being received in cash.
- there are no shares allotted as fully paid up by way of bonus shares, and
- there are no shares bought back.

**4 Reserves and surplus****31 March 2022****31 March 2021****Deficit in the statement of profit and loss**

At the commencement of the year

(1,81,531)

(1,49,068)

Add : Loss for the year

(50,480)

(32,463)

(2,32,011)(1,81,531)**5 Other current liabilities****31 March 2022****31 March 2021**

Reimbursement of expenses

-

8,020

Audit fees payable

26,000

30,680

Provision for expenses (Refer Note No.14)

-

584

26,00039,284

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(Currency : Indian Rupees)

	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>6 Cash and bank balances</b>		
Cash on hand		
<b>Balances with banks</b>		
- In current accounts	62,90,389	63,57,753
	<u>62,90,389</u>	<u>63,57,753</u>
<b>7 Other Current Assets</b>		
- GST Receivable	3,600	-
	<u>3,600</u>	<u>-</u>
<b>8 Other expenses</b>		
Auditors' remuneration		
- Statutory audit fees	26,000	30,680
- Reimbursement of expenses	4,415	1,134
Interest on late payment of statutory dues		
Interest on late payment of dues to MSMED enterprises	(584)	
Legal and professional charges	20,000	-
Bank Charges	649	649
	<u>50,480</u>	<u>32,463</u>

**9 Earnings per share**

The disclosure requirements with respect of Accounting Standard (AS) 20 on "Earnings Per Share" are as follows:

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Net loss attributable to equity shareholders	(50,480)	(32,463)
Number of equity shares outstanding at the beginning of the year	6,50,000	6,50,000
Number of equity shares outstanding at the end of the year	6,50,000	6,50,000
Weighted average number of equity shares outstanding during the year (based on date of issue of shares)	6,50,000	6,50,000
Face value per share (Rs.)	10	10
Basic and diluted earnings per share (Rs.)	(0.08)	(0.05)





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**10 Contingent liabilities and commitments****i) Contingent liabilities**

The Company's major shareholder i.e. Jawaharlal Nehru Port Authority (JNPA) has incurred Rs. 40.81 Crores expenses on FR&DPR, EIA, EMP, various studies, etc. for the development of the Vadhvan port and same is booked under Work in progress of JNPA. The said expenditure would be reimbursed from the company to JNPA subject to necessary approval of Ministry and commencement of commercial operations of the project.

Contingent Liabilities: NIL (previous year: Nil)

**ii) Commitments**

31 March 2022

31 March 2021

Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)

The Company does not have any contingent liabilities and commitments, except as disclosed above. The same is certified by the management and is relied upon by the auditor

**Extraordinary items**

As per Accounting Standard 5 issued by ICAI, Prior Period and Extra Ordinary Items should be disclosed. However, there are no extraordinary items (P.Y. NIL), which are charged or credited to the Statement of Profit & Loss during the year ended 31 March, 2022.

**12 Events occurring after balance sheet date**

There are no significant events which have occurred post the Balance Sheet date upto the date of signing of the financial statements, which requires separate disclosures or adjustments in the financial statements. Hence, these financial statements are fully complied with AS 4, issued by ICAI.

**13 Information on related party transactions as required by Accounting Standard - 18 on "Related Party Disclosures"****(i) Category of related parties****(a) Key Management personnel ('KMP')**

Sunil Kumar Vishnu Madabhavi

Sanjay Sethi

Unmesh Wagh

Amit Saini

Vaidyanathan Gopalakrishnan

Gautam Kumar Das

**Relationship**

Director (w.e.f 01.12.2017)

Director (w.e.f 03.01.2019)

Director (w.e.f 22.07.2020)

Director (w.e.f 01.06.2021)

Director (w.e.f 01.06.2021)

Director (w.e.f 14.01.2022)

**(b) Enterprises exercising significant influence:**

Jawaharlal Nehru Port Authority (JNPA)

Maharashtra Maritime Board (MMB)

**(ii) Transactions with related parties during the year**

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>Reimbursement of expenses</b>		
Jawaharlal Nehru Port Authority (JNPA)	-	-
	-	-
	-	-



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(CIN: U45309MH2016GOI285869)

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**(iii) Amount due to / from related parties**

Particulars	31 March 2022	31 March 2021
<b>Other current liabilities</b>		
Jawaharlal Nehru Port Authority (JNPA)	-	8,020
	-	8,020

**14 Details of dues to micro, small and medium enterprises as defined under MSMED Act, 2006 :**

Particulars	31 March 2022	31 March 2021
The principal amount remaining unpaid to any supplier at the end of the accounting year;	-	-
Interest due remaining unpaid to any supplier at the end of the accounting year;	-	584
The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
The amount of interest accrued on the principal amount payments made and remaining unpaid at the end of each accounting year ; and	-	584
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-

Dues to Micro and small enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management. After prior approval from management, interest of Rs.584/- payable to M/s SMSR & Co, Chartered Accountants has been written back in FY 2021-22 as the firm has been debarred by CAG from audits for 3 years i.e. 2019-20, 2020-21 and 2021-22 and their existing audits were withdrawn vide CAG's letter dated 20th April 2020.

**15 Current tax**

No provision for income tax has been made during the current year and previous year, in view of the losses incurred by the Company during both the financial years.



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(CIN: U45309MH2016GOI285869)

(Currency : Indian Rupees)

**16 Deferred tax**

The disclosure requirements with respect of Accounting Standard 22 on "Accounting for Taxes on Income" are as follows :

Particulars	31 March 2022	31 March 2021
Deferred tax liability	-	-
Deferred tax asset		
On account of current year losses	61,352	48,227
Deferred tax asset (net) (Refer note below)	-	-

**Note :**

The Company has not commenced its operations during the year and accordingly the tax losses will be carried forward to the subsequent financial year. Hence, on the grounds of prudence, deferred tax assets have been recognized in financial statements only to the extent of deferred tax liabilities during the current financial year.

**17 Going concern assumptions**

The Company has not carried out any business operations during both the financial years, which are presented in the financial statements for the year ended 31 March 2022.

The company has been set up pursuant to in-principle approval given from the Government of India for setting up of the Greenfield Port Project in Vadhvan in Feb'20. The notification of Vadhvan Port as a major port has been published in the Official Gazette of GOI on 19/02/2020. The ToR for the project was approved in a meeting with EAC of MoEF & CC held on 26/08/2020 and a formal copy of the approved ToR was received on 07/10/2020. The additional studies as directed by MOEF&CC as compliance to ToR are completed. The Issue on the establishment of Port in Dhanu Taluka and MOEF&CC Office Memorandum dated: 08.06.2020 and CPCB circular dated: 30.04.2020 well challenged by a party before Hon'ble NGT and the Hon'ble NGT Vide order dated: 15.06.2021 and 02.08.2021 has stayed the operations of above said circular till the expert committee revisits the above circulars against the aforesaid orders. JNPA had filed a review petition before Hon'ble NGT, which was dismissed on 02.08.2021. Against the same, JNPA has challenged the orders dated: 15.06.2021 and 02.08.2021 before the Hon'ble Supreme Court by filing civil appeal no. 5718-19 of 2021, which is pending adjudication before the Hon'ble Supreme Court.

These financial statements do not include any adjustments that might result should the company not be able to continue as a going concern.

**18 The figures of the previous year have been regrouped or reclassified wherever necessary to confirm to the presentation of the current year figures.****For M Parashar & Co**

Chartered Accountants

Firm's Registration No: 110954C

Amit Parashar

Partner

Membership no : 430317

Date : 21/06/2022

Place : Mumbai

**For and behalf of the Board**

Vadhvan Port Project Limited

CIN : U45309MH2016GOI285869

Sanjay Sethi

Director

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Gautam Kr Das

Director

DIN : 09463705





**Vadhvan Port Project Limited**

**1st Floor, Administrative Building Sheva, Navi Mumbai, Maharashtra, India-400707**

**Notes forming part of the financial statements**

**1. Corporate information**

Vadhvan Port Project Limited (referred herein as “the Company”) was incorporated on 14<sup>th</sup> September, 2016 with the purpose of carrying on the business of establishing ports and related activities. The share holding pattern of this company is Jawaharlal Nehru Port Trust (JNPT) shall at all times hold not less than 74 % of the Paid-up Equity Shares of the Company and remaining 26% of the Paid-up Equity Shares will be held by Maharashtra Maritime Board (MMB) as provided in the Agreement, and this ratio shall be followed in the event of further issue of the Equity Shares.

The Satellite Port at Vadhvan, in Palghar district, Maharashtra is proposed to develop by JNPT and MMB. The in-principle approval in this regard is received from Government of India and detailed engineering including updating DPR is in progress. The field studies/surveys as directed by MoEF&CC as compliance to approved ToR for EC are in progress.

**2. Significant Accounting Policies**

The accounting policies set out below have been applied consistently to the periods presented in these financial statements.

**2.1 Basis of preparation of financial statements**

The financial statements are prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) under the historical cost convention on the accrual basis. GAAP comprises mandatory Accounting Standards as prescribed under Section 133 of the Companies Act, 2013 (Act) read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Act (to the extent notified). These financial statements have been prepared on a going concern basis. GAAP comprises of mandatory accounting standards as prescribed under the Act. Accounting policies have been consistently applied.

**2.2 Use of estimates**

Preparation of the financial statements in conformity with the GAAP requires that the management makes estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statements, and the reported amounts of revenue and expenses during the reported period. Examples of such estimates include provision for doubtful debts, future obligations under employee retirement benefit plans, income taxes and the useful lives of property, plant and equipment and intangible assets.

Accounting estimates could change from period to period. Actual results could differ from these estimates. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Difference between the actual results and estimates are recognized in the period in which the results are known.



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**Vadhvan Port Project Limited**

**1st Floor, Administrative Building Sheva, Navi Mumbai, Maharashtra, India-400707**

**Notes forming part of the financial statements**

**2.3 Current and Non-current classification**

All assets and liabilities have been classified as current or non-current as per the Company's Normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Based on the nature of services and the time between the acquisition of resources for delivery and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as up to twelve months for the purpose of current and non-current classification of assets and liabilities.

**2.4 Cash flow statement**

Cash and cash equivalents, the Company has ascertained its operating cycle as up to twelve months for the purpose of current and non-current classification of assets and liabilities.

Cash flow statement Cash flows are reported using the indirect method, whereby profit or loss before tax is adjusted for the effects of transactions of non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

**2.5 Taxes on income**

Income-tax expense comprises current tax (i.e. amount of tax for the period determined in accordance with the income-tax law) and deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period). Income-tax expenses are recognized in the statement of profit and loss.

Current tax is measured at the amount expected to be paid to (recovered from) the taxation authorities, using the applicable tax rates and tax laws. Deferred tax is recognised in respect of timing differences between taxable income and accounting income i.e. differences that originate in one period and are capable of reversal in one or more subsequent periods. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates and tax laws that have been enacted or substantially very enacted by the balance sheet date.

Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognised only if there is a virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realised.

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



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**Vadhvan Port Project Limited**

**Ist Floor, Administrative Building Sheva, Navi Mumbai, Maharashtra, India-400707**

**Notes forming part of the financial statements**

**2.6 Earnings per share**

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

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

The number of shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issue including for changes effected prior to the approval of financial statements by the Board of Directors.

**2.7 Provisions, Contingent liabilities & Contingent assets**

Provision is recognized in the financial statements when there is a present obligation as a result of past event(s) and it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made. Provisions which are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

If the effect of time value of money is material, provisions are discounted using current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to passage of time is recognised as finance cost.

A Contingent liability exists when there is a possible but not probable obligation, or a present obligation that may but probably will not, require an outflow of resources, or a present obligation whose amount cannot be estimated reliably, Contingent liabilities do not warrant provisions, but are disclosed unless the possibility of outflow of resources is remote.

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources would be required to settle the obligation, the provision is reversed.

Contingent assets are neither recognised nor disclosed in the financial statements. However, Contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs.

Loss contingencies arising from claims, litigation, assessment, fines, penalties, etc. are recorded when it is probable that a liability has been incurred and the amount can be reasonably estimated.







## Independent Auditor's Report

**To the Members of Vadhvan Port Project Limited**

**Report on the Audit of the Financial Statements**

### **Opinion**

We have audited the accompanying financial statements of **Vadhvan Port Project Limited** ("the Company"), which comprise the Balance Sheet as at 31st March 2022, and the Statement of Profit and Loss, and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (herein referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matters described in the Basis for Qualified Opinion paragraph, the aforesaid financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with relevant rules issued thereunder of the state of affairs of the Company as at March 31, 2022, and its loss, and its cash flows for the year ended on that date.

### **Basis for Qualified Opinion**

- (a) During the FY 2021-22, the Company has written back the Interest payable to MSMED enterprise amounting to Rs. 584/- without any confirmation being obtained from the enterprise for the waiver.

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

### **Responsibility of Management for Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the company in accordance with the accounting standards and accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

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

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

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in







accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of our audit in accordance with SA, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that are sufficient and appropriate to provide a basis for our opinion. The risk of not detecting material misstatement resulting from fraud is higher than for a resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal controls relevant the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143 (3) (i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial control system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.
- We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
- We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

#### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. We are enclosing our report in terms of the Section 143(5) of the Act, on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information







and explanations given to us, in the "Annexure B" on the directions and sub-directions issued by the Comptroller and Auditor General of India.

3. As required by Section 143 (3) of the Act, we report that:
- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with relevant rules thereunder.
  - e) As per the notification number G.S.R. 463(E) dated 5<sup>th</sup> June, 2015 issued by the Ministry of Corporate Affairs, section 164(2) of the Act regarding the disqualifications of the Directors is not applicable to the Company, since it is a Government Company.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure C".
  - g) With respect to the other matters to be included in the Auditor's report, as per notification number G.S.R. 463(E) dated 5<sup>th</sup> June, 2015 issued by the Ministry of Corporate Affairs, section 197(16) of the Act regarding the Managerial remuneration is not applicable to the company, since it is a Government Company.
  - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements. Refer Note 9 of the financial statements.
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
    - iv.
      - a. The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
      - b. The management has represented, that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
      - c. Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.







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- v. The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.

For **M-Parashar & Co.**  
*Chartered Accountants*

Firm Registration No. 110954C



*Amit Parashar*  
Amit Parashar  
Partner  
Membership No. 430317

Place: Mumbai

Date: 21/06/2022

UDIN: 22430317ALKXYR2990





**Annexure A to the Independent Auditor's Report**

(Referred to in paragraph 1 under Report on Other Legal and Regulatory Requirements section of our report to the Members of Vadhvan Port Project Limited of even date).

- i. According to the information and explanation given to us, the Company did not have any fixed assets during the year. Thus, paragraph 3(i) of the Order is not applicable to the Company.
- ii. According to the information and explanation given to us, the Company has not started its operations and does not hold any physical inventories thus; paragraph 3(ii) of the Order is not applicable to the Company.
- iii. According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Act. Accordingly, the provisions of clause 3(iii) (a), (b) and (c) of the Order are not applicable to the Company.
- iv. In our opinion and according to the information and explanations given to us, the Company has not given any loan, made any investment, given any guarantee, or provided any security under Section 185 and 186 of the Act. Accordingly, clause 3(iv) of the Order is not applicable to the Company.
- v. The Company has not accepted any deposits from the public within the meaning of the directives issued by the Reserve Bank of India, provisions of Section 73 to 76 of the Act, any other relevant provisions of the Act and the relevant rules framed there under.
- vi. The Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act, for any of the services rendered by the Company.
- vii. According to the information and explanations given to us, in respect of statutory dues:  
(a) The Company is generally regular in depositing undisputed statutory dues, including Income Tax, and other material statutory dues applicable to it with the appropriate authorities to the extent applicable to it. There were no undisputed amounts payable in respect of including Income Tax, Tax and other material statutory dues were in arrears as at 31 March 2022 for a period of more than six months from the date they became payable.  
(b) There are no dues of Provident Fund, Income Tax, Tax Deducted at Source and other material statutory dues which have not been deposited by the Company with the appropriate authorities on account of any dispute.
- viii. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.
- ix. (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of any loan or other borrowings or any interest due thereon to any lender.  
(b) In our opinion and according to the information and explanations given to us, the company has not been a declared wilful defaulter by any bank or financial institution or other lender.  
(c) In our opinion and according to the information and explanations given to us, there is no outstanding loan as at year end.  
(d) In our opinion and according to the information and explanations given to us, there are no funds raised on short term basis which have been utilised for long term purposes.  
(e) In our opinion and according to the information and explanations given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.  
(f) In our opinion and according to the information and explanations given to us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.







- x. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) or term loans. Accordingly, clause 3(x)(a) of the Order is not applicable to the Company.  
(b) According to the information and explanations given to us and based on our examination of the records, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable to the Company.
- xi. (a) We have not noticed any case of fraud by the company or any fraud on the Company by its officers or employees during the year. The management has also not reported any case of fraud during the year.  
(b) During the year no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.  
(c) As auditor, we did not receive any whistle-blower complaint during the year.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable to the Company.
- xiii. In our opinion and according to the information and explanations given to us the Company is in compliance with section 188 of the Act where applicable, for all transactions with related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards. Section 177 of the Act is not applicable to the company for the year under review.
- xiv. The company is not covered by section 138 of the Companies Act, 2013, related to appointment of internal auditor of the company. Therefore, the company is not required to appoint any internal auditor. Therefore, the provisions of Clause (xiv) of paragraph 3 of the order are not applicable to the Company.
- xv. In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors. Accordingly, clause 3(xv) of the Order is not applicable to the Company.
- xvi. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.  
(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.  
(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clause 3(xvi)(c) of the Order is not applicable to the Company.
- xvii. In our opinion and according to the information and explanations given to us, the Company has incurred nominal cash losses in the nature of compliances in the current financial year as well as in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.
- xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.
- xx. There is no liability of the company under the provisions of section 135 of the Companies Act, relating to Corporate Social Responsibility. Therefore, the provisions of Clause (xx) of paragraph 3 of the order are not applicable to the Company.



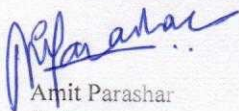




**M PARASHAR & CO.**  
CHARTERED ACCOUNTANTS

- xxi. The company has not made investments in subsidiary company. Therefore, the company does not require to prepare consolidated financial statement. Therefore, the provisions of Clause (xxi) of paragraph 3 of the order are not applicable to the Company.

For M Parashar & Co.  
Chartered Accountants  
Firm Registration No. 110954C



Amit Parashar  
Partner  
Membership No. 430317



Place: Mumbai  
Date: 21/06/2022

UDIN: 22430317ALKXYR2990





**Annexure B to the Independent Auditors' Report**

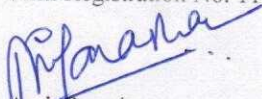
(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Vadhvan Port Project Limited of even date)

1. Whether the company has system in place to process all the accounting transactions through IT system? If yes, the implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications, if any, may be stated –
  - According to the information and explanations given to us and based on our examination of the records of the Company, there was no system in place to process all the accounting transactions through IT system, since the company was in its preliminary stages of business and has not commenced the business operations. Further, there were no major transactions during the current financial year.
2. Whether there is any restructuring of an existing loan or cases of waiver/write off of debts /loans/interest etc. made by a lender to the company due to the company's inability to repay the loan? If yes, the financial impact may be stated –
  - According to the information and explanations given to us and based on our examination of the records of the Company, there has been no restructuring/ waiver/write off of any existing loan taken by the Company.
3. Whether funds received/receivable for specific schemes from central/ state agencies were properly accounted for/ utilized as per its term and conditions? List the cases of deviation.
  - No funds were received for specific schemes from central/ state agencies.

For M Parashar & Co.

Chartered Accountants

Firm Registration No. 110954C

  
Amit Parashar

Partner

Membership No. 430317



Place: Mumbai

Date: 21/06/2022

UDIN: 22430317 ALKXYR2990





**Annexure C to the Independent Auditors' Report**

(Referred to in paragraph 3(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Vadhvan Port Project Limited of even date)

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

We have audited the internal financial controls over financial reporting of Vadhvan Port Project Limited ("the Company") as of 31 March 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

**Meaning of Internal Financial Controls over Financial Reporting**

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

**Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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







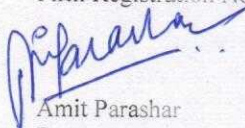
**Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For M Parashar & Co.

Chartered Accountants

Firm Registration No. 110954C



Amit Parashar

Partner

Membership No. 430317



Place: Mumbai

Date: 21/06/2022

UDIN: 22430317ALKXYR2990