

DEHEJ SEZ LIMITED

(A Joint Venture of GIDC & ONGC)

**15th Annual Report
2018 - 19**

: REGISTERED OFFICE :

Block No.14, Third Floor, Udhog Bhavan, Sector-11,
Gandhinagar - 382011, Gujarat, India
Website : www.dahejsez.com

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DAHEJ SEZ LIMITED
[CIN: U45209GJ2004PLC044779]

Board of Directors:

1. Shri Manoj Kumar Das, IAS
(Principal Secretary, Industries & Mines Department)
2. Shri Malaiyappan Thennarasan, IAS
(Vice Chairman & Managing Director, Gujarat Industrial Development Corporation)
3. Shri Sanjay Kumar Moitra
(Director – Onshore, Oil & Natural Gas Corporation Limited)
4. Shri Avinash Kumar Verma
(Managing Director, ONGC Petro additions Limited)
5. Shri Nitin Chandrashanker Shukla
(Independent Director)

Chief Executive Officer : Shri Suresh Narayan Patil

Company Secretary : Shri Shashank Dhamseiya

Chief Financial Officer : Shri Pranav Shekharbhai Patel

Registered Office:

Block Number 14, Third Floor,
Udhyog Bhavan, Sector-11,
Gandhinagar - 382017

Site Office:

Administrative Building, Dahej SEZ Part-I,
Opposite Roxul Rockwool Limited, Dahej,
Bharuch - 392130

Statutory Auditors:

M/s. Vinod & Narendra
Chartered Accountants
101/102, Shaily,
Near Old High Court,
Navrangpura,
Ahmedabad - 380009

Secretarial Consultant:

Shri Ashish C. Doshi
Practicing Company Secretary
TF/1, Third Floor, Anison Building,
SBI Lane, Swastik Society,
C. G. Road, Navrangpura,
Ahmedabad - 380009

Registrar & Transfer Agent:

M/s. Accurate Securities & Registry Private
Limited
203, Shangri-La Arcade, Above Samsung
Showroom, Shyamal Cross Road, Satellite,
Ahmedabad - 380015

Bankers:

State Bank of India Udhyog Bhavan Branch, Gandhinagar	HDFC Bank Bodakdev Branch, Ahmedabad
Bank of Baroda Dahej SEZ Branch, Dahej, Bharuch	

NOTICE

NOTICE is hereby given that the 15th Annual General Meeting of the members of **DAHEJ SEZ LIMITED** will be held on **Monday, the 02nd day of December, 2019 at 05.00 p.m. at the Conference Room of Industries & Mines Department, Block No. 5, Third Floor, New Sachivalaya, Gandhinagar** to transact the following business:

ORDINARY BUSINESS:

1. To approve Audited Accounts

To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended March 31, 2019 together with the reports of the Board of Directors and Auditors and comments of Comptroller and Auditor General of India thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Ordinary Resolution**:

“RESOLVED THAT, the audited Financial Statements of the Company for the financial year ended on March 31, 2019 together with the reports of Board of Directors and Auditors and Comments of the Comptroller and Auditor General of India thereon be and are hereby received, considered and adopted.”

2. To confirm Interim Dividend

To confirm the interim dividend of Rs. 3.50 per equity share of Rs. 10/- each as dividend paid for the financial year 2018-19 and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT, an interim dividend at the rate of Rs. 3.50 (Three Rupees and Fifty Paise only) (@ 35%), excluding DDT, for every equity share of face value of Rs. 10/- (Ten rupees) each fully paid-up of the Company amounting to Rs. 46.05 Crore, paid to the shareholders for the financial year ended 31st March 2019, as per the resolution passed by the Board of Directors in their 48th meeting held on 01st February, 2019 be and is hereby noted and confirmed.”

3. Re-appointment of Retiring Director

To appoint Shri M. K. Das IAS, who retires by rotation as a Director and being eligible and offers himself for re-appointment and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Shri M. K. Das (DIN: 06530792), who retires by rotation at this meeting be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

4. Remuneration of Statutory Auditors

To authorize Board of Directors of the Company to fix the remuneration of the Statutory Auditors of the Company appointed by the office of CAG of India for audit of accounts of the Company for the year 2019-20 and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT, pursuant to provisions of Section 139(5) read with Section 142 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification and re-enactment thereof for the time being in force), approval of the Members be and is hereby accorded for authorizing the Board of Directors of the Company to decide and fix the remuneration payable to Auditors of the Company as may be appointed by the office of the Comptroller and Auditors General of India, for the financial year 2019-20.”

SPECIAL BUSINESS:

5. Regularization of Director appointed during the year

To appoint Shri A. K. Verma (DIN: 06990114) as Nominee Director of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT, pursuant to provisions of Section 161 and other applicable provisions, if any, of Companies Act, 2013 (including any statutory modification and re-enactment thereof for the time being in force) Shri Avinash Kumar Verma (DIN: 06990114), who was appointed by the Board as Nominee Director of the Company with effect from 03/05/2019 be and is hereby appointed as Director of the Company in terms of Section 152(2) of the Companies Act, 2013, until further orders of Oil & Natural Gas Corporation Limited, liable to retire by rotation.”

6. Regularization of Director appointed during the year

To appoint Shri M. Thennarasan (DIN: 06418776) as Nominee Director of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

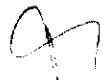
"RESOLVED THAT, pursuant to provisions of Section 161 and other applicable provisions, if any of Companies Act, 2013 (including any statutory modification and re-enactment thereof for the time being in force) Shri Malaiyappan Thennarasan, IAS (DIN: 06418776), who was appointed by the Board as Nominee Director of the Company with effect from 03/05/2019 be and is hereby appointed as Director of the Company in terms of Section 152(2) of the Companies Act, 2013 until further orders of Government of Gujarat, liable to retire by rotation."

**By Order of the Board of Directors
For Dahej SEZ Limited**

Registered Office:

Block No. 14, Third Floor,
Udhyog Bhavan, Sector-11,
Gandhinagar

Place : Gandhinagar
Date : **02/12/2019**


M. K. Das
Chairman
(DIN 06530792)

NOTES:

1. A member is entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote at the meeting instead of him/ her and the proxy need not be a members of the Company.
2. Pursuant to Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than 50 members holding in aggregate, not more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. Proxy vote to be effective, the instrument appointing a proxy or any other document necessary to show the validity or otherwise relating to appointment of a proxy shall be deposited at registered office of the Company, duly completed and signed, at least 48 hours before the commencement of the Annual General Meeting.
4. A proxy form is annexed to this notice. Proxies submitted on behalf of the Companies etc. must be supported by an appropriate resolution/ authority whichever is applicable.
5. Members may intimate at the registered office of the company, change in the correspondence address in order to send effective communication.
6. Corporate members intending to send their authorized representative to attend the AGM are requested to send a duly certified copy of their Board Resolution authorizing their representative to attend and vote at the AGM.

Copies to:

- A. All the Shareholders of the Company**
- B. Statutory Auditors of the Company**
- C. All the Directors of the Company**

**EXPLANATORY STATEMENT IN RESPECT OF THE
SPECIAL/ORDINARY BUSINESSES PURSUANT TO SECTION 102 OF
THE COMPANIES ACT, 2013**

Item No.: 5

Shri A. K. Verma (DIN: 06990114), who has been appointed as Director of the Company pursuant to the provision of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company effective from 03/05/2019 holds office up to the date of this Annual General Meeting and is eligible for appointment as a Director.

Shri A. K. Verma (DIN: 06990114) is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given his consent to act as Director. Accordingly, the Board recommends the resolution in relation to appointment of Shri A. K. Verma as Nominee Director, for the approval by the shareholders of the Company.

Except Shri A. K. Verma, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 5.

Item No.: 6

Shri M. Thennarasan (DIN: 06418776), who has been appointed as Director of the Company pursuant to the provision of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company effective from 05/09/2019 holds office up to the date of this Annual General Meeting and is eligible for appointment as a Director.

Shri M. Thennarasan (DIN: 06418776), is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given his consent to act as Director. Accordingly, the Board recommends the resolution in relation to appointment of Shri M. Thennarasan, IAS as Nominee Director, for the approval by the shareholders of the Company.

Except Shri M. Thennarasan, IAS, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 6.

**By Order of the Board of Directors
For Dahej SEZ Limited**

Registered Office:

Block No. 14, Third Floor,
Udhyog Bhavan, Sector-11,
Gandhinagar

Place : Gandhinagar
Date : 02/12/2019


M. K. Das
Chairman
(DIN 06530792)

DAHEJ SEZ LIMITED
(CIN: U45209GJ2004PLC044779)
Block No. 14, Third Floor, Udhog Bhavan,
Sector-11, Gandhinagar, Gujarat - 382017

BOARD'S REPORT

To,
The Members,

Your Directors have pleasure in presenting their 15th Annual Report on the business and operations of Dahej SEZ Limited (DSL) and the accounts for the financial year ended on March 31, 2019.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/ PERFORMANCE OF THE COMPANY:

The Board's Report is prepared based on the stand alone financial statements of the Company.

(Amount in Million INR)

Particulars	2018-19	2017-18
Revenue from Operations	579.07	535.13
Other Income	181.74	168.70
Total Revenue	760.81	703.83
Financial Cost	45.28	35.98
Other Operative and Administrative Expenses	107.63	81.67
Depreciation and Amortization	178.49	172.13
Total Expenses	331.40	289.78
Profit Before Tax	429.41	414.05
Less: Tax Expenses	(284.02)	65.34
Profit After Tax	713.43	348.71
Earnings Per Share		
(a) Basic	15.49	7.57
(b) Diluted	15.49	7.57

2. BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR:

The Company is established for the purpose of development and operation of SEZ at Dahej in Bharuch district. The Company received approval as developer of Multi Product Special Economic Zone from Government of India, Ministry of Commerce & Industry, Department of Commerce on April 04, 2007. Accordingly, the Company commenced its activity of development of SEZ from the year 2007-08.

During this year, the Company has earned income from Lease, Lease Rent, Interest and Other Income to the tune of Rs. 760.81 million. The Company has earned profit before tax to the tune of Rs. 429.41 million after providing for Depreciation/ Amortization of Lease Land of Rs. 178.49 million, Interest on Unpaid Lease Charges payable to GIDC and other costs of Rs. 45.28 million and Non Agricultural Area, Lease Rent, Administrative & Other Expenses of Rs. 107.63 million. The management of the Company is hopeful that the Company will be able to post better performance in the forthcoming years.

3. CHANGE IN THE NATURE OF BUSINESS, IF ANY:

There is no change in the nature of business, during the year under review.

4. DIVIDEND:

During the fiscal year 2018-19 the Company has declared interim dividend of Rs. 3.50 (35%), excluding DDT, on shares of face value of Rs. 10 each.

The Board of Directors of the Company has adopted a Dividend Distribution Policy and the same is available on the website of the Company.

5. TRANSFER TO RESERVES:

The Company has not transferred any amount to General Reserve.

6. DEPOSITS:

The Company has not accepted any Deposits from the public and it is therefore not required to comply with the requirement under the Companies (Accounts) Rules, 2014.

7. SHARE CAPITAL OF THE COMPANY AND CHANGE IN SHARE CAPITAL, IF ANY:

Authorized Share Capital of the Company is Rs. 1,00,00,00,000/- (Rupees Hundred Crore only) divided into 10,00,00,000 Equity Shares of Rs. 10/- each and Issued, Subscribed & Paid-up Share Capital of the Company is Rs 46,05,00,000/- (Rupees Forty-Six Crore and Five Lakh only) divided into 4,60,50,000 Equity Shares of Rs. 10/- each as on 31st March, 2019. During the year 2018-19 there has been no change in the share capital of the Company.

8. DISCLOSURE REGARDING ISSUE OF EQUITY SHARES WITH DIFFERENTIAL RIGHTS:

The Company has not issued any Equity Shares with Differential Voting Rights during the financial year and it is therefore not required to make disclosures specified in Rule 4 (4) of Companies (Share Capital and Debenture) Rules, 2014.

9. DISCLOSURE REGARDING ISSUE OF SWEAT EQUITY SHARES:

The Company has not issued any Sweat Equity Shares during the financial year and it is therefore not required to make disclosures specified in Rule 8 (13) of Companies (Share Capital and Debenture) Rules, 2014.

10. DISCLOSURE REGARDING ISSUE OF EMPLOYEE STOCK OPTION:

The Company has not issued any shares under Employee Stock Option Scheme during the financial year and it is therefore not required to make disclosures specified in Rule 12 (9) of Companies (Share Capital and Debenture) Rules, 2014.

11. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:

During the year under review, none of the Companies has become or ceased to be Company's Subsidiaries, Joint Ventures or Associate Companies.

12. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

From 01st April, 2018 to till date, following changes have been made:

Sr. No.	Name of Directors/ KMP Appointed	Date of Appointment	Sr. No.	Name of Directors/ KMP Ceased	Date of Cessation
1	S. K. Moitra (08065998)	10/05/2018	1	Ajay Bhadoo, IAS (05333433)	02/06/2018
2	Ajay Bhadoo, IAS (05333433)	02/06/2018	2	Ajay Bhadoo, IAS (05333433)	12/07/2018
3	Mohammad Shahid, IAS (07966260)	12/07/2018	3	Mohammad Shahid, IAS (07966260)	19/07/2018
4	Mukesh Kumar, IAS (06811311)	19/07/2018	4	Nidhi V. Gandhi (Company Secretary)	15/11/2018
5	S. Dhamseyia (Company Secretary)	16/11/2018	5	Sunil Rajnikant Parekh (06992456)	27/12/2018
6	A. K. Verma (06990114)	03/05/2019	6	Rekha Rani Jain (01586688)	27/12/2018
7	M. Thennarasan, IAS (06418776)	05/09/2019	7	Virendra Singh Jain (00253196)	27/12/2018
			8	A. P. Joshi, IAS (06723083)	23/02/2019
			9	Mukesh Kumar, IAS (06811311)	12/06/2019
			10	D. Thara, IAS (01911714)	27/09/2019

13. PARTICULARS OF EMPLOYEES:

As DSL is not a Listed Company therefore Section 197 (12) and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, statement of particulars of employees are not applicable to the Company.

14. MANAGERIAL REMUNERATION:

The Company is not required to make disclosures pursuant to Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 relating to Managerial Remuneration being an Unlisted Company.

15. BOARD MEETINGS:

During the year, Five Board Meetings were convened and held on 02/06/2018, 27/09/2018, 26/10/2018, 27/12/2018 & 01/02/2019.

16. BOARD EVALUATION:

Dahej SEZ Limited is a Joint Venture of ONGC Limited and GIDC. The appointment of Board of Directors is made indirectly by the State Government and ONGC and hence as per the Ministry (MCA) Notification dated 05/06/2015 the Company is exempted from the provisions of Clause (p) of Section 134 (3) of Companies Act, 2013.

17. AUDITORS:

The Auditors, M/s. Vinod & Narendra (FRN: 111497W), Chartered Accountant, Ahmedabad, were appointed as Statutory Auditors of the Company for the financial year 2018-19 by the Comptroller and Auditor General of India, Letter No. CA.V/COY/GUJARAT, DAHEJS(1)/841 dated 28/08/2018.

18. AUDITORS' REPORT:

The Auditors' Report does not contain any qualification. Notes to Accounts and Auditors remarks in their report are self-explanatory and do not call for any further comments.

19. COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143 (6) (b) OF THE COMPANIES ACT, 2013:

The comments of the Comptroller & Auditor General (CAG) of India forms part of this Report and is attached as ANNEXURE-I.

20. INTERNAL AUDIT & CONTROLS:

Internal Auditors, M/s. Asim Ravindra & Associates, Chartered Accountants (FRN: 118775W), Ahmedabad submitted reports. Findings are discussed with the Company and suitable corrective actions taken as per the directions on an ongoing basis to improve efficiency in operations.

21. RISK MANAGEMENT POLICY:

DSL shall identify the possible risks associated with its business and commits itself to put in place a Risk Management Framework to address the risk involved on an ongoing basis to ensure achievement of the business objective without any interruptions. DSL shall optimize the risks involved by managing their exposure and bringing them in line with the acceptable risk appetite of the Company.

22. EXTRACT OF ANNUAL RETURN:

As required pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12 (1) of the Companies (Management and Administration) Rules, 2014, an extract of Annual Return for the financial year ended 31st March, 2019 is annexed herewith as ANNEXURE-II in Form No. MGT-9.

23. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THE REPORT:

No material changes and commitments have occurred after the close of the financial year till the date of this report, which affect the financial position of the Company other than those specifically highlighted in this report.

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

No significant or material orders were passed by the regulator or court or tribunals which impact the going concern status and Company's operations in future. However, an Arbitral Award dated 07/07/2019 was passed in a case filed by Atlanta Limited against GIDC and the same has been mentioned in point no. 2 of the heading 'Emphasis of Matters' of Auditors' Report.

25. OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

In order to prevent sexual harassment of women at work place a new act the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been notified on 9th December, 2013. Under the said Act every Company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee.

Company has adopted a policy for prevention of Sexual Harassment of Women at workplace and has set up Committee for implementation of said policy. During the year, Company has not received any complaint of harassment.

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

The Company has no activities which require disclosure relating to conservation of energy or technology absorption as it is not a Manufacturing Company. There has been no foreign exchange earnings or outgo during the year under review.

27. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS:

Particulars of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in the financial statements (Please refer to Note 02 to the financial statement).

28. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

The particulars of every contract or arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 during the financial year 2018-19 is as under:

(Amt. in Million INR)

Nature of Transaction	KMP & their Relatives	Subsidiary Companies	Associates		
			GIDC	ONGC	OPaL
Loans & Advances					
Given during the year	0.00	0.00	0.26	0.00	0.40
Settled during the year	0.00	0.00	0.00	0.00	0.00
Closing Balance	0.00	0.00	1.53	0.00	1.53
Sundry Creditors					
Addition during the year	0.00	0.00	95.39	0.00	0.00
Settled during the year	0.00	0.00	95.68	0.00	0.00
Closing Balance	0.00	0.00	43.86	0.00	0.00
Other Payments to KMP & Related Parties					
Salaries etc. to Directors & Related Parties (KMP)	3.30	0.00	0.00	0.00	0.00
Sitting Fees to Directors	0.00	0.00	0.00	0.00	0.00
Commission to Related Parties	0.00	0.00	0.00	0.00	0.00
Amount Expended on behalf of Related Parties	0.00	0.00	0.00	0.00	0.00
Application Fees for RoU Income	0.00	0.00	0.05	0.00	0.05
RoU/ Rent Income	0.00	0.00	0.69	0.22	3.13
Lease Rent and Service Charges Income	0.00	0.00	0.00	12.56	106.77
NAA and Lease Rent Charges Expenses	0.00	0.00	13.59	0.00	0.00
Interest Payable Expenses	0.00	0.00	41.33	0.00	0.00
Upfront Lease Income/ Charges apportioned Expense Income	0.00	0.00	54.85	9.97	86.58
Scrutiny Fees for Approval of Plan Income	0.00	0.00	0.00	0.00	0.00
Infrastructure Expense	0.00	0.00	95.33	0.00	0.00
Water Charges Expense	0.00	0.00	0.00	0.00	0.00
Dividend Paid	0.00	0.00	80.59	80.59	0.00
Interest Receivable Income	0.00	0.00	0.00	0.00	0.60
Late Payment Fees	0.00	0.00	0.00	0.00	0.02

29. CORPORATE SOCIAL RESPONSIBILITY (CSR):

Under Section 135 of the Companies Act, 2013 the provision of Corporate Social Responsibility is applicable to the Company for the financial year 2018-19. The Board has constituted the CSR Committee. The Committee finalized a policy for the purpose of activities to be carried out for CSR and decided to explore the proper channel through which said activities can be carried out and necessary amount could be spent. During the year the Company has spent Rs. 76,74,603/- (Rupees Seventy-Six Lakh Seventy-Four Thousand Six Hundred and Three only) towards

Corporate Social Responsibility contribution. The detail related to CSR Activities is appended as **Annexure-III**.

30. AUDIT COMMITTEE:

The Company has constituted the Audit Committee as per requirement of section 177 of the Companies Act, 2013 read with rule (6) of the Companies (Meetings of Board and its Powers) Rules, 2014.

During the year under review, the board has accepted all recommendations of the Committee and accordingly no disclosure is required to be made in respect of non-acceptance of any recommendation of the Audit Committee by the Board.

31. NOMINATION AND REMUNERATION COMMITTEE:

The Company has constituted Nomination and Remuneration Committee pursuant to Section 178 of the Companies Act, 2013 read with rule (6) of the Companies (Meetings of Board and its Powers) Rules, 2014.

32. DIRECTORS' RESPONSIBILITY STATEMENT:

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that—

- (a) In the preparation of the Annual Accounts, the applicable Accounting Standards had been followed along with proper explanation relating to material departures;
- (b) the Directors had selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- (c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) The Directors had prepared the Annual Accounts on a going concern basis;
- (e) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

33. SECRETARIAL AUDIT REPORT:

Section 204 of the companies Act, 2013 relating to Secretarial Audit is not applicable to the Company. Therefore the Company is not required to obtain Secretarial Audit Report in Form No. MR-3 pursuant to Section 204 (1) of the

Companies Act, 2013 and Rule (9) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

34. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND:

Your Company did not have any funds lying unpaid or unclaimed for a period of seven years under Section 205 (c) of the Companies Act, 1956. Therefore there were no funds which were required to be transferred to Investor Education and Protection Fund.

35. ACKNOWLEDGEMENTS:

Your Directors express their warm wish to place on record their sincere appreciation to the co-operation extended by the Registrar of Companies (RoC), Comptroller & Auditor General (CAG) of India and Statutory Auditors. The Directors are also grateful to the Government of Gujarat, Officers and staff of the Company for their co-operation and look forward for their continued support.

**For and on behalf of the Board of Directors of
DAHEJ SEZ LIMITED**

Place: Gandhinagar
Date : 02/12/2019


M. K. Das
Chairman
DIN: 06530792

ANNEXURE INDEX

Annexure	Content
I.	Comments of CAG of India
II.	Extract of Annual Return in Form No. MGT-9
III.	Corporate Social Responsibility



Confidential
By Regd. Post

कार्यालय
प्रधान महालेखाकार (आ.एवं रा.क्षे.ले.प.), गुजरात
**Office of the
Principal Accountant General (E&RSA), Gujarat**

No. ES-1/A/cs/DSL/2018-19/000 637

28.11.2019

To
The Managing Director,
Dahej Sez Limited
Block no. 14, 3rd Floor
Udyog Bhavan, Sector-11
Gandhinagar-382017.

Sub:- Comment of the Comptroller and Auditor General of India under Section 143(6)(b) of the Companies Act, 2013 on the financial statements of Dahej SEZ Limited for the year ended 31 March 2019.

Sir,

Please find enclosed nil comment certificate of the Comptroller and Auditor General of India under Section 143(6)(b) of the Companies Act, 2013 on the financial statements of Dahej SEZ Limited for the year ended 31 March 2019 for being placed before the Annual General Meeting of the Company.

Under Section 143(6) of the Companies Act, 2013 the comments of the Comptroller and Auditor General of India are required to be sent by the Company to every person entitled to copies of audited financial statements under Section 136(1) of the Companies Act, 2013 and also to be placed before the Annual General Meeting of the Company at the same time and in the same manner as the Statutory Auditors' Report of the Company. The date of placing the Report of the Comptroller and Auditor General of India before the Annual General Meeting may please be intimated to this office.

Six copies of the printed accounts may please be sent to this office for our use and record.

Receipt of this letter with its enclosures may please be acknowledged.

Yours faithfully,

Sr. Dy. Accountant General (ES-I)

Encl: As above

Inward No. 2142
Date 28/11/19
626L, Gandhinagar

लेखापरीक्षा भवन, नवरंगपुरा, अहमदाबाद - 380 009. Audit Bhavan, Navrangpura, Ahmedabad - 380 009.
फोन / Phone : 079-26403713, 26561327, 26405874, 26561282, 26560892
फेक्स / Fax : 079-26561853 E-mail : agaugujarat1@cag.gov.in

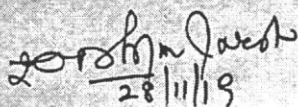
**COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA
UNDER SECTION 143(6)(b) OF THE COMPANIES ACT, 2013 ON THE
FINANCIAL STATEMENTS OF DAHEJ SEZ LIMITED FOR THE YEAR
ENDED 31 MARCH 2019**

The preparation of financial statements of **Dahej SEZ Limited** for the year ended 31 March 2019 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the Management of the Company. The Statutory Auditors appointed by the Comptroller and Auditor General of India under Section 139(5) of the Act are responsible for expressing opinion on the financial statements under Section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under Section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 27 September 2019.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the financial statements of **Dahej SEZ Limited** for the year ended 31 March 2019 under Section 143(6)(a) of the Act. This supplementary audit has been carried out independently without access to the working papers of the Statutory Auditors and is limited primarily to inquiries of the Statutory Auditors and Company personnel and a selective examination of some of the accounting records.

On the basis of my supplementary audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to Statutory Auditors' Report under Section 143 (6) (b) of the Act.

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


28/11/19

(H. K. Dharmadarshi)
Pr. Accountant General (E&RSA), Gujarat

Place: Ahmedabad
Date:

ANNEXURE - II**FORM NO. MGT 9****EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2019

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the
Company (Management & Administration) Rules, 2014

I. REGISTRATION & OTHER DETAILS:

1.	CIN	U45209GJ2004PLC044779
2.	Registration Date	21/09/2004
3.	Name of the Company	DAHEJ SEZ LIMITED
4.	Category/Sub-Category of the Company	Company Limited by Shares Indian Non Government Company
5.	Address of the Registered Office & Contact Details	Address: Block Number 14, Third Floor, Udhyog Bhavan, Sector-11, Gandhinagar - 382017 eMail ID: ceo@dahejsez.com
6.	Whether Listed Company	No
7.	Name, Address & Contact Details of the Registrar & Transfer Agent, if any.	Accurate Securities and Registry Private Limited Address: 203, ShangriLa Arcade, Above Samsung Showroom, Near Shyamal Cross Road, Satellite, Ahmedabad - 380015 eMail ID: accurate.rta@gmail.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

(All the business activities contributing 10% or more of the total turnover of the company shall be stated)

SN	Name and Description of Main Products/ Services	NIC Code of the Product/ Service	% to total turnover of the company
1	Identify and Develop Tourism Projects, To Construct Tourism Service, Investigate and Prepare Project Report & To Develop Projects on Public Private Partnership (PPP) basis	68100	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES: NIL

SN	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
Nil					

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2018]				No. of Shares held at the end of the year[As on 31-March-2019]				% Change during the year
	D e m at	Physical	Total	% of Total Share s	D e m at	Physical	Total	% of Total Share s	
A. Promoters									
(1) Indian									
a) Individual/ HUF		500	500	-	-	500	500	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Body Corp.	-	23024700	23024700	50	-	23024700	23024700	50	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other - Company	-	23024800	23024800	50	-	23024800	23024800	50	-
Sub-Total [A](1)	-	46050000	46050000	100	-	46050000	46050000	100	-
(2) Foreign									
a) NRI-Individual	-	-	-	-	-	-	-	-	-
b) Other-Individual	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-Total [A] (2)	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A) (1)+(A) (2)	-	46050000	46050000	100	-	46050000	46050000	100	-
B. Public Shareholding									
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-									

Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	46050000	46050000	100	-	46050000	46050000	100	-

ii) Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Gujarat Industrial Development Corporation (GIDC)	2,30,24,700	50	-	2,30,24,700	50	-	-
2	Oil & Natural Gas Corporation Limited (ONGC)	2,30,24,800	50	-	2,30,24,800	50	-	-
3	Vijay N. Iyah	100	-	-	100	-	-	-
4	Roopesh Kumar	100	-	-	100	-	-	-
5	D. Thara	100	-	-	100	-	-	-
6	Ashok D. Patel	100	-	-	-	-	-	-
7	M. K. Das	100	-	-	100	-	-	-
8	D. N. Brahmabhatt	-	-	-	100	-	-	-

	Total	4,60,50,000	100	-	4,60,50,000	100	-
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iii) Change in Promoters' Shareholding (please specify, if there is no change) -

S N	Particulars	Shareholding at the beginning of the year		Cumulative Share holding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	A. D. Patel				
	At the beginning of the year	100	-	100	-
	Less: Transfer of shares on 27/09/2018	100	-	-	-
	At the end of the year	-	-	-	-
2.	D. N. Brahmbhatt				
	At the beginning of the year	-	-	-	-
	Add: Transfer of shares on 27/09/2018	100	-	100	-
	At the end of the year	-	-	100	-

iv) Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs): Not Applicable

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the end of the year	-	-	-	-

v) Shareholding of Directors and Key Managerial Personnel:

S N	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	M. K. Das				
	At the beginning of the year	100	-	-	-
	Increase/ Decrease	-	-	-	-
	At the end of the year	-	-	100	-

V. INDEBTEDNESS - Indebtedness of the Company including interest outstanding/ accrued but not due for payment: Nil

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	NIL			
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)				
Change in Indebtedness during the financial year				
* Addition				
* Reduction				
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)				

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

A. Remuneration to Managing Director, Whole-Time Directors and/or Manager:

SN	Particulars of Remuneration	Name of MD/ WTD/ Manager			Total Amount
1	Gross salary	-	-	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission - as % of profit - others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total (A)	-	-	-	-
	Ceiling as per the Act	-	-	-	-

B. Remuneration to other Directors:

SN	Particulars of Remuneration	Name of Directors				Total Amount
		Sunil Parekh	Rekha Jain	V. S. Jain		
1	Independent Directors					
	Fee for attending board committee meetings	5,000/-	5000/-	5,000/-		15000/-
	Commission	-	-	-		-
	Others, please specify (Travelling Exps.)	6,658/-	988/-	12,716/-		20,362/-
	Total (1)	11,658/-	5,988/-	17,716/-		35,362/-
2	Other Non-Executive Directors			-		
	Fee for attending board committee meetings	-	-	-		-
	Commission	-	-	-		-
	Others, please specify	-	-	-		-
	Total (2)	-	-	-		-
	Total (B)=(1+2)	11,658/-	5,988/-	17,716/-		35,362/-
	Total Managerial Remuneration	-	-	-		-
	Overall Ceiling as per the Act	-	-	-		-

C. Remuneration to Key Managerial Personnel Other than MD/ Manager/ WTD:

SN	Particulars of Remuneration	Key Managerial Personnel				
		S. N. Patil - CEO	Nidhi Gandhi - CS	S. Dhamseiya - CS	Pranav S. Patel - CFO	Total
1	Gross salary	24,38,900/-	1,62,940/-	1,20,887/-	5,49,648/-	32,72,375/-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-		-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-		-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-		-	-	-
2	Stock Option	-		-	-	-
3	Sweat Equity	-		-	-	-
4	Commission	-		-	-	-
	- as % of profit	-		-	-	-
5	Others, please specify	-		-	-	-
	Total	24,38,900/-	1,62,940/-	1,20,887/-	5,49,648/-	32,72,375/-

VII. PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority (RD / NCLT/ COURT)	Appeal made, if any (give Details)
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

For and on behalf of the Board of Directors of
DAHEJ SEZ LIMITED

Place: Gandhinagar
Date : 02/12/2019


M. K. Das
Chairman
DIN: 06530792

ANNEXURE-III

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2018-19

1	A brief outline of the Company' CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to CSR Policy and projects or programs.	http://dahejsez.com/csr To focus on area surrounding Dahej and other places for promoting Health Care, Education, Rural Development, promoting Educational activity, promoting gender equality and socio-economic empowerment, promoting environment awareness and etc.
2	The Composition of the CSR Committee	1. Shri M. K. Das, IAS 2. Shri M. Thennarasan, IAS 3. Shri A. K. Verma
3.	Average net profit of the Company for last three financial year	Rs. 37,92,88,308/-
4.	Prescribed CSR Expenditure (two per cent of the amount as in item 3 above)	Rs. 75,85,766/-
5.	Details of CSR spent during the financial year 2018-19 (a) Total amount to be spent for the financial year 2018-19 (b) Amount unspent, if any	 Rs. 76,74,603/- Nil

Manner in which the amount spent during the financial year is detailed below

DETAILS OF AMOUNT SPENT ON CSR ACTIVITIES DURING FINANCIAL YEAR 2018-19

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sr. No.	CSR Project or activity identified	Sector in which the project is covered	Project or Program Local area or other Specify the State and district where projects or programs were undertaken	Amount outlay (budget) project or programs wise (in Rs.)	Amount spent on the projects or programs Sub-heads: 1. Direct on projects or programs- 2. Overhead	Cumulative Expenditure upto the reporting period i.e. FY 2018-19	Amount spent Direct or through implementing Agency
1	Renovation of Shed	Promoting Education	Primary Girls School, Dahej	3,19,669	3,19,669	3,19,669	Direct
2	Supply of JCB for cleaning of drain network	Promoting Rural Development	Suva Gram Panchayat	72,000	72,000	3,91,669	Direct
3	Plantation	Ensuring Environmental Sustainability	Suva Village	10,500	1,500	3,93,169	Direct

4	Financial Assistance for hiring experts for the training and education of mentally retarded students	Promoting Education	Kalarav School for Mentally Retarded Students, Vocational Training Centre and Physiotherapy Centre, Bharuch	2,60,000	2,60,000	6,53,169	Direct
5	Renovation of School	Promoting Education	Shri Om Hari Vidya Mandir, Jageshwar	7,69,165	7,98,540	14,51,709	Direct
6	Plantation	Ensuring Environmental Sustainability	Jageshwar Village	4,500	1,500	14,53,209	Direct
7	Study Table, Chairs, books case, Plantation and Misc. items	Promoting Education	Shri Om Hari Vidya Mandir, Jageshwar Village	1,04,040	1,07,290	15,60,499	Direct
8	Plantation, dust bin, Dishes, Chairs, utensils and Misc. items	Promoting Education & Healthcare	Primary School, Jageshwar Village	95,535	95,035	16,55,534	Direct
9	Cleaning of Storm Water Drain in Village	Promoting Rural Development	Lakhigam	2,66,858	2,79,110	19,34,644	Direct
10	Financial Assistant to Blind Peoples Association (BPA) of India (Eye Check-up Camp, Cataract Surgeries, Distribution of Spects, etc.)	Promoting Healthcare	Ankleshwar, Jambusar, Vagara, Jageshwar, Lakhi, Suvagam, Ambhetha, Bharuch & other 17 nearby villages	18,85,000	18,85,000	38,19,644	Through agency
11	Grass Cutting Machine	Promoting Healthcare & Education	Primary Misra School, Suva	29,529	29,529	38,49,173	Direct
12	Construction of class rooms	Promoting Education	Primary School, Luwara village	4,82,814	5,06,520	43,55,693	Direct
13	Financial Assistant for School Benches	Promoting Education	Shri Om Hari Vidya Mandir, Jageshwar Village	1,32,750	1,32,750	44,88,443	Direct
14	Library related items Table, Books, Chairs and other	Promoting Education	Primary Mishra School, Jageshwar	1,57,250	1,57,250	46,45,693	Direct
15	Prime Minister National Relief Fund	Contribution to PMNRF	New Delhi	10,00,000	10,00,000	56,45,693	Direct

16	Bharat ke Veer corpus	Measures for the benefit of Armed Forces veterans, war widows & their dependent	New Delhi	10,00,000	10,00,000	66,45,693	Direct
17	GCSRA Malnutrition Control Fund	Promoting Healthcare	Gujarat CSR Authority, Gujarat	5,00,000	5,00,000	71,45,693	Through agency
18	GCSRA Special Children Fund	Promoting Education	Gujarat CSR Authority, Gujarat	5,00,000	5,00,000	76,45,693	Through agency
19	School Bags distribution to students on occasion of Independence Day	Promoting Education	Nearby School at Dahej	28,910	28,910	76,74,603	Direct
Total				76,18,520	76,74,603	-	

**For and on behalf of the Board of Directors of
DAHEJ SEZ LIMITED**

Place : Gandhinagar
Date : 02/12/2019


M. K. Das
Chairman
DIN: 06530792

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF DAHEJ SEZ LTD.**

Report on the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of DAHEJ SEZ LTD. ('the Company'), which comprise the Balance Sheet as at 31st March, 2019, the Statement of Profit and Loss, statement of changes in equity, the Cash Flow Statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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, of the state of affairs of the Company as at 31st March, 2019, and its profit, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act 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.

Emphasis of Matters

We draw attention to the following:

- 1) Note No. 21(f)(v) of the financial statements which states that till 31-03-2018, DSI had charged depreciation on infrastructure items (Roads, Water Supply work, Drainage Network, Pipelines and Streetlights, excluding Building) considering the useful life at 60 years as per the certifications issued by the Technical Expert. However, upon receipt of observations from C&AG for taking higher than normal useful life at 60 years resulting in lower depreciation on such assets, the matter was referred to GIDC Officials and after deliberations it was decided to take the useful life of such assets as per the Rates



as per Schedule II of the Companies Act, 2013. Consequently, depreciation has been recalculated during the year 2018-2019. To give effect of the change, Depreciation of Rs. 1316.3780 Million for the earlier years ending on 31-03-2018 has been effected in Other Equity and current year's depreciation has been calculated at the revised rate of depreciation. The Other Equity and Fixed Assets Net Block are stated lower to that extent.

- 2) Note No. 21(m)(ii) of the financial statements which states that for a work allotted by GIDC to Atlanta Ltd. for creating Infrastructure of Dahej SEZ (Package-1), there had been a dispute and the matter was referred for Arbitration. In an event occurring after the Balance Sheet date, the Arbitration award is passed in favour of Atlanta Ltd. and the total amount of award to be paid by GIDC including interest till July, 2019 amounts to Rs. 1280.83 Million. As disclosed by the Company, GIDC has not accepted the decision of the Arbitrator and have decided to file the appeal with the Competent Authority (Commercial Court). Pending receipt of status of the appeal from GIDC, the Company has disclosed this amount as a contingent liability. If the liability materializes, it will have significant impact on the finances of the Company.

Our opinion is not modified in respect of these matters.

Responsibility of Management for the Standalone 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 standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements 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.

Those Board of Directors are 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 an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of 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.

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.

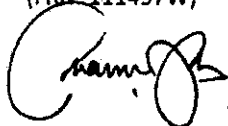
Report on Other Legal and Regulatory Requirements

- 1) As required by the Companies (Auditor's Report) Order, 2016 ('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 Annexure-A a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.



- 2) As required by Section 143(3) of the Act, we report that:
- a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) the Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d) in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e) the contingent liability arising from arbitration award described under the Emphasis of Matters paragraph if materialized, in our opinion, may have a significant adverse effect on the finances of the Company;
 - f) on the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164(2) of the Act; and
 - g) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure-B;
 - 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, 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 No. 21(m) and Note No. 30 to the financial statements;
 - (ii) the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
 - (iii) there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- 3) As required by Section 143(5) of the Act, our report on Directions and Sub directions is annexed as per Annexure-C.

For Vinod & Narendra
Chartered Accountants
(FRN: 111497W)



Shaleen Shah, Partner
Membership No.105238

UDIN: 19105238AAAACN1852

Ahmedabad
27 SEP 2019



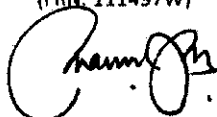
ANNEXURE-A TO THE INDEPENDENT AUDITORS' REPORT*(Referred to in Paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our Report of even date)*

- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
- (b) According to the information and explanations given to us, the Company has formulated a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this program, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties pertaining to land that have been taken on lease and disclosed as fixed asset in the financial statements, the lease agreements are in the name of the Company, where the Company is the lessee in the agreement.
- (ii) The Company is engaged in the business of developing, operating and maintaining the SEZ and SEZ based related infrastructure facilities including Multi Product Special Economic Zone at Dahej. Accordingly, it does not hold any physical inventories. Thus, paragraph 3(ii) of the Order is not applicable to the Company.
- (iii) 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 Companies Act, 2013 ('the Act'). Thus, paragraph 3(iii) of the Order is not applicable.
- (iv) The Company has not granted any loans or provided any guarantee or security to the parties covered under Section 185 of the Act. The Company has not made any investments or granted any loans or provided any guarantee or security to the parties covered under Section 186. Thus, paragraph 3(iv) of the Order is not applicable.
- (v) The Company has not accepted any deposits from the public. Thus, paragraph 3(v) of the Order is not applicable.
- (vi) The Company is engaged in the business of developing, operating and maintaining the SEZ and SEZ based related infrastructure facilities including Multi Product Special Economic Zone at Dahej. Accordingly, 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. Thus, paragraph 3(vi) of the Order is not applicable to the Company.
- (vii) (a) According to the information and explanations provided to us and on the basis of our examination of the records, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, custom duty, excise duty, value added tax, cess and other material statutory dues, wherever applicable to it. According to the information and explanations given to us, no undisputed amounts payable were in arrears, as at the last day of the financial year for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no statutory dues of income tax, sales tax, service tax, custom duty, excise duty or value added tax which have not been deposited on account of dispute.
- (viii) According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of loans and borrowings to its bankers. The Company did not have any debenture holders during the year. Thus, paragraph 3(viii) of the Order is not applicable to the Company.



- (ix) The Company has not raised any money by way of initial public offer, further public offer (including debt instruments) and term loans during the year. Thus, paragraph 3(ix) of the Order is not applicable.
- (x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no fraud on the Company by its officers or employees has been noticed or reported during the year.
- (xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid / provided for managerial remuneration in accordance with the requisite approvals, where applicable, mandated by the provisions of Section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Thus, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Section 177 and 188 of the Act, where applicable, and details of such transactions have been disclosed in the standalone Ind-AS financial statements as required by the applicable Indian accounting standards.
- (xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Thus, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act 1934.

For Vinod & Narendra
Chartered Accountants
(FRN: 111497W)



Shalcen Shah, Partner
Membership No.105238

UDIN: 19105238AAAACN1852

Ahmedabad

27 SEP 2019



ANNEXURE-B TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in Paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our Report 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 DAHEJ SEZ LTD. ('the Company') as of 31 March 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control 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 the 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 Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by ICAI. 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 were 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 auditors' 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 authorizations of the Management and Directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

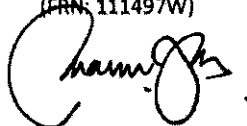
Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, 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 2018, 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 ICAI.

For Vinod & Narendra
Chartered Accountants
(FRN: 111497W)



Shaleen Shah, Partner
Membership No.105238

UDIN: 19105238AAAACN1852

Ahmedabad

27 SEP 2019



ANNEXURE-C TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in Paragraph 3 under 'Report on Other Legal and Regulatory Requirements' section of our Report of even date)

DIRECTIONS UNDER SECTION 143(5) OF COMPANIES ACT 2013

1. Whether the Company has clear title/lease deeds for freehold and leasehold respectively? If not please state the area of freehold and leasehold land for which title/lease deeds are not available.

Dahej SEZ Ltd. ('DSL' or 'the Company') has taken over the lease hold land of 1710 hecets. situated at Dahej SEZ area in Vagra Taluka of Bharuch District from Gujarat Industrial Development Corporation as on 19.01.2010 for the period of 99 years.

Dahej SEZ Ltd. has sub leased the lease hold land acquired from GIDC to various units for thirty years as per policy of DSL. Out of which for 41 units admeasuring 2089427.84 sq . mtrs areas, are yet to be executed sub lease deed.

2. Please report whether there are any cases of waiver/write off of debts/loan/interest etc., if yes the reasons there for and the amount involved.

As per the information & explanations given to us, there is no any case of waiver/write off of debts/ loan/ interest, etc.

3. Whether proper records are maintained for inventories lying with third parties & assets received as gift from Govt. Or other authorities.

The company provides services and does not engage in manufacturing and trading activities, so there is no question of maintaining records for inventories lying with third parties. As per the information & explanations given to us, the Company has not received any assets as gifts during the year.

**SUB DIRECTIONS UNDER SECTION 143(5) OF COMPANIES ACT 2013
INFRASTRUCTURE SECTOR**

1. Whether the Company has taken adequate measures to prevent encroachment of idle land owed by it. Whether any land of the Company is encroached, under litigation, not put to use or declared surplus? Details may be provided.

DSL has engaged security agency to prevent encroachment in SEZ area.

However, as per the information & explanations given to us, in the SEZ encroachment has been done by local people / land looser due to compensation issue with GIDC. GIDC has allotted 1710 hectares area on lease of 99 years to Dahej SEZ Ltd for the development of M.P.V. SEZ at Dahej, Dist. Bharuch as per lease deed executed. As per information and explanation given to us, the area details of Dahej SEZ are as under:

Total Plot Area	1682.65 hectares area as per the Gazette of India Dated 14.11.2011 and 27.35 hectares areas are under reconciliation with G.I.D.C.
Total Area used/reserved for Utility Corridor, Dedicated Corridor, Infrastructure facilities like road, drainage, SWD, Water pipeline & tank, C.O.P. etc	335.51 hectares as per drawing
Total Allocable Area to Units	1347.14 hectares area
Total Allotted Area to Units	1152.46 hectares area
De-notified Area of PLL	49.90 hectares area
Total Vacant Area	194.68 hectares area



2. Whether the system in vogue for identification of projects to be taken up under Public Private Partnership is in line with the guideline/ policies of the Government? Comment on deviation if any :

We have not been informed of any such guidelines or policies of the Government which are applicable to the Company.

3. Whether system for monitoring the execution of works vis-a-vis the milestones stipulated in the agreement is in existence and the impact of cost escalation, if any, revenues/losses from contracts, etc., have been properly accounted for in the books.

As per the information & explanations given to us, there is a system for monitoring execution of work undertaken in the Company. Work has been executed as per agreement/ work order issued and properly accounted in books. The review meeting conducted by CEO and is attended by the concerned officers of the Company.

The company has been engaged in the business of the developing the multi product special economic zone at Dahej. In pursuance to that company has entered into lease agreements with allottees as per the policy of the DSL and all provisions thereof have been complied/accounted. In case of the surrender of the plots the amounts of penalties and deposits forfeited have been complied/accounted as per the surrender policy of the DSL.

4. Whether funds received/ receivable for specific schemes from central/ State agencies were properly accounted for/utilized? List the cases of deviations :

As per the information & explanations given to us, no new grants have been received during the year.

5. Whether the bank guarantees have been revalidated in time?

There are no bank guarantees given by the Company, hence this clause is not applicable.

6. Comment on the confirmation of balances of trade receivables, trade payables, term deposits, bank accounts and cash obtained.

Confirmation of Balances for Term Deposit & bank accounts have been obtained. Cash Balance is as certified by the Management. As per the information & explanations given to us, balances of trade payable and trade receivable confirmation has been done on various dates in August 2019.

7. The cost incurred on abandoned projects may be quantified and the amount actually written-off shall be mentioned.

As per the information & explanations given to us, there is no such abandoned project.

INDUSTRIAL PROMOTION

1. Describe the deviations from the system of the payment for land acquisition including compensation under Resettlement and Rehabilitation Policy of the State Government. Cases of the land disputes should be mentioned.

As per the information & explanations given to us, we have not been informed of any such deviation from the system of payment of land acquisition.

2. Is the system of the sanction, disbursement and recovery of Industrial loan effective? State the cases of the deviation from rules, regulations and policies in regard to rescheduling, waiver of loans/interest and one time settlement scheme etc.

The Company has not given any such industrial loan, hence this clause is not applicable.



3. Examine and state the system of allotment of Industrial plots/sheds including recovery of installments from the allottees. What is the system of imposing penalty due to delay in setting up of the business or starting business other than one for which the allotment was made?

As per the information & explanations given to us, the Company follows a system of allotment and surrender of plots as per policy of DSL. The applicant is allotted plot on production of the Letter of Approval (LOA) from the Development Commissioner of the Dahej SEZ, Govt. of India. The allottees are not permitted to start business on the allotted plot other than one for which the allotment was made. As informed, the Company has approved a policy for imposing penalty for non-utilisation of land in Dahej SEZ in the Board Meeting dtd. 27-06-2017.

4. The system of managing the default cases shall be examined. Have all steps to remedy the situation taken within the prescribed time limit? The cases of non compliance to established system shall be detailed.

As per the information & explanations given to us, the Company has regular monitoring system for default in payment and charged interest @ 13% p.a. on defaults as per DSL policy. We have not been informed of any such instance on non compliance of such policy.

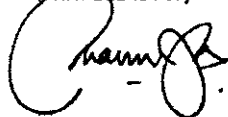
5. Examine and provide the details of liability, if any, on account of delay in handing over of any project to allottees and its consequence accounting.

We have not been informed of any such instance.

6. State the cases where loans/ funds received from Central/State Government or its agencies have been diverted from the purpose for which these were received.

We have not been informed of any such instance of diversion during the year.

For Vinod & Narendra
Chartered Accountants
(FRN: 111497W)



Shaleen Shah, Partner
Membership No.105238



Ahmedabad

UDIN: 19105238AAAACN1852

27 SEP 2019

ANNEXURE-C TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in Paragraph 3 under 'Report on Other Legal and Regulatory Requirements' section of our Report of even date)

DIRECTIONS UNDER SECTION 143(5) OF COMPANIES ACT 2013

(Supplementary Report to Annexure-C to the Independent Auditors' Report as per additional Sub-directions for FY 2018-19)

1. Whether the Company has system in place to process all accounting transaction through IT System? If No, the implication of processing of accounting transactions outside IT system on the Integrity of accounts along with the financial implications, if any, may be stated?

The Company is maintaining its accounts through Tally ERP-9 Accounting software. The Company is maintaining manual register of fixed assets. On the basis of test checks conducted by us, the integration of fixed assets register with computerised accounts is proper.

2. Whether there is any restructuring of existing loan or cases of waiver/write off of debts/loans/interest etc. made by a lender to the Company due to Company's inability to repay the loan? If yes, the financial impact may be stated.

On the basis of information and explanations provided to us, the Company did not have any loans outstanding at any point during FY 2018-19. Hence, this clause is not applicable to the Company.

3. Whether funds received / receivable for specific schemes from Central/State agencies where properly accounted for/utilized as per in terms and conditions? List the cases of deviations.

As informed, no such funds were received/receivable by the Company during FY 2018-19. Hence, this clause is not applicable to the Company.



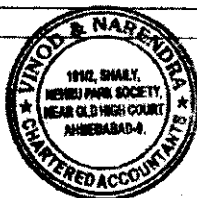
DAHEJ SEZ LTD.
AUDITED BALANCE SHEET AS ON 31-03-2019 AS PER IND AS

"₹" in Millions

Particulars	Note No.	As at March 31,2019	As at March 31,2018
ASSETS			
1 Non-Current Assets			
(a) Property, Plant & Equipments	1	5,300.87	6,684.94
(b) Capital work-in-progress		27.58	71.81
(c) Other Intangible Assets		0.03	0.03
(d) Financial Assets			
(i) Investments	2	100.00	100.00
(ii) Trade Receivables	4	32.40	24.89
(e) Other Non-current Assets	3	186.38	150.55
Sub-Total (1)		5,647.26	7,032.22
2 Current Assets			
(a) Financial Assets			
(i) Trade Receivables	4	262.06	189.47
(ii) Cash and cash equivalents	5	2,531.34	2,545.70
(iii) Other Financials Asset	6	76.30	83.35
(b) Current Assets	6	610.01	377.32
Sub-Total (2)		3,479.70	3,195.84
Total Assets (1+2)		9,126.96	10,228.06
EQUITY AND LIABILITIES			
1 Equity			
(a) Equity Share Capital	7	460.50	460.50
(b) Other Equity	8	959.68	1,729.72
Sub-Total (1)		1,420.18	2,190.22
2 Liabilities			
(1) Non-Current Liabilities:			
(a) Other Long term liabilities	9	6,322.40	6,724.96
(b) Trade Payables	11	214.20	214.30
(c) Non Current Tax Liabilities	13	-	130.44
(2) Current Liabilities:			
(a) Financial Liabilities			
(i) Trade Payables	11	50.17	48.70
(ii) Other Financial Liabilities	10	445.92	407.36
(b) Other Current Liabilities	10	576.01	403.29
(c) Provisions	12	5.16	7.79
(d) Current Tax Liabilities	13	92.92	101.00
Sub-Total (2)		7,706.78	8,037.84
Total Equity and Liabilities (1+2)		9,126.96	10,228.06

For, Vinod & Narendra
CHARTERED ACCOUNTANTS
ICAI Firm Reg. No.111497W

CA. Shaleen Shah
Partner
Membership No.105238
Place : Gandhinagar
Date : 27 SEP 2019



C.S.
Dahej SEZ Ltd.

For and on behalf of the
Board of Directors

Director
Dahej SEZ Ltd.

C.E.O.
Dahej SEZ Ltd.
Place: Gandhinagar
Date : 26 SEP 2019

Director
Dahej SEZ Ltd.
C.E.O.
Dahej SEZ Ltd.



DAHEJ SEZ LTD.
Audited Profit and Loss for the period ended on 31st March, 2019 as per IND AS

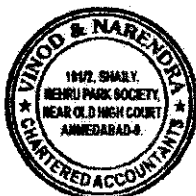
"₹" in Millions

Particulars	Note No.	For year ended 31 March, 2019	For year ended 31 March, 2018
Income			
I Revenue from operations	14	579.07	535.13
II Other income	15	181.74	168.70
III Total Income (I + II)		760.81	703.83
IV Expenses			
Employee benefit expense	16	13.21	11.59
Financial costs	17	45.28	35.98
Depreciation and amortization expense	1	178.49	172.13
Other expenses	18	94.41	70.08
Total expenses (IV)		331.40	289.78
V Profit before tax for continuing operations (III-IV)		429.41	414.05
VI Tax expense:			
(1) Current Tax		-	-
MAT Liability		92.92	90.25
Less: MAT credit entitlement		34.68	35.66
Net Current tax		58.24	54.59
(2) Deferred tax		(375.39)	10.75
(3) Tax on Dividend Distribution		33.13	-
VII Profit After Tax (V-VI)		713.43	348.7118
VIII Other Comprehensive Income		-	-
IX Total Comprehensive Income for the Year (VII-VIII)		713.43	348.71
X Earnings per equity share: (nominal value of share 10/-)			
(1) Basic		15.49	7.57
(2) Diluted		15.49	7.57

For, Vinod & Narendra
CHARTERED ACCOUNTANTS
 ICAI Firm Reg. No.111497W

Channu
 CA. Shaleen Shah
 Partner

Membership No.105238
 Place : Gandhinagar
 Date : 27 SEP 2019



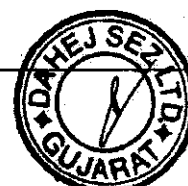
Shaleen
 Dahej SEZ Ltd.

For and on behalf of the
 Board of Directors

Director
 Director
 Dahej SEZ Ltd.

C.F.O.
 C.F.O.
 Dahej SEZ Ltd.
 Place: Gandhinagar
 Date 26 SEP 2019

Director
 Director
 Dahej SEZ Ltd.
C.E.O.
 C.E.O.
 Dahej SEZ Ltd.



DAHEJ SEZ LTD.

Audited Cash Flow Statement for the year ended 31st March, 2019 as per IND AS

"₹" in Millions

Particulars	For the year ended on 31 March, 2019	For the year ended on 31 March, 2018
Cash Flow from Operating Activities		
Net Profit before Tax and Extra Ordinary Items	429.41	414.05
Adjustment for:		
Depreciation and amortisation	178.49	172.13
Interest on Income Tax	-	-
Profit from sale of Assets	(0.00)	-
Actual Proceeds from Sale of Assets	0.01	-
Prior Period Income/Expense Adjustment	0.38	8.78
CSR Expenditure	-	-
Interest Income	(180.37)	(168.51)
Cash flow before change in Working Capital	427.91	426.45
Adjustment for:		
Current Assets:		
Trade Receivables	(80.09)	32.53
Other non current assets	(4.19)	(21.23)
Other current assets	8.56	(371.33)
Current Liabilities:		
Trade Payables	1.36	3.00
Other Long term liabilities	(402.56)	(52.38)
Other current liabilities	124.08	236.24
Provisions	(2.62)	2.58
Cash flow from operating activities	72.44	255.87
Direct Taxes paid (net of refund)		
Net Cash Flow from operating activities	72.44	255.87
Cash flow from Investing Activities		
Purchase of Fixed assets	(72.87)	(37.96)
Interest (Net)	180.37	168.50
Cash flow from Financing Activities		
Payment of Dividend	(161.18)	-
Payment of Dividend Distribution Tax	(33.13)	-
Net increase / (Decrease) in cash and cash Equivalents	(14.37)	386.42
Opening cash and cash equivalents	2,545.70	2,159.29
Closing cash and cash equivalents		2,159.29
(i) Cash on Hand		
(ii) Bank Balance		
- In current Accounts	0.38	3.75
- In deposits with original maturity of less than 3 months		-
(iii) Others	2,530.96	2,511.95
Closing cash and cash equivalents at the end of the period	2,531.34	2,545.70

For, Vinod & Narendra
CHARTERED ACCOUNTANTS
ICAI Firm Reg. No. 111497W

CA. Shaleen Shah
Partner
Membership No. 105238
Place : Gandhinagar
Date : 27 SEP 2019



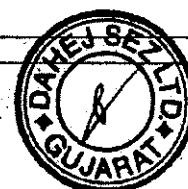
Dahej SEZ Ltd.

For and on behalf of the
Board of Directors

Director
Dahej SEZ Ltd.

C.F.O.
Dahej SEZ Ltd.
Place: Gandhinagar
Date : 26 SEP 2019

Director
Dahej SEZ Ltd.
C.E.O.
Dahej SEZ Ltd.



STANDALONE STATEMENT OF CHANGES IN EQUITY (SOCIE)

FOR THE PERIOD ENDED ON 31-03-2019

A. Equity Share Capital :

(Rs. In Millions)

Particulars	Number of Shares	Amount (Rs.)
ISSUED, SUBSCRIBED AND PAID UP CAPITAL		
Equity Shares of Rs. 10 Each Fully Paid Up.		
As at 31-03-2017	46,050,000	460.50
Increase / (Decrease) during the Year	-	-
As at 31-03-2018	46,050,000	460.50
Increase / (Decrease) during the Year	-	-
As at 31-03-2019	46,050,000	460.50

B. Other Equity :

Particulars	Reserves & Surplus		Total
	Capital Reserves	Retained Earnings	
Balance as at 31/03/2017	31.39	1,427.49	1,458.88
Total Comprehensive Income for the Year	-	348.71	348.71
Prior Period Errors	-	(76.54)	(76.54)
Depreciation on CIP work done from Government of Gujarat Grant	1.33	-	1.33
Balance as at 31/03/2018	30.06	1,699.66	1,729.72
Total Comprehensive Income for the Year	-	713.43	713.43
Prior Period Errors	(20.68)	(1,299.23)	(1,319.91)
Depreciation on CIP work done from Government of Gujarat Grant	(2.39)	-	(2.39)
Payment of Interim Dividend	-	(161.18)	(161.18)
Balance as at 31/03/2019	6.99	952.69	959.68

As per our report of even date attached.

For, Vinod & Narendra
CHARTERED ACCOUNTANTS

ICAI Firm Reg. No.111497W

CA. Shaleen Shah
Partner
Membership No.105238
Place : Gandhinagar
Date : 27 SEP 2019



C.S.
Dahej SEZ Ltd.

For and on behalf of the
Board of Directors

Director
Dahej SEZ Ltd.

C.F.O.
Dahej SEZ Ltd.

Place: Gandhinagar

Date : 26 SEP 2019

Director
Dahej SEZ Ltd.

C.E.O.
Dahej SEZ Ltd.



Note 1
Fixed Assets

	Fixed Assets	Gross Block				Accumulated Depreciation			Net Block	
		Lf of Asset (Yr.)	Balance as at April 1, 2018	Additions/ (Disposals)	Adjustment During the Year	Balance as at 31/03/2019	Balance as at April 1, 2018	Adjustment During the Year to 31.03.2019	Balance as at March 31, 2019	Balance as at March 31, 2018
A	Property, Plant & Equipments :									
1	Land under lease	99	5,418.38	-	-	5,418.38	623.60	-	4,739.93	4,794.78
	Total		5,418.38	-	-	5,418.38	623.60	-	4,739.93	4,794.78
2	Infrastructure :-	5	235.04	-	-	235.04	208.50	9.46	17.08	26.54
2.1	Chainlink Fencing & Compound Wall									
2.2	Basic Infra Facility i.e., Drainage, water supply network, road & foot path, street light, SWD	10	1,668.64	-	-	1,668.64	512.07	(960.48)	145.32	1,156.57
2.2.a	Road with Foot path and SWD	15	147.03	-	-	147.03	45.35	(66.68)	118.37	101.68
2.2.b	Water Supply Work	15	211.14	-	-	211.14	65.43	(95.80)	170.26	145.71
2.2.c	Drainage Net work	10	50.29	-	-	50.29	15.30	(28.97)	45.83	34.99
2.2.d	Street Light	10	40.35	-	-	40.35	11.99	(23.23)	36.55	28.36
2.2.e	Others									
	Total of 2.2 (2.2.a to 2.2.e)		2,117.46	-	-	2,117.46	650.15	(1,175.15)	1,894.33	1,467.31
2.3	Water Supply i.e., Pump house and Drainage pumping station									
2.3.a	Building (other than factory building) - RCC frame structure	60	140.19	-	-	140.19	37.79	-	42.83	102.40
2.3.b	Carpeted Road - other than RCC	5	9.17	-	-	9.17	0.86	(5.47)	7.61	8.32
2.3.c	Electrical Installation & Equipments	10	28.44	-	-	28.44	3.96	(12.91)	19.86	24.48
2.3.d	Pipeline and sluices	15	31.23	-	-	31.23	4.85	(10.32)	18.08	26.38
	Total of 2.3 (2.3.a to 2.3.d)		209.03	-	-	209.03	47.46	(28.69)	88.37	161.57
2.4	Other Works									
2.4.a	RCC frame Structure (other than factory buildings)	60	4.24	-	-	4.24	1.26	-	1.40	2.98
2.4.b	Buildings (other than temporary structure, etc.)	3	5.33	-	-	5.33	1.88	(3.18)	5.06	3.45
2.4.c	Carpeted Roads - other than RCC	5	0.95	-	-	0.95	0.34	(0.56)	0.90	0.61
2.4.d	Electrical Installation & Equipments & Carpeted Roads - RCC	10	2.91	-	-	2.91	0.98	(1.67)	2.72	1.93
2.4.e	Hydraulic works, pipelines and sluices	15	3.01	-	-	3.01	1.10	(1.41)	2.60	1.91
	Total of 2.4 (2.4.a to 2.4.d)		16.44	-	-	16.44	5.57	(6.82)	12.69	10.88
2.5	Agency Charges									
2.5.a	Agency Charges	60	10.83	-	-	10.83	41.94	(39.05)	3.27	7.56
2.5.b	Agency Charges	15	25.49	-	-	25.49	-	-	20.10	5.40
2.5.c	Agency Charges	10	116.54	-	-	116.54	-	-	106.06	10.47
2.5.d	Agency Charges	5	3.01	-	-	3.01	-	-	2.67	0.34
2.5.e	Agency Charges	5	7.27	-	-	7.27	6.87	-	6.91	0.41
2.5.f	Agency Charges	3	0.40	-	-	0.40	-	-	0.38	0.02
	Total of 2.5 (2.5.a to 2.5.f)		163.54	-	-	163.54	48.81	85.03	139.40	114.74
2.6	C.I.P. work of Infrastructure (Govt Grant)	5	30.06	-	-	30.06	4.08	(20.68)	27.15	25.99
2.7	Sewage Treatment Plant	15	1.35	-	-	1.35	0.79	-	0.89	0.56
2.8	Other Works (B) 5 year	5	4.09	-	-	4.09	3.88	-	3.88	0.20
2.9	Misc. Exps. (B) 5 year	5	15.86	-	-	15.86	13.99	-	14.65	1.87
2.1	Misc. Exps. (A) 3 year	3	28.76	-	-	28.76	25.77	-	26.84	2.99
2.11	Prefabricated Shops	3	1.96	-	-	1.96	1.47	-	1.74	0.49
2.12	Street Light	10	6.24	(0.14)	-	6.10	4.35	-	4.83	0.89
2.13	Electric Fittings	10	1.15	-	-	1.15	0.68	-	0.80	0.13
2.14	Carpeted road - RCC	10	-	-	21.39	21.39	-	(3.91)	8.43	7.7
2.15	Approach road to port Area	5	-	65.63	-	65.63	-	-	14.83	14.83
	Total of 2.6 (2.6.a to 2.6.f)	5	2,830.98	92.19	21	2,944.55	1,015.49	(1,320.29)	2,456.83	48

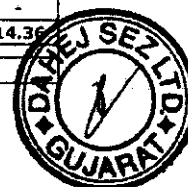
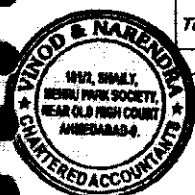
3	Office Building (Gandhinagar)	50	8.05	-	-	8.05	2.72	-	0.26	2.98	5.07	5.32
4	Green Building Dahel Part-1	60	50.16	-	-	50.16	11.11	-	1.90	13.01	37.15	39.05
5	Green Building Dahel Part-2	60	25.53	-	-	25.53	5.67	-	0.97	6.63	18.90	19.87
6	Fire Station Building Part-1	60	8.34	-	-	8.34	1.85	-	0.32	2.17	6.17	6.49
7	Furniture and Fixtures	10	5.77	2.62	(0.01)	8.38	4.36	(0.01)	0.60	4.94	3.44	1.42
8	Office Equipments	5	5.20	0.20	(0.01)	5.39	4.62	(0.01)	0.23	4.84	0.55	0.58
9	Vehicles	8	5.00	-	-	5.00	3.63	-	0.45	4.08	0.97	1.37
10	Electric Fittings (Gandhinagar & DC office A/bad)	10	0.55	0.70	-	1.25	0.48	-	0.05	0.53	0.72	0.07
11	CCTV Cameras	5	1.03	-	-	1.03	0.90	-	0.05	0.95	0.08	0.14
12	Computer	3	2.84	0.01	(0.05)	2.80	2.49	(0.04)	0.16	2.60	0.20	0.36
	Total A (1 to 12)		8,361.84	95.72	21.32	8,478.87	1,676.90	(1,320.35)	180.88	3,178.00	5,300.87	6,584.94
B	Capital Work In Progress											
			71.81	(44.23)	-	27.58	-	-	-	-	27.58	71.81
	Total B		71.81	(44.23)	-	27.58	-	-	-	-	27.58	71.81
C	Intangible Assets											
	Software		0.65	-	-	0.65	0.62	-	-	0.62	0.03	0.03
	Total C		0.65	-	-	0.65	0.62	-	-	0.62	0.03	0.03
	Total (A + B + C)		8,434.30	51.49	21.32	8,507.10	1,677.52	(1,320.35)	180.88	3,178.62	5,328.48	6,756.78
	Less : Depreciation on the Dedicated Corridor constructed out of the							(20.68)	2.39	-	-	-
	Net Depreciation Transferred to Profit & Loss A/c							(1,299.67)	178.49	-	-	-
	Previous Year Total		8,396.34	37.98	(0.02)	8,434.30	1,501.33	(0.02)	172.13	1,677.52	6,756.78	6,892.26

Note:

- GIDC has allotted 1710 hectares area of land on lease of 99 years to Dahel SEZ Ltd for development of M.P.V. SEZ at Dahel, Dist Bharuch. OSJ has allotted allocable 1152.46 hectares area of land on lease for 30 years to different allottees upto 31.3.2019. (In the year 2007-08=104.30 hectares land, 2008-09=110.55 hectares land, 2009-10=674.09 hectares land, 2010-11=60.27 hectares land, 2011-12=14.74 hectares land, 2012-13=35.66 hectares land, 2013-14=27.11 hectares land, 2014-15=47.93 hectares land, 2015-16=15.95 hectares land, 2016-17=19.18 hectares land, in 2017-18=32.88 hectares land and in 2018-19=9.80 hectares land)
- There has not been any impairment / revaluation in last five years in any class of assets.



DAHEJ SEZ LTD.		
Note 2		
Investments		
	"₹" in Millions	
Particulars	As at March 31, 2019	As at March 31, 2018
Non-Trade Investments (Valued at cost)		
Investment in equity instruments (Unquoted)		
1,00,00,000 Equity shares of Rs. 10/- fully paid up in Bharuch Dahej Railway Corporation Limited.	100.00	100.00
Total	100.00	100.00
Note 3		
Other Non-current Assets		
	"₹" in Millions	
Particulars	As at March 31, 2019	As at March 31, 2018
Advances other than capital Advances		
Security Deposits	1.81	1.19
Others		
GIDC Water Charges	2.41	2.41
Income Tax (Net)	66.70	66.17
MAT Credit Entitlement (FY 2014-15 to FY 2016-17)	45.12	45.12
MAT Credit Entitlement (FY 2017-18)	35.66	35.66
MAT Credit Entitlement (FY 2018-19)	34.68	-
Total	186.38	150.55
Note 4		
Trade Receivables		
	"₹" in Millions	
Particulars	As at March 31, 2019	As at March 31, 2018
(i) Considered Good		
(a) Non Current		
Unsecured, considered Good unless stated otherwise		
Trade Receivables from Others	5.76	3.66
Receivables from Related Parties	0.69	0.42
Trade Receivables which have significant increase in credit risk	25.95	20.80
Trade Receivables - Credit Impaired	-	-
Less: Allowance for doubtful trade receivables	-	-
Total	32.40	24.89
(b) Current		
Unsecured, considered good unless stated otherwise		
Trade Receivables from Others	144.50	98.78
Receivables from Related Parties	117.55	90.21
Trade Receivables which have significant increase in credit risk	-	0.48
Trade Receivables - Credit Impaired	-	-
Less: Allowance for doubtful trade receivables	-	-
Total	262.06	189.47
(ii) Considered Doubtful		
Unsecured, considered doubtful unless stated otherwise		
Trade Receivables from Others	-	-
Receivables from Related Parties	-	-
Trade Receivables which have significant increase in credit risk	-	-
Trade Receivables - Credit Impaired	-	-
Less: Allowance for doubtful trade receivables	-	-
Total	-	-
Break Up of Security Details		
Secured, considered good		
Unsecured, considered good	294.45	214.36
Doubtful	-	-
Total	294.45	214.36
Allowance for Doubtful Trade Receivables	-	-
Total Trade Receivables	294.45	214.36



DAHEJ SEZ LTD.		
Note 5		
Cash and cash equivalents		
		₹ in Millions
Particulars	As at March 31, 2019	As at March 31, 2018
Balance with banks:		
On current accounts (MOD)	0.38	3.75
Cash on hand	-	-
Total	0.38	3.75
Other bank balances		
Deposits with original maturity for more than 12 Month	-	-
Deposits with original maturity for more than 3 months but less than or equal to 12 months	2,530.96	2,541.95
Total	2,530.96	2,541.95
Total	2,531.34	2,545.70
* The details of balances as on Balance Sheet date with banks are as follows.		
Particulars	As at March 31, 2019	As at March 31, 2018
In Current Accounts		
HDFC Bank Ltd. - 2875	1.27	0.92
HDFC Bank Ltd. - 3125 Dahej	-	-
State Bank of India - 8458	(2.23)	1.12
State Bank of India - 37231 E-Tax A/c	0.18	0.34
Bank of Baroda - 0049	1.16	1.37
Total	0.38	3.75
In Deposit Accounts		
State Bank of India	40.00	140.93
Total	40.00	140.93
Deposit with Financial Institutions		
GSFS	2,490.96	2,401.02
Total	2,490.96	2,401.02
Note 6		
Other Current Assets		
		₹ in Millions
Particulars	As at March 31, 2019	As at March 31, 2018
(a) Financial Assets		
Duties & taxes Receivable	1.26	0.04
Duty Draw Back Receivable	0.52	0.52
Interest receivable on FDR	74.52	82.65
Others	-	0.14
	76.30	83.35
(b) Other Current Assets		
Advances other than capital Advances		
Others	0.53	1.05
Prepaid Expenses	0.55	0.47
Advance to Sundry Creditors	0.18	0.18
Dues Receivable (from Allottee) A/c	276.28	297.58
Dahej SEZ Ltd. Emp. Gro. Leave Ench. Bene. Scheme	0.01	-
Dahej SEZ Ltd. Employees Group Gratuity Scheme	-	0.01
Current Tax Assets		
MAT Receivable (Advance Tax) for FY 2017-18	-	33.50
MAT Receivable (Advance Tax) for FY 2018-19	56.35	-
TDS Receivable for FY 2017-18	-	44.53
TDS Receivable for FY 2018-19	41.91	-
TCS Receivable for FY 2018-19	0.01	-
Deferred Tax Assets	234.19	-
Total	610.01	377.32



DAHEJ SEZ LTD.

Note 7

Share Capital

Authorised, Issued, Subscribed and Fully paid up shares

"₹" in Millions

Share Capital	As at March 31, 2019		As at March 31, 2018	
	Number	"₹"	Number	"₹"
Authorised shares				
Equity Shares of ₹ 10 each	10,00,00,000	1,000.0000	10,00,00,000	1,000.0000
Issued, subscribed and fully paid up shares				
Equity Shares of ₹ 10 each	4,60,50,000	460.5000	4,60,50,000	460.5000
Total issued, subscribed and fully paid-up share capital	4,60,50,000	460.5000	4,60,50,000	460.5000

Disclosure pursuant to part 1 of Division II to Schedule III of Companies Act, 2013 as notified vide Notification No. G.S.R. 404 (E) dated 6th April, 2016

A. Statement of changes in equity

"₹" in Millions

Particulars	As at March 31, 2019		As at March 31, 2018	
	Number	"₹"	Number	"₹"
Balance at the beginning of the year	4,60,50,000	460.5000	4,60,50,000	460.5000
Changes in the equity share capital during the year:				
1) Shares Issued during the year	-	-	-	-
2) Shares bought back during the year	-	-	-	-
Balance at the end of the year	4,60,50,000	460.5000	4,60,50,000	460.5000

b. Terms/rights attached to equity shares

The company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation, the liquidator may divide amongst the members, in specie or kind, the whole or any part of the assets of the company. The distribution will be in proportion to the number of the equity shares held by share holders. In 20th Board Meeting held on 7th January, 2012, Director – ONGC informed that Shareholders' Agreement needs to be executed among the promoters of the company and accordingly Draft Agreement has been submitted to GIDC and ONGC for discussion and finalization.

c. Details of shareholders holding more than 5% shares in the company

Name of Shareholder	As at March 31, 2019		As at March 31, 2018	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
GIDC	2,30,25,000	50%	2,30,25,000	50%
ONGC	2,30,25,000	50%	2,30,25,000	50%



DAHEJ SEZ LTD.

**Note 8
Other Equity**

"₹" in Millions

Particulars	Reserves & Surplus		Total
	Capital Reserves	Retained Earnings	
Balance as at 31/03/2017	31.39	1,427.49	1,458.88
Total Comprehensive Income for the Year	-	348.71	348.71
Prior Period Errors	-	(76.54)	(76.54)
Depreciation on CIP work done from Government of Gujarat Grant	1.33	-	1.33
Balance as at 31/03/2018	30.06	1,699.66	1,729.72
Total Comprehensive Income for the Year	-	713.43	713.43
Prior Period Errors	-	(3.53)	(3.53)
Effect of Depreciation due to change in the life of the Fixed Assets	(20.68)	(1,295.70)	(1,316.38)
Depreciation on CIP work done from Government of Gujarat Grant	(2.39)	0	(2.39)
Payment of Interim Dividend	-	(161.18)	(161.18)
Balance as at 31/03/2019	6.99	952.69	959.68



DAHEJ SEZ LTD.

Note 9

Other long-term liabilities

"₹" in Millions

Particulars	As at March 31, 2019	As at March 31, 2018
Upfront Lease Income (received in advance)	6,286.70	6,686.04
Deposits		
Deposit - allotment	17.52	22.36
Deposit - Others	18.18	16.57
Total	6,322.40	6,724.96

Note 10

Other Current Liabilities

"₹" in Millions

Particulars	As at March 31, 2019	As at March 31, 2018
(a) Financial Liabilities		
Gujarat PCPIR Welfare Society	1.65	5.40
Interest Payable to GIDC	436.58	395.52
Statutory Liabilities and Duties & Taxes	7.68	6.44
Dahej SEZ Ltd. Employees Group Gratuity Scheme	0.01	-
Total	445.92	407.36
(b) Other Liabilities		
Deposits - allotment	6.00	4.71
Deposit - Others	4.01	3.28
Upfront Lease Income (received in advance)	541.86	305.13
Advances from Allottees for Land and ROU	19.47	87.48
Advance from Sundry Debtors	4.67	2.69
Total	576.01	403.29



DAHEJ SEZ LTD.

Note 11

Trade Payable

"₹" in Millions

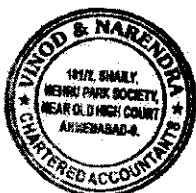
Particulars	As at March 31, 2019	As at March 31, 2018
Non-Current:		
Total outstanding dues of micro enterprise and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises (These are Creditors for Capital Expenditure)	214.20	214.30
Total	214.20	214.30
Current:		
Amounts due to Related Parties	0.00	0.04
Total Outstanding dues of Micro Enterprises and Small Enterprises	1.71	0.23
Others	10.83	5.91
Other Trade Payables in respect of Capital Expenses	37.63	42.52
Total	50.17	48.70

Dues to Micro and Small Enterprises

The Company has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). The disclosures pursuant to the said MSMED Act are as follows:

Particulars	As at March 31, 2019	As at March 31, 2018
a) The principal amount remaining unpaid to any supplier at the end of the year	1.71	0.23
b) Interest due remaining unpaid to any supplier at the end of the year	-	-
c) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	-	-
e) The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
f) 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 enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006	-	-

Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the Company regarding the status of registration of such vendors under the said Act, as per the intimation received from them on requests made by the Company. There are no overdue principal amounts / interest payable amounts for delayed payments to such vendors at the Balance Sheet date. There are no delays in payment made to such suppliers during the year or for any earlier years and accordingly there is no interest paid or outstanding interest in this regard in respect of payment made during the year or on balance brought forward from previous year.



DAHEJ SEZ LTD.

Note 12

Provisions

"₹" in Millions

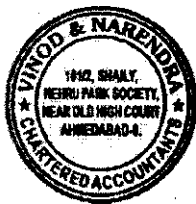
Particulars	As at March 31, 2019	As at March 31, 2018
Provisions for Expenses	3.45	6.08
Provision for CSR Expenditure	1.71	1.71
Total	5.16	7.79

Note 13

Tax Liabilities

"₹" in Millions

Particulars	As at March 31, 2019	As at March 31, 2018
Non Current:		
Deferred Tax Liability	-	130.44
Current:		
MAT payable (FY 2017-18)	-	90.25
MAT Payable (FY 2018-19)	92.92	-
Deferred Tax Liability	-	10.75
Total	92.92	231.44



DAHEJ SEZ LTD.

Note 14

Revenue From Operations

"₹" in Millions

	For the year ending 31 March, 2019	For the year ending 31 March, 2018
Operating revenues		
Lease Rent on Sub Lease & service charges	220.46	198.36
ROU and Road Crossing Charges	18.82	18.04
Apportioned Lease	305.66	278.64
	544.95	495.04
Other Operating revenues		
License Fees	2.00	2.00
EMD / Deposit Forfeiture	0.25	1.20
Application Fees	0.56	0.76
Transfer Fee Income	9.54	9.10
Scrutiny Fees for Approval of Plan	0.93	0.84
Penalty Fees /Charges	8.37	15.09
Tender Fee Income	0.12	0.14
Late Payment Charges on Service Charge	2.22	0.92
Interest on Late Payment / Late Payment Charges	3.16	5.07
Rent & Royalty Income (F/C)	4.28	4.87
Misc. income / Recoveries	2.69	0.10
	34.12	40.09
Total	579.07	535.13

Note 15

Other Income

"₹" in Millions

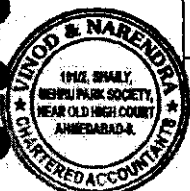
	For the year ending 31 March, 2019	For the year ending 31 March, 2018
Interest Income		
Interest on Fixed Deposit	180.37	168.50
Interest on Security Deposit	0.16	0.17
Service Tax Refund	-	0.03
Profit on Sale of Water Purifier Machine	-	0.00
Profit on Sale of EPABX	0.00	-
Profit on Sale of Furniture & Fixtures	0.00	-
Profit on Sales of Printer	0.00	-
Credit Balances Written Off	1.21	-
Total	181.74	168.70

Note 16

Employee Benefit Expense

"₹" in Millions

Particulars	For the year ending 31 March, 2019	For the year ending 31 March, 2018
Salaries, wages, bonus and other allowances	11.59	10.29
Contract Payment and other allowances	0.46	0.35
Contribution to Provident Fund	0.54	0.51
Group Gratuity cum Life Insurance Scheme	0.63	0.44
Total	13.21	11.59



DAHEJ SEZ LTD.

Note 17
Financial costs

"₹" in Millions

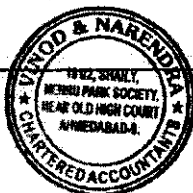
Particulars	For the year ending 31 March, 2019	For the year ending 31 March, 2018
Interest on Unpaid lease amortised	41.06	35.96
Interest on GST	0.00	0.00
Interest on late payment of service tax	-	0.02
Interest to GIDC	0.27	-
Interest on Late Payment of Income Tax	1.73	-
Interest on Professional Tax	-	0.00
Late Payment Interest and Damages on EPF	0.00	-
Late Payment Interest on Gst	0.00	-
Interest on MAT	2.22	-
Total	45.28	35.98

Note 18

Other Expenses

"₹" in Millions

Particulars	For the year ending 31 March, 2019	For the year ending 31 March, 2018
Bank Charges	0.00	0.00
Communication	0.94	1.07
Repairs and Maintenance	1.50	1.11
Power and Fuel	1.87	1.57
Stationery and Printing	0.39	0.19
Security	18.65	11.74
Office Expenses	0.37	0.16
Computer Software Expenses	0.02	0.01
Other Expenses	0.41	0.08
Development Commissioner Expenses	22.93	17.48
Legal and Professional Exp	0.60	0.36
Payment to Auditors		
- Audit Fees	0.10	0.09
- Tax Audit Fees	-	0.02
Consultancy Expenses	0.99	0.97
Map Preparation and Survey	0.10	0.06
Other Infrastructure Exp.	14.74	12.71
Travelling & Conveyance	4.02	3.10
Advertising, Publicity and Business promotion Exp.	3.78	1.01
Entertainment	0.37	0.16
NAA, lease rent & other	13.32	11.65
Insurance of Property/ Fixed Assets	1.62	1.67
Corporate Social Responsibility Expenditure	7.67	4.87
Total	94.41	70.08



19. Corporate Information

Dahej SEZ Limited ("the Company") was incorporated on September 21, 2004 as a Company with the objective of developing Special Economic Zone (SEZ).

Consequent to the introduction of Special Economic Zone Act, 2005, the Company has received the approval of Government of India as a developer of Multi Product Special Economic Zone at Dahej. The company is developing infrastructure for Multi Product Special Economic Zone in the Dahej Region.

20. General Information

The company has prepared financial statements in accordance with Indian Accounting Standards (Ind AS) as adopted by India. Ind ASs as adopted by India differ in certain respects from IFRSs as issued by the International Accounting Standards Board ('IASB'). The principal accounting policies adopted by the Company are set out in note 20.

21. Statement of Significant Accounting Policies**a. Basis for preparation**

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS), as prescribed by the Companies (Indian Accounting Standards) Rules, 2015 and the provisions of Companies Act, 2013.

These financial statements have been prepared on historical cost convention basis following accrual system of accounting.

b. Use of Estimates

The preparation of financial statements in conformity with Indian Accounting Standards requires management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures of contingent liabilities as on date of financial statements and reported amounts of revenue and expenditure for the reporting period. Any revision to accounting estimates is recognized prospectively in current and future periods. Actual results could differ from these estimates. Differences, if any, between the actual results and estimates is recognized in the year in which the results are known/materialises.

c. Property, plant and equipments

Property, plant and equipments are stated at cost of acquisition less accumulated depreciation. The Company capitalizes all costs relating to the acquisition, installation and construction of Property, plant and equipments, up to the date



DAHEJ SEZ LIMITED**Notes to financial statements for the period ended 31-March-2019**

when the assets are ready for commercial use and as per the certificate provided by the GIDC for completion of infrastructure.

d. Work in Progress towards Infrastructure at Dahej SEZ

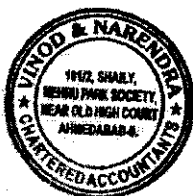
The valuation of "Work in Progress" has been taken as per the statements and running bill for Infrastructure Development of SEZ provided by the GIDC with supporting documents. The completed Infrastructure Work which are not certified and handed over is treated as Work in Progress till the certification provided by the GIDC.

e. Expenditure on new projects and substantial expansion

Expenditure directly relating to construction activity is capitalized. Indirect expenditure incurred during construction period is capitalized as part of the indirect construction cost to the extent to which the expenditure is indirectly related to construction or is incidental thereto. All direct capital expenditure incurred on expansion is capitalized.

f. Depreciation on Property, plant and equipments

- i) Depreciation on Fixed Assets is calculated following the Written Down Value Method and in the manner prescribed under Part "C" of Schedule II of the Companies Act, 2013.
- ii) As per the Companies Act, 2013, depreciation Transition adjustment of Rs. 35.5321 Millions under Reducing Balance Method has been adjusted from retained earnings during the year ended on 31-03-2015.
- iii) Cost of Lease Land includes interest payable to GIDC upto March-2008 [admeasuring to 1710 hectares for total lease cost Rs. 4703.040 Millions and interest payable to GIDC for Rs. 270.1474 Millions] is amortized [Amortization amount for the period 01/04/2018 to 31/03/2019 is Rs . 54.8498 Millions (PY Rs. 54.8498 Millions for Full Year) over the period of the Agreement of 99 years effective from 1st September 2006, with Gujarat Industrial Development Corporation.
- iv) As per the Consistent practice followed by the company, the depreciation on Electric fittings attached to the Infrastructure has been provided at useful life applicable to electric fittings.



- v) Dahej SEZ Ltd had created fixed assets by procuring land, developing infrastructure, Procurement of Furniture and Fixtures, Office Equipments, Vehicles, Computer and Computer Peripherals, Electric Fittings, etc. Out of these assets, till 31-03-2018, DSL had charged depreciation on infrastructure Items (Roads, Water Supply work, Drainage Network, Pipelines and Streetlights, excluding Building) considering the useful life at 60 years as per the certifications issued by the Technical Expert. However, after getting the comments from C&AG for taking the useful life at 60 years, the matter was referred to GIDC Officials and after deliberations it was decided to take the useful life of such assets as per the Rates given in Schedule II of the Companies Act, 2013.

Considering the facts, the depreciation has been recalculated during the year 2018-2019. For giving effect of the change, adjustment has been made of Rs. 1316.3780 Millions Accumulated Depreciation for the earlier years ending on 31-03-2018 and has been effected in Other Equity and current year's depreciation has been calculated at the revised rate of depreciation.

g. Investments

Investments for long term period are classified as long – term investments. Long-term investments are carried at cost. However, no provision has been done for the permanent decline as management does not expect any decline in the near future.

h. Debtors

Debtors are stated at the book value after making provisions, if any, for the doubtful debts. Debtors having credit balance have been shown on Liability side of Balance Sheet under the head 'Other Current Liabilities'.

i. Creditors

Creditors having debit balance have been shown on Asset side of Balance Sheet under the head 'Other Current Assets'.

j. Revenue Recognition

Revenue is recognized to the extent that it is possible that the economic benefits will flow to the Company and the revenue can be reliably measured.



a. Interest

i) **Interest on Fixed Deposits:** Interest Income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rates. Interest Income is included under the head "Other Income" in the statement of profit and loss.

ii) **Interest on Late Payment of Installments:** Allottees are charged interest on account of late payment of due installments. The same is recorded in line with the prudent accounting policies.

b. The land acquired on Lease from GIDC is sub-leased for a period of 30 years. The allotment price for the allotted land is amortized over a period of 30 years from the date of agreement or possession whichever is earlier.

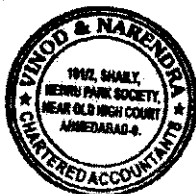
c. Application money received on account of land allotment is non refundable in nature and at the time of application EMD paid by allottees is treated as Deposits against the land allotment. In case if the applicant fails to produce LOA from the Development Commissioner or fails to make the payment on allotment, then EMD shall be refunded as per surrender policy of DSL, as decided in the 11th Board Meeting of DSL held on 6.10.2009.

d. Service charges charged to allottees on the basis of land allotted within SEZ, Dahej.

e. During the year 2017-2018, the company has made the payment to GIDC of Rs. 31,88,35,257 towards N.A.A. Charges, Lease Rent Infrastructure Fund and Interest Charges as per the decision taken by the competent authority. As per the Board Decision taken in the 43rd Board Meeting held on 27/03/2018 it has been concluded that the above referred amount paid is to be recovered from Units / Allottees of Dahej SEZ in the tenure of 15 Years.

k. Income Taxes.

Tax expense comprises current and deferred tax. Current income - tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961 enacted in India. Company enjoys tax holiday U/s 80 IAB of Income Tax Act, 1961 for the period of ten years effective from financial year 2012-13. Provision of income tax represents amount payable under Minimum Alternate Tax (MAT) provisions of Income Tax Act, 1961.



Deferred Tax:

Deferred tax expense or benefit is recognized on timing differences being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more post tax holiday periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date.

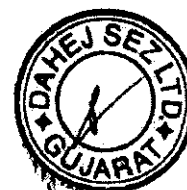
The Deferred Tax Position of the Company as on 31-03-2019 is as follows:

PARTICULARS	2018-2019	2017-2018
Opening Balance of Deferred Tax Asset / (Liability)	(141.20)	0.00
Effect of the Cumulative Deferred Tax Liability upto 31-03-17	0.00	(130.44)
Effect of the Deferred Tax Liability of Financial Year 2017-18 and 2018-19	375.39	(10.75)
Closing Balance of Deferred Tax Asset / (Liability)	234.19	(141.20)

MAT Credit Entitlement:

MAT credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which the Minimum Alternative Tax (MAT) credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in Guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the profit and loss account and shown as MAT credit entitlement.

The MAT Credit Entitlement Position of the Company as on 31-03-2019 is as follows:



DAHEJ SEZ LIMITED

Notes to financial statements for the period ended 31-March-2019

PARTICULARS	2018-2019	2017-2018
Opening Balance of MAT Credit Entitlement	80.78	0.00
Effect of the Cumulative MAT Credit Entitlement from Financial Year 2014-15 to 2016-17	0.00	45.12
Effect of the MAT Credit for the Financial Year 2017-18 and 2018-19	34.68	35.66
Closing Balance of MAT Credit Entitlement	115.46	80.78

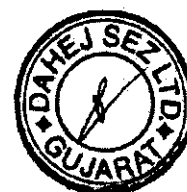
I. Contract Payment

It's an expense towards contractual work performed by the person appointed for execution of Administrative or Technical assignment.

m. Provisions, Contingent Liabilities and Contingent Assets

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 are not discounted to its present value and are determined based on best management estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best management estimates. Contingent Liabilities are not recognized but are disclosed in the Notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

- i) Deputy Commissioner of Income Tax had raised demands in Assessment Years 2013-2014, 2014-2015 and 2015-2016 against which appeals had been filed with Commissioner of Income Tax (Appeals), Gandhinagar. No provision had been made against this demand as CIT (A) has given decision in favour of Dahej SEZ Limited. The Income Tax Department has filed appeal with the Income Tax Appellate Tribunal against the Order of Commissioner of Income Tax (Appeals), Gandhinagar and the same are pending before ITAT.
- ii) Vide Agreement dated 26-11-2008, GIDC had allotted the work of Providing Infrastructure of Dahej SEZ (Package-1) to Atlanta Ltd. The project cost was Rs. 1464.8066 Millions. The work was to be completed within 9 months from



DAHEJ SEZ LIMITED**Notes to financial statements for the period ended 31-March-2019**

26-11-2008 on 25-08-2009. There had been dispute between both the parties for the time taken in completion of the project and other matters like deductions made from the amounts of RA Bills, etc. The matter was referred to the Arbitrator who passed the award in favour of Atlanta Ltd on 07-06-2019. The award amount was fixed at Rs. 817.32 Millions. In addition to that simple interest @ 9% p.a. is required to be paid under the said award. The total amount of award including interest till July, 2019 works out to Rs. 1280.83 Millions. GIDC has not accepted the decision of the Arbitrator and have decided to file the appeal with the Competent Authority (Commercial Court).

n. Benefit of the Tax Exemption of Excise, Sales Tax, Service Tax Goods and Service Tax and other local Tax for not levy on the revenue and materials supplied by the contractors of the SEZ and is adjusted at the time of final bill of GIDC.

o. Cash Flow Statement

Cash Flows are reported using the Indirect Method whereby Profit Before Extra Ordinary Items and Tax is adjusted for the Effects of the Transactions of Non-Cash Nature and any Deferral of Accruals of Past or Future Receipts and Payments. The Cash Flow from Operating, Investing and Financing Activities of the Company are Segregated based on available information.

22. Segment Information

The Company is primarily engaged in the business of developing, operating and maintaining the SEZ and SEZ based related infrastructure facilities including Multi Product Special Economic Zone at Dahej. The entire business has been considered as a single segment in terms of Accounting Standard-17 on Segment Reporting issued by the Institute of Chartered Accountants of India. There being no business outside India, the entire business has been considered as single geographic segment.

23. Lease Land Accounting

Transfer of Land from Gujarat Industrial Corporation (GIDC) to Dahej SEZ Limited is for a lease term period of 99 years. Interest payable on lease consideration for deferral payment for the period 01/09/2006 to 31/03/2008 was being considered as cost of the lease hold land and amortized over a period of 99 years.



Interest payable to GIDC on account of late payment of installment payable to GIDC is treated as revenue expenditure, as decided in the 16th Board Meeting held on 30/09/2010.

24. N.A.A., Lease Rent and Infrastructural Up gradation

Lease Rent and NAA charges charged on receipt of the Invoice from the concern agency. However, the payment for the F.Y. 2018-19 has been made on the basis of the previous years' policy (2017-18) because of not receiving the invoice from the G.I.D.C.

- 25.** The figures are rounded off to the nearest **rupees in million** and previous year figures have been regrouped / rearranged / re-classified wherever necessary so as to make them comparable with the current period's classification / groupings.

26. Lease rent on sub lease & Service Charges:

The rates of fees and service charges for the year 2018-19 to be recovered from allottees of Dahej SEZ, have been decided by the SEZ Development Committee in the 32nd Meeting held on 15.02.2019 and accordingly bills have been raised and provisions have been made in the account for service charges for the financial year 2018-19.

- 27.** The Ministry of Company Affairs on March 28, 2018 notified IND AS 115, Revenue from Contracts with Customers (which is based on IFRS 15, Revenue from Contracts with Customers) as part of the Companies (Indian Accounting Standards) Amendment Rules, 2018. The new standard is effective for accounting periods beginning on or after April 01, 2018. The new standard applies to contracts with customers to deliver goods or services, except when those contracts are for :

- Lease Contracts under Ind AS 17 – Leases
- Insurance Contracts under Ind AS 104 – Insurance Contracts
- Rights or Obligations that are in the scope of certain financial instruments guidance (such as Ind AS 109 – Financial Instruments) e.g. derivative contracts, or
- Non-monetary exchanges between entities in the same line of business that facilitate sales to customers other than the parties to the exchange.



DAHEJ SEZ LIMITED**Notes to financial statements for the period ended 31-March-2019**

Considering the nature of business of Dahej SEZ Limited, the new standard is not applicable to Dahej SEZ Ltd.

The new IND AS 116, Leases is effective for accounting periods beginning on or after April 01, 2019. Ind AS 116 will replace current Ind AS 17 Leases.

28. Employee benefit:**I. Post Employment Defined Benefit Plans :****Gratuity (Funded)**

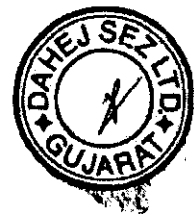
The Company provides for gratuity, a defined benefit retirement plan covering eligible employees. As per the plan, the Gratuity Fund Trusts, administered and managed by the Trustees and funded primarily with Life Insurance Corporation of India (LICI), make payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. Vesting occurs upon completion of five years of service. The Trustees are responsible for the overall governance of the plan and to act in accordance with the provisions of the trust deed and rules in the best interests of the plan participants. Each year an Asset-Liability matching study is performed in which the consequences of the strategic investment policies are analyzed in terms of risk and return profiles.

Investment and contribution policies are integrated within this study. Liabilities with regard to Gratuity plan are determined by actuarial valuation done by Life Insurance Corporation of India, based upon which, the company makes contributions to the Employee's Gratuity Funds.

The following tables sets forth the particulars in respect of the Gratuity Plan (Funded) of the Company:

(Rs. In Millions)

		As at 31st March 2019	As at 31st March 2018
(a)	Reconciliation of Opening and Closing Balance of the Present Value of Defined Benefit Obligations:-		
	Present Value of Obligation at the beginning of the Year	1.30	0.96
	Current Service Cost	0.25	0.20
	Interest Cost	0.10	0.07
	Actuarial Losses (Gain) on Obligations	0.00	0.07
	Present Value of Obligation at the end of the Year	1.65	1.30



DAHEJ SEZ LIMITED

Notes to financial statements for the period ended 31-March-2019

(b)	Reconciliation of Opening and Closing Balance of the Fair value of Plan Assets:		
	Fair Value of Plan Assets at the beginning of the year	1.19	0.91
	Return on Plan Assets (excluding amount included in Net Interest cost)	0.13	0.09
	Contribution by Employer	1.04	0.19
	Fair Value of Plan Assets at the end of the year	2.36	1.19
(c)	Reconciliation of Opening and Closing Balance of the Fair value of Plan Assets:		
	Present Value of obligation at the end of the Year	1.65	1.30
	Fair Value of plan Asset at the end of the year	2.36	1.19
	Funded Status	0.71	0.11
(d)	Expense Recognizable in Profit & Loss:		
	Current Service Cost	0.32	0.25
	Additional Contribution for Existing Funds	0.29	0.18
	LC Premium (Incl of Service Tax / GST)	0.02	0.02
	Total	0.63	0.44
(d)	Expense Recognized in Profit & Loss: Recognized under 'Contribution to Provident and Other Funds'	0.63	0.44
(e)	Category of Plan Assets:		
	Funded with LIC	100.00%	100.00%
	Cash and Cash Equivalents	-	-
(f)	Principal Actuarial Assumptions :		
	Discount Rate	7.50%	7.50%
	Salary Growth Rate	7.00%	7.00%

The Actuarial Valuation given by Life Insurance Corporation of India Ltd has been considered by the company and based on the same the Premium as determined by LIC has been paid by the company.

II. Post Employment Defined Contributions Plans :**Provident Fund**

Certain categories of employees of the company receive benefit from a provident fund, a defined contribution plan. Both the employees and employer make monthly contributions to a government administered fund at specified percentage of the covered employees' qualifying salary. The company has no further obligations beyond its monthly contributions. During the year the amount of Rs 0.54 Millions (previous year Rs. 0.51 Millions) has been recognized as expenditure towards above defined contribution plan of the company.



Leave Encashment

Provision for Leave encashment to the employees is made during the year as per AS-15. The Dahej SEZ Ltd has opted for the Group Leave Encashment Scheme of Life Insurance Corporation of India. The provision made coincides with the Premium paid to the LIC for the Group Leave Encashment Scheme.

III. Risk Exposure

Through its defined benefit plan the company exposed to some risk the most significant of which are detailed below.

Discount Rate Risk:

The company is exposed to the risk of fall in discount rate. A fall in discount rate will eventually increase the ultimate cost of providing the above benefit thereby increasing the value of liability.

Salary Growth Risk:

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. An increase in the salary of the plan participants will increase the plan liabilities.

Demographic Risk:

In the valuation of the liability certain demographic (Mortality and Attrition rates) assumptions are made. The company is exposed to this risk to the extent of actual experience eventually being worse compared to the assumptions thereby causing an increase in the benefit cost.

29. Loan to / from Directors or Key Managerial Personnel

During the Year 2018-2019 there was no Loan given to or taken from Directors or Other Key Managerial Personnel of the Company and as on 31-03-2019 there is no amount Recoverable from Directors or Key Management Personnel.

- 30.** The Company has received the Judgments in its favour from Commissioner of Income Tax (Appeals) for the Assessment Year 2008-09, 2010-11 2011-12 and 2012-13 the Income Tax Department had filed appeals against them with the Income Tax Appellate Tribunal which have been dismissed and the order thereof has been passed on 30-04-2019. However the order giving effect of the same is yet to be received.

The Assessment of the Company for the Assessment Year 2013-14 has been done by the Income Tax Department. However, The I.T. Dept. has disallowed business expenditures amounting of Rs. 135.0646 Millions and therefore the



DAHEJ SEZ LIMITED**Notes to financial statements for the period ended 31-March-2019**

company had filed an appeal against the disallowance of the said business expenditures with the Commissioner of Income Tax (Appeals). The Commissioner of Income Tax (Appeals) has given judgement in favour of the company. The Income Tax Department has filed appeal against the order with the Income Tax Appellate Tribunal which is pending.

31. Impairment of Assets

The carrying amounts of assets are reviewed at each balance sheet date, if there is any indication of impairment based on internal/external factors. An impairment loss will be recognized wherever the carrying amount of an asset exceeds its estimated recoverable amount. The recoverable amount is greater of the assets net selling price and value in use. During the year there are no impairment losses on assets of the Company.

- 32.** Capital commitments of Rs. **523.84** Millions (Total Contract Value Rs. 3,580.0000 Millions Less Work in Progress Rs. **27.58** Millions Less Infrastructure Capitalized Rs. **2,944.55** Millions (Including Govt Grant) Less Green Building Part 1 Rs. **50.16** Millions Less Green Building Part 2 Rs. **25.53** Millions Less Fire Station Building Part 1 Rs. **8.34** Millions) remaining unexecuted against infrastructure works at Dahej SEZ.

33. Corporate Social Responsibility

CSR amount required to be spent as per Section 135 of the Companies Act, 2013 read with Schedule VII thereof by the Company during the year is Rs. 7.67 Millions (Previous Year Rs. 4.87 Millions)

Expenditure incurred related to Corporate Social Responsibility is Rs. 7.67 Millions (Previous Year Rs. 4.87 Millions.) has been given hereunder.

(Rs. In Millions.)

Particulars	2018-19	2017-18
Education	2.44	0.64
Health	1.88	1.50
Rural Transformation	0.35	2.73
Arts, Culture & Heritage	0.00	0.00
Disaster Response	0.00	0.00
Others	3.00	0.00
Total	7.67	4.87



Company has made provision of CSR for the year of 2015-16 amounting Rs. 3.89 million out of which Rs. 1.71 million has not been utilized. (Pls refer Note 12 on Provisions)

34. Earnings per Share

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

The Earnings considered in ascertaining the Company's EPS represent Profit for the Year after Tax. Basic EPS is computed and disclosed using the Weighted Average Number of Equity Shares outstanding during the Year.

Calculation of EPS:

Particulars	31-03-2019	31-03-2018
Profit After Tax (Rs. In Millions)	713.4315	348.7118
Weighted Average Number of Shares Outstanding	4,60,50,000	4,60,50,000
Basic EPS, Shares of Face Value of Rs. 10/- each (in Rs.)	15.49 per share	7.57 per share
Diluted EPS, Shares of Face Value of Rs. 10/- each (in Rs.)	15.49 per share	7.57 per share

35. Related Party Transaction.

As per Ind AS - 24 on "Related Party Disclosures", disclosures of transactions with the related parties are given below:

List of Related Parties:

Enterprise under Significant Influence of Key Management Personnel	Key Management Personnel and their Relatives	Associates
NIL	Suresh. N. Patil (Chief Executive Officer) Pranav S. Patel (Chief Financial Officer) Shashank Dhamseiya (Company Secretary)	Gujarat Industrial Development Corporation (GIDC) Oil and Natural Gas Corporation Ltd (ONGC) ONGC Petro Additions Ltd (OPAL)



DAHEJ SEZ LIMITED**Notes to financial statements for the period ended 31-March-2019**

Dahej SEZ Ltd is a Joint Venture of GIDC and ONGC. The Shareholding of GIDC and ONGC in the company is 50 % each.

OPAL is subsidiary company of ONGC having Common Directorship and therefore treated as a Related Party.

The company has following transactions with the Related parties during the year ended on 31-03-2019 :

Nature of Transactions	Key Managerial Persons & their Relatives		Subsidiary Companies		Associates					
	(Rs. In Millions)		(Rs. In Millions)		GIDC (Rs. In Millions)		ONGC (Rs. In Millions)		OPAL (Rs. In Millions)	
	2018-2019	2017-2018	2018-2019	2017-2018	2018-2019	2017-2018	2018-2019	2017-2018	2018-2019	2017-2018
Loans & Advances										
Given during the year	0.00	0.00	0.00	0.00	0.26	0.17	0.00	0.00	0.40	0.00
Settled during the year	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Closing Balance	0.00	0.00	0.00	0.00	1.53	1.28	0.00	0.00	19.0	1.53
Sundry Creditors										
Addition during the year	0.00	0.00	0.00	0.00	95.39	22.74	0.00	0.00	0.00	0.00
Settled during the year	0.00	0.00	0.00	0.00	95.68	0.17	0.00	0.00	0.00	0.00
Closing Balance	0.00	0.00	0.00	0.00	43.86	44.16	0.00	0.00	0.00	0.00
Other Payments to KMP & Related Parties										
Salaries, etc to Directors & Related Parties (KMP)	3.30	3.11	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Sitting Fees to Directors	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Commission to Related Parties	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Amount Expended on Behalf of Related Parties	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Application Fees for ROU Income	0.00	0.00	0.00	0.00	0.05	0.00	0.00	0.00	0.05	0.05
ROU / Rent Income	0.00	0.00	0.00	0.00	0.69	0.00	0.22	0.22	3.13	3.01



DAHEJ SEZ LIMITED

Notes to financial statements for the period ended 31-March-2019

Lease Rent and Service Charges-Income	0.00	0.00	0.00	0.00	0.00	0.00	12.56	11.36	106.77	96.60
NAA and Lease rent charges-Expense	0.00	0.00	0.00	0.00	13.59	11.65	0.00	0.00	0.00	0.00
Interest payable-Expense	0.00	0.00	0.00	0.00	41.33	36.00	0.00	0.00	0.00	0.00
Upfront Lease Income/charges apportioned-Expense Income	0.00	0.00	0.00	0.00	54.85	54.85	9.97	9.97	86.58	86.58
Scrutiny Fees for Approval of Plan - Income	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.03	0.00	0.00
Infrastructure Expense-Expense	0.00	0.00	0.00	0.00	95.33	172.19	0.00	0.00	0.00	0.00
Water Charges - Expense	0.00	0.00	0.00	0.00	0.00	0.38	0.00	0.00	0.00	0.00
Dividend Paid	0.00	0.00	0.00	0.00	80.59	0.00	80.59	0.00	0.00	0.00
Interest Receivable-Income	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.60	0.00
Late Payment fees	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.02	0.00

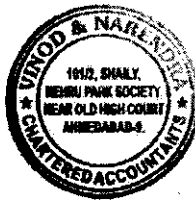
As per our report of even date attached.

For, Vinod & Narendra
CHARTERED ACCOUNTANTS
ICAI Firm Reg. No.111497W

Shaleen Shah

CA. Shaleen Shah
Partner
Membership No.105238
Place : Gandhinagar

27 SEP 2019



Shaleen Shah
C.S.

Dahej SEZ Ltd.

For and on behalf of the
Board of Directors

M. D. Shah
Director
Dahej SEZ Ltd.

C.F.O.

Dahej SEZ Ltd.

Place: Gandhinagar

12/6 SEP 2019

Shaleen Shah

Director
Dahej SEZ Ltd.

C.E.O.

Dahej SEZ Ltd.



DAHEJ SEZ LIMITED

CIN: U45209GJ2004PLC044779

Block No. 14, Third Floor, Udhog Bhavan, Sector-11, Gandhinagar-382017

Website: www.dahejsez.com

Form No. MGT-11

Proxy Form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s):		
Registered Address:		
E-mail Id:	Folio No /Client ID:	DP ID:

I/ We, being the member(s) of _____ shares of the above named company, hereby appoint

Name :	E-mail Id:
Address:	

or failing him

Name :	E-mail Id:
Address:	

or failing him

Name :	E-mail Id:
Address:	

and whose signatures are appended below as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the **15th Annual General Meeting/ ~~Extra Ordinary General Meeting~~** of the Company, to be held on the **Monday, the 02nd day of December, 2019** at **05.00 p.m.** at the **Conference Room of Industries and Mines Department, Block No. 05, Third Floor, New Sachivalaya, Gandhinagar** and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Resolution(s)	Vote		
		For	Against	Abstain
Ordinary Business:				
1.	To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended March 31, 2019 together with the reports of the Board of Directors and Auditors and comments of Comptroller and Auditor General of India thereon.			
2.	To confirm the interim dividend of Rs. 3.50 per equity share of Rs. 10/- each as dividend paid for the financial year 2018-19			

3.	To appoint Shri M. K. Das IAS, who retires by rotation as a Director and being eligible and offers himself for re-appointment			
4.	To authorize Board of Directors of the Company to fix the remuneration of the Statutory Auditors of the Company appointed by the office of CAG of India for audit of accounts of the Company for the year 2019-20			
Special Business:				
5.	To appoint Shri A. K. Verma (DIN: 06990114) as Nominee Director of the Company			
6.	To appoint Shri M. Thennarasan (DIN: 06418776) as Nominee Director of the Company			

Signed this ____ day of _____ 2019

Affix Revenue
Stamps

Signature of Shareholder

Signature of First
Proxy holder

Signature of Second
Proxy holder

Signature of Third
Proxy holder

Note:

- 1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
- 2) The proxy need not be a member of the company.

ATTENDANCE SLIP

Please fill in this Attendance Slip and hand it over at the entrance of the meeting venue.

**15th Annual General Meeting
on Monday, the 02nd day of December, 2019**

Full name of the members attending (In block capitals):

Registered Ledger Folio No. /DP ID. & Client ID/ Ben. A/c. No.:

No. of shares held: _____

Name of Proxy

(To be filled in, if the proxy attends instead of the member)

I certify that I am a registered shareholder/ proxy for the registered shareholder of the Company and hereby record my presence at the **15th Annual General Meeting** of the Company, Dahej SEZ Limited held on **Monday, the 02nd day of December, 2019** at **05.00 p.m.** at the **Conference Room of Industries and Mines Department, Block No. 05, Third Floor, New Sachivalaya, Gandhinagar.**

Name of the Member/ Proxy
(in BLOCK LETTERS)

Signature of the Member/
Proxy

Note:

- 1) Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
- 2) The Proxy, to be effective should be deposited at the Registered Office of the Company not less than FORTY EIGHT HOURS before the commencement of the meeting.
- 3) A Proxy need not be a member of the Company.
- 4) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- 5) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.



एक कदम स्वच्छता की ओर

